

**FIFTH SUPPLEMENT DATED 2 NOVEMBER 2018  
TO THE BASE PROSPECTUS DATED 9 MAY 2018**

**CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK**  
*(incorporated in France)*

and

**CRÉDIT AGRICOLE CIB FINANCE (GUERNSEY) LIMITED**  
*(incorporated in Guernsey)*

and

**CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS**  
*(incorporated in France)*

and

**CRÉDIT AGRICOLE CIB FINANCE LUXEMBOURG S.A.**  
*(incorporated in Luxembourg)*

**€50,000,000,000**

**Structured Debt Instruments Issuance Programme**  
**unconditionally and irrevocably guaranteed by**

**CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK**

*Arranger*

**Crédit Agricole CIB**

*Dealers*

**Crédit Agricole CIB**

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

This supplement (this "**Fifth Supplement**") is supplemental to, and should be read in conjunction with, the base prospectus dated 9 May 2018 (the "**Base Prospectus**"), the first supplement to the Base Prospectus dated 12 June 2018 (the "**First Supplement**"), the second supplement to the Base Prospectus dated 18 June 2018 (the "**Second Supplement**"), the third supplement to the Base Prospectus dated 27 June 2018 (the "**Third Supplement**") and the fourth supplement to the Base Prospectus dated 6 September 2018 (the "**Fourth Supplement**"), each in relation to the €50,000,000,000 Structured Debt Instruments Issuance Programme (the "**Programme**") of Crédit Agricole Corporate and Investment Bank, Crédit Agricole CIB Finance (Guernsey) Limited, Crédit Agricole CIB Financial Solutions and Crédit Agricole CIB Finance Luxembourg S.A (each an "**Issuer**" and together the "**Issuers**"). Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meanings when used in this Fifth Supplement.

The Base Prospectus, the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement and this Fifth Supplement together constitute a base prospectus for the purposes of Article 5.4 of Directive 2003/71/EC (as amended) (the "**Prospectus Directive**"). The *Commission de Surveillance du Secteur Financier* (the "**CSSF**") approved the Base Prospectus on 9 May 2018. Application has been made to the CSSF for approval of this Fifth Supplement in its capacity as competent authority under the Luxembourg Act dated 10 July 2005 on prospectuses for securities (*loi relative aux prospectus pour valeurs mobilières*) (the "**Prospectus Act**"), which implements the Prospectus Directive.

This Fifth Supplement constitutes a supplement to the Base Prospectus for the purposes of article 16 of Directive 2003/71/EC and article 13.1 of the Prospectus Act.

Each Issuer accepts responsibility for the information contained in this Fifth Supplement. To the best of the knowledge of each Issuer (who has 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 Fifth Supplement and (b) any other statement in, or incorporated by reference in, the Base Prospectus as amended by the First Supplement, the Second Supplement, the Third Supplement and the Fourth Supplement, the statement referred to in this Fifth Supplement will prevail.

References in this Fifth Supplement to provisions of the Base Prospectus are to the Base Prospectus as amended by the First Supplement, the Second Supplement, the Third Supplement and the Fourth Supplement. References in this Fifth Supplement to page numbers in the Base Prospectus are to the page numbers in the Base Prospectus without taking into account any amendments made by the First Supplement, the Second Supplement, the Third Supplement and the Fourth Supplement, unless otherwise specified in this Fifth Supplement.

Save as disclosed in this Fifth Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication thereof.

In accordance with Article 13 paragraph 2 of the Prospectus Act, investors who have already agreed to purchase or subscribe for the Securities before this Fifth Supplement is published have the right, exercisable until 6 November 2018, 5 p.m., (Paris Time) to withdraw their acceptances.

Copies of the Base Prospectus, the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement and this Fifth Supplement (including the documents incorporated by reference in such Supplement) may be obtained from the registered office of Crédit Agricole Corporate and Investment Bank and the specified office of the Principal Paying Agent and will be available on the Luxembourg Stock Exchange’s website: [www.bourse.lu](http://www.bourse.lu) and Crédit Agricole Corporate and Investment Bank’s website: [www.ca-cib.com](http://www.ca-cib.com).

This Fifth Supplement has been prepared for the purposes of:

- 1) updating the Summary of the Base Prospectus; and
- 2) updating the Standard & Poor’s ‘and Moody’s ratings of Crédit Agricole CIB.

**1) Update of the Summary of the Base Prospectus (pages 13 to 80 of the Base Prospectus).**

Elements B.17 and B.19/B.17 headed “Credit ratings assigned to the issuer or its debt securities at the request or with the cooperation of the issuer in the rating process” (pages 21 and 27-28 of the Base Prospectus respectively) are amended as follows (for ease of reference changes have been indicated in bold and underlined):

<b>[B.17]</b>	<b>Credit ratings assigned to the issuer or its debt securities at the request or with the cooperation of the issuer in the rating</b>	<p>(Delete this Element B.17 if the Securities are derivative securities for the purpose of the Directive Prospectus i.e. the redemption amount of the Securities may be lower than par and/or is linked to an underlying asset)</p> <p>[The current ratings for Crédit Agricole CIB are as follows:</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;"><b>Rating Agency</b></th> <th style="text-align: left;"><b>Short Term Debt</b></th> <th style="text-align: left;"><b>Senior Long Term Debt</b></th> </tr> </thead> <tbody> <tr> <td>Fitch Ratings Limited <b>(Fitch)</b></td> <td>F1</td> <td>A+ stable outlook</td> </tr> <tr> <td>Moody's Investors Service Ltd <b>(Moody's)</b></td> <td>Prime-1</td> <td><b>A1 positive outlook</b></td> </tr> <tr> <td>Standard &amp; Poor's Rating Services,</td> <td>A-1</td> <td><b><u>A+ stable outlook</u></b></td> </tr> </tbody> </table>	<b>Rating Agency</b>	<b>Short Term Debt</b>	<b>Senior Long Term Debt</b>	Fitch Ratings Limited <b>(Fitch)</b>	F1	A+ stable outlook	Moody's Investors Service Ltd <b>(Moody's)</b>	Prime-1	<b>A1 positive outlook</b>	Standard & Poor's Rating Services,	A-1	<b><u>A+ stable outlook</u></b>
<b>Rating Agency</b>	<b>Short Term Debt</b>	<b>Senior Long Term Debt</b>												
Fitch Ratings Limited <b>(Fitch)</b>	F1	A+ stable outlook												
Moody's Investors Service Ltd <b>(Moody's)</b>	Prime-1	<b>A1 positive outlook</b>												
Standard & Poor's Rating Services,	A-1	<b><u>A+ stable outlook</u></b>												

	<b>process</b>	a division of Standard & Poor's Credit Market Service Europe Limited ( <b>S&amp;P</b> )
		<p>[Not Applicable [Crédit Agricole CIB FG][Crédit Agricole CIB FS][Crédit Agricole CIB FL] does not have ratings.]]</p> <p>[The credit ratings will be treated for the purposes of Regulation (EC) No 1060/2009 on credit rating agencies (as amended) (the <b>CRA Regulation</b>) as having been issued by S&amp;P, Moody's and Fitch upon registration pursuant to the CRA Regulation. S&amp;P, Moody's and Fitch are established in the European Union and have registered under the CRA Regulation.]</p> <p>[Not Applicable][The Securities have [not] been rated [[●] by [Fitch][Moody's][S&amp;P].]]</p>

<b>[B.19/ B.17]</b>	<b>Credit ratings assigned to the issuer or its debt securities at the request or with the cooperation of the issuer in the rating process</b>	<p>The current ratings for Crédit Agricole CIB are as follows:</p> <table border="1"> <thead> <tr> <th><b>Rating Agency</b></th> <th><b>Short Term Debt</b></th> <th><b>Senior Long Term Debt</b></th> </tr> </thead> <tbody> <tr> <td>Fitch Ratings Limited (<b>Fitch</b>)</td> <td>F1</td> <td>A+ stable outlook</td> </tr> <tr> <td>Moody's Investors Service Ltd (<b>Moody's</b>)</td> <td>Prime-1</td> <td><b>A1 positive outlook</b></td> </tr> <tr> <td>Standard &amp; Poor's Rating Services, a division of Standard &amp; Poor's Credit Market Service Europe Limited (<b>S&amp;P</b>)</td> <td>A-1</td> <td><u><b>A+ stable outlook</b></u></td> </tr> </tbody> </table> <p>The credit ratings will be treated for the purposes of Regulation (EC) No 1060/2009 on credit rating agencies (as amended) (the <b>CRA Regulation</b>) as having been issued by S&amp;P, Moody's and Fitch upon registration pursuant to the CRA Regulation. S&amp;P, Moody's and Fitch are established in the European Union and have registered under the CRA Regulation.]</p> <p>[Not Applicable][The Securities have [not] been rated [[●] by [Fitch][Moody's][S&amp;P].]]</p>	<b>Rating Agency</b>	<b>Short Term Debt</b>	<b>Senior Long Term Debt</b>	Fitch Ratings Limited ( <b>Fitch</b> )	F1	A+ stable outlook	Moody's Investors Service Ltd ( <b>Moody's</b> )	Prime-1	<b>A1 positive outlook</b>	Standard & Poor's Rating Services, a division of Standard & Poor's Credit Market Service Europe Limited ( <b>S&amp;P</b> )	A-1	<u><b>A+ stable outlook</b></u>
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## 2) Update of the Standard & Poor's and Moody's ratings (page 1093 of the Base Prospectus).

The following paragraphs in the section headed "Description of Crédit Agricole Corporate and Investment Bank" (pages 1092 to 1094 of the Base Prospectus) are amended as follows (for ease of reference changes have been indicated in bold and underlined):

**"As of 5 July 2018** (last rating action) Moody's Investors Service Ltd has assigned the following Ratings:

- Short Term Debt: Prime-1

- Long Term Debt: **A1, positive outlook**

Ratings assigned on Moody's global long-term and short-term rating scales are forward-looking opinions of the relative credit risks of financial obligations issued by non-financial corporates, financial institutions, structured finance vehicles, project finance vehicles, and public sector entities. Long-term ratings are assigned to issuers or obligations with an original maturity of one year or more and reflect both on the likelihood of a default on contractually promised payments and the expected financial loss suffered in the event of default. Short-term ratings are assigned to obligations with an original maturity of thirteen months or less and reflect the likelihood of a default on contractually promised payments.

Moody's Investors Service Ltd was registered on 31 October 2011 in accordance with the CRA Regulation.”

“**As of 19 October 2018** (last rating action) Standard & Poor's Rating Services, a division of Standard & Poor's Credit Market Service Europe Limited has assigned the following Ratings:

- Short Term Debt: A-1
- Long Term Debt: **A+, stable outlook**

Standard & Poor's credit ratings express Standard & Poor's opinion about the ability and willingness of an issuer to meet its financial obligations in full - and on time. Beyond that, credit ratings can also speak to the credit quality of an individual debt issue and the relative likelihood that the issue may default. Ratings are expressed as letter grades that range from 'AAA' to 'D' (in the case of long term ratings) or 'A-1' to 'D' (in the case of short term ratings) to communicate Standard & Poor's opinion of relative level of credit risk.

Standard & Poor's Credit Market Service Europe Limited was registered on 31 October 2011 in accordance with the CRA Regulation.”

**Crédit Agricole CIB**

*Dealers*

**Crédit Agricole CIB**

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

The date of this Fifth Supplement is 2 November 2018