

Final Terms dated 6 July 2010

International Bank for Reconstruction and Development

Issue of USD 10,000,000 Zero Coupon Callable Notes due 9 July 2040

under the
Global Debt Issuance Facility

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the “**Conditions**”) set forth in the Prospectus dated May 28, 2008. This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with such Prospectus.

SUMMARY OF THE NOTES

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|---|---|
| 1. Issuer: | International Bank for Reconstruction and Development (“ IBRD ”) |
| 2. (i) Series Number: | 3902 |
| (ii) Tranche Number: | 1 |
| 3. Specified Currency or Currencies (Condition 1(d)): | United States Dollars (“ USD ”) |
| 4. Aggregate Nominal Amount: | |
| (i) Series: | USD 10,000,000 |
| (ii) Tranche: | USD 10,000,000 |
| 5. (i) Issue Price: | 100.00 per cent. of the Aggregate Nominal Amount |
| (ii) Net proceeds: | USD 10,000,000 |
| 6. Specified Denominations (Condition 1(b)): | USD 100,000 |
| 7. Issue Date: | 9 July, 2010 |
| 8. Maturity Date (Condition 6(a)): | 9 July, 2040 |
| 9. Interest Basis (Condition 5): | Zero Coupon
(further particulars specified below in Term 16) |
| 10. Redemption/Payment Basis (Condition 6): | Each Note will be redeemed at its Optional Redemption Amount, its Early Redemption Amount or its Final Redemption Amount, as applicable |
| 11. Change of Interest or Redemption/Payment Basis: | Not Applicable |
| 12. Call/Put Options (Condition 6): | Call Option
(further particulars specified below in Term 17) |
| 13. Status of the Notes (Condition 3): | Unsecured and unsubordinated |
| 14. Listing: | Luxembourg Stock Exchange |
| 15. Method of distribution: | Non-syndicated |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 16. Zero Coupon Note Provisions (Condition 5(c)): | Applicable |
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|-------|---|--------------------------|
| (i) | Amortization Yield
(Condition 6(c)(ii)): | 5.15 per cent. per annum |
| (ii) | Day Count Fraction
(Condition 5(l)): | 30/360 |
| (iii) | Any other formula/basis of
determining amount payable: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

17. Call Option (Condition 6(d)): Applicable

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|------|---|--|
| (i) | Optional Redemption
Date(s): | 9 July in each year, from and including 9 July 2011, to and including 9 July 2039 |
| (ii) | Optional Redemption
Amount(s) of each Note and
method, if any, of calculation
of such amount(s): | The Optional Redemption Amount per Specified Denomination for each Optional Redemption Date is set out opposite such date in the table below, expressed as a percentage of the Specified Denomination, and payable on the applicable Optional Redemption Date: |

Optional Redemption Date	Amount expressed as a percentage of the Specified Denomination
July 9, 2011	105.150000 per cent.
July 9, 2012	110.565225 per cent.
July 9, 2013	116.259334per cent.
July 9, 2014	122.246690 per cent.
July 9, 2015	128.542394 per cent.
July 9, 2016	135.162328 per cent.
July 9, 2017	142.123187 per cent.
July 9, 2018	149.442532 per cent.
July 9, 2019	157.138822 per cent.
July 9, 2020	165.231471 per cent.
July 9, 2021	173.740892 per cent.
July 9, 2022	182.688548 per cent.
July 9, 2023	192.097008 per cent.
July 9, 2024	201.990004 per cent.
July 9, 2025	212.392489 per cent.
July 9, 2026	223.330703 per cent.
July 9, 2027	234.832234 per cent.
July 9, 2028	246.926094 per cent.
July 9, 2029	259.642788 per cent.
July 9, 2030	273.014391 per cent.
July 9, 2031	287.074632 per cent.
July 9, 2032	301.858976 per cent.
July 9, 2033	317.404713 per cent.

	July 9, 2034	333.751056 per cent.
	July 9, 2035	350.939235 per cent.
	July 9, 2036	369.012606 per cent.
	July 9, 2037	388.016755 per cent.
	July 9, 2038	407.999618 per cent.
	July 9, 2039	429.011598 per cent.
(iii) Notice period:	Not less than five (5) London and New York Business Days prior to the relevant Optional Redemption Date	
18. Final Redemption Amount of each Note (Condition 6):	451.105696 per cent. of the Aggregate Nominal Amount (which, for the avoidance of doubt, equates to USD 451,105.70 per Specified Denomination)	
19. Early Redemption Amount (Condition 6(c)):	As set out in the Conditions	

GENERAL PROVISIONS APPLICABLE TO THE NOTES

20. Form of Notes (Condition 1(a)):	Registered Notes: Global Registered Certificate available on Issue Date
21. New Global Note:	No
22. Financial Centre(s) or other special provisions relating to payment dates (Condition 7(h)):	London and New York
23. Governing law (Condition 14):	English
24. Other final terms:	Not Applicable

DISTRIBUTION

25. (i) If syndicated, names of Managers and underwriting commitments:	Not Applicable
(ii) Stabilizing Manager(s) (if any):	Not Applicable
26. If non-syndicated, name of Dealer:	Banco Bilbao Vizcaya Argentaria, S.A.
27. Total commission and concession:	Not Applicable
28. Additional selling restrictions:	Not Applicable

OPERATIONAL INFORMATION

29. ISIN Code:	XS0522729804
30. Common Code:	052272980
31. Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, <i>société anonyme</i> and The Depository Trust Company and the relevant identification number(s):	Not Applicable
32. Delivery:	Delivery against payment
33. Registrar and Transfer Agent (if any):	Citibank N.A., London Branch

34. Intended to be held in a manner which would allow Eurosystem eligibility: Not Applicable

GENERAL INFORMATION

IBRD's most recent Information Statement was issued on September 28, 2009

LISTING APPLICATION

These Final Terms comprise the final terms required for the admission to the Official List of the Luxembourg Stock Exchange and to trading on the Luxembourg Stock Exchange's regulated market of the Notes described herein issued pursuant to the Global Debt Issuance Facility of International Bank for Reconstruction and Development.

RESPONSIBILITY

IBRD accepts responsibility for the information contained in these Final Terms.

Signed on behalf of IBRD:

By:

Name:

Title:

Duly authorized