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 of potential target markets 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 on markets in financial instruments 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.

PROHIBITION OF SALES TO EEA AND UK RETAIL INVESTORS - The Notes are not intended to be offered, sold or otherwise made available to and, with effect from such date, should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA") or in the United Kingdom (the "UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; (ii) a customer within the meaning of Directive (EU) 2016/97 on insurance distribution, as amended, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014, as amended (the "PRIIPS Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK may be unlawful under the PRIIPS Regulation.

Final Terms dated 20 January 2021

Agence Française de Développement



Issue of USD 2,000,000,000 0.625 per cent. Notes due 22 January 2026 (the "Notes")

under the Euro 50,000,000,000 Euro Medium Term Note Programme

Legal Entity Identifier (LEI): 9695008K5N8MKIT4XJ91

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 12 June 2020 which received approval number 20-252 from the *Autorité des marchés financiers* (the "AMF") on 12 June 2020 and the first supplement dated 19 October 2020 which received approval number 20-519 from the AMF on 19 October 2020 which together constitute a base prospectus for the purposes of the Prospectus Regulation (the "Base Prospectus"). The expression "Prospectus Regulation" means Regulation (EU) 2017/1129 as amended. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the Prospectus Regulation 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 (www.afd.fr) and on the AMF's website (www.amf-france.org).

1 Issuer: Agence Française de Développement

2 (i) Series Number: 136

(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:** 99.446 per cent. of the Aggregate Nominal Amount.

6 Specified Denominations: USD 200,000

7 (i) Issue Date: 22 January 2021

(ii) Interest Commencement Date: Issue Date

8 Maturity Date: 22 January 2026

9 Interest Basis: 0.625 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 Conseil d'administration no.

C20200034 dated 30 January 2020

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14 Fixed Rate Note Provisions: Applicable

(i) Rate of Interest: 0.625 per cent. per annum

(ii) Interest Payment Dates: 22 January in each year up to and including the

Maturity Date.

(iii) Fixed Coupon Amount: USD 1,250 per Specified Denomination

(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

Not Applicable 17 **Call Option:**

18 **Put Option:** Not Applicable

19 **Final Redemption Amount of each Note:** USD 200,000 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: USD 200,000 per Specified Denomination

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:** TARGET, New York, Paris

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

which such Talons mature):

No

Purchase in accordance with Article L.213-0-1 and D.213-0-1 of the French Code monétaire et

financier:

Applicable

Applicable

Possibility to request identification information

of the Noteholders provided by Condition 1(a)(i):

26 Representation of Noteholder(s)/Masse The Representative shall be:

Yann Billand, avocat 99 rue de Prony 75017 Paris France

billand@bm.legal contact@bm.legal

The alternate Representative shall be:

Paul Messié, avocat 99 rue de Prony 75017 Paris France

messie@bm.legal

The Representative will be entitled to a remuneration of EUR 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:

Thibaut Makarovsky Head of Funding and Market Operations

Duly authorised

PART B - OTHER INFORMATION

LISTING AND ADMISSION TO TRADING 1

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 as from 22

January 2021.

Estimate of total expenses related to admission to

trading:

EUR 5,000

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 Ratings Ireland Limited, ("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. The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

USE AND ESTIMATED NET AMOUNT OF THE PROCEEDS

Use of proceeds: The net proceeds from each issue of Notes will be

applied by the Issuer for its general corporate

purposes.

USD 1,986,420,000.00 Estimated net amount of the proceeds:

5 **YIELD**

> Indication of yield: 0.738 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

ISIN Code: FR0014001L06

Common Code: 228982105

Any clearing system(s) other than Euroclear Not Applicable France, Euroclear Bank SA/NV and Clearstream

Banking S.A. and the relevant identification number(s):

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 Ireland PLC

BNP Paribas

BofA Securities Europe SA HSBC Continental Europe

J.P. Morgan AG

(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