

Final Terms dated 14 January 2022

International Bank for Reconstruction and Development

**Issue of BRL 150,000,000 Zero Coupon Notes due 19 January 2029
payable in United States Dollars**

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 September 24, 2021. This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with such Prospectus.

UK MiFIR product governance / Retail investors, professional investors and ECPs target market – See Term 29 below.

SUMMARY OF THE NOTES

- | | | |
|-----|----------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Issuer: | International Bank for Reconstruction and Development (“ IBRD ”) |
| 2. | (i) Series number: | 101488 |
| | (ii) Tranche number: | 1 |
| 3. | Specified Currency or Currencies (Condition 1(d)): | The lawful currency of the Federative Republic of Brazil (“ Brazilian Real ” or “ BRL ”), provided that all payments in respect of the Notes will be made in United States Dollars (“ USD ”) |
| 4. | Aggregate Nominal Amount | |
| | (i) Series: | BRL 150,000,000 |
| | (ii) Tranche: | BRL 150,000,000 |
| 5. | (i) Issue Price: | 51.152831 per cent. of the Aggregate Nominal Amount |
| | (ii) Net proceeds: | USD 13,652,890.84 (equivalent to BRL 76,729,246.50 at the USD/BRL exchange rate of BRL 5.62 per USD 1.00) |
| 6. | Specified Denominations (Condition 1(b)): | BRL 10,000 |
| 7. | Issue Date: | 19 January 2022 |
| 8. | Maturity Date (Condition 6(a)): | 19 January 2029, unless the corresponding FX Valuation Date is postponed beyond the Scheduled FX Valuation Date due to an Unscheduled Holiday or because a Price Source Disruption in respect of the FX Rate has occurred, in which case the Maturity Date shall be postponed to the fifth Business Day after the date on which the FX Rate is determined (further particulars specified below in Term 19). For the avoidance of doubt, no additional interest or other additional amounts shall be payable by IBRD in the event that the Maturity Date is so postponed. |
| 9. | Interest basis (Condition 5): | Zero Coupon (further particulars specified below) |
| 10. | Redemption/Payment basis (Condition 6): | Redemption at par, payable in USD (further particulars specified below) |

- | | | |
|-----|-------------------------------------------------|------------------------------|
| 11. | Change of interest or redemption/payment basis: | Not Applicable |
| 12. | Call/Put Options (Condition 6): | Not Applicable |
| 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

- | | | |
|-------|--------------------------------------------------------|---------------------------|
| 16. | Zero Coupon Note provisions (Condition 5(c)): | Applicable |
| (i) | Amortisation Yield (Condition 6(c)(ii)): | 10.05 per cent. per annum |
| (ii) | Day Count Fraction (Condition 5(l)): | Actual/Actual (ICMA) |
| (iii) | Any other formula/basis of determining amount payable: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

- | | | |
|-----|-----------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 17. | Final Redemption Amount of each Note (Condition 6): | <p>The Final Redemption Amount per Specified Denomination will be payable in USD on the Maturity Date and shall be determined by the Calculation Agent by applying the following formula on the FX Valuation Date immediately prior to the Maturity Date:</p> <p style="text-align: center;"><i>Specified Denomination divided by FX Rate (as defined in Term 19 below),</i></p> <p>subject to the Disruption Provisions and Definitions in Term 19 below.</p> |
| 18. | Early Redemption Amount (Condition 6(c)): | <p>Amortized Face Amount as set out in the Conditions.</p> <p>The Amortized Face Amount per Specified Denomination shall be payable in USD and determined by the Calculation Agent by applying the following formula on the FX Valuation Date immediately prior to the Early Redemption Date:</p> <p style="text-align: center;"><i>Amortized Face Amount divided by FX Rate (as defined in Term 19 below),</i></p> <p>subject to the Disruption Provisions and Definitions in Term 19 below.</p> |
| 19. | Disruption Provisions and Definitions: | <p>Disruption Provisions:</p> <p>If, in respect of an FX Valuation Date, a Price Source Disruption has occurred or exists in respect of the FX Rate, the Calculation Agent shall obtain the FX Rate for such FX Valuation Date by applying the provisions of the following fallbacks (the “Disruption Fallbacks”) in the order below:</p> <ul style="list-style-type: none">(i) Valuation Postponement;(ii) Fallback Reference Price; |

- (iii) Dealer Poll (provided the FX Rate cannot be determined in accordance with (i) or (ii) above); and
- (iv) Calculation Agent Determination of FX Rate (provided that the FX Rate cannot be determined in accordance with (i), (ii) or (iii) above).

In the event that an FX Valuation Date is postponed beyond the relevant Scheduled FX Valuation Date due to an Unscheduled Holiday or because a Price Source Disruption in respect of the FX Rate has occurred, the Early Redemption Date or the Maturity Date, as applicable, shall be postponed to the fifth Business Day after the date on which the FX Rate is determined.

For the avoidance of doubt, no additional interest or other additional amounts shall be payable by IBRD in the event that the Early Redemption Date or the Maturity Date is postponed.

Cumulative Events:

Notwithstanding anything herein to the contrary, in no event shall the total number of consecutive calendar days during which either (i) an FX Valuation Date is postponed due to an Unscheduled Holiday, or (ii) a Valuation Postponement shall occur (or any combination of (i) and (ii)), exceed 14 consecutive calendar days in the aggregate. Accordingly, (x) if, upon the lapse of any such 14 day period, an Unscheduled Holiday shall have occurred or be continuing on the day following such period that otherwise would have been a Business Day, then such day shall be deemed to be an FX Valuation Date, and (y) if, upon the lapse of any such 14 day period, a Price Source Disruption shall have occurred or be continuing on the day following such period, then Valuation Postponement shall not apply and the FX Rate shall be determined in accordance with the next Disruption Fallback.

Definitions:

The following definitions shall apply:

“Brazil Business Day” means a day (other than a Saturday or a Sunday) on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealings in foreign exchange and foreign currency deposits) in any of São Paulo, Rio de Janeiro or Brasilia.

“Business Day” means a day (other than a Saturday or a Sunday), which is both (i) a Brazil Business Day and (ii) a day on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealings in foreign exchange and foreign currency deposits) in London and New York.

“Calculation Agent” means Citibank, N.A., London Branch, or its duly appointed successor.

“Calculation Agent Determination of FX Rate” means, in respect of an FX Valuation Date, the Calculation Agent shall

determine the FX Rate on the relevant FX Valuation Date, acting in good faith and in a commercially reasonable manner having taken into account relevant market practice and any information which it deems relevant.

“Dealer Poll” means, in respect of the FX Valuation Date, the Calculation Agent shall determine the FX Rate for the relevant FX Valuation Date by requesting each of the Reference Dealers to provide a quotation of the USD/BRL spot rate at or about 1:15 p.m., São Paulo time, on such FX Valuation Date.

- (A) If at least two quotations are provided, the FX Rate will be the arithmetic mean of the quotations (rounded to the nearest four decimal points, with 0.00005 being rounded up) of the rates so quoted. Copies of all quotes obtained by the Calculation Agent will be provided by the Calculation Agent to the Issuer upon request; or
- (B) if fewer than two quotations are provided, the FX Rate will be determined by the Calculation Agent in accordance with the Calculation Agent Determination of the FX Rate.

The Calculation Agent shall notify the Issuer as soon as reasonably practicable that the FX Rate is to be so determined.

“Early Redemption Date” means the day on which the Notes become due and payable in accordance with Condition 9 (*Default*) subject to postponement in accordance with this Term 19 whereupon the Early Redemption Date shall be the date five Business Days following the relevant FX Valuation Date. For the avoidance of doubt, no additional interest or other additional amounts shall be payable by IBRD in the event that the Early Redemption Date is so postponed.

“Fallback Reference Price” means, in respect of the relevant FX Valuation Date, the USD/BRL official rate, expressed as the amount of BRL per one USD 1.00, reported by the Banco Central do Brasil (Central Bank of Brazil) (www.bcb.gov.br) in the “Diário Oficial da União” on the first Business Day following such FX Valuation Date (**“BRL OFFICIAL”** or **“BRL02”**).

If Annex A to the 1998 FX and Currency Option Definitions published by the International Swaps and Derivatives Association, Inc., the Emerging Markets Traders Association and the Foreign Exchange Committee (the **“FX Definitions”**) is amended such that BRL02 is replaced by a successor price source for the USD/BRL exchange rate in such Annex A to the FX Definitions (the **“Successor Price Source Definition for BRL02”**), then the FX Rate for the relevant FX Valuation Date will be determined in accordance with such Successor Price Source Definition for BRL02.

“FX Rate” means, in respect of the relevant FX Valuation Date, the closing USD/BRL offered rate for USD, expressed as the amount of BRL per USD 1.00, reported by the Banco

Central do Brasil (Central Bank of Brazil) (www.bcb.gov.br; see “Cotações e boletins”) by approximately 1:15 p.m. São Paulo time on such FX Valuation Date (“**BRL PTAX**” or “**BRL09**”).

If the FX Definitions are amended such that BRL09 is replaced by a successor price source for the USD/BRL exchange rate in such Annex A to the FX Definitions (the “**Successor Price Source Definition for BRL09**”), then the FX Rate for the relevant FX Valuation Date will be determined in accordance with such Successor Price Source Definition for BRL09.

“**FX Valuation Date**” means, in respect of the Early Redemption Date or the Maturity Date, as applicable, the date that is five Business Days before such Early Redemption Date or Maturity Date, as applicable (the “**Scheduled FX Valuation Date**”), provided that if the Scheduled FX Valuation Date is an Unscheduled Holiday, the FX Valuation Date shall be postponed to the first following Business Day, which is not an Unscheduled Holiday. In the event the Scheduled FX Valuation Date is so postponed due to an Unscheduled Holiday and if the FX Valuation Date has not occurred on or before the number of calendar days equal to the Maximum Days of Postponement after the Scheduled FX Valuation Date (any such period being a “**Deferral Period**”), then the next day after the Deferral Period that is a Business Day, or that would have been a Business Day but for the Unscheduled Holiday shall be deemed to be the FX Valuation Date.

“**Maximum Days of Postponement**” means 14 calendar days.

“**Price Source Disruption**” means the occurrence or existence of an event on an FX Valuation Date, the result or consequence of which is that it is impossible or impracticable, in the opinion of the Calculation Agent, to obtain the FX Rate on such day.

“**Reference Dealers**” means three leading dealers or banks active in the USD/BRL exchange market selected by the Calculation Agent in its sole discretion.

“**Unscheduled Holiday**” means a day that is not a Brazil Business Day and the market was not aware of such fact (by means of a public announcement or by reference to other publicly available information) until a time later than 9:00 a.m. (São Paulo time), two Brazil Business Days prior to such day.

“**Valuation Postponement**” means, in respect of an FX Valuation Date, if a Price Source Disruption has occurred or exists in respect of the FX Rate on such FX Valuation Date, the Calculation Agent shall determine the FX Rate on the next succeeding Business Day on which, in the opinion of the Calculation Agent, such Price Source Disruption has not occurred or ceased to exist, unless the Price Source Disruption continues to exist (measured from the date that,

but for the occurrence of the Price Source Disruption, or Unscheduled Holiday would have been the Scheduled FX Valuation Date) for a consecutive number of calendar days equal to the Maximum Days of Postponement, in which case the Calculation Agent shall determine the FX Rate on the next succeeding Business Day after the Maximum Days of Postponement (which will be deemed to be the applicable FX Valuation Date) in accordance with the next applicable Disruption Fallback.

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 / New Safekeeping Structure: | No |
| 22. | Financial Centre(s) or other special provisions relating to payment dates (Condition 7(h)): | London, New York and any of São Paulo, Rio de Janeiro or Brasilia |
| 23. | Governing law (Condition 14): | English |
| 24. | Additional risk factors: | An investment in the Notes is subject to the risks described below, as well as the risks described under “Risk Factors” in the accompanying Prospectus. |

Because the Notes are denominated in BRL but payable in USD, the Noteholders will be exposed to currency exchange rate risks with respect to such currencies. Changes in exchange rates relating to any of the currencies involved may result in a decrease in the effective yield of the Notes and, in certain circumstances, could result in a loss of all or a substantial portion of the principal of the Notes (including the Final Redemption Amount). For example, if, on any FX Valuation Date, BRL has appreciated in value against USD, the payment in USD will be higher. Conversely, a depreciation in value of BRL against USD will have the opposite impact. Furthermore, since the Noteholders will receive payments on the Notes only on the Maturity Date, the Noteholders will not benefit from favorable changes in exchange rates at any other time during the term of the Notes.

Exchange rate movements for a particular currency are volatile and are the result of numerous factors. A Noteholder’s net exposure will depend on the extent to which the payment currency (USD) strengthens or weakens against the denominated currency (BRL).

In addition, the Noteholders whose financial activities are denominated principally in a currency (the “**Investor’s Currency**”) other than any of the Specified Currencies, will also be exposed to currency exchange rate risk that are not associated with a similar investment in a security denominated or paid in that Investor’s Currency. For more information, please see “Risk Factors—Notes are subject to exchange rate and exchange control risks if the investor’s currency is different from the Specified Currency” in the

accompanying Prospectus.

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: | The Toronto-Dominion Bank |
| 27. | Total commission and concession: | Not Applicable |
| 28. | Additional selling restrictions: | Not Applicable |
| 29. | UK MiFIR product governance / Retail investors, professional investors and ECPs target market: | <p>Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“UK MiFIR”) product governance / Retail investors, professional investors and ECPs target market</p> <p>– Solely for the purposes of the manufacturer’s 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 (as defined in the United Kingdom Financial Conduct Authority (the “FCA”) Handbook Conduct of Business Sourcebook (“COBS”)), professional clients (as defined in UK MiFIR) and retail clients (as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018); 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 manufacturer’s target market assessment; however, each distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the “UK MiFIR Product Governance Rules”) 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.</p> <p>For the purposes of this Term 29, “manufacturer” means the Dealer.</p> <p>IBRD does not fall under the scope of application of UK MiFIR. Consequently, IBRD does not qualify as an “investment firm”, “manufacturer” or “distributor” for the purposes of UK MiFIR.</p> |

OPERATIONAL INFORMATION

- | | | |
|-----|----------------------------------------|-------------------------------|
| 30. | Legal Entity Identifier of the Issuer: | ZTMSNXROF84AHWJNKQ93 |
| 31. | ISIN Code: | XS2433833071 |
| 32. | Common Code: | 243383307 |
| 33. | Delivery: | Delivery versus payment |
| 34. | Registrar and Transfer Agent (if any): | Citibank, N.A., London Branch |

35. Intended to be held in a manner which would allow Eurosystem eligibility:
- No. Whilst the designation is specified as “no” at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper and registered in the name of a nominee of one of the ICSDs acting as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognized as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

GENERAL INFORMATION

IBRD’s most recent Information Statement was issued on September 22, 2021.

SPECIAL ACCOUNT

An amount equal to the net proceeds of the issue of the Notes will be credited to a special account that will support IBRD’s lending for Eligible Projects. So long as the Notes remain outstanding and the special account has a positive balance, periodically and at least at the end of every fiscal quarter, funds will be deducted from the special account and added to IBRD’s lending pool in an amount equal to all disbursements from that pool made during such quarter in respect of Eligible Projects.

ELIGIBLE PROJECTS

“**Eligible Projects**” means all projects funded, in whole or in part, by IBRD that promote the transition to low-carbon and climate resilient growth in the recipient country, as determined by IBRD. Eligible Projects may include projects that target (a) mitigation of climate change including investments in low-carbon and clean technology programs, such as energy efficiency and renewable energy programs and projects (“**Mitigation Projects**”), or (b) adaptation to climate change, including investments in climate-resilient growth (“**Adaptation Projects**”).

Examples of Mitigation Projects include, without limitation:

- Rehabilitation of power plants and transmission facilities to reduce greenhouse gas emissions
- Solar and wind installations
- Funding for new technologies that permit significant reduction in GHG emissions
- Greater efficiency in transportation, including fuel switching and mass transport
- Waste management (methane emission) and construction of energy-efficient buildings
- Carbon reduction through reforestation and avoided deforestation

Examples of Adaptation Projects include, without limitation:

- Protection against flooding (including reforestation and watershed management)
- Food security improvement and stress-resilient agricultural systems which slow down deforestation
- Sustainable forest management and avoided deforestation

The above examples of Mitigation Projects and Adaptation Projects are for illustrative purposes only and no assurance can be provided that disbursements for projects with these specific characteristics will be made by IBRD during the term of the Notes. Payment of principal and interest, if any, on the Notes will be made from IBRD’s general funds and will not be directly linked to the performance of any Eligible Projects.

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