MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPS ONLY TARGET

MARKET – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes, taking into account the five categories referred to in item 19 of the Guidelines published by ESMA on 3 August 2023, has led to the conclusion that, in relation to the type of clients criteria only: (i) the type of clients to whom the Notes are targeted is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturers' type of clients assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' clients assessment) and determining appropriate distribution channels.

UK MIFIR PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("COBS"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 ("UK MiFIR"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer's target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "UK MiFIR Product Governance Rules") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

FINAL TERMS dated 15 January 2024



BANQUE FÉDÉRATIVE DU CRÉDIT MUTUEL

Legal Entity Identifier (LEI): VBHFXSYT7OG62HNT8T76

Euro 80,000,000,000 Euro Medium Term Note Programme (the "Programme")

Series No: 570 Tranche No: 1

Issue of EUR 1,000,000,000 3.75 per cent. Senior Preferred Notes due February 2034 (the "Notes") under the Programme

Issued by

Banque Fédérative du Crédit Mutuel

Names of Joint Lead Managers
CIC Market Solutions
Danske Bank A/S
Deutsche Bank
Société Générale Corporate & Investment Banking

1

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the heading "Terms and Conditions of the French Law Notes" in the Base Prospectus dated 18 July 2023 which received approval number no. 23-315 from the Autorité des marchés financiers (the "AMF") on 18 July 2023 and the first supplement to the Base Prospectus dated 24 August 2023 which received approval number no. 23-365 from the AMF on 24 August 2023 (the "Supplement"), which together constitute a base prospectus for the purposes of Regulation (EU) 2017/1129, as amended (the "Prospectus Regulation"). This document constitutes the relevant Final Terms of the Notes described herein for the purposes of Article 8 of the Prospectus Regulation and must be read in conjunction with such Base Prospectus as so supplemented in order to obtain all the relevant information. The Base Prospectus, the Supplement and the relevant Final Terms are available for viewing at Banque Fédérative du Crédit Mutuel, 4, rue Frédéric-Guillaume Raiffeisen 67000 Strasbourg and www.bfcm.creditmutuel.fr and copies may be obtained from Banque Fédérative du Crédit Mutuel, 4, rue Frédéric-Guillaume Raiffeisen 67000 Strasbourg and will be available on the AMF website www.amf-france.org.

1. **Issuer:** Banque Fédérative du Crédit Mutuel 2. (i) Series Number: 570 1 (ii) Tranche Number: (iii) Date on which the Notes become Not Applicable fungible: **Specified Currency:** 3. Euro ("EUR") 4. **Aggregate Nominal Amount:** EUR 1,000,000,000 (i) Series: Tranche: EUR 1.000,000,000 (ii) 5. **Issue Price:** 99.266 per cent. of the Aggregate Nominal Amount of the Tranche 6. **Specified Denomination:** EUR 100.000 7. **Issue Date:** 17 January 2024 (i) (ii) **Interest Commencement** Issue Date Date: 8. **Maturity Date:** 3 February 2034 9. **Interest Basis:** 3.75 per cent. per annum. Fixed Rate. (further particulars specified below) 10. **Redemption Basis:** Subject to any purchase and cancellation or early redemption the Notes will be redeemed at 100 per cent. of their nominal amount on the Maturity Date. 11. **Change of Interest Basis:** Not Applicable 12. **Put/Call Options:** Not Applicable 13. Senior Preferred Notes pursuant to Article L.613-30-3-(i) Status of the Notes: I-3° of the French Code monétaire et financier. Decision of Mr. Eric Cuzzucoli dated 8 January 2024, Date of the Board approval for (ii) issuance of Notes obtained: acting pursuant to the resolution of the Board of Directors passed on 8 February 2023.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.	Fixed Rate Note Provisions:		Applicable
	(i)	Fixed Rate of Interest:	3.75 per cent. <i>per annum</i> payable in arrear on each Specified Interest Payment Date.
	(ii)	Specified Interest Payment Date(s):	3 February in each year from, and including, 3 February 2025 to, and including, the Maturity Date. There will be a long first coupon, from, and including, the Interest Commencement Date to, but excluding, the Specified Interest Payment Date falling on 3 February 2025.
	(iii)	Fixed Coupon Amount:	EUR 3,750.00 per Specified Denomination
	(iv)	Broken Amount:	EUR 3,924.66 per Specified Denomination payable on the first Specified Interest Payment Date falling on 3 February 2025.
	(v)	Day Count Fraction:	Actual/Actual-(ICMA)
	(vi)	Determination Dates:	3 February in each year
15.	Reset	table Fixed Rate Note Provisions:	Not Applicable
16.	Floating Rate Note Provisions:		Not Applicable
17.	Zero Coupon Note Provisions:		Not Applicable
18.	TEC 10 Linked Note Provisions:		Not Applicable
19.	Inflation Linked Interest Note Provisions:		Not Applicable
20.	Inflation Linked Range Accrual Note Provisions:		Not Applicable
21.	CMS	Linked Note Provisions:	Not Applicable
22.	Range Accrual Note Provisions:		Not Applicable
PROVISIONS RELATING TO REDEMPTION			
23.	Issuer Call Option:		Not Applicable
24.	Noteholder Put Option:		Not Applicable
25.	Final Redemption Amount:		EUR 100,000 per Specified Denomination
26.	Early Redemption Amount:		Applicable
	(i)	Early Redemption Amount(s) of each Note payable on redemption for taxation reasons:	EUR 100,000 per Specified Denomination
	(ii)	Redemption for taxation reasons permitted on days other than Specified Interest Payment Dates:	Yes
	(iii)	Unmatured Coupons to become void upon early redemption:	Not Applicable
27.	Make-Whole Redemption Option:		Not Applicable
28.	Clean-up Redemption Option:		Not Applicable
29.	Waiver of Set-off:		Applicable

30. Events of Default in respect of Senior

Preferred Notes:

No Events of Default

31. Redemption upon occurrence of a MREL or TLAC Disqualification Event in respect of

Senior Preferred Notes:

Applicable

32. **Prior permission of the Relevant Resolution**

Authority:

Applicable pursuant to relevant applicable regulation

GENERAL PROVISIONS APPLICABLE TO THE NOTES

33. Form of the Notes: Bearer

> (i) Form: **Dematerialised Notes**

> > Bearer form (au porteur)

Applicable TEFRA exemptions: Not Applicable (ii)

34. **Financial Centre(s):** Not Applicable

35. Talons for future Coupons or Receipts to be Not Applicable attached to Definitive Notes (and dates on

which such Talons mature):

36. Details relating to Instalment Notes: Not Applicable

37. Redenomination provisions: Not Applicable

38. **Consolidation provisions:** Not Applicable

39. Purchase in accordance with Article L.213-Applicable

0-1 and D.213-0-1 of the French Code

monétaire et financier:

40. Any applicable currency disruption: Not Applicable

41. Representation of Noteholders (Condition 9

of the Terms and Conditions of the French

Law Notes):

No *Masse* shall apply.

42. Governing law: The Notes and any non-contractual obligations arising

> out of or in connection with the Notes will be governed by, and shall be construed in accordance with, French

law.

43. **Prohibition of Sales to EEA Retail Investors:** Not Applicable

44. **Prohibition of Sales to UK Retail Investors:** Not Applicable

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer

Eric Cuzzucoli **Group Treasurer**

By:

Duly authorised

PART B - OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING APPLICATION

(i) Listing and admission to trading: Application has been made by the Issuer (or on its

behalf) for the Notes to be admitted to trading on

Euronext Paris with effect from the Issue Date.

(ii) Estimate of total expenses related to

admission to trading:

EUR 9,600

2. RATINGS

Ratings: The Notes to be issued are expected to be rated:

S&P: A+

Moody's: Aa3

Fitch Ratings: AA-

S&P, Moody's and Fitch Ratings are established in the European Union and registered under Regulation (EC)

No 1060/2009.

The ratings S&P Global Ratings Europe Limited, Fitch Ratings Ireland Limited and Moody's France SAS have given to the Notes are each endorsed by a credit agency which is established in the UK and registered under Regulation (EC) No 1060/2009 as it forms part of domestic law of the United Kingdom by virtue of the

European Union (Withdrawal) Act 2018.

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

Except for the commissions related to the issue of the Notes paid to the Joint Lead Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the issue.

4. REASONS FOR THE ISSUE, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the issue: The net proceeds will be used for the Issuer's general

corporate purposes.

(ii) Estimated net proceeds: EUR 989,543,250.00

5. YIELD

Indication of yield: 3.839 per cent. *per annum*

6. OPERATIONAL INFORMATION

ISIN Code: FR001400N6I8

Common Code: 274884754

CFI Code: DTFNFB

FISN Code: BANQUE FEDERATI/1 MTN 20250101 Sr

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A., Euroclear France and the relevant identification number(s):

Not Applicable

Delivery:

Delivery against payment

Names and addresses of additional Paying

Not Applicable

Agent(s) (if any):

7. DISTRIBUTION

(i) Method of distribution: Syndicated

(ii) If syndicated:

(a) Names of Managers: Crédit Industriel et Commercial S.A.

Danske Bank A/S

Deutsche Bank Aktiengesellschaft

Société Générale

(b) Stabilisation Manager(s) (if any):

Not Applicable

(iii) If non-syndicated, name of Dealer:

Not Applicable

(iv) US Selling Restrictions (Categories of potential investors to which the Notes

Reg. S Compliance Category 2 applies to the Notes;

are offered):

TEFRA Not Applicable