

MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPs ONLY TARGET MARKET – Solely for the purposes of each 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 conclusion 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 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 manufacturers' target market assessment) and determining appropriate distribution channels.

Final Terms dated 18 January 2019

Agence Française de Développement



**Issue of USD 2,000,000,000 2.750 per cent. Notes due 22 January 2022
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 the 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 (www.afd.fr) and on the AMF's website (www.amf-france.org).

1	(i) Issuer:	Agence Française de Développement
	(ii) Guarantee:	Not Applicable
2	(i) Series Number:	108
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3	Specified Currency:	U.S. Dollars ("USD")
4	Aggregate Nominal Amount:	
	(i) Series:	USD 2,000,000,000
	(ii) Tranche:	USD 2,000,000,000

5	Issue Price:	99.777 per cent. of the Aggregate Nominal Amount
6	(i) Specified Denominations:	USD 200,000
7	(i) Issue Date:	22 January 2019
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	22 January 2022
9	Interest Basis:	2.750 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 Notes obtained:	Decision of the <i>Conseil d'administration</i> no. C20180037 dated 1 February 2018.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note Provisions:	Applicable
	(i) Rate of Interest:	2.750 per cent. <i>per annum</i> payable annually in arrear on each Interest Payment Date
	(ii) Interest Payment Dates:	22 January in each year commencing on 22 January 2020 up to and including the Maturity Date.
	(iii) Fixed Coupon Amount:	USD 5,500 per Specified Denomination as set out in paragraph 6(i) above
	(iv) Broken Amount:	Not Applicable
	(v) Day Count Fraction:	30/360
	(vi) Determination Dates:	Not Applicable
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:	USD 200,000 per Specified Denomination as set out in paragraph 6(i) above

20 Early Redemption Amount

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

USD 200,000 per Specified Denomination as set out in paragraph 6(i) above

GENERAL PROVISIONS APPLICABLE TO THE NOTES

21 Form of Notes:

Dematerialised Notes

(i) Form of Dematerialised Notes:

Bearer Notes (*au porteur*)

(ii) Registration Agent:

Not Applicable

(iii) Temporary Global Certificate:

Not Applicable

22 Financial Centre(s):

New York, Paris, TARGET

23 Talons for future Coupons to be attached to Definitive Materialised Notes (and dates on which such Talons mature):

No

24 Purchase in accordance with Article L. 213-0-1 and D. 213-0-1 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

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 22 January 2019.

Estimate of total expenses related to admission to trading: EUR 8,200 (including AMF's fees)

2 RATINGS

Ratings: The Notes to be issued have been rated:

S&P: AA

Fitch: AA

The Credit ratings referred to above have been issued by S&P Global Ratings Europe Limited ("**S&P**") and Fitch France S.A.S ("**Fitch**"), each of which is established in the European Union and is 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: 2.8287 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.

6 OPERATIONAL INFORMATION

ISIN Code: FR0013397809

Common Code: 193771904

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) (if any): Not Applicable

7 DISTRIBUTION

- (i) Method of distribution: Syndicated
- (ii) If syndicated:
- (A) Name of Managers: Barclays Bank PLC
BNP Paribas
Deutsche Bank AG, London Branch
J.P. Morgan Securities plc
- (B) Stabilising Manager(s) (if any): BNP Paribas
- (iii) If non-syndicated, name of Dealer: Not Applicable
- (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