

MiFID II product governance / Retail investors, professional investors and ECPs target market – Solely for the purposes of the 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 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**). Any person subsequently offering, selling or recommending the Securities (a **Distributor**) should take into consideration the manufacturer'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 target market assessment) and determining appropriate distribution channels.

UK MiFIR product governance / Retail investors, professional investors and ECPs target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities has led to the conclusion that the target market for the Securities is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (**COBS**), and professional clients, as defined in Regulation (EU) No 600/2014, as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**EUWA**) (**UK MiFIR**), and retail clients, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of EUWA. Any person subsequently offering, selling or recommending the Securities (a **Distributor**) should take into consideration the manufacturer's target market assessment; however, a Distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the **UK MiFIR Product Governance Rules**) is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

PRIIPs Regulation – PROHIBITION OF SALES TO EEA RETAIL INVESTORS WITHOUT KID – The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (**EEA**) without an updated key information document required by Regulation (EU) No 1286/2014 (as amended, the **PRIIPs Regulation**) for offering or selling the Securities or otherwise making them available to retail investors in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; (ii) a customer within the meaning of Directive (EU) 2016/97, as amended, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**).

UK PRIIPs Regulation – PROHIBITION OF SALES TO UK RETAIL INVESTORS WITHOUT KID – The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (**UK**) without an updated key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**EUWA**) (as amended, the **UK PRIIPs Regulation**) for offering or selling the Securities or otherwise making them available to retail investors in the UK. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the EUWA; (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the **UK Prospectus Regulation**).

Prohibition of Offer to Private Client in Switzerland without KID – The Securities are not intended to be offered or recommended to private clients within the meaning of the Swiss Federal Financial Services Act (the **FinSa**) in Switzerland without an updated key information document according to the FinSa or any equivalent document under the FinSa in relation to the Securities. For these purposes, a private client means a person who is

not one (or more) of the following: (i) a professional client as defined in Article 43(3) FinSa (not having opted-in on the basis of Article 5 (5) FinSa) or Article 5 (1) FinSa; or (ii) an institutional client as defined in Article 4(4) FinSa; or (iii) a private client with an asset management agreement according to Article 58(2) FinSa.

The Securities do not constitute a participation in a collective investment scheme in the meaning of the Swiss Federal Act on Collective Investment Schemes (**CISA**). They are neither subject to authorisation nor supervision by the Swiss Financial Market Supervisory Authority FINMA (**FINMA**), and investors in Securities will not benefit from protection under the CISA or supervision by any Swiss regulatory authority and are exposed to the risk of the Issue and Guarantor (if applicable).

FINAL TERMS DATED 17 APRIL 2024

As amended and restated on 7 May 2024

Issue of up to EUR 10,000,000 Share Linked Interest and Redemption Notes due May 2029

under the €50,000,000,000

Structured Debt Instruments Issuance Programme

By

CRÉDIT AGRICOLE CIB FS

Legal entity identifier (LEI): 969500HUHIE5GG515X42

guaranteed by CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

PART A – CONTRACTUAL TERMS

This document constitutes the Final Terms of the Securities described herein for the purposes of the 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 supplements dated 13 November 2023 and 19 January 2024 which constitutes a base prospectus for the purposes of the Prospectus Regulation (the **Base Prospectus**) in order to obtain all the relevant information. A summary of the issue of the Securities is annexed to these Final Terms. The Base Prospectus and the supplements are available for viewing on the Luxembourg Stock Exchange's website (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>).

The validity of the above mentioned Base Prospectus dated 10 May 2023, under which the Securities described in these Final Terms are issued, ends on 10 May 2024. From this point in time, these Final Terms are to be read together with the latest base prospectus of the Issuer for its Structured Debt Instruments Issuance Programme, including the information incorporated by reference in the latest base prospectus from the Base Prospectus dated 10 May 2023, under which these Securities were initially issued. The latest base prospectus of the Issuer for its Structured Debt Instruments Programme from time to time will be published on the Luxembourg Stock Exchange's website (www.luxse.com) and be available for inspection during normal business hours at the registered office of Crédit Agricole CIB (<https://www.documentation.ca-cib.com/IssuanceProgram>).

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|----------|----------------------------------|----------------|
| 1 | (a) Series Number: | 10436 |
| | (b) Type of Securities: | Notes |
| | (c) Tranche Number: | 1 |
| | (d) Date on which the Securities | Not Applicable |

	become fungible:	
2	Specified Currency:	Euros (EUR)
3	Aggregate Nominal Amount:	
	(a) Series:	Up to EUR 10,000,000
	(b) Tranche:	Up to EUR 10,000,000
4	Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
5	(a) Specified Denominations:	EUR 1,000
		Calculation of Interest and Redemption based on the Specified Denomination: Applicable
	(b) Minimum Trading Size:	Not Applicable
	(c) Calculation Amount:	EUR 1,000
6	(a) Issue Date:	16 May 2024
	(b) Trade Date(s):	5 April 2024
	(c) Interest Commencement Date:	Issue Date
7	Redemption Date:	16 May 2029, subject to any early redemption date
8	Type of Notes:	
	(a) Interest:	Fixed Rate Security (Further particulars specified below in "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE")
	(b) Redemption:	For the purpose of determining the Final Redemption Amount: Standard Redemption (See paragraph 19(b) of these Final Terms) (Further particulars specified below in "PROVISIONS RELATING TO REDEMPTION")
	(c) Partly Paid Securities Provisions:	Not Applicable
9	Date Board approval for issuance of Securities obtained:	Authorisation given by the Board of Directors of Crédit Agricole CIB Financial Solutions dated 9 June 2023
10	Method of distribution:	Non-syndicated
11	Asset Conditions:	Not Applicable
12	Alternative Currency Conditions:	Not Applicable
PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE		
13	Fixed Rate Security:	Not Applicable
14	Floating Rate Security:	Not Applicable
15	Linked Interest Security:	Applicable – Share Linked Interest Security (see paragraph "PROVISIONS RELATING TO THE UNDERLYING(S) IF ANY" for further information in relation to the Underlying(s))
	(a) Applicable to:	All Interest Accrual Periods
	(b) Interest Payment Date(s):	On the Interest Payment Date, specified in the table set out in paragraph 15(d) below

- (c) Interest Period Date(s): Not Applicable
- (d) Interest Determination Date(s): In relation to an Interest Payment Date, the corresponding Interest Observation Date as specified in the table below:

t	Interest Observation Date	Interest Payment Date	IB	Fixed Rate
1	14/05/2025	16/05/2025	65.00%	11.9000%
2	14/05/2026	18/05/2026	65.00%	11.9000%
3	14/05/2027	18/05/2027	65.00%	11.9000%
4	15/05/2028	17/05/2028	65.00%	11.9000%
5	14/05/2029	16/05/2029	65.00%	11.9000%

- (e) Business Day Convention for the purposes of adjustment of “Interest Accrual Periods” in accordance with sub-paragraph (h) below: Not Applicable
- (f) Additional Business Centers: Not Applicable
- (g) Day Count Fraction: Not Applicable
- (h) Interest Accrual Periods: Interest Accrual Periods will be unadjusted
- (i) Determination Date(s): Not Applicable
- (j) Calculation Agent responsible for calculating the Linked Interest Rate and the Interest Amount: Crédit Agricole Corporate and Investment Bank
- (k) Combination Interest Payoff Provisions: Not Applicable
- (l) **Standard Interest Payoff Provisions:** **Applicable**
- (i) **Standard Memory Digital/Performance Interest:** **Applicable in accordance with Annex 5, Part A, Chapter 15**
- The Linked Interest Rate applicable to an Interest Accrual Period for Securities for which **Standard Memory Digital/Performance Interest** is applicable for such Interest Accrual Period will be calculated as follows, expressed as a percentage:
- (i) if the Performance_I is **higher than or equal to** IB on the relevant Interest Observation Date:
- $$\sum_{t=m+1}^M \text{Fixed Rate (t)}$$
- (ii) otherwise, the Linked Interest Rate will be **0,00%**.
- Performance_I: **Worst of Performance**, being the result of the following formula, expressed as a percentage:
- $$\text{Min}_i^N \text{Performance(i)}$$
- With, N means the total number of Underlying(i).
- Performance(i) Option 1 applies:

$$\frac{\text{Underlying Value}_{it}}{\text{Underlying Value}_{ti}}$$

- Fixed Rate(i): Means the relevant Fixed Rate set out in paragraph 15(d) of these Final Terms
- IB (**Interest Barrier**): In relation to an Interest Observation Date, the corresponding percentage specified in the table in paragraph 15(d) of these Final Terms above
- Initial Observation Date: 14 May 2024
- Interest Observation Date(s): Means each Interest Observation Date set out in paragraph 15(d) of these Final Terms
- m: Means the number “t” of the last Interest Payment Date on which an Interest Amount has been paid. If no Interest Amount has been paid prior to the current Interest Payment Date, the value of “m” will be equal to zero (0)
- M: Means the number “t” of the current Interest Payment Date
- Underlying Value_{ti}: Underlying Value on the Initial Observation Date
- Underlying Value_{it}: Underlying Value on the relevant Interest Observation Date
- Underlying: Share: see further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY” below

i:	Underlying _(i) :	Underlying Value _{ti} :	Underlying Value _{it} :	Weight _(i) :
1	OMV AG (with further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY”)	Underlying Value on the Initial Observation Date	Underlying Value on the relevant Interest Observation Date	Not Applicable
2	VOESTALPINE AG (with further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY”)	Underlying Value on the Initial Observation Date	Underlying Value on the relevant Interest Observation Date	Not Applicable

(m) Universal Leverage: Not Applicable

(n) Universal Margin: Not Applicable

16 Zero Coupon Security: Not Applicable

PAYOFF FEATURES (IF ANY) RELATING TO INTEREST

17 Payoff Features: Not Applicable

PROVISIONS RELATING TO REDEMPTION

18 **Redemption Determination Date(s):** For the purposes of determining the Final Redemption Amount: **the Redemption Observation Date** (see also paragraph 19(b) of these Final Terms)

For the purposes of determining an Early Redemption Amount: **the Early Redemption Observation Date** on which the Early Redemption Trigger Event occurs (see also paragraph 19(a) of these Final Terms)

19 **Redemption Method:**

(a) **Early Redemption Amount for the purposes of General Condition 6.2 (Early Redemption Trigger Events) determined in accordance with:** **Standard Redemption in accordance with Annex 9, Paragraph 2**

The Early Redemption Amount will be equal to:

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

as determined by the Calculation Agent on the Redemption Determination Date

i. Redemption Payoff: Not Applicable

ii. Redemption Unwind Costs: Not Applicable

iii. Reference Price: In relation to an Early Redemption Observation Date, the corresponding percentage specified in the table below:

t	Automatic Early Redemption Observation Date	Automatic Early Redemption Date	ERB	Reference Price
1	14/05/2025	16/05/2025	100.00%	100.0000%
2	14/05/2026	18/05/2026	100.00%	100.0000%
3	14/05/2027	18/05/2027	100.00%	100.0000%
4	15/05/2028	17/05/2028	100.00%	100.0000%

iv. Early Redemption Trigger Event: **Applicable**

Applicable as per Automatic Early Redemption Trigger (Annex 8, Chapter 7)

- Automatic Early Redemption Event: Option 1: Performance_ER higher than or equal to the relevant ERB on at least one Automatic Early Redemption Observation Date

- ERB (Early Redemption Barrier): In respect of an Automatic Early Redemption Observation Date, the corresponding percentage as specified in the table above

- Automatic Early Redemption Date(s): In respect of each Automatic Early Redemption Observation Date, the corresponding Automatic Early Redemption Date as specified in the table above

- Initial Observation Date: 14 May 2024

- Automatic Early Redemption Observation: Means each Automatic Early Redemption Observation Date as specified in the table above

Date(s):

- Automatic Early Redemption Observation Not Applicable

Period:

- Performance_ER: **Worst of Performance**, being the result of the following formula, expressed as a percentage:

$$\text{Min}_i^N \text{Performance}(i)$$

With, N means the total number of Underlying(i).

- Performance(i): Option 1 applies:

$$\frac{\text{Underlying Value}_{E_i}}{\text{Underlying Value}_{I_i}}$$

- Underlying Value_{Ii}: Underlying Value on the Initial Observation Date
- Underlying Value_{Ei}: Underlying Value on the relevant Early Redemption Observation Date
- Underlying: Share: see further information set out in paragraph “INFORMATION OF THE UNDERLYING(S) IF ANY”

i:	Underlying(i):	Underlying Value _{Ii} :	Underlying Value _{Ei} :	Weight(i):
1	OMV AG (with further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY”)	Underlying Value on the Initial Observation Date	Underlying Value on the relevant Automatic Early Redemption Observation Date	Not Applicable
2	VOESTALPINE AG (with further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY”)	Underlying Value on the Initial Observation Date	Underlying Value on the relevant Automatic Early Redemption Observation Date	Not Applicable

- (b) **Final Redemption Amount for the purposes of General Condition 6.1 (Redemption by Instalments and Final Redemption) determined in accordance with:**
- Growth Redemption** in accordance with Annex 9, Paragraph 4.
- The Final Redemption Amount will be equal to:
- $$(\text{Reference Price} \times \text{Redemption Payoff}) \times \text{Nominal Amount}$$

as determined by the Calculation Agent on the Redemption Determination Date.

- (i) Redemption Payoff: Determined in accordance with Standard

Digital/Performance Redemption (as completed in paragraph “Standard Redemption Payoff Provisions” of these Final Terms)

a. Combination Redemption Payoff Provisions: Not Applicable

b. Standard Redemption Payoff Provisions: Applicable

I. Standard Digital/Performance Redemption:

Applicable: Specified Dates

The Redemption Payoff applicable to a Redemption Determination Date for Securities for which **Standard Digital/Performance Redemption** is applicable will be calculated on such Redemption Determination Date as follows, expressed as a percentage:

(i) if **Performance_FR** is higher than or equal to **FRB1** on the Redemption Observation Date: 100%

(ii) otherwise: the Issuer will redeem each Share Linked Security by **Delivering the Physical Settlement Amount** in lieu of paying the Final Redemption Amount; any Fractional Share Amount will be paid in the Specified Currency.

- FRB1: 65.00%

- Performance_FR: **Worst of Performance**, being the result of the following formula, expressed as a percentage:

$$\text{Min}_i^N \text{Performance}(i)$$

- Performance(i): Option 1 applies:

$$\frac{\text{Underlying Value}_{2i}}{\text{Underlying Value}_{1i}}$$

- Redemption Observation Date: 14 May 2029

- Initial Observation Date: 14 May 2024

- Underlying Value_{2i}: Underlying Value on the Redemption Observation Date

- Underlying Value_{1i}: Underlying Value on the Initial Observation Date

- Underlying_i: Share: see further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY” below

i:	Underlying _(i) :	Underlying Value _{1i} :	Underlying Value _{2i} :	Weight _(i) :
1	OMV AG (with further information set out in paragraph “INFORMATION ON THE	Underlying Value on the Initial Observation Date	Underlying Value on the Redemption Observation Date	Not Applicable

	UNDERLYING(S) IF ANY")			
2	VOESTALPINE AG (with further information set out in paragraph "INFORMATION ON THE UNDERLYING(S) IF ANY")	Underlying Value on the Initial Observation Date	Underlying Value on the Redemption Observation Date	Not Applicable

- (ii) Redemption Unwind Costs: Not Applicable
- (iii) Payoff Feature Unwind Costs: Not Applicable
- (iv) Reference Price: 100.00 per cent
- (c) Fair Market Value Redemption Amount: Applicable
- (i) Hedge Amount: Applicable
- (ii) Fair Market Value Redemption Amount Percentage: Not Applicable
- (d) Instalment Redemption Amount determined in accordance with: Not Applicable
- (e) Physical Settlement: Cash or Physical Settlement
- Cash or Physical Settlement: Applicable for the purposes of **Standard Digital/Performance Redemption** (as completed in paragraph "Standard Redemption Payoff Provisions" of these Final Terms)
- (f) Clean-up Call Option (General Condition 6.7 (*Clean-up Call Option*)): Not Applicable
- 20** Instalment Securities: Not Applicable
- 21** Credit Linked Securities: Not Applicable
- 22** Bond Linked Securities: Not Applicable
- 23** Preference Share Linked Securities: Not Applicable
- 24** **Linked Redemption Security:** **Applicable – Share Linked Redemption Security** (See paragraph "PROVISIONS RELATING TO THE UNDERLYING(S) IF ANY" for further information in relation to the Underlying(s))

PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION

- 25** Payoff Features: Not Applicable
- 26** **PROVISIONS RELATING TO THE UNDERLYING(S) IF ANY**
Applicable
- Share Linked Security:** **Share Linked Interest and Redemption Security:**

Applicable in accordance with Annex 1, Chapter 7

- i. Single Underlying: Not Applicable
- ii. Basket: Applicable
- Basket: i
 - Scheduled Trading Day: Scheduled Trading Day (All Shares Basis)
 - Exchange Business Day: Exchange Business Day (All Shares Basis)
 - Applicable for the purposes of: Standard Interest Payoff: **Standard Digital/ Performance Redemption**
Standard Redemption Payoff: **Standard Digital/ Performance Redemption**
Automatic Early Redemption Trigger: **Automatic Early Redemption Event**

Underlying:	Share:	Number of Shares:	Exchange:	Related Exchange:	Valuation Time:	Depository Receipts:	Weighting:
1	OMV AG ISIN Code: AT0000743059; Bloomberg Ticker: OMV AV	Calculation Agent Determination – Specified Denomination	WIENER BOERSE AG	All Exchanges	Closing	Not Applicable	Not Applicable
2	VOESTALPINE AG ISIN Code: AT0000937503; Bloomberg Ticker: VOE AV	Calculation Agent Determination – Specified Denomination	WIENER BOERSE AG	All Exchanges	Closing	Not Applicable	Not Applicable

- iii. Additional Disruption Event: Applicable in accordance with Share Linked Asset Condition 3.3
- iv. Other Events: Applicable
- v. Observation Date(s): The Initial Observation Date, the Redemption Observation Date, each Interest Observation Date and each Automatic Early Redemption Observation Date
- vi. Averaging Date Disruption: Not Applicable
- vii. Maximum Days of Disruption: Eight (8) Scheduled Trading Days
- viii. Payment Extension Days: Two (2) Payment Business Days
- ix. Physical Settlement: Cash or Physical Settlement
- Physical Settlement Share: Worst of Performance
As determined in accordance with **Standard Digital/ Performance Redemption** (as completed in paragraph “Standard Redemption Payoff Provisions” of these Final Terms)
 - Physical Settlement Share Price: 100.00% of Underlying Value₁₁

- Observation Date for the purposes of determining the Number of Shares: The Redemption Observation Date
- Partial Cash Settlement Date: As determined in accordance with the Share Linked Asset Conditions
- Physical Settlement Procedure (Share Linked Asset Condition 4.6(a)): As determined in accordance with Share Linked Asset Conditions
- Physical Settlement Period: As per Share Linked Asset Condition 2
- Notice Cut-Off Date: As per Share Linked Asset Condition 4.6(b)
- Escrow: Not Applicable
- Escrow Agent: Not Applicable
- Settlement Currency: Specified Currency
- Currency Screen Page: Bloomberg BFIX page
- Currency Specified Time: As per Share Linked Asset Condition 2
- Currency Specified Date: The Redemption Observation Date
- Quotations:
 - o Quotation Valuation Time: The time determined by the Calculation Agent
 - o Share Dealer: As per Share Linked Asset Condition 2
- Clearance System: As per Share Linked Asset Condition 2
- Fractional Share: As per Share Linked Asset Condition 2
- Fractional Share Amount: As per Share Linked Asset Condition 2
- Physical Settlement Date: As per Share Linked Asset Condition 2

PROVISIONS APPLICABLE TO SECURED SECURITIES

- 27 Secured Security Provisions: Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE SECURITIES

- 28 (a) Form: Bearer Form:
Temporary Bearer Global Security exchangeable for a Permanent Bearer Global Security which is exchangeable for Definitive Bearer Securities only upon an Exchange Event
- (b) Notes in New Global Note form (NGN Notes) or Certificates in New Global Note form (NGN Certificates): NGN Notes
- (c) CMU Securities: Not Applicable
- 29 Business Day Convention for the purposes of "Payment Business Day" election in accordance with General Condition 5.6 (*Payment Business Day*): Following Payment Business Day
- 30 Additional Financial Centre(s): T2

31	Additional Business Centre(s):	Not Applicable
32	Talons for future Coupons or Receipts to be attached to Definitive Bearer Securities and dates on which such Talons mature:	No
33	Redenomination (for the purposes of General Condition 3.1):	Not Applicable
34	(a) Redemption for tax reasons (General Condition 6.3 (<i>Redemption for tax reasons</i>)):	Not Applicable
	(b) Special Tax Redemption (General Condition 6.4 (<i>Special Tax Redemption</i>)):	Not Applicable
	(c) Redemption for FATCA Withholding (General Condition 6.5 (<i>Redemption for FATCA Withholding</i>)):	Applicable
	(d) Regulatory Redemption or Compulsory Resales (General Condition 6.6 (<i>Regulatory Redemption or Compulsory Resales</i>)):	Applicable
	(e) Events of Default (General Condition 10 (<i>Events of Default</i>)):	Applicable
	(f) Illegality and Force Majeure (General Condition 19 (<i>Illegality and Force Majeure</i>)):	Applicable
35	Gross Up (General Condition 8.2 (<i>Gross Up</i>)):	Not Applicable
36	Calculation Agent:	Crédit Agricole Corporate and Investment Bank
37	Delivery Agent:	Not Applicable
38	Governing Law:	English Law
	Governing law for the Guarantee:	English Law
39	Essential Trigger:	Not Applicable
40	Business Day Convention:	Following Business Day Convention
41	Benchmark Provisions:	Applicable as per the relevant Additional Conditions applicable to the Securities

OPERATIONAL INFORMATION

42	Branch of Account for the purposes of General Condition 5.5 (<i>General provisions applicable to payments</i>):	Not Applicable
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THIRD PARTY INFORMATION

Not Applicable

Signed on behalf of the Issuer:

By

DocuSigned by:
Elodie NGUYEN DINH
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Duly authorised

PART B – OTHER INFORMATION

1 LISTING AND ADMISSION TO TRADING

(a) Listing and admission to trading: Application has been made by the relevant Issuer (or on its behalf) for the Securities to be admitted to trading on the non-regulated market (Freiverkehr) of the Baden-Württembergische Wertpapierbörse GmbH (Boerse Stuttgart) with effect from or as soon as practicable on or after the Issue Date.

(b) Estimate of total expenses related to admission to trading: See paragraph 4(c) of this Part B

2 RATINGS

The Securities to be issued have not been rated

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in “Subscription and Sale” in the Base Prospectus and save for any fees payable to the Dealer and any distributor, in connection with the issue of Securities, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer.

Investors shall be aware of the fact that the Distributor(s) appointed for the placement of the Notes under these Final Terms will receive distribution fees embedded in the Issue Price of the Notes equal to a maximum amount of **1.20%** of the aggregate nominal amount of the Notes (equivalent to up to **0.24%** p.a. assuming the Securities remain outstanding to their scheduled Redemption Date). All distribution fees will be paid out upfront.

Apart from the above, so far as the Issuer is aware, no further person involved in the issue of the Notes has a material interest to the Offer.

4 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

Reasons for the offer: See "Use of Proceeds" wording in Base Prospectus

Estimated net proceeds: Issue Price x Aggregate Nominal Amount of the Notes less distribution commissions mentioned in paragraph 6(d) of this Part B

Estimated total expenses: EUR 250 including listing costs and excluding regulatory fees where applicable

5 PERFORMANCE OF UNDERLYING AND OTHER INFORMATION CONCERNING THE UNDERLYING

Not Applicable

Post-issuance information

The Issuer does not intend to publish post-issuance information in relation to any underlying element to which the Securities are linked.

6 DISTRIBUTION

(a) Method of distribution: Non-syndicated

(b) If syndicated: Not Applicable

(c) If non-syndicated, name of Dealer: Crédit Agricole Corporate and Investment Bank
12, place des États-Unis
CS 70052

92 547 Montrouge Cedex
France

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| (d) | Indication of the overall amount of the underwriting commission and of the placing commission: | The Distributor(s) (as defined below of this Part B) will receive a distribution commission embedded in the Issue Price of the Notes equal to a maximum amount of 1.20% of the aggregate nominal amount of the Notes (equivalent to up to 0.24% p.a.). |
| (e) | U.S. Selling Restrictions: | To a Permitted Transferee outside the United States in accordance with Regulation S Securities in Bearer Form – TEFRA D |
| (f) | Prohibition of Sales to EEA Retail Investors: | Not Applicable |
| (g) | Prohibition of Sales to UK Retail Investors: | Not Applicable |
| (h) | Prohibition of Sales to Belgian Consumers: | Applicable |
| (i) | Prohibition of Offer to Private Clients in Switzerland: | Not Applicable |
| (j) | U.S. Dividend Equivalent Withholding: | The Securities are not subject to withholding under the Section 871(m) Regulations. |
| (k) | Swiss Non-exempt Offer: | Not Applicable |

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OPERATIONAL INFORMATION

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|-----|--|---|
| (a) | ISIN: | XS2738053466 |
| (b) | Temporary ISIN: | Not Applicable |
| (c) | Common Code: | 273805346 |
| (d) | VALOREN Code: | CH133082903 |
| (e) | Other applicable security identification number: | WKN: A39YJJ |
| (f) | Relevant clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, S.A. and the relevant identification number(s): | Not Applicable |
| (g) | Delivery: | Delivery against payment |
| (h) | Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |
| (i) | Securities intended to be held in a manner which would allow Eurosystem eligibility: | No
Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Securities are capable of meeting them, the Securities may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Securities will then be recognised as eligible collateral for Eurosystem |

monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

8 BENCHMARKS REGULATION

Benchmarks Regulation: Article 29(2) Not Applicable
statement on benchmarks:

9 TERMS AND CONDITIONS OF THE OFFER

- | | |
|--|---|
| (a) Offer Price: | Issue Price |
| (b) Conditions to which the offer is subject: | <p>The offer of the Notes 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 Notes at any time prior to the Issue Date.</p> <p>The Issuer shall publish a notice on its website (http://www.documentation.ca-cib.com/IssuanceProgram) in the event that the offer is cancelled and the Notes 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 Notes.</p> |
| (c) Total amount of the securities offered to the public/admitted to trading; if the amount is not fixed, an indication of the maximum amount of the securities to be offered (if available) and a description of the arrangements and time for announcing to the public the definitive amount of the offer: | <p>The total amount of the securities offered to the public is up to EUR 10,000,000.</p> <p>The definitive amount of the offer will be published on the website of the Issuer (http://www.documentation.ca-cib.com/IssuanceProgram) on or around the Issue Date.</p> |
| (d) The time period, including any possible amendments, during which the offer will be open and description of the application process: | <p>Prospective investors may apply to subscribe for Notes during the Offer Period.</p> <p>The Offer Period may be shortened or extended at any time and for any reason. In such case, the Issuer shall give notice to the investors as soon as practicable before the end of the Offer Period by means of a notice published on its website (http://www.documentation.ca-cib.com/IssuanceProgram).</p> <p>Applications for the Notes can be made during the Offer Period through the Distributor. The applications can be made in accordance with the Distributor's usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the</p> |

Issuer or the Dealer related to the subscription for the Notes.

A prospective investor should contact the Distributor prior to the end of the Offer Period. A prospective investor will subscribe for Notes in accordance with the arrangements agreed with the Distributor relating to the subscription of securities generally.

There are no pre-identified allotment criteria. The Distributor will adopt allotment criteria that ensure equal treatment of prospective investors. All of the Notes requested through the Distributor during the Offer Period will be as otherwise specified herein.

The definitive amount of the offer will be published on the website of the Issuer (<http://www.documentation.ca-cib.com/IssuanceProgram>) on or around the Issue Date.

- | | |
|--|--|
| (e) Description of the possibility to reduce subscriptions and manner for refunding amounts paid in excess by applicants: | Not Applicable |
| (f) Details of the minimum and/or maximum amount of the application (whether in number of securities or aggregate amount to invest): | There is no maximum amount of application.
Minimum amount of application is EUR 1,000 |
| (g) Details of the method and time limits for paying up and delivering the Securities: | The Notes will be available on a delivery versus payment basis.

The Notes offered to investors will be issued on the Issue Date against payment by the Distributor(s), via the Dealer, to the Issuer of the gross subscription moneys. Each such investor will be notified by the Distributor(s) of the settlement arrangements in respect of the Notes at the time of such investor's application. |
| (h) A full description of the manner in and date on which results of the offer are to be made public: | Publication on the website of the Issuer http://www.documentation.ca-cib.com/IssuanceProgram) on or around the Issue Date. |
| (i) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: | Not Applicable |
| (j) The various categories of potential investors to which the securities are offered: | The Notes are offered to the public to eligible counterparties, professional client and retail Investors |
| (k) Whether a tranche has been or is being reserved for certain countries, indicate any such tranche: | Not Applicable |
| (l) Process for notifying applicants of the | Applicants will be notified directly by the Distributor(s) |

amount allotted and an indication whether dealing may begin before notification is made:	of the success of their application. Dealing in the Notes may commence on the Issue Date.
(m) Indication of the amount of any expenses and taxes charged to the subscriber or purchaser:	See paragraph 6(d) above. Responsibility for any tax implications of investing in these Notes rests entirely with the subscriber or purchaser.
(n) In the case of admission to trading on a regulated market, the name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and description of the main terms of their commitments:	Not Applicable
(o) Non-Exempt Offer Consent of the Issuer to use the Base Prospectus during the Offer Period:	Applicable. An offer of the Securities may be made by the Dealers and ERSTE GROUP BANK AG (the Initial Authorised Offeror(s)) and any additional financial intermediaries who have obtained or obtain the Issuer's specific consent to use the Base Prospectus in connection with the Non-exempt Offer and who are identified on the website at http://www.documentation.ca-cib.com/IssuanceProgram (the Additional Authorised Offeror) and each additional financial intermediaries who has accepted the Issuer's offer of general consent to use the Base Prospectus in connection with the Non-exempt Offer by publishing on such additional financial intermediary's website or the website of Initial Authorised Offeror(s) (if any) that it is using the Base Prospectus for such Non-exempt Offer in accordance with the general consent of the Issuer (the General Authorised Offer) (together, the Authorised Offerors) other than pursuant to Articles 1(4) and/or 3(2) of the Prospectus Regulation in Austria (the Non-Exempt Offer Jurisdiction) during the period from 17 April 2024 until 14 May 2024 (the Offer Period).
(p) Conditions attached to the consent of the relevant Issuer to use the Base Prospectus:	Specific Consent and General Consent
(q) Authorised Offeror(s):	ERSTE GROUP BANK AG Am Belvedere 1, A-1100 Wien, Austria (the Initial Authorised Offeror) and Any Additional Authorised Offeror and Any General Authorised Offeror.
(r) Other conditions to consent:	Not Applicable

10. REPRESENTATION OF HOLDERS

Not Applicable

ANNEX A – ISSUE SPECIFIC SUMMARY

1. INTRODUCTION AND DISCLAIMERS

Crédit Agricole CIB Financial Solutions (**Crédit Agricole CIB FS** or **the Issuer**) is a limited liability company with a board of directors whose registered office is located at 12, place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France. The Legal Entity Identifier (LEI) of the Issuer is: 969500HUHIE5GG515X42.

The debt securities (the **Securities**) issued by the Issuer are structured notes whose return depends on the performance of a share. The Debt securities are identified by the ISIN Code **XS2738053466**.

This document constitutes the Summary to the Prospectus (the **Summary**) for the purpose 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 supplements to the Base Prospectus dated 13 November 2023 and 19 January 2024, approved by the CSSF in Luxembourg, 283 route d'Arlon L-1150 Luxembourg, email: direction@cssf.lu, as competent authority under the Prospectus Regulation (the **Base Prospectus**) completed by
- the Final Terms dated 17 April 2024 (the **Final Terms**),

which together constitute a prospectus for the purposes of the Prospectus Regulation containing the necessary information concerning the issuer and the securities offered to the public or to be admitted to trading on a regulated market (the **Prospectus**).

Full information on the Issuer, the Guarantor, and the offer of the Notes is only available on the basis of the combination of the Base Prospectus and the Final Terms.

Warning to the reader

This summary should be read as an introduction to the Prospectus. Any decision to invest in the Notes should be based on a thorough review of the Prospectus as a whole, including the Base Prospectus, any documents incorporated by reference thereto, any supplement from time to time and the Final Terms, by the investor.

An investor may lose all or part of the capital invested in the Notes issued by the Issuer. Where an action relating to the information contained in the Prospectus is brought before a court, the plaintiff investor may, under national law, be required to bear the costs of translation of the Prospectus before the commencement of the legal proceedings.

Civil liability will only be sought from the persons who filed the Summary, including any translation thereof, but only if the contents of the Summary are found to be misleading, inaccurate or inconsistent when read together with other parts of the Prospectus or if it does not provide, when read together with the other parts of the Prospectus, key information to assist investors when considering investing in such Notes.

You are about to buy a product that is not simple and can be difficult to understand.

2. KEY INFORMATION ABOUT THE ISSUER

2.1 Who is the issuer of the securities?

Crédit Agricole CIB FS is limited liability company incorporated on 30 December 2003 under the laws of the Republic of France as a “*société anonyme*” governed by a board of directors registered at the *Registre du Commerce et des Sociétés de Nanterre* under the reference SIRET 45142804900014 and having its registered office is located at 12, place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France. Its legal entity identifier (LEI) is 969500HUHIE5GG515X42.

A. Principal activities

Crédit Agricole CIB FS pursues the activity of issuing debt securities.

B. Organisational Structure / Major shareholders

Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**) and its consolidated subsidiaries taken as a whole (**Crédit Agricole CIB 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, *société anonyme* incorporated in France, is the immediate parent company of Crédit Agricole CIB FS with 99.80 per cent. shares and therefore controls Crédit Agricole CIB FS.

C. Key executives

The Chairman and Chief Executive Officer of the Issuer is Christine CREMEL.

D. Statutory Auditors

The statutory auditor of Crédit Agricole CIB FS is PricewaterhouseCoopers Audit, 63 rue de Villiers, 92200 Neuilly sur Seine, France, which is a member of the *Compagnie régionale des commissaires aux comptes de Versailles*.

The deputy statutory auditor of the Issuer is Jean-Baptiste Deschryver, 63 rue de Villiers, 92200 Neuilly sur Seine, France which is a member of the *Compagnie régionale des commissaires aux comptes de Versailles*.

2.2 What is the key financial information concerning the Issuer?

The following tables show selected key financial information (within the meaning of Delegated Regulation (EU) 2019/979) of the Issuer for the financial year ended 31 December 2021 and 2022 and the half-year ending 30 June 2022 and 2023 (all figures are expressed in euros):

A. Income Statement

	31/12/2021 (audited)	30/06/2022	31/12/2022 (audited)	30/06/2023
Operating profit/loss or another similar measure of financial performance used by the issuer in the financial statements	74,031	46,311	96,137	161,344

B. Balance sheet for non-equity securities

	31/12/2021 (audited)	30/06/2022	31/12/2022 (audited)	30/06/2023
Net financial debt (long term debt plus short term debt minus	7,272,910,432	7,921,872,541	9,058,245,721	11,217,489,026
Current ratio (current assets/current liabilities)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Debt to equity ratio (total liabilities/total shareholder	35,335	39,328	44,164	54,920
Interest cover ratio (operating income/interest expense)	Not Applicable	Not Applicable	Not Applicable	Not Applicable

C. Cash flow statement for non-equity securities

	31/12/2021 (audited)	30/06/2022	31/12/2022 (audited)	30/06/2023
Net Cash flows from operating activities	(228,578,420)	(649,352,215)	(1,784,648,545)	(2,158,584,812)
Net Cash flows from financing activities	228,170,827	648,962,110	1,785,335,290	2,159,243,306
Net Cash flow from investing activities	Not Applicable	Not Applicable	Not Applicable	Not Applicable

D. Qualifications in the audit report

The audit reports do not contain any qualifications with respect to Crédit Agricole CIB FS historical financial information.

2.3 What are the issuer's specific risks?

The following risks have been identified as being significant and specific to the Issuer and of a nature, should they materialise, to have a significant negative impact on its business activity, its financial position and its access to various sources of financing:

- 1) Crédit Agricole CIB FS could suffer losses if a resolution procedure were to be initiated or if the Crédit Agricole Group's financial situation were to deteriorate significantly; and
- 2) Crédit Agricole CIB FS is highly dependent on Crédit Agricole CIB, its parent company. In addition, Crédit Agricole CIB FS bears a credit risk on Crédit Agricole CIB which is the sole counterparty for Crédit Agricole CIB FS financial transactions.

3. KEY INFORMATION ON THE SECURITIES

3.1 What are the main characteristics of securities?

A. General

The Securities to be issued by the Issuer are structured notes whose return depends on the performance of a share. The Securities will only be identified by the ISIN Code **XS2738053466**.

The Securities are denominated in Euros (EUR; also the **Specified Currency**) and any interest amount and any redemption amount payable will be in the Specified Currency.

The maximum nominal amount of the Securities offered is EUR 10,000,000, represented by 10,000 Securities with a notional amount of EUR 1,000 each (the **Notional Amount**). The issue price is 100.00% of the aggregate nominal amount of the Securities.

The minimum trading size is EUR 1,000 in aggregate nominal amount.

The Securities will be issued on 14 May 2024 (the **Issue Date**) in the form of dematerialised bearer new global securities. The maturity date of the Securities will be 16 May 2029 (the **Maturity Date**) subject to any early redemption date.

The Securities are governed by English law.

B. Ratings

Not applicable, the Notes have not been rated.

C. Description of the rights, ranking and restrictions attached to the Securities

Ranking: the Notes constitute direct, unsubordinated and guaranteed obligations of the Issuer and rank and will rank *pari passu* among themselves and (subject to certain exceptions established by law) equally with all other unsecured obligations (other than subordinated obligations, if any) of the Issuer, present or future.

Early Redemption Events: the terms and conditions of the Notes provide for events triggering the early redemption of the Notes. The Notes will become due and payable upon notice to Investors following the occurrence of any such early redemption event.

Substitution: Crédit Agricole S.A. may be substituted by Crédit Agricole CIB as Guarantor with respect to the Notes, upon the joint decision of Crédit Agricole S.A. and Crédit Agricole CIB, without the consent of the holders of the Notes (the **Noteholders**).

D. Interest

The interest amount and redemption amount depends on the performance of a share.

The Notes may pay a conditional interest amount on each Interest Payment Date specified in the table below.

The investor may benefit from a memory effect, which triggers payment of any previously unpaid interest amounts.

Provided that the Notes have not been early redeemed, if on an **Interest Observation Date** specified in the table below, the **Worst of Performance** is greater than or equal to the relevant Interest Barrier (or **IB**, as set out in the table below), the investor will receive on the immediately following **Interest Payment Date**, as specified in the table below, a cash settlement amount per Note in the Specified Currency (an **Interest Amount**) determined by the following formula:

$$\text{Notional Amount} \times \sum_{t=m+1}^M \text{Fixed Rate (t)}$$

Otherwise, no Interest Amount will be paid.

Where:

Worst of Performance means the result of the following formula, expressed as a percentage:

$$\frac{\text{Underlying Value}_{ti}}{\text{Underlying Value}_{1i}}$$

With,

Underlying Value_{ti} means the Underlying Value on the relevant Interest Observation Date;

Underlying Value_{1i} means the Underlying Value on 14 May 2024 (the **Initial Observation Date**);

Underlying Value means the closing price of Underlying(i) on the Initial Observation Date or relevant Interest Observation Date, as the case may be;

m means the number (as set out in the left-hand column “t” of the table below) of the last Interest Payment Date on which an Interest Amount has been paid. If no Interest Amount has been paid prior to the current Interest Payment Date, the value of “m” will be equal to zero; and

M means the number (as set out in the left-hand column “t” of the table below) of the relevant Interest Payment Date; and

Fixed Rate(t) means the relevant Fixed Rate specified in the table below corresponding to the relevant Interest Payment Date.

t	Interest Observation Date	Interest Payment Date	IB	Fixed Rate
1	14/05/2025	16/05/2025	65.00%	11.9000%
2	14/05/2026	18/05/2026	65.00%	11.9000%
3	14/05/2027	18/05/2027	65.00%	11.9000%
4	15/05/2028	17/05/2028	65.00%	11.9000%
5	14/05/2029	16/05/2029	65.00%	11.9000%

E. Redemption

Automatic Early Redemption:

Provided that on any **Automatic Early Redemption Observation Date** specified in the table below, the **Worst of Performance** is greater than or equal to the relevant Early Redemption Barrier (or ERB, as specified in the table below) (an **Automatic Early Redemption Event**), the investor will receive on the immediately following **Automatic Early Redemption Date** specified in the table below a cash settlement amount per Note in the Specified Currency equal to the following Automatic Early Redemption Amount: **Nominal Amount x Reference Price**

Where:

Reference Price means, in relation to the relevant Automatic Early Redemption Observation Date, the corresponding Reference Price specified in the table below;

Worst of Performance means the result of the following formula, expressed as a percentage:

$$\text{Min}_i^N \text{Performance}(i)$$

With,

Performance(i) means, in respect of each Underlying(i) comprising the Basket, the result of the following formula, expressed as a percentage:

$$\frac{\text{Underlying Value}_{ti}}{\text{Underlying Value}_{1i}}$$

Underlying Value_{ti} means the Underlying Value on the relevant Automatic Early Redemption Observation Date on which an Automatic Early Redemption Event has occurred;

Underlying Value_{1i} means the Underlying Value on the Initial Observation Date;

Underlying Value means the closing price of Underlying(i) on the Initial Observation Date or relevant Automatic Early Redemption Observation Date, as the case may be; and

Underlying(i) means the relevant Underlying specified in the table and in the paragraph “Final Redemption” below

t	Automatic Early Redemption Observation Date	Automatic Early Redemption Date	ERB	Reference Price
1	14/05/2025	16/05/2025	100.00%	100.0000%
2	14/05/2026	18/05/2026	100.00%	100.0000%
3	14/05/2027	18/05/2027	100.00%	100.0000%
4	15/05/2028	17/05/2028	100.00%	100.0000%

Final Redemption:

Provided that the Notes have not been early redeemed, the Notes will be redeemed on the Maturity Date. The investor will receive a cash settlement amount per Note in the Specified Currency equal to the following Final Redemption Amount:

Notional Amount x (Reference Price x Redemption Payoff)

Where:

Reference Price means 100.00%, and

Redemption Payoff will be calculated as follows:

- (i) if **Performance_FR** is higher than or equal to **FRB1** on the Redemption Observation Date: 100.00%
- (ii) Otherwise: the Issuer will redeem each Share Linked Security by Delivering the Physical Settlement Amount in lieu of paying the Final Redemption Amount; any Fractional Share Amount will be paid in the Specified Currency

With:

FRB1 means 65.00%

Performance_FR means Worst of Performance, and

Worst of Performance means the result of the following formula, expressed as a percentage:

$$\text{Min}_i^N \text{Performance}(i)$$

With:

Performance(i) means, in respect of each Underlying(i) comprising the Basket, the result of the following formula, expressed as a percentage:

$$\frac{\text{Underlying Value}_{2i}}{\text{Underlying Value}_{1i}}$$

Underlying Value_{2i} means the Underlying Value on 14 May 2029 (the **Redemption Observation Date**);

Underlying Value_{1i} means the Underlying Value on the Initial Observation Date;

Underlying Value means the closing price of Underlying(i) on the Initial Observation Date or the Redemption Observation Date, as the case may be;

Underlying(i) means:

i:	Underlying:	Exchange:	Bloomberg Ticker:	ISIN Code:
1	OMV AG	WIENER BOERSE AG	OMV AV	AT0000743059
2	VOESTALPINE AG	WIENER BOERSE	VOE AV	AT0000937503

		AG		
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Number of Shares to be Delivered means the Number of Shares, rounded down to the lower whole Share;
Number of Shares means the number of units of Underlying(i) resulting from dividing the Notional Amount by the Physical Settlement Share Price, converted where necessary into the Settlement Currency using the Currency Rate;
Physical Settlement Amount means the Number of Shares to be Delivered;
Physical Settlement Share Price means 100.00% of Underlying Value_{ti};
Physical Settlement Share means the relevant Underlying(i) which has the Worst of Performance;
Currency Rate means the rate of conversion between the Specified Currency and the currency of Underlying(i) as displayed on the Bloomberg BFIX page at the relevant time on the Redemption Observation Date;
Fractional Share Amount means an amount per Note equal to the product of the Fractional Share and Underlying Value_{ti}, converted where necessary into the Specified Currency using the Currency Rate; and
Fractional Share means, per Note, any fraction of a unit of Underlying(i) arising from determining the Number of Shares to be Delivered (rounded down to three decimal places closer).

Other redemption events:

During the life of the Notes, they may also be redeemed at their fair market value:

- At the hand of the Issuer, following an event of illegality or an event of force majeure or for regulatory or compulsory resales; or
- At the hand of the holders, in the event of an event of default or a tax change giving rise to a withholding tax case and in the event of a FATCA withholding tax case.

The Issuer may at any time redeem Notes on or off the stock exchange at any price agreed with the seller(s), subject to applicable laws and regulations.

3.2 Where will the securities be traded?

The Securities are expected to be admitted to trading on or as soon as practicable after the Issue Date, on the non-regulated market (Freiverkehr) of the Baden-Württembergische Wertpapierbörse GmbH (Boerse Stuttgart), a multilateral trading facility within the meaning of Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014, as amended.

3.3 Are the securities covered by a guarantee?

The issue of the Securities is subject to an independent first demand guarantee granted by Crédit Agricole CIB (the **Guarantor**) in respect of any amount that may be claimed by the holders in respect of the Securities (the **Guarantee**).

The Guarantor is the immediate parent company of the Issuer, in which it holds a 99.80% interest and consequently controls the Issuer. Crédit Agricole CIB's legal entity identifier (LEI) is 1VUV7VQFKUOQSJ21A208.

The following tables show selected key financial information (within the meaning of Delegated Regulation (EU) 2019/979 of the Guarantor for the financial year ending 31 December 2021 and 31 December 2022 and the half year ending 30 June 2022 and 30 June 2023 (all figures are expressed in millions of euros):

A. Income statement for credit institutions

	31/12/2021 (audited)	30/06/2022	31/12/2022 (audited)	30/06/2023
Net interest income (or equivalent)	3,377	1,894	3,828	1,907
Net fee and commission income	941	472	905	424
Net impairment loss on financial assets	-	[-]	[-]	[-]
Net trading income	1,501	1,091	1,918	1,521
Measure of financial performance used by the issuer in the financial statements such as operating profit	2,218	1,310	2,593	1,505

Net profit or loss (for consolidated financial statements net profit or loss attributable to equity holders of the parent) ie. Net income Group share	1,691	866	1,838	1,130
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B. Balance sheet for credit institutions

	31/12/2021 (audited)	30/06/2022	31/12/2022 (audited)	30/06/2023	Value as outcome from the most recent Supervisory Review and Evaluation Process ('SREP') (unaudited)
Total assets	599,721	681,546	728,202	762,089	Not Applicable
Senior debt	51,768	64,895	68,389	69,761	Not Applicable
Subordinated debt	4,079	4,156	4,293	4,269	Not Applicable
Loans and receivables from customers (net)	165,830	174,661	179,186	172,293	Not Applicable
Deposits from customers	159,578	169,435	186,851	174,660	Not Applicable
Total equity	26,520	27,584	28,378	28,870	Not Applicable
Non performing loans (based on gross carrying amount)/Loans and receivables)	1.8%	1.9%	1.9%	1.8%	Not Applicable
Phased-in Common Equity Tier 1 capital (CET1) ratio or other relevant prudential capital adequacy ratio depending on the issuance	11.7%	10.9%	11.6%	11.7%	7. 9% 8.2% at 30 June 2023
Phased-in Total Capital Ratio	21.0%	20.4%	21.9%	22.2%	12.1% at 31 December 2022 12.3% at 30 June 2023
Leverage Ratio calculated under applicable regulatory framework	4.0%	3.6%	3.9%	3.8%	3.0%

C. Qualifications in the audit report

The audit reports do not contain any qualifications with respect to Crédit Agricole CIB's historical financial information.

D. Principal risk factors related to the guarantor

Crédit Agricole CIB is mainly exposed to the following categories of risks in the conduct of its business:

- 1) Credit and counterparty risks, which include credit risks on its corporates and financial institutions counterparties, risk on any significant sector or individual concentration, counterparty risk on market transactions, credit risk related to securitization transactions as well as country and sovereign risks;
- 2) Financial risks, which include market risk, risk of change in the value of its securities portfolio, foreign exchange risk, liquidity risk, risk of change in the value of equity investments, and global interest rate risk; and

- 3) Operational risks and associated risks, which include compliance and legal risks and other operational risks including information system security risks;
- 4) Business risks, which include systemic risk (negative impact of adverse economic and financial conditions, as well as changes in laws and regulations) or strategic risk;
- 5) Climate risk;
- 6) Risks relating to the structure of the Group.

3.4 What are the main risks specific to securities?

There are risk factors which are material for the purpose of assessing the risks related to the Securities, including the following:

- 1) The trading price of the Securities may fall in value as rapidly as it may rise and Noteholders may sustain a total loss of their investment;
- 2) The Securities may have no established trading market when issued, and one may never develop. If a market does develop, it may not be very liquid. Illiquidity may have an adverse effect on the market value of the Securities;
- 3) The implementation in France of the EU Bank Recovery and Resolution Directive could materially affect the rights of the Noteholders, the price or value of their investment in the Securities and or the ability of the Guarantor to satisfy its obligations under the Securities;
- 4) French insolvency law could have an adverse impact on Noteholders seeking repayment in the event that the Issuer, the Guarantor or its subsidiaries were to become insolvent and could have a material adverse effect on the market value of the Securities;
- 5) The risk relating to the unsecured nature of the Securities and the Guarantee, the absence of negative pledge and debt restrictions with respect to the Issuer and the Guarantor, all of which could have an adverse effect on the market value of the Securities.
- 6) The optional redemption feature of the Notes might negatively affect the market value of the Notes;
- 7) The Interest Amount, the Automatic Early Redemption Amount and the Final Redemption Amount of the Notes are dependent upon changes in the market value of the Underlying(s), which could adversely affect the market value of the Notes. In addition, the Early Redemption Amount and the Final Redemption Amount may be less than the nominal amount of the Notes and the holders of Notes may lose all or part of the amount of the principal invested;
- 8) An investment in the Notes does not confer any legal or beneficial interest in the Underlying(s) or any voting rights, right to receive dividends or other rights that a holder of the Underlying(s) may have. Potential losses in value of the Notes cannot be compensated by other income; and
- 9) The Notes are not principal protected and investors are exposed to the performance of the Underlying(s); accordingly, they risk losing all or a part of their investment if the value of the Underlying(s) does not move in a positive direction.

4. KEY INFORMATION ON THE PUBLIC OFFER OF SECURITIES AND/OR ADMISSION TO TRADING ON A REGULATED MARKET

4.1 Under what conditions and according to what timetable can I invest in this security?

The Securities are offered for a maximum amount of EUR 10,000,000.

The Securities are expected to be admitted to trading on or as soon as practicable after the Issue Date, on the non-regulated market (Freiverkehr) of the Baden-Württembergische Wertpapierbörse GmbH (Boerse Stuttgart), a multilateral trading facility within the meaning of Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014, as amended.

The Securities will be offered to eligible counterparties, professional client and/or retail Investors, during an open period from 17 April 2024 to 14 May 2024 (the **Offer Period**) in Austria, subject to (i) the Notes being admitted to trading, if applicable, and (ii) an early closure of the Offer Period in the Issuer's sole and absolute discretion depending on market conditions, as specified below.

Prospective investors may apply to subscribe for Securities during the Offer Period. The Offer Period may be shortened or extended at any time and for any reason. In such case, the Issuer shall give notice to the investors as soon as practicable before the end of the Offer Period by means of a notice published on its website (<http://www.documentation.ca-cib.com/IssuanceProgram>).

Applications for the Securities can be made during the Offer Period through the Distributor (as defined below). The applications can be made in accordance with the Distributor's usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer or the Dealer (as defined below) related to the subscription for the Securities.

A prospective investor will subscribe for Securities in accordance with the arrangements agreed with the Distributor relating to the subscription of securities generally.

The Securities will be available on a delivery versus payment basis. The Securities offered to investors will be issued on the Issue Date against payment by the Distributor, via the Dealer, to the Issuer of the gross subscription moneys. Each such investor will be notified by the Distributor of the settlement arrangements in respect of the Notes at the time of such investor's application.

The Issuer estimates that the Securities will be delivered to the investor's respective book-entry securities account on or around the Issue Date. Applicants will be notified directly by the Distributor of the success of their application. Dealing in the Securities may commence on the Issue Date.

If the subscription for a Securities occurs after the closing of the offering, the order will be automatically cancelled and the subscription proceeds will be returned to the relevant investor in accordance with the instructions communicated to Crédit Agricole CIB at the time of the subscription request. Subscription requests for Securities will be received within the limit of the number of Securities available. Subscription orders for Securities may be reduced in the event of oversubscription and any excess proceeds will be returned by Crédit Agricole CIB to the investor.

The minimum subscription amount for the Securities must be at least equal to the Notional Amount of the Securities. There is no maximum subscription amount for Securities. Securities are offered at a price corresponding to 100,00 per cent. of the aggregate nominal amount of the Securities.

The Issuer will pay to the Distributor (as defined below) a placement fee of up to 1.20% (equivalent to up to 0.24% p.a.) upfront of the aggregate nominal amount of the Securities.

There is no pre-emptive right to subscribe the Securities for the benefit of any category of persons.

The final amount of the offering will be notified by the Issuer to each investor via its website (<https://www.documentation.ca-cib.com/IssuanceProgram>) on or around the Issue Date.

Estimate of the total expenses: EUR 250 including listing costs and excluding regulatory fees where applicable.

No expenses will be charged to the investors.

4.2 Who is the offeror?

(i) Crédit Agricole CIB (the **Dealer**) and (ii) ERSTE GROUP BANK AG (the **Distributor**), and (iii) any additional financial intermediary appointed by the Issuer and as identified on the website at <https://www.documentation.ca-cib.com/PublicFinalTerm?region=EU> and (iv) any financial intermediaries stating on its website that it uses the prospectus in accordance with the conditions set out under "Retail Cascades" in the Base Prospectus may offer the Securities.

4.3 Why is this prospectus being prepared?

A. Net Proceeds and Use of Proceeds

The estimated net proceeds from the issue of the Securities of up to EUR 10,000,000.

The estimated net proceeds will be used for the general financing needs of the Issuer.

B. Subscription Agreement:

Not applicable - the offer is not the subject of a subscription agreement.

C. Conflicts of interest:

The Guarantor is also the calculation agent; as a result, conflicts of interest may exist between the calculation agent and the holders of Securities, in particular with respect to certain determinations and determinations that the calculation agent may make pursuant to the terms of the Securities and which may affect amounts due under the Securities.

ZUSAMMENFASSUNG

1. EINLEITUNG UND HAFTUNGSAUSSCHLUSS

Crédit Agricole CIB Financial Solutions (**Crédit Agricole CIB FS** oder die **Emittentin**) ist eine Gesellschaft mit beschränkter Haftung mit eingetragenem Sitz in 12, place des États-Unis, CS 70052, 92 547 Montrouge Cedex, Frankreich. Die Rechtsträgerkennung (LEI) der Emittentin lautet: 969500HUHIE5GG515X42.

Die von der Emittentin begebenen Schuldverschreibungen (die **Wertpapiere**) sind strukturierte Anleihen, deren Rendite von der Wertentwicklung einer Aktie abhängt. Die Schuldverschreibungen sind durch den ISIN-Code **XS2738053466** gekennzeichnet.

Dieses Dokument stellt die Zusammenfassung des Prospekts (die **Zusammenfassung**) im Sinne der Verordnung (EU) 2017/1129 in der jeweils geltenden Fassung (die **Prospektverordnung**) dar und ist zu lesen in Verbindung mit:

- dem Basisprospekt vom 10. Mai 2023 und den Nachträgen zum Basisprospekt vom 13. November 2023 und 19. Januar 2024, die von der CSSF in Luxemburg, 283 route d'Arlon L-1150 Luxemburg, E-Mail: direction@cssf.lu, als zuständige Behörde im Sinne der Prospektverordnung genehmigt wurden (der **Basisprospekt**), ergänzt durch

- die Endgültigen Bedingungen vom 17. April 2024 (die **Endgültigen Bedingungen**),

die gemeinsam einen Prospekt im Sinne der Prospektverordnung darstellen, der die notwendigen Informationen über die Emittentin und die öffentlich angebotenen oder zum Handel an einem geregelten Markt zuzulassenden Wertpapiere enthält (der **Prospekt**).

Vollständige Informationen über die Emittentin, die Garantin und das Angebot der Anleihen ergeben sich nur aus der Kombination des Basisprospekts mit den Endgültigen Bedingungen.

Hinweis für den Leser

Diese Zusammenfassung ist als Einführung zum Prospekt zu verstehen. Anleger sollten ihre Entscheidung, in die Anleihen zu investieren, erst nach einer gründlichen Prüfung des gesamten Prospekts, einschließlich des Basisprospekts, aller durch Verweis einbezogenen Dokumente, aller Nachträge und der Endgültigen Bedingungen treffen.

Der Anleger kann das gesamte oder einen Teil des in die von der Emittentin begebenen Anleihen investierten Kapitals verlieren. Wird ein Gericht mit einer Klage im Zusammenhang mit den im Prospekt enthaltenen Informationen befasst, kann der klagende Anleger nach nationalem Recht verpflichtet werden, die Kosten für die Übersetzung des Prospekts vor Beginn des Gerichtsverfahrens zu tragen.

Eine zivilrechtliche Haftung besteht nur zulasten von Personen, die die Zusammenfassung, einschließlich einer etwaigen Übersetzung, eingereicht haben, jedoch nur dann, wenn sich der Inhalt der Zusammenfassung als irreführend, unrichtig oder widersprüchlich erweist, wenn sie zusammen mit anderen Teilen des Prospekts gelesen wird, oder wenn sie, in Verbindung mit den anderen Teilen des Prospekts gelesen, keine Schlüsselinformationen enthält, die den Anlegern bei der Erwägung einer Anlage in diese Anleihen helfen.

Sie sind im Begriff, ein Produkt zu erwerben, das nicht einfach ist und schwer zu verstehen sein kann.

2. BASISINFORMATIONEN ZUR EMITTENTIN

2.1 Wer ist die Emittentin der Wertpapiere?

Crédit Agricole CIB FS ist eine Gesellschaft mit beschränkter Haftung, die am 30. Dezember 2003 nach dem Recht der Republik Frankreich als "société anonyme" gegründet wurde. Sie wird von einem Verwaltungsrat geleitet, der beim Registre du Commerce et des Sociétés de Nanterre unter der Nummer SIRET 45142804900014 eingetragen ist, und hat ihren Sitz in 12, place des États-Unis, CS 70052, 92 547 Montrouge Cedex, Frankreich. Die Rechtsträgerkennung (LEI) lautet 969500HUHIE5GG515X42.

A. Haupttätigkeiten

Crédit Agricole CIB FS emittiert im Wesentlichen Schuldverschreibungen.

B. Organisation/ Hauptaktionäre

Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**) und sämtliche ihrer konsolidierten Tochtergesellschaften (**Crédit Agricole CIB-Gruppe**) umfassen die Crédit Agricole CIB FS, die eine konsolidierte Tochtergesellschaft der Crédit Agricole CIB ist; Crédit Agricole CIB FS hat keine Tochtergesellschaften. Crédit Agricole CIB, *société anonyme* mit Sitz in Frankreich, ist die unmittelbare Muttergesellschaft von Crédit Agricole CIB FS mit 99,80 Prozent der Anteile und kontrolliert somit Crédit Agricole CIB FS.

C. Führungskräfte

Die Vorsitzende und Geschäftsführerin der Emittentin ist Christine CREMEL.

D. Abschlussprüfer

Der Abschlussprüfer von Crédit Agricole CIB FS ist PricewaterhouseCoopers Audit, 63 rue de Villiers, 92200 Neuilly sur Seine, France, Mitglied der *Compagnie régionale des commissaires aux comptes de Versailles*.

Der stellvertretende Abschlussprüfer der Emittentin ist Jean-Baptiste Deschryver, 63 rue de Villiers, 92200 Neuilly sur Seine, France, ebenfalls Mitglied der *Compagnie régionale des commissaires aux comptes de Versailles*.

2.2 Welche sind die wesentlichen Finanzinformationen im Hinblick auf die Emittentin?

Die nachfolgenden Tabellen zeigen ausgewählte wesentliche Finanzinformationen (im Sinne der Delegierten Verordnung (EU) 2019/979) der Emittentin für die zum 31. Dezember 2021 und 31. Dezember 2022 endenden Geschäftsjahre und die zum 30. Juni 2022 und zum 30. Juni 2023 endenden Halbjahre (alle Zahlen sind in Euro angegeben):

A. Gewinn- und Verlustrechnung

	31/12/2021 (geprüft)	30/06/2022	31/12/2022 (geprüft)	30/06/2023
Operativer Gewinn/Verlust oder ein anderes ähnliches Maß für die finanzielle Leistungsfähigkeit, das die Emittentin in ihrem Jahresabschluss verwendet	74.031	46.311	96.137	161.344

B. Bilanz für Nicht-Eigenkapital-Wertpapiere

	31/12/2021 (geprüft)	30/06/2022	31/12/2022 (geprüft)	30/06/2023
Nettofinanzschulden (langfristige Finanzverbindlichkeiten plus kurzfristige Verbindlichkeiten minus Barmittel)	7.272.910.432	7.921.872.541	9.058.245.721	11.217.489.026
Kurzfristiges Verhältnis (kurzfristige Vermögenswerte/kurzfristige Verbindlichkeiten)	Nicht anwendbar	Nicht anwendbar	Nicht anwendbar	Nicht anwendbar
Verschuldungsgrad (Summe der Verbindlichkeiten/Summe des Eigenkapitals)	35.335	39.328	44.164	54.920
Zinsdeckungsgrad (Betriebsergebnis/Zinsaufwand)	Nicht anwendbar	Nicht anwendbar	Nicht anwendbar	Nicht anwendbar

C. Kapitalflussrechnung (Cashflow) für Nichtdividendenwerte

	31/12/2021 (geprüft)	30/06/2022	31/12/2022 (geprüft)	30/06/2023
Cashflow aus laufender Geschäftstätigkeit	(228.578.420)	(649.352.215)	(1.784.648.545)	(2.158.584.812)
Cashflow aus Finanzierungstätigkeit	228.170.827	648.962.110	1.785.335.290	2.159.243.306
Cashflow aus Investitionstätigkeit	Nicht anwendbar	Nicht anwendbar	Nicht anwendbar	Nicht anwendbar

D. Einschränkungen im Prüfbericht

Die Prüfberichte enthalten keine Einschränkungen in Bezug auf die historischen Finanzinformationen von Crédit Agricole CIB FS.

2.3 Welche wesentlichen Risiken bestehen im Hinblick auf die Emittentin?

Die folgenden Risiken wurden als für die Emittentin signifikant und spezifisch identifiziert und könnten bei ihrem Eintreten erhebliche negative Auswirkungen auf ihre Geschäftstätigkeit, ihre Finanzlage und ihren Zugang zu verschiedenen Finanzierungsquellen haben:

- 1) Crédit Agricole CIB FS könnte Verluste erleiden, wenn ein Abwicklungsverfahren eingeleitet würde oder wenn sich die finanzielle Lage der Crédit Agricole-Gruppe erheblich verschlechtern würde; und
- 2) Crédit Agricole CIB FS ist in hohem Maße von Crédit Agricole CIB, ihrer Muttergesellschaft, abhängig. Darüber hinaus trägt Crédit Agricole CIB FS ein Kreditrisiko gegenüber Crédit Agricole CIB, die die einzige Gegenpartei für die Finanzgeschäfte von Crédit Agricole CIB FS ist.

3. BASISINFORMATIONEN ZU DEN WERTPAPIEREN

3.1 Welche sind die wesentlichen Merkmale der Wertpapiere?

A. Allgemeines

Bei den von der Emittentin zu begebenden Wertpapieren handelt es sich um Strukturierte Anleihen, deren Rendite von der Wertentwicklung einer Aktie abhängt. Die Wertpapiere sind durch den ISIN-Code **XS2738053466** gekennzeichnet.

Die Wertpapiere lauten auf Euro (EUR; auch die **Festgelegte Währung**) und alle Zins- und Rückzahlungsbeträge werden in der Festgelegten Währung gezahlt.

Der maximale Nennbetrag der angebotenen Wertpapiere beträgt EUR 10.000.000, dargestellt durch 10.000 Wertpapiere mit einem Nennbetrag von je EUR 1.000 (der **Nennbetrag**). Der Emissionspreis beträgt 100,00% des Gesamtnennbetrags der Wertpapiere.

Die Mindesthandelsgröße beträgt EUR 1.000 im Gesamtnennbetrag.

Die Wertpapiere werden am 14. Mai 2024 (der **Ausgabetag**) in Form von entmaterialisierten, auf den Inhaber lautenden, neuen Globalurkunden ausgegeben. Das Fälligkeitsdatum der Wertpapiere ist der 16. Mai 2029 (das **Fälligkeitsdatum**), vorbehaltlich einer Vorzeitigen Rückzahlung.

Die Wertpapiere unterliegen Englischem Recht.

B. Ratings

Nicht anwendbar, die Anleihen sind nicht bewertet worden.

C. Beschreibung der mit den Wertpapieren verbundenen Rechte, des Ranges und der Beschränkungen

Ranking: Die Anleihen stellen unmittelbare, nicht nachrangige und garantierte Verpflichtungen der Emittentin dar und sind untereinander gleichrangig und (vorbehaltlich bestimmter gesetzlich festgelegter Ausnahmen) gleichrangig mit allen anderen gegenwärtigen oder künftigen unbesicherten Verpflichtungen der Emittentin (mit Ausnahme etwaiger nachrangiger Verpflichtungen).

Vorzeitige Rückzahlungsereignisse: Die Bedingungen der Anleihen sehen Ereignisse vor, die die Vorzeitige Rückzahlung der Anleihen auslösen. Die Anleihen werden nach dem Eintritt eines solchen Vorzeitigen Rückzahlungsereignisses durch Mitteilung an die Anleger fällig und zahlbar.

Ersatz: Crédit Agricole S.A. kann auf gemeinsamen Beschluss von Crédit Agricole S.A. und Crédit Agricole CIB ohne Zustimmung der Inhaber der Anleihen (die **Anleihegläubiger**) durch Crédit Agricole CIB als Garantgeber in Bezug auf die Anleihen ersetzt werden.

D. Zinsen

Der Zinsbetrag und der Rückzahlungsbetrag sind abhängig von der Wertentwicklung einer Aktie.

Die Anleihen zahlen möglicherweise einen bedingten Zinsbetrag an jedem Zinszahlungstag, wie in der Tabelle unten aufgeführt.

Der Anleger profitiert möglicherweise von einer Speicherfunktion (Memory-Effekt), welcher die Zahlung von allen vorher nicht gezahlten Zinsbeträgen auslöst.

Vorausgesetzt, die Anleihen wurden nicht vorzeitig zurückgezahlt; falls an einem **Zinsbewertungstag** wie unten angegeben, die **Worst of-Wertentwicklung** größer oder gleich der jeweiligen **Zinsbarriere** ist (**IB**, wie unten in der Tabelle aufgeführt), erhält der Anleger am direkt darauffolgenden **Zinszahlungstag**, wie unten aufgeführt, einen Barbetrag pro Anleihe in der Festgelegten Währung (ein **Zinsbetrag**), wie mit der folgenden Formel bestimmt:

$$\text{Nominalbetrag} \times \sum_{t=m+1}^M \text{Zinssatz}(t)$$

Anderenfalls wird kein Zinsbetrag gezahlt.

Wobei:

Worst of-Wertentwicklung bedeutet das Ergebnis aus folgender Formel, ausgedrückt als Prozentsatz:

$$\frac{\text{Wert des Basiswerts}_{t_i}}{\text{Wert des Basiswerts}_{1i}}$$

Mit:

Wert des Basiswerts_{t_i} bedeutet den Wert des Basiswerts am jeweiligen Zinsbewertungstag;

Wert des Basiswerts_{1i} bedeutet den Wert des Basiswerts am 14. Mai 2024 (der **Anfängliche Bewertungstag**);

Wert des Basiswerts bedeutet der Schlusskurs des Basiswerts(i) am Anfänglichen Bewertungstag oder jeweiligen Zinsbewertungstag, je nachdem;

m bedeutet den Wert (wie in der linken Spalte „t“ in der Tabelle unten aufgeführt) des letzten Zinszahlungstags, an dem ein Zinsbetrag gezahlt wurde. Wenn kein Zinsbetrag vor dem jeweiligen Zinszahlungstags gezahlt wurde, ist der Wert von “m” Null, und

M bedeutet den Wert (wie in der linken Spalte „t“ in der Tabelle unten aufgeführt) des jeweiligen Zinszahlungstags, und

Zinssatz (t) bedeutet der jeweilige in der Tabelle unten angegebene Zinssatz am dazugehörigen Zinszahlungstag.

t	Zinsbewertungstag	Zinszahlungstag	IB (Zinsbarriere)	Zinssatz
1	14/05/2025	16/05/2025	65,00%	11,9000%
2	14/05/2026	18/05/2026	65,00%	11,9000%
3	14/05/2027	18/05/2027	65,00%	11,9000%
4	15/05/2028	17/05/2028	65,00%	11,9000%
5	14/05/2029	16/05/2029	65,00%	11,9000%

E. Rückzahlung

Automatische Vorzeitige Rückzahlung

Vorausgesetzt, dass an einem **Bewertungstag für die Automatische Vorzeitige Rückzahlung**, wie in der Tabelle unten aufgeführt, die **Worst of-Wertentwicklung** größer oder gleich der jeweiligen **Barriere für die Vorzeitige Rückzahlung** ist (oder **ERB**, wie in der Tabelle unten aufgeführt) (ein **Automatisches Vorzeitiges Rückzahlungsereignis**), erhält der Anleger am direkt darauffolgenden **Automatischen Vorzeitigen Rückzahlungstag**, wie unten aufgeführt, einen Barbetrag pro Anleihe in der Festgelegten Währung entsprechend dem folgenden Automatischen Vorzeitigen Rückzahlungsbetrag: **Nennbetrag x Referenzpreis**

Wobei:

Referenzpreis bedeutet, in Bezug auf den jeweiligen Bewertungstag für die Automatische Vorzeitige Rückzahlung, der dazugehörige Referenzpreis wie in der untenstehenden Tabelle aufgeführt.

Worst of-Wertentwicklung bedeutet das Ergebnis der folgenden Formel, ausgedrückt als Prozentsatz:

$$\min_i^N \text{Wertentwicklung}(i)$$

Mit:

Wertentwicklung(i) bedeutet, in Bezug auf jeden Basiswert(i), der im Korb enthalten ist, das Ergebnis der folgenden Formel, ausgedrückt als Prozentsatz:

$$\frac{\text{Wert des Basiswerts}_{t_i}}{\text{Wert des Basiswerts}_{1i}}$$

Wert des Basiswerts_{t_i} bedeutet den Wert des Basiswerts am jeweiligen Bewertungstag für die Automatische Vorzeitige Rückzahlung, an dem ein Automatisches Vorzeitiges Rückzahlungsereignis eingetreten ist;

Wert des Basiswerts_{1i} bedeutet den Wert des Basiswerts am Anfänglichen Bewertungstag;

Wert des Basiswerts bedeutet den Schlusskurs des Basiswerts(i) am Anfänglichen Bewertungstag oder jeweiligen Bewertungstag für die Vorzeitige Rückzahlung, je nachdem; und
Basiswert(i) bedeutet der maßgebliche Basiswert wie in der Tabelle und im Absatz „Rückzahlung am Laufzeitende“ unten angegeben

t	Bewertungstag für die Vorzeitige Rückzahlung	die Vorzeitiger Rückzahlungstag	ERB (Barriere für die Referenzpreis Vorzeitige Rückzahlung)	Referenzpreis
1	14/05/2025	16/05/2025	100,00%	100,0000%
2	14/05/2026	18/05/2026	100,00%	100,0000%
3	14/05/2027	18/05/2027	100,00%	100,0000%
4	15/05/2028	17/05/2028	100,00%	100,0000%

Rückzahlung am Laufzeitende

Vorausgesetzt, die Anleihen wurden nicht vorzeitig zurückgezahlt, werden die Anleihen am Fälligkeitstag zurückgezahlt. Der Anleger erhält einen Barbetrag pro Anleihe in der Festgelegten Währung entsprechend dem folgenden Finalen Rückzahlungsbetrag:

Nominalbetrag x (Referenzpreis x Tilgungsbetrag)

Wobei:

Referenzpreis bedeutet 100%, und

Tilgungsbetrag wird wie folgt berechnet:

(i) wenn die **Wertentwicklung_FR** größer ist oder gleich dem **FRB1** am Bewertungstag für die Rückzahlung: 100,00%

(ii) andernfalls: die Emittentin wird jedes aktienbezogene Wertpapier durch Lieferung des Physischen Abwicklungsbetrags zurückzahlen anstatt den Finalen Rückzahlungsbetrag zu zahlen; ein sich ergebender Bruchteilsaktienbetrag wird in der Festgelegten Währung gezahlt.

Mit:

FRB1 bedeutet 65,00%

Wertentwicklung_FR bedeutet Worst of-Wertentwicklung, und

Worst of-Wertentwicklung bedeutet das Ergebnis der folgenden Formel, ausgedrückt als Prozentsatz:

$$\min_i^N \text{Wertentwicklung}(i)$$

Mit:

Wertentwicklung(i) bedeutet, in Bezug auf jeden Basiswert(i), der im Korb enthalten ist, das Ergebnis der folgenden Formel, ausgedrückt als Prozentsatz:

$$\frac{\text{Wert des Basiswerts}_{2i}}{\text{Wert des Basiswerts}_{1i}}$$

Mit:

Wert des Basiswerts_{2i} bedeutet den Wert des Basiswerts am 14. Mai 2029 (der **Bewertungstag für die Rückzahlung**);

Wert des Basiswerts_{1i} bedeutet den Wert des Basiswerts am Anfänglichen Bewertungstag;

Wert des Basiswerts bedeutet den Schlusskurs des Basiswerts(i) am Anfänglichen Bewertungstag oder dem Bewertungstag für die Rückzahlung, je nachdem;

Basiswert(i) bedeutet:

i:	Basiswert:	Börse:	Bloomberg Ticker:	ISIN Code:
1	OMV AG	WIENER BOERSE AG	OMV AV	AT0000743059
2	VOESTALPINE AG	WIENER BOERSE AG	VOE AV	AT0000937503

Anzahl der zu liefernden Aktien bedeutet die Anzahl der Aktien, abgerundet auf die kleinere ganze Zahl;

Anzahl der Aktien bedeutet die Anzahl der Einheiten des Basiswerts(i), die sich aus der Division des Nominalbetrags durch den Physischen Abwicklungs-Aktienkurs ergeben, gegebenenfalls umgerechnet in die Abwicklungswährung unter Verwendung des Wechselkurses;

Physischer Abwicklungsbetrag bedeutet die Anzahl der zu liefernden Aktien;

Physischer Abwicklungs-Aktienkurs bedeutet 100,00% des Werts des Basiswerts_{1i};

Physische Abwicklungs-Aktie bedeutet der jeweilige Basiswert(i), der die schlechteste Wertentwicklung aufweist (Worst of-Wertentwicklung);

Wechselkurs bedeutet den Umrechnungskurs zwischen der Festgelegten Währung und der Währung des Basiswerts(i), wie auf der Bloomberg Seite BFIX zum jeweiligen Zeitpunkt am Bewertungstag für die Rückzahlung angezeigt;

Bruchteilsaktienbetrag bedeutet einen Betrag pro Anleihe, der dem Produkt aus Bruchteilsaktien und dem **Wert des Basiswerts_{2i}** entspricht, gegebenenfalls umgerechnet in die Abwicklungswährung unter Verwendung des Wechselkurses; und

Bruchteilsaktie bedeutet je Anleihe jeder Bruchteil einer Einheit des Basiswerts(i), der sich aus der Bestimmung der Anzahl der zu liefernden Anteile ergibt (abgerundet auf drei Dezimalstellen).

Andere Rückzahlungsereignisse:

Während der Laufzeit der Anleihen können diese auch zu ihrem Marktwert zurückgezahlt werden:

- Nach Wahl der Emittentin im Falle von Rechtswidrigkeit oder höherer Gewalt oder bei aufsichtsrechtlichen oder obligatorischen Rückverkäufen; oder
- Nach Wahl der Inhaber im Falle eines Ausfalls oder einer Steueränderung, die zu einem Quellensteuerfall führt, und im Falle eines FATCA-Quellensteuerfalls.

Die Emittentin kann jederzeit Anleihen an der Börse oder außerbörslich zu einem mit dem/den Verkäufer(n) vereinbarten Preis zurückkaufen, vorbehaltlich der geltenden Gesetze und Vorschriften.

3.2 Wo werden die Wertpapiere gehandelt?

Die Wertpapiere werden voraussichtlich am oder so bald wie möglich nach dem Emissionstag zum Handel am nicht-regulierten Markt (Freiverkehr) der Baden-Württembergischen Wertpapierbörse GmbH (Boerse Stuttgart), einem multilateralen Handelssystem im Sinne der Richtlinie 2014/65/EU des Europäischen Parlaments und des Rates vom 15. Mai 2014 in der jeweils geltenden Fassung, zugelassen.

3.3 Besteht für die Wertpapiere eine Garantie?

Die Emission der Wertpapiere unterliegt einer unabhängigen auf erste Anforderung zahlbaren Sicherheit, die von Crédit Agricole CIB (die **Garantin**) in Bezug auf alle Beträge gewährt wird, die von den Inhabern der Wertpapiere beansprucht werden können (die **Garantie**).

Die Garantin ist die unmittelbare Muttergesellschaft der Emittentin, an der sie eine Beteiligung von 99,80% hält und somit die Emittentin kontrolliert. Die Rechtsträgerkennung (LEI) von Crédit Agricole CIB lautet 1VUV7VQFKUOQSJ21A208.

Die nachfolgenden Tabellen zeigen ausgewählte wesentliche Finanzinformationen (im Sinne der Delegierten Verordnung (EU) 2019/979) der Garantin für die zum 31. Dezember 2021 und 31. Dezember 2022 endenden Geschäftsjahre und die zum 30. Juni 2022 und zum 30. Juni 2023 endenden Halbjahre (alle Zahlen sind in Millionen Euro angegeben):

A. Gewinn- und Verlustrechnung für Kreditinstitute

	31/12/2021 (geprüft)	30/06/2022	31/12/2022 (geprüft)	30/06/2023
Nettozinsertrag (oder äquivalent)	3.377	1.894	3.828	1.907
Nettogeühren und Provisionserträge	941	472	905	424
Netto-Wertminderungsaufwand für finanzielle Vermögenswerte	-	[-]	[-]	[-]
Netto-Handelsergebnis	1.501	1.091	1.918	1.521
Vom Emittenten im Jahresabschluss verwendeter Maßstab für die finanzielle Leistungsfähigkeit, wie z.B. das Betriebsergebnis	2.218	1.310	2.593	1.505

Jahresüberschuss oder -fehlbetrag (im Konzernabschluss: den Anteilseignern des Mutterunternehmens zurechenbarer Jahresüberschuss oder -fehlbetrag), d. h. Jahresüberschuss Konzernanteil	1.691	866	1.838	1.130
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B. Bilanz für Kreditinstitute

	31/12/2021 (geprüft)	30/06/2022	31/12/2022 (geprüft)	30/06/2023	Wert als Ergebnis des letzten aufsichtlichen Überprüfungs- und Bewertungsprozesses ('SREP') (ungeprüft)
Gesamtvermögen	599.721	681.546	728.202	762.089	Nicht anwendbar
Vorrangige Verbindlichkeiten	51.768	64.895	68.389	69.761	Nicht anwendbar
Nachrangige Verbindlichkeiten	4.079	4.156	4.293	4.269	Nicht anwendbar
Darlehen und Forderungen von Kunden (netto)	165.830	174.661	179.186	172.293	Nicht anwendbar
Kundeneinlagen	159.578	169.435	186.851	174.660	Nicht anwendbar
Gesamteigenkapital	26.520	27.584	28.378	28.870	Nicht anwendbar
Notleidende Kredite (basierend auf dem Bruttobuchwert) / Darlehen und Forderungen	1,8%	1,9%	1,9%	1,8%	Nicht anwendbar
Phased-in harte Kernkapitalquote (CET1) oder andere relevante aufsichtsrechtliche Kapitaladäquanzquote je nach Emission	11,7%	10,9%	11,6%	11,7%	7,9% 8,2% am 30. Juni 2023
Phased-in Gesamtkapitalquote	21,0%	20,4%	21,9%	22,2%	12,1% am 31. Dezember 2022 12,3% am 30. Juni 2023
Hebelverhältnis berechnet auf Grundlage des geltenden Rechtsrahmens	4,0%	3,6%	3,9%	3,8%	3,0%

C. Qualifikationen im Prüfbericht

Die Prüfberichte beinhalten keine Qualifikationen hinsichtlich der historischen Finanzinformationen der Crédit Agricole CIB.

D. Hauptrisikofaktoren hinsichtlich der Garantin

Crédit Agricole CIB ist bei der Ausübung ihrer Geschäftstätigkeit hauptsächlich den folgenden Risikokategorien ausgesetzt:

- 1) Kredit- und Gegenparteirisiken, welche Kreditrisiken in Bezug auf die Gegenparteien ihrer Unternehmen und Finanzinstitute umfassen, Risiken in Bezug auf erhebliche Branchen- oder Einzelkonzentration, Gegenparteirisiken bei Markttransaktionen, Kreditrisiken im Zusammenhang mit Verbriefungstransaktionen sowie Länder- und Staatsrisiken;
- 2) Finanzielle Risiken, zu denen das Marktrisiko, das Risiko der Wertänderung ihres Wertpapierportfolios, das Wechselkursrisiko, das Liquiditätsrisiko, das Risiko der Wertänderung von Kapitalbeteiligungen und das globale Zinsrisiko gehören; und
- 3) Operative Risiken und damit zusammenhängende Risiken, die die Einhaltung von Vorschriften und rechtliche Risiken sowie andere operative Risiken, einschließlich der Risiken für die Sicherheit der Informationssysteme, umfassen;
- 4) Geschäftsrisiken, die systemische Risiken (negative Auswirkungen ungünstiger wirtschaftlicher und finanzieller Bedingungen sowie Änderungen von Gesetzen und Vorschriften) oder strategische Risiken umfassen;

- 5) Klimarisiko;
- 6) Risiken im Zusammenhang mit der Struktur der Gruppe.

3.4 Welche wesentlichen Risiken bestehen im Hinblick auf die Wertpapiere?

Es gibt Risikofaktoren, die für die Bewertung der mit den Wertpapieren verbundenen Risiken wesentlich sind, darunter die Folgenden:

- 1) Der Handelskurs der Wertpapiere kann ebenso schnell fallen wie steigen, und die Anleiheinhaber können einen Gesamtverlust ihrer Anlage erleiden;
- 2) Zum Emissionszeitpunkt gibt es für die Wertpapiere möglicherweise keinen etablierten Handelsmarkt, und möglicherweise kann sich ein solcher auch nie entwickeln. Sollte sich ein Markt entwickeln, ist er möglicherweise nicht sehr liquide. Illiquidität kann sich nachteilig auf den Marktwert der Wertpapiere auswirken;
- 3) Die Umsetzung der EU-Bankensanierungs- und -Abwicklungsrichtlinie in Frankreich könnte die Rechte der Anleihegläubiger, den Preis oder Wert ihrer Anlage in die Wertpapiere und die Fähigkeit der Garantin, ihren Verpflichtungen aus den Wertpapieren nachzukommen, erheblich beeinträchtigen;
- 4) Das französische Insolvenzrecht könnte sich im Falle der Insolvenz der Emittentin, der Garantin oder ihrer Tochtergesellschaften nachteilig auf die Rückzahlungsansprüche der Anleihegläubiger auswirken und den Marktwert der Wertpapiere erheblich beeinträchtigen;
- 5) Das Risiko im Zusammenhang mit dem unbesicherten Charakter der Wertpapiere und der Garantie, dem Fehlen eines negativen Pfandrechts und von Verschuldungsbeschränkungen in Bezug auf die Emittentin und die Garantin, die sich allesamt nachteilig auf den Marktwert der Wertpapiere auswirken könnten;
- 6) Die optionale Rückzahlungsfunktion der Anleihen kann sich negativ auf den Marktwert der Anleihen auswirken. Die Anleihegläubiger erhalten möglicherweise nicht den Gesamtbetrag des investierten Kapitals zurück;
- 7) Der Zinsbetrag, der Vorzeitige Rückzahlungsbetrag und der Finale Rückzahlungsbetrag der Anleihen sind abhängig von Änderungen des Marktwerts des Basiswerts, welche den Marktwert der Anleihen nachteilig beeinflussen können. Außerdem können der Vorzeitige Rückzahlungsbetrag und der Finale Rückzahlungsbetrag kleiner als der Nennbetrag der Anleihen sein und die Anleihegläubiger können den gesamten oder einen Teil des investierten Kapitalbetrags verlieren;
- 8) Eine Investition in die Anleihen verleiht keine rechtlichen oder wirtschaftlichen Ansprüche an dem Basiswert oder irgendwelche Stimmrechte, Dividendenansprüche oder andere Rechte, die ein Inhaber des Basiswerts haben könnte. Etwaige Wertverluste der Anleihen können nicht durch andere Einkünfte ausgeglichen werden; und
- 9) Die Anleihen sind nicht kapitalgeschützt und Anleger sind der Wertentwicklung des Basiswerts ausgesetzt; dementsprechend sind sie dem Risiko ausgesetzt, ihre Anlage ganz oder teilweise zu verlieren, wenn sich der Wert des Basiswerts nicht in eine positive Richtung entwickelt.

4. BASISINFORMATIONEN ÜBER DAS ÖFFENTLICHE ANGEBOT DER WERTPAPIERE UND/ODER DIE ZULASSUNG ZUM HANDEL AN EINEM GEREGLTEN MARKT

4.1 Unter welchen Bedingungen und nach welchem Zeitplan kann ich in diese Anleihen investieren?

Die Wertpapiere werden für einen Höchstbetrag von EUR 10.000.000 angeboten.

Die Wertpapiere werden voraussichtlich am oder so bald wie möglich nach dem Emissionstag zum Handel am nicht-regulierten Markt (Freiverkehr) der Baden-Württembergischen Wertpapierbörse GmbH (Boerse Stuttgart), einem multilateralen Handelssystem im Sinne der Richtlinie 2014/65/EU des Europäischen Parlaments und des Rates vom 15. Mai 2014 in der jeweils geltenden Fassung, zugelassen.

Die Wertpapiere werden geeigneten Gegenparteien, professionellen Kunden und/oder Kleinanlegern während eines Zeitraums vom 17 April 2024 bis zum 14. Mai 2024 (der **Angebotszeitraum**) in Österreich angeboten, vorbehaltlich (i) einer Zulassung der Anleihen zum Handel und (ii) einer vorzeitigen Beendigung des Angebotszeitraums im alleinigen und uneingeschränkten Ermessen der Emittentin, abhängig von den Marktbedingungen, wie nachstehend beschrieben.

Potenzielle Anleger können während der Angebotsfrist einen Antrag auf Zeichnung von Wertpapieren stellen. Der Angebotszeitraum kann jederzeit und aus beliebigen Gründen verkürzt oder verlängert werden. In einem solchen Fall wird die Emittentin die Anleger so bald wie möglich vor dem Ende des Angebotszeitraums durch eine auf ihrer Website (<http://www.documentation.ca-cib.com/IssuanceProgram>) veröffentlichte Mitteilung informieren.

Anträge für die Wertpapiere können während des Angebotszeitraums über die Vertriebsstelle (wie unten

definiert) gestellt werden. Die Anträge können in Übereinstimmung mit den üblichen Verfahren der Vertriebsstelle gestellt werden. Potenzielle Anleger müssen im Zusammenhang mit der Zeichnung der Wertpapiere keine vertraglichen Vereinbarungen direkt mit der Emittentin oder dem Dealer (wie nachstehend definiert) treffen.

Ein potenzieller Anleger zeichnet die Wertpapiere gemäß den mit der Vertriebsstelle vereinbarten allgemeinen Vereinbarungen über die Zeichnung von Wertpapieren.

Die Wertpapiere werden auf der Grundlage von Lieferung gegen Zahlung angeboten. Die den Anlegern angebotenen Wertpapiere werden am Emissionstag gegen Zahlung der Bruttozeichnungsbeträge durch die Vertriebsstelle über den Dealer an die Emittentin ausgegeben. Jeder Anleger wird von der Vertriebsstelle über die Abwicklungsmodalitäten für die Anleihen zum Zeitpunkt der Antragstellung informiert.

Die Emittentin geht davon aus, dass die Wertpapiere am oder um den Emissionstag herum auf das jeweilige Wertschriftenkonto des Anlegers geliefert werden. Die Antragsteller werden direkt von der Vertriebsstelle über den Erfolg ihres Antrags benachrichtigt. Der Handel mit den Wertpapieren kann am Emissionstag beginnen.

Erfolgt die Zeichnung eines Wertpapiers nach Abschluss des Angebots, wird der Auftrag automatisch storniert und der Zeichnungserlös wird dem betreffenden Anleger gemäß den Anweisungen, die dem Crédit Agricole CIB zum Zeitpunkt des Zeichnungsantrags mitgeteilt wurden, zurückerstattet. Zeichnungsanträge für Wertpapiere werden im Rahmen der verfügbaren Anzahl von Wertpapieren entgegengenommen. Die Zeichnungsaufträge für die Wertpapiere können im Falle einer Überzeichnung gekürzt werden, und die überschüssigen Erlöse werden von Crédit Agricole CIB an den Anleger zurückgezahlt.

Der Mindestzeichnungsbetrag für die Wertpapiere muss mindestens dem Nennbetrag der Wertpapiere entsprechen. Es gibt keinen maximalen Zeichnungsbetrag für die Wertpapiere. Die Wertpapiere werden zu einem Preis angeboten, der 100,00 Prozent des Gesamtnennbetrags der Wertpapiere entspricht.

Die Emittentin wird an die Vertriebsstelle (wie unten definiert) eine Platzierungsgebühr in Höhe von bis zu 1,20% (entspricht bis zu 0,24% p.a.) des Gesamtnennbetrags der Wertpapiere zahlen.

Es besteht kein Vorkaufsrecht zur Zeichnung der Wertpapiere zugunsten irgendeiner Personengruppe.

Der endgültige Angebotsbetrag wird von der Emittentin jedem Anleger über ihre Website (<https://www.documentation.ca-cib.com/IssuanceProgram>) am oder um den Emissionstag herum mitgeteilt.

Schätzung der Gesamtkosten: EUR 250 einschließlich der Kosten für die Börsennotierung und gegebenenfalls ohne die Gebühren der Aufsichtsbehörden. Den Anlegern werden keine Kosten in Rechnung gestellt.

4.2 Wer ist der Anbieter?

(i) Crédit Agricole CIB (der **Dealer**) und (ii) ERSTE GROUP BANK AG (die **Vertriebsstelle**), und (iii) jeder weitere von der Emittentin ernannte und auf der Website <https://www.documentation.ca-cib.com/PublicFinalTerm?region=EU> angegebene Finanzintermediär und (iv) jeder Finanzintermediär, der auf seiner Website angibt, dass er den Prospekt gemäß den unter „Vertriebsketten“ im Basisprospekt dargelegten Bedingungen verwendet, kann die Wertpapiere anbieten.

4.3 Weshalb wird dieser Prospekt vorbereitet?

A. Nettoerlös und Ertragsverwendung

Der geschätzte Nettoerlös aus der Emission der Wertpapiere beträgt bis zu EUR 10.000.000.

Der geschätzte Nettoerlös wird für den allgemeinen Finanzierungsbedarf der Emittentin verwendet.

B. Übernahmevertrag:

Nicht anwendbar – das Angebot ist nicht Gegenstand eines Übernahmevertrags.

C. Interessenkonflikte:

Die Garantin ist auch die Berechnungsstelle; infolgedessen können Interessenkonflikte zwischen der Berechnungsstelle und den Wertpapierinhabern bestehen, insbesondere in Bezug auf bestimmte Festlegungen und Bestimmungen, die die Berechnungsstelle gemäß den Wertpapier-Bedingungen treffen kann und die sich auf die unter den Wertpapieren fälligen Beträge auswirken können.