

31 October 2016

## FINAL TERMS

**Issue of 5,471 Callable Index Linked Redemption Certificates due August 2023  
under the €50,000,000,000**

**Structured Debt Instruments Issuance Programme**

**by**

**CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS**

**guaranteed by CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK**

### PART A – CONTRACTUAL TERMS

This document constitutes the Final Terms of the Securities described herein for the purposes of Article 5.4 of the Directive 2003/71/EC (and amendments thereto, including the Directive 2010/73/EU, to the extent implemented in the Relevant Member State), including any relevant implementing measure in the Relevant Member State (the **Prospectus Directive**) and must be read in conjunction with the Base Prospectus dated 11 May 2016 and the supplements dated any supplements thereto which together constitute a base prospectus for the purposes of the Prospectus Directive. Full information on the Issuer, the Guarantor and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the issue of the Securities is annexed to these Final Terms at Annex A. The Base Prospectus is available for viewing on the Luxembourg Stock Exchange website ([www.bourse.lu](http://www.bourse.lu)) and during normal business hours at the registered office of Crédit Agricole CIB ([www.ca-cib.com](http://www.ca-cib.com)) and the specified office of the Principal Paying Agent.

- |   |     |   |   |
|---|-----|---|---|
| 1 | (a) | Series Number:                                | 1067  |
|   | (b) | <b>Type of Securities:</b>                    | <b>Certificates</b>                                       |
|   | (c) | Tranche Number:                               | 1   |
|   | (d) | Date on which the Securities become fungible: | Not Applicable  |
| 2 |     | Specified Currency:                           | Euro (“ <b>EUR</b> ”)                                     |
| 3 |     | Aggregate Nominal Amount:                     |   |
|   | (a) | Series:                                       | 5,471 Certificates  |
|   | (b) | Tranche:                                      | 5,471 Certificates  |
| 4 |     | Issue Price:                                  | 100 per cent. of the Aggregate Nominal Amount             |
| 5 | (a) | Specified Denominations:                      | EUR 1,000   |
|   | (b) | Minimum Trading Size:                         | Not Applicable  |
|   | (c) | Calculation Amount:                           | EUR 1,000   |
| 6 | (a) | Issue Date:                                   | 31 October 2016   |
|   | (b) | Trade Date(s):                                | 7 October 2016  |
|   | (a) | Interest Commencement Date:                   | Not Applicable  |
| 7 |     | Redemption Date:                              | 31 August 2023, subject to an early redemption event      |
|   | (a) | Renouncement Notice Cut-off Time:             | 4.00 p.m (Milan time) on the <i>Data di Scadenza</i> , if |

		applicable in accordance with <i>Borsa Italiana S.p.A</i> regulations applicable from time to time (please also see form of renouncement notice set out at Annex B of these Final Terms)
	(b) Expiry Date ( <i>Data di Scadenza</i> ):	Two (2) Index Scheduled Trading Days preceding the Redemption Date or any further date not later than the Redemption Date as required by <i>Borsa Italiana S.p.A</i> , in accordance with <i>Borsa Italiana S.p.A</i> regulations applicable from time to time
	(c) Interest Record Date(s):	A date on which <i>Borsa Italiana S.p.A</i> is open for business
8	Type of Certificates:	
	(a) Interest:	Not Applicable
	(b) Redemption:	Relevant Redemption Method(s): For the purpose of determining the Early Redemption Amount: Standard Redemption For the purpose of determining the Final Redemption Amount: Performance Redemption Linked Redemption Security: Index Linked Redemption Security  (Further particulars specified below in "PROVISIONS RELATING TO REDEMPTION")
	(c) Other:	Italian Certificates (Further particulars specified below in "OPERATIONAL INFORMATION")
9	Date Board approval for issuance of Securities obtained:	Authorisation given by the Board of Directors of Crédit Agricole CIB Financial Solutions dated 17 June 2016
10	Method of distribution:	Non-syndicated
11	<b>Asset Conditions:</b>	<b>Applicable in accordance with Annex 1</b>
	– Commodity Linked Asset Conditions:	Not Applicable
	– <b>Index Linked Asset Conditions:</b>	<b>Applicable</b>
	– FX Linked Asset Conditions:	Not Applicable
	– Inflation Linked Asset Conditions:	Not Applicable
	– Rate Linked Asset Conditions:	Not Applicable
	– ETF Linked Asset Conditions:	Not Applicable
	– Share Linked Asset Conditions:	Not Applicable
	– Multi-Asset Basket Linked Asset Conditions:	Not Applicable

12 Alternative Currency Conditions: Not Applicable

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

13 **Fixed Rate Security:** Not Applicable

14 **Floating Rate Security:** Not Applicable

15 **Linked Interest Security:** Not Applicable

16 **Zero Coupon Security:** Not Applicable

**PAYOFF FEATURES (IF ANY) RELATING TO INTEREST**

17 **Payoff Features:** Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

18 **Redemption Determination Date(s):** For the purposes of determining the Final Redemption Amount: The Underlying Observation Date<sub>1</sub> expected to be 24 August 2023  
(see also paragraph 23J(h) of these Final Terms)  
For the purposes of determining an Early Redemption Amount: the relevant Early Redemption Date<sub>i</sub>  
(as specified in paragraph 24(a) of these Final Terms)

19 **Redemption Method:**

(a) Early Redemption Amount for the purposes of General Condition 6.2 (*Early Redemption Trigger Events*) determined in accordance with:

**Standard Redemption**, in accordance with Annex 9, Paragraph 2  
The Early Redemption Amount will be equal to:  
**Reference Price x Nominal Amount**

as determined by the Calculation Agent on the Redemption Determination Date.

(See also paragraph 24(a) below for further information in relation to the Issuer Call Early Redemption Trigger)

Investors should note that General Condition 6.8 applies for the purposes of any early redemption amount calculated in connection with the conditions referred to in General Condition 6.8

– Redemption Payoff: Not Applicable

– Redemption Unwind Costs: Not Applicable

– Reference Price: Each Reference Price<sub>i</sub> as specified in the table below and corresponding to the relevant Early Redemption Date<sub>i</sub>  
(see also paragraph 24(a) of these Final Terms)

<b>i</b>	<b>Early Redemption Date<sub>i</sub></b>	<b>Reference Price<sub>i</sub></b>
1	31 August 2017	102.65 per cent.
2	31 August 2018	105.30 per cent.
3	30 August 2019	107.95 per cent.

4	31 August 2020	110.60 per cent.
5	31 August 2021	113.25 per cent.
6	31 August 2022	115.90 per cent.

(b)	Final Redemption Amount for the purposes of General Condition 6.1 ( <i>Redemption by Instalments and Final Redemption</i> ) determined in accordance with:	<b>Performance Redemption</b> , determined in accordance with Annex 9, Paragraph 3 The Final Redemption Amount will be equal to:  <b><i>(Reference Price + Redemption Payoff) x Nominal Amount</i></b>  as determined by the Calculation Agent on the Redemption Determination Date.
	– Redemption Payoff:	Determined in accordance with Standard Participation Redemption Payoff (as completed in paragraph 23J(h) of these Final Terms) in respect of which the Underlying is an Index (as completed in paragraph 23B of these Final Terms)
	– Redemption Unwind Costs:	Not Applicable
	– Payoff Feature Unwind Costs:	Not Applicable
	– Reference Price:	90.00 per cent.
(c)	Fair Market Value Redemption Amount:	Applicable
(d)	Instalment Redemption Amount determined in accordance with:	Not Applicable
(e)	Clean-up Call Option (General Condition 6.7 ( <i>Clean-up Call Option</i> )):	Not Applicable
20	<b>Instalment Securities:</b>	Not Applicable
21	<b>Credit Linked Securities:</b>	Not Applicable
22	<b>Bond Linked Securities:</b>	Not Applicable
23	<b>Linked Redemption Security:</b>	<b>Applicable in accordance with Annex 1</b>
23A	<b>Commodity Linked Redemption Security:</b>	Not Applicable
23B	<b>Index Linked Redemption Security:</b>	<b>Applicable in accordance with Annex 1, Chapter 2</b>
	(a) Single Underlying:	Applicable
	– Applicable for the purposes of:	Standard Redemption Payoff: Standard Participation Redemption Payoff (as completed in paragraph 23J(h) of these Final Terms)
	– Index:	EURO STOXX Select Dividend 30® Index
	– Proprietary Index:	Not Applicable
	– Exchange:	The principal stock exchange on which the securities

		comprising the Index are principally traded
	– Multiple Exchange:	Applicable
	– Index Sponsor:	STOXX Limited, Zurich, Switzerland
	– Related Exchange:	EUREX
	– Valuation Time:	Closing
	– Bloomberg Ticker:	SD3E Index
	(b) Basket/Multi-Asset Basket:	Not Applicable
	(c) Additional Disruption Event:	Change of Law is applicable Hedging Disruption is applicable Increased Cost of Hedging is not applicable
	(d) Observation Date(s):	The Issue Date and the Underlying Observation Date <sub>1</sub> (see paragraph 23J(h) of these Final Terms)
	(e) Maximum Days of Disruption:	8 (eight) Index Scheduled Trading Days
	(f) Payment Extension Days:	2 (two) Payment Business Days
23C	<b>FX Linked Redemption Security:</b>	Not Applicable
23D	<b>Inflation Linked Redemption Security:</b>	Not Applicable
23E	<b>Rate Linked Redemption Security:</b>	Not Applicable
23F	<b>ETF Linked Redemption Security:</b>	Not Applicable
23G	<b>Share Linked Redemption Security:</b>	Not Applicable
23I	<b>Combination Redemption Payoff Provisions:</b>	Not Applicable
23J	<b>Standard Redemption Payoff Provisions:</b>	<b>Applicable</b>
	(a) Standard Fixed Redemption:	Not Applicable
	(b) Standard Floater Redemption:	Not Applicable
	(c) Standard Inverse Floater Redemption:	Not Applicable
	(d) Standard Alternative Basket Redemption:	Not Applicable
	(e) Standard Strangle Redemption:	Not Applicable
	(f) Standard Option Basket Redemption:	Not Applicable

(g) Standard Maximum-Minimum Redemption: Not Applicable

**(h) Standard Participation Redemption: Applicable in accordance with Annex 5, Part B, Chapter 8**

The Redemption Payoff applicable to a Redemption Determination Date for Securities for which Standard Participation Redemption is applicable shall be calculated on such Redemption Determination Date as follows:

$$\text{Min} \left( \text{Cap}, \text{Max} \left( \text{Floor}, \text{Leverage} \times \left( \frac{\text{Underlying}_{\text{Observation1}}}{\text{Underlying}_{\text{Observation2}}} + \text{Margin} \right) \right) \right)$$

and expressed as a percentage.

- |  |  |
|--|--|
| – Applicable for the purposes of the following Redemption Determination Date(s): | Redemption Determination Date for the purposes of determining the Final Redemption Amount                            |
| – Applicable for the purposes of the Combination Redemption Payoff:              | Not Applicable   |
| – Applicable for the purposes of a Payoff Feature:                               | Not Applicable   |
| – Cap:   | Not Applicable   |
| – Underlying Observation Date(s) <sub>1</sub> :                                  | 24 August 2023 or, if it is not an Exchange Business Day, the following Exchange Business Day                        |
| – Floor:   | 0.00 per cent.   |
| – Underlying Observation Date(s) <sub>2</sub> :                                  | The Issue Date   |
| – Underlying <sub>Observation1</sub> :   | Underlying Value <sub>xy</sub> on the Underlying Observation Date <sub>1</sub>                                       |
| – Underlying <sub>Observation2</sub> :   | Underlying Value <sub>xy</sub> on the Underlying Observation Date <sub>2</sub>                                       |
| – Leverage:  | 100.00 per cent.   |
| – Margin:  | - (minus) 90.00 per cent.  |
| – Underlying:  | Index: EURO STOXX Select Dividend 30® Index (with further information set out in paragraph 23B of these Final Terms) |
| – Relevant Observation:  | Not Applicable   |

(i) Standard Lookback Performance Basket Redemption:	Not Applicable
(j) Standard Maximum-Minimum Basket Redemption:	Not Applicable
(k) Standard Volbond Redemption:	Not Applicable
(l) Standard Participation Basket Redemption:	Not Applicable
(m) Standard Range Accrual Redemption:	Not Applicable
(n) Standard Resettable Range Accrual Redemption:	Not Applicable
(o) Standard 3D Range Accrual Redemption:	Not Applicable
(p) Standard Fixed Digital Basket Redemption:	Not Applicable
(q) Standard Power Redemption:	Not Applicable
(r) Standard Dual Range Accrual Redemption:	Not Applicable
(s) Standard Trend Participation Redemption:	Not Applicable
(t) Standard Trend Participation Basket Redemption:	Not Applicable
(u) Standard Average Trend Participation Basket Redemption:	Not Applicable
(v) Standard Multi Fixed Digital Redemption:	Not Applicable
(w) Standard Digital to Participation Redemption:	Not Applicable
(x) Standard Knock-out Range Accrual Redemption:	Not Applicable
(y) Standard Product Basket Redemption:	Not Applicable
(z) Standard Multi Fixed Basket Redemption:	Not Applicable
(aa) Standard Fixed Range Accrual Redemption:	Not Applicable
(bb) Standard ABF Redemption:	Not Applicable
(cc) Standard Worst of Redemption:	Not Applicable
(dd) Standard Rainbow Performance Redemption:	Not Applicable

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<b>Early Redemption Trigger Event(s):</b>	<b>Applicable</b>
<b>(a) Issuer Call Early Redemption Trigger:</b>	<b>Applicable in accordance with Annex 8, Chapter 1</b>
– Maximum Call Nominal Amount:	Not Applicable
– Early Redemption Date(s):	Each Early Redemption Date <sub>i</sub> set out in paragraph 19(a) of these Final Terms
– Maximum Call Notice Period:	Not Applicable

- Minimum Call Nominal Amount: Nominal Amount
- Minimum Call Notice Period: 5 (five) TARGET 2 Settlement Days prior to the Early Redemption Date;
- (b) Investor Put Early Redemption Trigger: Not Applicable
- (c) Knock-out Early Redemption Trigger: Not Applicable
- (d) Callable Knock-out Early Redemption Trigger: Not Applicable
- (e) Puttable Knock-out Early Redemption Trigger: Not Applicable
- (f) Target Early Redemption Trigger: Not Applicable
- (g) Knock-out Multi Underlying Early Redemption Trigger: Not Applicable

**PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION**

25 **Payoff Features:** Not Applicable

**PROVISIONS APPLICABLE TO SECURED SECURITIES**

26 **Secured Security Provisions:** Not applicable

**GENERAL PROVISIONS APPLICABLE TO THE SECURITIES**

- 27 (a) Form: Bearer Form:  
Permanent Bearer Global Security
- (b) New Global Note (NGN) or New Global Certificate (NGC): Not Applicable
- (c) Transfer of interest in Regulation S Global Securities: Transfers of Securities to IAIs: Not Applicable
- 28 "Business Day Convention for the purposes of "Payment Business Day" election in accordance with General Condition 5.6 (*Payment Business Day*): Modified Following Payment Business Day
- 29 Additional Financial Centre(s): TARGET2
- 30 Additional Business Centre(s): Not Applicable
- 31 Talons for future Coupons or Receipts to be attached to Definitive Bearer Securities and dates on which such Talons mature: No
- 32 Redenomination (for the purposes of General Condition 3.1): Not Applicable
- 33 (a) Redemption for tax reasons (General Condition 6.3 (*Redemption for tax reasons*)): Not Applicable
- (b) Special Tax Redemption (General Condition 6.4 (*Special Tax Redemption*)): Not Applicable
- (c) Regulatory Redemption or Compulsory Resales (General Condition 6.6): Applicable



*(Regulatory Redemption or Compulsory Resales))*

- |     |   |   |
|-----|---|---|
| (d) | Events of Default (General Condition 10 <i>(Events of Default)</i> )  | Applicable                                    |
| (e) | Illegality and Force Majeure (General Condition 19 <i>(Illegality and Force Majeure)</i> ):   | Applicable                                    |
| 34  | Gross Up (General Condition 8.2 <i>(Gross Up)</i> ):  | Not Applicable                                |
| 35  | Calculation Agent:  | Crédit Agricole Corporate and Investment Bank |
| 36  | Delivery Agent ( <i>Credit Linked Securities, Bond Linked Securities, ETF Linked Securities subject to physical delivery or Share Linked Securities subject to physical delivery</i> ): | Not Applicable                                |
| 37  | Business Day Convention ( <i>Credit Linked Conditions and Bond Linked Conditions</i> ):   | Not Applicable                                |

**OPERATIONAL INFORMATION**

- |    |   |                |
|----|---|----------------|
| 38 | Branch of Account for the purposes of General Condition 5.5 ( <i>General provisions applicable to payments</i> ): | Not Applicable |
|----|---|----------------|

Signed on behalf of the Issuer:

By:

Duly authorised

## PART B – OTHER INFORMATION

### 1 LISTING AND ADMISSION TO TRADING

- (i) Listing and admission to trading: Application has been made by the relevant Issuer (or on its behalf) for the Certificates to be admitted to trading on the Electronic Securitised Derivatives Market (SeDeX) of Borsa Italiana S.p.A. with effect from the Issue Date and to be listed on the Official List of the *Borsa Italiana S.p.A.*
- (ii) Estimate of total expenses related to admission to trading: See paragraph 4(iii) below

### 2 RATINGS

Ratings: The Securities to be issued have not been rated

### 3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealers and any distributor, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer.

Investors shall be aware of the fact that the Distributors appointed for the placement of the Certificates under these Final Terms will receive distribution fees embedded in the Issue Price of the Certificates equal to a maximum amount of 2.90 per cent. of the aggregate nominal amount of the Certificates. All distribution fees will be paid out upfront.

Apart from the above, so far as the Issuer is aware, no further person involved in the issue of the Certificates has a material interest to the Offer.

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

- (i) Reasons for the offer: See “Use of Proceeds” wording in Base Prospectus
- (ii) Estimated net proceeds: Issue Price x Aggregate Number of Certificates, less distribution commissions mentioned in paragraph 3 of this Part B
- (iii) Estimated total expenses: EUR 3,500 including listing costs and excluding regulatory fees where applicable

5 **YIELD** (*Fixed Rate Securities Only*) Not Applicable

6 **HISTORIC INTEREST RATES** (*Floating Rate Securities Only*)

Not Applicable

### 7 PERFORMANCE OF UNDERLYING AND OTHER INFORMATION CONCERNING THE UNDERLYING (*Commodity Linked Securities, Credit Linked Securities, Bond Linked Securities, Index Linked Securities, Inflation Linked Securities, Rate Linked Securities, ETF Linked Securities, Share Linked Securities and Multi-Asset Basket Linked Securities*)

Underlying: Where past and future performance and volatility of the Underlying can be obtained:

Index: EURO STOXX Select Dividend 30® Bloomberg Screen: SD3E

Index (Please also see the disclaimer attached to these Final Terms as Annex C)

**Post-issuance information**

The Issuer does not intend to publish post-issuance information in relation to any underlying element to which the Securities are linked.

**8 PERFORMANCE OF RATES OF EXCHANGE AND OTHER INFORMATION CONCERNING THE UNDERLYING** (*FX Linked Securities only*)

Not  
Applicable

**9 DISTRIBUTION**

- |   |   |
|---|---|
| (i) Method of distribution:   | Non-syndicated  |
| (ii) If syndicated:   | Not Applicable  |
| (iii) If non-syndicated, name and address of Dealer   | Crédit Agricole Corporate and Investment Bank<br>12, place des Etats-Unis<br>CS 70052<br>92 547 Montrouge Cedex<br>France |
| (iv) Indication of the overall amount of the underwriting commission and of the placing commission:       | Not Applicable  |
| (v) U.S. Selling Restrictions<br>(Categories of potential investors to which the Securities are offered): | Reg. S Compliance Category 2<br>Securities in Bearer Form – TEFRA C   |

**10 OPERATIONAL INFORMATION**

- |   |   |
|---|---|
| (i) ISIN Code:  | XS1417402028  |
| (ii) Temporary ISIN:  | Not Applicable  |
| (iii) Common Code:  | 141740202   |
| (iv) VALOREN Code:  | Not Applicable  |
| (v) Other applicable security identification number:  | Not Applicable  |
| (vi) Relevant clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société <i>anonyme</i> and the relevant identification number(s): | Euroclear/Clearstream, Luxembourg and through the bridge accounts of Monte Titoli S.p.A.  |
| (vii) Delivery:   | Delivery against payment  |
| (viii) Names and addresses of additional Paying Agent(s) (if any):  | Not Applicable  |
| (ix) Securities intended to be held in a manner which would allow Eurosystem eligibility:   | No<br>Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Securities are capable of meeting them, the Securities may then be deposited with one of the ICSDs as common safekeeper). Note that this does |

not necessarily mean that the Securities will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

11 **TERMS AND CONDITIONS OF THE OFFER**

Authorised Offeror(s):

Applicable

The Issuer has appointed the following distributors (the **Distributors**) for the purposes of distribution of the Certificates in Italy:

**Cassa Di Risparmio Di Parma e Piacenza S.p.A.**,  
via Università 1  
43121 Parma  
Italia

**Cassa di Risparmio della Spezia S.p.A.**  
Corso Cavour, 86  
19121 La Spezia,  
Italia

**Banca Popolare Friuladria S.p.A.**  
Piazza XX Settembre, 2  
33170 Pordenone,  
Italia

Offer Price:

Issue Price

Conditions to which the offer is subject:

The offer of the Certificates is conditional on their issue and on the release by Borsa Italiana S.p.A., prior to the Issue Date, of the relevant authorization of the admission of the Certificates to listing on the Official List of the Borsa Italiana S.p.A.

The Issuer reserves the right, in its absolute discretion, to cancel the offer and the issue of the Certificates at any time prior to the Issue Date.

The Issuer shall publish a notice on its website (<http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm>) in the event that the offer is cancelled and the Certificates are not issued pursuant to the above.

For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises its right to cancel the offer, such potential investor shall not be entitled to receive any

Description of the application process:	<p>Certificates.</p> <p>Prospective investors may apply to subscribe for Certificates during the Offer Period.</p> <p>The Offer Period may be shortened or extended at any time and for any reason. In such case, the Issuer shall give notice to the investors as soon as practicable before the end of the Offer Period by means of a notice published on its website (<a href="http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm">http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm</a>).</p> <p>Applications for the Certificates can be made during the Offer Period through the Distributors. The applications can be made in accordance with the Distributors' usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer or the Dealer related to the subscription for the Certificates.</p> <p>A prospective investor should contact the Distributors prior to the end of the Offer Period. A prospective investor will subscribe for Certificates in accordance with the arrangements agreed with the Distributors relating to the subscription of securities generally.</p>
Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	<p>There are no pre-identified allotment criteria. The Distributors will adopt allotment criteria that ensure equal treatment of prospective investors. All of the Certificates requested through the Distributors during the Offer Period will be as otherwise specified herein.</p> <p>Not Applicable.</p> <p>The Distributors, in agreement with the Issuer, reserves the right to accept any subscription requests for Certificates which would exceed the "up to" Aggregate Number of Certificates of 25,000 Certificates and the Issuer may increase the "up to" aggregate principal amount of the Certificates.</p>
Details of the minimum and/or maximum amount of application:	<p>The Issuer shall publish a notice on its website (<a href="http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm">http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm</a>) in the event that the "up to" Aggregate Number of Certificates of 25,000 Certificates is exceeded and the "up to" Aggregate Number of Certificates is increased.</p> <p>There is no maximum amount of application.</p> <p>Minimum amount of application is EUR 1,000.</p>

Details of the method and time limits for paying up and delivering the Securities:	The Certificates will be available on a delivery versus payment basis.
	The Certificates offered to investors will be issued on the Issue Date against payment by the Distributors, via the Dealer, to the Issuer of the gross subscription moneys. Each such investor will be notified by the Distributors of the settlement arrangements in respect of the Certificates at the time of such investor's application.
	The Issuer estimates that the Certificates will be delivered to the investor's respective book-entry securities account on or around the Issue Date.
Manner in and date on which results of the offer are to be made public:	Publication on the website of the Issuer ( <a href="http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm">http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm</a> ) on or around the Issue Date
Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not Applicable
Whether tranche(s) have been reserved for certain countries:	Not Applicable
Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:	Applicants will be notified directly by the Distributors of the success of their application. Dealing in the Certificates may commence on the Issue Date.
Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Responsibility for any tax implications of investing in these Certificates rests entirely with the subscriber or purchaser.
	For the Offer Price which includes the fees payable upfront to the Distributors see above "Offer Price".
Non-Exempt Offer Consent of the Issuer to use the Base Prospectus during the Offer Period:	Applicable. An offer of the Securities may be made by the Dealers and Distributor who have or obtain the Issuer's specific consent to use the Base Prospectus in connection with the Non-exempt Offer and who are identified above (together, the <b>Authorised Offerors</b> ) other than pursuant to article 3(2) of the Prospectus Directive in Italy (the <b>Public Offer Jurisdictions</b> ) during the period from 10 October 2016 until 27 October 2016 (the <b>Offer Period</b> ).
Authorised Offeror(s) in the various countries where the offer takes place:	See above
Conditions attached to the consent of the	Specific Consent

relevant Issuer to use the Base Prospectus:

Other conditions to consent:

Not Applicable



## ANNEX A - SUMMARY

Summaries are made up of disclosure requirements known as "Elements". These Elements are numbered in Sections A – E (A.1 – E.7).

This summary contains all the Elements required to be included in a summary for these types of securities and issuers. Some Elements are not required to be addressed and accordingly there may be gaps in the numbering sequence of the elements.

Even though an Element may be required to be inserted in the summary because of the type of securities and issuers, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element is included in the summary with the mention of "Not Applicable".

<b>Section A – Introduction and Warnings</b>		
<b>A.1</b>	<b>Introduction and warnings</b>	<p>This summary should be read as an introduction to the Base Prospectus. Any decision to invest in Securities should be based on consideration of the Base Prospectus as a whole by the investor.</p> <p>Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>Civil liability attaches only to those persons who have tabled the summary, including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p>
<b>A.2</b>	<b>Consent for use of Base Prospectus in subsequent resale or final placement, indication of offer period and conditions to consent for subsequent resale or final placement and warning</b>	<p>In the context of the offer of the Securities from time to time in Italy (the <b>Public Offer Jurisdiction</b>), the Issuer consents to the use of the Base Prospectus as so supplemented where the offer is made in circumstances where there is no exemption from the obligation under Directive 2003/71/EC (and amendments thereto, including the Directive 2010/73/EU, to the extent implemented in the relevant Member State) to publish a prospectus (a <b>Non-exempt Offer</b>) during the period from 10 October 2016 until 27 October 2016 (the <b>Offer Period</b>) and in the Public Offer Jurisdiction) by any financial intermediary appointed after the Trade Date and whose name is published on the website <a href="http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm">http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm</a> and identified as an Authorised Offeror in respect of the Non-exempt Offer; for so long as they are authorised to make such offers under the Directive 2004/39/EC (as amended) (the Markets in Financial Instruments Directive) (the <b>Authorised Offeror</b>).</p> <p>The Issuer may also give consent to additional financial intermediaries so long as they are authorised to make such offers under the Markets in Financial Instruments Directive (each, also an <b>Authorised Offeror</b>) after the date of these Final Terms and, if it does so, it will publish any new information in relation to such Authorised Offerors at <a href="http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm">http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm</a>.</p>

		<p>An investor intending to acquire or acquiring any Securities from an Authorised Offeror will do so, and offers and sales of the Securities to an investor by an Authorised Offeror will be made, in accordance with any terms and other arrangements in place between such Authorised Offeror and such investor including as to price allocations and settlement arrangements (the <b>Terms and Conditions of the Non-exempt Offer</b>). The Issuer will not be a party to any such arrangements with investors (other than dealers) in connection with the offer or sale of the Securities and, accordingly, the Base Prospectus and any applicable final terms will not contain such information. <b>The Terms and Conditions of the Non-exempt Offer shall be provided to investors by that Authorised Offeror at the time of the Non-exempt Offer.</b> Neither the Issuer, the Guarantor nor any of the dealers or other Authorised Offerors have any responsibility or liability for such information.</p>
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<b>Section B – Issuer [and Guarantor]</b>		
<b>B.1</b>	<b>Legal and commercial name of the Issuer</b>	Crédit Agricole CIB Financial Solutions ( <b>Crédit Agricole CIB FS</b> or the <b>Issuer</b> )
<b>B.2</b>	<b>Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of Issuer</b>	Crédit Agricole CIB FS is a limited liability company incorporated in France as a " <i>société anonyme</i> " and whose registered office is located at 12 place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France. As a French corporation having limited liability, Crédit Agricole CIB FS is subject to articles L.225-1 and following of Book 2 of the <i>Code de commerce</i> of France. As a financial institution, Crédit Agricole CIB FS is subject to articles L.511-1 and following and L.531-1 and following of the <i>Code monétaire et financier</i> of France.
<b>B.4b</b>	<b>Known trends affecting Issuer and Issuer's industries</b>	<p>Known trends affecting the Issuer and the companies of the Crédit Agricole CIB Group (the <b>Group</b>), as well as the sectors in which the Group and the Issuer operate, include:</p> <ul style="list-style-type: none"> <li>- the continuing evolution of the global economic environment (Brexit, European migrant crisis, instability in the Middle East and elections in key countries);</li> <li>- the reform of the solvency ratios under Basel 3 (CRR / CRD4), with the minimum requirement of CET1 set at 4.5% in 2015 and for the following years;</li> <li>- the ongoing international debate on the harmonization of accounting standards;</li> <li>- the implementation of resolution mechanism both at the national and European levels;</li> </ul> <p>and</p> <ul style="list-style-type: none"> <li>- changes in the regulatory framework imposing an ever more prudent treatment of the balance sheet, including the management of indicators based on the total balance sheet size, e.g. the leverage ratio (required to be above 3%), the Minimum Required Eligible Liabilities (MREL) from the European Bank Recovery and Resolution Directive (BRRD), based on the total liabilities and aimed at ensuring a minimum level of eligible debt for a bail-in, Total Loss Absorption Capacity (TLAC), as well as contributions to the Single Resolution Fund or the Bank Levy.</li> </ul>
<b>B.5</b>	<b>Description of group and</b>	Please refer to Elements B.14 and B.16.

	<b>Issuer's position within the group</b>	The Group includes Crédit Agricole CIB FS, which is a consolidated subsidiary of Crédit Agricole CIB. Crédit Agricole CIB FS has no subsidiaries.																														
<b>B.9</b>	<b>Profit forecast or estimate</b>	Not Applicable. Crédit Agricole CIB FS does not make profit forecasts or estimates.																														
<b>B.10</b>	<b>Qualifications in audit report on historical financial information</b>	Not Applicable. There were no qualifications in the audit report on historical financial information for Crédit Agricole CIB FS.																														
<b>B.12</b>	<b>Selected key financial information and no material adverse change and no significant change statements</b>	<p>The following table shows Crédit Agricole CIB FS's selected key financial information as at and for the period ending 31 December 2015:</p> <table border="1"> <thead> <tr> <th><i>Euros</i></th> <th>31/12/2015</th> <th>31/12/2014</th> </tr> </thead> <tbody> <tr> <td>Total Balance Sheet</td> <td>2,716,516,893</td> <td>1,880,367,029</td> </tr> <tr> <td>Share capital</td> <td>225,000</td> <td>225,000</td> </tr> <tr> <td>Result carried forward</td> <td>(24,039)</td> <td>(24,665)</td> </tr> <tr> <td>Net result</td> <td>2570</td> <td>626</td> </tr> </tbody> </table> <p>The following table shows Crédit Agricole CIB FS's selected key financial information as at and for the period ending 30 June 2016:</p> <table border="1"> <thead> <tr> <th><i>Euros</i></th> <th>30/06/2016 (unaudited)</th> <th>30/06/2015 (unaudited)</th> </tr> </thead> <tbody> <tr> <td>Total Balance Sheet</td> <td>3,049,977,750</td> <td>2,336,330,786</td> </tr> <tr> <td>Share capital</td> <td>225,000</td> <td>225,000</td> </tr> <tr> <td>Result carried forward</td> <td>(21,469)</td> <td>(24,039)</td> </tr> <tr> <td><i>Net result</i></td> <td>0</td> <td>0</td> </tr> </tbody> </table> <p>There has been no significant change in the financial or trading position of Crédit Agricole CIB FS since 30 June 2016 and no material adverse change in its prospects since 31 December 2015.</p>	<i>Euros</i>	31/12/2015	31/12/2014	Total Balance Sheet	2,716,516,893	1,880,367,029	Share capital	225,000	225,000	Result carried forward	(24,039)	(24,665)	Net result	2570	626	<i>Euros</i>	30/06/2016 (unaudited)	30/06/2015 (unaudited)	Total Balance Sheet	3,049,977,750	2,336,330,786	Share capital	225,000	225,000	Result carried forward	(21,469)	(24,039)	<i>Net result</i>	0	0
<i>Euros</i>	31/12/2015	31/12/2014																														
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<b>B.13</b>	<b>Recent events materially relevant to evaluation of Issuer's solvency</b>	Not Applicable. There have been no recent events that are materially relevant to the evaluation of the solvency of Crédit Agricole CIB FS.																														
<b>B.14</b>	<b>Dependency of Issuer on other entities within the group</b>	Please refer to Elements B.5 and B.16. Crédit Agricole CIB FS is dependent on Crédit Agricole CIB.																														
<b>B.15</b>	<b>Description of Issuer's principal</b>	Crédit Agricole CIB FS carries on business as a finance company, issuing warrants, securities and other financial instruments.																														

	<b>activities</b>	
<b>B.16</b>	<b>Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control</b>	Crédit Agricole CIB is the immediate parent company of Crédit Agricole CIB FS with a 99.52 per cent. stake and therefore controls Crédit Agricole CIB FS.
<b>B.18</b>	<b>A description of the nature and scope of the guarantee</b>	The payment of all amounts due in relation to Securities are irrevocably and unconditionally guaranteed by Crédit Agricole CIB pursuant to a guarantee dated 11 May 2016 (the <b>Guarantee</b> ).
<b>B.19</b>	<b>Section B information about guarantor as if it were issuer of the same type of security that is the subject of the guarantee. Therefore provide such information as required for a summary for the relevant annex.</b>	Please see the Elements below regarding Crédit Agricole CIB, as Guarantor.
<b>B19/B.1</b>	<b>Legal and commercial name of the guarantor</b>	Crédit Agricole Corporate and Investment Bank – Crédit Agricole CIB – CACIB ( <b>Crédit Agricole CIB</b> or the <b>Guarantor</b> )
<b>B.19/B.2</b>	<b>Domicile and legal form of the guarantor, legislation under which the guarantor operates and country of incorporation of guarantor</b>	<p>Crédit Agricole Corporate and Investment Bank is a French Société Anonyme (joint stock company) with a Board of Directors governed by ordinary company law, in particular the Second Book of the French Commercial Code (<i>Code de commerce</i>).</p> <p>Crédit Agricole Corporate and Investment Bank's registered office is located at 12 place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France.</p> <p>Crédit Agricole Corporate and Investment Bank is a credit institution approved in France and authorised to conduct all banking operations and provide all investment and related services referred to in the French Monetary and Financial Code (<i>Code monétaire et financier</i>). In this respect, Crédit Agricole CIB is subject to oversight of the European and French responsible supervisory authorities, particularly the European Central Bank and the French Prudential and Resolution Supervisory Authority (ACPR). In its capacity as a credit institution authorised to provide investment services, Crédit</p>

		Agricole Corporate and Investment Bank is subject to the French Monetary and Financial Code ( <i>Code monétaire et financier</i> ), particularly the provisions relating to the activity and control of credit institutions and investment service providers.
<b>B.19/B.4b</b>	<b>Known trends affecting guarantor and guarantor's industries</b>	<p>Known trends affecting the Guarantor and the companies of the Crédit Agricole CIB Group (the <b>Group</b>), as well as the sectors in which the Group and the Guarantor operate, include:</p> <ul style="list-style-type: none"> <li>- the continuing evolution of the global economic environment (Brexit, European migrant crisis, instability in the Middle East and elections in key countries);</li> <li>- the reform of the solvency ratios under Basel 3 (CRR / CRD4), with the minimum requirement of CET1 set at 4.5% in 2015 and for the following years;</li> <li>- the ongoing international debate on the harmonization of accounting standards;</li> <li>- the implementation of resolution mechanism both at the national and European levels;</li> </ul> <p>and</p> <ul style="list-style-type: none"> <li>- changes in the regulatory framework imposing an ever more prudent treatment of the balance sheet, including the management of indicators based on the total balance sheet size, e.g. the leverage ratio (required to be above 3%), the Minimum Required Eligible Liabilities (MREL) from the European Bank Recovery and Resolution Directive (BRRD), based on the total liabilities and aimed at ensuring a minimum level of eligible debt for a bail-in, Total Loss Absorption Capacity (TLAC), as well as contributions to the Single Resolution Fund or the Bank Levy.</li> </ul>
<b>B19/B.5</b>	<b>Description of group and guarantor's position within the group</b>	<p>Please refer to Elements B.19/B.14 and B.19/B.16.</p> <p>Crédit Agricole CIB is directly owned by Crédit Agricole S.A., the listed entity of the Crédit Agricole S.A. group (the <b>Crédit Agricole Group</b>). Crédit Agricole CIB is the parent company of the Group Crédit Agricole CIB (the <b>Group</b>). The Group is the corporate and investment banking arm of the Crédit Agricole S.A. group.</p>
<b>B.19/B.9</b>	<b>Profit forecast or estimate</b>	Not Applicable. Crédit Agricole CIB does not make profit forecasts or estimates.
<b>B.19/B.10</b>	<b>Qualifications in audit report on historical financial information</b>	Not Applicable. There were no qualifications in the audit report on historical financial information for Crédit Agricole CIB.

<b>B.19/B .12</b>	<b>Selected key financial information and no material adverse change and no significant change statements</b>	The following table shows Crédit Agricole CIB's selected key financial information as at and for the period ending 31 December 2015:		
		<b>(consolidated data in millions of euros)</b>	<b>01/01/2015-31/12/2015</b> (audited)	<b>01/01/2014-31/12/2014*</b> (audited)
		<b>Income statement</b>		
		Revenues	5,205	4,352
		Gross operating income	2,138	1,574
		Net income	1,491	1,456
		<b>Net income (group share)</b>	<b>958</b>	<b>1,050</b>
			-----	-----
		<b>(consolidated data in billions of euros)</b>	<b>31/12/2015</b> (audited)	<b>31/12/2014*</b> (audited)
		Total liabilities and shareholders' equity	549.3	644.1
		Loans and advances to banks and customers	164.4	165.4
		Due to banks and customers	170.3	168.4
		Equity, Group Share	17.4	16.0
			-----	-----
		Total shareholders' equity	17.5	16.1
				<small>*The 2014 data has been restated following the application of IFRIC 21, presented in Note 11 of the Registration Document.</small>
			<b>31/12/2015 (Basel 3)</b> (unaudited)	<b>31/12/2014 (Basel 3)</b> (unaudited)
		<b>Ratios of Crédit Agricole CIB</b>		
		Core Tier 1 solvency ratio	10.4%	10.6%
		Tier 1 solvency ratio	13.8%	13.5%
		Total solvency ratio	15.2%	13.8%
		There has been no significant change in the financial or trading position of Crédit Agricole CIB and no material adverse change in its prospects since 31 December 2015.		
		The following table shows Crédit Agricole CIB's selected key financial information as at and for the six month period ending 30 June 2016:		
		<b>(consolidated data in millions of euros)</b>	<b>30/06/2016</b>	<b>30/06/2015</b>
		<b>Income statement</b>		
		Net banking income	2,532	2,986
		Gross operating income	911	1,429
		Net income	559	535

		<b>Net income - Group Share</b>		<b>556</b>	<b>527</b>
		<i>(consolidated data in billions of euros)</i>		<i>30/06/2016</i>	<i>30/06/2015</i>
		Total equity and liabilities		600	567.3
		Loans and receivables due from Credit institutions and due from customers		175	171
		Due to banks and customers		170	169
		Equity, Group share		19.6	15.8
		Total equity		19.7	15.9
		<b>Solvency ratios of Crédit Agricole CIB</b>		<b>30/06/2016</b>	<b>30/06/2015</b>
				Phased-in	Fully loaded
		<i>Core Tier 1 ratio</i>		10.8%	10.3%
		<i>Tier 1 ratio</i>		14.6%	11.8%
		<i>Total capital ratio</i>		16.6%	13.2%
				10.0%	9.4%
				12.3%	9.4%
				14.5%	11.0%
		There has been no significant change in the financial or trading position of Crédit Agricole CIB since 30 June 2016 and no material adverse change in its prospects since 31 December 2015.			
<b>B.19/B.13</b>	<b>Recent events materially relevant to evaluation of guarantor's solvency</b>	<b>1/ Office of Foreign Asset Control (OFAC)</b> Following discussions with the US authorities, on 20 October 2015, Crédit Agricole S.A., the Crédit Agricole Group and Corporate Investment Bank (Crédit Agricole CIB) reached agreements with the US federal authorities and the State of New York in connection with the investigation of a series of dollar-denominated transactions with countries under US economic sanctions and subject to certain laws of the State of New York. The events covered by this agreement took place between 2003 and 2008. Crédit Agricole CIB and Crédit Agricole S.A., which cooperated with the US federal authorities and the State of New York during the investigation, agreed to pay a fine of			

US \$787 million. The payment of this fine was charged against existing provisions. Crédit Agricole S.A. and Crédit Agricole CIB also reached agreements with the Board of Governors of the US Federal Reserve and the Department of Financial Services of the State of New York. Crédit Agricole CIB reached an agreement with the Office of Foreign Assets Control of the US Department of the Treasury. It also signed three-year suspended prosecution agreements with the US Attorney's Office of the District of Columbia (**USAO**) and the District Attorney of New York (**DANY**). The USAO and DANY agreed to drop the charges resulting from the investigation against Crédit Agricole CIB, Crédit Agricole S.A. and Crédit Agricole CIB's subsidiaries and affiliates, provided that Crédit Agricole CIB complies with the obligations imposed upon it under the agreements. Crédit Agricole S.A. Group agreed to tighten its internal procedures and policies on regulatory compliance with international sanctions. It will continue to cooperate fully with the US federal authorities and the State of New York in connection with the case, and with the European Central Bank, the French Regulatory and Resolution Supervisory Authority (ACPR) and regulators throughout its global network.

#### **2/ Switzerland/US programme**

As part of the agreement signed between Switzerland and the USA in August 2013 to enable the US authorities to examine the business conduct of Swiss banks with respect to US taxpayers, Crédit Agricole Suisse, which had voluntarily accepted to participate in the US tax programme in December 2013, signed a Non-Prosecution Agreement with the US Department of Justice on 15 December 2015. Under the terms of this agreement, Crédit Agricole Suisse paid a fine, fully provisioned, of US \$99 million. Crédit Agricole Suisse also committed to complying with various obligations assigned to it and to cooperate with the US authorities. Full impairment of CACIB's stake in UBAF CACIB holds a 47.01% stake in UBAF, valued at €156million at 31 December 2014. In 2015, this holding was fully impaired to take account of UBAF's negative financial outlook due to recurring difficulties (geopolitical crises and oil prices).

#### **3/ Full impairment of CACIB's stake in UBAF**

CACIB holds a 47.01% stake in UBAF, valued at €156million at 31 December 2014. In 2015, this holding was fully impaired to take account of UBAF's negative financial outlook due to recurring difficulties (geopolitical crises and oil prices) affecting its main areas of operation (Middle East and North Africa).

#### **4/ Proposed sale of CA Securities Taiwan**

On 31 July 2013, Crédit Agricole CIB withdrew from the brokerage business, with notably the disposal of the CLSA BV Group to CITICS. Since Taiwanese law prohibits ownership of more than 30% of a Taiwanese company by Chinese (PRC) interests, CLSA's operations in Taiwan were hived off and sold to Crédit Agricole Securities Asia BV. In the CLSA BV sale contract, Crédit Agricole Securities Asia BV agreed to maintain brokerage operations in Taiwan for two years. An agreement for the sale of the securities was signed with a new counterparty in the second quarter of 2015. The structure was amended in the third quarter of 2015 in keeping with the recommendation of the Taiwanese regulator. This sale is currently being validated by the local authorities. As IFRS 5 criteria have been met, the entity has been recognised in discontinued operations. The disposal will take place at the net carrying amount of the



		<p>asset. There is thus no accounting impact on the 2015 financial statements.</p> <p><b>5/ Implementation of IFRIC 21</b>  The clarifications on the accounting of taxes and other government levies given in IFRIC Interpretation 21 are described in Note 1 “Group accounting policies and principles, assessments and estimates”. This interpretation of IAS 37 “Provisions, contingent liabilities and contingent assets” mainly concerns the obligating event, and thus the date of recognition of a liability in respect of a tax (excluding income tax as defined in IAS 12 “Income Taxes”). As IFRIC 21 is applicable retrospectively, the data published at 30 June 2014 and 31 December 2014 was restated accordingly; the main impacts of these adjustments are presented in Note 11.</p> <p><b>6/ Single Resolution Fund</b>  The Single Resolution Fund (SRF) was established by Regulation (EU) no. 806/2014 as a single funding mechanism for all Member States participating in the single supervisory mechanism (SSM) established by Council Regulation (EU) no. 1024/2013 and in the Single Resolution Mechanism (SRM). The SRF is financed by the banking sector. The target level of the Fund is 1% of the amount of deposits covered by the Deposit Guarantee Fund and must be reached by 31 December 2023. 70% of the contribution to the resolution fund is payable in cash, in the form of an annual contribution. The remaining 30% is the subject of an irrevocable payment commitment, collateralised through a cash security deposit held by the Fund. The deposit will be held for the duration of the commitment. It is repayable at maturity. Thus, for the year 2015, Crédit Agricole CIB Group paid €77 million in respect of the annual contribution, recognised in the income statement in taxes other than on income or payroll-related.</p> <p><b>7/ Issue of undated deeply subordinated bonds by Crédit Agricole CIB</b>  On 16 November 2015, as part of the process designed to strengthen the Group’s regulatory capital, Crédit Agricole CIB launched three floating-rate perpetual subordinated Additional Tier 1 bonds for a total of €1.8 billion (i.e. three issues of €0.6 billion each). These perpetual deeply subordinated bonds, which include discretionary clauses concerning the payment of interest, are classed as equity instruments under IFRS and recognised in Share capital and reserves at 31 December 2015 (see Change in shareholders’ equity). The interest paid and the issue premiums are deducted from equity. Pursuant to IAS 12, the tax saving resulting from the payment of interest is recognised in net income for the period so long as this tax is not withheld at source and the interest paid is deducted from Crédit Agricole CIB’s retained earnings. In accordance with the European CRD 4/CRR regulation, these bonds are included in the calculation of Additional Tier 1 capital of Crédit Agricole CIB Group.</p>
<b>B.19/B.14</b>	<b>Dependency of guarantor on other entities within the group</b>	<p>Please refer to Elements B.19/B.5 and B.19/B.16.</p> <p>Crédit Agricole CIB is dependent on the performance of its subsidiaries and affiliates.</p>
<b>B.19/B.15</b>	<b>Description of guarantor's principal</b>	<p>The principal activities of Crédit Agricole CIB are mainly:</p> <p><b>Financing:</b> The financing business combines structured financing and commercial banking in France and abroad. Banking syndication is involved in both of these</p>

	<b>activities</b>	<p>activities.</p> <p><b>Capital markets and investment banking:</b> This business includes capital markets and brokerage, as well as investment banking.</p> <p><b>Wealth Management:</b> The Wealth Management offers a tailored approach allowing each individual customer to manage, protect and <b>transfer</b> their assets in a manner which best fits their aspirations. Our teams offer expert and first class services for the management of both private and business assets.</p>												
<b>B.19/B .16</b>	<b>Description of whether the guarantor is directly or indirectly owned or controlled and by whom and nature of such control</b>	Crédit Agricole S.A. is the immediate parent company of Crédit Agricole CIB with a 97.33 per cent. stake.												
<b>B.19/B .17</b>	<b>Credit ratings assigned to the issuer or its debt securities at the request or with the cooperation of the issuer in the rating process</b>	<p>The current ratings for Crédit Agricole CIB are as follows:</p> <table border="1"> <thead> <tr> <th>Rating Agency</th> <th>Short Term Debt</th> <th>Senior Long Term Debt</th> </tr> </thead> <tbody> <tr> <td>Fitch Ratings Limited (<b>Fitch</b>)</td> <td>F1</td> <td>A positive outlook</td> </tr> <tr> <td>Moody's Investors Service Ltd (<b>Moody's</b>)</td> <td>Prime-1</td> <td>A1 stable outlook</td> </tr> <tr> <td>Standard &amp; Poor's Rating Services, a division of Standard &amp; Poor's Credit Market Service Europe Limited (<b>S&amp;P</b>)</td> <td>A-1</td> <td>A stable outlook</td> </tr> </tbody> </table> <p>The credit ratings will be treated for the purposes of Regulation (EC) No 1060/2009 on credit rating agencies (as amended) (the <b>CRA Regulation</b>) as having been issued by S&amp;P, Moody's and Fitch upon registration pursuant to the CRA Regulation. S&amp;P, Moody's and Fitch are established in the European Union and have registered under the CRA Regulation.</p> <p>The Securities have not been rated.</p>	Rating Agency	Short Term Debt	Senior Long Term Debt	Fitch Ratings Limited ( <b>Fitch</b> )	F1	A positive outlook	Moody's Investors Service Ltd ( <b>Moody's</b> )	Prime-1	A1 stable outlook	Standard & Poor's Rating Services, a division of Standard & Poor's Credit Market Service Europe Limited ( <b>S&amp;P</b> )	A-1	A stable outlook
Rating Agency	Short Term Debt	Senior Long Term Debt												
Fitch Ratings Limited ( <b>Fitch</b> )	F1	A positive outlook												
Moody's Investors Service Ltd ( <b>Moody's</b> )	Prime-1	A1 stable outlook												
Standard & Poor's Rating Services, a division of Standard & Poor's Credit Market Service Europe Limited ( <b>S&amp;P</b> )	A-1	A stable outlook												

Section C – Securities		
<b>C.1</b>	<b>Type and class of Securities being offered</b>	<p><b>Type:</b></p> <p>The securities (<b>Securities</b>) are certificates (<b>Certificates</b>) and are issued by the Issuer with the amount payable on redemption being linked to an index (<b>Linked Redemption Securities</b>). The Securities may also be referred to <b>Index Linked Securities</b> if linked to an index.</p>

<b>Section C – Securities</b>		
		<p><b><u>Identification Code:</u></b></p> <p>The Securities will be uniquely identified by the ISIN Code XS1417402028 and the Common Code 141740202.</p>
<b>C.2</b>	<b>Currency</b>	<p>Subject to compliance with all applicable laws, regulations and directives, Securities may be issued in any currency agreed between the relevant Issuer and the relevant dealer at the time of issue.</p> <p>The Securities will be denominated in Euro (“<b>EUR</b>”) (the <b>Specified Currency</b>) and any amount payable on redemption will be in EUR.</p>
<b>C.5</b>	<b>Description of restrictions on free transferability of the Securities</b>	<p>The free transfer of the Securities is subject to the selling restrictions of the United States and the European Economic Area (including Luxembourg, Belgium, France, Germany, Italy, Portugal, Spain and the United Kingdom), Chile, Japan, Hong Kong, Singapore, South Korea, Taiwan and the Philippines.</p> <p>Securities offered and sold outside the United States to non-U.S. persons in reliance on Regulation S under the U.S. Securities Act of 1933, as amended must comply with selling restrictions.</p> <p>Securities held in a clearing system must be transferred in accordance with the rules, procedures and regulations of that clearing system.</p>
<b>C.8</b>	<b>Description of the rights attaching to the Securities including ranking and including any limitations to those rights</b>	<p>The Securities are issued in a series (a <b>Series</b>) having terms and conditions relating to, amongst other matters, the following.</p> <p><b><u>Ranking (status):</u></b></p> <p>The Securities constitute direct, unsubordinated and unsecured obligations of the Issuer.</p> <p><b><u>Guarantee</u></b></p> <p>The payment of nominal and interest in respect of the Securities is unconditionally and irrevocably guaranteed by the Guarantor pursuant to the Guarantee.</p>

## Section C – Securities

### Secured Securities:

Not applicable. The Securities are not secured.

### Fair Market Value Redemption Amount:

The **Fair Market Value Redemption Amount** in respect of a Security will be, in summary, equal to the fair market value of the Securities as at (or about) the date of early redemption, taking into account, without limitation, the deduction of the Hedge Amount except for an early redemption following the occurrence of an Additional Disruption Event) but disregarding any collateral which has been, or is required to be, delivered in connection with the Securities and (only in case of a payment event of default under the Securities or an insolvency of the relevant Issuer and/or the Guarantor) the financial condition of the relevant Issuer and/or the Guarantor.

If a Fair Market Value Redemption Amount has been determined for any reason other than the occurrence of a payment event of default under the Notes or an insolvency of the relevant Issuer and/or the Guarantor (the **Pre-Default FMVRA**) and is unpaid on the date on which a payment event of default under the Notes or an insolvency occurs with respect to the relevant Issuer and/or the Guarantor (the **Post-Default FMVRA Determination Date**), then the Pre-Default FMVRA will be deemed to be equal to the Fair Market Value Redemption Amount determined as of the Post-Default FMVRA Determination Date (the **Post-Default FMVRA**) and the Post-Default FMVRA shall disregard the financial condition of the relevant Issuer and/or the Guarantor.

**Hedge Amounts** represent the losses or costs (expressed as a positive number) to the relevant Issuer or any affiliate thereof that are incurred or gains (expressed as a negative number) of the relevant Issuer or any affiliate thereof that are realised in unwinding any hedging arrangements entered into in respect of the relevant Securities (whether by the Issuer, the Guarantor or indirectly through an affiliate), provided that the determination of the Hedge Amount shall (only in case of a payment event of default with respect of the Notes or insolvency of the relevant Issuer and/or the Guarantor) disregard the financial condition of the relevant Issuer and/or the Guarantor.

The Fair Market Value Redemption Amount shall not be a negative number.

### Events of Default:

Following the occurrence of one or more of the following events (each, an **Event of Default**):

1. default in the payment of any nominal or interest due on the Securities or the due date and such default continues for a specified time after written notice is received by the Issuer;
2. non-performance or non-observance by the Issuer or Guarantor of any of their other respective obligations and such default continues for a specified time after written notice (except where such failure is incapable of remedy when no notice will be required) is received by the Issuer or Guarantor (as the case may be); or
3. if the Issuer becomes the subject of certain prescribed insolvency or administration type proceedings; or
4. the Guarantee ceases to be, or is claimed by the Guarantor not to be, in full force and effect,

the Securities will become due and payable upon notice being given by the

## Section C – Securities

Securityholder.

### **Withholding tax:**

All payments of nominal and interest by or on behalf of the Issuer or the Guarantor in respect of the Securities will be made without withholding or deduction for or on account of any present or future taxes or duties of whatever nature imposed or levied by or on behalf of France unless such withholding or deduction is required by law or other laws to which the Issuer, the Guarantor or its agents agree to be subject and neither the Issuer nor the Guarantor will not be liable for any taxes or duties of whatever nature imposed or levied by such laws, regulations, directives or agreements.

### **Meetings:**

The terms of the Securities contain provisions for calling meetings of holders of the Securities to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the relevant majority.

### **Governing Law:**

The Securities are governed by English law.

### **Limitation of rights**

#### ***Prescription***

The Securities will become void unless claims in respect of nominal and/or interest are made within a period of 10 years (in the case of nominal) and five (5) years (in the case of interest) after the date on which the relevant payment first becomes due, except that, if the full amount of the moneys payable has not been duly received by the principal paying agent or the registrar, as the case may be, on or prior to such due date, it means the date on which, the full amount of such moneys having been so received, notice to that effect is duly given to the Securityholders in accordance with General Condition 9 (*Prescription*)

#### ***Redemption following a Scheduled Payment Currency Cessation Event:***

A **Scheduled Payment Currency Cessation Event** means that the Specified Currency (or, in the case of Securities to which the Dual Currency (Interest) Payoff Feature or the Dual Currency (Redemption) Payoff Feature applies, the Interest Currency or the Redemption Currency as the case may be) ceases to exist at any time as a lawful currency for any reason whatsoever, as determined by the Calculation Agent in its sole and absolute discretion.

Following the occurrence of a Scheduled Payment Currency Cessation Event, the relevant Issuer, in its sole and absolute discretion, may redeem all, but not some only, of the Securities early on a date to be specified by the Issuer, each Security being redeemed at its Fair Market Value Redemption Amount denominated at any currency selected by the Calculation Agent or the currency then adopted in France.

#### ***Redemption for FATCA Withholding:***

**Section C – Securities**

		<p>The Issuer may redeem any or all FATCA Affected Securities and, in circumstances where the Issuer elects not to redeem a FATCA Affected Security, the holder of such FATCA Affected Securities can subsequently request the Issuer to redeem such FATCA Affected Securities. The Securities will be redeemed at the Fair Market Value Redemption Amount.</p> <p>A <b>FATCA Affected Security</b> means a Security in respect of which (i) the Issuer or Guarantor (if it were required to make a payment under the Guarantee) has or will become obliged to make any withholding or deduction pursuant to an agreement described in Section 1471(b) of the U.S. Internal Revenue Code of 1986, as amended (the <b>Code</b>) or any withholding or deduction otherwise imposed pursuant to Sections 1471 through 1474 of Code, or any fiscal or regulatory legislation, rules or practices adopted pursuant to any intergovernmental agreement entered into in connection with the implementation of such sections of the Code and (ii) such obligation cannot be avoided by the Issuer or the Guarantor taking reasonable measures available to it.</p> <p><b><i>Regulatory Redemption or Compulsory Resales:</i></b></p> <p>The Issuer shall have certain rights to redeem or require the sale of Securities at the expense and risk of the holder of any Securities held by or on behalf of a U.S. person who is not a qualified purchaser (as defined in Section 2(a)(51) of the U.S. Investment Company Act of 1940 and the rules thereunder) at the time it purchases such Securities.</p> <p><b><i>Redemption for Illegality and Force Majeure:</i></b></p> <p>The Issuer has the right to terminate the Securities in the case of illegality or force majeure.</p>
C.11	<p><b>An indication as to whether the securities offered are or will be the object of an application for admission to trading on a regulated market</b></p>	<p>Application has been made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Electronic Securitised Derivatives Market of Borsa Italiana S.p.A. (<b>Italian Listed Certificates</b>) with effect from the Issue Date.</p>

**Section C – Securities**

**C.15**      **Description of how the value of your investment is affected by the value of the underlying assets**

*Linked Redemption Securities:* The Securities are Linked Redemption Securities. The amount payable on redemption on the redemption date will be on the basis of the Redemption Payoff which is calculated in accordance with Standard Participation Redemption and expressed as a percentage. Where the **Underlying Value** reflects the price, level or rate of the relevant Underlying (without regard to any currency of denomination of such price, level or rate, as the case may be) at the relevant time and the **Redemption Determination Date** is the Underlying Observation Date<sub>1</sub> (expected to be 24 August 2023) for the purposes of determining the Final Redemption Amount.

**Underlying(s):** EURO STOXX Select Dividend 30® Index

*Standard Participation Redemption* is applicable for Redemption Determination Date for the purposes of determining the Final Redemption Amount.

The Redemption Payoff is calculated on the Redemption Determination Date as the lesser of (a) Cap and (b) the greater of (i) Floor and (ii) Leverage multiplied by the sum of Margin and the result of Underlying Value on the Underlying Observation Date<sub>1</sub> divided by Underlying Value on the Underlying Observation Date<sub>2</sub>.

<b>Underlying</b>	<b>Redemption Determination Date and Underlying Observation Date<sub>1</sub></b>	<b>Underlying Observation Date<sub>2</sub></b>	<b>Cap</b>	<b>Floor</b>	<b>Leverage</b>	<b>Margin</b>
Index: EURO STOXX Select Dividend 30® Index	24 August 2023, or if it is not an Exchange Business Day, the following Exchange Business Day	Issue Date	Not Applicable	0.00 per cent.	100.00 per cent.	- (Minus) 90.00 per cent.

**Additional Disruption Events:**

Upon the occurrence of an additional disruption event, the Securities may be subject to adjustment or may be early redeemed at the Fair Market Value Redemption Amount.

The occurrence of a hedging disruption or a change of law affecting the Issuer, the Guarantor and/ or any of their respective affiliates (as the case may be), as determined by the Calculation Agent or the Issuer (as the case may be), will constitute an additional disruption event.

**Market Disruption Events:**

With respect to EURO STOXX Select Dividend 30® Index (the **Underlying**), upon the occurrence of a disrupted day, the relevant observation date relating to the Underlying may be subject to postponement, the relevant payment date for redemption may be subject to postponement, the Securities may be early redeemed or the Calculation Agent may determine the fair market value of the relevant Underlying.

**Other events that have a material effect on the Securities :**

If any other event, other than a disrupted day and an additional disruption event, occurs which the Calculation Agent determines, acting in good faith, has a material effect on the Securities, the Securities may be subject to adjustment or may be early redeemed at the Fair Market Value Redemption Amount.

**Payoff Features:**

## Section C – Securities

Not Applicable. The Securities are not subject to any features.

**Options:**

Not Applicable. There are no Securityholder options in respect of the Securities.

The Issuer has Issuer Call Early Redemption Trigger (as set out in more detail below)

**Early Redemption Triggers:**

The Securities may be redeemed prior to their stated maturity upon the occurrence of certain events and/or at the option of the Issuer or Securityholders, each an **Early Redemption Trigger** as set out below:

*Issuer Call Early Redemption Trigger:* Issuer Call Early Redemption Trigger is applicable. The Issuer may (at its option) give notice to redeem all or some of the Securities at the amount determined in accordance with the relevant Redemption Method (as defined below) (the **Early Redemption Amount**), on the relevant Early Redemption Date (being each of **31 August 2017, 31 August 2018, 30 August 2019, 31 August 2020, 31 August 2021 and 31 August 2022**).

**Redemption Method:**

Unless previously redeemed or purchased and cancelled, each Securities will be finally redeemed by the Issuer, in cash, at its **Final Redemption Amount** on 31 August 2023 (the **Redemption Date**)

The Final Redemption Amount will be calculated in accordance with the Performance Redemption method for determining the amount due in respect of redemption of the Securities (the **Redemption Method**). The **Early Redemption Amount** will be calculated in accordance with the Standard Redemption method.

**Redemption Unwind Costs** will be zero (0).

**Standard Redemption** means the Redemption Method corresponding to the Early Redemption Amount. The Early Redemption Amount applicable to the Securities is calculated as (i) the Redemption Unwind Costs subtracted from (ii) the Reference Price multiplied by the Nominal Amount.

**Nominal Amount** means EUR 5,471,000.

**Reference Price** means each of the Reference Prices<sub>i</sub> as specified in the table below and corresponding to the relevant Early Redemption Date<sub>i</sub>

i	Early Redemption Date <sub>i</sub>	Reference Price <sub>i</sub>
1	31 August 2017	102.65 per cent.
2	31 August 2018	105.30 per cent.
3	30 August 2019	107.95 per cent.
4	31 August 2020	110.60 per cent.
5	31 August 2021	113.25 per cent.
6	31 August 2022	115.90 per cent.

**Performance Redemption** means the Redemption Method corresponding to the Final



<b>Section C – Securities</b>		
		<p>Redemption Amount. The Final Redemption Amount applicable to the Securities is calculated as (i) the Redemption Unwind Costs subtracted from (ii) the result of the Reference Price added to the Redemption Payoff calculated using Standard Redemption Payoff multiplied by the Nominal Amount.</p> <p><b>Nominal Amount</b> means EUR 5,471,000.</p> <p><b>Reference Price</b> means 90 per cent.</p> <p><b>Standard Redemption Payoff</b> means Standard Participation Redemption.</p>
<b>C.16</b>	<b>The expiration or maturity date of derivative Securities – the exercise date or final reference date.</b>	Subject to compliance with all relevant laws, regulations and directives, the final redemption date of the Securities is 31 August 2023.
<b>C.17</b>	<b>Settlement procedure</b>	<p>The Securities will be cash settled on 31 October 2016. Securities will be delivered on 31 October 2016 against payment of the issue price of the Securities.</p> <p>The Securities are cleared through Euroclear/Clearstream, Luxembourg and through the bridge accounts of Monte Titoli S.p.A. and settlement will be in accordance with the procedures and local practices relevant to such clearing system.</p>
<b>C.18</b>	<b>Procedure on return on Securities</b>	The value of an underlying will affect the amount paid on the redemption as set out in more detail in Element C.8 and C.15.
<b>C.19</b>	<b>Final reference price of underlying asset</b>	The final value of the underlying is calculated by looking at the price, level or rate of the underlying (without regard to any currency of denomination of such price, level or rate, as the case may be) at the relevant time on the Redemption Determination Date (being 24 August 2023), as calculated by the Calculation Agent.
<b>C.20</b>	<b>Type of underlying asset</b>	The Underlying is an index. Information relating to it can be found at Bloomberg SD3E Index Ticker

<b>Section D – Risks</b>		
<b>D.2</b>	<b>Key risk factors relating to the Issuers</b>	<p>The following key risk factors relating to the Crédit Agricole CIB FS as Issuer, its activities, the market in which it operates, and its structure may affect the capacity of the Issuer to fulfil its obligations under the Securities issued under the Programme:</p> <ul style="list-style-type: none"> <li>- Creditworthiness of the Issuer and the Guarantor</li> </ul> <p>The Securities constitute general and unsecured contractual obligations of the Issuer and of no other person and the Guarantee constitutes general and unsecured contractual obligations of the Guarantor and of no other person, which will rank equally with all other unsecured contractual obligations of the Issuer and the Guarantor, respectively, and behind preferred liabilities, including those mandatorily preferred by law. Securityholders rely upon the creditworthiness of the relevant Issuer and, as the case may</p>

		<p>be, the Guarantor and no other person.</p> <ul style="list-style-type: none"> <li>- Credit risk</li> </ul> <p>Credit risk is the risk that a customer or counterparty will be unable or unwilling to meet a commitment that it has entered into with Crédit Agricole CIB FS.</p> <ul style="list-style-type: none"> <li>- Liquidity risk</li> </ul> <p>Liquidity risk is the risk that Crédit Agricole CIB FS will encounter difficulty in realising assets or otherwise raising funds to meet commitments.</p> <ul style="list-style-type: none"> <li>- Interest rate risk</li> </ul> <p>Exposure to interest rate risk is the risk that arises when there is an imbalance between rate and non-rate sensitive assets, liabilities and off balance sheet items.</p> <ul style="list-style-type: none"> <li>- Foreign currency risk</li> </ul> <p>Foreign currency risk is the risk that the value of a financial instrument will fluctuate because of changes in foreign exchange rates. Crédit Agricole CIB FS foreign exchange exposure arises from issuing debt in currencies other than Euro.</p>
<p><b>D.6</b></p>	<p><b>Risk warning that investors may lose value of entire investment and key risk factors relating to the Securities</b></p>	<p>The Securities involve a high degree of risk. This risk reflects the nature of a Security as an asset which, other factors held constant, tends to decline in value over time and which may become worthless when it matures (except to the extent of any minimum redemption value). Investors should be experienced with respect to options and option transactions, should understand the risks of transactions involving the Securities and should reach an investment decision only after careful consideration, with their advisers, of the suitability of such Securities in light of their particular financial circumstances.</p> <p><b>Early redemption</b></p> <p>Certain events or circumstances may lead to the Securities being redeemed prior to their scheduled redemption date including following an election by the Issuer. In such circumstances, Securityholders may not be able to reinvest the redemption proceeds so as to receive the return they might receive on the Securities.</p> <p><b>Potential losses arising on redemption</b></p> <p>Investors should be aware that the Final Redemption Amount may be less than the nominal amount of the Securities. The Redemption Method applicable to the Final Redemption Amount may be different to the Redemption Method applicable to the Early Redemption Amount.</p> <p><b>Payments linked to an underlying asset</b></p> <p>The Redemption Payoff in respect of the Securities is linked to the value of the Underlying. Investors should therefore appreciate that they are taking a view on the value of the Underlying as it is used for the purposes of determining the Redemption Payoff.</p> <p>Investors should be aware that:</p> <ul style="list-style-type: none"> <li>(i) the market price of the Securities may be volatile;</li> <li>(ii) movements in the Underlying may adversely affect the amount of nominal to be paid on the Securities and may also affect the market value of the Securities;</li> <li>(iii) payment of nominal may occur at a different time or in a different currency than expected;</li> <li>(iv) the amount of nominal to be repaid may be less than the stated nominal amount of the Securities or may even be zero;</li> <li>(v) the Underlying may be subject to significant fluctuations that may not correlate</li> </ul>

with changes in interest rates, currencies or other indices;

- (vi) if the Underlying is applied to Securities in conjunction with a multiplier greater than one or contains some other leverage factor, the effect of changes in the Underlying on nominal payable likely will be magnified; and
- (vii) the timing of changes in the Underlying may affect the actual yield to investors, even if the average level is consistent with their expectations. In general, the earlier the change in the Underlying, the greater the effect on yield.

***Structured payments***

The Securities are structured such that the amount payable in respect of nominal are subject to the application of multipliers or leverage or other similar factors, or a combination of those features or other similar related features and to a cap and a floor. The market value of the Securities may therefore be even more volatile than those for securities that do not include those features.

Small changes in the value of the Underlying may have disproportionate consequences on the Redemption Payoff paid in respect of the Securities.

The effect of a cap or a floor, or a combination thereof, may mean that the investor will not fully participate in any positive performance of the Underlying(s) and any payments in respect of the Securities will be lower than they would have been without a cap, floor or combination thereof, as the case may be.

***Amounts payable determined by reference to a formula***

Amounts payable in respect of the Securities are determined by reference to formulae, as described in the Elements above. The Securities therefore entail significant risks not associated with similar investments in a conventional debt security. Investors should fully understand the basis on which payments in respect of the Securities will be determined in accordance with the applicable Conditions and should appreciate that neither the current nor the historical value of the Underlying should be taken as an indication of future performance of Underlying.

***Ranking of the Securities***

The Securities and the Guarantee each constitute general, unsecured, contractual obligations of the Issuer and, as the case may be, the Guarantor and of no other person. Any person who purchases such Securities is relying upon the creditworthiness of the Issuer and the Guarantor and has no rights under the Conditions against any other person.

***Payments in a specified currency***

The Issuer will pay nominal on the Securities and the Guarantor will make any payments under the Guarantee in the Specified Currency. This presents certain risks relating to currency conversions if an investor's financial activities are denominated principally in a different currency.

***Conflicts of interest***

Certain potential conflicts of interest exist or may arise between Securityholders and certain other parties, which have the potential to adversely affect Securityholders.

***Compounding of risks***

Various risks relating to the Securities may be correlated or compounded and such correlation and/or compounding may result in increased volatility in the value of the Securities and/or in increased losses for Securityholders.

***Legal and tax risks***

		<p>Certain risks arise as a result of applicable law (including applicable tax law) which have the potential to adversely affect Securityholders.</p> <p><b>Trading Securities in the secondary market</b></p> <p>Securities may have no established trading market when issued, and one may never develop.</p> <p>If a market does develop, it may not be very liquid. Therefore, investors may not be able to sell their Securities easily or at prices that will provide them with their anticipated yield or a yield comparable to similar investments that have a developed secondary market.</p> <p><b>Credit ratings</b></p> <p>Credit rating agencies may assign credit ratings to the Securities. The ratings may not reflect the potential impact of all the risks and other factors that may affect the value of the Securities. A reduction in the rating, if any, accorded to the Securities, or of the outstanding debt securities of the Issuer or the Guarantor could result in a reduction in the trading value of the Securities.</p> <p><b>The capital invested in the Securities is at risk. Consequently, the amount a prospective investor may receive on redemption of its Securities may be less than the amount invested by it and may be zero (0).</b></p>
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<b>Section E – Offer</b>						
<b>E.2b</b>	<b>Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks</b>	<p>Not Applicable. The reasons for the offer and the net proceeds of the issue are for making profit and hedging certain risks.</p>				
<b>E.3</b>	<b>Terms and conditions of offer</b>	<p>The Securities are being offered to the public in a Non-exempt Offer in Italy.</p> <p>Any investor intending to acquire or acquiring any Securities from an Authorised Offeror will do so, and offers and sales of the Securities to an investor by an Authorised Offeror will be made, in accordance with any terms and other arrangement in place between such Authorised Offeror and such investor including as to price, allocation and settlement arrangements.</p> <table style="width: 100%; border: none;"> <tr> <td style="width: 50%; vertical-align: top;">Offer Price:</td> <td style="width: 50%; vertical-align: top;">Issue Price</td> </tr> <tr> <td style="vertical-align: top;">Conditions to which the offer is subject:</td> <td style="vertical-align: top;"> <p>The offer of the Securities is conditional on their issue and on the release by <i>Borsa Italiana S.p.A.</i>, prior to the Issue Date, of the relevant authorization of the admission of the Securities to listing on the Official List of <i>Borsa Italiana S.p.A.</i></p> <p>The Issuer reserves the right, in its absolute discretion, to cancel the offer and the issue of the Securities at any</p> </td> </tr> </table>	Offer Price:	Issue Price	Conditions to which the offer is subject:	<p>The offer of the Securities is conditional on their issue and on the release by <i>Borsa Italiana S.p.A.</i>, prior to the Issue Date, of the relevant authorization of the admission of the Securities to listing on the Official List of <i>Borsa Italiana S.p.A.</i></p> <p>The Issuer reserves the right, in its absolute discretion, to cancel the offer and the issue of the Securities at any</p>
Offer Price:	Issue Price					
Conditions to which the offer is subject:	<p>The offer of the Securities is conditional on their issue and on the release by <i>Borsa Italiana S.p.A.</i>, prior to the Issue Date, of the relevant authorization of the admission of the Securities to listing on the Official List of <i>Borsa Italiana S.p.A.</i></p> <p>The Issuer reserves the right, in its absolute discretion, to cancel the offer and the issue of the Securities at any</p>					

**Section E – Offer**

Description of the application process:

time prior to the Issue Date.

The Issuer shall publish a notice on its website (<http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm>) in the event that the offer is cancelled and the Securities are not issued pursuant to the above.

For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises its right to cancel the offer, such potential investor shall not be entitled to receive any Securities.

Prospective investors may apply to subscribe for Securities during the Offer Period.

The Offer Period may be shortened or extended at any time and for any reason. In such case, the Issuer shall give notice to the investors as soon as practicable before the end of the Offer Period by means of a notice published on its website (<http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm>).

Applications for the Securities can be made during the Offer Period through the Distributors. The applications can be made in accordance with the Distributors' usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer or the Dealer related to the subscription for the Securities.

A prospective investor should contact the Distributors prior to the end of the Offer Period. A prospective investor will subscribe for Securities in accordance with the arrangements agreed with the Distributors relating to the subscription of securities generally.

There are no pre-identified allotment criteria. The Distributors will adopt

**Section E – Offer**

		<p>allotment criteria that ensure equal treatment of prospective investors. All of the Securities requested through the Distributors during the Offer Period will be as otherwise specified herein.</p> <p>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:</p> <p>Not Applicable.</p> <p>The Distributors, in agreement with the Issuer, reserves the right to accept any subscription requests for Securities which would exceed the "up to" Aggregate Number of Securities of 25,000 Securities and the Issuer may increase the "up to" aggregate principal amount of the Securities.</p> <p>The Issuer shall publish a notice on its website (<a href="http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm">http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm</a>) in the event that the "up to" Aggregate Number of Securities of 25,000 Securities is exceeded and the "up to" Aggregate Number of Securities is increased.</p> <p>Details of the minimum and/or maximum amount of application:</p> <p>There is no maximum amount of application.</p> <p>Minimum amount of application is EUR 1,000.</p> <p>Details of the method and time limits for paying up and delivering the Securities:</p> <p>The Securities will be available on a delivery versus payment basis.</p> <p>The Securities offered to investors will be issued on the Issue Date against payment by the Distributors, via the Dealer, to the Issuer of the gross subscription moneys. Each such investor will be notified by the Distributors of the settlement arrangements in respect of the Securities at the time of such investor's application.</p> <p>The Issuer estimates that the Securities will be delivered to the investor's respective book-entry securities account on or around the</p>
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<b>Section E – Offer</b>		
		<p>Issue Date.</p> <p>Manner in and date on which results of the offer are to be made public: Publication on the website of the Issuer (<a href="http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm">http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm</a>) on or around the Issue Date</p> <p>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable</p> <p>Whether tranche(s) have been reserved for certain countries: Not Applicable</p> <p>Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: Applicants will be notified directly by the Distributors of the success of their application. Dealing in the Securities may commence on the Issue Date.</p> <p>Amount of any expenses and taxes specifically charged to the subscriber or purchaser: Responsibility for any tax implications of investing in these Securities rests entirely with the subscriber or purchaser.</p> <p>For the Offer Price which includes the fees payable upfront to the Distributors see above "Offer Price".</p>
<b>E.4</b>	<b>Interest material to issue including conflicting interests</b>	<p>The Distributors (as defined below) will be paid aggregate commissions equal to a maximum amount of 2.90% of the aggregate nominal amount of the Securities.</p> <p>The Issuer has appointed the following distributors (the “<b>Distributors</b>”) for the purpose of distribution of the Securities in the Republic of Italy :</p> <p><b>Cassa Di Risparmio Di Parma e Piacenza S.p.A.</b>, via Università 1 43121 Parma Italia</p> <p><b>Cassa di Risparmio della Spezia S.p.A.</b> Corso Cavour, 86 19121 La Spezia, Italia</p> <p><b>Banca Popolare Friuladria S.p.A.</b> Piazza XX Settembre, 2 33170 Pordenone, Italia</p>

**Section E – Offer**

<b>E.7</b>	<b>Estimated expenses charged to investor</b>	Subject to the provisions of Element E.4 above, there are no expenses charged to the investor by the Issuer.
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**ANNEX B**  
**FORM OF RENOUNCEMENT NOTICE**

**RENOUNCEMENT NOTICE**  
*(to be completed by the Certificateholder)*

**CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK**  
*(a limited liability company incorporated in France as a "société anonyme")*

and

**CRÉDIT AGRICOLE CIB FINANCE (GUERNSEY) LIMITED**  
*(a limited liability company incorporated in Guernsey)*

and

**CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS**  
*(a limited liability company incorporated in France)*

Issue of 5,471 Callable Index Linked Redemption Certificates due August 2023

ISIN: XS1417402028

(the "**Certificates**")

To: [Italian Issuing Agent]

[address]  
Fax No: [●]

c/c Principal Certificate Agent

[address]  
Fax No: [●]

We/I the undersigned Certificateholder(s)

hereby communicate that we are renouncing the Automatic Exercise on the Exercise Date [scheduled to fall on [●]] of the rights granted by the Certificates in accordance with the Conditions.

Series No. of the Certificates:

Number of Certificates the subject of this notice:

\_\_\_\_\_

The undersigned understands that if this Renouncement Notice is not completed and delivered as provided in the Conditions or is determined to be incomplete or not in proper form (in the determination of the Italian Issuing Agent), it will be treated as null and void.

If this Renouncement Notice is subsequently corrected to the satisfaction of the Italian Issuing Agent, it will be deemed to be a new Renouncement Notice submitted at the time such correction was delivered to the Italian Issuing Agent.

Expressions defined in the Conditions shall bear the same meanings in this Renouncement Notice.

Place and date:

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Signature of the Certificateholder

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Name of beneficial owner of the Certificates

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Signature]

## ANNEX C

(This Annex C forms part of the Final Terms to which it is attached)

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  - The merchantability and the fitness for a particular purpose or use of the EURO STOXX Select Dividend 30® Index and its data;
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