

**MIFID II product governance / Retail investors, professional investors and ECPs target market**

The Corporation does not fall under the scope of application of the MiFID II package. Consequently, the Corporation does not qualify as an “investment firm”, “manufacturer” or “distributor” for the purposes of MiFID II.

Solely for the purposes of the manufacturers’ product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties, professional clients and retail clients, each as defined in MiFID II; and (ii) all channels for distribution of the Notes are appropriate. Any person subsequently offering, selling or recommending the Notes (a “distributor”) should take into consideration the manufacturers’ target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer’s target market assessment) and determining appropriate distribution channels. For the purposes of this provision, the expression **manufacturer** means the Relevant Dealer and the expression **MiFID II** means Directive 2014/65/EU, as amended.

**Final Terms dated April 15, 2019**



**International Finance Corporation**

Issue of

**TRY 100,000,000 Zero Coupon Notes due November 2, 2020**

**(to be consolidated and form a single series with the existing TRY 50,000,000 Zero Coupon Notes due November 2, 2020 issued on November 2, 2018, TRY 50,000,000 Zero Coupon Notes due November 2, 2020 issued on November 15, 2018 and TRY 100,000,000 Zero Coupon Notes due November 2, 2020 issued on January 29, 2019)**

under its

**Global Medium-Term Note Program**

**PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Prospectus dated June 3, 2008. This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with the Prospectus as may be supplemented from time to time. Full information on International Finance Corporation (the “Corporation”) and the offer of the Notes is only available on the basis of the combination of this Final Terms and the Prospectus as so supplemented. The Prospectus as so supplemented may be obtained (without charge) from the office of the Corporation at 2121 Pennsylvania Avenue, N.W., Washington D.C. 20433, U.S.A. and is available for viewing at the website of the Corporation ([www.ifc.org](http://www.ifc.org)) and copies may be obtained from the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

**THE NOTES ARE NOT AN OBLIGATION OF THE INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT OR OF ANY GOVERNMENT.**

1. Issuer: International Finance Corporation

2. (i) Series Number:	1983
(ii) Tranche Number:	4
3. Specified Currency or Currencies:	Turkish Lira (“TRY”)
4. Aggregate Nominal Amount:	
(i) Series:	TRY 300,000,000
(ii) Tranche:	TRY 100,000,000
5. Issue Price:	71.00 per cent. of the Aggregate Nominal Amount of this Tranche
6. (i) Specified Denominations:	TRY 1,000
(ii) Calculation Amount:	TRY 1,000
7. (i) Issue Date:	April 18, 2019
(ii) Interest Commencement Date:	November 2, 2018
8. Maturity Date:	November 2, 2020
9. Interest Basis:	Zero Coupon (further particulars specified below)
10. Redemption/Payment Basis:	Redemption at par
11. Change of Interest or Redemption/Payment Basis:	Not Applicable
12. Put/Call Options:	Not Applicable
13. Status of the Notes:	Senior
14. Method of distribution:	Non-syndicated

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

15. Fixed Rate Note Provisions:	Not Applicable
16. Floating Rate Note Provisions:	Not Applicable
17. Zero Coupon Note Provisions:	Applicable
(i) Amortization Yield:	25.00 per cent. per annum
(ii) Any other formula/basis of determining amount payable:	Actual/Actual - ICMA, unadjusted
18. Index Linked Interest Note/other variable-linked interest Note Provisions:	Not Applicable
19. Dual Currency Note Provisions:	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

20. Call Option:	Not Applicable
21. Put Option:	Not Applicable

22. Final Redemption Amount of each Note: TRY 1,000 per Calculation Amount
23. Early Redemption Amount: As per Condition 5(c)(ii)

Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

24. Form of Notes: Registered Notes:  
Global Certificate available on Issue Date
25. New Global Note (NGN): No
26. Financial Centre(s) or other special provisions relating to payment dates: London, New York and Istanbul
27. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): No
28. Details relating to Partly Paid Notes: Not Applicable
29. Details relating to instalment Notes: amount of each instalment, date on which each payment is to be made: Not Applicable
30. Redenomination, renominialization and reconventioning provisions: Not Applicable
31. Consolidation provisions: Not Applicable
32. Additional terms:
- (i) Governing law: English

#### **DISTRIBUTION**

33. (i) If syndicated, names and addresses of Managers and underwriting commitments: Not Applicable
- (ii) Date of Terms Agreement: April 15, 2019
- (iii) Stabilizing Manager(s) (if any): Not Applicable
34. If non-syndicated, name and address of Dealer: The Toronto-Dominion Bank  
60 Threadneedle Street  
London EC2R 8AP  
United Kingdom
35. Total commission and concession: Not Applicable
36. Additional selling restrictions: The Dealer has acknowledged that the Notes have not been, and will not be, registered with the Turkish Capital Markets Board ("CMB") under the provisions of Law no. 2499 of the Republic of Turkey relating to capital markets. The Dealer has represented and

agreed that neither the Final Terms nor any other material related to the offering of the Notes will be utilized in connection with any general offering to the public within the Republic of Turkey for the purpose of the sale of the Notes (or beneficial interests therein) without the prior approval of the CMB.

In addition, the Dealer has represented and agreed that it has not sold or caused to be sold and will not sell or cause to be sold outside the Republic of Turkey the (or beneficial interests therein) to residents of Turkey, unless such sale is authorised pursuant to Article 15(d)(ii) of Decree 32 (as amended from time to time) and the CMB regulations.

**RESPONSIBILITY**

The Corporation accepts responsibility for the information contained in this Final Terms.

Signed on behalf of the Corporation:

By: .....

Duly authorized

## PART B – OTHER INFORMATION

### 1 LISTING

- (i) Listing: Luxembourg
- (ii) Admission to trading: Application will be made for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from April 18, 2019.

The Notes are to be consolidated and form a single series with the existing issue of TRY 50,000,000 Zero Coupon Notes due November 2, 2020 issued on November 2, 2018, TRY 50,000,000 Zero Coupon Notes due November 2, 2020 issued on November 15, 2018 and TRY 100,000,000 Zero Coupon Notes due November 2, 2020 issued on January 29, 2019, which are listed and admitted to trading on the Luxembourg Stock Exchange.

### 2 RATINGS

- Ratings: Notes under the Program have been rated:
- S & P: AAA  
Moody's: Aaa

### 3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Plan of Distribution" in the Prospectus, so far as the Corporation is aware, no person involved in the offer of the Notes has an interest material to the offer.

### 4 OPERATIONAL INFORMATION

- Intended to be held in a manner which would allow Eurosystem eligibility: No
- ISIN Code: XS1902189023
- Common Code: 190218902
- CUSIP: Not Applicable
- Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, *société anonyme* and The Depository Trust Company and the relevant identification number(s): Not Applicable
- Delivery: Delivery against payment
- Names and addresses of additional Paying Agent(s) (if any): Not Applicable

## **5 GENERAL**

Applicable TEFRA exemption: Not Applicable

## **6 OTHER RELATIONSHIPS**

The Dealer and its respective affiliates have engaged in, and may in the future engage in, investment banking and other commercial dealings in the ordinary course of business with the Corporation. The Dealer and its respective affiliates have received, or may in the future receive, customary fees and commissions for these transactions.

In addition, in the ordinary course of their business activities, the Dealer and its respective affiliates may make or hold a broad array of investments and actively trade debt and equity securities (or related derivative securities) and financial instruments (including bank loans) for their own account and for the accounts of their customers. Such investments and securities activities may involve notes of the Corporation. Typically, the Dealer and its respective affiliates would hedge such exposure by entering into transactions which consist of either the purchase of credit default swaps or the creation of short positions in the Corporation's notes, including potentially the notes offered hereby. Any such short positions could adversely affect future trading prices of the notes offered hereby. The Dealer and its respective affiliates may also make investment recommendations and/or publish or express independent research views in respect of such notes and may hold, or recommend to clients that they acquire, long and/or short positions in such notes.