

# Negotiable commercial paper

(Negotiable European Commercial Paper - NEU CP-)<sup>1</sup>

## Not guaranteed programme

Information Memorandum (IM)	
Name of the programme	Banque Fédérative du Crédit Mutuel NEU CP
Name of the issuer	Banque Fédérative du Crédit Mutuel
Type of programme	NEU CP
Programme size	EUR 30 000 000 000 or any other currency authorized by applicable laws and regulations in force in France at the time of the issue
Guarantor(s)	None
Rating(s) of the programme	« Rated » by Moody's , S&P and Fitch Rating
Arranger(s)	« none »
Issuing and paying agent(s) (IPA)	Banque Fédérative du Crédit Mutuel
Dealer(s)	Banque Fédérative du Crédit Mutuel
Date of the information memorandum	22/05/2018
Update by amendment	None

Drawn up pursuant to articles L 213-1A to L 213-4-1 of the French monetary and financial code

A copy of the information memorandum is sent to:

**BANQUE DE FRANCE**  
Direction générale de la stabilité financière et des opérations (DGSO)  
Direction de la mise en œuvre de la politique monétaire (DMPM)  
21-1134 Service des Titres de Créances Négociables (STCN)  
39, rue Croix des Petits Champs  
75049 PARIS CEDEX 01

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Translation :

**Warning** : as this information memorandum is issued in a customary language in the financial sphere other than French, the issuer invites the investor, when appropriate, to resort to a French translation of this documentation.

The Banque de France invites investors to read the general terms and conditions for the use of information related to negotiable debt securities :

<https://www.banque-france.fr/en/monetary-policy/monitoring-and-development-market-financing/commercial-paper-and-medium-term-note-market-neu-cp-neu-mtn>

<sup>1</sup> Trade name of the notes defined in article D.213-1 of the French monetary and financial code

<b>1. DESCRIPTION OF THE ISSUANCE PROGRAMME</b>		
<b>Articles D. 213-9, 1° and D 213-11 of the French monetary and financial code and Article 6 of the Order of 30 May 2016 and subsequent amendments</b>		
<b>1.1</b>	<b>Name of the programme</b>	Banque Fédérative du Crédit Mutuel, NEU CP
<b>1.2</b>	<b>Type of programme</b>	NEU CP
<b>1.3</b>	<b>Name of the issuer</b>	Banque Fédérative du Crédit Mutuel
<b>1.4</b>	<b>Type of issuer</b>	Monetary financial institution in accordance with Article L. 213-3 of the French monetary and financial code
<b>1.5</b>	<b>Purpose of the programme</b>	General funding requirement
<b>1.6</b>	<b>Programme size (maximum outstanding amount) in Euro</b>	EUR 30 000 000 000 or any other currency authorized by applicable laws and regulations in force in France at the time of the issue
<b>1.7</b>	<b>Form of the notes</b>	The NEU CP are Negotiable Debt Securities (TCNs or Titres de Créances Négociables), issued in bearer form and recorded in the books of authorised intermediaries (book entry system) in accordance with French laws and regulations
<b>1.8</b>	<b>Yield basis</b>	<p>The remuneration of the NEU CP is unrestricted.</p> <p>However, if the Issuer issues NEU CP with remuneration linked to an index, or with an index clause, the Issuer shall only issue commercial paper with remuneration linked to usual money market rate indexes, including: Euribor, Libor or EONIA.</p> <p>The Issuer may not issue NEU CP with potentially variable principal payments. Such remuneration formulas shall not result in a below par capital redemption.</p> <p>At their maturity date, the principal of the NEU CP shall be redeemed at par.</p> <p>The remuneration of the NEU CP may be negative depending on the fixed rates or the trend of the usual money market indexes applicable to the calculation of the remuneration. In this case, redemption amounts of the NEU CP may be below par.</p> <p>In the case of an issue of NEU CP embedding a possibility of early redemption, extension or repurchase, the conditions of remuneration of such NEU CP will be set out when the said commercial paper will be initially issued and shall not be further modified, including when such extension or repurchase will be exercised</p>
<b>1.9</b>	<b>Currencies of issue</b>	The NEU CP shall be issued in Euro or in any other currency authorized by laws and regulations in force in France at the time of the issue in accordance with Article D. 213-6 of the French Monetary and Financial Code
<b>1.10</b>	<b>Maturity</b>	<p>The term (maturity date) of the NEU CP shall be determined in accordance with laws and regulations applicable in France, which imply that, at the date hereof, the term of the commercial paper shall not be longer than one year (365 days or 366 days in a leap year), from the issue date.</p> <p>The NEU CP may be redeemed before maturity in accordance with the laws and regulations applicable in France.</p>

		<p>The NEU CP issued under the Programme may carry one or more embedded option(s) of extension of the term (hold by either the Issuer or the holder, or linked to one or several events not related to either the Issuer or the holder).</p> <p>The NEU CP issued under the Programme may also carry one or more embedded option(s) of repurchase before the term (hold by either the Issuer or the holder, or linked to one or several events not related to either the Issuer or the holder).</p> <p>An option of early redemption, extension or repurchase of commercial paper if any, shall be explicitly specified in the confirmation form of any related issuance of NEU CP In any case, the overall maturity of any Commercial Paper embedded with one or several of such clauses, shall always - all options of early redemption, extension or repurchase included – conform to laws and regulations in force in France at the time of the issue</p>
<b>1.11</b>	<b>Minimum issuance amount</b>	shall be issued for a nominal amount at least equal to Euro 200,000 (or equivalent amount in the relevant foreign currency)
<b>1.12</b>	<b>Minimum denomination of the notes</b>	By virtue of regulation (Article D 213-11 of the French monetary and financial code), the legal minimum face value of the commercial paper within the framework of this programme is 200 000 euros or the equivalent in the currencies selected at the time of issuance”
<b>1.13</b>	<b>Status of the notes</b>	NEU CP will be direct bonds, non-matched security bonds and not subordinate to the issuer least to equal rank with other current and future, direct bonds, not accompanied by security, guarantees and non-subordinate of the issuer. The commercial paper shall constitute direct, unsecured and unsubordinated obligations of the Issuer, ranking at least pari passu with all other current and future direct, unsecured, unguaranteed and unsubordinated indebtedness of the Issuer.
<b>1.14</b>	<b>Governing law that applies to the programme</b>	“French law”
<b>1.15</b>	<b>Listing of the notes/Admission to trading on a regulated market</b>	All, or part only, of the NEU CP s issued by BFCM may be admitted to trading on Euronext Paris pursuant to the Directive 2003/71/EC of the European Parliament and the Council dated 4th November 2003. You can verify whether an issue of commercial paper is admitted to trading on the website of Euronext Paris at the following address: <a href="https://www.euronext.com/fr/search_instruments/BFCM">https://www.euronext.com/fr/search_instruments/BFCM</a>
<b>1.16</b>	<b>Settlement system</b>	The commercial paper will be issued in Euroclear France.
<b>1.17</b>	<b>Rating(s) of the programme</b>	<p>« Rated »by Moody’s, S&amp;P and Fitch Ratings</p> <p>S&amp;P <a href="http://www.standardandpoors.com/en_US/web/guest/ratings/details/-/instrument-details/debtType/CERTDEPST/entityId/114976">http://www.standardandpoors.com/en_US/web/guest/ratings/details/-/instrument-details/debtType/CERTDEPST/entityId/114976</a></p> <p>Moody’s <a href="https://www.moodys.com/credit-ratings/Banque-Federative-du-Credit-Mutuel-credit-rating-79650">https://www.moodys.com/credit-ratings/Banque-Federative-du-Credit-Mutuel-credit-rating-79650</a></p> <p>Fitch Ratings <a href="https://www.fitchratings.com/qws/en/esp/issr/80539795">https://www.fitchratings.com/qws/en/esp/issr/80539795</a></p> <p>“Ratings can be reviewed at any time by the rating agencies. Investors are invited to refer to the websites of the agencies concerned for the current rating”.</p>
<b>1.18</b>	<b>Guarantor</b>	None

1.19	<b>Issuing and Paying Agent(s) (IPA) - exhaustive list -</b>	The Issuer has appointed BANQUE FEDERATIVE DU CREDIT MUTUEL as its Issuing and paying agent in relation to the Programme. The Issuer may decide to replace the initial Issuing and paying agent or appoint another one and will, following such appointment update the Information Memorandum" IM" in accordance with French laws and regulations
1.20	<b>Arranger</b>	BANQUE FEDERATIVE DU CREDIT MUTUEL
1.21	<b>Placement method</b>	BANQUE FEDERATIVE DU CREDIT MUTUEL «The Issuer may subsequently elect to replace any dealer or appoint other dealers; an updated list of such dealers shall be disclosed to investors upon request to the Issuer ».
1.22	<b>Selling restrictions</b>	The Issuer, any initial subscriber or any further holder of the commercial paper issued under the Programme shall not take any action that would allow a public offering of the NEU CP or the possession or distribution of the IM or any other document relating to the commercial paper in any jurisdiction where it is unlawful for such documents to be distributed and shall not offer, sell or deliver, whether directly or indirectly, the commercial paper in any jurisdiction where such action is unlawful. The Issuer, any initial subscriber has agreed, and any further holder of the NEU CP will be deemed to have represented and agreed on the date on which he purchases the NEU CP , to comply with all applicable laws and regulations in force in the jurisdiction in which it offers or sells the commercial paper or hold or distribute the Documentation Financière and to obtain any consent, approval or permission required for the offer or sale by it of commercial paper under the laws and regulations in force in any jurisdiction to which it is subject or in which it will make such offers or sales and neither the Issuer nor any subscriber shall have responsibility therefore or in respect thereof France : The Issuer, any initial subscriber has represented and agreed, and any further holder of the NEU CP will be deemed to have represented and agreed on the date on which he purchases the commercial paper, to comply with applicable laws and regulations in force regarding the offer, the placement or the re-sale of the commercial paper or the distribution of documents with respect thereto, in France.
1.23	<b>Taxation</b>	The Issuer is not bound to indemnify any holder of the commercial paper in case of taxes which are payable under French law or any other foreign law in respect of the principal of, or the interest on, the commercial paper , except for any stamp or registration taxes payable by the Issuer under French law
1.24	<b>Involvement of national authorities</b>	"Banque de France"
1.25	<b>Contact details of the person(s) in charge of the issuing programme</b>	Sandrine Cao Dac Viola BFCM Head of Investor Relation Tel : + 33 1 40 16 28 13 <i>e-mail</i> : <a href="mailto:sandrine.caodac@cmcic.fr">sandrine.caodac@cmcic.fr</a> Monsieur Kilinc Yakup CM-CIC Marchés Legal 6, avenue de Provence 75009 Paris Tel: + 33 1 53 48 76 65 <i>e-mail</i> : <a href="mailto:yakup.kilinc@cmcic.fr">yakup.kilinc@cmcic.fr</a>

1.26	<b>Additional information on the programme</b>	none
1.27	<b>Independent auditors of the issuer, who have audited the accounts of the issuer's annual report</b>	Please refer to Chapter 2, item 2.15
1.28	<b>Language of the information memorandum which prevails</b>	English

<b>2. DESCRIPTION OF THE ISSUER</b>		
<b>Article D. 213-9, 2° of the French monetary and financial code and Article 7, 3° of the Order of 30 May 2016 and subsequent amendments</b>		
<b>2.1</b>	<b>Legal name</b>	BANQUE FEDERATIVE DU CREDIT MUTUEL
<b>2.2</b>	<b>Legal form/status, governing law of the issuer and competent courts</b>	The Issuer is established in France as a limited liability company (société anonyme).as a financial institution , under the Code Monétaire et Financier The Competent court is the » chambre commerciale du Tribunal d'instance de Strasbourg »
<b>2.3</b>	<b>Date of incorporation</b>	Banque Fédérative du Crédit Mutuel has been originally created on June 1st 1933 under the name of Banque Mosellane with a term expiring, unless extended, on June 1st 2032. The Banque Mosellane was renamed Banque du Crédit Mutuel Lorraine in 1966 and the current denomination of Banque Fédérative du Crédit Mutuel was adopted in 1992
<b>2.4</b>	<b>Registered office or equivalent (legal address) and main administrative office</b>	34, rue du Wacken 67000 STRASBOURG France
<b>2.5</b>	<b>Registration number, place of registration</b>	The Issuer is registered in the Registre du Commerce et des Sociétés de Strasbourg with Registration Number R.C.S. Strasbourg 355 801 929 <b>LEI : VBHFXSYT7OG62HNT8T76</b>
<b>2.6</b>	<b>Issuer's mission summary</b>	Central funding of the Group
<b>2.7</b>	<b>Brief description of current activities</b>	Banque Fédérative du Crédit Mutuel (BFCM) is a Holding Company in the CM11-CIC Group. BFCM carries the Group subsidiaries and coordinates their activities. These subsidiaries have activities in the finance, insurance, electronic banking and information technology areas. BFCM performs the central financing function on behalf of the CM11-CIC Group. BFCM is responsible for managing financial relations with large corporates and local governments by performing services in the areas of payments processing, lending and financial engineering transactions. Bancassurance represents 80% of the Group's Net Profit 22% of the Group's Net Revenue is generated outside France. BFCM, whose core business is retail banking (nearly 68% of net banking income), has recorded good results and maintained its growth momentum Customer deposits rose by 3.8% from 2016 to €184 billion, reflecting steady growth in current accounts (up 13.5%). Total net customer loans rose by 6.5% from 2016 to €224.7 billion. Outstanding equipment loans increased by 18.3% to €58.8 billion. The customer loans-to-deposits ratio was 122.1% at December 31, 2017 compared with 119.7% in the previous year. The insurance business also performed well, with a 3.7% increase in the number of policies to 28.9 million and premium income of €9.7 billion.

		<b>BFCM Group <sup>(1)</sup></b>	<b>Key figures</b>	
		(in € millions)	December 31, 2017	December 31, 2016
		<b>Activity</b>		
		Total assets	493,585	491,344
		Loans and advances to customers, including lease financing	224,682	213,329
		Total savings	410,801	464,894
		- of which, customer deposits	184,014	178,256
		- of which, insurance products	44,360	43,481
		- of which, savings (managed and in custody)	182,427	243,157
		<b>Shareholders' equity<sup>(1)</sup></b>		
		Shareholders' equity attributable to owners of the company	24,192	22,826
		Non-controlling interests	3,412	4,092
		<b>Employees, year-end <sup>(2)</sup></b>		
		Employees, year-end <sup>(2)</sup>	46,236	45,522
		Number of branches	2,546	2,575
		Number of customers (in millions)	17.4	16.9
		<b>Financial results</b>		
		<b>Consolidated income statement</b>		
		(in € millions)	December 31, 2017	December 31, 2016
		Net banking income	10,422	9,830
		General operating expenses	-5,979	-5,787
		Gross operating income	4,443	4,043
		Net provision allocations/reversals for loan losses	-783	-749
		Operating income	3,660	3,295
		Net gains/losses on other assets and equity affiliates	-318	-296
		Income before tax	3,342	2,999
		Corporate income tax	-1,541	-1,100
		Net gain/(loss) on discontinued operations	22	44
		Net income	1,824	1,943
		Net income attributable to owners of the company	1,549	1,655
		<small>* Consolidated figures for Banque Fédérative du Crédit Mutuel and its principal subsidiaries: ACM, BECM, IT, etc. and including CIC, Targobank in Germany, Cofidis and CIC Iberbanco  (1) Including net income for the year before dividend pay-outs  (2) Employees at group-controlled entities</small>		
		Press release February 2018: <a href="http://www.bfcm.creditmutuel.fr/fr/bfcm/pdf/20180223_Communique_BFCM_EN.pdf">http://www.bfcm.creditmutuel.fr/fr/bfcm/pdf/20180223_Communique_BFCM_EN.pdf</a>		
<b>2.8</b>	<b>Capital</b>	As at 31 December 2017, the total issued share capital of the Issuer amounted 1 688 529 500 euros of which 33 770 590 shares of 50 euros each		
<b>2.8.1</b>	<b>Amount of capital subscribed and fully paid</b>	There is no limitation on the share capital which can be issued by the Issuer. Fraction of issued capital not fully paid-up : not applicable		
<b>2.8.2</b>	<b>Amount of capital subscribed and not fully paid</b>			
<b>2.9</b>	<b>List of main shareholders</b>	- Caisse Fédérale du Crédit Mutuel Centre Est Europe owns 92.99% of the Banque Fédérative du Crédit Mutuel's share capital. - Others shareholders own below 5%."		
<b>2.10</b>	<b>Regulated markets on which the</b>	not applicable		

	shares or debt securities of the issuer are listed	
2.11	Composition of governing bodies and supervisory bodies as at December 2017	<ul style="list-style-type: none"> <li>• <b>Nicolas Théry, Président</b></li> <li>• Jacques Humbert, Vice-Président</li> <li>• Jean-Louis Boisson</li> <li>• Gérard Bontoux</li> <li>• Hervé Brochard</li> <li>• Maurice Corgini</li> <li>• Gérard Cormorèche</li> <li>• Jean-Louis Girodot</li> <li>• Etienne Grad</li> <li>• Daniel Leroyer, représentant la CFCM Maine-Anjou Basse Normandie</li> <li>• Damien Lievens</li> <li>• Michel Lucas</li> <li>• Jean-Paul Martin</li> <li>• Lucien Miara</li> <li>• Gérard Oliger</li> <li>• Daniel Rocipon</li> <li>• Alain Tetedoie</li> <li>• Michel Vieux</li> </ul>
2.12	Accounting method for consolidated accounts (or failing that, for the annual accounts)	Banque Fédérative du Crédit Mutuel, the Banque Fédérative du Crédit Mutuel prepared its consolidated financial statements for the year ending December 31st, 2016 and 2017 in accordance with IFRS standard
2.13	Accounting year	January 1st to December 31st.
2.13.1	Date of the last general annual meeting of shareholders (or equivalent thereof) which has ruled on the last financial year accounts	May, 4 <sup>th</sup> 2018
2.14	Fiscal year	Starting on 01/01, ending on 31/12
2.15	Auditors of the issuer, who have audited the issuer's annual accounts	
	2.A.15.1 Auditors	<b>PricewaterhouseCoopers France</b> 63, rue de Villiers 92208 Neuilly-sur-Seine Cedex Represented by <b>Mr Jacques Lévi</b>



		<p><b>ERNST &amp; YOUNG</b>  1/2, place des Saisons  92400 Courbevoie - Paris-La Défense 1  Represented by :  <b>Mr Hassan Baaj</b></p> <p><b>Auditors suppleant:</b>  Cabinet Picarle&amp;Associés, Jean-Baptiste Deschryver.</p>
	<b>2.A.15.2 Auditors report on the accuracy of the accounting and financial information</b>	<p>Independent auditors reports are included in BFCM financial documents  <a href="http://www.bfcm.creditmutuel.fr/fr/bfcm/rapports-financiers/index.html">http://www.bfcm.creditmutuel.fr/fr/bfcm/rapports-financiers/index.html</a>  <u>Consolidated reports :</u>  - 2016 pages 335 &amp; following of registration document 2016  - 2017 pages 332 &amp; 333 of registration document 2017  <u>Annual reports</u>  - 2016 page 368 following of registration document 2016  - 2017 en pages 366 &amp; 367 of registration document 2017</p>
<b>2.16</b>	<b>Other equivalent programmes of the issuer</b>	ECP Programme: EUR 25,000,000.
<b>2.17</b>	<b>Rating of the issuer</b>	Rating agencies: Standard & Poors , Moody's , Fitch Ratings
<b>2.18</b>	<b>Additional information on the issuer</b>	none

<b>CERTIFICATION OF INFORMATION FOR THE ISSUER</b>		
<b>Article D. 213-9, 4 of the French monetary and financial code and subsequent amendments</b>		
<b>3.1</b>	<b>Person(s) responsible for the information memorandum concerning the programme of NEU CP</b>	Alexandre Saada, deputy CEO
<b>3.2</b>	<b>Declaration of the person(s) responsible for the information memorandum concerning the programme of NEU CP</b>	To my knowledge, the information contained in this "Information Memorandum", including the French summary is true and accurate and does not contain any misrepresentation which would make it misleading.
<b>3.3</b>	<b>Date, place of signature, signature</b>	Executed as at 22 <sup>nd</sup> May 2018 Alexandre Saada Deputy CEO  <b>BANQUE FEDERATIVE DU CREDIT MUTUEL</b> 6, avenue de Provence 75452 PARIS CEDEX 9 Tél 01 53 48 77 02 - Fax 01 53 48 76 95

<b>4</b>	<b>INFORMATION CONCERNING THE ISSUER’S REQUEST OF THE STEP LABEL</b>
4.1	<p>An application for a STEP label for this Programme will be made to the STEP Secretariat [in relation to the Notes eligible under the STEP Market Convention as at May, 19<sup>th</sup> of 2015. Information as to whether the STEP label has been granted for this Programme [in relation to such Notes] may be made available on the STEP market website (initially <a href="http://www.stepmarket.org">www.stepmarket.org</a>). This website is not sponsored by the Issuer and the Issuer is not responsible for its content or availability.</p> <p>Unless otherwise specified in this Information Memorandum, the expressions “STEP”, “STEP Market Convention”, “STEP label”, “STEP Secretariat”, and “STEP market website” shall have the meaning assigned to them in the Market Convention on Short-Term European Paper dated as at May, 19<sup>th</sup> of 2015 and adopted by the Euribor ACI and Euribor EBF (as amended from time to time).</p>



APPENDICES		
<b>Appendice I</b>	<b>Rating(s) of the programme</b>	<b>S&amp;P</b> <a href="http://www.standardandpoors.com/en_US/web/guest/ratings/details/-/instrument-details/debtType/CERTDEPST/entityId/114976">http://www.standardandpoors.com/en_US/web/guest/ratings/details/-/instrument-details/debtType/CERTDEPST/entityId/114976</a> <b>Moody's</b> <a href="https://www.moodys.com/credit-ratings/Banque-Federative-du-Credit-Mutuel-credit-rating-79650">https://www.moodys.com/credit-ratings/Banque-Federative-du-Credit-Mutuel-credit-rating-79650</a> <b>Fitch Rating</b> <a href="https://www.fitchratings.com/gws/en/esp/issr/80539795">https://www.fitchratings.com/gws/en/esp/issr/80539795</a>
<b>Appendice II</b>	<b>Documents available to the shareholders annual general meeting or the equivalent body.<sup>1</sup></b>	Annual reports available at the following links : <a href="http://www.bfcmcreditmutuel.fr">www.bfcmcreditmutuel.fr</a> <a href="http://www.bfcm.creditmutuel.fr/fr/bfcm/rapports-financiers/index.html">www.bfcm.creditmutuel.fr/fr/bfcm/rapports-financiers/index.html</a>
<b>Appendice III</b>	<b>Amendment, if appropriate, under electronic and paper form (signed)</b>	"None"

<sup>1</sup> Further to articles D.213-9 of the French monetary and financial code and L.232-23 of the French commercial code, financial information mentioned in Article D213-9 of the French monetary and financial code should be made available to any person upon request.