

Final Terms dated October 25, 2016



International Finance Corporation

Issue of MXN 250,000,000 4.75 per cent. Notes due April 29, 2021

(to be consolidated and form a single series with the existing MXN 500,000,000 4.75 per cent. Notes due April 29, 2021, issued on April 29, 2016)

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 International Finance Corporation, 2121 Pennsylvania Avenue, N.W., Washington D.C. 20433 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:	1540
	(ii) Tranche Number:	2
3	Specified Currency or Currencies:	Mexican Peso (“MXN”)
4	Aggregate Nominal Amount:	
	(i) Series:	MXN 750,000,000
	(ii) Tranche:	MXN 250,000,000
5	Issue Price:	99.020 per cent. of the Aggregate Nominal Amount of this Tranche, plus the amount of MXN 5,888,698.63 representing 181 days’ accrued interest from and including April 29, 2016 to but excluding the Issue Date
6	(i) Specified Denominations:	MXN 10,000
	(ii) Calculation Amount:	MXN 10,000

7	(i) Issue Date:	October 27, 2016
	(ii) Interest Commencement Date:	April 29, 2016
8	Maturity Date:	April 29, 2021
9	Interest Basis:	4.75 per cent. per annum Fixed Rate (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:	Applicable
	(i) Rate of Interest:	4.75 per cent. per annum payable annually in arrear
	(ii) Interest Payment Dates:	April 29 in each year from and including April 29, 2017 to and including the Maturity Date, subject to the Following Business Day Convention
	(iii) Fixed Coupon Amount(s):	MXN 475.00 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual (ICMA), unadjusted
	(vi) Determination Dates:	29 April in each year
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16	Floating Rate Note Provisions:	Not Applicable
17	Zero Coupon Note Provisions:	Not Applicable
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:	MXN 10,000 per Calculation Amount
23	Early Redemption Amount:	
	Early Redemption Amount(s) of each Note payable on redemption for taxation	MXN 10,000 per Calculation Amount

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 Registered 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 City and Mexico City
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: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Corporation to forfeit the Notes and interest due on late payment:	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:	Applicable
	(i) Governing law:	English

DISTRIBUTION

33	(i) If syndicated, names and addresses of Managers:	Not Applicable
	(ii) Date of Terms Agreement:	October 25, 2016
	(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:	1.875 per cent. of the Aggregate Nominal Amount of this Tranche
36	Additional selling restrictions:	Mexico

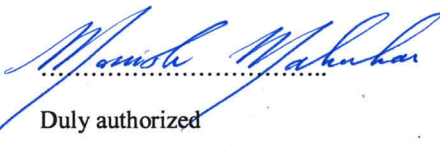
The Dealer has agreed that it will not offer the Notes publicly in Mexico and will not distribute any offering materials in Mexico. The Notes have not been and will not be registered with the National Registry of Securities and may not be publicly offered in Mexico

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: London
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on the London Stock Exchange's Regulated Market with effect from October 27, 2016. The Notes are to be consolidated and form a single series with the existing issue of MXN 500,000,000 4.75 per cent. Notes due April 29, 2021, issued on April 29, 2016, which are listed and admitted to trading on the London Stock Exchange.

2 RATINGS

- Ratings: The Notes to be issued 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: XS1402169848
- Common Code: 140216984
- 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 CONFLICTS OF INTEREST

Not Applicable

7 USE OF PROCEEDS

The net proceeds of the issue of the Notes (which may be converted into US Dollars) will be allocated within the Corporation's Treasury to a special sub-portfolio that will be linked to the Corporation's lending operations for Climate Projects ("**Eligible Projects**"). The sub-portfolio will be invested by the Corporation's Treasury in accordance with the Corporation's liquid asset management investment

guidelines. So long as the Notes are outstanding, the balance of the sub-portfolio will be reduced by amounts matching disbursements made in respect of Eligible Projects.

Eligible Projects will be selected from all Climate Projects funded, in whole or in part, by the Corporation. The Corporation reserves the right to lend directly or indirectly.

Eligible projects may include the following investments:

- investments in equipment, systems and services which result in a reduced use of energy per unit of product or service generated, such as waste heat recovery, cogeneration, building insulation, energy loss reduction in transmission and distribution;
- investments in equipment, systems and services which enable the productive use of energy from renewable resources such as wind, hydro, solar and geothermal production;
- investments to improve industrial processes, services and products that enhance the conversion efficiency of manufacturing inputs (energy, water, raw materials) to saleable outputs, including reduction of impact at source;
- investments in manufacturing of components used in energy efficiency, renewable energy or cleaner production, such as solar photovoltaics, manufacture of turbines, building insulation materials;
- investments in sustainable forestry; and
- lending to financial intermediaries with the requirement that the Corporation's investments be on-lent to specific climate projects that fit the criteria contained herein.

The above examples of Eligible Projects are for illustrative purposes only and no assurance can be provided that disbursements for projects with these specific characteristic will be made by the Corporation during the term of the Notes.

The payments of interest and the principal of the Notes is strictly based on the credit quality of the Corporation, and is not directly affected by the result of the underlying investments that the Corporation makes.