

Final Terms dated 3 August 2010

International Personal Finance plc

Issue of €225,000,000 11.50 per cent. Guaranteed Notes due 2015 (the "Notes")

unconditionally and irrevocably guaranteed by IPF Holdings Limited, International Personal Finance Investments Limited and IPF International Limited

under the

€1,000,000,000 Euro 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 Prospectus dated 19 April 2010 and the supplemental Prospectus dated 23 July 2010 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**"). This document 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 Prospectus as so supplemented. Full information on the Issuer, the Guarantors and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as so supplemented. The Prospectus and the supplemental Prospectus are available for viewing during normal business hours at the office of the Issuer at Number Three, Leeds City Park Office, Meadow Lane, Leeds LS11 5BD.

1	(i) Issuer:	International Personal Finance plc
	(ii) Guarantors:	IPF Holdings Limited, International Personal Finance Investments Limited and IPF International Limited
2	(i) Series Number:	1
	(ii) Tranche Number:	1
3	Specified Currency or Currencies:	Euro ("€")
4	Aggregate Nominal Amount of Notes:	
	(i) Series:	€225,000,000
	(ii) Tranche:	€225,000,000
5	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6	(i) Specified Denominations:	€50,000 and integral multiples of €1,000 in excess thereof up to and including €99,000. No Notes in definitive form will be issued with a denomination above €99,000.
	(ii) Calculation Amount:	€1,000
7	(i) Issue Date:	6 August 2010
	(ii) Interest Commencement Date:	Issue Date

8	Maturity Date:	6 August 2015
9	Interest Basis:	11.50 per cent. Fixed Rate (further particulars specified below)
10	Redemption/Payment Basis:	Redemption at par (save in the circumstances contemplated in paragraph 21(b) below)
11	Change of Interest or Redemption/ Payment Basis:	Not Applicable
12	Put/Call Options:	Change of Control Put (further particulars specified below)
13	(i) Status of the Notes:	Senior
	(ii) Status of the Guarantee:	Senior
	(iii) Date Executive Committee approval for issuance of Notes and Board approval of Guarantee obtained:	3 August 2010 and 16 April 2010 respectively
14	Method of distribution:	Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	11.50 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	6 August in each year commencing on 6 August 2011 up to and including the Maturity Date
	(iii) Fixed Coupon Amount:	€115 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual (ICMA)
	(vi) Determination Dates:	6 August in each year commencing on 6 August 2011 up to and including the Maturity Date
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16	Floating Rate Note Provisions	Not Applicable
17	Zero Coupon Note Provisions	Not Applicable
18	Index-Linked Interest Note/other variable- linked interest Note Provisions	Not Applicable
19	Dual Currency Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

20	Call Option	Not Applicable
21	Put Option	

(a)	Investor Put:	Not Applicable
(b)	Change of Control Put:	Applicable
	(i) Optional Redemption Amount and method, if any, of calculation of such amount(s):	101 per cent. per Calculation Amount
	(ii) Negative Rating Event Specified Rating (Condition 6(f)):	Not Applicable
	(iii) Other conditions relating to the Change of Control Put:	None
22	Final Redemption Amount of each Note	€1,000 per Calculation Amount
	In cases where the Final Redemption Amount is Index-Linked or other variable-linked:	Not Applicable
23	Early Redemption Amount	
	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):	Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24	Form of Notes:	Bearer Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
25	New Global Note:	Yes
26	Financial Centre(s) or other special provisions relating to payment dates:	Not Applicable
27	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
28	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit	Not Applicable

the Notes and interest due on late payment:

- | | | |
|-----------|--|----------------|
| 29 | Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made: | Not Applicable |
| 30 | Redenomination, renominatisation and reconventioning provisions: | Not Applicable |
| 31 | Consolidation provisions: | Not Applicable |
| 32 | Other final terms: | Not Applicable |

DISTRIBUTION

- | | | |
|-----------|---------------------------------------|--|
| 33 | (i) If syndicated, names of Managers: | Citigroup Global Markets Limited and HSBC Bank plc |
| | (ii) Stabilising Manager(s) (if any): | Citigroup Global Markets Limited |
| 34 | If non-syndicated, name of Dealer: | Not Applicable |
| 35 | U.S. Selling Restrictions: | Reg. S Compliance Category; TEFRA D |
| 36 | Additional selling restrictions: | Not Applicable |

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the London Stock Exchange's Regulated Market of the Notes described herein pursuant to the €1,000,000,000 Euro Medium Term Note Programme of International Personal Finance plc.

RESPONSIBILITY

The Issuer and the Guarantors accept responsibility for the information contained in these Final Terms.

The Issuer

Signed on behalf of **International Personal Finance plc**

By: 

Duly authorised

The Guarantors

Signed on behalf of **IPF Holdings Limited**

By: 

Duly authorised

Signed on behalf of **International Personal Finance Investments Limited**

By: 

Duly authorised

Signed on behalf of **IPF International Limited**

By: 

Duly authorised

PART B – OTHER INFORMATION

1 LISTING

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's Regulated Market with effect from 6 August 2010.
- (ii) Estimate of total expenses related to admission to trading: GBP 3,600

2 RATINGS

The Notes to be issued have been rated:
Fitch: BB+

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

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.

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

- (i) Reasons for the offer: Repayment of existing Group bank debt and/or lending to Subsidiaries. Not intended for purposes of acquisitions.
- (ii) Estimated net proceeds: €221,625,000
- (iii) Estimated total expenses: €3,375,000 combined management, underwriting and selling commission and GBP 3,600 expenses related to admission to trading.

5 FIXED RATE NOTES ONLY – YIELD

Indication of yield: 11.50 per cent.

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6 OPERATIONAL INFORMATION

ISIN Code: XS0531331345

Common Code: 053133134

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of initial Paying Agent(s) (if not the Issue and Paying Agent): Not Applicable

Names and addresses of additional Not Applicable

Paying Agent(s) (if any):

Names and addresses of Calculation Agent(s) (if not Citibank, N.A., London Branch): Not Applicable

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 ICSDs 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 the ECB being satisfied that Eurosystem eligibility criteria have been met. It is not expected that the Notes will obtain such recognition on the Issue Date.

