

30 May 2016

FINAL TERMS

as amended and restated on 10 November 2016

Issue of 10,580 Callable Index Linked Redemption Certificates due May 2022 under the €50,000,000,000

Structured Debt Instruments Issuance Programme

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 which constitutes a base prospectus for the purposes of the Prospectus Directive. Full information on the Issuer 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:	3779
	(b) Type of Securities:	Certificates
	(c) Tranche Number:	1
	Date on which the Securities become fungible:	Not Applicable
2	Specified Currency:	Euro ("EUR")
3	Aggregate Nominal Amount:	
	(a) Series:	EUR 10,580,000
	(b) Tranche:	EUR 10,580,000
4	Issue Price:	EUR 1,000 per Certificate
5	(a) Specified Denominations:	EUR 1,000
	(b) Minimum Trading Size:	Not Applicable
	(c) Calculation Amount:	EUR 1,000
6	(a) Issue Date:	30 May 2016
	(b) Trade Date(s):	13 May 2016
	(a) Interest Commencement Date:	Not Applicable
7	Redemption Date:	30 May 2022, subject to any early redemption event
	(a) Renunciation Notice Cut-off Time:	4.00 pm (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>):	25 May 2022
	(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:	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 Corporate and Investment Bank dated 30 July 2015
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:	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:	Applicable
15	Linked Interest Note:	Not Applicable
16	Zero Coupon Note:	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_i expected to be 23 May 2022

(see also paragraph 23J(h) of these Final Terms)

For the purposes of determining an Early Redemption Amount: the relevant Early Redemption Date_i

(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:

$$\text{Reference Price} \times \text{Principal Amount}$$

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_i as specified in the table below and corresponding to the relevant Early Redemption Date_i

(see also paragraph 24(a) of these Final Terms)

i	Early Redemption Date _i	Reference Price _i
1	30 May 2017	104.25 per cent.
2	30 May 2018	108.50 per cent.
3	30 May 2019	112.75 per cent.
4	29 May 2020	117.00 per cent.
5	31 May 2021	121.25 per cent.

(b) Final Redemption Amount for the purposes of General Condition 6.1 (*Redemption by Instalments and Final Redemption*) determined in accordance with:

Performance Redemption, determined in accordance with Annex 9, Paragraph 3

The Final Redemption Amount will be equal to:

$$(\text{Reference Price} + \text{Redemption Payoff}) \times \text{Nominal Amount}$$

		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 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:	Applicable
23A	Commodity Linked Redemption Security:	Not Applicable
23B	Index Linked Redemption Security:	Applicable in accordance with Annex 1, Chapter 2
	(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:	STOXX Europe 600 Oil & Gas (Price) ® Index
	– Proprietary Index:	Not Applicable
	– Exchange:	Not Applicable
	– Multiple Exchange:	The principal stock exchange on which the securities comprising the Index are principally traded
	– Index Sponsor:	STOXX Limited, Zurich, Switzerland
	– Related Exchange:	EUREX
	– Valuation Time:	Closing
	– Bloomberg Ticker:	SXEP 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 ₁

	(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 FX Linked Redemption Security:	Not Applicable
23D Inflation Linked Redemption Security:	Not Applicable
23E Rate Linked Redemption Security:	Not Applicable
23F ETF Linked Redemption Security:	Not Applicable
23G Share Linked Redemption Security:	Not Applicable
23H Multi-Asset Basket Linked Redemption Security:	Not Applicable
23I Combination Redemption Payoff Provisions:	Not Applicable
23J Standard Redemption Payoff Provisions:	Applicable
(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.

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| – 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) ₁ : | 23 May 2022 or, if it is not an Exchange Business Day, the following Exchange Business Day |

– Floor:	0.00 per cent.
– Underlying Observation Date(s) ₂ :	The Issue Date
– Underlying _{Observation1} :	Underlying Value _{xy} on the Underlying Observation Date ₁
– Underlying _{Observation2} :	Underlying Value _{xy} on the Underlying Observation Date ₂
– Leverage:	100 per cent.
– Margin:	- (minus) 90%
– Underlying:	Index: STOXX Europe 600 Oil & Gas (Price) ® 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
24	Early Redemption Trigger Event(s):	Applicable
	(a) Issuer Call Early Redemption Trigger:	Applicable in accordance with Annex 8, Chapter 1
	– Maximum Call Nominal Amount:	Not Applicable
	– Early Redemption Date(s):	Annually on 30 May in each year from and including 30 May 2017 to and including 31 May 2021, each an Early Redemption Date; (with further information 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
	(a) Target Early Redemption Trigger:	Not Applicable
	(a) Knock-out Multi Underlying Early Redemption Trigger:	Not Applicable

PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION

25	Payoff Features:	Not Applicable
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PROVISIONS APPLICABLE TO SECURED SECURITIES

26	Secured Security Provisions:	Not Applicable
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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 (<i>Payment Business Day</i>):	Modified Following Payment Business Day
29	Additional Financial Centre(s):	TARGET2
30	Additional Business Centre(s):	Not Applicable

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| 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 (<i>Redemption for tax reasons</i>)) | Not Applicable |
| | (b) Special Tax Redemption (General Condition 6.4 (<i>Special Tax Redemption</i>)) | Not Applicable |
| | (c) Regulatory Redemption or Compulsory Resales (General Condition 6.6 (<i>Regulatory Redemption or Compulsory Resales</i>)) | Applicable |
| | (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

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| 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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RESPONSIBILITY

Signed on behalf of the Issuer:

By:

Duly authorised



REGIS BENICHOU

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 the 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% 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 paragraphs 3 and 9(iv) of this Part B
- (iii) Estimated total expenses: EUR 3,700 including listing costs and excluding regulatory fees where applicable

5 **YIELD** (*Fixed Rate Securities and Zero Coupon Securities Only*) Not Applicable

Indication of yield: 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:
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Index: STOXX Europe 600 Oil & Gas (Price) ®	Bloomberg Screen: SXEP (Please also see the disclaimer attached to these Final Terms as Annex C)
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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 RATE[S] 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
9, quai du Président Paul Doumer
92920 Paris la Défense Cedex
France
- (iv) Indication of the overall amount of the underwriting commission and of the placing commission: The Distributors (as defined in paragraph 11 below) will receive 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.
- (v) U.S. Selling Restrictions (Categories of potential investors to which the Securities are offered): Reg. S Compliance Category 2
Securities in Bearer Form –TEFRA C

10 **OPERATIONAL INFORMATION**

- (i) ISIN Code: XS1334782999
- (ii) Temporary ISIN: Not Applicable
- (iii) Common Code: 133478299
- (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

Description of the application process:	<p>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.</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 (http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm).</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>
	<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>
Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	<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 250,000 Certificates and the Issuer may increase the "up to" aggregate principal amount of the Certificates.</p>
	<p>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 250,000 Certificates is exceeded and the "up to" Aggregate Number of Certificates is increased.</p>
Details of the minimum and/or maximum amount of application:	<p>There is no maximum amount of application. 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 Certificates will be available on a delivery versus payment basis.</p> <p>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.</p> <p>The Issuer estimates that the Certificates will be delivered to the investor's respective book-entry securities account on or around the Issue Date.</p>
<p>Manner in and date on which results of the offer are to be made public:</p>	<p>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</p>
<p>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:</p>	<p>Not Applicable</p>
<p>Whether tranche(s) have been reserved for certain countries:</p>	<p>Not Applicable</p>
<p>Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:</p>	<p>Applicants will be notified directly by the Distributors of the success of their application. Dealing in the Certificates may commence on the Issue Date.</p>
<p>Amount of any expenses and taxes specifically charged to the subscriber or purchaser:</p>	<p>Responsibility for any tax implications of investing in these Certificates 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>
<p>Non-Exempt Offer Consent of the Issuer to use the Base Prospectus during the Offer Period:</p>	<p>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 16 May 2016 until 27 May 2016 (the Offer Period).</p>
<p>Authorised Offeror(s) in the various countries where the offer takes place:</p>	<p>See above</p>
<p>Conditions attached to the consent of the relevant Issuer to use the Base Prospectus:</p>	<p>Specific Consent</p>

Other conditions to consent:

None

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 16 May 2016 until 27 May 2016 (the Offer Period) and in the Public Offer Jurisdiction by any financial intermediary appointed after the Tarde 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> <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 Terms and Conditions of the Non-exempt Offer). The Issuer will not be a party to any such arrangements with investors (other than dealers) in</p>

		connection with the offer or sale of the Securities and, accordingly, the Base Prospectus and any applicable final terms will not contain such information. 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. Neither the Issuer nor any of the dealers or other Authorised Offerors have any responsibility or liability for such information.
Section B – Issuer		
B.1	Legal and commercial name of the Issuer	Crédit Agricole Corporate and Investment Bank – Crédit Agricole CIB – CACIB (Crédit Agricole CIB or the Issuer)
B.2	Domicile and legal form of the Issuer, legislation under which the Issuer operates and country of incorporation of Issuer	<p>Crédit Agricole Corporate and Investment Bank is a French <i>Société Anonyme</i> (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>). Its registered office is located at 9 quai du Président Paul Doumer, 92920 Paris La Défense 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 (<i>ACPR</i>). In its capacity as a credit institution authorised to provide investment services, Crédit 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.</p>
B.4b	Known trends affecting Issuer and Issuer's industries	<p>Known trends affecting the Issuer and the companies of the Crédit Agricole CIB Group (the Group), as well as the sectors in which the Group and the Issuer operate, include:</p> <ul style="list-style-type: none"> - the continuing evolution of the global economic environment (Brexit, European migrant crisis, instability in the Middle East and elections in key countries); - 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 the following years; - the ongoing international debate on the harmonization of accounting standards; - the implementation of resolution mechanism both at the national and European levels; <p>and</p> <ul style="list-style-type: none"> - 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.

B.5	Description of group and Issuer's position within the group	Please refer to Elements B.14 and B.16. Crédit Agricole CIB is directly owned by Crédit Agricole S.A., the listed entity of the Crédit Agricole S.A. group (the Crédit Agricole Group). Crédit Agricole CIB is the parent company of the Group. The Group is the corporate and investment banking arm of the Crédit Agricole Group.																																																															
B.9	Profit forecast or estimate	Not Applicable. Crédit Agricole CIB does not make profit forecasts or estimates.																																																															
B.10	Qualifications in audit report on historical financial information	Not Applicable. There were no qualifications in the audit report on historical financial information for Crédit Agricole CIB.																																																															
B.12	Selected key financial information and no material adverse change and no significant change statements	<p>The following table shows Crédit Agricole CIB's selected key financial information as at and for the period ending 31 December 2015:</p> <table border="1" data-bbox="526 761 1484 1713"> <thead> <tr> <th data-bbox="526 761 893 840">(consolidated data in millions of euros)</th> <th data-bbox="893 761 1197 840">01/01/2015-31/12/2015 (audited)</th> <th data-bbox="1197 761 1484 840">01/01/2014-31/12/2014* (audited)</th> </tr> </thead> <tbody> <tr> <td colspan="3" data-bbox="526 862 1484 907">Income statement</td> </tr> <tr> <td data-bbox="526 918 893 952">Revenues</td> <td data-bbox="893 918 1197 952">5,205</td> <td data-bbox="1197 918 1484 952">4,352</td> </tr> <tr> <td data-bbox="526 952 893 985">Gross operating income</td> <td data-bbox="893 952 1197 985">2,138</td> <td data-bbox="1197 952 1484 985">1,574</td> </tr> <tr> <td data-bbox="526 985 893 1019">Net income</td> <td data-bbox="893 985 1197 1019">1,491</td> <td data-bbox="1197 985 1484 1019">1,456</td> </tr> <tr> <td data-bbox="526 1019 893 1052">Net income (group share)</td> <td data-bbox="893 1019 1197 1052">958</td> <td data-bbox="1197 1019 1484 1052">1,050</td> </tr> <tr> <td colspan="3" data-bbox="526 1052 1484 1075">-----</td> </tr> <tr> <td colspan="3" data-bbox="526 1097 1484 1176">(consolidated data in billions of euros)</td> </tr> <tr> <td></td> <td data-bbox="893 1097 1197 1176">31/12/2015 (audited)</td> <td data-bbox="1197 1097 1484 1176">31/12/2014* (audited)</td> </tr> <tr> <td data-bbox="526 1198 893 1232">Total liabilities and shareholders' equity</td> <td data-bbox="893 1198 1197 1232">549.3</td> <td data-bbox="1197 1198 1484 1232">644.1</td> </tr> <tr> <td data-bbox="526 1232 893 1265">Loans and advances to banks and customers</td> <td data-bbox="893 1232 1197 1265">164.4</td> <td data-bbox="1197 1232 1484 1265">165.4</td> </tr> <tr> <td data-bbox="526 1265 893 1299">Due to banks and customers</td> <td data-bbox="893 1265 1197 1299">170.3</td> <td data-bbox="1197 1265 1484 1299">168.4</td> </tr> <tr> <td data-bbox="526 1299 893 1332">Equity, Group Share</td> <td data-bbox="893 1299 1197 1332">17.4</td> <td data-bbox="1197 1299 1484 1332">16.0</td> </tr> <tr> <td colspan="3" data-bbox="526 1332 1484 1355">-----</td> </tr> <tr> <td data-bbox="526 1355 893 1388">Total shareholders' equity</td> <td data-bbox="893 1355 1197 1388">17.5</td> <td data-bbox="1197 1355 1484 1388">16.1</td> </tr> <tr> <td colspan="3" data-bbox="526 1388 1484 1422"> <small>*The 2014 data has been restated following the application of IFRIC 21, presented in Note 11 of the Registration Document.</small> </td> </tr> <tr> <td colspan="3" data-bbox="526 1433 1484 1512">Ratios of Crédit Agricole CIB</td> </tr> <tr> <td></td> <td data-bbox="893 1433 1197 1512">31/12/2015 (Basel 3) (unaudited)</td> <td data-bbox="1197 1433 1484 1512">31/12/2014 (Basel 3) (unaudited)</td> </tr> <tr> <td data-bbox="526 1523 893 1556">Core Tier 1 solvency ratio</td> <td data-bbox="893 1523 1197 1556">10.4%</td> <td data-bbox="1197 1523 1484 1556">10.6%</td> </tr> <tr> <td data-bbox="526 1556 893 1590">Tier 1 solvency ratio</td> <td data-bbox="893 1556 1197 1590">13.8%</td> <td data-bbox="1197 1556 1484 1590">13.5%</td> </tr> <tr> <td data-bbox="526 1590 893 1624">Total solvency ratio</td> <td data-bbox="893 1590 1197 1624">15.2%</td> <td data-bbox="1197 1590 1484 1624">13.8%</td> </tr> </tbody> </table> <p data-bbox="526 1747 1484 1814">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.</p>	(consolidated data in millions of euros)	01/01/2015-31/12/2015 (audited)	01/01/2014-31/12/2014* (audited)	Income statement			Revenues	5,205	4,352	Gross operating income	2,138	1,574	Net income	1,491	1,456	Net income (group share)	958	1,050	-----			(consolidated data in billions of euros)				31/12/2015 (audited)	31/12/2014* (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>			Ratios of Crédit Agricole CIB				31/12/2015 (Basel 3) (unaudited)	31/12/2014 (Basel 3) (unaudited)	Core Tier 1 solvency ratio	10.4%	10.6%	Tier 1 solvency ratio	13.8%	13.5%	Total solvency ratio	15.2%	13.8%
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B.13	Recent events materially relevant to evaluation of Issuer's	1/ Office of Foreign Asset Control (OFAC) 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																																																															

<p>solvency</p>	<p>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.</p> <p>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 €156 million 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).</p> <p>3/ Full impairment of CACIB's stake in UBAF CACIB holds a 47.01% stake in UBAF, valued at €156 million 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).</p> <p>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</p>
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		<p>discontinued operations. The disposal will take place at the net carrying amount of the asset. There is thus no accounting impact on the 2015 financial statements.</p> <p>5/ Implementation of IFRIC 21 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>6/ Single Resolution Fund 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>7/ Issue of undated deeply subordinated bonds by Crédit Agricole CIB 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.14	Dependency of Issuer on other entities within the group	<p>Please refer to Elements B.5 and B.16.</p> <p>Crédit Agricole CIB is dependent on the performance of its subsidiaries and affiliates</p>
B.15	Description of Issuer's principal activities	<p>The principal activities of Crédit Agricole CIB are mainly:</p> <p>Financing: The financing business combines structured financing and commercial banking in France and abroad. Banking syndication is involved in both of these activities.</p> <p>Capital markets and investment banking: This business includes capital markets and brokerage, as well as investment banking.</p>