

**MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET** – Solely for the purposes of each manufacturers’ product approval process, the target market assessment in respect of the Notes, taking into account the five categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018, 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.

**FINAL TERMS dated 14 September 2023**



**BANQUE FÉDÉRATIVE DU CRÉDIT MUTUEL**

**Legal Entity Identifier (LEI): VBHFXYT7OG62HNT8T76**

**Euro 80,000,000,000 Euro Medium Term Note Programme (the “Programme”)**

Series No: 564

Tranche No: 1

*Issue of EUR 750,000,000 4.125 per cent. Social Senior Preferred Notes due September 2030 (the “Notes”) under the Programme*

Issued by

Banque Fédérative du Crédit Mutuel

**Names of Joint Lead Managers**

**CIC Market Solutions**

**HSBC**

**NatWest Markets N.V.**

**Société Générale Corporate & Investment Banking**

**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](http://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](http://www.amf-france.org).

<b>1. Issuer:</b>	Banque Fédérative du Crédit Mutuel
<b>2. (i) Series Number:</b>	564
<b>(ii) Tranche Number:</b>	1
<b>(iii) Date on which the Notes become fungible:</b>	Not Applicable
<b>3. Specified Currency:</b>	Euro (“EUR”)
<b>4. Aggregate Nominal Amount:</b>	
<b>(i) Series:</b>	EUR 750,000,000
<b>(ii) Tranche:</b>	EUR 750,000,000
<b>5. Issue Price:</b>	99.714 per cent. of the Aggregate Nominal Amount of the Tranche
<b>6. Specified Denomination:</b>	EUR 100,000
<b>7. (i) Issue Date:</b>	18 September 2023
<b>(ii) Interest Commencement Date:</b>	Issue Date
<b>8. Maturity Date:</b>	18 September 2030
<b>9. Interest Basis:</b>	4.125 per cent. <i>per annum</i> . Fixed Rate. (further particulars specified below)
<b>10. Redemption Basis:</b>	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.
<b>11. Change of Interest Basis:</b>	Not Applicable
<b>12. Put/Call Options:</b>	Not Applicable
<b>13. (i) Status of the Notes:</b>	Senior Preferred Notes pursuant to Article L.613-30-3-I-3° of the French <i>Code monétaire et financier</i> .
<b>(ii) Date of the Board approval for issuance of Notes obtained:</b>	Decision of Mr. Eric Cuzzucoli dated 7 September 2023, acting pursuant to the resolution of the Board of Directors passed on 8 February 2023.

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

<b>14. Fixed Rate Note Provisions:</b>	Applicable
<b>(i) Fixed Rate of Interest:</b>	4.125 per cent. <i>per annum</i> payable in arrear on each Specified Interest Payment Date.
<b>(ii) Specified Interest Payment Date(s):</b>	18 September in each year from, and including, 18 September 2024 to, and including, the Maturity Date.
<b>(iii) Fixed Coupon Amount:</b>	EUR 4,125 per Specified Denomination
<b>(iv) Broken Amount:</b>	Not Applicable
<b>(v) Day Count Fraction:</b>	Actual/Actual-(ICMA)
<b>(vi) Determination Dates:</b>	18 September in each year
<b>15. Resettable Fixed Rate Note Provisions:</b>	Not Applicable

16.	<b>Floating Rate Note Provisions:</b>	Not Applicable
17.	<b>Zero Coupon Note Provisions:</b>	Not Applicable
18.	<b>TEC 10 Linked Note Provisions:</b>	Not Applicable
19.	<b>Inflation Linked Interest Note Provisions:</b>	Not Applicable
20.	<b>Inflation Linked Range Accrual Note Provisions:</b>	Not Applicable
21.	<b>CMS Linked Note Provisions:</b>	Not Applicable
22.	<b>Range Accrual Note Provisions:</b>	Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION**

23.	<b>Issuer Call Option:</b>	Not Applicable
24.	<b>Noteholder Put Option:</b>	Not Applicable
25.	<b>Final Redemption Amount:</b>	EUR 100,000 per Specified Denomination
26.	<b>Early Redemption Amount:</b>	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.	<b>Make-Whole Redemption Option:</b>	Not Applicable
28.	<b>Clean-up Redemption Option:</b>	Not Applicable
29.	<b>Waiver of Set-off:</b>	Applicable
30.	<b>Events of Default in respect of Senior Preferred Notes:</b>	No Events of Default
31.	<b>Redemption upon occurrence of a MREL or TLAC Disqualification Event in respect of Senior Preferred Notes:</b>	Applicable
32.	<b>Prior permission of the Relevant Resolution Authority:</b>	Applicable pursuant to relevant applicable regulation

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

33.	<b>Form of the Notes:</b>	Bearer
	(i) Form:	Dematerialised Notes Bearer form ( <i>au porteur</i> )
	(ii) Applicable TEFRA exemptions:	Not Applicable
34.	<b>Financial Centre(s):</b>	Not Applicable
35.	<b>Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):</b>	Not Applicable
36.	<b>Details relating to Instalment Notes:</b>	Not Applicable
37.	<b>Redenomination provisions:</b>	Not Applicable


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| <b>38. Consolidation provisions:</b>   | Not Applicable   |
| <b>39. Purchase in accordance with Article L.213-0-1 and D.213-0-1 of the French <i>Code monétaire et financier</i>:</b> | Applicable   |
| <b>40. Any applicable currency disruption:</b>   | Not Applicable   |
| <b>41. Representation of Noteholders (Condition 9 of the Terms and Conditions of the French Law Notes):</b>              | No <i>Masse</i> shall apply.   |
| <b>42. Governing law:</b>  | 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. |
| <b>43. Prohibition of Sales to EEA Retail Investors:</b>   | Not Applicable   |
| <b>44. Prohibition of Sales to UK Retail Investors:</b>  | Not 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 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 7,200

### 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 Issuer intends to allocate an amount equal to the net proceeds of the Notes to finance and/or refinance, in whole or in part, new or existing projects from any Eligible Loans in the Social Eligible Categories, as further described in the Issuer's Green, Social or Sustainability Bond Framework (as amended and supplemented from time to time), available on the Issuer's website.
- (ii) Estimated net proceeds: EUR 745,743,000

### 5. YIELD

Indication of yield: 4.173 per cent. *per annum*

### 6. OPERATIONAL INFORMATION

ISIN Code: FR001400KO38

Common Code:	268484701
CFI:	DTFNFB
FISN:	BFCM/4.125 Bd 20300918 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 Agent(s) (if any):	Not Applicable

**7. DISTRIBUTION**

(i) Method of distribution:	Syndicated
(ii) If syndicated:	
(a) Names of Managers:	Crédit Industriel et Commercial S.A. HSBC Continental Europe NatWest Markets N.V. Société Générale
(b) Stabilisation Manager(s) (if any):	Société Générale
(iii) If non-syndicated, name of Dealer:	Not Applicable
(iv) US Selling Restrictions (Categories of potential investors to which the Notes are offered):	Reg. S Compliance Category 2 applies to the Notes; TEFRA Not Applicable