Edgar Filing: NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP /DC/ - Form 424B3

NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP /DC/ Form 424B3 January 29, 2018

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities Offered | Maximum Aggregate Offering Price | Amount of Registration Fee(1)(2) | |
|--|-------------------------------------|--|--|
| 3.300% InterNotes® Due February 15, 2030 | \$673,000 | \$83.79 | |

(1) Calculated in accordance with Rule 457(r) under the Securities Act of 1933.

(2) The amount in this column has been transmitted to the SEC in connection with the securities offered by means of this pricing supplement.

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Filed Under Rule 424(b)(3), Registration Statement No. 333-221261 Pricing Supplement Number 465 Dated Monday, January 29, 2018 (To: Prospectus Dated November 1, 2017 and Prospectus Supplement Dated November 3, 2017)

| CUSIP Number | Principal Selling Amount Price | 0 | Net Proceeds | Coupor Type | nCoupoi Rate | nCoupon Frequency | Maturity Date | 1st Coupor Date | 1st Coupon Amount | Survivor Option | 'sPro Ra |
|-----------------|-----------------------------------|--------|-----------------|----------------|-----------------|----------------------|------------------|--------------------|-------------------------|--------------------|----------------|
| 63743FF43 | 3\$673,000100% | 2.000% | \$659,540.00 |)Fixed | 3.300% | 6 MONTHLY | 7 02/15/203 | 003/15/2018 | 3\$4.03 | Yes | Se Ur No |

Redemption Information: Non-Callable

| | Offering Dates: Monday, January 22, 2018 | National Rural Utilities Cooperative Finance Corp |
|-------------|--|---|
| National | through Monday, January 29, 2018 | Prospectus Dated November 1, 2017 |
| Rural | Trade Date: Monday, January 29, 2018 @12:00 |) |
| Utilities | PM ET | |
| Cooperative | e Settlement Date: Thursday, February 1, 2018 | |
| Finance | Minimum | |
| Corp | Denomination/Increments:\$1,000.00/\$1,000.00 | |
| - | Initial trades settle flat and clear SDFS: DTC | |
| | Book Entry only | |
| | DTC number: 0235 via RBC Dain Rauscher | |
| | Inc. | |
| | Agents: Incapital, LLC, Citigroup, J.J.B. | |
| | Hilliard, W.L. Lyons, Inc., Wells Fargo | |
| | Advisors, RBC Capital Markets | |
| | If the maturity date or an interest payment date | |
| | for any note is not a Business Day (as term is | |
| | defined in Prospectus), principal, premium, if | |
| | any, and interest for that note is paid on the nex | t |
| | Business Day, and no interest will accrue from, | |
| | and after, the maturity date or interest payment | |
| | date. | |
| | Validity of the Notes | |
| | - | |

In the opinion of Hogan Lovells US LLP, as counsel to the Company, when the notes offered by this pricing supplement have been executed and issued by the Company and authenticated by the trustee pursuant to the indenture, and delivered against payment as contemplated herein, such notes will constitute valid and binding obligations of the Company, subject to bankruptcy, insolvency, reorganization, receivership, moratorium and other laws affecting creditors? rights (including, without limitation, the effect of statutory and other law regarding fraudulent conveyances, fraudulent transfers and preferential transfers), and by the exercise of judicial discretion and the application of principles of equity, good faith, fair dealing, reasonableness, conscionability and materiality (regardless of whether the applicable agreements are considered in a proceeding in equity or at law). This opinion is based as to matters of law solely on applicable provisions of the following, as currently in effect: (i) the District of Columbia Cooperative Association Act, as amended (the ?Cooperative Association Act?) and (ii) the laws of the State of New York (but not including any laws, statutes, ordinances, administrative decisions, rules or regulations of any political subdivision below the state level). In addition, this opinion is subject to customary assumptions about the trustee?s authorization, execution and delivery of the indenture and its authentication of the notes and the validity, binding nature and enforceability of the indenture with respect to the trustee, all as stated in the letter of such counsel dated November 10, 2014, which has been filed as an exhibit to a Current Report on Form 8-K by the Company on November 10, 2014.

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