

NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP /DC/

Form 424B3

February 02, 2015

Filed Under Rule 424(b)(3), Registration Statement No. 333-199914 Pricing Supplement Number 354 Dated Monday, February 2, 2015 (To: Prospectus Dated November 6, 2014 and Prospectus Supplement Dated November 10, 2014)

| CUSIP Number | Principal Amount | Selling Price | Gross Concession | Net Proceeds | Coupon Type | Coupon Rate | Coupon Frequency | Maturity Date | 1st Coupon Date | 1st Coupon Amount | Survival Option |
|--------------|------------------|---------------|------------------|--------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-----------------|
| 63743FVM5 | 100% | 100% | 2.150% | 100% | Fixed | 3.000% | MONTHLY | 02/15/2028 | 03/15/2015 | \$2.75 | Yes |

Redemption Information: Non-Callable

National Rural Utilities Cooperative Finance Corp

Offering Dates: Monday, February 2, 2015 through Monday, February 9, 2015 Trade Date: Monday, February 9, 2015 @ 12:00 PM ET Settlement Date: Thursday, February 12, 2015 Prospectus Dated November 6, 2014

National Rural Utilities Cooperative Finance Corp

Minimum 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: Citigroup, Comerica Securities, J.J.B. Hilliard, W.L. Lyons, Inc., Wells Fargo

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 next Business Day, and no interest will accrue from, and after, the maturity date or interest payment date.

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