

IMPORTANT NOTICE

In accessing the attached base prospectus supplement (the Supplement) you agree to be bound by the following terms and conditions.

The information contained in the Supplement may be addressed to and/or targeted at persons who are residents of particular countries only as specified in the Base Prospectus (as defined in the Supplement) and is not intended for use, and should not be relied upon, by any person outside those countries. **Prior to relying on the information contained in the Supplement, you must ascertain from the Base Prospectus whether or not you are an intended addressee of, and eligible to view, the information contained therein.**

The Supplement and the Base Prospectus do not constitute, and may not be used in connection with, an offer to sell or the solicitation of an offer to buy securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, exemption from registration or qualification under the securities law of any such jurisdiction.

The Trust Certificates described in the Supplement and the Base Prospectus have not been and will not be registered under the United States Securities Act of 1933, as amended (the **Securities Act**). Subject to certain exceptions, the Trust Certificates may not be offered, sold or delivered within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act).

For a more complete description of restrictions on offers and sales of the securities described in the Supplement and the Base Prospectus, see pages i to iv, pages ix to xi and the section entitled "*Subscription and Sale*" in the Base Prospectus.

This Supplement may not be distributed in the Kingdom of Saudi Arabia except to such persons as are permitted under the Rules on the Offer of Securities and Continuing Obligations issued by the Capital Market Authority of the Kingdom of Saudi Arabia (the **Capital Market Authority**). The Capital Market Authority does not make any representations as to the accuracy or completeness of this Supplement, and expressly disclaims any liability whatsoever for any loss arising from, or incurred in reliance upon, any part of this Supplement. Prospective purchasers of Trust Certificates issued under the Programme should conduct their own due diligence on the accuracy of the information relating to the Trust Certificates. If a prospective purchaser does not understand the contents of this Supplement he or she should consult an authorised financial adviser.

SUPPLEMENT DATED 6 NOVEMBER 2019 TO THE BASE PROSPECTUS DATED 19 SEPTEMBER 2019

IDB TRUST SERVICES LIMITED

(incorporated as a limited par value company in Jersey with registered number 89541)

U.S.\$25,000,000,000

Trust Certificate Issuance Programme

with, *inter alia*, the benefit of a Guarantee (in respect of the payment obligations arising under the Portfolio of the relevant Series of Trust Certificates) provided by



THE ISLAMIC DEVELOPMENT BANK

(an international organisation that derives its legal personality from public international law)

This supplement (this **Supplement**) is supplemental to, and must be read in conjunction with, the base prospectus dated 19 September 2019 (the **Base Prospectus**) prepared by IDB Trust Services Limited (in its capacity as issuer and trustee, the **Trustee**) and The Islamic Development Bank (the **IsDB**) with respect to the Trustee's U.S.\$25,000,000,000 trust certificate issuance programme (the **Programme**) and the application made for Trust Certificates to be admitted to listing on the Official List of the Irish Stock Exchange plc, trading as Euronext Dublin (**Euronext Dublin**) and to trading on its regulated market, the application made to the Dubai Financial Services Authority (**DFSA**) and to Nasdaq Dubai for the Trust Certificates to be admitted to the official list of securities maintained by the DFSA and to be admitted to trading on Nasdaq Dubai and the approval obtained from Bursa Malaysia Securities Berhad for the listing of the programme pursuant to an exempt regime.

This Supplement has been approved by the Central Bank of Ireland (the **CBI**) as competent authority under Regulation (EU) 2017/1129 (the **Prospectus Regulation**). The CBI has only approved this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer or the IsDB nor as an endorsement of the quality of the Trust Certificates that are the subject of this Supplement. Investors should make their own assessment as to the suitability of investing in the Trust Certificates.

This Supplement constitutes a supplement for the purposes of the Prospectus Regulation. Terms defined in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

Each of the Trustee and the IsDB accepts responsibility for the information contained in this Supplement and declares that the information contained in this Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

None of the Dealers nor the Arranger have independently verified the information contained in this Supplement. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility or liability is accepted by the Dealers or the Arranger or any of them as to the accuracy or completeness of the information contained in this Supplement or of any other information provided by the Trustee or the IsDB in connection with the Programme, the Trust Certificates or their distribution.

None of the Dealers, the Arrangers or any of their respective affiliates accepts any responsibility for any acts or omissions of the Trustee, the IsDB or any other person in connection with this Supplement, the Base Prospectus, the Programme or the issue and offering of any Trust Certificates.

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

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted since the publication of the Base Prospectus.

For a description of certain restrictions on offers and sales of the Trust Certificates described in this Supplement and the Base Prospectus, see the section headed "*Subscription and Sale*" in the Base Prospectus.

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

With effect from the date of this Supplement the information appearing in the Base Prospectus shall be amended and/or supplemented in the manner described below.

DESCRIPTION OF THE ISDB

The section headed "Operations of the IsDB" starting on page 109 of the Base Prospectus shall be supplemented by the addition of the following information at page 118.

Sustainable Finance Framework

From time to time and pursuant to the Programme, the Trustee intends to issue trust certificates whose net proceeds would be used to finance or refinance, in whole or in part, a portfolio of eligible green projects (such projects being **Green Projects** and such trust certificates being **green trust certificates**) or a combination of both Green Projects and eligible social projects (such projects being **Social Projects** and such trust certificates being **sustainable trust certificates**). Eligible categories for Green Projects and Social Projects are set out in IsDB's sustainable finance framework (the **Sustainable Finance Framework**). In relation to any issue of sustainable trust certificates, the IsDB will endeavour to allocate the proceeds to a mix of both Green Projects and Social Projects. However, in the event that the IsDB only has Social Projects available for allocation of the proceeds, any such trust certificates shall still be classified as a sustainable trust certificates. On an annual basis, the IsDB will publish an allocation and impact report in respect of its Green Projects and Social Projects portfolios. For the avoidance of doubt, finance provided to any business or project that is not eligible under the criteria that will be set out in the Sustainable Finance Framework will not be considered as the use of proceeds of a green trust certificate or a sustainable trust certificate.

The IsDB has broadly defined the eligible categories of Green Projects and Social Projects in accordance with the "Green Bond Principles 2018" and "Social Bond Principles 2018" promulgated by the International Capital Market Association.

Green Projects categories include:

- renewable energy;
- clean transportation;
- energy efficiency;
- pollution prevention and control;
- environmentally sustainable management of natural living resources and land use; and
- sustainable water and wastewater management.

Social Project categories include:

- employment generation / small and medium enterprise financing;
- affordable housing;
- affordable basic infrastructure;
- access to essential services; and
- socioeconomic advancement and empowerment.

Up to 100 per cent. of the proceeds of any green trust certificates or sustainable trust certificates issue may be applied to refinance existing Green Projects or Social Projects (as applicable) within the eligible categories listed in the Sustainable Finance Framework. Where any portion of the proceeds of a green trust certificates or sustainable trust certificates issue has not been applied to finance Green Projects and/or Social Projects within such eligible categories, proceeds may be deployed according to the IsDB's general funding requirements. The proceeds of any green trust certificates or sustainable trust certificates issue may be applied globally without geographical restriction.

The IsDB has appointed CICERO – Shades of Green (**CICERO**) to provide an external review of the IsDB's Sustainable Finance Framework. Both the Sustainable Finance Framework and CICERO's review report will be published on the IsDB's website at the following address: <https://www.isdb.org/publications>.

RISK FACTORS RELATING TO THE TRUST CERTIFICATES

The section headed "Risk Factors Relating to the Trust Certificates" starting on page 15 of the Base Prospectus shall be supplemented by the addition of the following information at page 18.

The use of proceeds of the Trust Certificates may not meet investor expectations or requirements, including the expectations and requirements of environmentally or socially focused investors

The use of proceeds of the Trust Certificates subsequently received by the IsDB may not meet investor expectations or requirements. The IsDB will exercise its judgement and sole discretion in determining the businesses and projects that will be financed by the proceeds of the Trust Certificates. If the use of the proceeds of the Trust Certificates is a factor in an investor's decision to invest in the Trust Certificates, they should consider the disclosure in "Use of Proceeds" in the applicable Final Terms or Pricing Supplement, as the case may be, prepared for each relevant Series of Trust Certificates, including any green trust certificates and sustainable trust certificates, and consult with their legal or other advisers before making an investment in the Trust Certificates. There can be no assurance that any of the businesses and projects funded with the proceeds from the Trust Certificates will meet the IsDB's Sustainable Finance Framework (see "*Operations of the IsDB - Sustainable Finance Framework*") or an investor's expectations or requirements. Furthermore, there is no contractual obligation to investors to allocate the proceeds of the Trust Certificates to finance eligible businesses and projects or to provide annual progress reports. The IsDB's failure to so allocate or report the failure of any of the businesses and projects funded with the proceeds from the Trust Certificates to meet the IsDB's Sustainable Finance Framework will not constitute a Dissolution Event (as defined in the Terms and Conditions) with respect to the Trust Certificates and may affect the value and/or the trading price of the Trust Certificates and/or have adverse consequences for certain investors with portfolio mandates to invest in green, social or sustainable assets.

Furthermore, it should be noted that there is currently no clearly-defined definition (legal, regulatory or otherwise) of, nor market consensus as to what constitutes, a "green", "social" or "sustainable" or an equivalently-labelled project or as to what precise attributes are required for a particular project to be defined as "green", "social" or "sustainable" or such other equivalent label nor can any assurance be given that such a clear definition or consensus will develop over time. Accordingly, no assurance is or can be given to investors (whether by the Trustee, the Arranger, the Dealers, the Delegate, the Agents or any other person) that any projects or uses the subject of, or related to, any of the businesses and projects funded with the proceeds from the Trust Certificates will meet any or all investor expectations regarding such "green", "social", "sustainable" or other equivalently-labelled performance objectives or that any adverse environmental, social and/or other impacts will not occur during the implementation of any projects or uses the subject of, or related to, any of the businesses and projects funded with the proceeds from the Trust Certificates.

No assurance or representation is given by any party as to the suitability or reliability for any purpose whatsoever of any opinion or certification of any third party (whether or not solicited by the IsDB) which may be made available in connection with the issue of the Trust Certificates and in particular with any of the businesses and projects funded with the proceeds from the Trust Certificates to fulfil any environmental, sustainable, social and/or other criteria. For the avoidance of doubt, any such opinion or certification is not, nor shall be deemed to be, incorporated in and/or form part of this Base Prospectus. Any such opinion or certification is not, nor should be deemed to be, a recommendation by the Trustee, the Arranger, the Dealers, the Delegate, the Agents or any other person to buy, sell or hold the Trust Certificates. Any such opinion or certification is only current as at the date that opinion was

initially issued. Prospective investors must determine for themselves the relevance of any such opinion or certification and/or the information contained therein and/or the provider of such opinion or certification for the purpose of any investment in the Trust Certificates. The providers of such opinions and certifications are not currently subject to any specific regulatory or other regime or oversight.

If the Trust Certificates are at any time listed or admitted to trading on any dedicated "green", "environmental", "social", "sustainable" or other equivalently-labelled segment of any stock exchange or securities market (whether or not regulated), no representation or assurance is given by the Trustee, the Arranger, the Dealers, the Delegate, the Agents or any other person that such listing or admission satisfies, whether in whole or in part, any present or future investor expectations or requirements regarding any investment criteria or guidelines with which such investor or its investments are required to comply, whether by any present or future applicable law or regulations or by its own bylaws or other governing rules or investment portfolio mandates, in particular with regard to any direct or indirect environmental, sustainable or social impact of any projects or uses, the subject of or related to, any of the businesses and projects funded with the proceeds from the Trust Certificates. Furthermore, it should be noted that the criteria for any such listings or admission to trading may vary from one stock exchange or securities market to another. Nor is any representation or assurance given or made by the Trustee, the Arranger, the Dealers, the Delegate, the Agents or any other person that any such listing or admission to trading will be obtained in respect of the Trust Certificates or, if obtained, that any such listing or admission to trading will be maintained during the life of the Trust Certificates.

FORM OF FINAL TERMS AND PRICING SUPPLEMENT

The first sentence in paragraph 8 of Part B-Other Information of the Form of Final Terms entitled "Use and Estimated Net Amount of Proceeds" on page 76 of the Base Prospectus shall be amended so as to read as follows.

The net proceeds shall be used by the Issuer in accordance with the section of the Base Prospectus titled "Use of Proceeds". The net proceeds that the IsDB receives from the Issuer will be used by the IsDB [for general corporate purposes]/[to finance or refinance eligible projects in accordance with its Sustainable Finance Framework].

The sentence in paragraph 8 of Part B-Other Information of the Form of Pricing Supplement entitled "Use of Proceeds" on page 84 of the Base Prospectus shall be amended so as to read as follows.

The net proceeds shall be used by the Issuer in accordance with the section of the Base Prospectus titled "Use of Proceeds". The net proceeds that the IsDB receives from the Issuer will be used by the IsDB [for general corporate purposes]/[to finance or refinance eligible projects in accordance with its Sustainable Finance Framework].

USE OF PROCEEDS

The second sentence in the section entitled "Use of Proceeds" on page 89 of the Base Prospectus shall be amended to read as follows:

The net proceeds that the IsDB receives from the sale of the Portfolio to the Issuer will be used by it for general corporate purposes or to finance or refinance eligible projects in accordance with the IsDB's Sustainable Finance Framework, in each case, as specified in the Final Terms or Pricing Supplement, as the case may be.