

**SECOND SUPPLEMENT DATED 2 DECEMBER 2021
TO THE BASE PROSPECTUS DATED 7 MAY 2021**

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK
(incorporated in France)

and

CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS
(CREDIT AGRICOLE CIB FS)
(incorporated in France)

and

CREDIT AGRICOLE CIB FINANCE LUXEMBOURG S.A.
(CREDIT AGRICOLE CIB FL)
(incorporated in Luxembourg)

€50,000,000,000

Structured Debt Instruments Issuance Programme
unconditionally and irrevocably guaranteed by

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK
Arranger
Crédit Agricole CIB

Dealers
Crédit Agricole CIB
Crédit Agricole Securities Asia B.V., Tokyo Branch

This supplement (this **Second Supplement**) is supplemental to, and should be read in conjunction with, the base prospectus dated 7 May 2021 (the **Base Prospectus**), and the first supplement to the Base Prospectus dated 12 July 2021 (the **First Supplement**), in relation to the €50,000,000,000 Structured Debt Instruments Issuance Programme (the **Programme**) of Crédit Agricole Corporate and Investment Bank, Crédit Agricole CIB Financial Solutions and Crédit Agricole CIB Finance Luxembourg S.A. (each an **Issuer** and together the **Issuers**). Unless the context otherwise requires, terms used but not otherwise defined in this Second Supplement shall have the meanings given to them in the Base Prospectus.

The Base Prospectus, this Second Supplement together constitute a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended) (the **Prospectus Regulation**). The *Commission de Surveillance du Secteur Financier* (the **CSSF**) approved the Base Prospectus on 7 May 2021. Application has been made to the CSSF for approval of this Second Supplement in its capacity as competent authority pursuant to the Prospectus Regulation.

This Second Supplement constitutes a supplement to the Base Prospectus for the purposes of article 23 (1) of the Prospectus Regulation.

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

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

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

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

To the extent applicable and in accordance with Article 23 (2) of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for any Notes before this Second Supplement is published, have the right, exercisable within a time limit of three (3) working days after the publication of this Supplement (no later than 7 December 2021), 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 supplement shall only apply to final terms the date of which fall on or after the approval of this supplement.

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

This Second Supplement has been prepared for the purposes of:

- I. updating the section headed "DOCUMENTS INCORPORATED BY REFERENCE" (page 80-98 of the Base Prospectus); incorporating by reference the English-language version of Crédit Agricole CIB's 2020 Amendment to the Document d'enregistrement universel (the **2020 Amendment to the Universal Registration Document**), including (on pages 39 to 102) the condensed interim consolidated accounts at 30 June 2021 of Crédit Agricole CIB; incorporating by reference the financial statements dated as at and for the period ending 30 June 2021 of Crédit Agricole CIB FL and incorporating by reference the financial statements dated as at and for the period ending 30 June 2021 of Crédit Agricole CIB FS;
- II. updating the section headed "Description of Crédit Agricole Corporate and Investment Bank" (pages 892-893 of the Base Prospectus), "Description of Crédit Agricole CIB Financial Solutions" (pages 894-895 of the Base Prospectus) and "General Information" (pages 937-941 of the Base Prospectus).

I. INCORPORATION BY REFERENCE

A) Update of the section "DOCUMENTS INCORPORATED BY REFERENCE" (pages 81 to 98 of the Base Prospectus)

The section "DOCUMENTS INCORPORATED BY REFERENCE" (pages 80 to 98 of the Base Prospectus) is deleted and replaced as follows (the changes of such section are added in blue):

DOCUMENTS INCORPORATED BY REFERENCE

This section incorporates selected publicly available information that should be read in conjunction with this Base Prospectus.

The following documents (see hyperlinks in blue below), which have previously been published or are published simultaneously with this Base Prospectus and filed with the *Commission de Surveillance du Secteur Financier* are incorporated by reference in, and form part of, this Base Prospectus:

- (a) the English-language version of Crédit Agricole CIB's 2019 *Document d'enregistrement universel* (https://www.ca-cib.com/sites/default/files/2020-04/URD-2019_Credit-Agricole-CIB.pdf) and 2020 *Document d'enregistrement universel* (https://www.ca-cib.com/sites/default/files/2021-03/URD_2020_EN_Credit_Agricole_CIB_25-03.pdf) (the **2019 Universal Registration Document** and **2020 Universal Registration Document** respectively), including (on pages 264 to 427 of the 2019 Registration Document

and on pages 277 to 446 of the 2020 Universal Registration Document) the annual consolidated audited financial statements of Crédit Agricole CIB for the financial years ended 31 December 2019 (https://www.ca-cib.com/sites/default/files/2020-04/URD-2019_Credit-Agricole-CIB.pdf) and 31 December 2020 (https://www.ca-cib.com/sites/default/files/2021-03/URD_2020_EN_Credit_Agricole_CIB_25-03.pdf);

- (b) the English-language version of Crédit Agricole CIB's 2020 Amendement du Document d'enregistrement universel (the 2020 Amendment to the Universal Registration Document), including (on pages 39 to 102) the condensed interim consolidated accounts at June 30, 2021 of Crédit Agricole CIB (https://www.ca-cib.com/sites/default/files/2021-11/EN_Amendment_URD_CACIB_2020_30%20June%202021.pdf);
- (c) Crédit Agricole CIB FS's 2019 and 2020 Report and Financial Statements, including (on pages 5 to 90 and pages 5 to 88 respectively thereof) the annual audited financial statements of Crédit Agricole CIB FS for the financial years ended 31 December 2019 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=074855de-e26f-456f-9d05-abb99aa5dab0>) and 31 December 2020 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=32349a06-8072-4a8e-a60f-04b33e90710b>) and the auditors' report thereon;
- (d) Crédit Agricole CIB FS's 2021 Half yearly Financial Report, including (on pages 5 to 89 thereof) the half-yearly financial statements of Crédit Agricole CIB FS for the period ended 30 June 2021 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=30df57bb-e7b3-4e04-91ce-bc8980ab31ab>);
- (e) Crédit Agricole CIB FL's 2019 and 2020 Report and Financial Statements, including (on pages 3 to 40 and pages 3 to 45 respectively thereof) the annual audited financial statements of Crédit Agricole CIB FL for the financial years ended 31 December 2019 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=daa12f4b-0c49-4032-900d-bb10e13ff3e3>) and 31 December 2020 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=f676fe8a-3cff-419a-8609-8966792b807a>) and the auditors' report thereon;
- (f) Crédit Agricole CIB FL's 2021 Half yearly Financial Report, including (on pages 5 to 38 thereof) the half-yearly unaudited financial statements of Crédit Agricole CIB FL for the period ended 30 June 2021 (<https://www.documentation.ca-cib.com/IssuerInformation/DownloadDocument?id=f92a82a4-4730-4fb2-a188-f591906bda4b>);
- (g) the section entitled "Form of the Final Terms" set out in the base prospectus relating to the Programme dated 7 May 2020 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=a9d86f07-1b48-4b25-818a-ab718f02b881>) (the **2020 Base Prospectus**);
- (h) the section entitled "Terms and Conditions of the Securities" set out in the 2020 Base Prospectus, as supplement by the supplement thereto dated 18 December 2020 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=b2a58cba-7448-4590-a0f0-51737e905fb0>);
- (i) the section entitled "Terms and Conditions of the Securities" set out in the base prospectus dated 8 May 2019 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=0e25fafa-928f-4fbf-9168-ec7810896296>), as supplemented by the supplements thereto dated 19 November 2019 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=1adf61cb-bf10-43e3-9616-450ee8bb1395>) and 5 February 2020 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=11ec21e8-c977-4910-a023-1ef61c50da4e>) (the **2019 Base Prospectus**);
- (j) the section entitled "Terms and Conditions of the Securities" set out in the base prospectus dated 9 May 2018 (https://www.ca-cib.com/sites/default/files/2018-05/8786482v1-Final_Base_Prospectus_-_CACIB_Structured_Notes_Programme_Update_2018-LWDLIB02.PDF), as supplemented by the supplements thereto dated 12 June 2018 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=ea3adeee-f2f2-4424-8161-fa918dace92f>), 18 June 2018 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=0ac8470a-7810-4c20-9d2e-264b0a5a1ff0>) and 13

November 2018 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=6c26d567-ea50-49c5-accf-1eef848267bc>) (the **2018 Base Prospectus**);

- (k) the section entitled "Terms and Conditions of the Securities" set out in the base prospectus relating to the Programme dated 10 May 2017 (<https://www.ca-cib.com/sites/default/files/2017-05/2017-05-12-CACIB-FINAL-PROSPECTUS.pdf>) (the **2017 Base Prospectus**);
- (l) the section entitled "Terms and Conditions of the Securities" set out in the base prospectus relating to the Programme dated 11 May 2016 (https://www.ca-cib.com/sites/default/files/2017-01/2016-05-13-bp-11-may-2016_0.pdf) (the **2016 Base Prospectus**), as supplemented by the supplements thereto dated 8 July 2016 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=93fd310b-c00b-4db3-b637-7ced32eeb6de>), 16 August 2016 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=bbec8273-2efe-4127-b10c-38b257b47b80>), 17 November 2016 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=80a6c9d7-63fb-4e73-8464-88aba214a7d7>) and 16 December 2016 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=058b9ed0-5362-4051-baf6-4cef03bb76e6>);
- (m) the section entitled "Terms and Conditions of the Notes" set out in the base prospectus relating to the Programme dated 6 July 2015 (https://www.ca-cib.com/sites/default/files/2017-04/ApprovedBP-6July2015_0.pdf) (the **2015 Base Prospectus**), as supplemented by the supplement thereto dated 6 October 2015 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=ffe9a617-993c-4252-a5d3-f367869d128a>);
- (n) the section entitled "Terms and Conditions of the Notes" set out in the base prospectus relating to the Programme dated 25 June 2014 (https://www.ca-cib.com/sites/default/files/2017-01/2014-06-27-base-prospectus-25-june-2014_0.PDF) (the **2014 Base Prospectus**), as supplemented by the supplement thereto dated 9 September 2014 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=86bbff05-0c53-42b0-a315-5fac66b1e4da>); and
- (o) the section entitled "Terms and Conditions of the Notes" set out in the base prospectus relating to the Programme dated 21 June 2013 (https://www.ca-cib.com/sites/default/files/2017-04/2013-06-23-base-prospectus-va_0.pdf) (the **2013 Base Prospectus**), as supplemented by the supplement thereto dated 19 September 2013 (<https://www.documentation.ca-cib.com/IssuanceProgram/DownloadDocument?id=f4b0b7bf-94bd-4101-8357-176312e125c5>).

Following the publication of this Base Prospectus a supplement may be prepared by the Issuers and approved by the CSSF in accordance with Article 23 of the Prospectus Regulation and Article 18 of Commission Delegated Regulation (EU) 2019/979. Statements contained in any such supplement (or contained in any document incorporated by reference therein) shall, to the extent applicable (whether expressly, by implication or otherwise), be deemed to modify or supersede statements contained in this Base Prospectus or in a document which is incorporated by reference in this Base Prospectus. Any statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this Base Prospectus.

Copies of documents incorporated by reference in this Base Prospectus can be obtained from the registered office of Crédit Agricole CIB. This Base Prospectus and copies of the documents incorporated by reference are available on (i) the Luxembourg Stock Exchange website (www.bourse.lu) and (ii) on Crédit Agricole CIB's website (<https://www.documentation.ca-cib.com/IssuanceProgram>).

Any documents themselves incorporated by reference in the documents incorporated by reference in this Base Prospectus shall not form part of this Base Prospectus. Where only certain sections of a document referred to above are incorporated by reference in this Base Prospectus, the parts of the document, which are not incorporated by reference, are either not relevant to prospective investors in the Securities or covered elsewhere in this Base Prospectus.

Each of the Issuers and the Guarantor will provide, without charge, to each person to whom a copy of this Base Prospectus has been delivered, upon the request of such person, a copy of any or all of the documents deemed to be incorporated herein by reference unless such documents have been modified or superseded as specified above.

Requests for such documents should be directed to the relevant Issuer or the Guarantor at its/their offices set out at the end of this Base Prospectus. In addition, such documents will be available, for Securities admitted to trading on the Luxembourg Stock Exchange's regulated market, from the specified office in Luxembourg of CACEIS Bank, Luxembourg Branch (the **Luxembourg Listing Agent**).

Crédit Agricole CIB takes responsibility for any free translations, which may be included in the 2019 Universal Registration Document, the 2019 Amendment to the Universal Registration Document, the 2020 Universal Registration Document [or the 2020 Amendment to the Universal Registration Document](#). Note that only the French versions of the 2019 Universal Registration Document and the 2020 Universal Registration Document have been submitted to the *Autorité des marchés financiers*. Crédit Agricole CIB FS takes responsibility for any free translations, which may be included in the Crédit Agricole CIB FS 2019 Report and Financial Statements or the Crédit Agricole CIB FS 2020 Report and Financial Statements [or Crédit Agricole CIB FS's 2021 Half yearly Financial Report](#).

Each of the Issuers and the Guarantor will, in the event of there being any significant new factor, material mistake or material inaccuracy relating to information included in this Base Prospectus which may affect the assessment of any Securities and whose inclusion in or removal from this Base Prospectus is necessary for the purpose of allowing an investor to make an informed assessment of the assets and liabilities, financial position, profits and losses and prospects of the Issuers, and the rights attaching to the Securities and the reason for the issuance and its impact on the Issuers, be required to, prepare if appropriate a supplement to this Base Prospectus or publish a new Base Prospectus for use in connection with any subsequent issue, listing and admission to trading on a regulated market, of Securities.

For the purposes of the Prospectus Regulation, the information incorporated by reference in this Base Prospectus is set out in the following cross-reference table below. For the avoidance of doubt, the information requested to be disclosed by the Issuers as a result of Annex 6 of Commission Delegated Regulation (EU) 2019/980 supplementing the Prospectus Regulation (the **Commission Delegated Regulation**) and not referred to in the cross-reference table below is either contained in the relevant sections of this Base Prospectus or is not applicable to the Issuers.

B) Incorporation by reference of the Crédit Agricole Corporate and Investment Bank's 2020 Amendment to the Universal Registration Document including (on pages 39 to 102) the consolidated interim consolidated accounts on 30 June 2021 of Crédit Agricole CIB (page 83-86 of the Base Prospectus) (the table below should replace the existing table already inserted in the Base Prospectus):

The following table indicates pages' references corresponding to the main information headings required by the Prospectus Regulation.

Crédit Agricole CIB			
	Annex 6 of the Commission Delegated Regulation	Page number (of the 2020 Universal Registration Document unless otherwise stated)	Page number (of the 2020 Amendment to the Universal Registration Document unless otherwise stated)
1.	PERSONS RESPONSIBLE	467	122
2.	STATUTORY AUDITORS		
2.1	Statutory Auditors	468	123
2.2	Issuer's Audit Committee (including names of committee members)	85 to 90	
3.	RISK FACTORS	144 to 152	13 to 16* *the risk factors of the 2020 Universal Registration Document incorporated by reference in the Base Prospectus are deleted and replaced by the risk factors having the same headings in the 2020 Amendment

			to the Universal Registration Document.
4.	INFORMATION ABOUT THE ISSUER		
4.1	History and development of the issuer.	17, 18	
4.1.1	The legal and commercial name of the issuer.	280, 450	40, 105
4.1.2	The place of registration of the issuer, its registration number and legal identity identifier ('LEI').	280	40, 105
4.1.3	The date of incorporation and the length of life of the issuer, except where the period is indefinite.	456	
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.	280, 450, 456	40, 105
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.	457	7 to 9
4.1.6	Credit ratings assigned to an issuer at the request or with the cooperation of the issuer in the rating process.	15	104
4.1.8	Description of the expected financing of the issuer's activities.	188, 456	21
5.	BUSINESS OVERVIEW		
5.1	Principal activities	20 to 22	7 to 9
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 to 5, 8 to 9	
7.	TREND INFORMATION	135	12
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	91 to 110	112 to 117

	these are significant with respect to that issuer.		
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.	111 to 112	25
10.	MAJOR SHAREHOLDERS	120	85
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.	278 to 446 264 to 427 of the 2019 Universal Registration Document	40 to 102
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:	286 271 of the 2019 Universal Registration Document	46 to 47
	(b) the income statement:	284 to 285 269 of the 2019 Universal Registration Document	44 to 45
	(c) the cash flow statement:	289 274 of the 2019 Universal Registration Document	50
	(d) the accounting policies and explanatory notes:	291 to 396 276 to 379 of the 2019 Universal Registration Document	51 to 52
	(e) Statutory Auditors' report:	397 to 403 380 to 385 of the 2019 Universal Registration Document	102
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	284 269 of the 2019 Universal Registration Document	44
	(b) Net income and other comprehensive income	285 269 of the 2019 Universal Registration Document	45
	(c) Balance sheet - Assets	286 271 of the 2019 Universal Registration Document	46
	(d) Balance sheet - Liabilities	286 271 of the 2019 Universal Registration Document	47
	(e) Change in shareholder's equity	287, 288 272, 273 of the 2019 Universal Registration Document	48 to 49
	(f) Cash flow statement	289 274 of the 2019 Universal Registration Document	50
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.	277 263 of the 2019 Universal Registration Document	39
11.3	Auditing of historical annual financial information	397 to 403	102
11.4	Legal and arbitration proceedings	190 to 192	23 to 25
11.5	Significant change in the issuer's financial position	457	
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.	120	85, 105
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.	280,450	105 to 110
13.	MATERIAL CONTRACTS	457	
14.	DOCUMENTS AVAILABLE	457	

C) Incorporation by reference of the unaudited financial statements dated as at and for the period ending 30 June 2021 of Crédit Agricole CIB FS (page 87 of the Base Prospectus) (the table below should be added to the existing table already inserted in the Base Prospectus):

Crédit Agricole CIB FS	
	2021 Half year Report and Financial Statements (page number)
Independent auditor's report	5
Balance sheet - Assets	7
Income statement	9
Cash flow statement	10
Notes to the annual accounts	11
Statement of changes in shareholders' equity	13
Statement of changes in shareholders' equity	-

D) Incorporation by reference of the unaudited financial statements dated as at and for the period ending 30 June 2021 of Crédit Agricole CIB FL (page 88 of the Base Prospectus) (the table below should be added to the existing table already inserted in the Base Prospectus):

Crédit Agricole CIB FL	
	2021 Half year Report and Financial Statements (page number)
Independent auditor's report	-
Balance sheet - Assets	11
Income statement	10
Cash flow statement	13
Notes to the annual accounts	14
Statement of changes in shareholders' equity	12

II. Amendment of section headed “Description of Crédit Agricole Corporate and Investment Bank” (pages 892-893 of the Base Prospectus), “Description of Crédit Agricole CIB Financial Solutions” (pages 894-895 of the Base Prospectus) and “General Information” (pages 937-941 of the Base Prospectus).

A) Section “Description of Crédit Agricole Corporate and Investment Bank” (pages 892-893 of the Base Prospectus) is deleted in its entirety and replaced with the below (the changes of such section are added in blue and the deletion are shown in strikethrough text):

DESCRIPTION OF THE ISSUERS

This section sets out a description of the Issuers.

Description of Crédit Agricole Corporate and Investment Bank

Information on Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**) is set out in Crédit Agricole Corporate and Investment Bank's 2020 Universal Registration Document and the 2020 Amendment to the Universal Registration Document, incorporated herein by reference (see section "Documents Incorporated by Reference" of this Base Prospectus).

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

On 30 June 2021, the authorised and issued fully paid up share capital of Crédit Agricole Corporate and Investment Bank was €7,851,636,342 divided into 290,801,346 ordinary shares with a par value of €27 each.

Except as disclosed on page 111 of Crédit Agricole CIB's 2020 Universal Registration Document, as of the date of this Base Prospectus there are no conflicts of interest between any duties to Crédit Agricole CIB of the members of the Board of Directors or the Management Board and their private interests and/or other duties.

To the best of its knowledge and belief, Crédit Agricole CIB complies with the corporate governance regime of France.

The objects of Crédit Agricole CIB as set out in article 3 of its Articles of Association include the power, in France and abroad:

- to enter into any banking transactions and any finance transactions, and more particularly:
- to receive funds, grant loans, advances, credit, financing, guarantees, to undertake collection, payment, recoveries,
- to provide advisory services in financial matters, and especially in matters of financing, indebtedness, subscription, issues, investment, acquisitions, transfers, mergers and restructurings,
- to provide custodial, management, purchasing, sales, exchange, brokerage and arbitrage services with respect to all and any stocks, equity rights, financial products, derivatives, currencies, commodities, precious metals and in general all and any other securities of all kinds,
- to provide all and any investment services and related services as defined by the French *Code monétaire et financier* and any subsequent legislation or regulation deriving therefrom,
- to establish and to participate in any ventures, associations, corporations, by way of subscription, purchase of shares or equity rights, merger or in any other way,
- to enter into transactions, either commercial or industrial, relating to securities or real estate, directly or indirectly related to any or all of the above purposes or to any similar or connected purposes,
- the foregoing, both on its own behalf and on behalf of third parties or as a partner and in any form whatsoever.

As of 27 October 2021 (last rating action) Fitch Ratings has assigned the following Ratings:

- Short Term IDR: F1+

A short term issuer default rating (**IDR**) issued by Fitch reflects a financial institution's vulnerability to default in the short term. For financial institutions and most other issuers, the "short term" typically means up to 13 months. An 'F1' rating indicates the strongest intrinsic capacity for timely payment of financial commitments; may have an added "+" to denote any exceptionally strong credit feature.

- Long Term IDR: AA-, **stable** outlook

A long term IDR issued by Fitch in respect of a financial institution expresses Fitch's opinion on that institution's relative vulnerability to default on its financial obligations. In accordance with Fitch's rating definitions, the default risk addressed by the IDR is generally that of the financial obligations whose non-payment would "best reflect the uncured failure of that entity". Fitch considers that the obligations of financial institutions whose non-payment would best reflect uncured failure are usually senior obligations to third-party, non-government creditors. IDRs of financial institutions therefore typically opine on the probability of default on such obligations. An 'AA' rating denotes expectations of very low default risk. They indicate very strong capacity for payment of financial commitments. This capacity is not significantly vulnerable to foreseeable events.

The Fitch Ratings group of companies established in the EU, which includes Fitch Ratings Limited, was registered on 31 October 2011 in accordance with the CRA Regulation.

As of 19 September 2019 (last rating action) Moody's Investors Service Ltd has assigned the following Ratings:

- Short Term Debt: Prime-1
- Long Term Debt: Aa3, stable outlook

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

A 'Prime-1' rating reflects a superior ability to repay short-term obligations. Obligations rated 'Aa' are judged to be of high quality and are subject to very low credit risk. Moody's appends numerical modifiers 1, 2, and 3 to each generic rating classification from Aa through Caa. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category.

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

As of [19 October 2021](#) (last rating action) S&P Rating Services, a division of S&P Global Ratings Europe Limited has assigned the following Ratings:

- Short Term Debt: A-1
- Long Term Debt: A+, [stable outlook](#)

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

A short-term obligation rated 'A-1' is rated in the highest category by Standard & Poor's. The obligor's capacity to meet its financial commitment on the obligation is strong. This indicates that the obligor's capacity to meet its financial commitment on these obligations is extremely strong. A long term obligation rated 'A' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitment on the obligation is still strong. The ratings from 'AA' to 'CCC' may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the major rating categories.

S&P Global Ratings Europe Limited was registered on 31 October 2011 in accordance with the CRA Regulation.

Crédit Agricole CIB is dependent on the performance of its subsidiaries and affiliates.

B) Section “Description of Crédit Agricole CIB Financial Solutions” (pages 894-895 of the Base Prospectus) is deleted in its entirety and replaced with the below (the changes of such section are added in blue and the deletion are shown in strikethrough text):

Description of Crédit Agricole CIB Financial Solutions

Information relating to Crédit Agricole CIB Financial Solutions

Crédit Agricole CIB Financial Solutions (**Crédit Agricole CIB FS**) is a 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 domicile in France. Its registered office is at 12 place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France. Crédit Agricole CIB FS's telephone number is +33 (0) 1 41 89 65 66 and its website is <https://www.documentation.ca-cib.com/>; the information on the website does not form part of the prospectus unless that information is incorporated by reference into the prospectus.

The objects of Crédit Agricole CIB FS as set out in article 3 of its Articles of Association include the power to borrow funds by way of issue of securities and financial instruments of any nature, whether guaranteed or not, to purchase, manage and sell any security and financial instrument, to engage in any cash management and financing transaction with associated companies, to engage in any transaction involving financial instruments (including financial futures) traded on any organised market or over-the-counter, to participate directly or indirectly in any transactions connected with its object by way of the creation or acquisition of new companies, capital contribution or subscription, purchase or securities or company share, merger or otherwise.

Crédit Agricole CIB FS is dependent on Crédit Agricole CIB.

Crédit Agricole CIB FS finances its investments by the issuance of securities of any kind, under one or more programs as well as under single issuances.

Organisational Structure / Major shareholders

Crédit Agricole Corporate and Investment Bank 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. Crédit Agricole CIB FS has no subsidiaries and is dependent on Crédit Agricole CIB.

Share Capital

The authorised and issued fully paid up share capital of Crédit Agricole CIB FS is €225.000 divided into 2.500 ordinary shares of €90 each.

Business Overview/Principal Activities/Principal Markets

Crédit Agricole CIB FS carries on business as a finance company, issuing warrants, securities and other financial instruments.

Trends

The trends, uncertainties, demands, commitments and events that may impact Crédit Agricole CIB (a description of which is set out on page 127 of the 2020 Universal Registration Document, which is incorporated by reference in this Base Prospectus – see section "*Documents Incorporated by Reference*" of this Base Prospectus) are potentially relevant to Crédit Agricole CIB FS.

Administration and Management

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

Name	Function	Principal activities outside of Crédit Agricole CIB FS
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Christine CREMEL	Chairman of the Board of Directors	Head of Onboarding and Transaction Management Crédit Agricole CIB.
Société INDOSUEZ PARTICIPATIONS SA, represented by Frédéric NTJONO	Director	Assistant Director – Corporate Development & Participations Crédit Agricole CIB.
Emmanuel BAPT	Director	Managing Director – Crédit Agricole
Regis BENICHO	Director	Managing Director – Crédit Agricole CIB.
Karima HAMIDOUCHE	Director	Executing Director - Structuring Team - Crédit Agricole CIB
Ghyslain LADRET	Director	Managing Director - Global Head of Macro Fixed Income Structuring–Crédit Agricole CIB.
Benoît PLAUT	Director	PSEE Manager / Structuring Team - Crédit Agricole CIB
Ludovic NORMAND	Director	Global Market Division - COO Europe - Crédit Agricole CIB.
Michael CRABOS	Director	Head of Issuance Platform - Crédit Agricole CIB.

The business address of members of the Board of Directors is 12 place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France for the local Directors (Christine CREMEL, Société INDOSUEZ PARTICIPATIONS SA, represented by Frédéric NTJONO, Emmanuel BAPT, Benoît PLAUT, Ludovic NORMAND, Karima Hamidouche and Michael CRABOS) and Crédit Agricole Corporate and Investment Bank, London Branch, Broadwalk House, 5 Appold Street, London EC2A 2DA for the London Directors (Ghyslain LADRET).

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

To the best of its knowledge and belief, Crédit Agricole CIB FS complies with the corporate governance regime of France. Crédit Agricole CIB FS operates under the laws of the Republic of France.

General Meetings of Shareholders

General meetings shall be held once at least in each calendar year. Any General Meeting convened by the Board unless its time has been fixed by the Company in General Meeting or unless convened pursuant to a requisition, may be postponed by the Board by notice in writing.

Audit Committee

Crédit Agricole CIB FS does not have an audit committee.

C) The paragraphs heading “Documents Available”, “Significant or Material Adverse Change”, “Borrowing and Funding Structure”, “Governmental, Legal and Arbitration Proceedings” and “Auditors” in the Section “General Information” (pages 937-941 of the Base Prospectus) are entirely deleted and replaced with the below (the changes of such paragraphs are added in blue and the deletion are shown in strikethrough text):

GENERAL INFORMATION

This section provides certain additional information relating to all the Securities.

Documents Available

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

- (a) the *Statuts* (with an English translation thereof) of Crédit Agricole CIB, the *Statuts* (with an English translation thereof) of Crédit Agricole CIB FS and the Articles of Association of Crédit Agricole CIB FL;
- (b) each of (i) in the case of Crédit Agricole CIB, as Issuer and Guarantor, [the condensed interim consolidated accounts audited at 30 June 2021](#), the consolidated and non-consolidated audited financial statements in respect of the financial years ended 2019 and 2020 (with an English translation thereof for the consolidated accounts) and (ii) in the case of Crédit Agricole CIB FS and Crédit Agricole CIB FL, each as Issuer, the audited financial statements in respect of the financial years ended 2019 and 2020;
- (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 Deed of Covenants, the Deeds of Guarantee and the forms of the Global Securities, the Securities in definitive form, the Receipts, the Coupons and the Talons and any supplements thereto;
- (e) the Valuation Agency Agreement, the Custodian Agreement, the Collateral Management Agreement, the Collateral Monitoring Agency Agreement, the Disposal Agency Agreement, each Pledge Agreement and each Security Trust Deed (save to the extent any such document relates to Exempt Securities);
- (f) a copy of this Base Prospectus;
- (g) any future Base Prospectus and supplements to this Base Prospectus and any other documents incorporated herein or therein by reference;
- (h) any Final Terms (save that the Final Terms relating to a Security which is neither admitted to trading on a regulated market in the European Economic Area nor offered in the European Economic Area or in the circumstances where a prospectus is required to be published under the Prospectus Regulation will only be available for inspection by a holder of such Security and such holder must produce evidence satisfactory to the relevant Issuer and the Principal Paying Agent as to its holding of Securities and identity); and
- (i) in the case of each issue of Securities admitted to trading on the Luxembourg Stock Exchange's regulated market subscribed pursuant to a subscription agreement, the subscription agreement (or equivalent document).

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

Copies of each Final Terms relating to Securities that are admitted to trading on the Luxembourg Stock Exchange's regulated market and each document incorporated by reference, are available on the Luxembourg Stock Exchange's website (www.bourse.lu).

Significant or Material Adverse Change

Except as disclosed on page 457 of the 2020 Universal Registration Document, [on page 101 of the 2020 Amendment to the Registration Document](#) and in the Base Prospectus, including with respect to the impact that the sanitary crisis resulting from the coronavirus (COVID-19) may have, there has been no significant change in the financial position or financial performance of Crédit Agricole CIB since [30 June 2021](#) and no material adverse change in the prospects of Crédit Agricole CIB since 31 December 2020.

Except as disclosed on page 457 of the 2020 Universal Registration Document, [on page 101 of the 2020 Amendment to the Registration Document](#), there has been no significant change in the financial position or financial performance of Crédit Agricole CIB FS or Crédit Agricole CIB FL since [30 June 2021](#) and no material adverse change in the prospects of Crédit Agricole CIB FS or Crédit Agricole CIB FL since 31 December 2020.

Borrowing and Funding Structure

Since 31 December 2020, save as disclosed on [page 5](#) of Crédit Agricole CIB FL's [2021](#) Report, there have been no material changes in the borrowing and funding structure of each of Crédit Agricole CIB, Crédit Agricole CIB FS or Crédit Agricole CIB FL.

Governmental, Legal and Arbitration Proceedings

Save as disclosed on pages 190 to 192 and [366 to 368](#) of the 2020 Universal Registration Document [and on page 23 to 25 of 2020 Amendment to the Universal Registration Document](#), there are no legal or arbitration proceedings relating to claims or amounts during at least twelve months prior to the date of this Base Prospectus (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.

Auditors

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

PricewaterhouseCoopers Audit have audited Crédit Agricole CIB FS's accounts (including the cash flow statements contained therein), without qualification, in accordance with generally accepted auditing standards in France for each of the two financial years ended on 31 December 2019 and 2020. The auditors of Crédit Agricole CIB FS have no material interest in Crédit Agricole CIB FS.

[Crédit Agricole CIB FS's accounts are not subject to audit for the financial half-year ended on 30 June 2021.](#)

The auditors of Crédit Agricole CIB FL are Ernst & Young S.A. (member of the Luxembourg Institut des Réviseurs d'Entreprises). Ernst & Young S.A. have audited Crédit Agricole CIB FL's accounts (including the cash flow statements contained therein), without qualification, in accordance with generally accepted auditing standards in Luxembourg for the two financial years ended on 31 December 2019 and 2020. The auditors of Crédit Agricole CIB FL have no material interest in Crédit Agricole CIB FL.

[Crédit Agricole CIB FL's accounts are not subject to audit for the financial half-year ended on 30 June 2021.](#)

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

Ernst & Young et Autres have audited Crédit Agricole CIB's consolidated and non-consolidated accounts, in accordance with generally accepted auditing standards in France for each of the two financial years ended on 31 December 2019 and 2020. [Ernst & Young et Autres have audited Crédit Agricole CIB's consolidated accounts in accordance with generally accepted auditing standards in France for the financial half-year ended on 30 June 2021.](#) 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 2019 and 2020. [PricewaterhouseCoopers Audit have audited Crédit Agricole CIB's consolidated accounts in accordance with generally accepted auditing standards in France for the financial half-year ended on 30 June 2021.](#)

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

Crédit Agricole CIB

Dealers

Crédit Agricole CIB

Crédit Agricole Securities Asia B.V., Tokyo Branch

The date of this Second Supplement is 2 December 2021