

**FIRST SUPPLEMENT DATED 28 NOVEMBER 2024
TO THE BASE PROSPECTUS DATED 2 MAY 2024**

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

(incorporated in France)

and

CRÉDIT AGRICOLE CIB FINANCE LUXEMBOURG S.A.

(incorporated in Luxembourg)

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

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

Arranger

Crédit Agricole CIB

Dealers

Crédit Agricole CIB

This supplement (this **First Supplement**) is supplemental to, and should be read in conjunction with, the base prospectus dated 2 May 2024 (the **Base Prospectus**), in relation to the UK Structured Debt Instruments Issuance Programme (the **Programme**) of Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**) and Crédit Agricole CIB Finance Luxembourg S.A. (**Crédit Agricole CIB FL**) (each an **Issuer** and together the **Issuers**). Unless the context otherwise requires, terms used but not otherwise defined in this First Supplement shall have the meanings given to them in the Base Prospectus.

The Base Prospectus and this First Supplement together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (the **UK Prospectus Regulation**). The United Kingdom Financial Conduct Authority (the **FCA**) approved the Base Prospectus on 2 May 2024. Application has been made to the FCA for approval of this First Supplement in its capacity as competent authority pursuant to the UK Prospectus Regulation.

This First Supplement constitutes a supplement to, and shall be read in conjunction with, the Base Prospectus for the purposes of article 23 of the UK Prospectus Regulation.

Each Issuer accepts responsibility for the information contained in this First Supplement. To the best of the knowledge of each Issuer, the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.

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

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

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

To the extent applicable and in accordance with Article 23 (2) of the UK Prospectus Regulation, investors who have already agreed to purchase or subscribe for any Notes before this First Supplement is published, have the right, exercisable within a time limit of two (2) working days beginning with the working day after the date of publication of this First Supplement (such right expiring by close of business on 2 November 2024), to withdraw

their acceptances, provided that the significant new factor, material mistake or material inaccuracy arose or was noted before the closing of the offer period or the delivery of the securities. Investors may contact the Authorised Offerors should they wish to exercise the right of withdrawal. The amendments included in this First Supplement shall only apply to final terms the date of which fall on or after the approval of this First Supplement.

Copies of the Base Prospectus and this First Supplement may be obtained from the registered office of Crédit Agricole Corporate and Investment Bank and the specified office of the Principal Paying Agent and will be available on the London Stock Exchange's website: <https://www.londonstockexchange.com/> and Crédit Agricole Corporate and Investment Bank's website: <https://www.documentation.ca-cib.com/>.

This First Supplement has been prepared for the purposes of:

- I. amending the section entitled "Risk Factors";
- II. amending the section entitled "Form of Final Terms";
- III. amending the section entitled "Use of Proceeds";
- IV. updating the section entitled "Documents Incorporated By Reference" by incorporating by reference (i) the English-language version of Crédit Agricole CIB's *Amendement au Document d'enregistrement universel 2023* and (ii) the half yearly financial report for the period ended 30 June 2024 of Crédit Agricole CIB FL;
- V. updating the section entitled "Description of the Issuers";
- VI. updating the section entitled "General Information"; and
- VII. updating the back cover of the Base Prospectus.

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RISK FACTORS

The section entitled “**Risk Factors**” (pages 15 to 39 of the Base Prospectus) is amended as follows:

- the list on page 15 to 16, under the heading entitled “**2.3 RISKS RELATED TO THE STRUCTURE OF A PARTICULAR ISSUE OF SECURITIES**” is amended with the addition of the following:

“(h) Risks related to SLL Financing Securities”;

- the paragraph under the heading entitled “**1. RISKS RELATED TO CRÉDIT AGRICOLE CIB**” (on page 16 of the Base Prospectus) is deleted and replaced with the following:

“Such factors are set out at pages 176 to 186 of the 2023 Universal Registration Document and pages 13 to 18 of the Amendment to the 2023 URD incorporated herein by reference (see “*Documents Incorporated by Reference*”).”;

- the following paragraph is added at the end of the section under the heading entitled “**RISKS RELATED TO THE STRUCTURE OF A PARTICULAR ISSUE OF SECURITIES**” on page 29 of the Base Prospectus:

“(h) **Risks related to SLL Financing Securities**

The Final Terms relating to any specific Series of Securities may provide that such Securities will constitute SLL Financing Securities which will be issued in accordance with the CACIB SFB Framework of Crédit Agricole CIB (each term as defined in the “Use of Proceeds” section). In such case, it will be the relevant Issuer’s intention to apply an amount equal or equivalent to the net proceeds of such Securities to finance and/or re-finance, in whole or in part, Eligible SLLs, as described in the relevant Final Terms, and in the CACIB SFB Framework respectively, as applicable.

While it is the intention of the relevant Issuer to apply the proceeds of any SLL Financing Securities in, or substantially in, the manner described in the “Use of Proceeds” section, amongst other things, if the proceeds of the SLL Financing Securities exceed the aggregate size of the SLL Financing Portfolio as described in the CACIB SFB Framework, the proceeds of the relevant SLL Financing Securities may not be in whole or in part disbursed as intended.

Any failure to apply the proceeds of any issue of SLL Financing Securities as intended, any withdrawal of any applicable opinion or certification, any opinion or certification to the effect that the relevant Issuer is not complying in whole or in part with criteria or requirements covered by such opinion or certification or any change to the CACIB SFB Framework: (i) will not give rise to any claim of a Securityholder against the relevant Issuer; (ii) will not constitute an Event of Default under the relevant Securities; or (iii) will not lead to an obligation of the relevant Issuer to redeem such Securities or be a relevant factor for the relevant Issuer in determining whether or not to exercise any optional redemption rights in respect of any Securities and (vi) may have an adverse effect on the value of SLL Financing Securities due to the lack of liquidity in the secondary market and may result in adverse consequences for Securityholders, including those who have portfolio mandates to invest in securities to be used for a particular purpose.

The Eligible SLLs constituting the SLL Financing Portfolio will be identified by Crédit Agricole CIB through a specific process as detailed in the CACIB SFB Framework.

To be included in the SLL Financing Portfolio, an SLL shall comply with the following criteria prevailing at the time of the SLL’s origination:

- Compliance with the Crédit Agricole Group and Crédit Agricole CIB’s standard credit process, climate finance strategy, sector policies and CSR policies, and

- Compliance with Crédit Agricole CIB’s eligibility criteria as detailed in the CACIB SFB Framework.

However, Crédit Agricole CIB does not have a specific process in place to track the use of proceeds of Eligible SLL at the ultimate borrower’s level and makes no commitment as to how such proceeds will be used at the borrower’s level.”.

FORM OF FINAL TERMS

The section entitled “**Form of Final Terms**” (pages 86 to 144 of the Base Prospectus) is amended as follows:

- the paragraphs under item (a) “**Reasons for the offer**” under the sub-heading entitled “**REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**”, under “**PART B – OTHER INFORMATION**”, on page 135 of the Base Prospectus are deleted and replaced with the following:

“4. **REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

(a) Reasons for the offer: [●][Not Applicable]

[The Securities constitute [Green / Social / SLL Financing] Securities and the net proceeds will be used to finance and/or refinance one or more of the Eligible [[Green / Social] Assets / SLLs] described below:

(Describe categories of Eligible Green Assets, Eligible Social Assets or Eligible SLLs, as the case may be, availability of Second-Party Opinion and any relevant third party opinions and where the information can be obtained)

(See "Use of Proceeds" wording in Base Prospectus - if reasons for offer different from (i) what is disclosed in the Base Prospectus and/or (ii) financing or refinancing any new or existing Eligible Green Assets, Eligible Social Assets or Eligible SLLs, as the case may be, give details.)”

USE OF PROCEEDS

The section entitled “**Use of Proceeds**” (pages 327 to 328 of the Base Prospectus) is amended with the addition of the following sub-section:

“3. **SLL Financing Securities**

The relevant Final Terms may specify that the net proceeds from an issue of Securities will be used by the relevant Issuer in an amount equal or equivalent to the use of proceeds, to finance and/or refinance, in whole or in part, a pool of Sustainability-Linked Loans (the **Eligible SLLs**) as described in the CACIB SFB Framework dated July 2024 available on Crédit Agricole CIB’s website (https://www.ca-cib.com/sites/default/files/2024-07/2024%2007%2018_CACIB%20SLLB%20Framework_VF.pdf) (the **CACIB SFB Framework**). All Eligible SLLs are collectively referred to as the eligible SLL financing portfolio (the **SLL Financing Portfolio**), such Securities being referred to as **SLL Financing Securities**. The CACIB SFB Framework does not claim any alignment to existing ICMA Principles and as such the SLL Financing Securities should not be assimilated with green, social or sustainability securities, nor to sustainability-linked securities. However, the CACIB SFB Framework is inspired by the ICMA Principles and the Eligible SLLs financed/refinanced under the CACIB SFB Framework are deemed to be aligned with the Sustainability-Linked Loan Principles published by the Loan Syndications and Trading Association, the Loan Market Association and the Asia Pacific Loan Market Association in March 2019 (the **Sustainability Linked Loans Principles**).

The Eligible SLLs constituting the SLL Financing Portfolio will be identified by Crédit Agricole CIB through a specific process as detailed in the CACIB SFB Framework.

To be included in the SLL Financing Portfolio, an Eligible SLL should be aligned with following criteria prevailing at the time of origination of the Eligible SLL:

- Compliance with the Crédit Agricole Group and Crédit Agricole CIB’s ESG/CSR strategy, policies and principles, and
- Compliance with Crédit Agricole CIB’s eligibility criteria as detailed in the CACIB SFB Framework.

The CACIB SFB Framework may be updated to reflect updates to the Sustainability Linked Loans Principles, potential publication of guidelines by ICMA for SLL refinancing instruments, and evolutions in the activities of the Crédit Agricole Group.

Crédit Agricole CIB has appointed ISS ESG to provide a second-party opinion (the **CACIB SFB Framework Second-Party Opinion**) on the CACIB SFB Framework, in order to review the framework against market practices and guidelines, assess the sustainability credentials of the key performance indicators and sustainability performance target calibrated for the Eligible SLLs and link the transaction to Crédit Agricole CIB overall ESG profile and strategy. This CACIB SFB Framework Second-Party Opinion is available on Crédit Agricole CIB’s website (<https://www.ca-cib.com/en/social-responsibility-sustainable-finance/our-sustainable-financing-policies/credit-agricole-group>).

Crédit Agricole CIB will publish an annual report on Crédit Agricole CIB’s website detailing the allocation of the SLL Financing Portfolio. In addition, the Crédit Agricole CIB may communicate on an ad-hoc basis in the event of substantial changes in the SLL Financing Portfolio. Crédit Agricole CIB will also have an external auditor provide a limited assurance report on the main features of its SLL Financing Securities for the purposes of the preparation of its universal registration document.”

DOCUMENTS INCORPORATED BY REFERENCE

The section entitled “**Documents Incorporated By Reference**” (pages 67 to 78 of the Base Prospectus) is amended as follows:

- The following sentence is added at the end of the first paragraph page 67 of the Base Prospectus:

“Please note that non-incorporated parts of the document are either not relevant for investors or are covered elsewhere in the Base Prospectus.”

- the following paragraphs (a) and (b) are added to the list on page 67 of the Base Prospectus:

“

- (a) the English-language version of Crédit Agricole CIB's *Amendement au Document d'enregistrement universel 2023* (https://www.ca-cib.com/sites/default/files/2024-08/EN_Amendment_URD_CACIB_2023_30%20June%202024.pdf) (the **Amendment to the 2023 Universal Registration Document**), including (on pages 29 to 77 of the Amendment to the 2023 Universal Registration Document) the condensed interim consolidated financial statement of Crédit Agricole CIB for the half year period ended 30 June 2024 and the auditors' report thereon;
- (b) Crédit Agricole CIB FL's half yearly unaudited financial report, including (on pages 3 to 47 thereof) the half-yearly unaudited financial statements of Crédit Agricole CIB FL for the period ended 30 June 2024 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=31d80aa1-020d-48c4-bb1f-168cb56d51de>);”;

- accordingly, the numbering of the paragraphs previously numbered from (a) to (o) is amended to (c) to (q);

- the fourth paragraph on page 68 of the Base Prospectus is deleted and replaced with the following:

“Crédit Agricole CIB takes responsibility for any free translations, which may be included in the 2022 Universal Registration Document, the 2023 Universal Registration Document or the Amendment to the 2023 Universal Registration Document. Note that only the French versions of the 2022 Universal Registration Document, the 2023 Universal Registration Document and the Amendment to the 2023 Universal Registration Document have been submitted to the *Autorité des marchés financiers*.”;

- the cross-reference list entitled “**Crédit Agricole CIB**” on pages 70 to 73 of the Base Prospectus is deleted and replaced with the following:

“Crédit Agricole CIB

Annex 6 of the UK Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
1.	PERSONS RESPONSIBLE	459	87
2.	STATUTORY AUDITORS		
2.1	Statutory Auditors	460	88

Annex 6 of the UK Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
	Issuer's Audit Committee (including names of committee members)	460	83
2.2	Change of Statutory Auditors		88
3.	RISK FACTORS	176 to 186	13 to 18
4.	INFORMATION ABOUT THE ISSUER		
4.1	History and development of the issuer.	17 to 18	
4.1.1	The legal and commercial name of the issuer.	274, 444, 450	30
4.1.2	The place of registration of the issuer, its registration number and legal identity identifier ('LEI').	274, 444, 450	30
4.1.3	The date of incorporation and the length of life of the issuer, except where the period is indefinite.	444, 450	
4.1.4	The domicile and legal form of the issuer, the legislation under which the issuer operates, its country of incorporation, the address, telephone number of its registered office (or principal place of business if different from its registered office) and website of the issuer, if any.	274, 444, 450	30
4.1.5	Details of any recent events particular to the issuer and which are to a material extent relevant to an evaluation of the issuer's solvency.		11 to 12; 76
4.1.6	Credit ratings assigned to an issuer at the request or with the cooperation of the issuer in the rating process.		79
4.1.8	Description of the expected financing of the issuer's activities.	450	
5.	BUSINESS OVERVIEW		
5.1	Principal activities	19 to 23, 163 to 164, 342 to 343, 451	8 to 9; 56
5.2	Competitive position	6 to 7; 18; 161 to 164	6 to 7
6.	ORGANISATIONAL STRUCTURE		
6.1	If the issuer is part of a group, a brief description of the group and the issuer's position within the group. This may be in the form of, or accompanied by, a diagram of the organisational structure if this helps to clarify the structure.	4, 5, 8, 9	
7.	TREND INFORMATION		11 to 12

Annex 6 of the UK Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
9.	ADMINISTRATIVE, MANAGEMENT, AND SUPERVISORY BODIES		
9.1	Names, business addresses and functions within the issuer of the following persons and an indication of the principal activities performed by them outside of that issuer where these are significant with respect to that issuer.	120 to 141	79 to 85
9.2	Potential conflicts of interests between any duties to the issuer, of the persons referred to in item 9.1, and their private interests and or other duties must be clearly stated. In the event that there are no such conflicts, a statement to that effect must be made.	142 to 144	
10.	MAJOR SHAREHOLDERS		62
11.	FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES		
11.1	Historical financial information		
11.1.1	Audited historical financial information covering the latest two financial years (or such shorter period as the issuer has been in operation) and the audit report in respect of each year.	271 to 440	
11.1.3	Accounting Standards The financial information must be prepared according to International Financial Reporting Standards as endorsed in the Union based on Regulation (EC) No 1606/2002.		
	(a) the balance sheet:	281 to 282	
		257 to 258 of the 2022 Universal Registration Document	
	(b) the income statement:	279	
		255 of the 2022 Universal Registration Document	

Annex 6 of the UK Delegated Regulation	Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)	
	(c) the cash flow statement:	285 261 of the 2022 Universal Registration Document	
	(d) the accounting policies and explanatory notes:	287 to 303 263 to 279 of the 2022 Universal Registration Document	
	(e) Statutory Auditors' report:	388 to 394 363 to 369 of the 2022 Universal Registration Document	
11.1.6	Consolidated financial statements If the issuer prepares both stand-alone and consolidated financial statements, include at least the consolidated financial statements in the registration document.		
	(a) Income statement	279 255 of the 2022 Universal Registration Document	
	(b) Net income and other comprehensive income	280 256 of the 2022 Universal Registration Document	
	(c) Balance sheet - Assets	281 257 of the 2022 Universal Registration Document	

Annex 6 of the UK Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
	(d) Balance sheet - Liabilities	282 258 of the 2022 Universal Registration Document	
	(e) Change in shareholder's equity	283 to 284 259 to 260 of the 2022 Universal Registration Document	
	(f) Cash flow statement	285 261 of the 2022 Universal Registration Document	
11.1.7	Age of financial information The balance sheet date of the last year of audited financial information statements may not be older than 18 months from the date of the registration document.	271 247 of the 2022 Universal Registration Document	
11.2	Interim and other financial information		31 to 77
11.3	Auditing of historical annual financial information	388 to 394	
11.4	Legal and arbitration proceedings		24 to 26
11.5	Significant change in the issuer's financial position		N/A
12.	ADDITIONAL INFORMATION		
12.1	Share Capital The amount of the issued capital, the number and classes of the shares of which it is composed with details of their principal characteristics, the part of the issued capital still to be paid up with an indication of the number, or total nominal value and the type of the shares not yet fully paid up, broken down where applicable according to the extent to which they have been paid up.		62

Annex 6 of the UK Delegated Regulation		Page number (of the 2023 Universal Registration Document unless otherwise stated)	Page number (of the Amendment to the 2023 Universal Registration Document unless otherwise stated)
12.2	Memorandum and Articles of Association The register and the entry number therein, if applicable, and a description of the issuer's objects and purposes and where they can be found in the memorandum and articles of association.	274; 444 to 449; 450	30
14.	DOCUMENTS AVAILABLE	451	

”;

- the cross-reference list entitled “**Crédit Agricole CIB FL**” on page 74 of the Base Prospectus is deleted and replaced with the following:

“Crédit Agricole CIB FL

	Report and Financial Statements (page number)
Unaudited half-yearly financial statements and related notes for the financial half-year ended 30 June 2024	3-47
Balance sheet - Assets	13
Income statement	12
Cash flow statement	15
Notes to the half-yearly accounts	16-47
Statement of changes in shareholders' equity	14
Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2023	3-51
Independent auditor's report	11-15
Balance sheet - Assets	17
Income statement	16
Cash flow statement	19
Notes to the annual accounts	20-51
Statement of changes in shareholders' equity	18
Audited annual financial statements, related notes and audit report for the financial year ended 31 December 2022	3-50
Independent auditor's report	11-15

Balance sheet - Assets	17
Income statement	16
Cash flow statement	19
Notes to the annual accounts	20-50
Statement of changes in shareholders' equity	18

”

DESCRIPTION OF THE ISSUERS

The section entitled “**Description of the Issuers**” (pages 335 to 339 of the Base Prospectus) is amended as follows:

- the first paragraph under the heading entitled “**Description of Crédit Agricole Corporate and Investment Bank**” on page 335 of the Base Prospectus is deleted and replaced with the following:

“Information on Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**) is set out in Crédit Agricole Corporate and Investment Bank's 2023 Universal Registration Document and the Amendment to the 2023 Universal Registration Document, incorporated herein by reference (see section "*Documents Incorporated by Reference*" of this Base Prospectus).”; and

- the paragraph under the sub-heading entitled “*Trends*” under the heading entitled “**Description of Crédit Agricole CIB Finance Luxembourg S.A.**” on page 338 of the Base Prospectus is deleted and replaced with the following:

Trends

The trends, uncertainties, demands, commitments and events that may impact Crédit Agricole CIB (a description of which is set out on pages 11 to 12 of the Amendment to the 2023 Universal Registration Document, which are incorporated by reference in this Base Prospectus – see section "*Documents Incorporated by Reference*" of this Base Prospectus) are potentially relevant to Crédit Agricole CIB FL.”

GENERAL INFORMATION

The section entitled “**General Information**” (pages 366 to 369 of the Base Prospectus) is amended as follows:

- the paragraphs under the heading entitled “**Documents available**” on pages 366 to 367 of the Base Prospectus are deleted and replaced with the following:

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

- (a) the *Statuts* (with an English translation thereof) of Crédit Agricole CIB and the articles of association of Crédit Agricole CIB FL;
- (b) each of (i) in the case of Crédit Agricole CIB, as Issuer and Guarantor, the consolidated and non-consolidated audited financial statements in respect of the financial years ended 2022 and 2023 and the consolidated financial statements for the half-year period ended 30 June 2024 (with an English translation thereof for the consolidated accounts) and (ii) in the case of Crédit Agricole CIB FL, as Issuer, the audited financial statements in respect of the financial years ended 2022 and 2023 and the half-year financial statement for the period ended 30 June 2024;
- (c) the most recently published annual audited financial statements and future interim unaudited financial statements of each Issuer and the Guarantor (with an English translation thereof);
- (d) the Programme Agreement, the Agency Agreement, the Deeds of Covenant, the Guarantees and the forms of the Global Securities, the Securities in definitive form, the Receipts, the Coupons and the Talons and any supplements thereto;
- (e) a copy of this Base Prospectus;
- (f) any future Base Prospectus and supplements to this Base Prospectus and any other documents incorporated herein or therein by reference; and
- (g) any Final Terms (save that the Final Terms relating to a Security which is neither admitted to trading on a regulated market in the United Kingdom nor offered in the United Kingdom in circumstances where a prospectus is required to be published under the FSMA will only be available for inspection by a holder of such Security and such holder must produce evidence satisfactory to the relevant Issuer and the Principal Paying Agent as to its holding of Securities and identity).

Investors should consult the Issuer should they require a copy of the ISDA Definitions.

Copies of this Base Prospectus, each Final Terms relating to Securities that are admitted to trading on the London Stock Exchange's regulated market and each document incorporated by reference, are available on the London Stock Exchange website (<https://www.londonstockexchange.com/>).

Copies of the following documents will, when published, be available on the Crédit Agricole Group's website (www.credit-agricole.com/en/finance/finance/debt):

- (a) the Green Bond Framework and the Green Bond Framework Second-Party Opinion;
- (b) the Social Bond Framework and the Social Bond Framework Second-Party Opinion; and
- (c) the annual reports published by the Crédit Agricole Group detailing the allocation of net proceeds from securities issued by group entities used to finance and/or refinance (i) Eligible Green Assets and the environmental impact of the Eligible Green Assets included in its green portfolio and/or (ii) Eligible Social Assets and the social impact of the Eligible Social Assets included in its social portfolio.”;

- the paragraphs under the heading entitled “**Significant or Material Adverse Change**” on page 368 of the Base Prospectus are deleted and replaced with the following:

“There has been no significant change in the financial position or financial performance of Crédit Agricole CIB Group since 30 June 2024 and no material adverse change in the prospects of Crédit Agricole CIB since 31 December 2023.

There has been no significant change in the financial position or financial performance of Crédit Agricole CIB FL since 30 June 2024 and no material adverse change in the prospects of Crédit Agricole CIB FL since 31 December 2023.”;

- the paragraph under the heading entitled “**Governmental, Legal and Arbitration Proceedings**” on page 368 of the Base Prospectus is deleted and replaced with the following:

“Except as disclosed on pages 24 to 26 of the Amendment to the 2023 Universal Registration Document, there are no governmental, legal or arbitration proceedings relating to claims or amounts during at least twelve months (including any such proceeding which are pending or threatened of which the Issuers or the Guarantor are aware) which may, or have had in the recent past significant effects on any of the Issuers or the Guarantor, and/or on the Group's financial position or profitability.”; and

- the paragraphs under the heading entitled “**Auditors**” on page 368 of the Base Prospectus are deleted and replaced with the following:

“The auditors of Crédit Agricole CIB FL are (i) for the financial years ended on 31 December 2022 and 2023, Ernst & Young S.A. (member of the Luxembourg *Institut des Réviseurs d'Entreprises*) and (ii) for the half-year ended on 30 June 2024, Forvis Mazars (member of the Luxembourg *Institut des Réviseurs d'Entreprises*).

Ernst & Young S.A. have audited Crédit Agricole CIB FL's accounts (including the cash flow statements contained therein), without qualification, in accordance with generally accepted auditing standards in Luxembourg for the two financial years ended on 31 December 2022 and 2023.

Crédit Agricole CIB FL's half-yearly financial information for the period ended 30 June 2024 have not been reviewed by Crédit Agricole CIB FL's auditors.

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

The auditors of Crédit Agricole CIB are (i) for the financial years ended on 31 December 2022 and 2023, Ernst & Young et Autres (member of the French *Compagnie nationale des commissaires aux comptes*), 1-2 Place des saisons, 92400 Courbevoie, Paris-La Défense, France and PricewaterhouseCoopers Audit (member of the French *Compagnie nationale des commissaires aux comptes*), 63 rue de Villiers, 92200 Neuilly-sur-Seine, France and (ii) for the half-year ended on 30 June 2024, Forvis Mazars SA (member of the French *Compagnie nationale des commissaires aux comptes*), Tour Exaltis, 61 rue Henri Regnault, 92075 Paris La Défense Cedex and PricewaterhouseCoopers Audit (member of the French *Compagnie nationale des commissaires aux comptes*), 63 rue de Villiers, 92200 Neuilly-sur-Seine, France.

Ernst & Young et Autres have audited Crédit Agricole CIB's consolidated and non-consolidated accounts, in accordance with generally accepted auditing standards in France for each of the two financial years ended on 31 December 2022 and 2023. PricewaterhouseCoopers Audit have audited Crédit Agricole CIB's consolidated and non-consolidated accounts, in accordance with generally accepted auditing standards in France for the financial years ended on 31 December 2022 and 2023.

Forvis Mazars SA and PricewaterhouseCoopers Audit have reviewed Crédit Agricole CIB's half-yearly financial information for the period ended 30 June 2024.

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

BACK COVER

The back cover of the Base Prospectus (pages 370 to 371 of the Base Prospectus) is amended as follows:

- the section entitled “**Auditors**” on page 371 of the Base Prospectus is deleted and replaced with the following:

“

AUDITORS

To Crédit Agricole Corporate and Investment Bank

(for the financial years ended on 31 December 2022 and 2023)

Ernst & Young et Autres	PricewaterhouseCoopers Audit
1/2, place des Saisons	63, rue de Villiers
92400 Courbevoie – Paris – La Défense 1	92200 Neuilly-sur-Seine
France	France

(for the half-year ended on 30 June 2024)

Forvis Mazars SA	PricewaterhouseCoopers Audit
Tour Exaltis	63, rue de Villiers
61 rue Henri Regnault	92200 Neuilly-sur-Seine
92075 Paris La Défense Cedex	France
France	

To Crédit Agricole CIB Finance Luxembourg S.A.

(for the financial years ended on 31 December 2022 and 2023)

Ernst & Young S.A.
35E avenue John F. Kennedy
L1855 Luxembourg

(for the half-year ended on 30 June 2024)

Forvis Mazars
5 rue Guillaume J. Kroll
L-1882 Luxembourg”