

18 August 2010

## PRICING SUPPLEMENT

European Bank for Reconstruction and Development  
USD 10,000,000 Callable Zero Coupon Notes due 20 August 2040  
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 Base Prospectus dated 11 August 2010 which constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**"). This Pricing Supplement 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. Full information on the Issuer and the Notes is only available on the basis of the combination of this Pricing Supplement and the Base Prospectus. The Base Prospectus is available for viewing and copies may be obtained from the Issuer at One Exchange Square, London E2A 2JN, United Kingdom.

#### SUMMARY OF THE NOTES

|   |                               |                                       |
|---|-------------------------------|---------------------------------------|
| 1 | Specified Currency:           | United States Dollar (" <b>USD</b> ") |
| 2 | Nominal Amount:               | USD 10,000,000                        |
| 3 | Type of Note:                 | Zero Coupon                           |
| 4 | Issue Date:                   | 20 August 2010                        |
| 5 | Issue Price:                  | 100.00 per cent.                      |
| 6 | Maturity Date:                | 20 August 2040                        |
| 7 | Fungible with existing Notes: | No                                    |

#### FORM OF THE NOTES

|    |  |   |
|----|--|---|
| 8  | Form of Note:  | Bearer  |
| 9  | New Global Note:   | No  |
| 10 | Specified Denomination(s):   | USD 10,000,000  |
| 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 | (a) Talons for future Coupons to be attached to definitive Bearer Notes: | No  |
|    | (b) Date(s) on which the Talons mature:                                  | Not Applicable  |
| 13 | (a) Registered holder of Registered Global Note:                         | Not Applicable  |
|    | (b) Exchange of Registered Global Note:                                  | Not Applicable  |

## PROVISIONS RELATING TO INITIAL PAYMENT

14 Partly Paid Notes: No

## PROVISIONS RELATING TO INTEREST

15 Interest Commencement Date: Not Applicable

16 Fixed Rate Notes: Not Applicable

### Zero Coupon Notes:

17 (a) Accrual Yield: 4.75 per cent. per annum

(b) Reference Price: 100.00 per cent.

(c) Other formula or basis for determining Amortised Face Amount: Not Applicable

(d) Business Day Convention: Following Business Day

(e) Day Count Fraction in relation to Early Redemption Amounts and late payment: Conditions 5(d)(iii) and 5(h) apply

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 and the additional business centres or financial centres are London and New York City.

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 Early Termination Date (as defined below) at the relevant 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 Early Termination Date.

The Agent shall give notice of such redemption to the holders of the Notes as soon as is 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 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 New York City.

**"Optional Early Termination Date"** means 20 August 2011 and every second (2<sup>nd</sup>) year thereafter, from (and including) 20 August 2013 to (and including) 20 August 2039, subject to adjustment in accordance with the Following Business Day Convention (as specified in the Annex attached hereto).

**"Following Business Day Convention"** means that where an Optional Early Termination Date would otherwise fall on a day which is not a Business Day, then such Optional Early Termination Date shall be postponed to the next day which is a Business Day.

**"Optional Redemption Amount"** means the amount specified in the Annex attached hereto opposite the corresponding Optional Early Termination Date.

|    |     |  |   |
|----|-----|--|---|
|    | (b) | Redemption at Noteholder's option:   | No  |
| 23 | (a) | Final Redemption Amount for each Note ( <i>other than</i> an Indexed or Formula Note where the index or formula applies to the redemption amount): | USD 40,236,570 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: | HSBC Bank plc<br>8 Canada Square<br>London E14 5HQ |
| 28 |  | Date of Syndication Agreement:   | Not Applicable                                     |
| 29 |  | Stabilising Manager:   | Not Applicable                                     |
| 30 |  | Non-exempt Offer:  | Not Applicable                                     |
| 31 |  | Additional selling restrictions:   | Not Applicable                                     |
| 32 |  | Details of additional/alternative clearing system approved by the                                | Not Applicable                                     |

Issuer and the Agent:

- 33 Intended to be held in a manner which would allow Eurosystem eligibility: No
- 34 Common Code: 053269214  
ISIN Code: XS0532692141  
CUSIP Number: Not Applicable
- 35 Listing: Official List of the UK Listing Authority and trading on the Regulated Market
- 36 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 "Redenomination Clause"), and, if so specified, the wording of the Redenomination Clause in full and any wording in respect of redenominatisation and/or consolidation (provided they are fungible) with other Notes denominated in euro. Not Applicable
- 37 Additional Information: Not Applicable
- 38 Total Commissions: None

This Pricing Supplement comprises the pricing supplement required for issue and admission to trading on the London Stock Exchange of the Notes described herein pursuant to the Euro 30,000,000,000 Global Medium Term Note Programme of European Bank for Reconstruction and Development (as from 20 August 2010).

**RESPONSIBILITY**

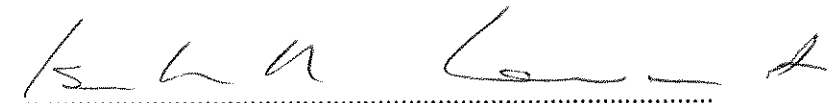
The Issuer accepts responsibility for the information contained in this Pricing Supplement.

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For and on behalf of

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**EUROPEAN BANK FOR RECONSTRUCTION AND DEVELOPMENT**

By:   
.....  
Duly Authorised Officer

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

## PART B – OTHER INFORMATION

- 1 **LISTING** Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange with effect from 20 August 2010.
- 2 **RATINGS** The Issuer and/or its debt obligations have been assigned a AAA credit rating from Standard & Poor's Ratings Services, a division of The McGraw-Hill Companies, Inc. (together with any affiliates or their successors, "S&P") since 1991, a Aaa credit rating from Moody's Corporation (together with any of its affiliates or their successors, "Moody's" ) since 1992 and a AAA credit rating from Fitch Ratings Limited (together with any of its affiliates or their successors, "Fitch") since 2002. As defined by S&P, a "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, a "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, a "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 **NOTIFICATION**  
Not Applicable
- 4 **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.
- 5 **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
- |                                 |  |
|---------------------------------|--|
| (i) Reasons for the offer       | See "Use of Proceeds" wording in the Base Prospectus |
| (ii) Estimated net proceeds:    | USD 10,000,000                                       |
| (iii) Estimated total expenses: | £300   |
- 6 **Fixed Rate Notes only – YIELD**  
Indication of yield: Not Applicable
- 7 ***Floating Rate Notes only* - HISTORIC INTEREST RATES**  
Not Applicable
- 8 ***Index-Linked or other variable-linked Notes only* - PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING**  
Not Applicable
- 9 **Dual Currency Notes only - PERFORMANCE OF RATE[S] OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT**  
Not Applicable

**10 TERMS AND CONDITIONS OF THE OFFER**

Not Applicable

## Annex

| <b>Optional Early Termination Date</b> | <b>Optional Redemption Amount per Specified Denomination (USD)</b> | <b>Optional Redemption Price (%)</b> |
|--|--|--------------------------------------|
| 20 August 2011                         | 10,475,000.00  | 104.7500                             |
| 20 August 2013                         | 11,493,760.00  | 114.9376                             |
| 20 August 2015                         | 12,611,600.00  | 126.1160                             |
| 20 August 2017                         | 13,838,160.00  | 138.3816                             |
| 20 August 2019                         | 15,184,000.00  | 151.8400                             |
| 20 August 2021                         | 16,660,740.00  | 166.6074                             |
| 20 August 2023                         | 18,281,100.00  | 182.8110                             |
| 20 August 2025                         | 20,059,060.00  | 200.5906                             |
| 20 August 2027                         | 22,009,920.00  | 220.0992                             |
| 20 August 2029                         | 24,150,530.00  | 241.5053                             |
| 20 August 2031                         | 26,499,320.00  | 264.9932                             |
| 20 August 2033                         | 29,076,540.00  | 290.7654                             |
| 20 August 2035                         | 31,904,420.00  | 319.0442                             |
| 20 August 2037                         | 35,007,320.00  | 350.0732                             |
| 20 August 2039                         | 38,412,000.00  | 384.1200                             |