

FINAL TERMS dated 27 January 2014



BANQUE F D RATIVE DU CR DIT MUTUEL
Euro 45,000,000,000 Euro Medium Term Note Programme

Series No: 377

Tranche No: 1

*Issue of EUR 65,000,000 Floating Rate Notes due January 2018
under the Programme*

Issued by
Banque F d rative du Cr dit Mutuel

Dealer : Commerzbank Aktiengesellschaft

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 *Autorit  des march s 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 as so supplemented. 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 as so supplemented. The Base Prospectus and the supplements to the Base Prospectus are available for viewing at Banque F d rative du Cr dit 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, Grand Duchy of 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 F�d�rative du Cr�dit Mutuel
2	(i) Series Number:	377
	(ii) Tranche Number:	1
3	Specified Currency:	Euro (“EUR”)

4	Aggregate Nominal Amount:	
	(i) Series:	EUR 65,000,000
	(ii) Tranche:	EUR 65,000,000
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:	29 January 2014
	(ii) Interest Commencement Date:	Issue Date
8	Maturity Date:	29 January 2018
9	Interest Basis:	3 month EURIBOR + 0.60 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.
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 M. Christian Klein dated 20 January 2014 acting pursuant to the resolution of the Board of Directors passed on 28 February 2013

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:	29 January, 29 April, 29 July and 29 October in each year, from (and including) 29 April 2014 to (and including) the Maturity Date, 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 29 April 2014
	(iv) Interest Period Date:	Not Applicable
	(v) Business Day Convention:	Modified Following Business Day Convention
	(vi) Business Centre(s):	Not Applicable

(vii)	Manner in which the Rate(s) of Interest and Interest Amount is/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 in Brussels for EUR prior to the first day in each Interest Accrual Period
	– Relevant Screen Page:	Reuters Screen EURIBOR01
(x)	ISDA Determination:	Not Applicable
(xi)	FBF Determination:	Not Applicable
(xii)	Margin(s):	+ 0.60 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	Inflation Linked Interest Notes Provisions	Not Applicable
18	CMS Linked Note Provisions	Not Applicable
PROVISIONS RELATING TO REDEMPTION		
19	Issuer Call Option	Not Applicable
20	Noteholder Put Option	Not Applicable
21	Final Redemption Amount	EUR 100,000 per Calculation Amount
	Inflation Linked Notes – Provisions relating to the Final Redemption Amount:	Not Applicable
22	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	Yes

reasons permitted on days
other than Specified Interest
Payment Dates:

- (iii) Unmatured Coupons to
become void upon early
redemption: Yes

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 Business Days
- 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 *Code monétaire et
financier*: 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

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|--|---|
| (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. |
| (ii) Estimate of total expenses related to admission to trading: | EUR 2,060 |

2. RATINGS

- | | |
|----------|---|
| Ratings: | The Notes to be issued are expected to be rated:
S&P: A
Moody's: Aa3
Fitch Ratings: A+ |
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S&P, Moody's and Fitch Ratings are established in the European Union and registered under Regulation (EC) No 1060/2009.

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. REASON FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

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|---------------------------------|--|
| (i) Reasons for the offer: | See "Use of Proceeds" wording in Base Prospectus |
| (ii) Estimated net proceeds: | EUR 64,844,000 |
| (iii) Estimated total expenses: | Not Applicable |

5. HISTORIC INTEREST RATES

Details of historic EURIBOR rates can be obtained from Reuters.

6. OPERATIONAL INFORMATION

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| ISIN Code: | XS1022299082 |
| Common Code: | 102229908 |

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:

Commerzbank Aktiengesellschaft

(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