

NOTICE dated 15 May 2015

Relating to the Final Terms dated 7 May 2015 (the “Final Terms”)

CREDIT AGRICOLE CIB FINANCE (GUERNSEY) LIMITED

(a limited liability company incorporated in Guernsey)

Programme for the Issuance of Certificates

unconditionally and irrevocably guaranteed by Crédit Agricole Corporate and Investment Bank

(incorporated under the laws of France)

Issue of up to 200,000 Index Linked Redemption Certificates due May 2021

Series n° 743 – ISIN Code: XS1224029246

(the “Certificates”)

Capitalized terms which are not otherwise defined in this Notice shall have the meaning ascribed to them in the Final Terms.

NOTICE IS HEREBY GIVEN to the potential investors that:

The distribution fees embedded in the Issue Price of the Certificates have been increased from a maximum amount of 3.00% to a maximum amount of 3.50%.

Therefore, the Final Terms have been amended as follows:

1. In Page 10, Part B, Paragraph 3 “INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE” the language:

- “distribution fees embedded in the Issue Price of the Certificates equal to a maximum amount of 3.00%”

shall be amended and replaced by

- “distribution fees embedded in the Issue Price of the Certificates equal to a maximum amount of 3.50%”;

2. In Page 11, Part B, Paragraph 9 (iv) “Indication of the overall amount of the underwriting commission and of the placing commission” the language:

- “a distribution commission embedded in the Issue Price of the Certificates equal to a maximum amount of 3.00% of the aggregate nominal amount of the Certificates”

shall be amended and replaced by

- “a distribution commission embedded in the Issue Price of the Certificates equal to a maximum amount of 3.50% of the aggregate nominal amount of the Certificates”;

3. In page 14, Part B, Paragraph 11 “Terms and Conditions of the Offer”, Paragraph “Non-Exempt Offer Consent of the Issuer to use the Base Prospectus during the Offer Period” the language:

“during the period from 11 May 2015 until 22 May 2015 (the **Offer Period**)”

shall be amended and replaced by:

“during the period from 11 May 2015 until 16.30 p.m. (Milan time) on 19 May 2015 (the **Offer Period**)”.

4. In page 16, Element A.2 “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” of the Summary, the language:

“during the period from 11 May 2015 until 22 May 2015 (the **Offer Period**)”

shall be amended and replaced by:

“during the period from 11 May 2015 until 16.30 p.m. (Milan time) on 19 May 2015 (the **Offer Period**)”.

5. In Page 34, Element E.4 of the Summary “Interest material to issue including conflicting interests” the language:

- “*aggregate commissions equal to a maximum amount of 3.00% of the aggregate nominal amount of the Certificates*”

shall be amended and replaced by

- “*aggregate commissions equal to a maximum amount of 3.50% of the aggregate nominal amount of the Certificates*”.

Apart from the amendment mentioned above, no further change will be made to the Final Terms.

Investors who have already agreed to purchase or subscribe for the Certificates before the publication of this Notice have the right, exercisable until 19 May 2015, 16.00 p.m. (Milan time) to withdraw their acceptances.

Copies of the Base Prospectus dated 20 April 2015, the relevant Final Terms and the present Notice are available on the website of Crédit Agricole Corporate and Investment Bank (<http://www.ca-cib.com/our-offers/rates-credit-andcross-assets-derivatives.htm>).