

FINAL TERMS dated 31 March 2014



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

Series No: 382

Tranche No: 2

Issue of EUR 200,000,000 Floating Rate Notes due March 2019 (the "Notes")

to be consolidated and form a single series with the Issuer's
EUR 350,000,000 Floating Rate Notes due March 2019
(Series No: 382, Tranche No: 1) (the "Existing Notes")

under the Programme

Issued by

Banque Fédérative du Crédit Mutuel

Dealer

Goldman Sachs International

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 *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 and the third supplement to the Base Prospectus dated 10 March 2014 which received visa no. 14-076 from the AMF on 10 March 2014 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 Fédérative du Crédit Mutuel, 34, rue du Wacken 67000 Strasbourg and www.bfcm.creditmutuel.fr and copies may be obtained from Banque Fédérative du Crédit Mutuel, 34, rue du Wacken 67000 Strasbourg and 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 Fédérative du Crédit Mutuel
2	(i) Series Number:	382
	(ii) Tranche Number:	2
	(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 the exchange date of the Temporary Global Notes, as referred to in paragraph 23 (ii) below which is expected to occur on or about the date being 40 days after the Issue Date (the "Exchange Date")

3	Specified Currency:	Euro ("EUR")
4	Aggregate Nominal Amount:	
	(i) Series:	EUR 550,000,000
	(ii) Tranche:	EUR 200,000,000
5	Issue Price:	99.854 per cent. of the Aggregate Nominal Amount of this Tranche plus an amount equal to EUR 74,316.67 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:	2 April 2014
	(ii) Interest Commencement Date:	20 March 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.
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 24 March 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 June 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 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 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

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):	Not Applicable
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 <i>Code monétaire et financier</i>:	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 Notes are to be consolidated and form a single series with the Existing Notes as provided in paragraph 2 (iii) of Part A (which are already listed and admitted to trading on the Luxembourg Stock Exchange).
- (ii) Estimate of total expenses related to admission to trading: EUR 575.00

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 199,782,316.67 (including 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 XS1050645354.
After the Exchange Date the ISIN code will be XS1046498157.

Common Code: The temporary Common Code is 105064535.
After the Exchange Date the Common Code will be 104649815.

For the avoidance of doubt, there will be a Temporary ISIN Code and Common Code for the Notes, and the Temporary Global Note in respect of the Notes will not be exchanged for Permanent Global Note until the Exchange Date of the Notes.

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

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|--|---|
| (A) Stabilising Manager(s) if any: | Not Applicable |
| (iii) If non-syndicated, name of Dealer: | Goldman Sachs International |
| (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 |