



Borsa Italiana

AVVISO n.2580	25 Febbraio 2015	SeDeX - INV. CERTIFICATES
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Mittente del comunicato : BORSA ITALIANA

Societa' oggetto : Credit Agricole CIB Financial Solutions
dell'Avviso

Oggetto : Inizio negoziazione 'Investment Certificates
- Classe B' 'Credit Agricole CIB Financial
Solutions'

Testo del comunicato

Si veda allegato.

Disposizioni della Borsa

Strumenti finanziari:	Equity Protection Certificates denominati in USD su Oro e Tasso CMS 5 yrs		
Emittente:	Credit Agricole CIB Financial Solutions		
Garante:	Crédit Agricole Corporate and Investment Bank		
Rating Garante:	Società di Rating	Long Term	Data Report
	Moody's	A2	29/05/2014
	Standard & Poor's	A	10/07/2013
	Fitch Ratings	A	03/07/2014
Oggetto:	INIZIO NEGOZIAZIONI IN BORSA		
Data di inizio negoziazioni:	26/02/2015		
Mercato di quotazione:	Borsa - Comparto SEDEX 'Investment Certificates - Classe B'		
Orari e modalità di negoziazione:	Negoziazione continua e l'orario stabilito dall'art. IA.7.3.1 delle Istruzioni		
Operatore incaricato ad assolvere l'impegno di quotazione:	Method Investments & Advisory Ltd Member ID Specialist: IT3587		
L'operatore specialista s'impegna ad esporre proposte solo in acquisto, ai sensi dell'articolo IA.7.4.1, comma 6 delle Istruzioni al Regolamento.			

CARATTERISTICHE SALIENTI DEI TITOLI OGGETTO DI QUOTAZIONE

Equity Protection Certificates denominati in USD su Oro e Tasso CMS 5 yrs

Tipo di liquidazione:	monetaria
Modalità di esercizio:	europeo
Modalità di negoziazione:	per lo strumento XS1115426600, la data di negoziazione ex-diritto al pagamento dell'importo periodico decorre dal primo giorno di calendario TARGET aperto antecedente le rispettive record date. Qualora tale giorno risulti essere di Borsa chiusa, la data di negoziazione ex-diritto al pagamento dell'importo periodico decorre dalla relativa record date.

DISPOSIZIONI DELLA BORSA ITALIANA

Dal giorno 26/02/2015, gli strumenti finanziari 'Equity Protection Certificates denominati in USD su Oro e Tasso CMS 5 yrs' (vedasi scheda riepilogativa delle caratteristiche dei securitised derivatives) verranno inseriti nel Listino Ufficiale, sezione Securitised Derivatives.

Allegati:

- Scheda riepilogativa delle caratteristiche dei securitised derivatives;
- Estratto del prospetto di quotazione dei Securitised Derivatives

Num. Serie	Codice Isin	Trading Code	Instrument Id	Descrizione	Sottostante	Tipologia	Strike	Data Scadenza	Valore Nominale	Quantità	Lotto Negoziazione	EMS	Partecipazione Up %	Cap	Cap %	Floor %	Livello Protezione %	Livello Iniziale
1	XS1132139491	L39491	770871	CFSOROC P1194CE271120	ORO	Inv	1194	27/11/20	100	86978	1	31		1510,41	126,5		100	1194
2	XS1115426600	L26600	770872	CFSUSCMS5CPP60%CE271120	5Y USD CMS	Inv		27/11/20	100	154090	1	31	60		5	1,5	100	1,682



NOTICE dated 18 February 2015

Relating to the Final Terms dated 28 November 2014 (the “Final Terms”)

CREDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(a limited liability company incorporated in France)

Programme for the Issuance of Certificates

unconditionally and irrevocably guaranteed by Crédit Agricole Corporate and Investment Bank

(incorporated under the laws of France)

Issue of 154,090 Rate Linked Interest Certificates due December 2020

Series n° 736 – ISIN Code: XS1115426600

(the “Certificates”)

NOTICE IS HEREBY GIVEN to the holders of Certificates that:

The **Interest Observation Dates** (as defined in paragraph 19G(d) of the Final Terms), the **Interest Determination Dates** (as defined in paragraph 19(d) of the Final Terms), the **Interest Payment Dates** (as defined in paragraph 19(b) of the Final Terms) and the **Record Dates** are expected, as of the date of the present Notice, to be the dates specified in the relevant columns of the table below:

Interest Observation Date	Interest Determination Date	Interest Payment Date	Record Date
26 November 2014	26 November 2015	1 December 2015	30 November 2015
27 November 2015	28 November 2016	1 December 2016	30 November 2016
29 November 2016	28 November 2017	1 December 2017	30 November 2017
29 November 2017	28 November 2018	3 December 2018	30 November 2018
29 November 2018	27 November 2019	2 December 2019	29 November 2019
27 November 2019	26 November 2020	1 December 2020	30 November 2020

Further, the **Expiry Date** (as defined in paragraph 11b of the Final Terms) is expected, as of the date of the present Notice, to be 27 November 2020.

For the avoidance of doubt, all the above dates are provided to you for the purposes of compliance with the listing requirements and remain subject to adjustments, if any, in accordance with the provisions of the Base Prospectus dated 4 April 2014, including any supplements thereto, and the Final Terms.

The Underlying Value of the Underlying on the Interest Observation Date falling on 26 November 2014 was 1.682% and, as a result, the Linked Interest Rate for the Interest Accrual Period from and including the Interest Commencement Date to but excluding 1 December 2015 is equal to 1.50% per annum.

Capitalised terms which are not otherwise defined in this Notice shall have the meaning ascribed to them in the Base Prospectus and in the Final Terms.

Copies of the Base Prospectus dated 4 April 2014, the relevant Final Terms and the Notices are available on the website of Crédit Agricole Corporate and Investment Bank (<http://www.cacib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm>).



NOTICE dated 23 January 2015

Relating to the Final Terms dated 28 November 2014 (the “Final Terms”)

CREDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(a limited liability company incorporated in France)

Programme for the Issuance of Certificates

**unconditionally and irrevocably guaranteed by Crédit Agricole Corporate and Investment Bank
(incorporated under the laws of France)**

Issue of 154,090 Rate Linked Interest Certificates due December 2020

Series n° 736 – ISIN Code: XS1115426600

(the “Certificates”)

The Offer Period of the Certificates in Italy has occurred from and including 10 November 2014 to and including 21 November 2014.

NOTICE IS HEREBY GIVEN to the investors that the final Aggregate Number of Certificates issued on the Issue Date (i.e. 1 December 2014) is 154,090.

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



NOTICE dated 11 February 2015

Relating to the Final Terms 28 November 2014 (the “Final Terms”)

CREDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(a limited liability company incorporated in France)

Programme for the Issuance of Certificates

**unconditionally and irrevocably guaranteed by Crédit Agricole Corporate and Investment Bank
(incorporated under the laws of France)**

Issue of 86,978 Commodity Linked Redemption Certificates due December 2020

Series n° 739 – ISIN Code: XS1132139491

(the “Certificates”)

NOTICE IS HEREBY GIVEN by the Issuer that:

Expiry Date: means 27th November 2020 or any further date not later than the Redemption Date as required by *Borsa Italiana S.p.A.*, in accordance with *Borsa Italiana S.p.A.* regulations applicable from time to time, subject to any applicable event as detailed in the Base Prospectus for the Certificates dated 4 April 2014 and the relevant Final Terms, as supplemented and updated from time to time (the “**Documentation**”);

Initial Underlying Value: means 1194 USD per troy ounce, subject to any adjustment that might be required in case of changes in the Commodity Reference Price definition or other relevant Definition that might require modifications in the terms and Conditions of the Certificates according to the Documentation; and

Cap, means 26.50 per cent or 1510.41 USD per troy ounce, subject to any adjustment that might be required in case of changes in the Commodity Reference Price definition or other relevant parameter that might require modifications in the terms and Conditions of the Certificates according to the Documentation.

Capitalised terms which are not otherwise defined in this Notice shall have the meaning ascribed to them in the Documentation.



NOTICE dated 23 January 2015

Relating to the Final Terms 28 November 2014 (the “Final Terms”)

CREDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(a limited liability company incorporated in France)

Programme for the Issuance of Certificates

**unconditionally and irrevocably guaranteed by Crédit Agricole Corporate and Investment Bank
(incorporated under the laws of France)**

Issue of 86,978 Commodity Linked Redemption Certificates due December 2020

Series n° 739 – ISIN Code: XS1132139491

(the “Certificates”)

The Offer Period of the Certificates in Italy has occurred from and including 10 November 2014 to and including 21 November 2014.

NOTICE IS HEREBY GIVEN by the Issuer that

- (i) the Aggregate Number of the Certificates issued on the Issue Date (i.e. 1 December 2014) is 86,978;
and
- (ii) the Initial Underlying Value as observed by the Calculation Agent on the Initial Underlying Observation Date (i.e. 1 December 2014) is equal to USD 1,194 per troy ounce of Gold.

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

FINAL TERMS DATED 28 November 2014

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

(a limited liability company incorporated in France as a “Société Anonyme”)

and

CRÉDIT AGRICOLE CIB FINANCIAL PRODUCTS (GUERNSEY) LIMITED

(a limited liability company incorporated in Guernsey)

and

CRÉDIT AGRICOLE CIB FINANCE (GUERNSEY) LIMITED

(a limited liability company incorporated in Guernsey)

and

CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(a limited liability company incorporated in France)

Programme for the Issuance of Certificates

unconditionally and irrevocably guaranteed by Crédit Agricole Corporate and Investment Bank

(incorporated under the laws of France)

Issue of 86,978 Commodity Linked Redemption Certificates due December 2020

PART A – CONTRACTUAL TERMS

This document constitutes the Final Terms of the Certificates 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 4 April 2014 (the **Base Prospectus**), including any Supplements thereto, including that dated 25 August 2014, which constitutes a base prospectus for the purposes of the Prospectus Directive. Full information on Crédit Agricole CIB Financial Solutions (the **Issuer**), Crédit Agricole Corporate and Investment Bank (the **Guarantor**) and the offer of the Certificates is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the issue of the Certificates is annexed to these Final Terms at Annex A. The Base Prospectus and these Final Terms (save where these Final Terms relate to a Series of Certificates which are not admitted to trading on the Regulated market of the Irish Stock Exchange) are available for viewing on the Irish Stock Exchange website (www.ise.ie) and the Base Prospectus is also available for viewing during normal business hours at the registered office of Crédit Agricole CIB (www.ca-cib.com) and the specified office of the Principal Certificate Agent.

1	Issuer:	Crédit Agricole CIB Financial Solutions
2	Guarantor:	Crédit Agricole Corporate and Investment Bank
3	Dealer:	Crédit Agricole Corporate and Investment Bank
4	(a) Series Number of the Certificates:	739
	(b) Tranche Number of the Series:	1
	(c) If Certificates to be consolidated with certificates of existing series:	No
5	Specified Currency:	United States Dollars ("USD")
6	Aggregate Number of Certificates:	
	(a) Series:	86,978 Certificates
	(b) Tranche:	86,978 Certificates
7	Issue Price:	USD 100 per Certificate or 100 per cent., provided that the Issue Price per Certificate will be payable in Euro ("EUR"), converted at the EUR/USD exchange rate displayed on the Reuters Screen ECB37 Page at 2.15 p.m., Central European Time, on the Trade Date (as defined in paragraph 27A(g) of these Final Terms), i.e. USD 1.2445 per one EUR.
8	(a) Specified Denominations:	USD 100
	(b) Calculation Amount:	USD 100
9	(a) Issue Date:	1 December 2014
	(b) Interest Commencement Date:	Not Applicable
10	Redemption Date:	1 December 2020, subject to any early redemption event
11	Renouncement Notice Cut-off Time:	4.00 pm (Milan time) on the Interest Record Date (as defined below) following the <i>Data di Scadenza</i> , if applicable in accordance with <i>Borsa Italiana S.p.A.</i> regulations applicable from time to time
11b	Expiry Date (<i>Data di Scadenza</i>):	2 (two) London, New York City 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
11c	Interest Record Date(s):	A date on which <i>Borsa Italiana S.p.A.</i> is open for business
12	Type of Certificate:	
	(a) Interest:	Not Applicable
	(b) Redemption	Relevant Redemption Method: Performance Redemption Linked Redemption Certificate: Commodity Linked Redemption Certificate

		(Further particulars specified below in “PROVISIONS RELATING TO REDEMPTION” and in “PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION)
13	Date Board approval for issuance of Certificates and Guarantee obtained:	Authorisation given by the Board of Directors of Crédit Agricole CIB Financial Solutions dated 17 June 2014
14	Method of distribution:	Non-syndicated
15	Asset Conditions:	Applicable (Annex 1)
	– Commodity Linked Asset Conditions:	Applicable
	– Index Linked Asset Conditions:	Not Applicable
	– FX Linked Asset Conditions:	Not Applicable
	– Inflation Linked Asset Conditions:	Not Applicable
	– Rate Linked Asset Conditions:	Not Applicable
	– Multi-Asset Basket Linked Asset Conditions:	Not Applicable
16	Alternative Currency Equivalent:	Not Applicable
	PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE	
17	Fixed Rate Certificate	Not Applicable
18	Floating Rate Certificate	Not Applicable
19	Linked Interest Certificate	Not Applicable
20	Zero Coupon Certificate	Not Applicable
	PAYOFF FEATURES (IF ANY) RELATING TO INTEREST	
21	Payoff Features	Not Applicable
	PROVISIONS RELATING TO REDEMPTION	
22	Redemption Determination Date(s):	For the purposes of determining the Final Redemption Amount, the date that is 2 (two) London, New York City and TARGET2 Business Days immediately preceding the Redemption Date
23	Redemption Method:	
	(a) Early Redemption Amount determined in accordance with:	Not Applicable as no Early Redemption Trigger Events apply. Investors should note that General Condition 7.4 applies for the purposes of any early redemption amount calculated in connection with the conditions referred to in General Condition 7.4
	(b) Final Redemption Amount determined in accordance with:	Performance Redemption (Annex 9, Paragraph 3) The Final Redemption Amount will be equal to: $(Reference\ Price + Redemption\ Payoff) \times Nominal\ Amount - Redemption\ Unwind\ Costs$ as determined by the Calculation Agent on the Redemption Determination Date and payable in the Redemption Currency in accordance with the Dual

		Currency (Redemption) Payoff Feature (as completed in paragraph 29(c) of these Final Terms).
	– Redemption Payoff:	Determined in accordance with Standard Year on Year Participation Redemption Payoff (as completed in paragraph 27G(o) of these Final Terms), in respect of which the Underlying is a Commodity (as completed in paragraph 27A of these Final Terms), subject to Dual Currency (Redemption) Payoff Feature (as completed in paragraph 29(c) of these Final Terms)
	– Redemption Unwind Costs:	Not Applicable
	– Payoff Feature Unwind Costs:	Not Applicable
	– Reference Price:	100% of the nominal amount of the Certificates
	(c) Fair Market Value Redemption Amount:	Applicable
	(d) Instalment Redemption Amount determined in accordance with:	Not Applicable
24	Instalment Certificates:	Not Applicable
25	Credit Linked Certificates:	Not Applicable
26	Bond Linked Certificates:	Not Applicable
27	Linked Redemption Certificate	Applicable
27A	Commodity Linked Redemption Certificate	Applicable (Annex 1, Chapter 1)
	(a) Single Underlying:	Applicable
	– Applicable for the purposes of:	Standard Redemption Payoff: Standard Year on Year Participation Redemption Payoff (see paragraph 27G(o) of these Final Terms)
	– Commodity:	XAUUSD (Gold), i.e. gold bars or unallocated gold complying with the rules of the London Bullion Market Association or its successor (the “ LBMA ”) relating to good delivery and fineness from time to time in effect
	– Commodity Reference Price:	Means that the price for an Observation Date will be that day’s Gold Specified Price per troy ounce of Gold for delivery in London through a member of the LBMA authorised to effect such delivery, stated in USD, as calculated by the London Gold Market “ London Gold Market ” means the market in London on which members of the LBMA, amongst other things, quote prices for the buying and selling of Gold.
	– Price Source:	Reuters Screen GOFO page
	– Delivery Date:	Not Applicable
	– Exchange:	Not Applicable
	– Futures Contract:	Not Applicable
	– Price Materiality Percentage:	Not Applicable

	– Reference Dealers:	Not Applicable
	– Specified Price:	afternoon fixing
(b)	Basket:	Not Applicable
(c)	Additional Disruption Event:	Not Applicable
(d)	Market Disruption Event:	Price Source Disruption
(e)	Maximum Days of Disruption:	5 (five) Commodity Business Days
(f)	Payment Extension Days:	2 (two) Commodity Business Days
(g)	Trade Date:	10 November 2014
(h)	Observation Date(s):	The Initial Underlying Observation Date and the Final Underlying Observation Date (see paragraph 27G(o) of these Final Terms)
(i)	Correction of Commodity Prices:	Not Applicable
	– Correction Cut-Off Date:	Not Applicable
27B	FX Linked Redemption Certificate	Not Applicable
27C	Index Linked Redemption Certificate	Not Applicable
27D	Inflation Linked Redemption Certificate	Not Applicable
26E	Rate Linked Redemption Certificate	Not Applicable
27F	Multi-Asset Basket Linked Redemption Certificate	Not Applicable
27G	Standard Redemption Payoff Provisions	Applicable
	(a) Standard Fixed Redemption:	Not Applicable
	(b) Standard Asian Option Redemption:	Not Applicable
	(c) Standard Collar Redemption:	Not Applicable
	(d) Standard Floater Redemption:	Not Applicable
	(e) Standard Floored Floater Redemption:	Not Applicable
	(f) Standard Inverse Floater Redemption:	Not Applicable
	(g) Standard Strangle Redemption:	Not Applicable
	(h) Standard Alternative Basket Redemption:	Not Applicable
	(i) Standard Strangle Basket Redemption:	Not Applicable
	(j) Standard Option Basket Redemption:	Not Applicable
	(k) Standard Lookback Minimum Performance Redemption:	Not Applicable
	(l) Standard Lookback Maximum Performance Redemption:	Not Applicable
	(m) Standard Maximum-Minimum Redemption:	Not Applicable

(n)	Standard Volbond Redemption:	Not Applicable
(o)	Standard Year on Year Participation Redemption:	Applicable (Annex 5, Part B, Chapter 15) The Redemption Payoff shall be calculated on such Redemption Determination Date as follows:
	$\text{Min} \left(\text{Cap}, \text{Max} \left(\text{Floor}, \text{Leverage} \times \left(\frac{\text{Final Underlying Value}}{\text{Initial Underlying Value}} + \text{Margin} \right) \right) \right)$ <p>expressed as a percentage.</p>	
–	Applicable for the purposes of the following Redemption Determination Date(s):	Redemption Determination Date for the purposes of determining the Final Redemption Amount (see paragraph 22 of these Final Terms)
–	Applicable for the purposes of the Combination Redemption Payoff:	Not Applicable
–	Applicable for the purposes of a Payoff Feature:	Not Applicable
–	Cap:	26.50 per cent.
–	Final Underlying Observation Date(s):	3 (three) London, New York City and TARGET2 Business Days prior to the Maturity Date
–	Floor:	0.00 per cent.
–	Initial Underlying Observation Date(s):	The Issue Date
–	Leverage:	100%
–	Margin:	- (minus) 1
–	Underlying:	Commodity: Gold (with further information set out in paragraph 27A of these Final Terms)
(p)	Standard Lookback Maximum Performance Basket Redemption:	Not Applicable
(q)	Standard Lookback Minimum Performance Basket Redemption:	Not Applicable
(r)	Standard Maximum-Minimum Basket Redemption:	Not Applicable
(s)	Standard Volbond Basket Redemption:	Not Applicable
(t)	Standard Year on Year Participation Basket Redemption:	Not Applicable
(u)	Standard Fixed Digital Redemption:	Not Applicable
(v)	Standard Fixed-to-Floating Redemption:	Not Applicable
(w)	Standard Range Accrual Redemption:	Not Applicable
(x)	Standard Resettable Range Accrual Redemption:	Not Applicable
(y)	Standard 3D Range Accrual Redemption:	Not Applicable

	(z)	Standard Redemption:	Fixed	Digital	Basket	Not Applicable	
	(aa)	Standard Redemption:	Fixed	Digital	Basket	Not Applicable	
	(bb)	Standard Power Redemption:				Not Applicable	
	(cc)	Standard Redemption	Dual	Range	Accrual	Not Applicable	
	(dd)	Standard Redemption:	Trend	Participation		Not Applicable	
	(ee)	Standard Lookback Redemption:	Trend	Participation		Not Applicable	
	(ff)	Standard Redemption:	Average	Trend	Participation	Not Applicable	
	(gg)	Standard Redemption:	Trend	Participation	Basket	Not Applicable	
	(hh)	Standard Basket Redemption:	Average	Trend	Participation	Not Applicable	
	(ii)	Standard Redemption:	Multi	Fixed	Digital	Not Applicable	
	(jj)	Standard Redemption:	Digital	to	Participation	Not Applicable	
	(kk)	Standard Redemption:	Knock-out	Range	Accrual	Not Applicable	
	(ll)	Standard Product Basket Redemption:				Not Applicable	
	(mm)	Standard Redemption:	Multi	Fixed	Basket	Not Applicable	
	(nn)	Standard Redemption:	Fixed	Range	Accrual	Basket	Not Applicable
27H	Combination Redemption Payoff Provisions					Not Applicable	
28	Early Redemption Trigger Event(s):					Not Applicable	
PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION							
29	Payoff Features					Applicable	
	(a)	Global Cap Payoff Feature:				Not Applicable	
	(b)	Global Floor Payoff Feature:				Not Applicable	
	(c)	Dual Currency (Redemption) Payoff Feature:				Applicable (Annex 7, Part B, Chapter 3)	
	Redemption Date:						
		Redemption Currency:	Dual Currency Method:		Dual Currency (Redemption) Exchange Rate:	FX Price Source:	
		EUR	division		EUR/USD exchange rate	Reuters Screen ECB37 Page at 2.15 p.m.,	

Central European Time,
on the Redemption
Determination Date

- (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 Switch Payoff Feature: Not Applicable
- (h) Shout Option Performance Lock-in Redemption Payoff Feature: Not Applicable
- (i) Reset Option Redemption Payoff Feature: Not Applicable

PROVISIONS APPLICABLE TO SECURED CERTIFICATES

- 30 Secured Certificates Provisions Not applicable

GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES

- 31 Form of Certificates: Permanent Global Certificate Bearer
- (i) New Global Certificate (NGN): No
- 32 "Payment Business Day" election in accordance with General Condition 6.2 (*Payment Business Day*): Modified Following Payment Business Day
- 33 Additional Financial Centre(s): TARGET2 and New York
- 34 Day Count Fraction: Not Applicable
- 35 Calculation Agent: Crédit Agricole Corporate and Investment Bank
- 36 Delivery Agent (Credit Linked Certificates): Not Applicable
- 37 Business Day Convention: Not Applicable

RESPONSIBILITY

Signed on behalf of the Issuer:

By:

Duly authorised

A handwritten signature in black ink, consisting of a stylized 'S' followed by a series of loops and a final upward stroke.

SAMY BEJI, MD

PART B – OTHER INFORMATION

1 LISTING AND ADMISSION TO TRADING

- | | | |
|------|---|--|
| (i) | Listing and admission to trading: | Application is expected to be 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 <i>Borsa Italiana S.p.A.</i> with effect from or as soon as practicable after the Issue Date and to be listed on the Official List of <i>Borsa Italiana S.p.A.</i> |
| (ii) | Estimate of total expenses related to admission to trading: | Not Applicable |

2 RATINGS

Ratings: The Certificates to be issued have not been rated

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

The Distributors are appointed by the Issuer and will receive distribution fees from the Issuer depending on the outcome of 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 3.60% 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 paragraph 9(iv) below |
| (iii) | Estimated total expenses: | EUR 26,500 including listing costs and excluding regulatory fees where applicable |

5 YIELD (*Fixed Rate Certificates Only*)

Not Applicable

6 HISTORIC INTEREST RATES (*Floating Rate Certificates Only*)

Not Applicable

7 PERFORMANCE OF UNDERLYING AND OTHER INFORMATION CONCERNING THE UNDERLYING (*Commodity Linked Certificates, Credit Linked Certificates, Index Linked Certificates, Inflation Linked Certificates, Rate Linked Certificates and Multi-Asset Basket Linked Certificates*)

Underlying:	Where past and future performance of the Underlying can be obtained:
Commodity: Gold	Reuters Screen GOFO page

Post-issuance information

The Issuers do not intend to publish post-issuance information in relation to any underlying element to which the Certificates are linked.

8 PERFORMANCE OF RATE[S] OF EXCHANGE AND OTHER INFORMATION

CONCERNING THE UNDERLYING

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 12(xiii) of these Final Terms) will receive a distribution commission embedded in the Issue Price of the Certificates equal to a maximum amount of 3.60% of the aggregate nominal amount of the Certificates. |
| (v) US Selling Restrictions
(Categories of potential investors to which the Certificates are offered): | TEFRA C |

10 INDEX /OTHER DISCLAIMER

Not Applicable

11 OPERATIONAL INFORMATION

- | | |
|--|---|
| (i) ISIN Code: | XS1132139491 |
| (ii) Common Code: | 113213949 |
| (iii) VALOREN Code: | Not Applicable |
| (iv) Relevant clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): | The Certificates are cleared through Euroclear/Clearstream, Luxembourg and through the bridge accounts of Monte Titoli S.p.A. |
| (v) Delivery: | Delivery against payment |
| (vi) Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |
| (vii) Registered Certificates intended to be held in a manner which would allow Eurosystem eligibility: | No |

12 TERMS AND CONDITIONS OF THE OFFER

- | | |
|--|---|
| (i) Offer Price: | Issue Price (of which a maximum amount of 3.60% is represented by distribution commissions payable upfront to the Distributors) |
| (ii) Conditions to which the offer is subject: | The offer of the Certificates is conditional on their issue.
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 the website of the Guarantor (<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.

(iii) 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 the website of the Guarantor (<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 assigned except as otherwise specified herein.

(iv) 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 200,000 Certificates and the Issuer may increase the "up to" aggregate principal amount of the Certificates.

The Issuer shall publish a notice on the website of the Guarantor (<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 200,000 Certificates is exceeded and the "up to" Aggregate

	Number of Certificates is increased.
(v) Details of the minimum and/or maximum amount of application:	There is no maximum amount of application. Minimum amount of application is USD 100.
(vi) Details of the method and time limits for paying up and delivering the Certificates:	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.
(vii) Manner in and date on which results of the offer are to be made public:	Publication on the website of the Guarantor (http://www.ca-cib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm) on or around the Issue Date.
(viii) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not Applicable
(ix) Whether tranche(s) have been reserved for certain countries:	Not Applicable
(x) 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.
(xi) 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".
(xii) Non-Exempt Offer Consent of the Issuer to use the Base Prospectus during the Offer Period:	Applicable. The offer of the Certificates is made by the Dealer other than pursuant to Article 3(2) of the Prospectus Directive in Italy (the Public Offer Jurisdictions) during the period from 10 November 2014 until 21 November 2014 (the Offer Period).
(xiii) Authorised Offeror(s) in the various countries where the offer takes place:	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

(xiv) Conditions attached to the consent of the relevant Issuer to use the Base Prospectus: Not Applicable

(xv) Other conditions to consent: Not Applicable

ANNEX A - SUMMARY

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 Certificates 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 Certificates.</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 Certificates 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 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 November 2014 until 21 November 2014 (the Offer Period) and in the Public Offer Jurisdiction by the Distributors designated as an Authorised Offeror in respect of the Non-Exempt Offer in the Applicable Final Terms.</p> <p>If any Authorised Offeror is permitted to use the Base Prospectus during the Offer Period, any such Authorised Offeror is required, for the duration of the Offer Period, to publish on its website that it is using the Base Prospectus for the relevant Non-exempt Offer with the consent of the Issuer and in accordance with certain conditions.</p> <p>An investor intending to acquire or acquiring any Certificates from an Authorised Offeror will do so, and offers and sales of the Certificates 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 in connection with the offer or sale of the Certificates and, accordingly, the Base Prospectus and any 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, the Guarantor nor the dealers or other Authorised Offerors have any responsibility or liability for such information.</p>

Section B – Issuer		
B.1	Legal and commercial name of the Issuer	Crédit Agricole CIB Financial Solutions (Crédit Agricole CIB FS or the Issuer) Crédit Agricole Corporate And Investment Bank (Crédit Agricole CIB or the Guarantor)
B.2	Domicile and legal form of the issuer, legislation under which the Issuer operates and country of incorporation of Issuer	Crédit Agricole CIB FS is a limited liability company incorporated in France as a “ <i>société anonyme</i> ” and having its domicile in France. As a French corporation having limited liability, Crédit Agricole CIB FS is subject to Articles L.225-1 and following of Book 2 of the <i>Code de commerce</i> of France. As a financial institution, Crédit Agricole CIB is subject to Articles L.511-1 and following and L.531-1 and following of the <i>Code monétaire et financier</i> of France. Crédit Agricole CIB is a limited liability company incorporated in France as a “ <i>société anonyme</i> ” and having its domicile in France. As a French corporation having limited liability, Crédit Agricole CIB is subject to Articles L.225-1 and following of Book 2 of the <i>Code de commerce</i> of France. As a financial institution, Crédit Agricole CIB is subject to Articles L.511-1 and following and L.531-1 and following of the <i>Code monétaire et financier</i> of France.
B.4b	Known trends affecting Issuer and Issuer’s industries	Known trends affecting the Issuer and the Crédit Agricole CIB group of companies (the Group) and the industries in which the Issuer and Group operate include: <ul style="list-style-type: none"> • the continuing evolution of the global economic environment; • the recommendation by the European Banking Authority to reach a Core Tier 1 of at least 9% under Basel 2.5 starting 30 June 2012; • the on-going international discussion relating to the harmonisation of accounting standards; • changes to compensation practices • the functioning of the OTC derivative markets monitored by the Financial Stability Council; • the US Dodd-Frank Wall Street Reform and Consumer Protection Act, which contains far reaching regulatory reform (including restrictions on proprietary trading and fund-related activities (the so-called "Volcker rule") and the foundation for systemic risk supervision and oversight of certain activities of corporate and investment banks); and • the introduction of a tax on financial transactions in France in 2012.
B.5	Description of group and Issuer’s position within the group	Please refer to elements B.14 and B.16. The Group includes Crédit Agricole CIB FS which is a consolidated subsidiary of Crédit Agricole CIB. Crédit Agricole CIB FS has no subsidiaries. Crédit Agricole CIB is directly owned by Crédit Agricole S.A, the parent company of the Crédit Agricole 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 FS does not make profit forecasts or estimates. Not Applicable. Crédit Agricole CIB does not make profit forecasts or estimates.
B.10	Qualifications in audit report on	Not Applicable. There were no qualifications in the audit report on historical financial information for Crédit Agricole CIB FS.

Section B – Issuer				
	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	The following table shows Crédit Agricole CIB’s selected key financial information as at and for the period ending 31 December 2013: ¹		
		<i>Euros Millions</i>	31/12/2013	31/12/2012
		Total Balance Sheet	589,641 ^{*and**}	679,600 [*]
		(a) Fund for general banking risks	—	—
		(b) Minority interests	110	536
		(c) Shareholders equity (Group Share) and shareholder advances	15,309	15,131
		Total (a) + (b) + (c)	15,419	15,667
		Net income for year	582	(378)
		Net banking income	3,748 ^{**}	3,666
		Gross operating income	967 ^{**}	703
		Group Share	560	(389)
		Minority interests	22	11
		[*] Data taking into account the offsetting effects “LCH Clearnet LTD Swapclear”		
		^{**} Data restated for the change in accounting policy related to new consolidation standards and to IFRS 5.		
		To ensure comparability of financial statements, pursuant to IFRS 5, the contributions at 31 December 2012 of the financial statements of Newedge in Crédit Agricole CIB group's income statement were reclassified under Net income from discontinued or held-for-sale operations.		
		The following table shows Crédit Agricole CIB’s selected key financial information as at and for the six month period ending 30 June 2014: ²		
		<i>Euros Millions</i>	30/06/2014	30/06/2013
Total Balance Sheet	572,657	843,972		
(a) Fund for general banking risks	-	-		
(b) Minority interests	95	539		
(c) Shareholders equity (Group Share) and shareholder advances	14,985	15,158		
Total (a) + (b) + (c)	15,080	15,697		
Net income for year	525	343		
Net banking income	2,120	1,958 ^{***}		
Gross operating income	761	572 ^{***}		
Group Share	519	333		
Minority interests	6	10		
^{***} Data restated for the change in accounting policy related to new consolidation standards and to IFRS 5. The income statement as of 30 June 2013 has not been restated for IFRS 10 standard due to data unavailability.				
There has been no significant change in the financial or trading position of Crédit				

¹ Amended by the supplement dated 25 August 2014

² Amended by the supplement dated 25 August 2014

Section B – Issuer																																
		<p>Agricole CIB since 30 June 2014 and no material adverse change in its prospects since 31 December 2013.</p> <p>The following table shows Crédit Agricole CIB FS's selected key financial information as at and for the period ending 31 December 2013:³</p> <table> <tr> <th><i>Euros</i></th><th>31/12/2013</th><th>31/12/2012</th></tr> <tr> <td>Total Balance Sheet</td><td>1,113,605,844</td><td>1,464,389,378</td></tr> <tr> <td>Net result</td><td>543</td><td>1,128</td></tr> <tr> <td>Share capital</td><td>225,000</td><td>225,000</td></tr> <tr> <td>Result carried forward</td><td>(25,207)</td><td>(26,336)</td></tr> </table> <p>The following table shows Crédit Agricole CIB FS's selected key financial information as at and for the six month period ending 30 June 2014:</p> <table> <tr> <th><i>Euros</i></th><th>30/06/2014</th><th>30/06/2013</th></tr> <tr> <td>Total Balance Sheet</td><td>1,484,620,884</td><td>1,445,314,776</td></tr> <tr> <td>Net result</td><td>0</td><td>0</td></tr> <tr> <td>Share capital</td><td>225,000</td><td>225,000</td></tr> <tr> <td>Result carried forward</td><td>(24,665)</td><td>(25,208)</td></tr> </table> <p>There has been no significant change in the financial or trading position of Crédit Agricole CIB FS since 30 June 2014 and no material adverse change in its prospects since 31 December 2013.</p>	<i>Euros</i>	31/12/2013	31/12/2012	Total Balance Sheet	1,113,605,844	1,464,389,378	Net result	543	1,128	Share capital	225,000	225,000	Result carried forward	(25,207)	(26,336)	<i>Euros</i>	30/06/2014	30/06/2013	Total Balance Sheet	1,484,620,884	1,445,314,776	Net result	0	0	Share capital	225,000	225,000	Result carried forward	(24,665)	(25,208)
<i>Euros</i>	31/12/2013	31/12/2012																														
Total Balance Sheet	1,113,605,844	1,464,389,378																														
Net result	543	1,128																														
Share capital	225,000	225,000																														
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Total Balance Sheet	1,484,620,884	1,445,314,776																														
Net result	0	0																														
Share capital	225,000	225,000																														
Result carried forward	(24,665)	(25,208)																														
B.13	Recent events materially relevant to evaluation of Issuer's solvency	<p>Not Applicable. There have been no recent events that are materially relevant to the evaluation of the solvency of Crédit Agricole CIB FS.</p> <p>Not Applicable. There have been no recent events that are materially relevant to the evaluation of the solvency of Crédit Agricole CIB.</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 FS is dependent on Crédit Agricole CIB.</p> <p>Crédit Agricole CIB is dependent on the performance of its subsidiaries.</p>																														
B.15	Description of Issuer's principal activities	<p>Crédit Agricole CIB FS carries on business as a finance company, issuing certificates and other financial instruments.</p> <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> <p>Private banking: The private banking business provides individual investors with a</p>																														

³ Amended by the supplement dated 25 August 2014

Section B – Issuer														
		<p>worldwide comprehensive wealth management service range.</p> <p>Discontinuing operations: The “discontinuing operations” perimeter has been set up during Crédit Agricole CIB’s refocusing and development plan it adopted in the autumn of 2008. It encompasses the operations which were the most impacted by the crisis. Since the new organisation of Crédit Agricole CIB was established in the third quarter of 2012, following the adjustment plan, discontinuing activities now include the correlation business, the CDO, CLO and ABS portfolios, the equity derivatives excluding corporates and convertibles, the exotic rate derivatives and the impaired portfolios of residential underlyings.</p>												
B.16	Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control	<p>Crédit Agricole CIB is the immediate parent company of Crédit Agricole CIB FS with a 100 per cent. stake and therefore controls Crédit Agricole CIB FS.</p> <p>Crédit Agricole S.A. is the immediate parent company of Crédit Agricole CIB with a 97.33 per cent. stake.</p>												
B.17	Credit ratings assigned to the issuer or its debt securities at the request or with the cooperation of the issuer in the rating process	<p>Crédit Agricole CIB FS does not have ratings.</p> <p>The current ratings for Crédit Agricole CIB are as follows:</p> <table> <tr> <th>Rating Agency</th><th>Short Term Debt</th><th>Senior Long Term Debt</th></tr> <tr> <td>Fitch Ratings Ltd (Fitch)</td><td>F1</td><td>A</td></tr> <tr> <td>Moody’s Investor Services Ltd (Moody’s)</td><td>Prime-1</td><td>A2</td></tr> <tr> <td>Standard & Poor’s Rating Services, a division of The McGraw-Hill Companies, Inc. (S&P)</td><td>A-1</td><td>A</td></tr> </table> <p>The credit ratings will be treated for the purposes of Regulation (EC) No 1060/2009 on credit rating agencies (the CRA Regulation) as having been issued by S&P, Moody’s and Fitch upon registration pursuant to the CRA Regulation. S&P, Moody’s and Fitch are established in the European Union and have registered under the CRA Regulation.</p> <p>The Certificates have not been rated.</p>	Rating Agency	Short Term Debt	Senior Long Term Debt	Fitch Ratings Ltd (Fitch)	F1	A	Moody’s Investor Services Ltd (Moody’s)	Prime-1	A2	Standard & Poor’s Rating Services, a division of The McGraw-Hill Companies, Inc. (S&P)	A-1	A
Rating Agency	Short Term Debt	Senior Long Term Debt												
Fitch Ratings Ltd (Fitch)	F1	A												
Moody’s Investor Services Ltd (Moody’s)	Prime-1	A2												
Standard & Poor’s Rating Services, a division of The McGraw-Hill Companies, Inc. (S&P)	A-1	A												
B.18	A description of the nature and scope of the guarantee	<p>The payment of all amounts due in relation to Certificates are irrevocably and unconditionally guaranteed by Crédit Agricole CIB pursuant to a guarantee dated 4 April 2014 (the Guarantee).</p>												
B.19	Section B information about the	<p>Please see the elements above in this Section B regarding Crédit Agricole CIB, as Guarantor.</p>												

Section B – Issuer		
	<p>guarantor as if it were the issuer of the same type of security that is the subject of the guarantee. Therefore provide such information as required for a summary for the relevant annex.</p>	

Section C – Securities		
C.1	Type and class of Securities being offered	<p><u>Type:</u></p> <p>The certificates (Certificates) are issued by the Issuer with no interest payable and the amount payable on redemption being linked to a commodity (a Linked Redemption Certificate). The Certificates may also be referred to as a Commodity Linked Certificate.</p> <p><u>Identification Code:</u></p> <p>The Certificates will be uniquely identified by the ISIN Code XS1132139491 and the Common Code 113213949.</p>
C.2	Currency	<p>Subject to compliance with all applicable laws, regulations and directives, Certificates may be issued in any currency agreed between the relevant Issuer and the relevant dealer at the time of issue.</p> <p>The Certificates will be denominated in United States Dollar (“USD”), interest amounts (if any) will be payable in Euro and any amount payable on redemption will be in Euro.</p>
C.5	Description of restrictions on free transferability of the Securities	<p>The free transfer of the Certificates is subject to the selling restrictions of the United States, the European Economic Area (including Austria, Belgium, Czech Republic, Denmark, Finland, France, Germany, Greece, Hungary, Ireland, Italy, Lichtenstein, Luxembourg, the Netherlands, Norway, Poland, Portugal, Romania, Slovakia, Spain, Sweden and the United Kingdom), the Hong Kong Special Administrative Region of the People’s Republic of China (Hong Kong), India, the People’s Republic of China (PRC), Singapore, the Republic of Korea (South Korea) and the Republic of China (Taiwan) (Taiwan).</p> <p>Certificates offered and sold outside the United States to non-US persons in reliance on Regulation S under the U.S. Securities Act of 1933 must comply with selling restrictions.</p> <p>Certificates held in a clearing system must be transferred in accordance with the rules, procedures and regulations of that clearing system.</p>
C.8	Description of the rights attaching to the Securities	<p>The Certificates are issued in a series (a Series) having terms and conditions relating to, amongst other matters, the following:</p> <p><u>Interest/Redemption:</u></p>

Section C – Securities

including ranking and including any limitations to those rights

The Certificates do not entitle the holder to the payment of interest and entitle the holder to receive a cash amount on the redemption date as set out in more detail in elements C.9 and C.15. All references in this summary to “interest” and “nominal amount” shall be construed as references to “premium” and “notional amount”, respectively.

Options:

Not Applicable.

There are no Certificateholder options in respect of the Certificates.

There are no Issuer options in respect of the Certificates.

Early Redemption Triggers:

The Certificates may not be redeemed prior to their stated maturity upon the occurrence of certain events and/or at the option of the Issuer or Certificateholders. See also this element C.8 below for detail on other events, if applicable, which may lead to the early redemption of the Certificates.

Secured Certificates:

Not applicable. The Certificates are not Secured Certificates.

Payoff Features:

The Certificates have a feature which affects the way amounts payable on redemption are calculated that apply, as set out below:

Dual Currency (Redemption) Payoff Feature: As Dual Currency (Redemption) Payoff Feature is applicable, the amount payable on redemption will be payable in any one of the applicable Redemption Currencies. The amount paid will be calculated by dividing the relevant redemption amount to be paid by the relevant Dual Currency (Redemption) Exchange Rate on the relevant date.

	Redemption Currenc(y)(ies):	Dual Currency (Redemption) Exchange Rate:
Redemption Date:	Euro (“EUR”)	EUR/USD exchange rate displayed on the Reuters Screen ECB37 page at 2.15 p.m., Central European Time, on the Redemption Determination Date

Guarantee:

The payment of principal and interest in respect of the Certificates is unconditionally and irrevocably guaranteed by the Guarantor pursuant to the Guarantee.

Redemption for FATCA Withholding:

The Issuer may redeem any or all FATCA Affected Certificates and, in circumstances where the Issuer elects not to redeem a FATCA Affected Certificate, the holder of such FATCA Affected Certificate can subsequently request the Issuer to redeem such FATCA Affected Certificate. The Certificates will be redeemed at their Fair Market Value Redemption Amount. A **FATCA Affected Certificate** means a Certificate in respect of which (i) the Issuer or Guarantor (if it were required to make a payment under the Guarantee) has or will become obliged to make any withholding or deduction pursuant to an agreement described in Section 1471(b) of the U.S. Internal Revenue Code of 1986, as amended (the **Code**) or any withholding or deduction

Section C – Securities

otherwise imposed pursuant to Sections 1471 through 1474 of Code, or any fiscal or regulatory legislation, rules or practices adopted pursuant to any intergovernmental agreement entered into in connection with the implementation of such sections of the Code and (ii) such obligation cannot be avoided by the Issuer or the Guarantor taking reasonable measures available to it.

Redemption for Illegality and Force Majeure:

The Issuer has the right to terminate the Certificates in the case of illegality or force majeure.

Market Disruption Events:

Upon the occurrence of a market disruption event with respect to an Underlying, the relevant observation date relating to the Underlying may be subject to postponement, the relevant payment date for interest or redemption may be subject to postponement, the Certificates may be early redeemed or the Calculation Agent may determine the fair market value of the relevant Underlying.

Other events that have a material effect on the Certificates:

If any other event, other than a market disruption event and an additional disruption event, occurs which the Calculation Agent determines, acting in good faith, has a material effect on the Certificates, the Certificates may be subject to adjustment or may be early redeemed at the Fair Market Value Redemption Amount.

The **Fair Market Value Redemption Amount** in respect of a Certificate will be equal to the fair market value of the Certificate as at (or about) the date of early redemption, taking into account, without limitation, the deduction of the Hedge Amount but disregarding the financial condition of the relevant Issuer and/or the Guarantor. **Hedge Amounts** represent the losses or costs (expressed as a positive number) to the relevant Issuer or any affiliate thereof that are incurred or gains (expressed as a negative number) of the relevant Issuer or any affiliate thereof that are realised in unwinding any hedging arrangements entered into in respect of the relevant Certificates (whether by the Issuer, the Guarantor or indirectly through an affiliate. The Fair Market Value Redemption Amount shall not be a negative number).

Withholding tax:

Certificateholders must pay all specified expenses relating to the Certificates.

Neither the Issuer nor the Guarantor shall be liable for or otherwise obliged to pay any tax, duty, withholding or other payment which may arise as a result of the ownership, transfer, exercise or enforcement of any Certificates and all payments made by the Issuer or the Guarantor shall be made subject to any such tax, duty, withholding or other payment which may be required to be made, paid, withheld or deducted.

Meetings:

The terms of the Certificates contain provisions for calling meetings of holders of the Certificates to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.

Governing Law:

The Certificates are governed by English law.

Section C – Securities		
C.9	Interest, maturity and redemption provisions, yield and representation of the security-holders	<p><i>Redemption:</i></p> <p>The Certificates are scheduled to redeem on 1 December 2020 by payment of the Issuer of the Final Redemption Amount.</p> <p><u>Redemption Method:</u></p> <p>The Final Redemption Amount will be calculated in accordance with the Performance Redemption and will be payable in the Redemption Currency in accordance with the Dual Currency (Redemption) Payoff Feature.</p> <p>Redemption Unwind Costs zero (0).</p> <p><i>Performance Redemption:</i> The Redemption Method corresponding to the Final Redemption Amount is Performance Redemption. Final Redemption Amount applicable to the Certificates is calculated as (i) the Redemption Unwind Costs subtracted from (ii) the result of the Reference Price added to the Redemption Payoff calculated using Standard Redemption Payoff multiplied by the Nominal Amount.</p> <p>Nominal Amount means USD 100.</p> <p>Reference Price means 100%.</p> <p>Standard Redemption Payoff means Standard Year on Year Participation Redemption.</p> <p><i>Representation of Certificateholders:</i></p> <p>There is no trustee or any other representative of Certificateholders.</p> <p>The Final Redemption Amount due under the Certificates will be calculated in USD but will be paid in EUR at the EUR/USD exchange rate fixed on the Redemption Determination Date, i.e. 2 (two) FX Business Days before the Redemption Date. This feature has been added to facilitate investors who would like to invest in USD-denominated Certificates but can only receive payments in EUR (e.g. if they have access to EUR-denominated securities accounts only).</p> <p>The principal amount of the Certificates is denominated in USD and is protected in USD. Investors who calculate their investment performance in EUR are exposed to the risk of unfavourable change in the EUR/USD exchange rate (due to <i>inter alia</i> the devaluation of the USD) and to the risk that authorities with jurisdiction over EUR may impose exchange controls. Therefore they may receive a Final Redemption Amount in EUR which is lower than the Nominal Amount.</p>
C.10	Derivative component in interest payments	Not Applicable. The Certificates do not have a derivative component in the interest payments
C.11	An indication as to whether the securities offered are or will be the object of an application for admission to trading	<p>Application has been made by the Issuer (or on its behalf) for the Certificates to be admitted to trading on Electronic Securitised Derivatives Market of Borsa Italiana S.p.A. (Italian Listed Certificates) with effect from Issue Date or as soon as practicable after.</p> <p><u>Distribution:</u></p> <p>The Certificates will be offered to the public in Italy.</p>
C.15	Description of how the value of	<i>Linked Redemption Certificates:</i> The Certificates are Linked Redemption Certificates. The amount payable on redemption on the Redemption Date will be on

Section C – Securities							
	your investment is affected by the value of the underlying assets	<p>the basis of the Redemption Payoff which is calculated in accordance with Performance Redemption and expressed as a percentage. Where the Underlying Value reflects the price, level or rate of the relevant Underlying (without regard to any currency of denomination of such price, level or rate, as the case may be) at the relevant time and the Redemption Determination Date(s) is the date that is 2 (two) London, New York City and TARGET2 Business Days immediately preceding the Redemption Date.</p> <p>Underlyings: Commodity: Gold</p> <p><i>Standard Year on Year Participation Redemption:</i> The Certificates are also Standard Year on Year Participation Redemption Certificates. The Redemption Payoff applicable to the Certificates is calculated on the Redemption Determination Date as the lesser of (a) Cap and (b) the greater of (i) Floor and (ii) Leverage multiplied by the sum of Margin and the result of Underlying Value on the Final Underlying Observation Date divided by Underlying Value on the Initial Underlying Observation Date.</p>					
Underlying:	Redemption Determination Date(s):	Initial Underlying Observation Date(s):	Final Underlying Observation Date(s):	Cap:	Floor:	Leverage:	Margin:
Commodity: Gold	2 (two) London, New York City and TARGET2 Business Days immediately preceding the Redemption Date.	the Issue Date	3 (three) London, New York City and TARGET2 Business Days immediately preceding the Redemption Date.	26.50%	0%	100%	-(minus)1
C.16	Expiration or Maturity Date	Subject to compliance with all relevant laws, regulations and directives, the final redemption date of the Certificates is 1 December 2020.					
C.17	Settlement procedure	<p>The Certificates will be cash settled on 1 December 2014. Certificates will be delivered on 1 December against payment of the issue price of the Certificates, provided that the Issue Price per Certificate will be payable in Euro (“EUR”), converted at the EUR/USD exchange rate displayed on the Reuters Screen ECB37 Page at 2.15 p.m., Central European Time, on the Trade Date (as defined in paragraph 27A(g) of these Final Terms), i.e. USD 1.2445 per one EUR.</p> <p>The Certificates are cleared through Euroclear/Clearstream, Luxembourg and through Monte Titoli S.p.A. and settlement will be in accordance with the procedures and local practices relevant to such clearing system.</p>					
C.18	Procedure on return on	The value of the underlying will affect the amount paid on redemption as set out in more detail in element C.8 and C.15.					

Section C – Securities		
	Securities	
C.19	Final reference price of underlying asset	The final value of the underlying is calculated by looking at the price, level or rate of the underlying (without regard to any currency of denomination of such price, level or rate, as the case may be) at the relevant time on the Final Underlying Observation Date, as calculated by the calculation agent.
C.20	Type of underlying asset	The Underlying is a commodity. Information relating to it can be found on the Reuters Screen GOFO page.
C.21	Indication of the market where the securities will be traded and for which prospectus has been published.	Certificates will be admitted to trading on the Electronic Securitised Derivatives Market of <i>Borsa Italiana S.p.A</i> from or as soon as practicable after the Issue Date and will be offered to the public in Italy.

Section D – Risks		
D.2	Key risk factors relating to the Issuer	<p>The following are key risk factors related to the Issuer, its operations, industry and its structure that may affect the Issuer's ability to fulfil its obligations under the Certificates issued under the Programme.</p> <p>The key risk factors relating to Crédit Agricole CIB FG, Crédit Agricole CIB FP or Crédit Agricole CIB FS:</p> <ul style="list-style-type: none"> • risk management; • credit risk; • liquidity risk; • interest rate risk; and • foreign currency risk.
D.3	Key risk factors relating to the Securities	<p>The following key risk factors are material for the purpose of assessing the risks associated with Certificates:</p> <ul style="list-style-type: none"> • the Certificates may not be a suitable investment for all investors; • risks related to the structure of a particular issue of Certificates: <ul style="list-style-type: none"> (i) structured Certificates; • risks related to Certificates generally: <ul style="list-style-type: none"> (i) modification; (ii) French insolvency law; (iii) taxation; (iv) No gross up (v) EC Council Directive 2003/48/EC on the taxation of savings income; (vi) Proposed Financial Transaction Tax; (vii) Potential U.S. Foreign Account Tax Compliance withholding; (viii) Legislation affecting dividend equivalent payments; (ix) Change of law; (x) Illegality and Force Majeure;

Section D – Risks		
		<ul style="list-style-type: none"> (xi) Certificates where denominations involve integral multiples: definitive Certificates; (xii) Conflicts of Interest – Calculation Agent; (xiii) Potential conflicts of interest; (xiv) Potential conflicts of interest relating to distributors; (xv) Certain considerations relating to public offers of the Certificates; (xvi) Risks may be compounded; • risks related to the market generally: <ul style="list-style-type: none"> (xvii) The secondary market generally; (xviii) Illiquid Market; (xix) Exchange rate risks and exchange controls; (xx) Interest rate risks; (xxi) Credit ratings may not reflect all risks; (xxii) Effect of a Credit Rating Reduction; (xxiii) market value of the Certificates; • legal investment considerations may restrict certain investments: <ul style="list-style-type: none"> (xxiv) independent review and advice; (xxv) no reliance; (xxvi) restrictions on transfer; • risks related to commodity linked Certificates; • certain considerations regarding hedging; • risks related to disruption events; • risk related to standard interest payoffs and standard redemption payoffs: <ul style="list-style-type: none"> (xxvii) caps and floors; (xxviii) leverage factors; (xxix) value of baskets of underlyings; (xxx) focus on the change in the performance of the underlying rather than its level; (xxxi) fixed/floating rate certificates; • risk factors related to payoff features: <ul style="list-style-type: none"> (i) dual currency • risks related to redemption methods: <ul style="list-style-type: none"> (ii) performance redemption; (iii) Fair Market Value Redemption Amount; (iv) redemption unwind costs.
D.6	Risk warning that investors may lose value of entire investment	<p>Please also refer to element D.3.</p> <p>The capital invested in the Certificates is at risk. Consequently, the amount a prospective investor may receive on redemption of its Certificates may be less than the amount invested by it and may be zero (0).</p> <p>Investors may lose up to the entire value of their investment if:</p> <ol style="list-style-type: none"> 1. the relevant payoff conditions do not provide for full repayment of the initial purchase price upon redemption or specified early redemption and the underlying asset(s) perform(s) in such a manner that the amount due under the Certificates is less than the initial purchase price; 2. the investor sells their Certificates prior to the scheduled redemption in the secondary market at an amount that is less than the initial purchase price; 3. the Issuer is subject to insolvency or bankruptcy proceedings or some other event which negatively affects the Issuer's ability to repay amounts due under

Section D – Risks		
		<p>the Certificates;</p> <p>4 the Certificates are redeemed early for reasons beyond the control of the Issuer, (such as a change of applicable law or market event in relation to the underlying asset(s)) and the amount paid or delivered is less than the initial purchase price; or</p> <p>5. the Certificates are subject to certain adjustments or alternative valuations following certain disruptive market events that result in the amount to be paid or delivered being reduced to an amount or value that is less than the initial purchase price.</p>

Section E – Other		
E.2b	Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks	Not Applicable. The reasons for the offer and the net proceeds of the issue are for making profit and hedging certain risks.
E.3	Terms and conditions of offer	<p>The Certificates are being offered to the public in a Non-exempt Offer in Italy. Any investor intending to acquire or acquiring any Certificates from an Authorised Offeror will do so, and offers and sales of the Certificates to an investor by an Authorised Offeror will be made, in accordance with any terms and other arrangement in place between such Authorised Offeror and such investor including as to price, allocation and settlement arrangements.</p> <p>Offer Price:</p> <p>Issue Price (of which a maximum amount of 3.60% is represented by distribution commissions payable upfront to the Distributors).</p> <p>The Issuer has appointed the following Distributors (the Distributors) for the purpose of distribution of the Certificates in Italy:</p> <p>Cassa Di Risparmio Di Parma E Piacenza S.p.A., via Università 1 43121 Parma Italia</p> <p>Cassa di Risparmio della Spezia S.p.A. Corso Cavour, 86 19121 La Spezia, Italia</p> <p>Banca Popolare Friuladria S.p.A. Piazza XX Settembre, 2</p>

Section E – Other

		<p>33170 Pordenone, Italia</p> <p>Conditions to which the offer is subject:</p> <p>The offer of the Certificates is conditional on their issue.</p> <p>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.</p> <p>The Issuer shall publish a notice on the website of the Guarantor (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.</p> <p>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.</p> <p>Description of the application process:</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 the website of the Guarantor (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.</p>
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Section E – Other

		<p>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 assigned except as otherwise specified herein.</p>
	<p>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:</p>	<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 principal amount of the Certificates of 200,000 Certificates and the Issuer may increase the "up to" aggregate principal amount of the Certificates.</p> <p>The Issuer shall publish a notice on the website of the Guarantor (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 200,000 Certificates is exceeded and the "up to" Aggregate Number of Certificates is increased</p>
	<p>Details of the minimum and/or maximum amount of application:</p>	<p>There is no maximum amount of application.</p> <p>Minimum amount of application is USD 100</p>
	<p>Details of the method and time limits for paying up and delivering the Certificates:</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 relevant 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 Guarantor (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>

Section E – Other		
		<p>Whether tranche(s) have been reserved for certain countries: Not Applicable</p> <p>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.</p> <p>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".</p>
E.4	Interest material to issue including conflicting interests	Not Applicable. So far as the Issuer is aware, no person involved in the offer of the Certificates has an interest material to the offer, including conflicting interests.
E.7	Estimated expenses charged to investor	Not Applicable. There are no expenses charged to the investor by the Issuer.

ANNEX B – FORM OF RENOUNCEMENT NOTICE

RENOUNCEMENT NOTICE

(to be completed by the beneficial owner of the Certificates)

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

(a limited liability company incorporated in France as a “société anonyme”)

and

CRÉDIT AGRICOLE CIB FINANCIAL PRODUCTS (GUERNSEY) LIMITED

(a limited liability company incorporated in Guernsey)

and

CRÉDIT AGRICOLE CIB FINANCE (GUERNSEY) LIMITED

(a limited liability company incorporated in Guernsey)

and

CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(a limited liability company incorporated in France)

Issue of 86,978 Commodity Linked Redemption due December 2020

ISIN: XS1132139491

(the “Certificates”)

To: [Euroclear or Clearstream, Luxembourg]

[address]

Fax No: [●]

(the “Financial Intermediary”)

c/c Issuer

[address]

Fax No: [●]

c/c Principal Certificate Agent

[address]

Fax No: [●]

We/I the undersigned beneficial owner(s) of the Certificates hereby communicate that we are renouncing the automatic exercise on the Exercise Date scheduled to fall on 2 (two) London, New York City and TARGET2 Business Days preceding the Redemption Date (i.e. 1 December 2020) of the rights granted by the Certificates in accordance with the Conditions.

Series No. of the Certificates:

Number of Certificates the subject of this notice:

The undersigned understands that if this Renouncement Notice is not completed and delivered as provided in the Conditions or is determined to be incomplete or not in proper form (in the determination of the Financial Intermediary), it will be treated as null and void.

If this Renouncement Notice is subsequently corrected to the satisfaction of the Financial Intermediary, it will be deemed to be a new Renouncement Notice submitted at the time such correction was delivered to the Financial Intermediary.

Expressions defined in the Conditions shall bear the same meanings in this Renouncement Notice.

Place and date:

Name of beneficial owner of the Certificates

Signature

FINAL TERMS DATED 28 November 2014

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

(a limited liability company incorporated in France as a “Société Anonyme”)

and

CRÉDIT AGRICOLE CIB FINANCIAL PRODUCTS (GUERNSEY) LIMITED

(a limited liability company incorporated in Guernsey)

and

CRÉDIT AGRICOLE CIB FINANCE (GUERNSEY) LIMITED

(a limited liability company incorporated in Guernsey)

and

CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(a limited liability company incorporated in France)

Programme for the Issuance of Certificates

unconditionally and irrevocably guaranteed by Crédit Agricole Corporate and Investment Bank

(incorporated under the laws of France)

Issue of 154,090 Rate Linked Interest Certificates due December 2020

PART A – CONTRACTUAL TERMS

This document constitutes the Final Terms of the Certificates 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 4 April 2014 (the **Base Prospectus**), including any Supplements thereto, including that dated 25 August 2014, which constitutes a base prospectus for the purposes of the Prospectus Directive. Full information on Crédit Agricole CIB Financial Solutions (the **Issuer**), Crédit Agricole Corporate and Investment Bank (the **Guarantor**) and the offer of the Certificates is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the issue of the Certificates is annexed to these Final Terms at Annex A. The Base Prospectus and these Final Terms (save where these Final Terms relate to a Series of Certificates which are not admitted to trading on the Regulated market of the Irish Stock Exchange) are available for viewing on the Irish Stock Exchange website (www.ise.ie) and the Base

Prospectus is also available for viewing during normal business hours at the registered office of Crédit Agricole CIB (www.ca-cib.com) and the specified office of the Principal Certificate Agent.

1	Issuer:	Crédit Agricole CIB Financial Solutions
2	Guarantor:	Crédit Agricole Corporate and Investment Bank
3	Dealer:	Crédit Agricole Corporate and Investment Bank
4	(a) Series Number of the Certificates:	736
	(b) Tranche Number of the Series:	1
	(c) If Certificates to be consolidated with certificates of existing series:	No
5	Specified Currency:	United States Dollars ("USD")
6	Aggregate Number of Certificates:	
	(a) Series:	154,090 Certificates
	(b) Tranche:	154,090 Certificates
7	Issue Price:	USD 100 per Certificate or 100 per cent., provided that the Issue Price per Certificate will be payable in Euro ("EUR"), converted at the EUR/USD exchange rate displayed on the Reuters Screen ECB37 Page at 2.15 p.m., Central European Time, on 10 November 2014 (the "Trade Date"), i.e. USD 1.2445 per one EUR.
8	(a) Specified Denominations:	USD 100
	(b) Calculation Amount:	USD 100
9	(a) Issue Date:	1 December 2014
	(b) Interest Commencement Date:	Issue Date
10	Redemption Date:	1 December 2020, subject to any early redemption event
11	Renouncement Notice Cut-off Time:	4.00 pm (Milan time) on the Interest Record Date (as defined below) following the <i>Data di Scadenza</i> , if applicable in accordance with <i>Borsa Italiana S.p.A.</i> regulations applicable from time to time
11b	Expiry Date (<i>Data di Scadenza</i>):	2 (two) Interest Record Dates (as defined below) 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
11c	Interest Record Date(s):	A date on which <i>Borsa Italiana S.p.A.</i> is open for business
12	Type of Certificate:	
	(a) Interest:	Linked Interest Certificate: Rate Linked Interest Certificate (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: Standard Redemption (Further particulars specified below in “PROVISIONS RELATING TO REDEMPTION” and in “PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION)
13	Date Board approval for issuance of Certificates and Guarantee obtained:	Authorisation given by the Board of Directors of Crédit Agricole CIB Financial Solutions dated 17 June 2014
14	Method of distribution:	Non-syndicated
15	Asset Conditions:	Applicable
	– Commodity Linked Asset Conditions:	Not Applicable
	– Index Linked Asset Conditions:	Not Applicable
	– FX Linked Asset Conditions:	Not Applicable
	– Inflation Linked Asset Conditions:	Not Applicable
	– Rate Linked Asset Conditions:	Applicable
	– Multi-Asset Basket Linked Asset Conditions:	Not Applicable
16	Alternative Currency Equivalent:	Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

17	Fixed Rate Certificate	Not Applicable
18	Floating Rate Certificate	Not Applicable
19	Linked Interest Certificate	Applicable
	(a) Applicable to:	All Interest Periods
	(b) Interest Payment Date(s):	Annually on 1 December in each year from and including 1 December 2015 up to and including the Redemption Date
	(c) Interest Period Dates:	Not Applicable
	(d) Interest Determination Date(s):	Each date falling 2 (two) FX Business Days immediately preceding the end of the Interest Accrual Period. FX Business Day means any day on which the FX Price Source (as defined in paragraph 21(k) of these Final Terms) would, in the ordinary course, publish or announce the Dual Currency (Interest) Exchange Rate (as defined in paragraph 21(k) of these Final Terms).
	(e) Business Day Convention:	Not Applicable
	(f) Additional Business Centres:	Not Applicable
	(g) Day Count Fraction:	30/360
	(h) Interest Periods:	Interest 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
19A Commodity Linked Interest Certificate	Not Applicable
19B FX Linked Interest Certificate	Not Applicable
19C Index Linked Interest Certificate	Not Applicable
19D Inflation Linked Interest Certificate	Not Applicable
19E Rate Linked Interest Certificate	Applicable (Annex 1, Chapter 5)
(a) Single Underlying:	Applicable
– Applicable for the purposes of:	Standard Interest Payoff: Standard Collar Interest (Annex 5, Part A, Chapter 4) (see also paragraph 19G(d) of these Final Terms)
	Payoff Feature: Dual Currency (Interest) Payoff Feature (Annex 7, Part A, Chapter 11) (see also paragraph 21(k) of these Final Terms)
– Benchmark Rate	USD-ISDA-Swap Rate
– Determination of Benchmark Rate Level	ISDA Determination
– Screen Rate Determination:	Not Applicable
– ISDA Determination:	Applicable
• Floating Rate Option:	USD-ISDA-Swap Rate
• Designated Maturity:	5 (five) year
• Reset Date:	First day of the relevant Interest Period
(b) Basket/Multi-Asset Basket:	Not Applicable
(c) Specified Currency:	Not Applicable
(d) Observation Date(s):	2 (two) U.S. Government Securities Business Days immediately prior to the first day of the Interest Accrual Period.
(e) ISDA Definitions:	As specified in the Rate Linked Asset Conditions
19F Multi-Asset Basket Linked Interest Certificate	Not Applicable
19G Standard Interest Payoff Provisions	Applicable (see also paragraph 19E above)
(a) Standard Fixed Interest:	Not Applicable

(b) Standard Floating Interest:	Not Applicable
(c) Standard Asian Option Interest:	Not Applicable
(d) Standard Collar Interest	Applicable
	The Linked Interest Rate applicable to an Interest Accrual Period shall be calculated as follows:
	$\text{Min}(\text{Cap}, \text{Max}(\text{Floor}, \text{Leverage} \times \text{Underlying Value} + \text{Margin}))$
	and expressed as a percentage.
	The Interest Amount will be payable in the Interest Currency in accordance with the Dual Currency (Interest) Payoff Feature
	(see paragraph 21(k) of these Final Terms)
– Applicable Interest Period:	All Interest Periods
– Applicable for the purposes of the Combination Interest Payoff:	Not Applicable
– Applicable for the purposes of a Payoff Feature:	Not Applicable
– Cap:	5.00% per annum
– Floor:	1.50% per annum
– Interest Observation Date(s):	Each date falling 2 (two) U.S. Government Securities Business Days immediately prior to the first day of the Interest Accrual Period.
– Leverage:	60.00%
– Margin:	Not Applicable
– Underlying:	Reference Rate: 5 Year USD-ISDA-Swap Rate (with further information set out in paragraph 19E(a) of these Final Terms)
(e) Standard Floater Interest	Not Applicable
(f) Standard Floored Floater Interest	Not Applicable
(g) Standard Inverse Floater Interest	Not Applicable
(h) Standard Strangle Interest	Not Applicable
(i) Standard Alternative Basket Interest	Not Applicable
(j) Standard Strangle Basket Interest:	Not Applicable
(k) Standard Option Basket Interest:	Not Applicable

- (l) Standard Lookback Minimum Performance Interest: Not Applicable
- (m) Standard Lookback Maximum Performance Interest: Not Applicable
- (n) Standard Maximum-Minimum Interest: Not Applicable
- (o) Standard Volbond Interest: Not Applicable
- (p) Standard Year on Year Participation Interest: Not Applicable
- (q) Standard Lookback Maximum Performance Basket Interest: Not Applicable
- (r) Standard Lookback Minimum Performance Basket Interest: Not Applicable
- (s) Standard Maximum-Minimum Basket Interest: Not Applicable
- (t) Standard Volbond Basket Interest: Not Applicable
- (u) Standard Year on Year Participation Basket Interest: Not Applicable
- (v) Standard Fixed Digital Interest: Not Applicable
- (w) Standard Fixed-to-Floating Interest: Not Applicable
- (x) Standard Range Accrual Interest: Not Applicable
- (y) Standard Resettable Range Accrual Interest: Not Applicable
- (z) Standard 3D Range Accrual Interest: Not Applicable
- (aa) Standard Total Range Accrual Interest: Not Applicable
- (bb) Standard Fixed Digital Basket Interest: Not Applicable
- (cc) Standard Power Interest: Not Applicable
- (dd) Standard Dual Range Accrual Interest: Not Applicable
- (ee) Standard Trend Participation Interest: Not Applicable
- (ff) Standard Lookback Trend Participation Interest: Not Applicable
- (gg) Standard Average Trend Participation Interest: Not Applicable
- (hh) Standard Trend Participation Basket Interest: Not Applicable
- (ii) Standard Average Trend Participation Basket Interest: Not Applicable
- (jj) Standard Multi Fixed Digital Interest: Not Applicable
- (kk) Standard Digital to Participation Interest: Not Applicable

	(ll) Standard Knock-out Range Accrual Interest:	Not Applicable
	(mm) Standard Product Basket Interest:	Not Applicable
	(nn) Standard Multi Fixed Basket Interest:	Not Applicable
	(oo) Standard Fixed Range Accrual Basket Interest:	Not Applicable
19H	Combination Interest Payoff Provisions	Not Applicable
20	Zero Coupon Certificate	Not Applicable

PAYOFF FEATURES (IF ANY) RELATING TO INTEREST

21	Payoff Features	Applicable (See also paragraph 29 of these Final Terms for Payoff Features (if any) relating to Redemption)
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- (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** **Applicable (Annex 7, Part A, Chapter 11)**
Feature:

- (i) Applicable to: All Interest Periods

Interest Currency:	Dual Currency Method:	Dual Currency (Interest) Exchange Rate:	FX Price Source:
EUR	division	EUR/USD exchange Rate	Reuters ECB37 p.m., Page at 2.15 Central

European Time on
the Interest
Determination
Date
(see paragraph
19(d) of these
Final Terms)

- (l) Credit Event Contingency Interest Switch Payoff Feature: Not Applicable
- (m) Reset Option Interest Payoff Feature: Not Applicable
- (n) Single Interest Payment Date Payoff Feature: Not Applicable
- (o) Additive Payoff Feature: Not Applicable

PROVISIONS RELATING TO REDEMPTION

22 Redemption Determination Date(s):

For the purposes of determining the Final Redemption Amount the date that is 2 (two) FX Business Days immediately preceding the Redemption Date and if such date is not an FX Business Day on such FX Business Day as determined by the Calculation Agent.

FX Business Day means any day on which the FX Price Source (as defined in paragraph 29(c) below) would, in the ordinary course, publish or announce the Dual Currency (Redemption) Exchange Rate (as defined in paragraph 29(c) of these Final Terms).

23 Redemption Method:

- (a) Early Redemption Amount determined in accordance with:

Not Applicable as no Early Redemption Trigger Events apply.

Investors should note that General Condition 7.4 applies for the purposes of any early redemption amount calculated in connection with the conditions referred to in General Condition 7.4

- (b) Final Redemption Amount determined in accordance with:

Standard Redemption (Annex 9, Paragraph 2)
The Final Redemption Amount will be equal to:

$$(\text{Reference Price}) \times \text{Principal Amount} - \text{Redemption Unwind Costs}$$

As determined by the Calculation Agent on the Redemption Determination Date and payable in the Redemption Currency in accordance with the Dual Currency (Redemption) Payoff Feature
(see paragraph 29 (c) of these Final Terms)

- Redemption Payoff:

Determined in accordance with Standard Redemption Subject to Dual Currency (Redemption) Payoff Feature

		as completed in paragraph 29 (c) of these Final Terms
	– Redemption Unwind Costs:	Not Applicable
	– Payoff Feature Unwind Costs:	Not Applicable
	– Reference Price:	100% of the nominal amount of the Certificates
	(c) Fair Market Value Redemption Amount:	Applicable
	(d) Instalment Redemption Amount determined in accordance with:	Not Applicable
24	Instalment Certificates:	Not Applicable
25	Credit Linked Certificates:	Not Applicable
26.	Bond Linked Certificates:	Not Applicable
27	Linked Redemption Certificate	Not Applicable
28	Early Redemption Trigger Event(s):	Not Applicable

PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION

29	Payoff Features	Applicable (See also paragraph 21 of these Final Terms 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 (Annex 7, Part B, Chapter 3)
	Redemption Date:	
	Redemption Currency:	Dual Currency Method:
	EUR	division
		Dual Currency (Redemption) Exchange Rate:
		EUR/USD exchange rate
		FX Price Source:
		Reuters Screen ECB37 Page at 2.15 p.m. Central European Time on the Redemption Determination Date
	(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 Switch Payoff Feature:	Not Applicable
	(h) Shout Option Performance Lock-in Redemption Payoff Feature:	Not Applicable

(i) Reset Option Redemption Payoff Feature: Not Applicable

PROVISIONS APPLICABLE TO SECURED CERTIFICATES

30 Secured Certificates Provisions Not applicable

GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES

31 Form of Certificates: Permanent Global Certificate
Bearer

(i) New Global Certificate (NGN): No

32 "Payment Business Day" election in accordance with General Condition 6.2 (*Payment Business Day*): Modified Following Payment Business Day

33 Additional Financial Centre(s): TARGET2 and New York City

34 Day Count Fraction: 30/360

35 Calculation Agent: Crédit Agricole Corporate and Investment Bank

36 Delivery Agent (Credit Linked Certificates): Not Applicable

37 Business Day Convention: Not Applicable

RESPONSIBILITY

Signed on behalf of the Issuer:

By:

Duly authorised


SAMY BESI, MD

PART B – OTHER INFORMATION

1 LISTING AND ADMISSION TO TRADING

- | | | |
|------|---|--|
| (i) | Listing and admission to trading: | Application is expected to be 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 or as soon as practicable after the Issue Date and to be listed on the Official List of Borsa Italiana S.p.A. |
| (ii) | Estimate of total expenses related to admission to trading: | Not Applicable |

2 RATINGS

Ratings: The Certificates to be issued have not been rated

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

The Distributors are appointed by the Issuer and will receive distribution fees from the Issuer depending on the outcome of 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 3.60% 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 paragraph 9(iv) below |
| (iii) | Estimated total expenses: | EUR 26,500 including listing costs and excluding regulatory fees where applicable |

5 YIELD

Not Applicable

6 HISTORIC INTEREST RATES

Details of historic USD-ISDA-Swap Rates can be obtained from Reuters Screen ISDAFIX1 page.

7 PERFORMANCE OF UNDERLYING AND OTHER INFORMATION CONCERNING THE UNDERLYING

Underlying:	Where past and future performance of the Underlying can be obtained:
-------------	--

USD-ISDA-Swap Rate (<i>Benchmark Rate</i>)	Reuters Screen: ISDAFIX1 page
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Post-issuance information

The Issuers do not intend to publish post-issuance information in relation to any underlying element to which the Certificates are linked.

8 PERFORMANCE OF RATE[S] OF EXCHANGE AND OTHER INFORMATION CONCERNING THE UNDERLYING

	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 12(xiii) of these Final Terms) will receive a distribution commission embedded in the Issue Price of the Certificates equal to a maximum amount of 3.60% of the aggregate nominal amount of the Certificates.
	(v) US Selling Restrictions (Categories of potential investors to which the Certificates are offered):	TEFRA C
10	INDEX /OTHER DISCLAIMER	Not Applicable
11	OPERATIONAL INFORMATION	
	(i) ISIN Code:	XS1115426600
	(ii) Common Code:	111542660
	(iii) VALOREN Code:	Not Applicable
	(iv) Relevant clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s):	The Certificates are cleared through Euroclear/Clearstream, Luxembourg and through the bridge accounts of Monte Titoli S.p.A.
	(v) Delivery:	Delivery against payment
	(vi) Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
	(vii) Registered Certificates intended to be held in a manner which would allow Eurosystem eligibility:	No
12	TERMS AND CONDITIONS OF THE OFFER	
	(i) Offer Price:	Issue Price (of which a maximum amount of 3.60% is represented by distribution commissions payable upfront to the Distributors)
	(ii) Conditions to which the offer is subject:	The offer of the Certificates is conditional on their issue. 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 the website of the Guarantor (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.

(iii) 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 the website of the Guarantor (<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 assigned except as otherwise specified herein.

(iv) 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 200,000 Certificates and the Issuer may increase the "up to" aggregate principal amount of the Certificates.

The Issuer shall publish a notice on the website of the Guarantor (<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 200,000 Certificates is exceeded and the "up to" Aggregate Number of Certificates is increased.

(v) Details of the minimum and/or maximum amount of application:

There is no maximum amount of application.

Minimum amount of application is USD 100.

- | | |
|---|--|
| (vi) Details of the method and time limits for paying up and delivering the Certificates: | <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> |
| (vii) Manner in and date on which results of the offer are to be made public: | <p>Publication on the website of the Guarantor (http://www.cacib.com/our-offers/rates-credit-and-cross-assets-derivatives.htm) on or around the Issue Date.</p> |
| (viii) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: | <p>Not Applicable</p> |
| (ix) Whether tranche(s) have been reserved for certain countries: | <p>Not Applicable</p> |
| (x) Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: | <p>Applicants will be notified directly by the Distributors of the success of their application.</p> <p>Dealing in the Certificates may commence on the Issue Date.</p> |
| (xi) Amount of any expenses and taxes specifically charged to the subscriber or purchaser: | <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> |
| (xii) Non-Exempt Offer Consent of the Issuer to use the Base Prospectus during the Offer Period: | <p>Applicable. The offer of the Certificates is made by the Dealer other than pursuant to Article 3(2) of the Prospectus Directive in Italy (the Public Offer Jurisdictions) during the period from 10 November 2014 until 21 November 2014 (the Offer Period).</p> |
| (xiii) Authorised Offeror(s) in the various countries where the offer takes place: | <p>The Issuer has appointed the following distributors (the Distributors) for the purposes of distribution of the Certificates in Italy:</p> |

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

(xiv) Conditions attached to the consent of the relevant Issuer to use the Base Prospectus: Not Applicable

(xv) Other conditions to consent: Not Applicable

ANNEX A – SUMMARY

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 Certificates 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 Certificates.</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 Certificates 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 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 November 2014 until 21 November 2014 (the Offer Period) and in the Public Offer Jurisdiction by the Distributors designated as an Authorised Offeror in respect of the Non-Exempt Offer in the Applicable Final Terms.</p> <p>If any Authorised Offeror is permitted to use the Base Prospectus during the Offer Period, any such Authorised Offeror is required, for the duration of the Offer Period, to publish on its website that it is using the Base Prospectus for the relevant Non-exempt Offer with the consent of the Issuer and in accordance with certain conditions.</p> <p>An investor intending to acquire or acquiring any Certificates from an Authorised Offeror will do so, and offers and sales of the Certificates 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 in connection with the offer or sale of the Certificates and, accordingly, the Base Prospectus and any 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, the Guarantor nor the dealers or other Authorised Offerors have any responsibility or liability for such information</p>

Section B – Issuer		
B.1	Legal and	Crédit Agricole CIB Financial Solutions (Crédit Agricole CIB FS or the Issuer)

Section B – Issuer		
	commercial name of the Issuer	Crédit Agricole Corporate And Investment Bank (Crédit Agricole CIB or the Guarantor)
B.2	Domicile and legal form of the issuer, legislation under which the Issuer operates and country of incorporation of Issuer	<p>Crédit Agricole CIB FS is a limited liability company incorporated in France as a “<i>société anonyme</i>” and having its domicile in France. As a French corporation having limited liability, Crédit Agricole CIB FS is subject to Articles L.225-1 and following of Book 2 of the <i>Code de commerce</i> of France. As a financial institution, Crédit Agricole CIB is subject to Articles L.511-1 and following and L.531-1 and following of the <i>Code monétaire et financier</i> of France.</p> <p>Crédit Agricole CIB is a limited liability company incorporated in France as a “<i>société anonyme</i>” and having its domicile in France. As a French corporation having limited liability, Crédit Agricole CIB is subject to Articles L.225-1 and following of Book 2 of the <i>Code de commerce</i> of France. As a financial institution, Crédit Agricole CIB is subject to Articles L.511-1 and following and L.531-1 and following of the <i>Code monétaire et financier</i> of France.</p>
B.4b	Known trends affecting Issuer and Issuer’s industries	<p>Known trends affecting the Issuer and the Crédit Agricole CIB group of companies (the Group) and the industries in which the Issuer and Group operate include:</p> <ul style="list-style-type: none"> • the continuing evolution of the global economic environment; • the recommendation by the European Banking Authority to reach a Core Tier 1 of at least 9% under Basel 2.5 starting 30 June 2012; • the on-going international discussion relating to the harmonisation of accounting standards; • changes to compensation practices; • the functioning of the OTC derivative markets monitored by the Financial Stability Council; • the US Dodd-Frank Wall Street Reform and Consumer Protection Act, which contains far reaching regulatory reform (including restrictions on proprietary trading and fund-related activities (the so-called “Volcker rule”) and the foundation for systemic risk supervision and oversight of certain activities of corporate and investment banks); and • the introduction of a tax on financial transactions in France in 2012.
B.5	Description of group and Issuer’s position within the group	<p>Please refer to elements B.14 and B.16.</p> <p>The Group includes Crédit Agricole CIB FS which is a consolidated subsidiary of Crédit Agricole CIB. Crédit Agricole CIB FS has no subsidiaries.</p> <p>Crédit Agricole CIB is directly owned by Crédit Agricole S.A, the parent company of the Crédit Agricole 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.</p>
B.9	Profit forecast or estimate	<p>Not Applicable. Crédit Agricole CIB FS does not make profit forecasts or estimates.</p> <p>Not Applicable. Crédit Agricole CIB does not make profit forecasts or estimates.</p>
B.10	Qualifications in audit report on historical	<p>Not Applicable. There were no qualifications in the audit report on historical financial information for Crédit Agricole CIB FS.</p> <p>Not Applicable. There were no qualifications in the audit report on historical</p>

Section B – Issuer				
	financial information	financial information for Crédit Agricole CIB.		
B.12	Selected key financial information and no material adverse change and no significant change statements	The following table shows Crédit Agricole CIB's selected key financial information as at and for the period ending 31 December 2013: ¹		
		<i>Euros Millions</i>	31/12/2013	31/12/2012
		Total Balance Sheet	589,641 ^{*and**}	679,600 [*]
		(a) Fund for general banking risks	—	—
		(b) Minority interests	110	536
		(c) Shareholders equity (Group Share) and shareholder advances	15,309	15,131
		Total (a) + (b) + (c)	15,419	15,667
		Net income for year	582	(378)
		Net banking income	3,748 ^{**}	3,666
		Gross operating income	967 ^{**}	703
		Group Share	560	(389)
		Minority interests	22	11
		[*] Data taking into account the offsetting effects "LCH Clearnet LTD Swapclear"		
		^{**} Data restated for the change in accounting policy related to new consolidation standards and to IFRS 5.		
		To ensure comparability of financial statements, pursuant to IFRS 5, the contributions at 31 December 2012 of the financial statements of Newedge in Crédit Agricole CIB group's income statement were reclassified under Net income from discontinued or held-for-sale operations.		
The following table shows Crédit Agricole CIB's selected key financial information as at and for the six month period ending 30 June 2014: ²				
<i>Euros Millions</i>	30/06/2014	30/06/2013		
Total Balance Sheet	572,657	843,972		
(a) Fund for general banking risks	-	-		
(b) Minority interests	95	539		
(c) Shareholders equity (Group Share) and shareholder advances	14,985	15,158		
Total (a) + (b) + (c)	15,080	15,697		
Net income for year	525	343		
Net banking income	2,120	1,958 ^{***}		
Gross operating income	761	572 ^{***}		
Group Share	519	333		
Minority interests	6	10		
^{***} Data restated for the change in accounting policy related to new consolidation standards and to IFRS 5. The income statement as of 30 June 2013 has not been restated for IFRS 10 standard due to data unavailability.				
There has been no significant change in the financial or trading position of Crédit Agricole CIB since 30 June 2014 and no material adverse change in its prospects				

¹ Amended by the supplement dated 25 August 2014

² Amended by the supplement dated 25 August 2014

Section B – Issuer																																
		<p>since 31 December 2013.</p> <p>The following table shows Crédit Agricole CIB FS's selected key financial information as at and for the period ending 31 December 2013:³</p> <table> <tr> <th><i>Euros</i></th><th>31/12/2013</th><th>31/12/2012</th></tr> <tr> <td>Total Balance Sheet</td><td>1,113,605,844</td><td>1,464,389,378</td></tr> <tr> <td>Net result</td><td>543</td><td>1,128</td></tr> <tr> <td>Share capital</td><td>225,000</td><td>225,000</td></tr> <tr> <td>Result carried forward</td><td>(25,207)</td><td>(26,336)</td></tr> </table> <p>The following table shows Crédit Agricole CIB FS's selected key financial information as at and for the six month period ending 30 June 2014:</p> <table> <tr> <th><i>Euros</i></th><th>30/06/2014</th><th>30/06/2013</th></tr> <tr> <td>Total Balance Sheet</td><td>1,484,620,884</td><td>1,445,314,776</td></tr> <tr> <td>Net result</td><td>0</td><td>0</td></tr> <tr> <td>Share capital</td><td>225,000</td><td>225,000</td></tr> <tr> <td>Result carried forward</td><td>(24,665)</td><td>(25,208)</td></tr> </table> <p>There has been no significant change in the financial or trading position of Crédit Agricole CIB FS since 30 June 2014 and no material adverse change in its prospects since 31 December 2013.</p>	<i>Euros</i>	31/12/2013	31/12/2012	Total Balance Sheet	1,113,605,844	1,464,389,378	Net result	543	1,128	Share capital	225,000	225,000	Result carried forward	(25,207)	(26,336)	<i>Euros</i>	30/06/2014	30/06/2013	Total Balance Sheet	1,484,620,884	1,445,314,776	Net result	0	0	Share capital	225,000	225,000	Result carried forward	(24,665)	(25,208)
<i>Euros</i>	31/12/2013	31/12/2012																														
Total Balance Sheet	1,113,605,844	1,464,389,378																														
Net result	543	1,128																														
Share capital	225,000	225,000																														
Result carried forward	(25,207)	(26,336)																														
<i>Euros</i>	30/06/2014	30/06/2013																														
Total Balance Sheet	1,484,620,884	1,445,314,776																														
Net result	0	0																														
Share capital	225,000	225,000																														
Result carried forward	(24,665)	(25,208)																														
B.13	Recent events materially relevant to evaluation of Issuer's solvency	<p>Not Applicable. There have been no recent events that are materially relevant to the evaluation of the solvency of Crédit Agricole CIB FS.</p> <p>Not Applicable. There have been no recent events that are materially relevant to the evaluation of the solvency of Crédit Agricole CIB.</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 FS is dependent on Crédit Agricole CIB.</p> <p>Crédit Agricole CIB is dependent on the performance of its subsidiaries.</p>																														

³ Amended by the supplement dated 25 August 2014

Section B – Issuer		
B.15	Description of Issuer's principal activities	<p>Crédit Agricole CIB FS carries on business as a finance company, issuing certificates and other financial instruments.</p> <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> <p>Private banking: The private banking business provides individual investors with a worldwide comprehensive wealth management service range.</p> <p>Discontinuing operations: The “discontinuing operations” perimeter has been set up during Crédit Agricole CIB’s refocusing and development plan it adopted in the autumn of 2008. It encompasses the operations which were the most impacted by the crisis. Since the new organisation of Crédit Agricole CIB was established in the third quarter of 2012, following the adjustment plan, discontinuing activities now include the correlation business, the CDO, CLO and ABS portfolios, the equity derivatives excluding corporates and convertibles, the exotic rate derivatives and the impaired portfolios of residential underlyings.</p>
B.16	Description of whether the Issuer is directly or indirectly owned or controlled and by whom and nature of such control	<p>Crédit Agricole CIB is the immediate parent company of Crédit Agricole CIB FS with a 100 per cent. stake and therefore controls Crédit Agricole CIB FS.</p> <p>Crédit Agricole S.A. is the immediate parent company of Crédit Agricole CIB with a 97.33 per cent. stake.</p> <p>Crédit Agricole CIB Capital Markets International S.A. is the immediate parent company of Crédit Agricole CIB FP with a 99.9 per cent. stake. Crédit Agricole CIB Capital Markets International S.A. has merged with Crédit Agricole CIB. Crédit Agricole CIB, owns 100 per cent. shares in Crédit Agricole CIB Capital Markets International S.A. and therefore ultimately controls Crédit Agricole CIB FP.</p> <p>Crédit Agricole CIB Capital Markets International S.A. is the immediate parent company of Crédit Agricole CIB FG with a 99.9 per cent. stake. Crédit Agricole CIB Capital Markets International S.A. has merged with Crédit Agricole CIB. Crédit Agricole CIB owns 100 per cent. shares in Crédit Agricole CIB Capital Markets International S.A. and therefore ultimately controls Crédit Agricole CIB FG.</p> <p>Crédit Agricole CIB is the immediate parent company of Crédit Agricole CIB FS with a 100 per cent. stake and therefore controls Crédit Agricole CIB FS.</p>

Section B – Issuer														
B.17	Credit ratings assigned to the issuer or its debt securities at the request or with the cooperation of the issuer in the rating process	<p>Crédit Agricole CIB FS does not have ratings.</p> <p>The current ratings for Crédit Agricole CIB are as follows:</p> <table> <tr> <th>Rating Agency</th><th>Short Term Debt</th><th>Senior Long Term Debt</th></tr> <tr> <td>Fitch Ratings Ltd (Fitch)</td><td>F1</td><td>A</td></tr> <tr> <td>Moody's Investor Services Ltd (Moody's)</td><td>Prime-1</td><td>A2</td></tr> <tr> <td>Standard & Poor's Rating Services, a division of The McGraw-Hill Companies, Inc. (S&P)</td><td>A-1</td><td>A</td></tr> </table>	Rating Agency	Short Term Debt	Senior Long Term Debt	Fitch Ratings Ltd (Fitch)	F1	A	Moody's Investor Services Ltd (Moody's)	Prime-1	A2	Standard & Poor's Rating Services, a division of The McGraw-Hill Companies, Inc. (S&P)	A-1	A
Rating Agency	Short Term Debt	Senior Long Term Debt												
Fitch Ratings Ltd (Fitch)	F1	A												
Moody's Investor Services Ltd (Moody's)	Prime-1	A2												
Standard & Poor's Rating Services, a division of The McGraw-Hill Companies, Inc. (S&P)	A-1	A												
B.18	A description of the nature and scope of the guarantee	The payment of all amounts due in relation to Certificates are irrevocably and unconditionally guaranteed by Crédit Agricole CIB pursuant to a guarantee dated 4 April 2014 (the Guarantee).												
B.19	Section B information about the guarantor as if it were the issuer of the same type of security that is the subject of the guarantee. Therefore provide such information as required for a summary for the relevant annex.	Please see the elements above in this Section B regarding Crédit Agricole CIB, as Guarantor.												

Section C – Securities		
C.1	Type and class of Securities being offered	<p><u>Type:</u></p> <p>The certificates (Certificates) are issued by the Issuer with the amount (if any) payable as interest being linked benchmark rate (a Linked Interest Certificate). A Certificate may also be referred to as a Rate Linked Certificate.</p> <p><u>Identification Code:</u></p> <p>The Certificates will be uniquely identified by the ISIN Code XS1115426600 and the Common Code 111542660.</p>

Section C – Securities		
C.2	Currency	<p>Subject to compliance with all applicable laws, regulations and directives, Certificates may be issued in any currency agreed between the relevant Issuer and the relevant dealer at the time of issue.</p> <p>The Certificates will be denominated in United States Dollar (“USD”), interest amounts (if any) will be payable in Euro and any amount payable on redemption will be in Euro.</p>
C.5	Description of restrictions on free transferability of the Securities	<p>The free transfer of the Certificates is subject to the selling restrictions of the United States, the European Economic Area (including Austria, Belgium, Czech Republic, Denmark, Finland, France, Germany, Greece, Hungary, Ireland, Italy, Lichtenstein, Luxembourg, the Netherlands, Norway, Poland, Portugal, Romania, Slovakia, Spain, Sweden and the United Kingdom), the Hong Kong Special Administrative Region of the People’s Republic of China (Hong Kong), India, the People’s Republic of China (PRC), Singapore, the Republic of Korea (South Korea) and the Republic of China (Taiwan) (Taiwan).</p> <p>Certificates offered and sold outside the United States to non-US persons in reliance on Regulation S under the U.S. Securities Act of 1933 must comply with selling restrictions.</p> <p>Certificates held in a clearing system must be transferred in accordance with the rules, procedures and regulations of that clearing system.</p>
C.8	Description of the rights attaching to the Securities including ranking and including any limitations to those rights	<p>The Certificates are issued in a series (a Series) having terms and conditions relating to, amongst other matters, the following:</p> <p><u>Interest/Redemption:</u></p> <p>The Certificates entitle the holder the payment of interest as set out in more detail in elements C.9, C.10 and C.15 and entitle the holder to receive a cash amount on the redemption date as set out in more detail in elements C.9 and C.15.</p> <p>All references in this summary to “interest” and “nominal amount” shall be construed as references to “premium” and “notional amount”, respectively.</p> <p><u>Options:</u></p> <p>Not Applicable. There are no Certificateholder options in respect of the Certificates.</p> <p>Not Applicable. There are no Issuer options in respect of the Certificates.</p> <p><u>Early Redemption Triggers:</u></p> <p>The Certificates may not be redeemed prior to their stated maturity. See also this element C.8 below for detail on other events, if applicable, which may lead to the early redemption of the Certificates.</p> <p><u>Secured Certificates:</u></p> <p>Not applicable. The Certificates are not Secured Certificates.</p> <p><u>Payoff Features:</u></p> <p>The Certificates have several features which affect the way interest is calculated and the way amounts payable on redemption are calculated that apply, as set out below:</p> <p><i>Dual Currency (Interest) Payoff Feature:</i> As Dual Currency (Interest) Payoff Feature is applicable, interest amounts (if any) will be paid in any one of the Interest Currencies. The amount paid will be calculated by dividing the interest amount to be paid by the relevant</p>

Section C – Securities

Dual Currency (Interest) Exchange Rate on the relevant Interest Determination Date.

Interest Currency:

EUR

Dual Currency (Interest) Exchange Rate:

EUR/USD exchange rate on the Interest Determination Date

Dual Currency (Redemption) Payoff Feature: As Dual Currency (Redemption) Payoff Feature is applicable, the amount payable on redemption will be payable in any one of the applicable Redemption Currencies. The amount paid will be calculated by dividing the relevant redemption amount to be paid by the relevant Dual Currency (Redemption) Exchange Rate on the relevant date.

Redemption

Currenc(y)(ies):

Dual Currency

(Redemption)

Exchange Rate:

Redemption Date:

EUR

EUR/USD exchange

Rate on the Redemption Determination Date

Guarantee:

The payment of principal and interest in respect of the Certificates is unconditionally and irrevocably guaranteed by the Guarantor pursuant to the Guarantee.

Redemption for FATCA Withholding:

The Issuer may redeem any or all FATCA Affected Certificates and, in circumstances where the Issuer elects not to redeem a FATCA Affected Certificate, the holder of such FATCA Affected Certificate can subsequently request the Issuer to redeem such FATCA Affected Certificate. The Certificates will be redeemed at their Fair Market Value Redemption Amount. A **FATCA Affected Certificate** means a Certificate in respect of which (i) the Issuer or Guarantor (if it were required to make a payment under the Guarantee) has or will become obliged to make any withholding or deduction pursuant to an agreement described in Section 1471(b) of the U.S. Internal Revenue Code of 1986, as amended (the **Code**) or any withholding or deduction otherwise imposed pursuant to Sections 1471 through 1474 of Code, or any fiscal or regulatory legislation, rules or practices adopted pursuant to any intergovernmental agreement entered into in connection with the implementation of such sections of the Code and (ii) such obligation cannot be avoided by the Issuer or the Guarantor taking reasonable measures available to it.

Redemption for Illegality and Force Majeure:

The Issuer has the right to terminate the Certificates in the case of illegality or force majeure.

Market Disruption Events:

Upon the occurrence of a market disruption event with respect to an Underlying, the relevant observation date relating to the Underlying may be subject to postponement, the relevant payment date for interest or redemption may be subject to postponement, the Certificates may be early redeemed or the Calculation Agent may determine the fair market value of the relevant Underlying.

Other events that have a material effect on the Certificates:

If any other event, other than a market disruption event and an additional disruption event, occurs which the Calculation Agent determines, acting in good faith, has a material effect

Section C – Securities		
		<p>on the Certificates, the Certificates may be subject to adjustment or may be early redeemed at the Fair Market Value Redemption Amount.</p> <p>The Fair Market Value Redemption Amount in respect of a Certificate will be equal to the fair market value of the Certificate as at (or about) the date of early redemption, taking into account, without limitation, the deduction of the Hedge Amount but disregarding the financial condition of the relevant Issuer and/or the Guarantor.</p> <p>Hedge Amounts represent the losses or costs (expressed as a positive number) to the relevant Issuer or any affiliate thereof that are incurred or gains (expressed as a negative number) of the relevant Issuer or any affiliate thereof that are realised in unwinding any hedging arrangements entered into in respect of the relevant Certificates (whether by the Issuer, the Guarantor or indirectly through an affiliate). The Fair Market Value Redemption Amount shall not be a negative number).</p> <p><u>Withholding tax:</u></p> <p>Certificateholders must pay all specified expenses relating to the Certificates.</p> <p>Neither the Issuer nor the Guarantor shall be liable for or otherwise obliged to pay any tax, duty, withholding or other payment which may arise as a result of the ownership, transfer, exercise or enforcement of any Certificates and all payments made by the Issuer or the Guarantor shall be made subject to any such tax, duty, withholding or other payment which may be required to be made, paid, withheld or deducted.</p> <p><u>Meetings:</u></p> <p>The terms of the Certificates contain provisions for calling meetings of holders of the Certificates to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.</p> <p><u>Governing Law:</u></p> <p>The Certificates are governed by English law.</p>
C.9	Interest, maturity and redemption provisions, yield and representation of the security-holders	<p>Please also refer to element C.8.</p> <p><i>Linked Interest Certificates:</i> The Certificates are Linked Interest Certificates. The Linked Interest Certificates will bear interest on the basis of the Linked Interest Rate (as set out in more detail in C.15).</p> <p><i>Redemption:</i></p> <p>The Certificates are scheduled to redeem on 1 December 2020 by payment of the Issuer of the Final Redemption Amount</p> <p><u>Early Redemption Triggers:</u></p> <p>The Certificates may not be redeemed prior to their stated maturity upon the occurrence of certain events and/or at the option of the Issuer or Certificateholders.</p> <p>See also element C.8 for detail on other events, if applicable, which may lead to the early redemption of the Certificates.</p> <p><u>Redemption Method:</u></p> <p>The Final Redemption Amount will be calculated in accordance with the Standard Redemption and will be payable in the Redemption Currency in accordance with the Dual Currency (Redemption) Payoff Feature.</p>

Section C – Securities		
		<p>Redemption Unwind Costs means zero (0).</p> <p><i>Standard Redemption:</i> The Redemption Method corresponding to the Final Redemption Amount is Standard Redemption. The Final Redemption Amount applicable to the Certificates is calculated as (i) the Redemption Unwind Costs subtracted from (ii) the Reference Price multiplied by the Nominal Amount.</p> <p>Nominal Amount means USD 100</p> <p>Reference Price means 100%</p> <p><i>Representation of Certificateholders:</i></p> <p>There is no trustee or any other representative of Certificateholders.</p> <p>The Final Redemption Amount due under the Certificates will be calculated in USD but will be paid in EUR at the EUR/USD exchange rate fixed on the Redemption Determination Date, i.e. 2 (two) FX Business Days before the Redemption Date. This feature has been added to facilitate investors who would like to invest in USD-denominated Certificates but can only receive payments in EUR (e.g. if they have access to EUR-denominated securities accounts only).</p> <p>The principal amount of the Certificates is denominated in USD and is protected in USD. Investors who calculate their investment performance in EUR are exposed to the risk of unfavourable change in the EUR/USD exchange rate (due to inter alia the devaluation of the USD) and to the risk that authorities with jurisdiction over EUR may impose exchange controls. Therefore they may receive in EUR a Final Redemption Amount lower than the Nominal Amount.</p>
C.10	Derivative component in interest payments	<p>The amount payable to investors as interest may be determined by reference to the performance of a benchmark rate (as set out in more detail in C.9 and C.15).</p> <p>The Certificates are Linked Interest Certificates and the amount payable as interest is linked to an Underlying (as set out in more detail in C.9 and C.15).</p>
C.11	An indication as to whether the securities offered are or will be the object of an application for admission to trading	<p>Application has been made by the Issuer (or on its behalf) for the Certificates to be admitted to trading on the Electronic Securitised Derivatives Market of Borsa Italiana S.p.A. (Italian Listed Certificates) with effect from Issue Date or as soon as practicable.</p> <p><i>Distribution:</i></p> <p>The Certificates will be offered to the public in Italy.</p>
C.15	Description of how the value of your investment	<p><i>Linked Interest Certificates:</i> The Certificates are Linked Interest Certificates, they will bear interest on the basis of the Linked Interest Rate which is calculated in accordance with the below and expressed as a percentage, where, the Underlying Value reflects the price, level or rate of the relevant Underlying (without regard to any currency of denomination of such price, level or rate, as the case may be) at the relevant time.</p>

Section C – Securities							
	is affected by the value of the underlying assets	<i>Standard Collar Interest:</i> The Certificates are also Standard Collar Interest Certificates. The Linked Interest Rate applicable to the Certificates calculated using Standard Interest Payoff is calculated as the lesser of (a) Cap and (b) the greater of (i) Floor and (ii) Margin added to the result of Leverage multiplied by Underlying Value on the relevant Interest Observation Date.					
		Underlying:	Cap:	Floor:	Leverage:	Margin:	Interest Observation Date
		5 year USD-ISDA-Swap Rate	5.00 % per annum	1.50 % per annum	60%	Not Applicable	Each date falling 2 (two) U.S. Government Securities Business Days immediately prior to the first day of the Interest Accrual Period
		Underlying: FX Rate: EUR/USD exchange rate The Interest due under the Certificates will be calculated in USD but will be paid in EUR at the EUR/USD exchange rate fixed on the Interest Determination Date, i.e. 2 (two) FX Business Days before the relevant Interest Payment Date. This feature has been added to facilitate investors who would like to invest in USD-denominated Certificates but can only receive payments in EUR (e.g. if they have access to EUR-denominated securities accounts only). Investors who calculate their investment performance in EUR are exposed to the risk of unfavourable change in the EUR/USD exchange rate (due to inter alia the devaluation of the USD) and to the risk that authorities with jurisdiction over EUR may impose exchange controls. Therefore they may receive in EUR an Interest Rate lower than expected.					
C.16	Expiration or Maturity Date	Subject to compliance with all relevant laws, regulations and directives, the final redemption date of the Certificates is 1 December 2020.					
C.17	Settlement procedure	The Certificates will be cash settled on 1 December 2014. Certificates will be delivered on 1 December 2014 against payment of the issue price of the Certificates, provided that the Issue Price per Certificate will be payable in Euro (“EUR”), converted at the EUR/USD exchange rate displayed on the Reuters Screen ECB37 Page at 2.15 p.m., Central European Time, on the Trade Date (as defined in paragraph 7 of these Final Terms), i.e. USD 1.2445 per one EUR. The Certificates are cleared through Euroclear/Clearstream, Luxembourg and through Monte Titoli S.p.A. and settlement will be in accordance with the procedures and local practices relevant to such clearing system.					
C.18	Procedure on return on	The value of the underlying will affect the amount paid on redemption as set out in more detail in element C.8 and C.15.					

Section C – Securities		
	Securities	
C.19	Final reference price of underlying asset	The final value of the underlying is calculated by looking at the price, level or rate of the underlying (without regard to any currency of denomination of such price, level or rate, as the case may be) at the relevant time on the Redemption Determination Date, as calculated by the calculation agent.
C.20	Type of underlying asset	The Underlying is a Benchmark Rate Information relating to them can be found on Reuters Screen ISDAFIX1
C.21	Indication of the market where the securities will be traded and for which prospectus has been published.	Certificates will be admitted to trading on the Electronic Securitised Derivatives Market of Borsa Italiana S.p.A.) on or as soon as practicable after the Issue Date and will be offered to the public in Italy.

Section D – Risks		
D.2	Key risk factors relating to the Issuer	<p>The following are key risk factors related to the Issuer, its operations, industry and its structure that may affect the Issuer's ability to fulfil its obligations under the Certificates issued under the Programme.</p> <p>The key risk factors relating to Crédit Agricole CIB FS:</p> <ul style="list-style-type: none"> • risk management; • credit risk; • liquidity risk; • interest rate risk; and • foreign currency risk.
D.3	Key risk factors relating to the Securities	<p>The following key risk factors are material for the purpose of assessing the risks associated with Certificates:</p> <ul style="list-style-type: none"> • the Certificates may not be a suitable investment for all investors; • risks related to the structure of a particular issue of Certificates: <ul style="list-style-type: none"> (i) structured Certificates; • risks related to Certificates generally: <ul style="list-style-type: none"> (i) Unsecured Obligations; (ii) modification; (iii) French insolvency law; (iv) taxation; (v) No gross up (vi) EC Council Directive 2003/48/EC on the taxation of savings income; (vii) Proposed Financial Transaction Tax;

Section D – Risks		
		<ul style="list-style-type: none"> (viii) Potential U.S. Foreign Account Tax Compliance withholding; (ix) Legislation affecting dividend equivalent payments; (x) Change of law; (xi) Illegality and Force Majeure; (xii) Certificates where denominations involve integral multiples: definitive Certificates; (xiii) Conflicts of Interest – Calculation Agent; (xiv) Potential conflicts of interest; (xv) Potential conflicts of interest relating to distributors; (xvi) Certain considerations relating to public offers of the Certificates; (xvii) Risks may be compounded; • risks related to the market generally: <ul style="list-style-type: none"> (i) The secondary market generally; (ii) Illiquid Market; (iii) Exchange rate risks and exchange controls; (iv) Interest rate risks; (v) Credit ratings may not reflect all risks; (vi) Effect of a Credit Rating Reduction; (vii) market value of the Certificates; • legal investment considerations may restrict certain investments: <ul style="list-style-type: none"> (i) independent review and advice; (ii) no reliance; (iii) restrictions on transfer; • risks related to Benchmark rate linked Certificates; • certain considerations regarding hedging; • risks related to disruption events; • risk related to standard interest payoffs and standard redemption payoffs: <ul style="list-style-type: none"> (i) caps and floors; (ii) leverage factors; (iii) focus on the change in the performance of the underlying rather than its level; • risks related to payoff features <ul style="list-style-type: none"> (i) dual currency; • risks related to redemption methods: <ul style="list-style-type: none"> (i) standard redemption and; (ii) Fair Market Value Redemption Amount; (iii) redemption unwind costs.
D.6	Risk warning that investors may lose value of entire investment	<p>Please also refer to element D.3.</p> <p>The capital invested in the Certificates is at risk. Consequently, the amount a prospective investor may receive on redemption of its Certificates may be less than the amount invested by it and may be zero (0).</p> <p>Investors may lose up to the entire value of their investment if:</p> <ol style="list-style-type: none"> the relevant payoff conditions do not provide for full repayment of the initial purchase price upon redemption or specified early redemption and the underlying asset(s) perform(s) in such a manner that the amount due under the Certificates is less than the initial purchase price; the investor sells their Certificates prior to the scheduled redemption in the secondary market at an amount that is less than the initial purchase price; the Issuer is subject to insolvency or bankruptcy proceedings or some other event

Section D – Risks		
		<p>which negatively affects the Issuer's ability to repay amounts due under the Certificates;</p> <p>4. the Certificates are redeemed early for reasons beyond the control of the Issuer, (such as a change of applicable law or market event in relation to the underlying asset(s)) and the amount paid or delivered is less than the initial purchase price; or</p> <p>5. the Certificates are subject to certain adjustments or alternative valuations following certain disruptive market events that result in the amount to be paid or delivered being reduced to an amount or value that is less than the initial purchase price.</p>

Section E – Other		
E.2b	Reasons for offer and use of proceeds when different from making profit and/or hedging certain risks	Not Applicable. The reasons for the offer and the net proceeds of the issue are for making profit and hedging certain risks
E.3	Terms and conditions of offer	<p>The Certificates are being offered to the public in a Non-exempt Offer in Italy. Any investor intending to acquire or acquiring any Certificates from an Authorised Offeror will do so, and offers and sales of the Certificates to an investor by an Authorised Offeror will be made, in accordance with any terms and other arrangement in place between such Authorised Offeror and such investor including as to price, allocation and settlement arrangements.</p> <p>Offer Price:</p> <p>Issue Price (of which a maximum amount of 3.60% is represented by distribution commissions payable upfront to the Distributors).</p> <p>The Issuer has appointed the following Distributors (the Distributors) for the purpose of distribution of the Certificates in Italy:</p> <p>Cassa Di Risparmio Di Parma E Piacenza S.p.A., via Università 1 43121 Parma Italia</p> <p>Cassa di Risparmio della Spezia S.p.A. Corso Cavour, 86 19121 La Spezia, Italia</p>

Section E – Other

		<p>Banca Popolare Friuladria S.p.A. Piazza XX Settembre, 2 33170 Pordenone, Italia</p> <p>Conditions to which the offer is subject:</p> <p>The offer of the Certificates is conditional on their issue.</p> <p>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.</p> <p>The Issuer shall publish a notice on the website of the Guarantor (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.</p> <p>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.</p> <p>Description of the application process:</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 the website of the Guarantor (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</p>
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Section E – Other

		<p>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 assigned except as otherwise specified herein.</p>
	<p>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:</p>	<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 principal amount of the Certificates of 200,000 Certificates and the Issuer may increase the "up to" aggregate principal amount of the Certificates.</p> <p>The Issuer shall publish a notice on the website of the Guarantor (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 200,000 Certificates is exceeded and the "up to" Aggregate Number of Certificates is increased</p>
	<p>Details of the minimum and/or maximum amount of application:</p>	<p>There is no maximum amount of application.</p> <p>Minimum amount of application is USD 100</p>
	<p>Details of the method and time limits for paying up and delivering the Certificates:</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</p>

Section E – Other

		<p>gross subscription moneys. Each such investor will be notified by the relevant 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: Publication on the website of the Guarantor (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: Not Applicable</p> <p>Whether tranche(s) have been reserved for certain countries: Not Applicable</p> <p>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.</p> <p>Amount of any expenses and taxes specifically charged to the subscriber or purchaser: Dealing in the Certificates may commence on the Issue Date.</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>
E.4	Interest material to issue including conflicting interests	Not Applicable. So far as the Issuer is aware, no person involved in the offer of the Certificates has an interest material to the offer, including conflicting interests.
E.7	Estimated expenses charged to investor	Not Applicable. There are no expenses charged to the investor by the Issuer.

ANNEX B – FORM OF RENOUNCEMENT NOTICE

RENOUNCEMENT NOTICE

(to be completed by the beneficial owner of the Certificates)

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

(a limited liability company incorporated in France as a “société anonyme”)

and

CRÉDIT AGRICOLE CIB FINANCIAL PRODUCTS (GUERNSEY) LIMITED

(a limited liability company incorporated in Guernsey)

and

CRÉDIT AGRICOLE CIB FINANCE (GUERNSEY) LIMITED

(a limited liability company incorporated in Guernsey)

and

CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS

(a limited liability company incorporated in France)

Issue of 154,090 Certificates FX Linked Redemption due December 2020

ISIN: XS1115426600

(the “Certificates”)

To: [Euroclear or Clearstream, Luxembourg]
[address]
Fax No: [●]
(the “Financial Intermediary”)

c/c Issuer
[address]
Fax No: [●]

c/c Principal Certificate Agent
[address]
Fax No: [●]

We/I the undersigned beneficial owner(s) of the Certificates

hereby communicate that we are renouncing the automatic exercise on the Exercise Date scheduled to fall on 2 (two) FX Business Days (where FX Business Day means any day on which the FX Price Source (as defined in Paragraph 19 of the Final Terms) would, in the ordinary course, publish or announce the Dual Currency (Interest) Exchange Rate (as defined in Paragraph 21(k) of the Final Terms) preceding the Redemption Date (i.e 1 December 2020) of the rights granted by the Certificates in accordance with the Conditions.

Series No. of the Certificates:

Number of Certificates the subject of this notice:

The undersigned understands that if this Renouncement Notice is not completed and delivered as provided in the Conditions or is determined to be incomplete or not in proper form (in the determination of the Financial Intermediary), it will be treated as null and void.

If this Renouncement Notice is subsequently corrected to the satisfaction of the Financial Intermediary, it will be deemed to be a new Renouncement Notice submitted at the time such correction was delivered to the Financial Intermediary.

Expressions defined in the Conditions shall bear the same meanings in this Renouncement Notice.

Place and date:

Name of beneficial owner of the Certificates

Signature