

5 December 2018

## PRICING SUPPLEMENT

**Issue of SEK 10,000,000 Floating Rate Notes due December 2025  
under the €50,000,000,000  
Structured Debt Instruments Issuance Programme**

by

**CRÉDIT AGRICOLE CIB FINANCIAL SOLUTIONS**

**guaranteed by CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK**

### PART A – CONTRACTUAL TERMS

The terms and conditions applicable to these Private Placement Securities shall comprise the General Conditions and the applicable Additional Conditions, in each case as completed and/or amended and/or supplemented in this Pricing Supplement (for the purposes of which references in the General Conditions and the applicable Additional Conditions to the "applicable Final Terms" and similar references shall be deemed to be references to this Pricing Supplement). In the event of any inconsistency between the General Conditions and the Additional Conditions, the Additional Conditions shall prevail. In the event of any inconsistency between (i) the General Conditions and/or the Additional Conditions and (ii) this Pricing Supplement, this Pricing Supplement shall prevail.

All capitalised terms that are not defined in the General Conditions and the Additional Conditions or elsewhere in the Terms and Conditions will have the meanings given to them in this Pricing Supplement.

Any person making or intending to make an offer of the Securities may only do so in circumstances in which no obligation arises for the relevant Issuer or any Dealer to publish a prospectus pursuant to Article 3 of Directive 2003/71/EC, as amended (**the Prospectus Directive**) or otherwise or supplement a prospectus pursuant to Article 16 of the Prospectus Directive or otherwise, in each case, in relation to such offer. Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Securities in the circumstances where there is an obligation to publish a prospectus or supplement. As such, for the purposes of this issuance of Securities, the Base Prospectus and this Pricing Supplement shall not constitute a Prospectus for the purposes of the Prospectus Directive.

For the avoidance of doubt, the Securities are not intended for distribution to retail investors in the United Kingdom. For these purposes, a retail investor is an investor that is not classified as a professional client or eligible counterparty as set out in Annex II of the Markets in Financial Instruments Directive (Directive 2014/65/EU).

This is a structured product that involves derivatives and therefore may only be distributed to sophisticated investors who have a good understanding of the underlying market, product characteristics and risks and are investing in this product for portfolio diversification purposes. The investment decision is yours but you should not invest in this product unless you are satisfied that it is suitable for you in light of your circumstances and financial position. We recommend that investors seek independent professional advice prior to investing.

This document should be read in conjunction with the Base Prospectus relating to the Programme dated 9 May 2018 and any supplement thereto (together the **Base Prospectus**). Full information on the Issuer, the Guarantor and the offer of the Securities is only available on the basis of the combination of this Pricing Supplement and the Base Prospectus. The Base Prospectus is available for viewing on the Luxembourg Stock Exchange website ([www.bourse.lu](http://www.bourse.lu)) and during normal business hours at the registered office of Crédit Agricole CIB ([www.ca-cib.com](http://www.ca-cib.com)) and the specified office of the Principal Paying Agent.

1. (a) Series Number: 3127
- (b) Type of Securities: Notes
- (c) Tranche Number: 1
- (d) Date on which the Securities become fungible: Not Applicable
2. Specified Currency: Swedish Krona (**SEK**)
3. Aggregate Nominal Amount:
  - (a) Series: SEK 10,000,000
  - (b) Tranche: SEK 10,000,000
4. Issue Price: 100.00 per cent. of the Aggregate Nominal Amount
5. (a) Specified Denominations: SEK 1,000,000
- (b) Minimum Trading Size: Not Applicable
- (c) Calculation Amount: SEK 1,000,000
6. (a) Issue Date: 5 December 2018
- (b) Trade Date(s): 20 November 2018
- (c) Interest Commencement Date: Issue Date
7. Redemption Date: 5 December 2025, subject to any early redemption date
8. Type of Notes : The Securities are Private Placement Securities
  - (a) Interest: Floating Rate Security  
  
(Further particulars specified below in "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE")
  - (b) Redemption: Relevant Redemption Method(s):  
  
For the purpose of determining the Final Redemption Amount: Standard Redemption  
  
(Further particulars specified below in "PROVISIONS RELATING TO REDEMPTION")
9. Date Board approval for issuance of Securities obtained: Authorisation given by the Board of Directors of Crédit Agricole CIB Financial Solutions dated 28 September 2018.
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:** **Applicable**
- (a) Applicable to: All Interest Accrual Periods
  - (b) Interest Payment Dates: Annually on 5 December in each year, from and including 5 December 2019 up to and including the Redemption Date
  - (c) Interest Period Dates: Not Applicable
  - (d) Interest Determination Date(s): Two (2) Stockholm Business Days prior to the first day of each Interest Accrual Period
  - (e) Business Day Convention for the purposes of adjustment of "Interest Accrual Periods" in accordance with sub-paragraph (n) below): Not Applicable
  - (f) Additional Business Centre(s): Not Applicable
  - (g) Rate(s) of Interest: Determined in accordance with ISDA Determination
  - (h) Screen Rate Determination: Not Applicable
  - (i) ISDA Determination: Applicable
    - Floating Rate Option: SEK-STIBOR-SIDE
    - Designated Maturity: Three (3) months
    - Reset Date: First day of the relevant Interest Accrual Period
  - (j) Margin(s): + (plus) 0.47 per cent. *per annum*
  - (k) Minimum Rate of Interest: 0.47 per cent. *per annum*
  - (l) Maximum Rate of Interest: Not Applicable
  - (m) Day Count Fraction: 30/360
  - (n) Interest Accrual Periods: Interest Accrual Periods will be adjusted
  - (o) Determination Date(s): Not Applicable
  - (p) Additional Disruption Event: Applicable in accordance with General Condition 4.2(e)
  - (q) Universal Leverage: Not Applicable
15. **Linked Interest Security:** 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 Date

19. **Redemption Method:**

(a) Early Redemption Amount for the purposes of General Condition 6.2 (*Early Redemption Trigger Events*) determined in accordance with: Not Applicable as no Early Redemption Trigger Events Apply

Investors should note that General Condition 6.8 applies for the purposes of any early redemption amount calculated in accordance with the conditions referred to in General Condition 6.8 (Fair Market Value Redemption Amounts)

(b) Final Redemption Amount for the purposes of General Condition 6.1 (*Redemption by Instalments and Final Redemption*) determined in accordance with: **Standard Redemption** determined in accordance with Annex 9, Paragraph 2

The Final Redemption Amount will be equal to:

***Reference Price x Nominal Amount***

as determined by the Calculation Agent on the Redemption Determination Date

– Redemption Payoff: Not Applicable

– Redemption Unwind Costs: Not Applicable

– Payoff Feature Unwind Costs: Not Applicable

– Reference Price: 100.00 per cent

(c) Fair Market Value Redemption Amount: Applicable

– Fair Market Value Redemption Amount Percentage: Not Applicable

(d) Instalment Redemption Amount determined in accordance with: Not Applicable

(e) Physical Settlement: Not Applicable

(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. **Linked Redemption Security:** Not Applicable

24. **Early Redemption Trigger Event(s):** Not Applicable

**PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION**

25. **Payoff Features:** Not Applicable

**PROVISIONS APPLICABLE TO SECURED SECURITIES**

26. **Secured Security Provisions:** Not Applicable

**GENERAL PROVISIONS APPLICABLE TO THE SECURITIES**

27. (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) Transfer of interest in Regulation S Global Securities: Transfers of Securities to IAIs: Not Applicable
28. Business Day Convention for the purposes of "Payment Business Day" election in accordance with General Condition 5.6 (*Payment Business Day*): Modified Following Payment Business Day
29. Additional Financial Centre(s): Stockholm and TARGET 2
30. Additional Business Centre(s): Not Applicable
31. Talons for future Coupons or Receipts to be attached to Definitive Bearer Securities and dates on which such Talons mature: No
32. Redenomination (for the purposes of General Condition 3.1): Not Applicable
33. (a) Redemption for tax reasons (General Condition 6.3 (*Redemption for tax reasons*)): Not Applicable
- (b) Special Tax Redemption (General Condition 6.4 (*Special Tax Redemption*)): Not Applicable
- (c) Redemption for FATCA Withholding (General Condition 6.5 (*Redemption for FATCA Withholding*)): Applicable
- (d) Regulatory Redemption or Compulsory Resales (General Condition 6.6 (*Regulatory Redemption or Compulsory*)): Applicable

*Resales*):

- |     |   |  |
|-----|---|--|
| (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   |
| 34. | Gross Up (General Condition 8.2 ( <i>Gross Up</i> )):   | Not Applicable   |
| 35. | Calculation Agent:  | Crédit Agricole Corporate and Investment Bank                |
| 36. | Delivery Agent ( <i>Credit Linked Securities, Bond Linked Securities, ETF Linked Securities subject to physical delivery or Share Linked Securities subject to physical delivery</i> ): | Not Applicable   |
| 37. | Business Day Convention:  | Modified Following Business Day Convention                   |
| 38. | Benchmark Provisions:   | As per the relevant Conditions applicable to the Securities. |

#### **OPERATIONAL INFORMATION**

- |     |   |                |
|-----|---|----------------|
| 39. | Branch of Account for the purposes of General Condition 5.5 ( <i>General provisions applicable to payments</i> ): | Not Applicable |
|-----|---|----------------|

#### **THIRD PARTY INFORMATION**

Not Applicable

Signed on behalf of the Issuer:

By:

**Samy Beji**  
**Authorised Signatory**

A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal stroke extending to the right.

Duly authorised

## **PART B – OTHER INFORMATION**

### **1. LISTING AND ADMISSION TO TRADING**

Listing and admission to trading: Not Applicable

### **2. RATINGS**

Ratings: The Securities to be issued have not been rated

### **3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save for any fees payable to the Dealer and any distributor, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer.

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

Credit Agricole CIB Financial Solutions as Issuer and Crédit Agricole Corporate and Investment Bank as Guarantor intend to allocate an amount equivalent to the net proceeds of the Notes (the “**Note Net Proceeds**”), in the same currency or the equivalent in any other currency, to a green loan portfolio (the “**Green Loan Portfolio**”). The Green Loan Portfolio will consist solely of loans made by Crédit Agricole Corporate and Investment Bank or affiliates of Crédit Agricole Corporate and Investment Bank, the borrowers of which are entities or projects that:

(A) show a strong Environmental (E), Social (S) and Governance (G) performance after having gone through a robust “ESG” rating assessment methodology (developed by and proprietary to Crédit Agricole Corporate and Investment Bank having sought input from external rating agencies who specialise in environmental, social and governance analysis); and

(B) belong to a sector that Crédit Agricole Corporate and Investment Bank categorises as “green”, which broadly means an area selected for its substantial contribution to climate change mitigation and includes (but is not limited to): (i) renewable energy, (ii) energy efficiency and (iii) water and waste management.

Crédit Agricole Corporate and Investment Bank will seek to ensure that the total outstanding principal amount of both the Notes and any other similar green notes issued by itself or by Credit Agricole CIB Financial Solutions pursuant to their current or any of their previous Structured Euro Medium Term Note Programmes or Structured Debt Instruments Issuance Programmes does not exceed the amounts outstanding under the Green Loan Portfolio.

The composition and methodology of the Green Loan Portfolio is generally audited by Crédit Agricole Corporate and Investment Bank’s auditors on an annual basis.

In the unlikely event that the allocation by Crédit Agricole Corporate and Investment Bank (as described above) does not occur, then the Note Net Proceeds will be used as described in the “Use of Proceeds” section of the Base Prospectus.

Payment of principal and interest under the Notes will not be directly linked to the performance of the Green Loan Portfolio.

### **5. YIELD**

Not Applicable

### **6. HISTORIC INTEREST RATES**

Not Applicable



7. **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.

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

Not Applicable

9. **DISTRIBUTION**

- |       |   |   |
|-------|---|---|
| (i)   | Method of distribution:   | Non-syndicated  |
| (ii)  | If syndicated:  | Not Applicable  |
| (iii) | If non-syndicated, name of Dealer   | Crédit Agricole Corporate and Investment Bank                       |
| (iv)  | Indication of the overall amount of the underwriting commission and of the placing commission:        | Not Applicable  |
| (v)   | U.S. Selling Restrictions<br>(Categories of potential investors to which the Securities are offered): | Reg. S Compliance Category 2<br>Securities in Bearer Form – TEFRA D |

10. **OPERATIONAL INFORMATION**

- |        |  |   |
|--------|--|---|
| (i)    | ISIN Code:   | XS1868243269  |
| (ii)   | Temporary ISIN:  | Not Applicable  |
| (iii)  | Common Code:   | 186824326   |
| (iv)   | VALOREN Code:  | Not Applicable  |
| (v)    | Other applicable security identification number:   | Not Applicable  |
| (vi)   | Relevant clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, <i>société anonyme</i> and the relevant identification number(s): | Not Applicable  |
| (vii)  | Delivery:  | Delivery against payment  |
| (viii) | Names and addresses of additional Paying Agent(s) (if any):  | Not Applicable  |
| (ix)   | Securities intended to be held in a manner which would allow Eurosystem eligib   | No<br><br>Whilst the designation is specified as "no" at the date of this Pricing Supplement, 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.

11. **EU BENCHMARK REGULATION**

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

12. **TERMS AND CONDITIONS OF THE OFFER**

Not Applicable