

**SECOND SUPPLEMENT DATED 19 AUGUST 2013 TO THE BASE PROSPECTUS**

**CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK**

*(a limited liability company incorporated in France as a "Société Anonyme", governed by a Board of Directors, registered at the "Registre du Commerce et des Sociétés de Nanterre" under the reference SIREN 304 187 701, having its registered office at 9 quai du Président Paul Doumer, 92920 Paris  
La Défense Cedex, France)*

and

**CREDIT AGRICOLE CIB FINANCIAL PRODUCTS (GUERNSEY) LIMITED**

*(incorporated in Guernsey)*

and

**CREDIT AGRICOLE CIB FINANCE (GUERNSEY) LIMITED**

*(incorporated in Guernsey)*

and

**CREDIT AGRICOLE CIB FINANCIAL SOLUTIONS**

*(incorporated in France)*

**€50,000,000,000**

**Structured Euro Medium Term Note Programme  
unconditionally and irrevocably guaranteed by**

**CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK**

*Arranger and Dealer*

**CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK**

*Dealers*

**Crédit Agricole Securities Asia B.V., Crédit Agricole Securities (USA) Inc.  
Tokyo Branch**

**Crédit Lyonnais**

This supplement (the **Second Supplement** or the **Supplement**) is supplemental to, and should be read in conjunction with, the base prospectus dated 21 June 2013 (the **Base Prospectus**) and the first supplement dated 22 July 2013 (the **First Supplement**), in relation to the €50,000,000,000 Structured Euro Medium Term Note Programme of Crédit Agricole Corporate and Investment Bank, Crédit Agricole CIB Financial Products (Guernsey) Limited, Crédit Agricole CIB Finance (Guernsey) Limited and Crédit Agricole CIB Financial Solutions (each an **Issuer** and together the **Issuers**). Unless the context otherwise requires, terms defined in the Base Prospectus have the same meaning when used in this Supplement.

Application has been made to the *Commission de Surveillance du Secteur Financier* (the **CSSF**) in its capacity as competent authority under Directive 2003/71/EC (as amended) and the Luxembourg Act dated 10 July 2005 on prospectuses for securities (loi relative aux prospectus pour valeurs mobilières) (The **Prospectus Act**) (i) for approval of this Base Prospectus where it constitutes a base prospectus in compliance with Part II of the Prospectus Act and (ii) for approval where it constitutes a simplified prospectus in compliance with Part III of the Prospectus Act in connection with offers to the public of money markets instruments having a maturity of less than twelve months. This Supplement constitutes a supplement to the Base Prospectus for the purposes of article 13 of Chapter 1 of Part II of the Luxembourg Act dated 10 July 2005 on prospectuses for securities (the **Prospectus Act**) and a supplement to the Base Prospectus for the purposes of article 39 of Chapter 1 of part III of the Luxembourg Law on prospectus for securities.

Each of Crédit Agricole Corporate and Investment Bank (in respect of itself and Crédit Agricole CIB Financial Products (Guernsey) Limited, Crédit Agricole CIB Finance (Guernsey) Limited and Crédit Agricole CIB Financial Solutions) and Crédit Agricole CIB Financial Products (Guernsey) Limited, Crédit Agricole CIB Finance (Guernsey) Limited and Crédit Agricole CIB Financial Solutions (in respect of themselves) accepts responsibility for the information contained in this Supplement. To the best of the knowledge of Crédit Agricole Corporate and Investment Bank, Crédit Agricole CIB

Financial Products (Guernsey) Limited, Crédit Agricole CIB Finance (Guernsey) Limited and Crédit Agricole CIB Financial Solutions (who have taken all reasonable care to ensure that such is the case) the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.

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 Base Prospectus, the statements in (a) above will prevail.

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

In accordance with Article 13 paragraph 2 of the Prospectus Act, investors who have already agreed to purchase or subscribe for the Notes before this supplement is published have the right, exercisable until 21 August 2013, 5 p.m Paris Time, to withdraw their acceptances.

Copies of this Supplement, the Base Prospectus and the “Update of 2012 shelf-registration document” incorporated by reference can be obtained from the registered office of Crédit Agricole Corporate and Investment Bank and the specified office of the Principal Paying Agent for the time being and are published on the Luxembourg Stock Exchange’s website: [www.bourse.lu](http://www.bourse.lu) and Crédit Agricole Corporate and Investment Bank’s website: [www.ca-cib.com](http://www.ca-cib.com).

This Supplement has been produced for the purpose:

- Incorporating by reference financial review at 30 June 2013 of Crédit Agricole Corporate and Investment Bank (update of 2012 shelf registration document)

**Financial review at 30 June 2013 of Crédit Agricole Corporate and Investment Bank (update of 2012 shelf registration document)**

The following table indicates the pages references corresponding to the main information headings required by regulation EC 809/2004 (annex XI) enacting the terms of the Prospectus Directive.

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The information incorporated by reference that is not included in the cross-reference list, is considered as additional information and is not required by the relevant schedules of the **Commission Regulation**. (EC 809/2004)

This document will be published on the Luxembourg Stock Exchange's website: [www.bourse.lu](http://www.bourse.lu)