

## **MiFID II product governance / Retail investors, professional investors and ECPs target market –**

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 eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, “**MiFID II**”); and (ii) all channels for distribution of the Notes are appropriate, subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable. 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, subject to the distributor’s suitability and appropriateness obligations under MiFID II, as applicable.

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 MiFID II. Consequently, the Issuer does not qualify as an “investment firm”, “manufacturer” or “distributor” for the purposes of MiFID II.

### **PRICING SUPPLEMENT**

14 March 2018

#### **European Bank for Reconstruction and Development**

#### **USD 10,000,000 9.80 per cent. (BYN Linked) Notes due 16 March 2020 (the “Notes”) issued pursuant to a Global 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 Offering Circular dated 3 July 2012 (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**

<b>1</b>	Specified Currency:	U.S. Dollars (“ <b>USD</b> ”)
<b>2</b>	Nominal Amount:	USD 10,000,000
<b>3</b>	Type of Note:	Fixed Rate
<b>4</b>	Issue Date:	16 March 2018
<b>5</b>	Issue Price:	100 per cent. of the Nominal Amount
<b>6</b>	Maturity Date:	16 March 2020 (subject to the provisions set out in the Annex hereto).
<b>7</b>	Fungible with existing Notes:	No

#### **FORM OF THE NOTES**

<b>8</b>	Form of Note:	Registered
<b>9</b>	New Global Note:	No

<b>10</b>	Specified Denomination:	USD 100,000
<b>11</b>	Exchange of Bearer Notes:	Not Applicable
<b>12</b>	(a) Talons for future Coupons to be attached to definitive Bearer Notes:	Not Applicable
	(b) Date(s) on which the Talons mature:	Not Applicable
<b>13</b>	(a) Depository for and registered holder of Registered Global Note:	Registered Global Note to be deposited with a common depository for Euroclear and Clearstream, Luxembourg and registered in the name of Citivic Nominees Limited as nominee for the common depository.
	(b) Exchange of Registered Global Note:	Registered Global Note will only be exchangeable for definitive Registered Notes upon 45 days' written notice in the limited circumstances as described on page 42 of the Offering Circular.

#### PROVISIONS RELATING TO INITIAL PAYMENT

<b>14</b>	Partly Paid Notes:	Not Applicable
-----------	--------------------	----------------

#### PROVISIONS RELATING TO INTEREST

<b>15</b>	Interest Commencement Date:	16 March 2018
<b>16</b>	Fixed Rate Notes:	Applicable
	(a) Fixed Rate of Interest:	9.80 per cent. per annum, payable semi-annually in arrear. The amount of interest payable on each Fixed Interest Date (the “ <b>Interest Amount</b> ”) shall be calculated as detailed in the Annex hereto.
	(b) Fixed Interest Dates:	16 March and 16 September in each year from and including 16 September 2018, up to and including the Maturity Date, subject to adjustment for payment purposes only in accordance with the Business Day Convention specified below (subject to the provisions set out in the Annex hereto).
	(c) Initial Broken Amount per Specified Denomination:	Not Applicable
	(d) Final Broken Amount per Specified Denomination:	Not Applicable
	(e) Fixed Day Count Fraction:	Actual/360
	(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, New York City shall be the principal financial centre. Minsk and London shall be additional business centres.)
	(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 Notes: Not Applicable

#### 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 subject to the provisions set out in the Annex hereto.

20 Dual Currency Notes: Not Applicable

21 Physically Settled Notes: Not Applicable

#### PROVISIONS REGARDING REDEMPTION/MATURITY

22 (a) Redemption at Issuer's option: Not Applicable

(b) Redemption at Noteholder's option: Not Applicable

23 (a) Final Redemption Amount per Specified Denomination (other than an Indexed or Formula Note where the index or formula applies to the redemption amount): As set out in the Annex hereto.

(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, subject to the provisions set out in the Annex hereto.

#### DISTRIBUTION, CLEARING AND SETTLEMENT PROVISIONS

26 Method of distribution: Non-syndicated

27 If Syndicated, names and addresses of Managers or, if Non-Syndicated names and address of Dealer: Citigroup Global Markets Limited  
Citigroup Centre  
Canada Square  
Canary Wharf  
London E14 5LB  
United Kingdom

28 Date of Syndication Agreement: Not Applicable

29 Stabilising Manager(s): None

30 Additional selling restrictions: **Republic of Belarus**  
The Dealer has represented and agreed that it has not offered, sold or otherwise transferred and will not offer, sell or otherwise transfer the Notes as part of its initial distribution or at any time thereafter to or for the benefit of any person (including legal entities) resident, incorporated, established or having their

usual residence in the Republic of Belarus or to any person located within the territory of the Republic of Belarus, unless to the extent otherwise permitted by the laws or regulations of the Republic of Belarus.

- |           |  |  |
|-----------|--|--|
| <b>31</b> | Details of additional/alternative clearing system approved by the Issuer and the Agent:  | Euroclear and Clearstream, Luxembourg only   |
| <b>32</b> | Intended to be held in a manner which would allow Eurosystem eligibility:  | No   |
| <b>33</b> | Common Code:   | 179333015  |
|           | ISIN Code:   | XS1793330157   |
|           | CUSIP Number:  | Not Applicable   |
| <b>34</b> | Listing:   | Application will be made by the Issuer (or on its behalf) for the Notes to be admitted to the Official List of the UK Listing Authority and trading on the Regulated Market of the London Stock Exchange plc |
| <b>35</b> | In the case of Notes denominated in the currency of a country that 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 a redenomination clause providing for the redenomination of the Specified Currency in euro (a “ <b>Redenomination Clause</b> ”), and, if so specified, the wording of the Redenomination Clause in full and any wording in respect of redenominalisation and/or consolidation (provided they are fungible) with other Notes denominated in euro. | Not Applicable   |
| <b>36</b> | Additional Information:  | The provisions set out in the Annex shall apply to the Terms and Conditions in accordance herewith.  |
| <b>37</b> | Total Commissions:   | Not Applicable   |

This Pricing Supplement comprises the pricing supplement required for issue and admission to trading on the London Stock Exchange plc’s Regulated Market of the Notes described herein pursuant to the Euro 35,000,000,000 Global Medium Term Note Programme of European Bank for Reconstruction and Development as from 16 March 2018, 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 MiFID II product governance / Retail investors, professional investors and ECPs target market.

For and on behalf of

**EUROPEAN BANK FOR RECONSTRUCTION AND DEVELOPMENT**

AS

By:   
Authorized signatory

.....  
**CITIBANK, N.A.**  
(as Agent)

## **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 London Stock Exchange plc's Regulated Market with effect from 16 March 2018 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 Standard & Poor's Credit Market Services Europe Limited ("**S&P**"), an Aaa credit rating from Moody's Investors Service Limited ("**Moody's**") and an AAA credit rating from Fitch France S.A.S. ("**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**

- |                                 |   |
|---------------------------------|---|
| (i) Reasons for the offer       | The net proceeds of the issue of the Notes (which is expected to be USD 9,960,000), which will be included in the ordinary capital resources of the Issuer and used in its ordinary operations. |
| (ii) Estimated net proceeds:    | USD 9,960,000   |
| (iii) Estimated total expenses: | £10,000   |

### **5 YIELD**

Indication of yield: 9.80 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**

In the circumstances described in the Annex hereto, the amount of principal and/or interest received by holders of the Notes is affected by the USD/BYN foreign exchange rate. Information in respect of the USD/BYN foreign exchange rate can also be found on The National Bank of the Republic of Belarus website.

## **Annex**

# **Calculation of Fixed Interest Amount, Early Redemption Amount and Final Redemption Amount**

The Final Redemption Amount or the Early Redemption Amount, as applicable, per Specified Denomination will be payable in USD on the Maturity Date or Early Redemption Date, as applicable, and determined by the Calculation Agent as follows, on the corresponding FX Fixing Date:

Reference BYN Amount *divided by* the Exchange Reference Rate on the applicable FX Fixing Date, and rounded up to the nearest cent.

The Interest Amount per Specified Denomination will be determined by the Calculation Agent as follows, on the corresponding FX Fixing Date, rounded up to the nearest cent:

Reference BYN Amount *multiplied by* 9.80% *divided by* the Exchange Reference Rate *multiplied by* the Fixed Day Count Fraction.

The Calculation Agent shall notify the Issuer and the Agent (who will in turn inform the Noteholders) of its determination of the Final Redemption Amount, the Early Redemption Amount and Interest Amount payable per Specified Denomination on the Maturity Date, Early Redemption Date or the relevant Fixed Interest Date (as applicable), as soon as practicable after such determination but in no event later than the Business Day immediately following the relevant FX Fixing Date.

If the Exchange Reference Rate is not available for any reason under the designated source or on any successor page on any FX Fixing Date, then the Calculation Agent shall determine that a Price Source Disruption Event (a “**Price Source Disruption Event**”) has occurred, and shall promptly inform the Issuer and the Agent (who will in turn inform the Noteholders) of such occurrence.

Following the determination of the occurrence of a Price Source Disruption Event the Exchange Reference Rate shall be the arithmetic mean of such firm quotes (expressed as the number of BYN per one USD) from four Reference Dealers as the Issuer is able to obtain for the sale of BYN and the purchase of USD at any time after 4 PM (Minsk, Belarus time) on the FX Fixing Date and 3 PM the following day (Minsk, Belarus time), for settlement on the Maturity Date, Early Redemption Date or relevant Fixed Interest Date (as applicable). If none, or only one, of the Reference Dealers provides such a firm quote, the relevant Exchange Reference Rate shall be determined by the Calculation Agent in its sole discretion, acting in good faith and in a commercially reasonable manner.

For the purposes of this Annex:

“**Business Day**” means any day (other than Saturday or a Sunday) on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealings in foreign exchange currency deposits) in New York City, London and Minsk;

“**BYN**” means the Belarusian Ruble, the lawful currency of the Republic of Belarus;

“**Calculation Agent**” means Citibank, N.A. in accordance with the provisions of the Calculation Agency Agreement entered into between the Issuer and the Calculation Agent dated 20 February 2004 (as amended and/or supplemented from time to time). All references to the Calculation Agent shall include any successor or successors to Citibank, N.A. as Calculation Agent in respect of the Notes;

“**Early Redemption Date**” means the date on which the Notes become due and payable pursuant to Condition 5(d);

“**Exchange Reference Rate**” means the USD/BYN Official Exchange Rate expressed as the amount of BYN per one USD, as determined by The National Bank of the Republic of Belarus as of 4 PM (Minsk, Belarus time) on the FX Fixing Date as observed on <http://www.nbrb.by/engl/>, or on any successor page, under “Exchange Rates” in respect of such date;



“**FX Fixing Date**” means the date which is two Business Days prior to each Fixed Interest Date, the Early Redemption Date or the Maturity Date, as applicable;

“**Reference BYN Amount**” means BYN 195,650.00; and

“**Reference Dealers**” means leading dealers, banks or banking corporations which regularly deal in the USD/BYN foreign exchange market, as selected by the Issuer in its sole discretion, acting in good faith and in a commercially reasonable manner.