

**Amended and Restated Final Terms dated 3 September 2014**

**to the FINAL TERMS dated 15 October 2013**

**Banque Fédérative**  
**Crédit & Mutuel**

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**BANQUE FÉDÉRATIVE DU CRÉDIT MUTUEL**  
**Euro 45,000,000,000 Euro Medium Term Note Programme**

Series No: 364

Tranche No: 1

Issue of EUR 225,000,000 0.75 per cent. Notes due September 2015

(the “Notes”)

under the Programme

Issued by

Banque Fédérative du Crédit Mutuel

Barclays Bank PLC

The terms and conditions of the Notes in these Amended and Restated Final Terms (the “**Amended and Restated Final Terms**”) supersede and replace, as from 3 September 2014, the terms and conditions of the Notes set out in the original final terms dated 15 October 2013 (the “**Original Final Terms**”), together, the “**Final Terms**”, under which the Notes described herein were issued. These Amended and Restated Final Terms should be read in conjunction with the Base Prospectus dated 29 May 2013 (the “**Base Prospectus**”) which received visa no. 13-248 from the *Autorité des marchés financiers* (the “**AMF**”) on 29 May 2013 and the supplement to the Base Prospectus dated 21 June 2013 which received visa no. 13-291 from the AMF on 21 June 2013 and the supplement to the Base Prospectus dated 12 August 2013 which received visa no. 13-455 from the AMF on 12 August 2013. Terms defined in the Base Prospectus and the supplements to the Base Prospectus have the same meaning in these Amended and Restated Final Terms,

These Amended and Restated Final Terms do not constitute, and may not be used for the purposes of an offer of, or an invitation by or on behalf of anyone to subscribe or purchase, any of the Notes.

Signed on behalf of BFCM:

Duly represented by:

A handwritten signature in black ink, appearing to be a stylized name, possibly 'L. B. B.', written over a horizontal line.

## PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 29 May 2013 which received visa no. 13-248 from the Autorité des marchés financiers (the “AMF”) on 29 May 2013 , the supplement to the Base Prospectus dated 21 June 2013 which received visa no. 13-291 from the AMF on 21 June 2013 and the supplement to the Base Prospectus dated 12 August 2013 which received visa no. 13-455 from the AMF on 12 August 2013, which together constitute a base prospectus for the purposes of Directive 2003/71/EC as amended by Directive 2010/73/EC (to the extent that such amending directive has been implemented in the Relevant Member State) (the “Prospectus Directive”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and the supplements to the Base Prospectus are available for viewing at Banque Fédérative du Crédit Mutuel, 34, rue du Wacken 67000 Strasbourg and [www.bfcm.creditmutuel.fr](http://www.bfcm.creditmutuel.fr) and copies may be obtained from BNP Paribas Securities Services Luxembourg Branch (in its capacity as Principal Paying Agent), 33, rue Gasperich Howald-Hesperange L-2085 Luxembourg, Grand Duchy of Luxembourg and will be available on the AMF website [www.amf-france.org](http://www.amf-france.org) and will be available on the Luxembourg Stock Exchange’s website [www.bourse.lu](http://www.bourse.lu).

1	Issuer:	Banque Fédérative du Crédit Mutuel
2	(i) Series Number:	364
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3	Specified Currency:	Euro (“EUR”)
4	Aggregate Nominal Amount:	
	(i) Series:	EUR 225,000,000
	(ii) Tranche:	EUR 225,000,000
5	Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
6	(i) Specified Denominations:	EUR 100,000
	(ii) Calculation Amount:	EUR 100,000
7	(i) Issue Date:	17 October 2013
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	30 September 2015
9	Interest Basis:	0.75 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.
11	Change of Interest Basis:	Not Applicable
12	Put/Call Options:	Not Applicable
13	(i) Status of the Notes:	Unsubordinated Notes

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|------|---|---|
| (ii) | Date Board approval for issuance of Notes obtained: | Decision of M. Christian Klein dated 10 October 2013 acting pursuant to the resolution of the Board of Directors passed on 28 February 2013 |
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**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

14	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Fixed Rate of Interest:	0.75 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Specified Interest Payment Date(s):	30 September in each year.
	(iii) Fixed Coupon Amount:	Not Applicable <sup>1</sup>
	(iv) Broken Amount(s):	EUR 725 per Calculation Amount, payable on the Interest Payment Date falling on 30 September 2014
	(v) Day Count Fraction:	Actual/360, Adjusted
	(vi) Determination Dates:	Not Applicable
15	<b>Floating Rate Note Provisions</b>	Not Applicable
16	<b>Zero Coupon Note Provisions</b>	Not Applicable
17	<b>Inflation Linked Interest Notes Provisions</b>	Not Applicable
18	<b>CMS Linked Note Provisions</b>	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

19	<b>Issuer Call Option</b>	Not Applicable
20	<b>Noteholder Put Option</b>	Not Applicable
21	<b>Final Redemption Amount</b>	EUR 100,000 per Calculation Amount
	Inflation Linked Notes – Provisions relating to the Final Redemption Amount:	Not Applicable
22	<b>Early Redemption Amount</b>	
	(i) Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on Event of Default:	EUR 100,000 per Calculation Amount
	(ii) Redemption for taxation reasons permitted on days other than Specified Interest Payment Dates:	Yes
	(iii) Unmatured Coupons to become void	No

<sup>1</sup> Amended from 3 September 2014

upon early redemption:

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

23	Form of Notes:	Bearer Notes
	(i) New Global Note:	Yes
	(ii) Temporary or Permanent Global Note:	Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
	(iii) Applicable TEFRA exemptions:	D Rules
24	Financial Centre(s):	TARGET and London
25	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
26	Details relating to Instalment Notes:	Not Applicable
27	Redenomination provisions:	Not Applicable
28.	Consolidation provisions:	Not Applicable
29.	Purchase in accordance with Article L.213-1 A and D.213-1 A of the French <i>Code monétaire et financier</i> :	Applicable

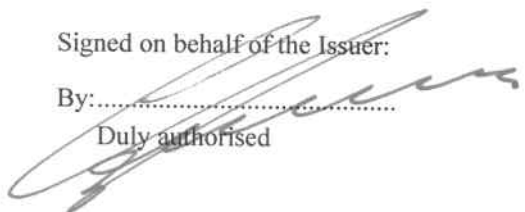
**RESPONSIBILITY**

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

Signed on behalf of the Issuer:

By:.....

Duly authorised



## PART B – OTHER INFORMATION

### 1 LISTING AND ADMISSION TO TRADING APPLICATION

- |      |   |   |
|------|---|---|
| (i)  | Listing and admission to trading:                           | Application has been made for the Notes to be listed on the official list of and admitted to trading on the Regulated Market of the Luxembourg Stock Exchange with effect from 17 October 2013. |
| (ii) | Estimate of total expenses related to admission to trading: | EUR 1,390   |

### 2 RATINGS

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|----------|--|
| Ratings: | The Notes to be issued are expected to be rated:<br>S&P: A<br>Moody's: Aa3<br>Fitch Ratings: A+<br>S&P, Moody's and Fitch Ratings are established in the European Union and are registered under Regulation (EC) No 1060/2009. |
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### 3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Subscription and Sale" in the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

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

- |       |                           |  |
|-------|---------------------------|--|
| (i)   | Reasons for the offer:    | As described in "Use of Proceeds" wording in the Base Prospectus |
| (ii)  | Estimated net proceeds:   | EUR 225,000,000  |
| (iii) | Estimated total expenses: | Not Applicable   |

### 5 YIELD

- |                      |                          |
|----------------------|--------------------------|
| Indication of yield: | 0.75 per cent. per annum |
|----------------------|--------------------------|

### 6 OPERATIONAL INFORMATION

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|--|----------------|
| ISIN Code:                                       | XS0982793183   |
| Common Code:                                     | 098279318      |
| Any clearing system(s) other than Euroclear Bank | Not Applicable |

S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s):

Delivery:

Delivery against payment

Names and addresses of additional Paying Agent(s) (if any):

Not Applicable

Intended to be held in a manner which would allow Eurosystem eligibility:

Yes

Note that the designation “yes” simply means that the Notes are intended upon issue to be deposited with one of the International Central Securities Depositories (i.e. Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme) as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria

## 7 DISTRIBUTION

(i) Method of distribution:

Non-syndicated

(ii) If syndicated:

(A) Names of Managers:

Not Applicable

(B) Stabilising Manager(s) if any:

Not Applicable

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

Barclays Bank PLC

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

Reg. S Compliance Category 2 applies to the Notes;  
TEFRA D