Final Terms dated 25 February 2013

# Agence Française de Développement



# Issue of EUR 1,250,000,000 1.250 per cent. Notes due 2018

### under the Euro 25,000,000,000 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 15 June 2012 which received visa n°12-269 from the *Autorité des marchés financiers* (the **"AMF**") on 15 June 2012 and the supplement dated 26 September 2012 which received visa n°12-464 from the AMF on 26 September 2012 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) as amended by the 2010 PD Amending Directive (Directive 2010/73/EU) (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 as so supplemented. Full information on the Issuer and the issue of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and its supplement are available for viewing at and copies may be obtained from the Fiscal Agent, the Registrar 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*). These Final Terms are available for viewing and copies may be obtained from the Fiscal Agent, the Registrar and the Paying Agents and will be available on the Paying Agents and will be available on the Paying Agents and will be available for viewing and copies may be obtained from the Fiscal Agent, the Registrar and the Paying Agents and will be available on the Paying Agents and will be available on the Paying Agents and will be available for viewing and copies may be obtained from the Fiscal Agent, the Registrar and the Paying Agents and will be available on the Paying Agents and will be available on the AMF website (*www.amf-france.org*) and on the Issuer's website (*www.afd.fr*).

| 1 | Issuer:   |                 | Agence Française de Développement |
|---|---|-----------------|-----------------------------------|
| 2 | (i)   | Series Number:  | 48                                |
|   | (ii)  | Tranche Number: | 1                                 |
| 3 | Specified Currency or Currencies:                         |                 | Euro (" <b>EUR</b> ")             |
| 4 | Aggregate Nominal Amount of Notes<br>admitted to trading: |                 |                                   |
|   | (i)   | Series:         | EUR 1,250,000,000                 |
|   | (ii)  | Tranche:        | EUR 1,250,000,000                 |

| 5  | Issue Price:  | 99.711 per cent. of the Aggregate Nominal<br>Amount   |  |  |
|--|---|---|--|--|
| 6  | (i) Specified Denomination:   | EUR 100,000   |  |  |
|  | (ii) Calculation Amount:  | EUR 100,000   |  |  |
| 7  | (i) Issue Date:   | 27 February 2013  |  |  |
|  | (ii) Interest Commencement Date:  | Issue Date  |  |  |
| 8  | Maturity Date:  | 27 February 2018  |  |  |
| 9  | Interest Basis:   | 1.250 per cent. Fixed Rate<br>(further particulars specified below)   |  |  |
| 10   | Redemption/Payment Basis:   | Redemption at par   |  |  |
| 11   | Change of Interest or<br>Redemption/Payment Basis:                                  | Not Applicable  |  |  |
| 12   | Put/Call Options:   | Not Applicable  |  |  |
| 13   | (i) Status of the Notes:  | Senior Unsecured  |  |  |
|  | <ul> <li>(ii) Date of Board approval for<br/>issuance of Notes obtained:</li> </ul> | Decision of the <i>Conseil d'administration</i><br>n° C20120295 dated 8 November 2012                                 |  |  |
| 14   | Method of distribution:   | Syndicated  |  |  |
| PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE |   |   |  |  |
| 15   | Fixed Rate Note Provisions  | Applicable  |  |  |
|  | (i) Rate of Interest:   | 1.250 per cent. per annum payable annually in arrear  |  |  |
|  | (ii) Interest Payment Dates:  | 27 February in each year from and including 27<br>February 2014 up to and including the Maturity<br>Date (unadjusted) |  |  |
|  | (iii) Fixed Coupon Amount:  | EUR 1,250 per Calculation Amount  |  |  |
|  | (iv) Broken Amount(s):  | Not Applicable  |  |  |
|  | (v) Day Count Fraction:   | Actual/Actual (ICMA)  |  |  |
|  | (vi) Determination Dates:   | 27 February in each year  |  |  |
|  | (vii) Other terms relating to the method<br>of calculating interest for Fixed       |   |  |  |
| 40   | Rate Notes:   | Not Applicable  |  |  |
| 16   | Floating Rate Note Provisions   | Not Applicable  |  |  |
| 17   | Zero Coupon Note Provisions   | Not Applicable  |  |  |
| 18   | Index-Linked Interest Note/other<br>variable-linked interest Note<br>Provisions     | Not Applicable  |  |  |
| 19   | Dual Currency Note Provisions   | Not Applicable  |  |  |
| PROV   | ISIONS RELATING TO REDEMPTION   |   |  |  |
| 20   | Call Option   | Not Applicable  |  |  |
| 21   | Put Option  | Not Applicable  |  |  |
| 22   | Final Redemption Amount of each Note  | EUR 100,000 per Calculation Amount  |  |  |

# 23 Early Redemption Amount

Early Redemption Amount(s) of each As per the Conditions 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):

# **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

| 24   | Form of Notes:   | Bearer Notes:  |  |  |
|------|--|--|--|--|
|      |  | Temporary Global Note exchangeable for a<br>Permanent Global Note which is exchangeable<br>for Definitive Notes in the limited circumstances<br>specified in the Permanent Global Note |  |  |
|      | New Global Note:   | Yes  |  |  |
| 25   | Financial Centre(s) or other special<br>provisions relating to Payment Dates:  | Paris, TARGET  |  |  |
| 26   | Talons for future Coupons or Receipts to<br>be attached to Definitive Notes (and<br>dates on which such Talons mature):  | No   |  |  |
| 27   | Details relating to Partly Paid Notes:<br>amount of each payment comprising the<br>Issue Price and date on which each<br>payment is to be made and<br>consequences (if any) of failure to pay,<br>including any right of the Issuer to forfeit<br>the Notes and interest due on late<br>payment: | Not Applicable   |  |  |
| 28   | Details relating to Instalment Notes:<br>amount of each instalment, date on<br>which each payment is to be made:   | Not Applicable   |  |  |
| 29   | Redenomination, renominalisation and reconventioning provisions:   | Not Applicable   |  |  |
| 30   | Consolidation provisions:  | Not Applicable   |  |  |
| 31   | Other final terms:   | Not Applicable   |  |  |
| DIST | DISTRIBUTION   |  |  |  |
| 32   | (i) If syndicated, names of Managers:  | Crédit Agricole Corporate and Investment Bank<br>Deutsche Bank Aktiengesellschaft<br>HSBC France<br>Natixis  |  |  |
|      | (ii) Stabilising Manager(s) (if any):  | Crédit Agricole Corporate and Investment Bank  |  |  |
| 33   | If non-syndicated, name of Dealer:   | Not Applicable   |  |  |
| 34   | Additional selling restrictions:   | Not Applicable   |  |  |
| 35   | U.S. Selling Restrictions:   | Reg S Compliance Category 2; TEFRA D   |  |  |
|      |  |  |  |  |

## LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required for the issue and admission to trading on Euronext Paris of the issue of Notes described herein pursuant to the Euro 25,000,000,000 Euro Medium Term Note Programme of Agence Française de Développement.

### RESPONSIBILITY

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

Signed on behalf of the Issuer

By: Duly authorised

The Chief Finance & Accounting Officer

**Gilles Bergin** 

# **PART B – OTHER INFORMATION**

| 1 | LIS  | TING AND ADMISSION TO TRADING         |  |
|---|------|---------------------------------------|--|
|   | (i)  | Listing and Admission to trading:     | Application has been made by the Issuer (or<br>on its behalf) for the Notes to be listed and<br>admitted to trading on Euronext Paris with<br>effect from 27 February 2013.  |
|   | (ii) | Estimate of total expenses related to |  |
|   |      | admission to trading:                 | EUR 9,000  |
| 2 | RA   | TINGS                                 |  |
|   | Rati | ings:                                 | The Notes to be issued have been rated:<br>S&P: AA+<br>Fitch: AAA  |
|   |      |                                       | The credit ratings referred to above have<br>been issued by Standard & Poor's Credit<br>Market Services Europe Limited<br>( <b>"S&amp;P"</b> ) and Fitch France S.A.S. ( <b>"Fitch"</b> ),<br>each of which is established in the European<br>Union and is registered under Regulation<br>(EU) No 1060/2009 of the European<br>Parliament and of the Council of 16<br>September 2009 on credit rating agencies, as<br>amended by Regulation (EU) No 513/2011<br>(the <b>"CRA Regulation"</b> ). As such these<br>entities are included in the list of credit rating<br>agencies published by the European<br>Securities and Markets Authority on its<br>website (http://www.esma.europa.eu) in |

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

So far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

accordance with the CRA Regulation.

4 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

| (i) Reasons for the offer:                      | See "Use of Proceeds" in the Base<br>Prospectus   |
|---|---|
| (ii) Estimated net proceeds:                    | EUR 1,244,825,000   |
| (iii) Estimated total expenses:<br><b>YIELD</b> | EUR 9,000   |
| Indication of yield:                            | 1.310 per cent. per annum   |
|   | The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an |

5

indication of future yield.

| Intended to be held in a manner which would allow Eurosystem eligibility   | Yes<br>Note that the designation "yes" simply means<br>that the Notes are intended upon issue to be<br>deposited with one of the ICSDs as common<br>safekeeper and does not necessarily mean<br>that the Notes will be recognised as eligible<br>collateral for Eurosystem monetary policy and<br>intra-day credit operations by the Eurosystem<br>either upon issue or at any or all times during<br>their life. Such recognition will depend upon<br>satisfaction of the Eurosystem eligibility<br>criteria. |
|--|--|
| ISIN Code:   | XS0895819828   |
| Common Code:   | 089581982  |
| Any clearing system(s) other than Euroclear<br>Bank S.A./N.V. and Clearstream Banking,<br>société anonyme, and the relevant identification<br>number(s): | Not Applicable   |
| Delivery:  | Delivery against payment   |
| Names and addresses of additional Paying<br>Agent(s) (if any):   | Not Applicable   |

6

**OPERATIONAL INFORMATION**