## Final Terms dated March 27, 2017



## **International Finance Corporation**

Issue of

U.S.\$ 500,000,000 1.750 per cent. Notes due March 30, 2020

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. 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. The Prospectus 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) and copies may be obtained from the website of the Luxembourg Stock Exchange (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: 1704

(ii) Tranche Number: 1

3. Specified Currency or Currencies: United States Dollars (U.S.\$)

4. Aggregate Nominal Amount:

(i) Series: U.S.\$ 500,000,000

(ii) Tranche: U.S.\$ 500,000,000

# http://www.oblible.com

5. Issue Price:

99.942 per cent. of the Aggregate Nominal Amount

6. (i) Specified Denominations:

U.S.\$ 1,000 and integral multiples thereof

(ii) Calculation Amount:

U.S.\$ 1,000

7. Issue Date:

March 30, 2017

8. Maturity Date:

March 30, 2020

9. Interest Basis:

1.750 per cent. Fixed Rate (further particulars specified

below)

10. Redemption/Payment Basis:

Redemption at par

11. Change of Interest or

Not Applicable

Redemption/Payment Basis:

Not Applicable

12. Put/Call Options:13. Status of the Notes:

Senior

14. Method of distribution:

Syndicated

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed Rate Note Provisions:

Applicable

(i) Rate of Interest:

1.750 per cent. per annum payable semi-annually in arrear

(ii) Interest Payment Date(s):

March 30 and September 30 in each year, from and

including September 30, 2017 to and including the

Maturity Date.

(iii) Fixed Coupon Amount:

U.S.\$ 8.75 per Calculation Amount

(iv) Broken Amount:

Not Applicable

(v) Day Count Fraction:

30/360 (unadjusted)

(vi) Determination Dates:

Not Applicable

(vii) Other terms relating to the method of calculating interest

Not Applicable

for Fixed Rate Notes:

16. Floating Rate Note Provisions:

Not Applicable

17. Zero Coupon Note Provisions:

Not Applicable

18. Index Linked Interest Note/other

Not Applicable

variable-linked interest Note

**Provisions:** 

19. Dual Currency Note Provisions:

Not Applicable

## PROVISIONS RELATING TO REDEMPTION

20. Call Option I:

Not Applicable

Call Option II (Automatic):

Not Applicable

21. Put Option:

Not Applicable

22. Final Redemption Amount of each Note:

U.S.\$ 1,000 per Calculation Amount

23. Early Redemption Amount:

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):

U.S.\$ 1,000 per Calculation Amount

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

24. Form of Notes:

Registered Notes:

DTC Global Registered Certificate available on Issue Date

25. New Global Note (NGN):

No

26. Financial Centre(s) or other special provisions relating to payment dates:

New York and London

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 installment Notes: amount of each installment, date on which each payment is to be made: Not Applicable

30. Redenomination, renominalization and reconventioning provisions:

Not Applicable

31. Consolidation provisions:

Not Applicable

32. Additional terms:

Applicable

(i) Governing law:

New York

## **DISTRIBUTION**

33. (i) If syndicated, names and addresses of Managers and

Citigroup Global Markets Inc.

U.S.\$ 166,667,000

388 Greenwich Street

New York, New York 10013

#### underwriting commitments:

Crédit Agricole

Corporate and Investment Bank

U.S.\$ 166,667,000

12, Place des Etats-Unis

CS 70052

92547 MONTROUGE CEDEX

France

J.P. Morgan Securities plc -

U.S.\$ 166,666,000

25 Bank Street Canary Wharf London E14 5JP United Kingdom

(ii) Date of Terms Agreement:

March 27, 2017

(iii) Stabilizing Manager(s) (if

Not Applicable

any):

34. If non-syndicated, name and address of Dealer:

Not Applicable

35. Total commission and concession:

0.100 per cent. of the Aggregate Nominal Amount

36. Additional selling restrictions:

Not Applicable

## 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**

#### LISTING

(i) Listing: London

(ii) Admission to trading: Application will be made for the Notes to be admitted to the

Official List of the United Kingdom Listing Authority and to trading on the London Stock Exchange plc's Regulated Market

with effect from March 31, 2017

**RATINGS** 

Ratings: Notes under the Program have been rated:

S & P: AAA Moody's: Aaa

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

No

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.

### **OPERATIONAL INFORMATION**

Intended to be held in a manner which would allow Eurosystem eligibility:

ISIN Code: US45950KCL26

Common Code: 158888076

CUSIP: 45950KCL2

Any clearing system(s) other than Not Applicable

Euroclear Bank S.A./N.V., Clearstream Banking, *société anonyme* and The Depository Trust Company and the relevant identification number(s):

Delivery: Delivery against payment

Names and addresses of additional Not Applicable

Paying Agent(s) (if any):

#### **GENERAL**

Applicable TEFRA exemption:

Not Applicable

#### **USE OF PROCEEDS**

The IFC Social Bond Program is the result of the merger of two existing socially responsible bond programs – the IFC Banking on Women Bond Program and the IFC Inclusive Business Bond Program. The net proceeds of the issue of the Notes under this broader IFC Social Bond Program umbrella will be allocated within IFC's Treasury to a designated sub-portfolio that will be linked to socially responsible lending to benefit both women-owned enterprises ("Banking on Women Eligible Projects") and inclusive business projects ("Inclusive Business Eligible Projects"). So long as the Notes are outstanding, the balance of the sub-portfolio will be reduced by amounts matching disbursements made by IFC in respect of either of these two categories of projects. Funds held in the IFC Social Bond Program sub-portfolio will be invested by IFC's Treasury in accordance with IFC's liquid asset management investment guidelines.

"Banking on Women Eligible Projects" will generally involve IFC lending to financial intermediaries with the requirement that the proceeds of IFC's loan be on-lent to women-owned enterprises. However, IFC reserves the right to lend in support of such enterprises either directly or indirectly. For this purpose, a women-owned enterprise is a business that is at least 51% owned by a woman or women, or a business in which a woman or women hold at least 20% of the ownership interests and have at least 1 of the senior executive roles (e.g. Chief Executive Officer, Chief Operation Officer, President, Vice-President), and women hold at least 30% of seats on the board of directors where a board exists.

"Inclusive Business Eligible Projects" include any project funded, in whole or in part, by IFC that (as determined pursuant to an internal IFC validation process) incorporates people at the "Base of the Economic Pyramid" or "BOP" (defined as people who earn less than the equivalent of \$8 per day in purchasing power parity terms or who do not have access to basic goods and services) into a company's value chain as suppliers, distributors, or customers as part of such company's core business in a commercially viable and scalable way, such as:

- Investments in companies that source directly from smallholder farmers
- Investments in utilities (e.g. electricity, gas, water) that provide low-income households with better access to services
- Investments in companies that provide health services, education services or housing to low-income populations in more affordable ways
- Investments in companies that provide goods and services to low-income populations
- Investments in companies that provide access to telecommunication and payment platforms in markets that include the low-income segment

The examples of projects eligible for funding under the IFC Social Bond Program described above are for illustrative purposes only and no assurance can be provided that disbursements for projects with these specific characteristic will be made by IFC during the term of the Notes. Payments of interest and principal in respect of IFC Social Bonds are strictly based on the credit quality of IFC, and are not directly affected by the result of the underlying investments IFC makes consistent with the eligibility criteria

outlined above. Additional information about the IFC Social Bond Program may be found at www.ifc.org/socialbonds, but that information is neither part of nor incorporated by reference in this Final Terms.

#### UNITED STATES TAXATION

The following supplements the discussion under "Tax Matters" in the Prospectus and is subject to the limitations and exceptions set forth therein.

#### Capital Gains

As discussed in the Prospectus under "Tax Matters—United States Federal Income Taxation—Purchase, Sale and Retirement of the Notes", a U.S. Holder may recognize capital gain or loss upon a sale of the Notes. Capital gain of a non-corporate U.S. Holder is generally taxed at preferential rates (which may exceed the 15% rate referenced in the Prospectus) where the property is held for more than one year.

#### Medicare Tax

A U.S. Holder that is an individual or estate, or a trust that does not fall into a special class of trusts that is exempt from such tax, is subject to a 3.8% tax (the "Medicare tax") on the lesser of (1) the U.S. Holder's "net investment income" (or "undistributed net investment income" in the case of an estate or trust) for the relevant taxable year and (2) the excess of the U.S. Holder's modified adjusted gross income for the taxable year over a certain threshold (which in the case of individuals is between \$125,000 and \$250,000, depending on the individual's circumstances). A holder's net investment income generally includes its interest income and its net gains from the disposition of the Notes, unless such interest income or net gains are derived in the ordinary course of the conduct of a trade or business (other than a trade or business that consists of certain passive or trading activities). U.S. Holders that are individuals, estates or trusts are urged to consult their tax advisors regarding the applicability of the Medicare tax to their income and gains in respect of their investments in the Notes.

#### Information with Respect to Foreign Financial Assets

Owners of "specified foreign financial assets" with an aggregate value in excess of \$50,000 (and in some circumstances, a higher threshold) may be required to file an information report with respect to such assets with their tax returns. "Specified foreign financial assets" may include financial accounts maintained by foreign financial institutions, as well as the following, but only if they are held for investment and not held in accounts maintained by financial institutions: (i) stocks and securities issued by non-United States persons, (ii) financial instruments and contracts that have non-United States issuers or counterparties, and (iii) interests in foreign entities. Holders are urged to consult their tax advisors regarding the application of this reporting requirement to their ownership of the Notes.