

SECOND SUPPLEMENT TO THE BASE PROSPECTUS DATED 27 JULY 2010

CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK

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

and

CREDIT AGRICOLE CIB FINANCIAL PRODUCTS (GUERNSEY) LIMITED

(incorporated in Guernsey)

and

CREDIT AGRICOLE CIB FINANCE (GUERNSEY) LIMITED

(incorporated in Guernsey)

and

CREDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(incorporated in France)

€50,000,000,000

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

CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK

This supplement (the **Second Supplement** or the **Supplement**) is supplemental to, and should be read in conjunction with, the base prospectus dated 27 July 2010 (the **Base Prospectus**), the first Supplement dated 6 October 2010 (the **First Supplement**), in relation to the €50,000,000,000 Structured Euro Medium Term Note Programme of Crédit Agricole Corporate and Investment Bank, Crédit Agricole CIB Financial Products (Guernsey) Limited, Crédit Agricole CIB Finance (Guernsey) Limited and Crédit Agricole CIB Financial Solutions (each an **Issuer** and together the **Issuers**). Unless the context otherwise requires, terms defined in the Base Prospectus have the same meaning when used in this Supplement.

On 27 July 2010, the *Commission de Surveillance du Secteur Financier* (the **CSSF**) approved the Base Prospectus as a base prospectus for the purposes of Directive 2003/71/EC and the Luxembourg Law on prospectuses for securities dated 10 July 2005. This Second Supplement constitutes a supplement to the Base Prospectus for the purposes of article 13 of Chapter 1 of Part II of the Luxembourg Act dated 10 July 2005 on prospectuses for securities (the **Prospectus Act**).

Each of Crédit Agricole Corporate and Investment Bank (in respect of itself and Crédit Agricole CIB Financial Products (Guernsey) Limited, Crédit Agricole CIB Finance (Guernsey) Limited and Crédit Agricole CIB Financial Solutions) and Crédit Agricole CIB Financial Products (Guernsey) Limited, Crédit Agricole CIB Finance (Guernsey) Limited and Crédit Agricole CIB Financial Solutions (in respect of themselves) accepts responsibility for the information contained in this Supplement. To the best of the knowledge of Crédit Agricole Corporate and Investment Bank, Crédit Agricole CIB Financial Products (Guernsey) Limited, Crédit Agricole CIB Finance (Guernsey) Limited and Crédit Agricole CIB Financial Solutions (who have taken all reasonable care to ensure that such is the case) the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

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

In accordance with Article 13 paragraph 2 of the Prospectus Act, investors who have already agreed to purchase or subscribe for the Notes before this Supplement is published have the right, exercisable before the end of the period of two working days beginning with the working day after the date on which this Supplement was published, to withdraw their acceptances.

This Supplement has been produced for the purposes of incorporating by reference Credit Agricole Corporate and Investment Bank Shelf Registration Document 2010 (English version) and amending the Summary of the Programme accordingly

Copies of this Supplement, the Base Prospectus and any documents incorporated by reference herein and therein can be obtained from the registered office of Crédit Agricole Corporate and Investment Bank and the specified office of the Principal Paying Agent for the time being and are published on the Luxembourg Stock Exchange's website: www.bourse.lu and Crédit Agricole Corporate and Investment Bank's website: www.ca-cib.com.

Arranger and Dealer

CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK

Dealers

**Crédit Agricole Securities Asia
B.V., Tokyo Branch**

**Crédit Agricole Securities (USA)
Inc.**

Crédit Lyonnais

The date of this Supplement is 21 April 2011

I. SHELF REGISTRATION DOCUMENT 2010 (English version)

Credit Agricole Corporate and Investment Bank Shelf Registration Document 2010 is added to the list of documents incorporated by reference mentioned on page 29 of the Base Prospectus and is published on the Luxembourg Stock Exchange website www.bourse.lu

(Annex XI of Regulation EC 809/2004)

	Page number
1. Person responsible	263
2. Statutory auditors	264
3. Risk factors	94 to 121 166 to 177
4. Information about the issuer	
4.1 History and development of the issuer	10 to 12
5. Business overview	
5.1 Principal activities	14 to 17
5.1.3 Principal markets	14 to 17
6. Organisational structure	
6.1 Brief description of the group and the issuer's position within the group	2 to 3 141
6.2 Dependence relationships within the Group	
7. Recent trends	87
9. Administrative, management and supervisory bodies	36 to 45
9.1 Information concerning members of the administrative and management bodies	57 to 75
9.2 Conflicts of interest in the administrative, management and supervisory bodies	76
10. Major shareholders	193
11. Financial information concerning the issuer's assets and liabilities, financial position and profits and losses	
11.1 Historical financial information:	
- Consolidated Balance Sheet	85
- Consolidated Income Statement	142
- Consolidated Cash Flow Statement	147
11.2 Consolidated Financial statements	
- Notes to the consolidated financial statements	148 to 211 212 to 213
11.3 Auditing of historical annual financial statements	250 to 251
11.4 Dates of the most recent financial disclosures	139
11.6 Legal and arbitration proceedings	120; 254
11.7 Significant change in the issuer's financial or commercial position	254
12. Material contracts	254
14. Documents on display	255

Any information not listed in the cross reference list but included in the document incorporated by reference is given for information purpose only.

II. AMENDMENT TO THE SUMMARY OF THE PROGRAMME (PAGES 8 TO 17 OF THE BASE PROSPECTUS)

Section entitled “Issuers: Crédit Agricole Corporate and Investment Bank” is amended as follows (page 8):

.../...

As of 31 December 2010, Crédit Agricole Corporate and Investment Bank staff was 14,703 in its fully consolidated companies.

This information replaces the information which is mentioned in the 5th paragraph of page 8 of the Base Prospectus.

.../...

Selected financial information

<i>Millions euros</i>	<i>31/12/2009</i>	<i>31/12/2010</i>
Total Balance Sheet	712,432	716,192
(a) Fund for general banking risks	-	-
(b) Minority interests	910	704
(c) Shareholders equity (Group share) and shareholder advances	13,499	14,606
Total a+b+c	14,409	15,310
Net income for the year	(292)	1,042
<i>Group share</i>	(331)	1,005
<i>Minority interests</i>	39	37