

**FIRST SUPPLEMENT DATED 13 NOVEMBER 2023  
TO THE BASE PROSPECTUS DATED 10 MAY 2023**

**CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK**

*(incorporated in France)*

and

**CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS**

*(incorporated in France)*

and

**CRÉDIT AGRICOLE CIB FINANCE LUXEMBOURG S.A.**

*(incorporated in Luxembourg)*

**€50,000,000,000**

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

**CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK**

*Arranger*

**Crédit Agricole CIB**

*Dealers*

**Crédit Agricole CIB**

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

This supplement dated 13 November 2023 (the **First Supplement**) is supplemental to, and should be read in conjunction with, the base prospectus dated 10 May 2023 (the **Base Prospectus**), in relation to the €50,000,000,000 Structured Debt Instruments Issuance Programme (the **Programme**) of Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**), Crédit Agricole CIB Financial Solutions (**Crédit Agricole CIB FS**) and Crédit Agricole CIB Finance Luxembourg S.A. (**Crédit Agricole CIB FL**) (each an **Issuer** and together the **Issuers**). Unless the context otherwise requires, terms used but not otherwise defined in this First Supplement shall have the meanings given to them in the Base Prospectus.

The Base Prospectus constitutes a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended) (the **Prospectus Regulation**). The *Commission de Surveillance du Secteur Financier* (the **CSSF**) approved the Base Prospectus on 10 May 2023. Application has been made to the CSSF for approval of this First Supplement in its capacity as competent authority pursuant to the Prospectus Regulation.

This First Supplement constitutes a supplement to the Base Prospectus for the purposes of article 23.1 of the Prospectus Regulation.

Each Issuer accepts responsibility for the information contained in this First Supplement. To the best of the knowledge of each Issuer (who has taken all reasonable care to ensure that such is the case), the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.

To the extent that there is any inconsistency between (a) any statement in this First Supplement and (b) any other statement in, or incorporated by reference in, the Base Prospectus, the statement referred to in this First Supplement will prevail.

References in this First Supplement to provisions of the Base Prospectus are to the Base Prospectus. References in this First Supplement to page numbers in the Base Prospectus are to the page numbers in the Base Prospectus, unless otherwise specified in this First Supplement.

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

To the extent applicable and in accordance with Article 23.2 of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for any Notes before this First Supplement is published, have the right, exercisable within a time limit of two (2) working days after the publication of this Supplement (no later than 15 November 2023), to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy arose or was noted before the closing of the offer period or the delivery of the securities. Investors may contact the Authorised Offerors should they wish to exercise the right of withdrawal. The amendments included in this First Supplement shall only apply to final terms the date of which fall on or after the approval of this First Supplement.

Copies of the Base Prospectus and this First Supplement may be obtained from the registered office of Crédit Agricole CIB and the specified office of the Principal Paying Agent and will be available on the Luxembourg Stock Exchange's website: [www.luxse.com](http://www.luxse.com) and Crédit Agricole CIB's website: <https://www.documentation.cacib.com/IssuanceProgram>.

This First Supplement has been prepared for the purposes of:

- I. amending the section entitled "Other Important Information";
- II. amending the section entitled "Risk Factors";
- III. updating the section entitled "Documents Incorporated By Reference" by incorporating by reference (i) the English-language version of Crédit Agricole CIB's *Amendement au Document d'enregistrement universel 2022*, (ii) the half yearly financial report for the period ended 30 June 2023 of Crédit Agricole CIB FL and (iii) the half yearly unaudited financial report for the period ended 30 June 2023 of Crédit Agricole CIB FS;
- IV. amending the section entitled "Form of the Final Terms";
- V. amending the section entitled "Annex 1 – Asset Conditions";
- VI. updating the section entitled "Description of the Issuers"; and
- VII. updating the section entitled "General Information".

## TABLE OF CONTENTS

<b>OTHER IMPORTANT INFORMATION</b>	<b>4</b>
<b>RISK FACTORS</b>	<b>5</b>
<b>DOCUMENTS INCORPORATED BY REFERENCE</b>	<b>7</b>
<b>FORM OF FINAL TERMS</b>	<b>15</b>
<b>ANNEX 1 – ASSET CONDITIONS</b>	<b>17</b>
<b>DESCRIPTION OF THE ISSUERS</b>	<b>18</b>
<b>GENERAL INFORMATION</b>	<b>20</b>

## OTHER IMPORTANT INFORMATION

The section entitled “Other Important Information” (pages 6 to 12 of the Base Prospectus) is amended as follows:

- the paragraph entitled “**MiFID II product governance / target market**” on page 8 of the Base Prospectus is deleted and replaced with the following:

“**MiFID II product governance / target market** – The Final Terms in respect of any Securities will include a legend entitled "MiFID II Product Governance" which will outline the target market assessment in respect of the Securities, taking into account the five (5) categories referred to in item 19 of the Guidelines published by the European Securities and Markets Authority (**ESMA**) on 3 August 2023, and which channels for distribution of the Securities are appropriate. Any person subsequently offering, selling or recommending the Securities (a **Distributor** as defined in MiFID II) should take into consideration the target market assessment; however, a Distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the target market assessment) and determining appropriate distribution channels.”

## RISK FACTORS

The section entitled “Risk Factors” (pages 16 to 60 of the Base Prospectus) is amended as follows:

- the paragraph under the heading entitled “1. RISKS RELATED TO CRÉDIT AGRICOLE CIB” (on page 17 of the Base Prospectus) is deleted and replaced with the following:

“Such factors are set out at pages 150 to 160 of the 2022 Universal Registration Document and pages 14 to 18 of the Amendment to the 2022 URD incorporated herein by reference (see “*Documents Incorporated by Reference*”).”

- the list on page 16 to 17 is amended with the addition of “5.24. Risk related to sustainability”; and
- the following paragraph is added under the sub-heading entitled “RISKS RELATED TO THE STRUCTURE OF A PARTICULAR ISSUE OF SECURITIES” on page 60 of the Base Prospectus:

### **“5.24. Risks related to sustainability**

"Sustainability risk" is an environmental, social or governance event or condition (including, but not limited to, environmental risks including those arising from climate change which may be physical risks or risks associated with the transition to net zero, natural resource depletion, environmental degradation and loss of biodiversity, social risks including those arising from diverse stakeholder expectations, social inequality, human rights issues and population displacement and governance risks including management and reporting failures or legal and compliance breaches) that, if it occurs, could cause an actual or potential material negative impact on the value of an investment. Sustainability risk can arise regardless of whether an investment is designated as "sustainable", "social", "green" or an equivalent label and the relevant event or condition may cause an impact in relation to the Issuer, the Securities and any Underlying(s), including an underlying index or price source which is connected to the value or interest payable in respect of the Securities. However, sustainability risk should be given particular weight when assessing Securities relating to Eligible Green Assets or Eligible Social Assets.

In addition, sustainability risk may increase the volatility and/or magnify pre-existing risks in respect of the Securities, the Issuer and/or any Underlying(s), including indices or price sources. Sustainability risk may be particularly acute if it occurs in an unanticipated or sudden manner and may cause investors to reconsider the suitability of their investment in the Securities, creating further downward pressure on the value of the Securities.

Evolving laws, regulations and industry norms (both among Member States and internationally) may impact the sustainability of the Issuer, the Securities and any Underlying(s), particularly in respect of environmental and social factors. Any changes to such measures could have a negative impact on the Issuer, the Securities or the Underlying(s) which may result in a material loss in value. Relevant events or conditions which give rise to sustainability risk may not be specific to the Issuer, the Securities or the Underlying(s) and may arise in respect of a specific country, region or globally, therefore adversely impacting markets and issuers across several countries or regions.

Evolving laws, regulations and industry norms (both among the Member States and internationally) may also impact the sustainability of the Issuer, the Securities and any Underlying(s) by altering the conditions that must be achieved for a product to be deemed "sustainable", "social", "green" or equivalent. As such, no assurance is or can be given to Securityholders that any green or social project, towards which proceeds of the Securities are to be applied, will meet investor expectations regarding any "sustainable", "social", "green" or equivalent performance objectives, including those set out under the EU Taxonomy Regulation and/or the proposed regulation on a voluntary European Green Bond Standard and optional disclosure on bonds marketed as environmentally sustainable and sustainability-linked bonds (the **EuGB Regulation**).

Assessment of sustainability risk requires subjective judgements, which may include consideration of sustainability-related data, including third party data that is incomplete or inaccurate. Therefore, no assurance is or can be given to Securityholders that any adverse social, green, sustainable and/or other impacts will not occur during the implementation of any green or social (or combination of any green and social) or sustainable project. No assurance is given as to the suitability or reliability for any purpose of any opinion or certification given in connection with the Issuer, the Securities and/or the Underlying(s) by a

third party or as a result of third party data. This includes opinions and certifications relating to Eligible Green Assets, Eligible Social Assets, Green Securities or Social Securities. For the avoidance of doubt, any such opinion or certification is not, nor shall be deemed to be, incorporated in and/or form part of this Base Prospectus, nor should any such opinion or certification be deemed to be a recommendation by any party to buy, sell or hold any Securities or other products. All Securities, whether or not they are specifically identified as "sustainable", "social", "green" or an equivalent label, are exposed to sustainability risks to a varying degree."

## DOCUMENTS INCORPORATED BY REFERENCE

The section entitled “Documents Incorporated By Reference” (pages 91 to 111 of the Base Prospectus) is amended as follows:

- the following paragraphs (a), (b) and (c) are added to the list on page 91 of the Base Prospectus:
  - (a) the English-language version of Crédit Agricole CIB's *Amendement au Document d'enregistrement universel 2022* ([https://www.ca-cib.com/sites/default/files/2023-08/EN\\_Amendment\\_URD\\_CACIB\\_2022\\_30%20June%202023.pdf](https://www.ca-cib.com/sites/default/files/2023-08/EN_Amendment_URD_CACIB_2022_30%20June%202023.pdf)) (the **Amendment to the 2022 Universal Registration Document**) including (on pages 29 to 78 of the Amendment to the 2022 Universal Registration Document) the condensed interim consolidated financial statement of Crédit Agricole CIB for the half year period ended 30 June 2023 and the auditors' report thereon;
  - (b) Crédit Agricole CIB FS's half yearly financial report, including (on pages 3 to 90 thereof) the half-yearly financial statements of Crédit Agricole CIB FS for the period ended 30 June 2023 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=cac5bafd-574f-4d91-ba7c-ec7bca71f66f>) and the auditors' report thereon;
  - (c) Crédit Agricole CIB FL's half yearly unaudited financial report, including (on pages 3 to 45 thereof) the half-yearly unaudited financial statements of Crédit Agricole CIB FL for the period ended 30 June 2023 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=51c2632c-721c-4130-8d1d-c5557e93c4d4>);
- accordingly, the numbering of the paragraphs previously numbered from (a) to (n) is amended to (d) to (r);
- the fourth paragraph on page 93 of the Base Prospectus is deleted and replaced with the following:
 

Crédit Agricole CIB takes responsibility for any free translations, which may be included in the 2021 Universal Registration Document, the 2022 Universal Registration Document or the Amendment to the 2022 Universal Registration Document. Note that only the French versions of the 2021 Universal Registration Document, the 2022 Universal Registration Document and the Amendment to the 2022 Universal Registration Document have been submitted to the *Autorité des marchés financiers*. Crédit Agricole CIB FS takes responsibility for any free translations, which may be included in the Crédit Agricole CIB FS 2021 Report and Financial Statements, the Crédit Agricole CIB FS 2022 Report and Financial Statements or Crédit Agricole CIB FS's half yearly financial report for the period ended 30 June 2023.
- the cross-reference list entitled “Crédit Agricole CIB” on pages 94 to 97 of the Base Prospectus is deleted and replaced with the following:

### Crédit Agricole CIB

Annex 6 of the Commission Delegated Regulation		Page number (of the 2022 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2022 Universal Registration Document unless otherwise stated)
1.	<b>PERSONS RESPONSIBLE</b>	435	87
2.	<b>STATUTORY AUDITORS</b>		

<b>Annex 6 of the Commission Delegated Regulation</b>		<b>Page number (of the 2022 Universal Registration Document unless otherwise stated)</b>	<b>Page number (of the Amendment to the 2022 Universal Registration Document unless otherwise stated)</b>
2.1	Statutory Auditors	436	88
	Issuer's Audit Committee (including names of committee members)	86 to 87	83
3.	<b>RISK FACTORS</b>	150 to 160	14 to 18
4.	<b>INFORMATION ABOUT THE ISSUER</b>		
4.1	History and development of the issuer.	17	
4.1.1	The legal and commercial name of the issuer.		30
4.1.2	The place of registration of the issuer, its registration number and legal identity identifier ('LEI').		30
4.1.3	The date of incorporation and the length of life of the issuer, except where the period is indefinite.	424	
4.1.4	The domicile and legal form of the issuer, the legislation under which the issuer operates, its country of incorporation, the address, telephone number of its registered office (or principal place of business if different from its registered office) and website of the issuer, if any.	250; 424	30
4.1.5	Details of any recent events particular to the issuer and which are to a material extent relevant to an evaluation of the issuer's solvency.		12 to 13; 28; 77
4.1.6	Credit ratings assigned to an issuer at the request or with the cooperation of the issuer in the rating process.		80
4.1.8	Description of the expected financing of the issuer's activities.	424	12 to 13
5.	<b>BUSINESS OVERVIEW</b>		
5.1	Principal activities	19 to 22	
6.	<b>ORGANISATIONAL STRUCTURE</b>		
6.1	If the issuer is part of a group, a brief description of the group and the issuer's position within the group. This may be in the form of, or accompanied by, a diagram of the organisational structure if this helps to clarify the structure.	4 to 5; 8 to 9	
7.	<b>TREND INFORMATION</b>		12 to 13
9.	<b>ADMINISTRATIVE, MANAGEMENT, AND SUPERVISORY BODIES</b>		



<b>Annex 6 of the Commission Delegated Regulation</b>		<b>Page number (of the 2022 Universal Registration Document unless otherwise stated)</b>	<b>Page number (of the Amendment to the 2022 Universal Registration Document unless otherwise stated)</b>
9.1	Names, business addresses and functions within the issuer of the following persons and an indication of the principal activities performed by them outside of that issuer where these are significant with respect to that issuer.	94 to 114	80 to 82
9.2	Potential conflicts of interests between any duties to the issuer, of the persons referred to in item 9.1, and their private interests and or other duties must be clearly stated. In the event that there are no such conflicts, a statement to that effect must be made.	115 to 116	
10.	<b>MAJOR SHAREHOLDERS</b>		62
11.	<b>FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES</b>		
11.1	<b>Historical financial information</b>		
11.1.1	Audited historical financial information covering the latest two financial years (or such shorter period as the issuer has been in operation) and the audit report in respect of each year.	247 to 414 247 to 422 of the 2021 Universal Registration Document	
11.1.3	Accounting Standards  The financial information must be prepared according to International Financial Reporting Standards as endorsed in the Union based on Regulation (EC) No 1606/2002.		
	(a) the balance sheet:	257 to 258 257 to 258 of the 2021 Universal Registration Document	
	(b) the income statement:	255 255 of the 2021 Universal Registration Document	

<b>Annex 6 of the Commission Delegated Regulation</b>	<b>Page number (of the 2022 Universal Registration Document unless otherwise stated)</b>	<b>Page number (of the Amendment to the 2022 Universal Registration Document unless otherwise stated)</b>	
	(c) the cash flow statement:	261  261 of the 2021 Universal Registration Document	
	(d) the accounting policies and explanatory notes:	263 to 279  263 to 280 of the 2021 Universal Registration Document	
	(e) Statutory Auditors' report:	363 to 369  371 to 377 of the 2021 Universal Registration Document	
11.1.6	Consolidated financial statements  If the issuer prepares both stand-alone and consolidated financial statements, include at least the consolidated financial statements in the registration document.		
	(a) Income statement	255  255 of the 2021 Universal Registration Document	
	(b) Net income and other comprehensive income	256  256 of the 2021 Universal Registration Document	
	(c) Balance sheet - Assets	257  257 of the 2021 Universal Registration Document	

<b>Annex 6 of the Commission Delegated Regulation</b>		<b>Page number (of the 2022 Universal Registration Document unless otherwise stated)</b>	<b>Page number (of the Amendment to the 2022 Universal Registration Document unless otherwise stated)</b>
	(d) Balance sheet - Liabilities	258 258 of the 2021 Universal Registration Document	
	(e) Change in shareholder's equity	259 to 260 259, 260 of the 2021 Universal Registration Document	
	(f) Cash flow statement	261 261 of the 2021 Universal Registration Document	
11.1.7	Age of financial information  The balance sheet date of the last year of audited financial information statements may not be older than 18 months from the date of the registration document.	247 247 of the 2021 Universal Registration Document	
11.2	<b>Interim and other financial information</b>		31 to 78
11.3	<b>Auditing of historical annual financial information</b>	363 to 369	
11.4	<b>Legal and arbitration proceedings</b>		24 to 26
11.5	<b>Significant change in the issuer's financial position</b>		N/A
12.	<b>ADDITIONAL INFORMATION</b>		
12.1	Share Capital  The amount of the issued capital, the number and classes of the shares of which it is composed with details of their principal characteristics, the part of the issued capital still to be paid up with an indication of the number, or total nominal value and the type of the shares not yet fully paid up, broken down where applicable according to the extent to which they have been paid up.		62

<b>Annex 6 of the Commission Delegated Regulation</b>		<b>Page number (of the 2022 Universal Registration Document unless otherwise stated)</b>	<b>Page number (of the Amendment to the 2022 Universal Registration Document unless otherwise stated)</b>
12.2	Memorandum and Articles of Association  The register and the entry number therein, if applicable, and a description of the issuer's objects and purposes and where they can be found in the memorandum and articles of association.	250; 418	30
13.	<b>MATERIAL CONTRACTS</b>	425	
14.	<b>DOCUMENTS AVAILABLE</b>	425	

- the cross-reference list entitled “Crédit Agricole CIB FS” on page 98 of the Base Prospectus is deleted and replaced with the following:

#### **Crédit Agricole CIB FS**

	<b>Report and Financial Statements (page number)</b>
<b>Unaudited half-yearly financial statements, related notes and audit report for the financial half-year ended 30 June 2023</b>	3-90
Independent auditor's report	5-6
Balance sheet	7-8
Income statement	9
Cash flow statement	10
Notes to the half-yearly accounts	11-87
<b>Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2022</b>	3-83
Independent auditor's report	5-8
Balance sheet	9-10
Income statement	11
Cash flow statement	12
Notes to the annual accounts	13-80
<b>Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2021</b>	3-79
Independent auditor's report	5-8

	<b>Report and Financial Statements (page number)</b>
Balance sheet	9-10
Income statement	11
Cash flow statement	12
Notes to the annual accounts	13-79

- the cross-reference list entitled “Crédit Agricole CIB FL” on page 99 of the Base Prospectus is deleted and replaced with the following:

#### **Crédit Agricole CIB FL**

	<b>Report and Financial Statements (page number)</b>
<b>Unaudited half-yearly financial statements and related notes for the financial half-year ended 30 June 2023</b>	3-45
Balance sheet - Assets	12
Income statement	11
Cash flow statement	14
Notes to the half-yearly accounts	15-45
Statement of changes in shareholders' equity	13
<b>Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2022</b>	3-50
Independent auditor's report	11-15
Balance sheet - Assets	17
Income statement	16
Cash flow statement	19
Notes to the annual accounts	20-50
Statement of changes in shareholders' equity	18
<b>Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2021</b>	3-48
Independent auditor's report	11-15
Balance sheet - Assets	17
Income statement	16

Cash flow statement	19
Notes to the annual accounts	20-48
Statement of changes in shareholders' equity	18

## FORM OF FINAL TERMS

The section entitled “Form of Final Terms” (pages 118 to 288 of the Base Prospectus) is amended as follows:

- the second and third paragraphs on page 118 of the Base Prospectus are deleted and replaced with the following:

“**[MiFID II product governance / Professional investors and ECPs only target market** – Solely for the purposes of [the/each] manufacturer's product approval process, the target market assessment in respect of the Securities, taking into account the five (5) categories referred to in item 19 of the Guidelines published by the European Securities and Markets Authority (**ESMA**) on 3 August 2023, has led to the conclusion that: (i) the target market for the Securities is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, **MiFID II**); and (ii) all channels for distribution of the Securities to eligible counterparties and professional clients are appropriate. *[Consider any negative target market. Possible wording could include, for example, "The target market assessment indicates that Securities are incompatible with the needs, characteristic and objectives of clients which are [fully risk averse/have no risk tolerance or are seeking on-demand full repayment of the amounts invested]"*]. Any person subsequently offering, selling or recommending the Securities (a **Distributor**) should take into consideration the manufacturer[’s/s’] target market assessment; however, a Distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer[’s/s’] target market assessment) and determining appropriate distribution channels.] *(Include this legend alternative if the target market is intended to be professional investors only (i.e. it does not include EEA retail investors))*”

**[MiFID II product governance / Retail investors, professional investors and ECPs target market** – Solely for the purposes of [the/each] manufacturer's product approval process, the target market assessment in respect of the Securities, taking into account the five (5) categories referred to in item 19 of the Guidelines published by the European Securities and Markets Authority (**ESMA**) on 3 August 2023, has led to the conclusion that: (i) the target market for the Securities is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, **MiFID II**); *EITHER* [and (ii) all channels for distribution of the Securities are appropriate[, including investment advice, portfolio management, non-advised sales and pure execution services]] *OR* [(ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Securities to retail clients are appropriate - investment advice[,/ and] portfolio management[,/ and][ non-advised sales][ and pure execution services][, subject to the suitability and appropriateness obligations of the Distributor (as defined below) under MiFID II, as applicable]]. *[Consider any negative target market. Possible wording could include, for example, "The target market assessment indicates that Securities are incompatible with the needs, characteristic and objectives of clients which are [fully risk averse/have no risk tolerance or are seeking on-demand full repayment of the amounts invested]"*]. Any person subsequently offering, selling or recommending the Securities (a **Distributor**) should take into consideration the manufacturer[’s/s’] target market assessment; however, a Distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer[’s/s’] target market assessment) and determining appropriate distribution channels[, subject to the Distributor's suitability and appropriateness obligations under MiFID II, as applicable].] *(Include this legend alternative if the target market is intended to include EEA retail investors)”*

- the first paragraph under the heading entitled “**PART A – CONTRACTUAL TERMS**” on page 121 of the Base Prospectus is amended as follows (the amendments are in **green** below):

“[This document constitutes the Final Terms of the Securities described herein for the purposes of [the Prospectus Regulation][Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**)]<sup>+</sup> and must be read in conjunction with the Base Prospectus dated 10 May 2023 [and the supplement[s] dated [●] which [together] constitute[s] a base prospectus for the purposes of the Prospectus Regulation] (the **Base**

**Prospectus**) in order to obtain all the relevant information.] / <sup>3</sup>[This document does not constitute final terms of the Securities described herein for the purposes of Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**) and must be read in conjunction with the Base Prospectus dated 10 May 2023 [and the supplement[s] dated [●]] (the **Base Prospectus**). The issue of Exempt Securities does not require the publication of a base prospectus pursuant the Prospectus Regulation since the issue of Exempt Securities is exempted under Prospectus Regulation.] / <sup>4</sup>[[This document does not constitute final terms of the Securities described herein for the purposes of Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**) and has not been deposited with the *Commission de Surveillance du Secteur Financier* (the **CSSF**). These Final Terms [will be] and the Base Prospectus dated 10 May 2023 [and the supplement[s] dated [●]] (the **Base Prospectus**) [has][have] been filed and deposited with a review body in Switzerland for entry on the list according to Article 64(5) of FinSA for the purposes of an offer of the Securities to the public in Switzerland on the basis of the combination of these Final Terms and the Base Prospectus.] [A summary of the issue of the Securities is annexed to these Final Terms.]<sup>5</sup> The Base Prospectus [and the supplement to the Base Prospectus] [is] [are] available for viewing [on the Luxembourg Stock Exchange's website ([www.luxse.com](http://www.luxse.com))] [and] [during normal business hours at the registered office of Crédit Agricole CIB and on its website (<https://www.documentation.ca-cib.com/IssuanceProgram>)].] [In addition<sup>6</sup>, the Base Prospectus [and the supplement(s) to the Base Prospectus] [is] [are] available for viewing [at/on] [●]].]”

- in “**PART B – OTHER INFORMATION**”, under section 11 “**OPERATIONAL INFORMATION**”, paragraph (c) on page 267 of the Base Prospectus is deleted and replaced with the following:

“(c) Common Code: [●]”

---

<sup>3</sup> Include if Securities are Exempt Securities.

<sup>4</sup> Include if Securities are offered in Switzerland and the Final Terms for the Securities are or will be (as applicable) filed and deposited with a review body in Switzerland for entry on the list according to Article 64(5) FinSA.

<sup>5</sup> Only required for Securities with a denomination of less than € 100,000 (or its equivalent in any other currency).

<sup>6</sup> If the Securities are admitted to trading on a regulated market other than on the Luxembourg Stock Exchange regulated market.



## ANNEX 1 – ASSET CONDITIONS

The section entitled “Annex 1 – Asset Conditions” (pages 402 to 601 of the Base Prospectus) is amended as follows:

- in Chapter 10 (“**Asset Conditions: Portfolio Linked Asset Conditions**”), Condition 2 (“**GENERAL DEFINITIONS RELATING TO PORTFOLIO LINKED SECURITIES**”), the definition of “Portfolio Calculation Agent Agreement” (on page 550 of the Base Prospectus) is deleted and replaced with the following:

“**Portfolio Calculation Agent Agreement** means an agreement entered into by the Portfolio Calculation Agent and the Calculation Agent pursuant to which the Calculation Agent will appoint the Portfolio Calculation Agent, whose duties will include calculating the Portfolio Level in accordance with these Portfolio Linked Asset Conditions including, without limitation Portfolio Linked Asset Condition 3.”

- in Chapter 10 (“**Asset Conditions: Portfolio Linked Asset Conditions**”), Condition 3 (“**DETERMINATION OF THE PORTFOLIO LEVEL**”), under Condition 3.2 (“Net Portfolio Level”), paragraph (a)(ii) (on page 554 of the Base Prospectus) is deleted and replaced with the following:

“(ii) otherwise:

$$NPL(t) = INPL(t) - \sum_{k=0}^{HWLag-1} PerfFeeAmount(t - k)$$

With,

$$INPL(t) = \left( \frac{INPL(t-1) \times PL(t)}{PL(t-1)} \right) \times \left( 1 - \frac{FactorFees(t) \times ACT(t-1,t)}{360} \right) - PerfFeeAmount(t - HWLag)$$

$$INPL(0) = NPL(0) = PL(0)”$$

- in Chapter 10 (“**Asset Conditions: Portfolio Linked Asset Conditions**”), Condition 4 (“**SPECIFIC PROVISIONS APPLICABLE TO DYNAMIC PORTFOLIOS**”), under Condition 4.3 (“Re-Weighting of Dynamic Portfolio composition”), paragraph (b)(v) (on page 566 of the Base Prospectus) is deleted and replaced with the following:

“(v) any event has occurred that makes it impossible or impracticable to (i) convert a relevant Portfolio Component Currency(k) into another Portfolio Component Currency(k) and/or the Specified Currency through customary legal channels (including a price source disruption) or (ii) to deliver a Portfolio Component Currency(k) from an account to another, in each case as may be required for the purpose of a Modification Proposal; or”

- in Chapter 10 (“**Asset Conditions: Portfolio Linked Asset Conditions**”), Condition 7 (“**PORTFOLIO DISRUPTION EVENTS**”), under Condition 7.2 (“Definitions”), paragraph (f) (on page 584 of the Base Prospectus) is deleted and replaced with the following:

“(f) Cash Disruption Event means the occurrence of any event that makes it impossible or impracticable to (i) convert a relevant Portfolio Component Currency(k) into another Portfolio Component Currency(k) and/or the Specified Currency through customary legal channels (including a price source disruption) or (ii) to deliver a Portfolio Component Currency(k) from an account to another, in each case as may be required under these Portfolio Linked Asset Conditions.”

## DESCRIPTION OF THE ISSUERS

The section entitled “Description of the Issuers” (pages 945 to 952 of the Base Prospectus) is amended as follows:

- the first three paragraphs under the heading entitled “**Description of Crédit Agricole Corporate and Investment Bank**” on page 945 of the Base Prospectus are deleted and replaced with the following:

“Information on Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**) is set out in Crédit Agricole Corporate and Investment Bank's 2022 Universal Registration Document and the Amendment to the 2022 Universal Registration Document, incorporated herein by reference (see section "*Documents Incorporated by Reference*" of this Base Prospectus).

Crédit Agricole CIB is a limited liability company incorporated in France as a "*société anonyme*" and having its domicile in France.

On 30 June 2023, the authorised and issued fully paid up share capital of Crédit Agricole Corporate and Investment Bank was €7,851,636,342 divided into 290,801,346 ordinary shares with a par value of €27 each.”

- the paragraph under the sub-heading entitled “**Trends**” under the heading entitled “**Description of Crédit Agricole CIB Financial Solutions**” on page 947 of the Base Prospectus is deleted and replaced with the following:

### “**Trends**”

The trends, uncertainties, demands, commitments and events that may impact Crédit Agricole CIB (a description of which is set out on pages 138 to 140 of the 2022 Universal Registration Document and on pages 12 to 13 of the Amendment to the 2022 Universal Registration Document, which are by reference in this Base Prospectus – see section "*Documents Incorporated by Reference*" of this Base Prospectus) are potentially relevant to Crédit Agricole CIB FS.”

- the paragraph under the sub-heading entitled “**Trends**” under the heading entitled “**Description of Crédit Agricole CIB Finance Luxembourg S.A.**” on page 950 of the Base Prospectus is deleted and replaced with the following:

### “**Trends**”

The trends, uncertainties, demands, commitments and events that may impact Crédit Agricole CIB (a description of which is set out on pages 138 to 140 of the 2022 Universal Registration Document and on pages 12 to 13 of the Amendment to the 2022 Universal Registration Document, which are incorporated by reference in this Base Prospectus – see section "*Documents Incorporated by Reference*" of this Base Prospectus) are potentially relevant to Crédit Agricole CIB FL.”

- the paragraphs under the sub-heading entitled “**Administration and Management**” under the heading entitled “**Description of Crédit Agricole CIB Finance Luxembourg S.A.**” on page 950 to 951 of the Base Prospectus are deleted and replaced with the following:

### “**Administration and Management**”

The Board of Directors of Crédit Agricole CIB FL consists of the following members:

Name	Function	Principal activities outside of Crédit Agricole CIB FL
Jérôme WEISS	Director	Managing Director - Head of structured Notes Issuance Platform.

Lukasz MALECKI	Director	Corporate Director and Senior Manager at Alter Domus.
Mary DEL BERDIN	Director	Corporate Director and Senior Manager at Alter Domus.

The business address of members of the Board of Directors is 15, Boulevard F.W. Raiffeisen, L-2411 Luxembourg for the local Directors (Lukasz MALECKI and Mary DEL BERDIN) and 12 place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France for the French Director (Jérôme WEISS).

At the date of this Base Prospectus there are no conflicts of interest between any duties to Crédit Agricole CIB FL of the members of the Board of Directors and their private interests and/or other duties.

To the best of its knowledge and belief, Crédit Agricole CIB FL complies with the corporate governance regime of Luxembourg. Crédit Agricole CIB FL operates under the laws of Luxembourg.”

## GENERAL INFORMATION

The section entitled “General Information” (pages 992 to 997 of the Base Prospectus) is amended as follows:

- the paragraphs under the heading entitled “**Documents available**” on page 992 of the Base Prospectus are deleted and replaced with the following:

“Copies of the following documents will, when published, be available for inspection or during normal business hours from the registered office of the relevant Issuer and on the website of Crédit Agricole CIB (<https://www.documentation.ca-cib.com/IssuanceProgram>):

- (a) the *Statuts* (with an English translation thereof) of Crédit Agricole CIB, the *Statuts* (with an English translation thereof) of Crédit Agricole CIB FS and the articles of association of Crédit Agricole CIB FL;
- (b) each of (i) in the case of Crédit Agricole CIB, as Issuer and Guarantor, the consolidated and non-consolidated audited financial statements in respect of the financial years ended 2021 and 2022 and the consolidated financial statements for the half-year period ended 30 June 2023 (with an English translation thereof for the consolidated accounts) and (ii) in the case of Crédit Agricole CIB FS and Crédit Agricole CIB FL, each as Issuer, the audited financial statements in respect of the financial years ended 2021 and 2022 and the half-year financial statements for the period ended 30 June 2023;
- (c) the most recently published annual audited financial statements and future interim unaudited financial statements of each Issuer and the Guarantor (with an English translation thereof);
- (d) the Programme Agreement, the Agency Agreement, the Deeds of Covenant, the Guarantees and the forms of the Global Securities, the Securities in definitive form, the Receipts, the Coupons and the Talons and any supplements thereto;
- (e) the Valuation Agency Agreement, the Custodian Agreement, the Collateral Management Agreement, the Collateral Monitoring Service Terms, the Disposal Agency Agreement, each Pledge Agreement, each Security Trust Deed and each Security Agency Agreement (save to the extent any such document relates to Exempt Securities);
- (f) a copy of this Base Prospectus;
- (g) any future Base Prospectus and supplements to this Base Prospectus and any other documents incorporated herein or therein by reference;
- (h) any Final Terms (save that the Final Terms relating to a Security which is neither admitted to trading on a regulated market in the European Economic Area nor offered in the European Economic Area in circumstances where a prospectus is required to be published under the Prospectus Regulation will only be available for inspection by a holder of such Security and such holder must produce evidence satisfactory to the relevant Issuer and the Principal Paying Agent as to its holding of Securities and identity); and
- (i) in the case of each issue of Securities admitted to trading on the Luxembourg Stock Exchange's regulated market subscribed pursuant to a subscription agreement, the subscription agreement (or equivalent document).

Investors should consult the Issuer should they require a copy of the ISDA Definitions or the Credit Derivative Definitions (as such term is defined in the Credit Linked Conditions). In addition, copies of this Base Prospectus and each document incorporated by reference are available on the Luxembourg Stock Exchange's website ([www.luxse.com](http://www.luxse.com)).

Copies of each Final Terms relating to Securities that are admitted to trading on the Luxembourg Stock Exchange's regulated market and each document incorporated by reference, are available on the Luxembourg Stock Exchange's website ([www.luxse.com](http://www.luxse.com)).

- the paragraphs under the heading entitled “**Significant or Material Adverse Change**” on page 994 of the Base Prospectus are deleted and replaced with the following:

“There has been no significant change in the financial position or financial performance of Crédit Agricole CIB Group since 30 June 2023 and no material adverse change in the prospects of Crédit Agricole CIB since 31 December 2022.

There has been no significant change in the financial position or financial performance of Crédit Agricole CIB FS or Crédit Agricole CIB FL since 30 June 2023 and no material adverse change in the prospects of Crédit Agricole CIB FS or Crédit Agricole CIB FL since 31 December 2022.”

- the paragraph under the heading entitled “**Governmental, Legal and Arbitration Proceedings**” on page 995 of the Base Prospectus is deleted and replaced with the following:

“Except as disclosed on pages 199 to 202 and of the 2022 Universal Registration Document and on pages 24 to 26 of the Amendment to the 2022 Universal Registration Document, there are no governmental, legal or arbitration proceedings relating to claims or amounts during at least twelve months (including any such proceeding which are pending or threatened of which the Issuers or the Guarantor are aware) which may, or have had in the recent past significant effects on any of the Issuers or the Guarantor, and/or on the Group's financial position or profitability.”

- the paragraphs under the heading entitled “**Auditors**” on page 995 of the Base Prospectus are deleted and replaced with the following:

“The auditors of Crédit Agricole CIB FS are PricewaterhouseCoopers Audit (member of the French *Compagnie nationale des commissaires aux comptes*), 63 rue de Villiers, 92200 Neuilly-sur-Seine, France.

PricewaterhouseCoopers Audit have audited Crédit Agricole CIB FS's accounts (including the cash flow statements contained therein), without qualification, in accordance with generally accepted auditing standards in France for each of the two financial years ended on 31 December 2021 and 2022. The auditors of Crédit Agricole CIB FS have no material interest in Crédit Agricole CIB FS.

PricewaterhouseCoopers Audit have reviewed Crédit Agricole CIB FS's half-yearly financial information for the period ended 30 June 2023.

The auditors of Crédit Agricole CIB FL are Ernst & Young S.A. (member of the Luxembourg *Institut des Réviseurs d'Entreprises*). Ernst & Young S.A. have audited Crédit Agricole CIB FL's accounts (including the cash flow statements contained therein), without qualification, in accordance with generally accepted auditing standards in Luxembourg for the two financial years ended on 31 December 2021 and 2022. The auditors of Crédit Agricole CIB FL have no material interest in Crédit Agricole CIB FL.

Crédit Agricole CIB FL's half-yearly financial information for the period ended 30 June 2023 have not been reviewed by Crédit Agricole CIB FL's auditors.

The auditors of Crédit Agricole CIB are Ernst & Young et Autres (member of the French *Compagnie nationale des commissaires aux comptes*), 1-2 Place des saisons, 92400 Courbevoie, Paris-La Défense, France and PricewaterhouseCoopers Audit (member of the French *Compagnie nationale des commissaires aux comptes*), 63 rue de Villiers, 92208 Neuilly-sur-Seine, France.

Ernst & Young et Autres have audited Crédit Agricole CIB's consolidated and non-consolidated accounts, in accordance with generally accepted auditing standards in France for each of the two financial years ended on 31 December 2021 and 2022. PricewaterhouseCoopers Audit have audited Crédit Agricole CIB's

consolidated and non-consolidated accounts, in accordance with generally accepted auditing standards in France for the financial years ended on 31 December 2021 and 2022.

Ernst & Young et Autres and PricewaterhouseCoopers Audit have reviewed Crédit Agricole CIB's half-yearly financial information for the period ended 30 June 2023.

The auditors of Crédit Agricole CIB have no material interest in Crédit Agricole CIB.”