

31 October 2016

FINAL TERMS

**Issue of up to 12,500 Index and Rate Linked Interest Certificates due November 2022
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 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) and during normal business hours at the registered office of Crédit Agricole CIB (www.ca-cib.com) and the specified office of the Principal Paying Agent.

1	(a)	Series Number:	1068
	(b)	Type of Securities:	Certificates
	(c)	Tranche Number:	1
	(d)	Date on which the Securities become fungible:	Not Applicable
2		Specified Currency:	United States Dollar (“USD”)
3		Aggregate Nominal Amount:	
	(a)	Series:	Up to 12,500 Certificates To be determined at the end of the Offer Period
	(b)	Tranche:	Up to 12,500 Certificates To be determined at the end of the Offer Period
4		Issue Price:	USD 2,000 per Certificate of 100 per cent., with the Issue Price per Certificate being payable in Euro (“EUR”) at the EUR/USD exchange rate displayed on the Reuters Screen WMRSPOT05 page at 4.00 p.m., Central European Time, on the Trade Date
5	(a)	Specified Denominations:	USD 2,000
	(b)	Minimum Trading Size:	Not Applicable
	(c)	Calculation Amount:	USD 2,000

6	(a) Issue Date:	31 October 2016
	(b) Trade Date(s):	7 October 2016
	(a) Interest Commencement Date:	Issue Date
7	Redemption Date:	8 November 2022, subject to any 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) London and TARGET2 Business 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:	Linked Interest Security: Index Linked Interest Security and Rate Linked Interest Security Multi-Asset Basket Linked Interest Security (Further particulars specified below in "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE" and in "PAYOFF FEATURES (IF ANY) RELATING TO INTEREST")
	(b) Redemption:	Relevant Redemption Method(s): For the purpose of determining the Final Redemption Amount: Standard Redemption (Further particulars specified below in "PROVISIONS RELATING TO REDEMPTION" and in "PAYOFF FEATURES (IF ANY) 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	Asset Conditions:	Applicable in accordance with Annex 1
	– Commodity Linked Asset Conditions:	Not Applicable
	– Index Linked Asset Conditions:	Applicable
	– FX Linked Asset Conditions:	Applicable

FX Linked Asset Conditions shall apply for the purposes of the Dual Currency (Interest) Payoff Feature (see paragraph 17(k) of these Final Terms) and the Dual Currency (Redemption) Payoff Feature (see paragraph 25(c) of these Final Terms)

- Inflation Linked Asset Conditions: Not Applicable
- **Rate Linked Asset Conditions:** **Applicable**
- ETF Linked Asset Conditions: Not Applicable
- Share Linked Asset Conditions: Not Applicable
- **Multi-Asset Basket Linked Asset Conditions:** **Applicable**

12 Alternative Currency Conditions: Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

- 13 **Fixed Rate Security:** **Applicable for the purposes of Standard Fixed Interest**
- (a) Applicable to: The following Interest Accrual Period: the Interest Accrual Period from and including the Interest Commencement Date to but excluding the Interest Period Date indicated in paragraph 13(d) below
 - (b) Rate(s) of Interest: Premium: 3.00 per cent. *per annum* payable annually in arrears. All references in the Conditions to “Rate of Interest” shall be construed as references to “Premium”
 - (c) Interest Payment Date(s): See paragraph 15(c) of these Final Terms
 - (d) Interest Period Dates: 31 October 2017
 - (e) Fixed Coupon Amount(s): In the case of Securities in definitive form, as determined by the Calculation Agent in accordance with General Condition 4.1 (*Interest on Fixed Rate Securities*)
 - (f) Broken Amount(s): Not Applicable
 - (g) Day Count Fraction: See paragraph 15(g) of these Final Terms
 - (h) Interest Accrual Periods: Interest Accrual Periods will be unadjusted
 - (i) Business Day Convention for the purposes of adjustment of "Interest Accrual Periods" in accordance with paragraph (h) above: Not Applicable
 - (j) Additional Business Centre(s): Not Applicable
 - (k) Determination Date(s): Not Applicable
- 14 **Floating Rate Security:** Not Applicable
- 15 **Linked Interest Security:** **Applicable**
- (a) Applicable to: The following Interest Accrual Periods: the Interest Accrual Periods from and including 31 October 2017 to but excluding 31 October 2022
 - (b) Interest Payment Date(s): means each Interest Payment Date_i indicated in the table

below, (each a “Premium Payment Date”) and all references in the Conditions to “Interest Payment Date” shall be construed as references to “Premium Payment Date”

(c) Interest Period Dates: designates, in relation to an Interest Payment Date, each of the Interest Period Dates; specified in the table below:

i	First Interest Period Date; Date; (included)	Last Interest Period Date; Date; (excluded)	Interest Determination Date; Date;	Interest Payment Date; Date;
1	31 October 2017	31 October 2018	31 October 2018	7 November 2018
2	31 October 2018	31 October 2019	31 October 2019	7 November 2019
3	31 October 2019	30 October 2020	30 October 2020	9 November 2020
4	30 October 2020	29 October 2021	29 October 2021	9 November 2021
5	29 October 2021	31 October 2022	31 October 2022	8 November 2022

(d) Interest Determination Date(s): designates each of the Interest Determination Dates; specified in the table set out in paragraph 15(c) above

(e) Business Day Convention for the purposes of adjustment of "Interest Accrual Periods" in accordance sub-paragraph (h) below): Not Applicable

(f) Additional Business Centres: Not Applicable

(g) Day Count Fraction: 30/360

(h) Interest Accrual Periods: Interest Accrual Periods will be unadjusted

(i) Determination Date(s): Not Applicable

(j) Calculation Agent responsible for calculating the Linked Interest Rate and the Interest Amount: Crédit Agricole Corporate and Investment Bank

15A Commodity Linked Interest Security: Not Applicable

15B Index Linked Interest Security: **Applicable in accordance with Annex 1, Chapter 2**

(a) Single Underlying: Not Applicable

(b) Multi-Asset Basket: **Applicable**

– Multi-Asset Basket: i
(Please also refer to paragraph 15E for details of other Multi-Asset Basket Components)

– Applicable for the purposes of: Standard Interest Payoff: Standard Fixed Range Accrual Interest

(see paragraph 15J(bb) of these Final Terms)

Under	Indices:	Proprietary	Exchange:	Multiple	Index	Related	Valuation	Bloomberg
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lying:		Indices:		Exchange	Sponsor:	Exchange:	Time:	g Ticker:
1	S&P 500® Index	Not Applicable	The principal stock exchange on which the securities comprising the Index are principally traded	Applicable	The McGraw-Hill Companies, Inc.	All Exchanges	Closing	SPX Index

- (c) Additional Disruption Event: Change of Law is applicable
Hedging Disruption is applicable
Increased Cost of Hedging is not applicable
- (d) Observation Date(s): Each Range Accrual Day
(as defined in paragraph 15J(bb) of these Final Terms)
- (e) Maximum Days of Disruption: Eight (8) Index Scheduled Trading Days
- (f) Payment Extension Days: Two (2) Payment Business Days
- 15C **FX Linked Interest Security:** Not Applicable
- 15D **Inflation Linked Interest Security:** Not Applicable
- 15E **Rate Linked Interest Security:** **Applicable in accordance with Annex 1, Chapter 5**
- (a) Single Underlying: Not Applicable
- (b) **Multi-Asset Basket:** **Applicable**
- Multi-Asset Basket: i
(Please also refer to paragraph 15B for details of other Multi-Asset Basket Components)
- Applicable for the purposes of: Standard Interest Payoff: Standard Fixed Range Accrual Interest
(see paragraph 15J(bb) of these Final Terms)

Underlying:	Benchmark Rate:	Determination of Benchmark Rate Level:	Relevant Screen Page:	Relevant Screen Page Time:	Relevant Inter-Bank Market:	Reference Banks:
2	3 months USD-LIBOR-ICE (formerly known as USD-LIBOR-BBA)	Screen Rate Determination	“LIBOR01” Reuters Screen “LIBOR01” Page	11.00 a.m., London time	London inter-bank market	Not Applicable

- (c) Additional Disruption Event: Change of Law is applicable
Hedging Disruption is applicable
Increased Cost of Hedging is not applicable

	(d) Specified Currency:	USD
	(e) Observation Date(s):	Each Range Accrual Day as defined in paragraph 15J(bb) of these Final Terms
15F	ETF Linked Interest Security:	Not Applicable
15G	Share Linked Interest Security:	Not Applicable
15H	Multi-Asset Basket Linked Interest Security:	Applicable in accordance with Annex 1, Chapter 8
	(a) Additional Disruption Event:	Change of Law is applicable Hedging Disruption is applicable Increased Cost of Hedging is not applicable
	(b) Maximum Days of Disruption:	Eight (8) Index Scheduled Trading Days (please see paragraph 15B(e) of these Final Terms)
	(c) Multi-Asset Basket Component:	Each Index and Benchmark Rate set out in paragraph 15B and 15E of these Final Terms for the purposes of Standard Interest Payoff; Standard Fixed Range Accrual Interest
	(d) Observation Date(s):	Each Range Accrual Day as defined in paragraph 15J(bb) of these Final Terms
	(e) Payment Extension Days:	Two (2) Payment Business Days
15I	Combination Interest Payoff Provisions:	Not Applicable
15J	Standard Interest Payoff Provisions:	Applicable
	(a) Standard Fixed Interest:	Applicable in accordance with Annex 5, Part A, Chapter 1 (as completed in paragraph 13 of these Final Terms for the purposes of this Standard Interest Payoff)
	– Applicable Interest Accrual Period:	The following Interest Accrual Period: the Interest Accrual Period from and including the Interest Commencement Date to but excluding 31 October 2017
	– Applicable for the purposes of the Combination Interest Payoff:	Not Applicable
	– Applicable for the purposes of a Payoff Feature:	Not Applicable
	(b) Standard Floating Interest:	Not Applicable
	(c) Standard Floater Interest:	Not Applicable
	(d) Standard Inverse Floater Interest:	Not Applicable
	(e) Standard Alternative Basket Interest:	Not Applicable
	(f) Standard Strangle Interest:	Not Applicable
	(g) Standard Option Basket Interest:	Not Applicable

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|------|--------------------------------|-----------------|---------------|---|
| (h) | Standard | Maximum-Minimum | | Not Applicable |
| | Interest: | | | |
| (i) | Standard | Participation | | Not Applicable |
| | Interest: | | | |
| (j) | Standard | Lookback | Performance | Not Applicable |
| | Basket Interest: | | | |
| (k) | Standard | Maximum-Minimum | | Not Applicable |
| | Basket Interest: | | | |
| (l) | Standard | Volbond | | Not Applicable |
| | Interest: | | | |
| (m) | Standard | Participation | Basket | Not Applicable |
| | Interest: | | | |
| (n) | Standard | Range | Accrual | Not Applicable |
| | Interest: | | | |
| (o) | Standard | Resettable | Range | Not Applicable |
| | Accrual Interest: | | | |
| (p) | Standard | 3D | Range | Not Applicable |
| | Accrual Interest: | | | |
| (q) | Standard | Fixed | Digital | Not Applicable |
| | Basket Interest: | | | |
| (r) | Standard | Power | | Not Applicable |
| | Interest: | | | |
| (s) | Standard | Dual | Range | Not Applicable |
| | Accrual Interest: | | | |
| (t) | Standard | Trend | Participation | Not Applicable |
| | Interest: | | | |
| (u) | Standard | Trend | Participation | Not Applicable |
| | Basket Interest: | | | |
| (v) | Standard | Average | Trend | Not Applicable |
| | Participation Basket Interest: | | | |
| (w) | Standard | Multi | Fixed | Not Applicable |
| | Digital Interest: | | | |
| (x) | Standard | Digital | to | Not Applicable |
| | Participation Interest: | | | |
| (y) | Standard | Knock-out | Range | Not Applicable |
| | Accrual Interest: | | | |
| (z) | Standard | Product | | Not Applicable |
| | Basket Interest: | | | |
| (aa) | Standard | Multi | Fixed | Not Applicable |
| | Basket Interest: | | | |
| (bb) | Standard | Fixed | Range | Applicable in accordance with Annex 5, Part A, |
| | Interest: | | | Chapter 28 |

The Linked Interest Rate is calculated as Fixed Rate multiplied by Accrual Factor. The Accrual Factor is calculated as the number of Range Accrual Days during the relevant Interest Observation Period on which each

Underlying Value_i is within the Underlying Value_i Range divided by the total number of Range Accrual Days in the relevant Interest Observation Period

Fixed Rate x Accrual Factor

and expressed as a percentage.

- Applicable Interest Accrual Period: The following Interest Accrual Periods: the Interest Accrual Periods from and including 31 October 2017 to but excluding 31 October 2022
- Applicable for the purposes of the Combination Interest Payoff: Not Applicable
- Applicable for the purposes of a Payoff Feature: Not Applicable
- Fixed Rate: 2.50 per cent. per annum
- Fixed Rate (n): Not Applicable
- Interest Observation Period(s): has the same meaning as the Interest Accrual Period
(please also see paragraph 15(c) for more details on Interest Period Dates)
- Interest Observation Period Cut-Off Date: Not Applicable
- Range Accrual Day(s): Each calendar day falling within the relevant Interest Observation Period
In respect of the Underlying₁, for any calendar day of the relevant Interest Observation Period which is not a New York Business Day, the Underlying Value₁ shall be deemed to be the value ascribed to the Underlying₁ on the immediately preceding New York Business Day.
In respect of the Underlying₂, for any calendar day of the relevant Interest Observation Period which is not a London Business Day, the Underlying Value₂ shall be deemed to be the value ascribed to the Underlying₂ on the immediately preceding London Business Day.
- a: Not Applicable
- b: Not Applicable

i	Underlying _i	Lower Limit _i :	Upper Limit _i :	Underlying Value _i Range:	Relevant Observation
1	Index: S&P 500® Index (with further information set out in paragraph 15B of these Final Terms)	65.00 per cent. of the Underlying Value ₁ observed on the	110.00 per cent. of the Underlying Value ₁ observed on the Issue	Range ₁ Range₁ means that on the relevant Range	Not Applicable

		Issue Date	Date	Accrual Day	
2	Benchmark Rate: 3 months USD-LIBOR-ICE (formerly known as USD-LIBOR-BBA) (with further information set out in paragraph 15E of these Final Terms)	0.50 per cent. per annum	3.00 per cent. per annum	each Underlying Value; is greater than or equal to the Lower Limit; and lower than or equal to the Upper Limit;	

(cc) Standard ABF Interest Not Applicable

(dd) Standard Worst of Interest: Not Applicable

(ee) Standard Annualised Performance Interest: Not Applicable

(ff) Standard Rainbow Performance Interest: Not Applicable

16 **Zero Coupon Security:** Not Applicable

PAYOFF FEATURES (IF ANY) RELATING TO INTEREST

17 **Payoff Features:** **Applicable**
(See also paragraph 25 for Payoff Features (if any) relating to Redemption)

(a) Investor Interest Switch Payoff Feature: Not Applicable

(b) Issuer Interest Switch Payoff Feature: Not Applicable

(c) Knock-out Interest Switch Payoff Feature: Not Applicable

(d) Knock-out Basket Interest Switch Payoff Feature: Not Applicable

(e) Target Interest Switch Payoff Feature: Not Applicable

(f) Shout Option Performance Lock-in Interest Payoff Feature: Not Applicable

(g) Chooser Decay Interest Switch Option Payoff Feature: Not Applicable

(h) Memory Option Interest Switch Payoff Feature: Not Applicable

(i) Flexi Option Interest Switch Payoff Feature: Not Applicable

(j) Pelican Option Interest Switch Payoff Feature: Not Applicable

(k) **Dual Currency (Interest) Payoff Feature:** **Applicable**
The Interest amount payable on each Interest Payment Date (or, as applicable, on any other relevant payment

date) will be payable in the Interest Currency. The Calculation Agent will determine on the relevant Interest Determination Date the interest amount to be paid in accordance with the Dual Currency Method

Applicable to:

All Interest Accrual Periods

Interest Currency	Dual Currency (Interest) Exchange Rate	Dual Currency Method	FX Price Source:	Basis of Determination:	Valuation Time:	Market Disruption Events:
EUR	EUR/USD exchange rate	division	Applicable: Reuters Screen WMRSPOT05 page	Mid Price	4 p.m., Central European time	The following Market Disruption Events are not applicable: Benchmark Obligation Default and Price Materiality
Minimum Amount:	Illiquidity Valuation Date	Event Currency:	Additional Disruption Event:	Successor Currency:	Maximum Days of Disruption:	Payment Extension Days:
Not specified	Not specified	USD	Change of Law is applicable. Hedging Disruption is applicable. Increased Cost of Hedging is not applicable	Applicable	5 (five) FX Business Days	2 (two) Payment Business Days

(l) Credit Event Contingency Interest Not Applicable
Switch Payoff Feature:

(m) Reset Option Interest Payoff Not Applicable
Feature:

(n) Single Interest Payment Date Not Applicable
Payoff Feature:

(o) Currency Performance Payoff Not Applicable
Feature:

(p) Bond Switch Option Payoff Not Applicable
Feature:

(q) **Additive Payoff Feature:** **Applicable in accordance Annex 7, Part C, Chapter 1**

(i) Payoff Feature: As completed in paragraph 25 and the remainder of paragraph 17 of these Final Terms for the purposes of this Payoff Feature

PROVISIONS RELATING TO REDEMPTION

18	Redemption Determination Date(s):	For the purposes of determining the Final Redemption Amount: Six (6) FX Business Days before the Redemption Date, expected to be 31 October 2022
19	Redemption Method:	
	(a) Early Redemption Amount for the purposes of General Condition 6.2 (<i>Early Redemption Trigger Events</i>) determined in accordance with:	Not Applicable as no Early Redemption Trigger Events apply. 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
	(b) Final Redemption Amount for the purposes of General Condition 6.1 (<i>Redemption by Instalments and Final Redemption</i>) determined in accordance with:	Standard Redemption , determined in accordance with Annex 9, Paragraph 2 Subject to part B, Chapter 3 of Annex 7 (<i>Payoff Feature Conditions</i>) and paragraph 25(c) of these Final Terms, the Final Redemption Amount will be equal to: <i>Reference Price x Nominal Amount- Redemption Unwind Costs</i> as determined by the Calculation Agent on the Redemption Determination Date. The Final Redemption Amount will be calculated in USD and will be paid in EUR in accordance with the Dual Currency (Redemption) Payoff Feature (as completed in paragraph 25(c) of these Final Terms)
	– Redemption Payoff:	Not Applicable
	– Redemption Unwind Costs:	Not Applicable
	– Payoff Feature Unwind Costs:	Not Applicable
	– Reference Price:	100.00 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	Instalment Securities:	Not Applicable
21	Credit Linked Securities:	Not Applicable
22	Bond Linked Securities:	Not Applicable
23	Linked Redemption Security:	Not Applicable
24	Early Redemption Trigger Event(s):	Not Applicable

PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION

Payoff Features:**Applicable****(See also paragraph 17 for Payoff Features (if any) relating to Interest)**

(a) Global Cap Payoff Feature: Not Applicable

(b) Global Floor Payoff Feature: Not Applicable

(c) **Dual Currency (Redemption) Payoff Feature:** **Applicable in accordance with Annex 7, Part B, Chapter 3**

The redemption amount payable on the Redemption Date will be payable in the applicable Redemption Currency. The Calculation Agent will determine on the Redemption Determination Date the redemption amount to be paid in accordance with the Dual Currency Method.

Redemption Date:

Redemption Currency	Dual Currency (Redemption) Exchange Rate	Dual Currency Method	FX Price Source:	Basis of Determination:	Valuation Time:	Market Disruption Events:
EUR	EUR/USD exchange rate	division	Applicable: Reuters Screen WMRSPOT05 page	Mid Price	4 p.m., Central European time	The following Market Disruption Events are not applicable: Benchmark Obligation Default and Price Materiality
Minimum Amount:	Illiquidity Valuation Date	Event Currency:	Additional Disruption Event:	Successor Currency:	Maximum Days of Disruption:	Payment Extension Days:
Not specified	Not specified	USD	Change of Law is applicable. Hedging Disruption is applicable. Increased Cost of Hedging is not applicable	Applicable	5 (five) FX Business Days	2 (two) Payment Business Days

(d) Investor Redemption Switch Payoff Feature: Not Applicable

(e) Issuer Redemption Switch Payoff Feature: Not Applicable

(f) Knock-out Redemption Switch Payoff Feature: Not Applicable

(g) Knock-out Basket Redemption: Not Applicable

- Switch Payoff Feature:
- (h) Shout Option Performance Lock-in Redemption Payoff Feature: Not Applicable
- (i) Reset Option Redemption Payoff Feature: Not Applicable
- (j) **Additive Payoff Feature:** **Applicable in accordance Annex 7, Part C, Chapter 1**
 (i) Payoff Feature: As completed in paragraph 17 and the remainder of paragraph 25 of these Final Terms for the purposes of this Payoff Feature

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
The Securities are Italian Certificates
- (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, London and New York City
- 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 (d) Redemption for tax reasons (General Condition 6.3 (*Redemption for tax reasons*)): Not Applicable
- (e) Special Tax Redemption (General Condition 6.4 (*Special Tax Redemption*)): Not Applicable
- (f) Regulatory Redemption or Compulsory Resales (General Condition 6.6 (*Regulatory Redemption or Compulsory Resales*)): Applicable

	(g) Events of Default (General Condition 10 (<i>Events of Default</i>))	Applicable
	(h) 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

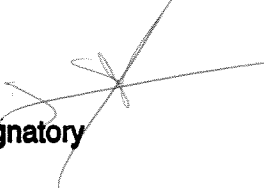
38	Branch of Account for the purposes of General Condition 5.5 (<i>General provisions applicable to payments</i>):	Not Applicable
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Signed on behalf of the Issuer:

By:

Duly authorised

Samy Beji
Authorised Signatory

A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal stroke extending to the right.

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 3.00 per cent. of the aggregate nominal amount of the Certificates being payable in EUR at the EUR/USD exchange rate displayed on the Reuters Screen WMRSPOT05 page at 4.00 p.m., Central European Time, on the Trade Date.

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:

1 Index: S&P 500® Index

Bloomberg Screen: SPX

(Please also see the disclaimer attached to these

- 2 Benchmark Rate: 3 months USD-LIBOR-ICE Reuters Screen LIBOR01 page
(formerly known as USD-LIBOR-BBA)

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
12, place des Etats-Unis
CS 70052
92 547 Montrouge Cedex
France
- (iv) Indication of the overall amount of the underwriting commission and of the placing commission: Not Applicable
- (v) U.S. Selling Restrictions: Reg. S Compliance Category 2
(Categories of potential investors to which the Securities are offered): Securities in Bearer Form – TEFRA C

10 **OPERATIONAL INFORMATION**

- (i) ISIN Code: XS1417402291
- (ii) Temporary ISIN: Not Applicable
- (iii) Common Code: 141740229
- (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 *anonyme* 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
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 Certificates.

Description of the application process:

Prospective investors may apply to subscribe for Certificates 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 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.

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.

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.

Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:

Not Applicable.

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 12,500 Certificates and the Issuer may increase the "up to" aggregate principal amount of the Certificates.

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 "up to" Aggregate Number of Certificates of 12,500 Certificates is exceeded and the "up to" Aggregate Number of Certificates is increased.

Details of the minimum and/or maximum amount of application:

There is no maximum amount of application.
Minimum amount of application is USD 2,000.

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 (<http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm>) 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 **Authorised Offerors**) other than pursuant to article 3(2) of the Prospectus Directive in Italy (the **Public Offer Jurisdictions**) during the period from 10 October 2016 until 27 October 2016 (the **Offer Period**).

Authorised Offeror(s) in the various countries

See above

where the offer takes place:

Conditions attached to the consent of the relevant Issuer to use the Base Prospectus:

Specific Consent

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".

Section A – Introduction and Warnings		
A.1	Introduction and warnings	<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>
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	<p>In the context of the offer of the Securities from time to time in Italy (the Public Offer Jurisdiction), 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 Non-exempt Offer) during the period from 10 October 2016 until 27 October 2016 (the Offer Period) and in the Public Offer Jurisdiction) by any financial intermediary appointed after the Trade Date and whose name is published on the website http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm 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 Authorised Offeror).</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 Authorised Offeror) 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 http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm.</p>