## UK MiFIR product governance / Professional investors and ECPs target market only:

Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("COBS"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA") ("UK MiFIR"); 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 the FCA Handbook Product Intervention and Product Governance Sourcebook (the "UK MiFIR Product Governance Rules") 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.

For the purposes of this provision, the expression "manufacturer" means the Dealer.

European Bank for Reconstruction and Development (the "**Issuer**") does not fall under the scope of application of UK MiFIR. Consequently, the Issuer does not qualify as an "investment firm", "manufacturer" or "distributor" for the purposes of UK MiFIR.

1 February 2022

## PRICING SUPPLEMENT

European Bank for Reconstruction and Development
EUR 50,000,000 0.65 per cent. Callable Fixed Rate Notes due 3 February 2033
(the "Notes") issued pursuant to the European Bank for Reconstruction and
Development EUR 45,000,000,000 Global Medium Term Note Programme for the issue
of notes

# **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 Offering Circular dated 3 July 2012, as supplemented by the Supplementary Offering Circular dated 22 July 2019 (together, the "Offering Circular"). This Pricing Supplement must be read in conjunction with such Offering Circular. Full information on the Notes is only available on the basis of the combination of this Pricing Supplement and the Offering Circular. The Offering Circular is available for viewing and copies may be obtained from the Issuer at One Exchange Square, London, EC2A 2JN, United Kingdom.

# **SUMMARY OF THE NOTES**

Specified Currency: Euro ("EUR")
 Nominal Amount: EUR 50,000,000
 Type of Note: Fixed Rate

4 Issue Date: 3 February 2022

5 Issue Price: 100.00 per cent. of the Nominal Amount

6 Maturity Date: 3 February 2033, subject to the Redemption at

Issuer's option provisions below

7 Fungible with existing Notes: No

**FORM OF THE NOTES** 

8 Form of Note: **Bearer** 

9 New Global Note: Yes

10 Specified Denomination(s): EUR 100,000

11 Exchange of Bearer Notes: Temporary Global Note exchangeable for

> permanent Global Note on certification as to non-US beneficial ownership on or after 40 days after the Issue Date and thereafter permanent Global Note exchangeable only

upon an Exchange Event.

12 Talons for future Coupons to be

attached to definitive Bearer Notes:

Not Applicable

13 Depositary for and (a)

> registered holder of Registered Global Note:

Not Applicable

Exchange of Registered (b)

Global Note:

Not Applicable

## PROVISIONS RELATING TO INITIAL PAYMENT

14 Partly Paid Notes: No

# PROVISIONS RELATING TO INTEREST

Fixed Rate Notes:

16

15 Interest Commencement Date: Issue Date

> (a) Fixed Rate of Interest: 0.65 per cent. per annum, payable semi-

Applicable

annually in arrear on each Fixed Interest Date. For the avoidance of doubt, EUR 325 shall be payable per Specified Denomination on each

Fixed Interest Date.

(b) Fixed Interest Dates: 3 February and 3 August in each year, from and

> including 3 August 2022, up to and including the Maturity Date, subject to the Redemption at the Issuer's option provisions below and subject to adjustment for payment purposes in accordance with the Business Day Convention

specified below.

(c) Initial Broken Amount per

Specified Denomination:

Not Applicable

Final Broken Amount per Not Applicable (d)

Specified Denomination:

(e) Fixed Day Count Fraction: Actual/Actual – ICMA

(f) Business Day Convention: Following Business Day Convention

(g) Business Day definition if different from that in Condition 4(a)(iii):

Condition 4(a)(iii) applies and, for the avoidance of doubt, TARGET is the principal financial centre. London shall be an additional business centre.

(h) Calculation of interest to be adjusted in accordance with Business Day Convention specified above:

No

17 Zero Coupon Notes: Not Applicable

**18** Floating Rate Notes and Indexed Not Applicable Notes:

## PROVISIONS REGARDING PAYMENTS/DELIVERIES

19 Definition of "Payment Day" for the purpose of Condition 6(e) if different to that set out in Condition 6:

Condition 6(e) applies and, for the avoidance of doubt, TARGET is the principal financial centre. London shall be an additional business centre.

20 Dual Currency Notes: Not Applicable

21 Physically Settled Notes: Not Applicable

## PROVISIONS REGARDING REDEMPTION/MATURITY

22 (a) Redemption at Issuer's option:

Yes

The Issuer has the right to redeem the Notes (in whole but not in part) on an Optional Redemption Date (as defined below) at the Optional Redemption Amount (as defined below) by giving notice to the Agent of such redemption not less than five (5) Business Days (as defined below) prior to the relevant Optional Redemption Date.

The Agent shall give notice of such redemption to the holders of the Notes as soon as practicable, but in any event not later than two (2) Business Days thereafter in accordance with Condition 5(b) (except that the timing of such notice as referred to therein shall be amended as set out above).

Where:

"Business Day" means (i) any day on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealings in foreign exchange and foreign currency deposits) in London; and (ii) a day on which the TARGET

System is open for settlement of payments in Euro.

"Optional Redemption Amount" means in respect of each Note, 100.00 per cent. per Specified Denomination.

"Optional Redemption Date" means 3 August 2023, and every two years thereafter, up to (but excluding) the Maturity Date, subject to adjustment in accordance with the Following Business Day Convention.

(b) Redemption at Noteholder's option:

No

(a) Final Redemption Amount for each Note (other than an Indexed or Formula Note where the index or formula applies to the redemption amount):

100.00 per cent. per Specified Denomination

(b) Final Redemption Amount for each Indexed Note where the Index or Formula applies to the Final Redemption Amount:

Not Applicable

24 Instalment Note:

Not Applicable

25 Early Redemption Amount for each Note payable on an event of default:

Condition 5(d) applies

# DISTRIBUTION, CLEARING AND SETTLEMENT PROVISIONS

**26** Method of distribution: Non-Syndicated

27 If Syndicated, names and addresses of Managers or, if Non-Syndicated name and address of Dealer:

Citigroup Global Markets Limited
Citigroup Centre
25 Canada Square
Canary Wharf

London E14 5LB United Kingdom

Date of Syndication Agreement: Not Applicable
 Stabilising Manager: Not Applicable
 Additional selling restrictions: Not Applicable

31 Details of additional/alternative clearing system approved by the Issuer and the Agent:

Euroclear and Clearstream, Luxembourg only

32 Intended to be held in a manner which would allow Eurosystem eligibility:

Yes.

Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the International Central Securities Depositories as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.

**33** Common Code: 244045006

ISIN Code: XS2440450067
CUSIP Number: Not Applicable

34 Listing: Application will be made by the Issuer (or on its behalf) for the Notes to be admitted to the

Official List of the Luxembourg Stock Exchange and trading on the Regulated Market of the

Luxembourg Stock Exchange.

In the case of Notes denominated Not Applicable in the currency of a country that subsequently adopts the euro in

subsequently adopts the euro in accordance with the Treaty establishing the European Community, as amended by the Treaty on European Union, whether the Notes will include redenomination clause providing for the redenomination of the Specified Currency in euro "Redenomination Clause"), and, if so specified, the wording of the Redenomination Clause in full and anv wording in respect redenominalisation and/or consolidation (provided they are fungible) with other Notes denominated in euro.

36 Additional Information: Not Applicable

37 Total Commissions: Not Applicable

This Pricing Supplement comprises the pricing supplement required for issue and admission to trading on the Regulated Market of the Luxembourg Stock Exchange of the Notes described herein pursuant to the Euro 45,000,000,000 Global Medium Term Note Programme of the European Bank for Reconstruction and Development as from 3 February 2022, or as soon as practicable thereafter.

## **RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in this Pricing Supplement other than the information contained under the heading "UK MiFIR product governance / Professional investors and ECPs target market only".

For and on behalf of

**EUROPEAN BANK FOR RECONSTRUCTION AND DEVELOPMENT** 

Ву:

Authorised signatory

### PART B - OTHER INFORMATION

#### 1 LISTING

Application will be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Regulated Market of the Luxembourg Stock Exchange and listed on the Official List of the Luxembourg Stock Exchange with effect from 3 February 2022 or as soon as practicable thereafter. No assurance can be given that such listing and admission to trading will be obtained on or prior to such date, or, if obtained, that it will be maintained.

### 2 **RATINGS**

The Issuer and/or its debt obligations have been assigned an AAA credit rating from S&P Global Ratings Europe Limited ("S&P"), an Aaa credit rating from Moody's Investors Service Limited ("Moody's") and an AAA credit rating from Fitch Ratings Ltd. ("Fitch"). As defined by S&P, an "AAA" rating means that the ability of the Issuer to meet its financial commitment on its obligations is extremely strong. As defined by Moody's, an "Aaa" rating means that the Issuer's ability to meet its financial obligations is judged to be of the highest quality, with minimal credit risk. As defined by Fitch, an "AAA" rating denotes the lowest expectation of credit risk and means that the Issuer has an exceptionally strong capacity for timely payment of its financial commitments.

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

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

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

The net proceeds of the issue of the Notes will Reasons for the offer (i)

be included in the ordinary capital resources of the Issuer and used in its ordinary operations.

(ii) Estimated net proceeds: EUR 50,000,000

(iii) Estimated total expenses: £10,000

5 **YIELD** 

> Indication of yield: 0.65 per cent. per annum.

> > As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is

not an indication of future yield.

# 6 HISTORIC INTEREST RATES

Not Applicable

7 PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING

Not Applicable

8 PERFORMANCE OF RATES OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT

Not Applicable