MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPs ONLY TARGET MARKET – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes, taking into account the five (5) categories referred to in item 18 of the Guidelines published by the European Securities and Markets Authority ("ESMA") on 5 February 2018, has led to the conclusions that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU as amended ("MiFID II"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer's 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.

Final Terms dated 13 November 2018

Agence Française de Développement



Issue of EUR 30,000,000 1.815 per cent. Notes due 15 November 2044 (the "Notes") under the Euro 40,000,000,000

Euro Medium Term Note Programme

## 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 base prospectus dated 22 May 2018 which received visa n° 18-192 from the *Autorité des marchés financiers* (the "AMF") on 22 May 2018 and the supplement dated 3 October 2018 which received visa n° 18-469 from the AMF on 3 October 2018 (together, the "Base Prospectus") which constitutes a base prospectus for the purposes of Directive 2003/71/EC as amended (the "Prospectus Directive"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Final Terms and the Base Prospectus are available for viewing at and copies may be obtained from the Fiscal Agent and the Paying Agents and will be available on the Issuer's website (<a href="https://www.afd.fr">www.afd.fr</a>) and on the AMF's website (<a href="https://www.amf-france.org">www.amf-france.org</a>).

1 (i) Issuer: Agence Française de Développement

(ii) Guarantee: Not Applicable

2 (i) Series Number: 101

(ii) Tranche Number: 1

(iii) Date on which the Notes become fungible: Not Applicable

3 Specified Currency: Euro ("EUR")

### **CONFORMED COPY**

4 Aggregate Nominal Amount:

(i) Series: EUR 30,000,000

(ii) Tranche: EUR 30,000,000

5 Issue Price: 100 per cent. of the Aggregate Nominal Amount

6 (i) Specified Denominations: EUR 100,000

7 (i) Issue Date: 15 November 2018

(ii) Interest Commencement Date: Issue Date

8 Maturity Date: 15 November 2044

9 Interest Basis: 1.815 per cent. Fixed Rate

(further particulars specified below)

10 Redemption Basis: Subject to any purchase and cancellation or early

redemption, the Notes will be redeemed at 100 per cent. of their nominal amount on the Maturity Date.

11 Change of Interest Basis: Not Applicable

12 Put/Call Options: Not Applicable

13 (i) Status of the Notes: Senior

(ii) Date of Board approval for issuance of Decision of the Conseil d'Administration no.

Notes obtained: C20180037 dated 1 February 2018

# PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14 Fixed Rate Note Provisions: Applicable

(i) Rate of Interest: 1.815 per cent. per annum payable annually in arrear

on each Interest Payment Date

(ii) Interest Payment Date(s): 15 November in each year up to and including the

Maturity Date

(iii) Fixed Coupon Amount: EUR 1,815 per Specified Denomination

(iv) Broken Amount(s): Not Applicable

(v) Day Count Fraction: Actual/Actual – ICMA

(vi) Determination Dates: 15 November in each year

15 Floating Rate Note Provisions: Not Applicable

16 Zero Coupon Note Provisions: Not Applicable

## PROVISIONS RELATING TO REDEMPTION

17 **Call Option:** Not Applicable

18 **Put Option:** Not Applicable

19 **Final Redemption Amount of each Note:** EUR 100,000 per Specified Denomination

**20 Early Redemption Amount** 

> Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default:

EUR 100,000 per Specified Denomination

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

Dematerialised Notes 21 Form of Notes:

Form of Dematerialised Notes: (i) Bearer dematerialised form (au porteur)

(ii) Registration Agent: Not Applicable

Temporary Global Certificate: Not Applicable

**TARGET** 22 **Financial Centre(s):** 

23 Talons for future Coupons to be attached to Yes Definitive Materialised Notes (and dates on which

such Talons mature):

Purchase in accordance with Article L.213-1 A 24 and D.213-1 A of the French Code monétaire et financier:

Applicable

25 Possibility to request identification information of the Noteholders provided by Condition 1(a)(i):

Applicable

# 26 Representation of Noteholder(s)/Masse

The Representative shall be:

Yann Billand, avocat 30 rue Cambacérès 75008 Paris France billand@bm.legal

contact@bm.legal

Name and address of the alternate Representative:

Paul Messié, avocat 30 rue Cambacérès 75008 Paris France messie@bm.legal

The Representative will be entitled to a remuneration of €300 per year (VAT excluded).

# RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer

By:

**Bokar Cherif** 

Head of Treasury and Capital Markets

Duly authorised

## PART B - OTHER INFORMATION

#### 1 LISTING AND ADMISSION TO TRADING

Listing and admission to trading: Application has been made by the Issuer (or on its

behalf) for the Notes to be listed and admitted to trading on Euronext Paris with effect from the Issue

Date.

Estimate of total expenses related to admission to

trading:

EUR 11,200 (excluding AMF's fees)

#### 2 **RATINGS**

The Notes to be issued have been rated: Ratings:

Standard & Poor's: AA

Fitch: AA

The Credit ratings referred to above have been issued by S&P Global Ratings Europe Limited, France Branch ("Standard & Poor's") and Fitch France S.A.S ("Fitch"), each of which is established in the European Union and registered under Regulation (EC) No 1060/2009 of the European Parliament and of the Council of 16 September 2009 on credit rating agencies, as amended (the "CRA Regulation").

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

"Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer."

#### 4 **USE OF PROCEEDS**

The net proceeds of the Notes will be used by the Issuer for its general corporate purposes.

#### 5 **YIELD**

Indication of yield: 1.815 per cent. per annum

> The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future

yield.

#### **OPERATIONAL INFORMATION** 6

ISIN Code: FR0013381589

Common Code: 191090322

## **CONFORMED COPY**

Any clearing system(s) other than Euroclear France, Euroclear Bank SA/NV and Clearstream Banking SA and the relevant identification number(s):

Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s)

Not Applicable

(if any):

## 7 DISTRIBUTION

(i) Method of distribution: Non syndicated

(ii) If syndicated:

(A) Name of Managers: Not Applicable

(B) Stabilising Manager(s) (if any): Not Applicable

(iii) If non syndicated, name of Dealer: Citigroup Global Markets Limited

(iv) US Selling Restrictions (Categories of potential investors to which the Notes are offered): Reg. S Compliance Category 2 applies to the Notes; TEFRA not applicable to Dematerialised Notes