

FINAL TERMS dated 19 June 2014



BANQUE FÉDÉRATIVE DU CRÉDIT MUTUEL
Euro 45,000,000,000 Euro Medium Term Note Programme (the “Programme”)

Series No: 382

Tranche No: 5

Issue of EUR 250,000,000 Floating Rate Notes due March 2019 (the “Notes”)

to be consolidated and form a single series as described below with
the EUR 350,000,000 Floating Rate Notes due March 2019 issued as Tranche 1 of Series 382 on 20 March 2014
(the “**Tranche 1 Notes**”),
the EUR 200,000,000 Floating Rate Notes due March 2019 issued as Tranche 2 of Series 382 on 2 April 2014
(the “**Tranche 2 Notes**”),
the EUR 100,000,000 Floating Rate Notes due March 2019 issued as Tranche 3 of Series 382 on 9 April 2014
(the “**Tranche 3 Notes**”) and
the EUR 100,000,000 Floating Rate Notes due March 2019 issued as Tranche 4 of Series 382 on 24 April 2014
(the “**Tranche 4 Notes**” and, together with the Tranche 1 Notes, Tranche 2 Notes and Tranche 3 Notes, the
“**Existing Notes**”)
under the Programme

Issued by
Banque Fédérative du Crédit Mutuel

Dealer
BNP Paribas

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (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 as supplemented by the first supplement to the Base Prospectus dated 21 June 2013 which received visa no.13-291 from the AMF on 21 June 2013, the second supplement to the Base Prospectus dated 12 August 2013 which received visa no.13-455 from the AMF on 12 August 2013, the third supplement to the Base Prospectus dated 10 March 2014 which received visa no. 14-076 from the AMF on 10 March 2014 and the fourth supplement to the Base Prospectus dated 13 May 2014 which received visa no. 14-194 from the AMF on 13 May 2014 which are incorporated by reference in the Base Prospectus dated 5 June 2014 which received visa no.14-270 from the AMF on 5 June 2014. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 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**”) and must be read in conjunction with such Base Prospectus dated 5 June 2014 which received visa no.14-270 from the AMF on 5 June 2014, which constitutes a base prospectus for the purposes of Prospectus Directive, save in respect of the Conditions which are extracted from the Base Prospectus dated 29 May 2013 and the supplements to the Base Prospectus dated 21 June 2013, 21 June 2013, 12 August 2013, 10 March 2014 and 13 May 2014. 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 dated 29 May 2013 which received visa no. 13-248 from the AMF on 29 May 2013 and the first supplement to the Base Prospectus dated 21 June 2013 which received visa no.13-291 from the AMF on 21 June 2013, the second supplement to the Base Prospectus dated 12 August 2013 which received visa no.13-455 from the AMF on 12 August 2013, the third supplement to the Base Prospectus dated 10 March 2014 which received visa no. 14-076

from the AMF on 10 March 2014 and the fourth supplement to the Base Prospectus dated 13 May 2014 which received visa no. 14-194 from the AMF on 13 May 2014. 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 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, and will be available on the AMF website (www.amf-france.org) and on the Luxembourg Stock Exchange's website (www.bourse.lu).

1	Issuer:	Banque Fédérative du Crédit Mutuel
2	(i) Series Number:	382
	(ii) Tranche Number:	5
	(iii) Date on which the Notes become fungible:	The Notes will be consolidated, form a single series and be interchangeable for trading purposes with the Existing Notes on or about the Exchange Date of the Temporary Global Note initially representing the Notes as referred to in paragraph 23(ii) below which is expected to be on or about 4 August 2014 (the “ Exchange Date ”)
3	Specified Currency:	Euro (“ EUR ”)
4	Aggregate Nominal Amount:	
	(i) Series:	EUR 1,000,000,000
	(ii) Tranche:	EUR 250,000,000
5	Issue Price:	100.3297 per cent. of the Aggregate Nominal Amount of this Tranche plus an amount equal to EUR 19,500 corresponding to accrued interest on such Aggregate Nominal Amount from and including the Interest Commencement Date to but excluding the Issue Date.
6	(i) Specified Denominations:	EUR 100,000
	(ii) Calculation Amount:	EUR 100,000
7	(i) Issue Date:	23 June 2014
	(ii) Interest Commencement Date:	20 June 2014
8	Maturity Date:	20 March 2019
9	Interest Basis:	3-month EURIBOR + 0.72 per cent. per annum Floating 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	(i) Status of the Notes:	Unsubordinated Notes
	(ii) Date Board approval for issuance of Notes obtained:	Decision of Mr Christian Klein dated 17 June 2014, acting pursuant to the resolution of the

Board of Directors passed on 27 February 2014.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note Provisions:	Not Applicable
15	Floating Rate Note Provisions:	Applicable
	(i) Interest Period(s)	As per the Conditions
	(ii) Specified Interest Payment Dates:	20 March, 20 June, 20 September and 20 December in each year, subject to adjustment in accordance with the Business Day Convention set out in (v) below
	(iii) First Interest Payment Date:	The Specified Interest Payment Date falling on or nearest to 20 September 2014
	(iv) Interest Period Date:	Not Applicable
	(v) Business Day Convention:	Modified Following Business Day Convention
	(vi) Business Centre:	Not Applicable
	(vii) Manner in which the Rate(s) of Interest and Interest Amount are to be determined:	Screen Rate Determination
	(viii) Party responsible for calculating the Rate(s) of Interest and/or Interest Amount(s) (if not the Calculation Agent):	Not Applicable
	(ix) Screen Rate Determination:	
	–Reference Rate:	3-month EURIBOR
	–Interest Determination Date(s):	Two (2) TARGET Business Days prior to the first day in each Interest Accrual Period
	–Relevant Screen Page	Reuters page EURIBOR01
	(x) ISDA Determination:	Not Applicable
	(xi) FBF Determination:	Not Applicable
	(xii) Margin(s):	+0.72 per cent. per annum
	(xiii) Minimum Rate of Interest:	Not Applicable
	(xiv) Maximum Rate of Interest:	Not Applicable
	(xv) Day Count Fraction:	Actual/360
16	Zero Coupon Note Provisions	Not Applicable
17	TEC 10 Linked Note Provisions	Not Applicable
18	Inflation Linked Interest Notes Provisions	Not Applicable
19	Inflation Linked Range Accrual Note Provisions	Not Applicable
20	CMS Linked Note Provisions	Not Applicable
21	Range Accrual Note Provisions	Not Applicable
PROVISIONS RELATING TO REDEMPTION		
22	Issuer Call Option	Not Applicable

23	Noteholder Put Option	Not Applicable
24	Final Redemption Amount	EUR 100,000 per Calculation Amount
25	Early Redemption Amount	
	(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:	No
	(iii) Unmatured Coupons to become void upon early redemption:	Yes

GENERAL PROVISIONS APPLICABLE TO THE NOTES

26	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
27	Financial Centre(s):	Not Applicable
28	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
29	Details relating to Instalment Notes:	Not Applicable
30	Redenomination provisions:	Not Applicable
31	Consolidation provisions:	Not Applicable
32	Purchase in accordance with Article L.213-1 A and D.213-1 A of the French <i>Code monétaire et financier</i>:	Applicable
33	Any applicable currency disruption:	Not Applicable

RESPONSIBILITY

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

Signed on behalf of the Issuer

BANQUE FÉDÉRATIVE DU CRÉDIT MUTUEL

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 the Issue Date.
- The Existing Notes are already listed and admitted to trading on the Luxembourg Stock Exchange.
- (ii) Estimate of total expenses related to admission to trading: EUR 400.00

2 RATINGS

- Ratings: The Notes to be issued are expected to be rated:
S&P: A
Moody's: Aa3
Fitch Ratings: A+
- S&P, Moody's and Fitch Ratings are established in the European Union and registered under Regulation (EC) No 1060/2009 as amended by Regulation (EC) N°513/2011 (the "CRA Regulation").
- As such, S&P, Moody's and Fitch Ratings are included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with the CRA Regulation.

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 issue.

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

- (i) Reasons for the offer: See "Use of Proceeds" wording in the Base Prospectus.
- (ii) Estimated net proceeds: EUR 250,843,750 (including the amount corresponding to accrued interest)
- (iii) Estimated total expenses: Not Applicable

5 HISTORIC INTEREST RATES

Details of historic EURIBOR rates can be obtained from Reuters.

6 OPERATIONAL INFORMATION

ISIN Code: The temporary ISIN Code is XS1080333633 until the Exchange Date, XS1046498157 thereafter.

Common Code: The temporary Common Code is 108033363 until the Exchange Date, 104649815 thereafter.

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable

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: BNP Paribas

(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