SUPPLEMENT TO THE SIMPLIFIED BASE PROSPECTUS

INTERNATIONAL FINANCE FACILITY FOR IMMUNISATION COMPANY

(incorporated as a private company limited by guarantee, without share capital, under the UK Companies Act 1985 and registered with the Registrar of Companies for England and Wales under registered number 5857343 ("**IFFIm**" or the "**Issuer**"))

Global Debt Issuance Programme

This supplement (this "**Supplement**") to the simplified base prospectus of the Issuer dated 28 August 2012 (the "**Simplified Prospectus**"), as amended and supplemented by the supplement dated 25 February 2013 and the supplement dated 12 March 2013 (together and with this Supplement and the Simplified Prospectus, the "**Prospectus**"), constitutes a supplement for the purposes of Article 39 of the Luxembourg Law on Prospectuses for Securities dated 10 July 2005 (*loi relative aux prospectus pour valeurs mobilières*; the "**Prospectus Law**") transposing Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 (the "**Prospectus Directive**") into law in Luxembourg and is prepared in connection with the Global Debt Issuance Programme established by the Issuer. In accordance with Article 39 paragraph 2 of the Prospectus Law, investors who have already agreed to purchase or subscribe for the securities before this Supplement is published have the right, exercisable within a time limit of two working days after the publication of this Supplement, to withdraw their acceptances. Accordingly, any investor wishing to exercise its right to withdraw must do so before 5pm (Luxembourg time) on 21 June 2013. Terms defined in the Simplified Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Simplified Prospectus, all documents incorporated by reference into the Simplified Prospectus and the supplements dated 25 February 2013 and 12 March 2013 to the Simplified Prospectus. Copies of this Supplement will be available for viewing on the website of the Luxembourg Stock Exchange (www.bourse.lu).

The Issuer is permitted to issue a simplified base prospectus for the purposes of the Prospectus Law because the Prospectus Directive does not apply to the Issuer. This is because the Issuer is: (i) a public international body of which one or more Member States are members which issues only non-equity securities (Article 1(2)(b) of the Prospectus Directive); and (ii) an association with legal status or a non-profit-making body, recognised by a Member State, with a view to their obtaining the means necessary to achieve their non-profit-making objectives (Article 1(2)(e) of the Prospectus Directive).

International Finance Facility for Immunisation Company (the "**Responsible Person**") accepts sole responsibility for the information contained in this Supplement. Having taken all reasonable care to ensure that such is the case, the Responsible Person confirms (in accordance with Article 33 of the Prospectus Law) that the information contained in this Supplement is, to the best of its knowledge and belief, in accordance with the facts and that this Supplement makes no omission likely to affect its import.

To the extent that there is any inconsistency between: (a) any statement in this Supplement; and (b) any other statement in, or incorporated by reference in, the Simplified Prospectus, the statements in this Supplement will prevail.

The date of this Supplement is 19 June 2013.

Reason for this Supplement

This Supplement has been prepared in order to disclose recent amendments made to the Treasury Management Agreement and to incorporate the Issuer's audited annual financial statements for the year ended 31 December 2012 and certain other information into the Simplified Prospectus.

Amendments to the Simplified Prospectus

The Simplified Prospectus is amended by this Supplement as set out below.

The section entitled "**Incorporation of Information by Reference**" on page 5 of the Simplified Prospectus is amended and restated to read in its entirety as follows:

INCORPORATION OF INFORMATION BY REFERENCE

This Prospectus should be read and construed in conjunction with each relevant Pricing Supplement, the audited annual financial statements of IFFIm for the years ended 31 December 2011 (including the comparative information for the year ended 31 December 2010) and 31 December 2012[1], the reports of the trustees of IFFIm for the years ended 31 December 2011 and 31 December 2012[1], the most recently published audited annual financial statements of IFFIm and report of the trustees, and any interim financial statements[2] (whether audited or unaudited) published subsequently to such annual financial statements, of IFFIm from time to time, which shall be deemed to be incorporated in, and to form part of, this Prospectus and which shall be deemed to modify or supersede the contents of this Prospectus to the extent that a statement contained in any such document is inconsistent with such contents.

Below is a list of page references to certain items of information contained in the Reports of the Trustees and Annual Financial Statements for the years ended 31 December 2011 and 31 December 2012, which may be obtained from the website of the Luxembourg Stock Exchange at www.bourse.lu:

	2012	2011
Statements of Income and Expenditures	Page 19	Page 18
Statements of Financial Activities	Page 20	Page 19
Balance Sheets	Page 21	Page 20
Statements of Cash Flows	Page 22	Page 21
Notes to the Annual Financial Statements	Page 23-39	Pages 22-38
Independent Auditor's Report	Page 40-42	Pages 39-41

(1) See section entitled "*General Information*" on page 114 for details of where the audited annual financial statements of IFFIm and report of the trustees of IFFIm for the years ended 31 December 2011 and 31 December 2012 may be obtained.

(2) IFFIm, as a public sector issuer, is exempted from certain of the periodic financial reporting obligations set out in Rule 4 of the Financial Services Authority's Disclosure and Transparency Rules, including the obligation to produce half-yearly financial reports.

The following paragraph is added on page 16 of the Simplified Prospectus between the second and third paragraphs on that page, in the section entitled "**Grant Payments**":

> "On 5 March 2013, Moody's lowered its credit rating for IFFIm to Aa1 from Aaa. The decision followed Moody's 22 February 2013 decision to downgrade the United Kingdom's sovereign credit rating (to Aa1 from Aaa) and followed the previous downgrades to AA+ by S&P on 17 January 2012. On 22 April 2013 Fitch reduced its rating on IFFIm to AA+ in connection with its decision to downgrade the United Kingdom's sovereign credit rating. As a result of these downgrades IBRD has the right to require IFFIm to post collateral under the hedging agreement between IFFIm and IBRD. Although IBRD has not exercised that right, agreement has been reached between IBRD and IFFIm to apply a percentage that will be deducted from the IFFIm Gearing Ratio Limit from time to time to manage the exposure of IBRD under the derivative transactions entered into between IFFIm and IBRD ("Risk Management Buffer"). This Risk Management Buffer may be adjusted by the Treasury Manager in its sole discretion."

The Risk Factor entitled "*Financial servicing of the Notes is dependent upon performance by the Grantors*" on page 34 of the Simplified Prospectus is amended and restated to read in its entirety as follows:

> "The financial servicing and performance of the terms of the Notes depend primarily upon performance by each Grantor of its obligations under the Grant Agreement to which it is a party, and its covenant to make payments thereunder.
>
> In connection with this risk, prospective investors should note that each Grantor has represented and warranted to IFFIm and the other parties to the Finance Framework Agreement that the Grant Agreement to which it is a party constitutes valid and binding obligations of such Grantor.
>
> IFFIm has experienced occasional payment delays by some Grantors which have not been material and have not adversely affected IFFIm's credit ratings nor IFFIm's financial condition. Delays in the future, if material, could adversely affect IFFIm's credit ratings and the value of the Notes.
>
> Prospective investors should also note that no proprietary or other legal interest in IFFIm's rights under or in respect of any Grant Agreement which has been assigned to it exists for the benefit of the Noteholders. No Noteholder will have any entitlement to enforce any Grant Agreement or have direct recourse to a Grantor."

The Risk Factor entitled "*The effectiveness of IFFIm's hedging strategy is dependent on performance of hedging counterparties*" and its heading on page 36 of the Simplified Prospectus is amended and restated to read in its entirety as follows:

> "*The size of the Treasury Manager's hedging exposure to IFFIm may affect IFFIm's funding strategy and the effectiveness of IFFIm's hedging strategy is dependent on the performance and availability of hedging counterparties*
>
> IFFIm has selected a single operating currency, being USD. IFFIm, on the advice of the Treasury Manager, has entered into and will continue to enter into appropriate hedging

transactions to limit, inter alia, the future impact of changes in currency and interest rates on the value of each Grant Agreement and currency and interest rate risks in respect of Notes issued under the Programme.

IFFIm's ability to effectively hedge currency, interest rate, and other risks, and thus to meet its obligations under the Notes, depends on the performance and creditworthiness of its hedging counterparties from time to time.

Under the hedging agreement between IFFIm and IBRD, neither party is required to post collateral with the other as long as such party is rated AAA or equivalent by specified credit rating agencies. IBRD is currently rated AAA, and thus is not currently obliged to post collateral to IFFIm in support of its obligations under the hedging transactions between it and IFFIm. On 5 March 2013, Moody's lowered its credit rating for IFFIm to Aa1 from Aaa. The decision followed Moody’s 22 February 2013 decision to downgrade the United Kingdom’s sovereign credit rating (to Aa1 from Aaa) and followed the previous downgrades to AA+ by S&P on 17 January 2012. On 22 April 2013 Fitch reduced its rating on IFFIm to AA+ in connection with its decision to downgrade the United Kingdom’s sovereign credit rating. As a result of these downgrades IBRD has the right to require IFFIm to post collateral under the hedging agreement between IFFIm and IBRD. Although IBRD has not exercised that right, agreement has been reached between IBRD and IFFIm to apply a percentage that will be deducted from the IFFIm Gearing Ratio Limit from time to time to manage the exposure of IBRD under the derivative transactions entered into between IFFIm and IBRD ("Risk Management Buffer"). This Risk Management Buffer may be adjusted by the Treasury Manager in its sole discretion.

Accordingly, IFFIm may incur exposure to the IBRD, depending on currency and interest rate movements in respect of outstanding transactions.

Furthermore, under the Treasury Management Agreement, IFFIm acknowledges that the Treasury Manager intends to hedge its exposure resulting from its transactions with IFFIm by entering into offsetting transactions with market counterparties. In the event that the Treasury Manager is unable to enter into such offsetting transactions with counterparties that meet its credit standards or is otherwise unable effectively to hedge its financial risks, the Treasury Manager is not obliged to enter into hedging transactions with IFFIm.”

The following Risk Factor is added to the section entitled “**Risk Factors – Risk Factors relating to the Notes**” after the Risk Factor entitled “*Credit ratings may not reflect all risks*” on page 40 of the Simplified Prospectus:

“*The credit ratings of the Grantors may affect IFFIm’s credit ratings*

IFFIm’s credit ratings are closely tied to the credit ratings of Grantors. Changes in the outlook for or a downgrade of the credit rating of one of the major Grantors has in the past caused, and may in the future cause, one or more of the credit rating agencies to review its outlook or credit rating for IFFIm and to amend such outlooks or credit ratings accordingly. A change in the credit rating of IFFIm may affect the market value of the Notes. For further information regarding recent developments relating to IFFIm’s credit ratings, see the section entitled “IFFIm – Rating” on page 78.”

The section entitled “**Rating**” on page 78 of the Simplified Prospectus is amended and restated to read in its entirety as follows:

> “IFFIm is currently rated AA+/Aa1/AA+ by S&P, Moody’s and Fitch.
>
> On 19 December 2011, Fitch changed the outlook on the credit rating of IFFIm to negative when it also changed France’s ratings outlook to negative. S&P downgraded the credit rating of IFFIm by one notch from AAA to AA+ with a negative outlook on 17 January 2012, following S&P’s rating actions announced on 13 January 2012 for certain of the eurozone Grantors, and on 21 May 2012 affirmed IFFIm’s credit rating as AA+ with negative outlook. On 14 December 2012, Fitch affirmed the credit rating of IFFIm as AAA, with a negative outlook, and Moody’s affirmed the credit rating of IFFIm as Aaa with a stable outlook, but changed its outlook from stable to negative following its change to France’s credit rating on 19 November 2012. On 17 December 2012, S&P affirmed the credit rating of IFFIm as AA+, with a negative outlook. On 5 March 2013, Moody’s downgraded the credit rating of IFFIm by one notch from Aaa to Aa1, maintaining a negative outlook, following Moody’s downgrade of the credit rating of the UK from Aaa to Aa1 on 22 February 2013. On 8 March 2013, Fitch downgraded Italy’s credit rating from A- to BB+. On 22 April 2013, Fitch downgraded the credit rating of IFFIm to AA+ from AAA in connection with its decision to downgrade the UK’s credit rating from AAA to AA+.
>
> A credit rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn by the assigning rating agency at any time.”

The first and second paragraphs of the section entitled “**Financial Information**” on page 82 of the Simplified Prospectus are replaced in their entirety with the following:

> “The financial statements of IFFIm as of 31 December 2012 and 2011 (including the comparative information for the year ended 31 December 2010), and for each of the years then ended, incorporated by reference in this Prospectus, have been audited by KPMG LLP, independent auditors, as stated in their reports incorporated by reference herein.”

The section entitled “**IFFIm – Audited Financial Statements of IFFIm**” on pages 83-84 of the Simplified Prospectus is amended and restated to read in its entirety as follows:

> “**Audited Financial Statements of IFFIm**
>
> The information presented below has been extracted without material adjustment from the Reports of the Trustees and Annual Financial Statements for the years ended 31 December 2012 and 2011. The accompanying notes are an integral part of these financial statements and are incorporated into this Prospectus by reference. In addition, you should read the information below in conjunction with the Annual Report of the Trustees for the year ended 31 December 2012 incorporated by reference into this Prospectus.

Balance Sheets as of 31 December 2012, 2011 and 2010

	As of 31 December 2012	As of 31 December 2011	As of 31 December 2010
	(in thousands of USD)		
Noncurrent assets			
Sovereign pledges due after more than one year	3,327,061	3,192,651	3,007,991
Derivative financial instruments due after more than one year	115,704	97,329	413,821
Current Assets			
Sovereign pledges due within one year	235,081	211,286	163,588
Derivative financial instruments due within one year	17,535	171,778	46,919
Prepayments	337	272	424
Cash and funds held in trust			
Cash	549	692	2,442
Funds held in trust	546,648	850,958	1,565,302
Total cash and funds held in trust	547,197	851,650	1,567,744
Total current assets	**800,150**	**1,234,986**	**1,778,675**
Current Liabilities			
Creditors falling due within one year	420,567	766,565	1,079,932
Derivative financial instruments due within one year	24,518	2,023	692
Grants payable to The GAVI Fund Affiliate within one year	200,000	417,064	517,064
Total current liabilities	645,085	1,185,652	1,597,688
Net current assets	**155,065**	**49,334**	**180,988**
Total assets less current liabilities	**3,597,830**	**3,339,314**	**3,602,799**
Creditors falling due after more than one year	1,539,149	1,809,050	2,330,046
Derivative financial instruments due after more than one year	1,121,310	753,771	319,578
Grants payable to The GAVI Fund Affiliate after more than one year	507,064	–	–
Net assets	**430,307**	**776,493**	**953,175**
Restricted funds	**430,307**	**776,493**	**953,175**

Statements of Income and Expenditures for the years ended 31 December 2012, 2011 and 2010

	Year Ended 31 December 2012 Restricted Funds	Year Ended 31 December 2011 Restricted Funds	Year Ended 31 December 2010 Restricted Funds
	(in thousands of USD)		
Turnover			
Contribution revenue	–	144,137	401,608
Operating expenses			
Programme grants to The GAVI Fund Affiliate	390,000	200,000	400,000

	Year Ended 31 December 2012 Restricted Funds	Year Ended 31 December 2011 Restricted Funds	Year Ended 31 December 2010 Restricted Funds
	(in thousands of USD)		
Treasury manager's fees	2,377	2,569	2,212
Governance costs	2,997	2,749	2,934
Total operating expenses	395,374	205,318	405,146
Other operating income			
Donated services	974	820	835
Operating loss	(394,400)	(60,361)	(2,703)
Financing and investment income (expenses)			
Financing income (expenses) on bonds and bond swaps:			
Net fair value gains on bonds and bond swaps	91,984	174,027	132,589
Interest expense on bonds	(103,947)	(166,399)	(132,437)
Net financing expenses on bonds and bond swaps	(11,963)	7,628	152
Other financing income (expenses)			
Net fair value gains (losses) on pledges and pledge swaps	54,084	(130,291)	18,074
Other foreign exchange gains	440	1,068	940
Other financing charges	(629)	(4,209)	(6,586)
Net other financing income (expenses)	53,895	(133,432)	12,428
Investment Income			
Investment and interest income	6,282	8,046	5,670
Fair value gain on interest rate overlay swap	–	1,437	285
Total financing and investment income (expenses)	48,214	(116,321)	18,535
Surplus (Deficit) for the year	**(346,186)**	**(176,682)**	**15,832**

The following section is added to the Simplified Prospectus after the section entitled "**Taxation**" and before the section entitled "**Subscription and Sale**" (with the Table of Contents on page 6 of the Simplified Prospectus amended accordingly):

"CERTAIN ERISA RESTRICTIONS

The U.S. Employee Retirement Income Security Act of 1974, as amended ("ERISA") imposes fiduciary standards and certain other requirements on employee benefit plans subject thereto, including collective investment funds, separate accounts, and other entities or accounts whose underlying assets are treated as assets of such plans pursuant to the U.S. Department of Labor "plan assets" regulation, 29 CFR Section 2510.3-101, as modified by Section 3(42) of ERISA (collectively, "ERISA Plans"), and on those persons who are fiduciaries with respect to ERISA Plans. Investments by ERISA Plans are subject to ERISA's general fiduciary requirements, including the requirement of investment prudence and diversification and the requirement that an ERISA Plan's investments be made in accordance with the documents governing the Plan. The prudence of a particular investment will be determined by the responsible fiduciary of an

ERISA Plan by taking into account the ERISA Plan's particular circumstances and all of the facts and circumstances of the investment including, but not limited to, the matters discussed in "Risk Factors" and the fact that in the future there may be no market in which the fiduciary will be able to sell or otherwise dispose of the Notes.

In addition, Section 406 of ERISA and Section 4975 of the Code prohibit certain transactions involving the assets of an ERISA Plan (as well as those plans that are not subject to ERISA but which are subject to Section 4975 of the Code (together with ERISA Plans, "Plans")) and certain persons (referred to as "parties in interest" or "disqualified persons") having certain relationships to such Plans, unless a statutory or administrative exemption applies to the transaction. In particular, a sale or exchange of property or an extension of credit between a Plan and a "party in interest" or "disqualified person" may constitute a prohibited transaction. A party in interest or disqualified person who engages in a prohibited transaction may be subject to excise taxes or other liabilities under ERISA and the Code.

The Issuer, directly or through our affiliates, may be considered a party in interest or disqualified person with respect to many Plans. Prohibited transactions within the meaning of Section 406 of ERISA or Section 4975 of the Code may arise if the Notes are acquired by a Plan with respect to which the Issuer or an affiliate is a party in interest or a disqualified person, unless the Notes are acquired pursuant to and in accordance with an applicable exemption. Certain exemptions from the prohibited transaction provisions of Section 406 of ERISA and Section 4975 of the Code may apply depending in part on the type of Plan fiduciary making the decision to acquire a Note and the circumstances under which that decision is made. Included among these exemptions are Prohibited Transaction Class Exemption ("PTCE") 91-38 (relating to investments by bank collective investment funds), PTCE 84-14 (relating to transactions effected by a "qualified professional asset manager"), PTCE 90-1 (relating to investments by insurance company pooled separate accounts), PTCE 95-60 (relating to investments by insurance company general accounts) and PTCE 96-23 (relating to transactions determined by an in-house asset manager). In addition, ERISA Section 408(b)(17) and Section 4975(d)(20) of the Code provide a limited exemption for the purchase and sale of securities and related lending transactions, provided that neither the issuer of the securities nor any of its affiliates have or exercise any discretionary authority or control or render any investment advice with respect to the assets of any Plan involved in the transaction, and provided further that the Plan pays no more than "adequate consideration" (within the meaning of ERISA Section 408(b)(17) and Section 4975(f)(10) of the Code) in connection with the transaction (the "service provider exemption"). There can be no assurance that any of these exemptions or any other exemption will be available with respect to any particular transaction involving the Notes.

Governmental plans, certain church plans, non-U.S. plans, and other plans, while not subject to the fiduciary responsibility provisions of ERISA or the provisions of Section 4975 of the Code, may nevertheless be subject to federal, state, local, non-U.S., or other laws that are substantially similar to the foregoing provisions of ERISA and the Code. Fiduciaries of any such plans should consult with their counsel before purchasing Notes.

BY ITS PURCHASE AND HOLDING OF A NOTE, EACH PURCHASER AND EACH TRANSFEREE WILL BE DEEMED TO HAVE REPRESENTED AND WARRANTED AT THE TIME OF ITS PURCHASE AND THROUGHOUT THE PERIOD THAT IT HOLDS SUCH NOTE OR INTEREST THEREIN, THAT (A) EITHER (i) IT IS NOT, AND IS NOT ACTING ON BEHALF OF (AND FOR SO LONG AS IT HOLDS THIS NOTE (OR ANY INTEREST THEREIN) WILL NOT BE, OR BE ACTING ON BEHALF OF), AN EMPLOYEE BENEFIT PLAN (AS DEFINED IN SECTION 3(3) OF ERISA) SUBJECT TO THE PROVISIONS OF PART 4 OF SUBTITLE B OF TITLE I OF ERISA, A PLAN AS DEFINED IN SECTION 4975 OF CODE, INCLUDING AN INDIVIDUAL RETIREMENT ACCOUNT OR OTHER ARRANGEMENT THAT IS SUBJECT TO SECTION 4975 OF THE CODE, OR ANY ENTITY WHOSE UNDERLYING ASSETS INCLUDE "PLAN ASSETS" BY REASON OF INVESTMENT BY SUCH AN EMPLOYEE BENEFIT PLAN OR PLAN PURSUANT TO THE U.S. DEPARTMENT OF LABOR REGULATION SECTION 2510.3-101, AS MODIFIED BY SECTION 3(42) OF ERISA (EACH, A "BENEFIT PLAN INVESTOR") OR A GOVERNMENTAL, CHURCH, NON-U.S. OR OTHER PLAN WHICH IS SUBJECT TO ANY FEDERAL, STATE, LOCAL, NON-U.S. OR OTHER LAWS OR REGULATIONS THAT ARE SUBSTANTIALLY SIMILAR TO THE FIDUCIARY RESPONSIBILITY AND/OR THE PROHIBITED TRANSACTION PROVISIONS OF ERISA AND/OR SECTION 4975 OF THE CODE ("SIMILAR LAWS") AND/OR LAWS OR REGULATIONS THAT PROVIDE THAT THE ASSETS OF THE ISSUER COULD BE DEEMED TO INCLUDE "PLAN ASSETS" OF SUCH PLAN (EACH, AN "OTHER PLAN INVESTOR"), AND NO PART OF THE ASSETS USED BY IT TO PURCHASE OR HOLD A NOTE OR ANY INTEREST THEREIN CONSTITUTES THE ASSETS OF ANY BENEFIT PLAN INVESTOR OR OTHER PLAN INVESTOR OR (ii) ITS PURCHASE AND HOLDING OF A NOTE WILL NOT CONSTITUTE A NON-EXEMPT PROHIBITED TRANSACTION UNDER SECTION 406 OF ERISA OR SECTION 4975 OF THE CODE, OR, IN THE CASE OF OTHER PLAN INVESTORS, WILL NOT CONSTITUTE A NON-EXEMPT VIOLATION OF ANY SIMILAR LAWS AND WILL NOT SUBJECT THE ISSUER TO ANY LAWS, RULES OR REGULATIONS APPLICABLE TO SUCH OTHER PLAN INVESTOR SOLELY AS A RESULT OF THE INVESTMENT IN THE ISSUER BY SUCH OTHER PLAN INVESTOR, (B) NEITHER THE ISSUER NOR ANY OF ITS AFFILIATES IS A "FIDUCIARY" (WITHIN THE MEANING OF ERISA SECTION 3(21) OR, WITH RESPECT TO AN OTHER PLAN INVESTOR, ANY SIMILAR LAWS) WITH RESPECT TO THE PURCHASER OR HOLDER IN CONNECTION WITH SUCH PERSON'S PURCHASE OR HOLDING OF THE NOTES, OR AS A RESULT OF ANY EXERCISE BY THE ISSUER OR ANY OF ITS AFFILIATES OF ANY RIGHTS IN CONNECTION WITH THE NOTES, AND (C) IT WILL NOT SELL OR OTHERWISE TRANSFER ANY SUCH NOTE OR INTEREST TO ANY PERSON WITHOUT FIRST OBTAINING THESE SAME FOREGOING DEEMED REPRESENTATIONS, WARRANTIES AND COVENANTS FROM THAT PERSON.

Any Plan fiduciary that proposes to cause a Plan to purchase Notes should consult with its counsel regarding the applicability of the fiduciary responsibility and prohibited transaction provisions of ERISA and Section 4975 of the Code to such an investment, and to confirm that such investment will not constitute or result in a prohibited transaction or any other violation of an applicable requirement of ERISA or the Code.

THE SALE OF NOTES TO A PLAN IS IN NO RESPECT A REPRESENTATION BY THE ISSUER THAT SUCH AN INVESTMENT MEETS ALL RELEVANT LEGAL REQUIREMENTS WITH RESPECT TO INVESTMENTS BY PLANS GENERALLY OR

ANY PARTICULAR PLAN, OR THAT SUCH AN INVESTMENT IS APPROPRIATE FOR PLANS GENERALLY OR ANY PARTICULAR PLAN."

Clause (4) in the section entitled "**General Information**" on page 114 of the Simplified Prospectus is amended and restated in its entirety to read as follows:

"There has been no significant change in the financial position of IFFIm since 31 December 2012 and no material adverse change in the financial position or prospects of IFFIm since 31 December 2012."

Sub-clause (10)(viii) in the section entitled "**General Information**" on page 115 of the Simplified Prospectus is amended and restated in its entirety to read as follows:

"the report of the trustees for the years ended 31 December 2011 and 31 December 2012 and the audited financial statements of IFFIm for the years ended 31 December 2011 (including the comparative information for the year ended 31 December 2010) and 31 December 2012;"

The following language is added to the section entitled "**Glossary of Defined Terms**" on page 120 of the Simplified Prospectus after "Relevant Funding Period" and before "S&P":

""Risk Management Buffer" means the percentage that will be deducted from the IFFIm Gearing Ratio Limit from time to time to manage the exposure of IBRD under the derivative transactions entered into between IFFIm and IBRD."

The address of the auditors, KPMG LLP, on page 122 of the Simplified Prospectus is amended and restated in its entirety to read as follows:

"KPMG LLP
15 Canada Square
Canary Wharf
London E14 5GL
United Kingdom"