

**THIRD SUPPLEMENT DATED 11 MARCH 2013
TO THE BASE PROSPECTUS DATED 24 MAY 2012**



**Euro 45,000,000,000
Euro Medium Term Note Programme
Due from 7 days from the date of original issue**

This Third Supplement (the “**Third Supplement**”) is supplemental to, and should be read in conjunction with, the base prospectus dated 24 May 2012 (the “**Base Prospectus**”) and the first supplement dated 6 August 2012 (the “**First Supplement**”) and the second supplement dated 25 October 2012 (the “**Second Supplement**”) and together with the Base Prospectus and the First Supplement, the “**Prospectus**”) which has been prepared by Banque Fédérative Crédit Mutuel (the “**Issuer**”) in relation to its €45,000,000,000 Euro Medium Term Note Programme (the “**Programme**”). The Base Prospectus constitutes a base prospectus for the purposes of Article 5.4 of Directive 2003/71/EC as amended, where applicable, by Directive 2010/73/EC (the “**Prospectus Directive**”). The *Autorité des marchés financiers* (the “**AMF**”) granted visa no. 12-224 on 24 May 2012 to the Base Prospectus, granted visa no. 12-401 on 6 August 2012 to the First Supplement and granted visa no. 12-516 on 25 October 2012 to the Second Supplement.

Application has been made for approval of this Third Supplement to the AMF in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements the Prospectus Directive in France.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meaning when used in this Third Supplement.

To the extent that there is any inconsistency between (a) any statement in this Third Supplement or any statement incorporated by reference into this Third Supplement and (b) any statement in, or incorporated by reference in, the Prospectus, the statements referred to in (a) above will prevail.

Copies of this Third Supplement (a) may be obtained, free of charge, at the registered office of the Issuer during normal business hours, (b) will be available on the website of the Issuer (www.bfcm.creditmutuel.fr), (c) will be available on the website of the AMF (www.amf-france.org) and (d) will be available for collection free of charge on any weekday (Saturdays, Sundays and public holidays excepted) at the specified offices of the Fiscal Agent and each Paying Agent during normal business hours so long as any of the Notes are outstanding.

This Third Supplement constitutes a supplement to the Base Prospectus for the purposes of Article 16 of the Prospectus Directive and has been prepared in accordance with Article 16.1 of the Prospectus Directive and Article 212-25 of the AMF’s *Règlement Général*.

This Third Supplement has been produced for the purposes of:

- incorporating by reference the unaudited 2012 financial results of the Issuer;
- updating the paragraph headed “Financial Summary” in the summary section in respect of the unaudited 2012 financial results of the Issuer.
- updating the paragraph headed “Résumé Financier” in the French summary section in respect of the unaudited 2012 financial results of the Issuer; and
- updating the French Taxation section.

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DOCUMENTS INCORPORATED BY REFERENCE

The section entitled “Documents Incorporated by Reference” on page 34 of the Base Prospectus is hereby deleted in its entirety and replaced by the following:

“This Base Prospectus should be read and construed in conjunction with the following documents which have been previously published or are published simultaneously with this Base Prospectus and have been filed with the AMF as competent authority in France for purposes of the Prospectus Directive and shall be incorporated in, and form part of, this Base Prospectus:

- (a) the French-language *Communiqué de Presse* dated 1 March 2013 containing the Group BFCM unaudited 2012 financial results and the English translation thereof contained in the Press Release dated 1 March 2013 (together the “**2012 Financial Results Press Release**”).
- (b) the sections referred to in the table below included in the 2011 *Actualisation de Document de Référence* of the Issuer, published in French, which was filed with the AMF under number D.12-0414-A01 on 23 October 2012, and in English, and which is available on the website of the AMF (www.amf-france.org) and on the Issuer’s website (www.bfcm.creditmutuel.fr) (the “**2011 DR Update**”). The 2011 DR Update includes the unaudited semi-annual financial statements of the Issuer for the six-month period ended 30 June 2012, the notes related thereto and the auditors’ limited review report thereon.
- (c) the sections referred to in the table below included in the 2011 *Document de Référence* of the Issuer, published in French, which was filed with the AMF under number D.12-0414 on 25 April 2012, and in English, and which is available on the website of the AMF (www.amf-france.org) and on the Issuer’s website (www.bfcm.creditmutuel.fr), (the sections referred to in the table below, together, the “**2011 DR**”). The 2011 DR includes the audited consolidated annual financial statements of the Issuer as at, and for the year ended 31 December 2011 and the related auditors’ report.
- (d) the sections referred to in the table below included in the 2010 *Document de Référence* of the Issuer, published in French, which was filed with the AMF under number D.11-396 on 28 April 2011, and in English, and which is available on the website of the AMF (www.amf-france.org) and on the Issuer’s website (www.bfcm.creditmutuel.fr), (the sections referred to in the table below, together, the “**2010 DR**”). The 2010 DR includes the audited consolidated annual financial statements of the Issuer as at, and for the year ended 31 December 2010 and the related auditors’ report.

Such sections shall be deemed to be incorporated in, and form part of this Base Prospectus, save that any statement contained in this Base Prospectus or in a section which is incorporated by reference herein shall be deemed to be modified or superseded for the purposes of this Base Prospectus to the extent that a statement contained in any section which is subsequently incorporated by reference herein by way of a supplement prepared in accordance with Article 16 of the Prospectus Directive notifies or supersedes such earlier statement (whether expressly, by implication or otherwise). Any statement so modified or superseded shall not except as so modified or superseded, constitute a part of this Base Prospectus.

The Issuer will provide, without charge, to each person to whom a copy of this Base Prospectus has been delivered, upon the oral or written request of such person, a copy of any or all of the documents containing the sections which, or portions of which, are incorporated herein by reference. Written or oral requests for such documents should be directed to the Issuer at its principal office set out at the end of this Base Prospectus. In addition, such documents containing the sections incorporated by reference will be available on the website of the AMF (www.amf-france.org) and on the Issuer’s website (www.bfcm.creditmutuel.fr).”

**CROSS-REFERENCE LIST IN RESPECT OF FINANCIAL INFORMATION
OF BFCM INCORPORATED BY REFERENCE**

The section entitled "Cross-Reference List in Respect of the Financial Information of BFCM Incorporated by Reference" on pages 34 to 38 of the Base Prospectus is hereby deleted and replaced in its entirety by the following:

Annex XI of the European Regulation 809/2004/EC OF 29 April 2004	2012 Financial Results Press Release (French and English version)	2011 DR Update (French and English version)	2011 DR (French and English version)	2010 DR (French and English version)
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STATUTORY AUDITORS

Names and addresses of the Issuer's auditors for the period covered by the historical financial information	3		206	186
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RISK FACTORS

Disclosure of risk factors	6		107 to 132	99 to 120
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INFORMATION ABOUT THE ISSUER

History and development of the Issuer			9 to 10	8 to 9
Legal and commercial name of the Issuer			200	180
Place of registration of the Issuer and its registration number			201	181
Date of incorporation and the length of life of the Issuer			201	181
Domicile and legal form of the Issuer, the legislation under which the Issuer operates, its country of incorporation, and the address and telephone number of its registered office			201 to 202	181 to 182
Events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency	1-4	6	200	180

BUSINESS OVERVIEW

Principal activities

Annex XI of the European Regulation 809/2004/EC OF 29 April 2004	2012 Financial Results Press Release (French and English version)	2011 DR Update (French and English version)	2011 DR (French and English version)	2010 DR (French and English version)
Description of the Issuer's principal activities stating the main categories of products sold and/or services performed			15 to 29	14 to 24
Indication of any significant new products and/or activities			10	10
Principal markets				
Brief description of the principal markets in which the Issuer completes			10 to 12	10 to 11
Basis for any statements made by the Issuer regarding its competitive position			13	11
ORGANISATIONAL STRUCTURE				
Brief description of the group and of the Issuer's position within it		4	5	5
If the Issuer is dependent upon other entities within the group, this must be clearly stated together with an explanation of this dependence			8	8
TREND INFORMATION				
Include a statement that there has been no material adverse change in the prospects of the Issuer since the date of its last published audited financial statements.		6	106	98
In the event that the Issuer is unable to make such a statement, provide details of this material adverse change.				
Information on any known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on the Issuer's prospects for at least the current		6	106	98

Annex XI of the European Regulation 809/2004/EC OF 29 April 2004

2012 Financial Results Press Release (French and English version)

2011 DR Update (French and English version)

2011 DR (French and English version)

2010 DR (French and English version)

financial year.

ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES

Names, business addresses and functions in the Issuer of the following persons, and an indication of the principal activities performed by them outside the Issuer where these are significant with respect to that Issuer:

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30 to 38

27 to 33

(a) members of the administrative, management or supervisory bodies;

(b) partners with unlimited liability, in the case of a limited partnership with a share capital

Administrative, Management, and Supervisory bodies conflicts of interests.

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Potential conflicts of interests between any duties to the issuing entity of the persons referred to in item 9.1 and their private interests and or other duties must be clearly stated. In the event that there are no such conflicts, make a statement to that effect.

MAJOR SHAREHOLDERS

To the extent known to the Issuer, state whether the Issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control, and describe the measures in place to ensure that such control is not abused.

4 to 5

7 to 8

6 to 8

A description of any

8

8

Annex XI of the European Regulation 809/2004/EC OF 29 April 2004

2012 Financial Results Press Release (French and English version)

2011 DR Update (French and English version)

2011 DR (French and English version)

2010 DR (French and English version)

arrangements, known to the Issuer, the operation of which may at a subsequent date result in a change in control of the Issuer.

FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES

Consolidated Financial Statements

(a)	balance sheet;	16	133	121
(b)	income statement;	17	134	122
(c)	cash flow statement; and	19	136	123
(d)	accounting policies and explanatory notes.	20 to 39	137 to 177	125 to 165

Statutory Annual Financial Statements

(a)	balance sheet;		61 to 62	55 to 56
(b)	income statement;		63	57
(c)	cash flow statement; and			
(d)	accounting policies and explanatory notes.		64 to 95	58 to 89

Auditing of historical annual financial information

Auditors' report on the consolidated financial statements	40 to 41	178 to 180	166 to 168
Auditors' report on the statutory annual financial statements		96 to 98	90 to 92

Age of latest financial information

The last year of audited financial information may not be older than 18 months from the date of the registration document.	8	200	180
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Annex XI of the European Regulation 809/2004/EC OF 29 April 2004	2012 Financial Results Press Release (French and English version)	2011 DR Update (French and English version)	2011 DR (French and English version)	2010 DR (French and English version)
Legal and arbitration proceedings				
Information on any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), during a period covering at least the previous 12 months which may have, or have had in the recent past, significant effects on the Issuer and/or group's financial position or profitability, or provide an appropriate negative statement.			200	180
Significant change in the Issuer's financial or trading position				
A description of any significant change in the financial or trading position of the group which has occurred since the end of the last financial period for which either audited financial information or interim financial information have been published, or an appropriate negative statement.	1-4	6	200	180
MATERIAL CONTRACTS				
A brief summary of all material contracts that are not entered into in the ordinary course of the Issuer's business, which could result in any group member being under an obligation or entitlement that is material to the Issuer's ability to meet its obligation to security holders in respect of the securities being issued.			200	180
DOCUMENTS ON DISPLAY				
A statement that for the life of the			207	187

Annex XI of the European Regulation 809/2004/EC OF 29 April 2004

2012 Financial Results Press Release (French and English version)

2011 DR Update (French and English version)

2011 DR (French and English version)

2010 DR (French and English version)

registration document the following documents (or copies thereof), where applicable, may be inspected:

- (a) the memorandum and articles of association of the Issuer;
- (b) all reports, letters, and other documents, historical financial information, valuations and statements prepared by any expert at the Issuer's request any part of which is included or referred to in the registration document;
- (c) the historical financial information of the Issuer or, in the case of a group, the historical financial information of the Issuer and its subsidiary undertakings for each of the two financial years preceding the publication of the registration document.

An indication of where the documents on display may be inspected, by physical or electronic means.

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SUMMARY

The paragraph headed “Description of the Issuer – Financial Summary” on page 6 of the Base Prospectus which is contained in the section entitled “Summary” is hereby deleted and replaced as follows:

“Financial Summary*:

Unaudited 2012 results

At 31 December 2012, BFCM had consolidated assets of €397,205 million (compared to €382,358 million as at 31 December 2011) and shareholders' equity, Group share, of €12,709 million (compared to €10,731 million as at 31 December 2011). At 31 December 2012 consolidated medium or long-term debt evidenced by the sum of “*emprunts obligataires*” (“bonds”) and the “*dettes subordonnées*” (“subordinated debts”) amounted to €50,374 million (compared to €46,797 million as at 31 December 2011). Under Article 4.1 of CRBF regulation 2000-03 of 6 September 2000 on the prudential oversight of consolidated core capital and additional supervision, BFCM itself, as included in the CM10-CIC scope of consolidation, is not required to comply on a sub-consolidation basis with management ratios, or with the internal capital adequacy provisions of Article 17 bis of CRBF regulation 97-02. This exemption also applies to the Basel II requirements (see Article 1 of the CRBF ruling of 20 February 2007). Net banking income as at 31 December 2012 was €8,159 million (compared to €7,740 million as at 31 December 2011). Cost of risk as at 31 December 2012 was €962 million (compared to €1,336 million as at 31 December 2011). Net income before tax for the year ended 31 December 2012 was €1,910 million (compared to €1,637 million for the year ended 31 December 2011). Net income, Group share, for the year ended 31 December 2012 was €930 million (compared to €852 million for the year ended 31 December 2011). These figures have been prepared in accordance with the International Financial Reporting Standards (“IFRS”). The 2012 figures are currently unaudited.

*2011 reported figures. After taking into account the amended version of IAS19 and correcting recognition of the investment in Banco Popular Español in accordance with IAS 8.

Audited 2011 results

At 31 December 2011, BFCM had consolidated assets of €382,200 million (compared to €375,264 million as at 31 December 2010) and shareholders' equity, Group share, of €10,623 million (compared to €10,430 million as at 31 December 2010). At 31 December 2011, debt evidenced by certificates amounted to €86,673 million (compared to €94,646 million as at 31 December 2010). Under Article 4.1 of CRBF regulation 2000-03 of 6 September 2000 on the prudential oversight of consolidated core capital and additional supervision, BFCM itself, as included in the CM10-CIC scope of consolidation, is not required to comply on a sub-consolidation basis with management ratios, or with the internal capital adequacy provisions of Article 17 bis of CRBF regulation 97-02. This exemption also applies to the Basel II requirements (see Article 1 of the CRBF ruling of 20 February 2007). Net banking income as at 31 December 2011 was €7,753 million (compared to €8,481 million as at 31 December 2010). Cost of risk as at 31 December 2011 was €1,336 million (compared to €1,214 million as at 31 December 2010). Net income before tax for the year ended 31 December 2011 was €1,590 million (compared to €2,355 million for the year ended 31 December 2010). Net income, Group share, for the year ended 31 December 2011 was €817 million (compared to €1,405 million for the year ended 31 December 2010). These figures have been prepared in accordance with the International Financial Reporting Standards (“IFRS”).”

RÉSUMÉ EN FRANÇAIS (SUMMARY IN FRENCH)

The paragraph headed “Description de l’Emetteur – Résumé Financier” on pages 14 - 15 of the Base Prospectus which is contained in the section entitled “Résumé en Français (Summary in French)” is hereby deleted and replaced as follows:

“Résumé Financier :

Non-audité 2012

Au 31 décembre 2012, le montant des actifs consolidés dont disposait BFCM s'élevait à €397 205 millions (contre €382 358 millions au 31 décembre 2011) et le montant des capitaux propres, part du Groupe s'élevait à €12 709 millions (contre €10 731 millions au 31 décembre 2011). Au 31 décembre 2012, la dette représentée par la somme des emprunts obligataires consolidés, à moyen ou à long terme et des dettes subordonnées s'élevaient à € 50 374 millions (contre €46 793 millions au 31 décembre 2011). En application de l'article 4.1 du règlement CRBF n°2000-03 du 6 septembre 2000 relatif à la surveillance prudentielle sur base consolidée et la surveillance complémentaire, BFCM, qui est incluse dans la consolidation du groupe CM10-CIC, n'est pas soumise au respect sur base sous-consolidée des ratios de gestion, ainsi que des dispositions relatives à l'adéquation du capital interne visées à l'article 17 bis du règlement CRBF n°97-02. Cette dispense s'applique également au dispositif Bâle 2 (cf. article 1 de l'arrêté CRBF du 20 février 2007). Le produit net bancaire ressortait au 31 décembre 2012 à €8 159 millions (contre €7 740 millions au 31 décembre 2011). Le coût du risque s'élevait à €962 millions à fin 2012 (contre €1 336 millions à fin 2011). Le résultat avant impôt pour l'exercice clos le 31 décembre 2012 s'élevait à €1 910 millions (contre €1 637 millions pour l'exercice clos le 31 décembre 2011). Le résultat net, part du Groupe, pour l'exercice clos le 31 décembre 2012 s'élevait à €930 millions (contre €852 millions pour l'exercice clos le 31 décembre 2011). Ces données ont été préparées conformément aux *International Financial Reporting Standards* (« IFRS »). Les données de 2012 sont non-auditées à ce jour.

*Données communiquées en 2011, après avoir pris en compte la version modifiée de l'IAS19 et corrigé la comptabilisation de l'investissement dans Banco Popular Español conformément à l'IAS8.

Audité 2011

Au 31 décembre 2011, le montant des actifs consolidés dont disposait BFCM s'élevait à €382 200 millions (contre €375 264 millions au 31 décembre 2010) et le montant des capitaux propres, part du Groupe s'élevait à €10 623 millions (contre €10 430 millions au 31 décembre 2010). Au 31 décembre 2011, les dettes représentées par un titre s'élevaient à €86 673 millions d'euros (contre €94 646 millions au 31 décembre 2010). En application de l'article 4.1 du règlement CRBF n°2000-03 du 06 septembre 2000 relatif à la surveillance prudentielle sur base consolidée et la surveillance complémentaire, BFCM, qui est incluse dans la consolidation du groupe CM10-CIC, n'est pas soumise au respect sur base sous-consolidée des ratios de gestion, ainsi que des dispositions relatives à l'adéquation du capital interne visées à l'article 17 bis du règlement CRBF n°97-02. Cette dispense s'applique également au dispositif Bâle 2 (cf. article 1 de l'arrêté CRBF du 20 février 2007). Le produit net bancaire ressortait au 31 décembre 2011 à €7 753 millions (contre €8 481 millions à fin 2010). Le coût du risque s'élevait à €1 336 millions à fin 2011 (contre €1 214 millions à fin 2010). Le résultat avant impôt pour l'exercice clos le 31 décembre 2011 s'élevait à €1 590 millions (contre €2 355 millions pour l'exercice clos le 31 décembre 2010). Le résultat net, part du Groupe, pour l'exercice clos le 31 décembre 2011 s'élevait à €817 millions (contre €1 405 millions pour l'exercice clos le 31 décembre 2010). Ces données ont été préparées conformément aux *International Financial Reporting Standards* (« IFRS »).”

TAXATION

French Taxation

The French tax disclosure on pages 89 to 90 of the Base Prospectus is hereby deleted and replaced in its entirety with the following:

“The descriptions below are intended as a basic summary of certain withholding tax consequences that may be relevant to holders of Notes who do not concurrently hold shares of the Issuer. Persons who are in any doubt as to their tax position should consult a professional tax adviser.”

Notes which are not consolidated (assimilables for the purpose of French law) to form a single series with notes issued before 1 March 2010

Payments of interest and other revenues made by the Issuer with respect to Notes (other than Notes (described below) which are consolidated (*assimilables* for the purpose of French law) and form a single series with Notes issued before 1 March 2010 having the benefit of Article 131 *quater* of the French General Tax Code) are not subject to the withholding tax set out under Article 125 A III of the French General Tax Code unless such payments are made outside France in a non-cooperative State or territory (*Etat ou territoire non coopératif*) within the meaning of Article 238-0 A of the French General Tax Code (a “Non-Cooperative State”). If such payments under the Notes are made in a Non-Cooperative State, a 75% withholding tax is applicable (subject to certain exceptions and to the more favourable provisions of any applicable double tax treaty) by virtue of Article 125 A III of the French General Tax Code.

Furthermore, interest and other revenues on such Notes may not be deductible from the Issuer's taxable income if they are paid or accrued to persons domiciled or established in a Non-Cooperative State or paid in such a Non-Cooperative State. Under certain conditions, any such non-deductible interest and other revenues may be recharacterised as constructive dividends pursuant to Article 109 of the French general tax code, in which case such non-deductible interest and other revenues may be subject to the withholding tax set out under Article 119 *bis* of the French general tax code, at a rate of 30% or 75%.

Notwithstanding the foregoing, neither the 75% withholding tax nor the non-deductibility will apply if the Issuer can prove that the principal purpose and effect of a particular issue of Notes were not that of allowing the payments of interest or other revenues to be made in a Non-Cooperative State (the “Exception”). Pursuant to the French tax administrative guidelines (BOI-INT-DG-20-50 n°990) dated 12 September 2012, an issue of Notes will benefit from the Exception without the Issuer having to provide any proof of the purpose and effect of such issue of Notes, if such Notes are:

- (i) offered by means of a public offer within the meaning of Article L.411-1 of the French Monetary and Financial Code or pursuant to an equivalent offer in a State other than in a Non-Cooperative State. For this purpose, an “equivalent offer” means any offer requiring the registration or submission of an offer document by or with a foreign securities market authority; or
- (ii) admitted to trading on a regulated market or on a French or foreign multilateral securities trading system provided that such market or system is not located in a Non-Cooperative State, and the operation of such market is carried out by a market operator or an investment services provider, or by such other similar foreign entity, provided further that such market operator, investment services provider or entity is not located in a Non-Cooperative State; or
- (iii) admitted, at the time of their issue, to the operations of a central depository or of a securities clearing and delivery and payments systems operator within the meaning of Article L.561-2 of the French Monetary and Financial Code, or of one or more similar

foreign depositaries or operators provided that such depositary or operator is not located in a Non-Cooperative State.

Notes which are consolidated (assimilables for the purpose of French law) with Notes issued before 1 March 2010

Payments of interest and other revenues with respect to Notes that are consolidated (*assimilables* for the purpose of French law) and form a single series with Notes issued (or deemed issued) outside France as provided under Article 131 *quater* of the French General Tax Code, before 1 March 2010, will be exempt from the withholding tax set out under Article 125 A III of the French General Tax Code.

Notes issued before 1 March 2010, whether denominated in Euro or in any other currency, and constituting *obligations* under French law, or *titres de créances négociables* within the meaning of the French tax administrative guidelines (BOI-RPPM-RCM-30-10-30-30) dated 12 September 2012, or other debt securities issued under French or foreign law and considered by the French tax authorities as falling into similar categories, are deemed to be issued outside the Republic of France for the purpose of Article 131 *quater* of the French General Tax Code, in accordance with the aforementioned administrative guidelines.

In addition, interest and other revenues paid by the Issuer on Notes which are to be consolidated (*assimilables* for the purpose of French law) and form a single series with Notes issued before 1 March 2010 will not be subject to the withholding tax set out in Article 119 *bis* of the French General Tax Code solely on account of their being paid in a Non-Cooperative State or accrued or paid to persons established or domiciled in a Non-Cooperative State.

Pursuant to Article 9 of the 2013 French Finance Law (*loi n°2012-1509 du 29 décembre 2012 de finances pour 2013*) subject to certain limited exceptions, interest received from 1 January 2013 by French tax resident individuals is subject to a 24% withholding tax, which is deductible from their personal income tax liability in respect of the year in which the payment has been made. Social contributions (CSG, CRDS and other related contributions) are also levied by way of withholding tax at an aggregate rate of 15.5% on interest paid to French tax resident individuals.”

PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THE THIRD SUPPLEMENT

To the best of the Issuer's knowledge (having taken all reasonable care to ensure that such is the case), the information contained or incorporated by reference in this Third Supplement is in accordance with the facts and contains no omission likely to affect its import and the Issuer accepts responsibility accordingly.

Banque Fédérative du Crédit Mutuel
34, rue du Wacken
67000 Strasbourg
France

Duly represented by:

Mr. Christian ANDER

Director

11 March 2013



Autorité des marchés financiers

In accordance with Articles L. 412-1 and L. 621-8 of the French Code *monétaire et financier* and with the General Regulations (*Règlement Général*) of the *Autorité des marchés financiers* ("AMF"), in particular Articles 212-31 to 212-33, the AMF has granted to this Third Supplement the visa no. 13-069 on 11 March 2013. This document and the Base Prospectus may only be used for the purposes of a financial transaction if completed by Final Terms. It was prepared by the Issuer and its signatories assume responsibility for it. In accordance with Article L. 621-8-1-I of the French *Code monétaire et financier*, the visa was granted following an examination by the AMF of "whether the document is complete and comprehensible, and whether the information it contains is coherent". It does not imply that the AMF has verified the accounting and financial data set out in it. This visa has been granted subject to the publication of Final Terms in accordance with Article 212-32 of the AMF's General Regulations, setting out the terms of the securities being issued.