

MIFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes 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 target market 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' target market assessment) and determining appropriate distribution channels.

Pricing Supplement dated 15 January 2018

DEXIA CRÉDIT LOCAL
Euro 45,000,000,000

Guaranteed Euro Medium Term Note Programme

**benefitting from an independent on-demand guarantee by the States of Belgium,
France and Luxembourg**

(the "Programme")

Series No: G 2018-01

Tranche No: 1

Issue of EUR 2,000,000,000 0.500 per cent. Notes due January 2025 (the "**Notes**")
under the Programme

Issued by
Dexia Crédit Local

Issue Price: 99.746 per cent.

Names of Managers

Crédit Agricole Corporate and Investment Bank
Deutsche Bank AG, London Branch
J.P. Morgan Securities plc
Natixis

as Joint Lead Managers

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 Information Memorandum dated 29 June 2017 and the Supplements to the Information Memorandum dated 28 July 2017, 4 September 2017 and 6 October 2017. This document constitutes the Pricing Supplement of the Notes and must be read in conjunction with such Information Memorandum as so supplemented. Full information on the Issuer and the offer of the Notes is only

available on the basis of the combination of this Pricing Supplement and the Information Memorandum as so supplemented.

The Information Memorandum and the Supplements to the Information Memorandum are available for viewing during normal business hours at the offices of the Fiscal Agent or each of the Paying Agents.

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| 1. | Issuer: | Dexia Crédit Local |
| 2. | (i) Series Number: | G 2018-01 |
| | (ii) Tranche Number: | 1 |
| | (iii) Date on which the Notes become fungible: | Not Applicable |
| 3. | Specified Currency or Currencies: | Euros ("EUR") |
| 4. | Aggregate Nominal Amount of Notes: | |
| | (i) Series: | EUR 2,000,000,000 |
| | (ii) Tranche: | EUR 2,000,000,000 |
| 5. | Issue Price: | 99.746 per cent. of the Aggregate Nominal Amount |
| 6. | (i) Specified Denominations: | EUR 100,000 |
| | (ii) Calculation Amount: | EUR 100,000 |
| 7. | (i) Issue Date: | 17 January 2018 |
| | (ii) Interest Commencement Date: | Issue Date |
| 8. | Maturity Date: | 17 January 2025 |
| 9. | Interest Basis: | 0.500 per cent. Fixed Rate |
| | | (Further particulars specified at paragraph 15 below) |
| 10. | Redemption/Payment Basis: | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount |
| 11. | Change of Interest or Redemption/Payment Basis: | Not Applicable |
| 12. | Put/Call Options: | Not Applicable |
| 13. | (i) Status of the Notes: | Unsubordinated |

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| (ii) | Date of the corporate authorisation for issuance of Notes: | Resolution of the <i>Conseil d'Administration</i> dated 16 May 2017 and a decision of Veronique Hugues and Benoit Debrouse dated 09 January 2018 |
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14. **Method of distribution:** Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 15. | Fixed Rate Note Provisions: | Applicable |
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| (i) | Rate of Interest: | 0.500 per cent. per annum payable annually in arrear on each Specified Interest Payment Date |
| (ii) | Specified Interest Payment Dates: | 17 January in each year commencing on 17 January 2019 up to and including the Maturity Date. |
| (iii) | Fixed Coupon Amount: | EUR 500 per Calculation Amount |
| (iv) | Broken Amount: | Not Applicable |
| (v) | Day Count Fraction: | Actual/Actual(ICMA) (Unadjusted) |
| (vi) | Determination Dates: | 17 January in each year |
| (vii) | Other terms relating to the method of calculating interest for Fixed Rate Notes: | Not Applicable |
16. **Floating Rate Note Provisions:** Not Applicable
17. **Zero Coupon Note Provisions:** Not Applicable

PROVISIONS RELATING TO REDEMPTION

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| 18. | Issuer Call Option: | Not Applicable |
| 19. | Noteholder Put Option: | Not Applicable |
| 20. | Final Redemption Amount of each Note: | EUR 100,000 per Calculation Amount |
21. **Early Redemption Amount:**
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| (i) | Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions): | As per the Conditions |
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| (ii) | Redemption for taxation reasons permitted on days other than Specified Interest Payment Dates: | As per the Conditions |
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GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 22. | Form of Notes: | Bearer Notes:

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 |
| 23. | New Global Notes: | Yes |
| 24. | Financial Centre(s) or other special provisions relating to payment dates: | TARGET |
| 25. | Adjusted Payment Date (Condition 7(g)): | The following business day |
| 26. | Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): | No |
| 27. | Details relating to the Instalment Notes redeemable in instalments (amount of each instalment, date on which payment is to be made): | Not Applicable |
| 28. | Renominalisation and reconventioning provisions: | Not Applicable |
| 29. | Consolidation provisions: | Not Applicable |
| 30. | Other terms: | The address of Dexia Management Services Ltd. as Process Agent of the Issuer, referred to in Condition 16(c) shall be deemed to read: "6th Floor, Salisbury House, London Wall, London EC2M 5QQ, United Kingdom" |

DISTRIBUTION

31. (i) If syndicated, names of Dealers:

Joint Lead Managers

Crédit Agricole Corporate and Investment Bank

12 place des Etats-Unis
 CS 70052 92 547 Montrouge Cedex
 Underwriting commitment: EUR 500,000,000

Deutsche Bank AG, London Branch
 Winchester House
 1 Great Winchester Street
 London EC2N 2DB
 United Kingdom
 Underwriting commitment: EUR 500,000,000

J.P. Morgan Securities plc
 Canary Wharf
 25 Bank Street
 London E14 5JP
 Underwriting commitment: EUR 500,000,000

Natixis
 47, quai d'Austerlitz
 75013 Paris
 Underwriting commitment: EUR 500,000,000

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| (ii) Stabilising Manager(s) (if any): | Not Applicable |
| 32. If non-syndicated, name and address of Dealer: | Not Applicable |
| 33. U.S. Selling Restrictions: | Reg. S Category 2; TEFRA D |
| 34. Additional selling restrictions: | <p>Selling Restrictions in the Republic of Italy</p> <p>No prospectus has been nor will be published in the Republic of Italy ("Italy") in connection with the offering of the Notes and such offering has not been cleared by the Italian Securities Exchange Commission (<i>Commissione Nazionale per le Società e la Borsa</i>, the "CONSOB") pursuant to Italian securities legislation and accordingly each Joint Lead Manager has represented and agreed that it has offered, sold or delivered, and will offer, sell or deliver any Notes, the Information Memorandum, the Pricing Supplement or any other document relating to the Notes in Italy only to qualified investors (<i>investitori qualificati</i>), as defined under Article 100 of the Legislative Decree No. 58 of 24 February, 1998, as amended (the "Italian Financial Act"), as implemented by Article 26, paragraph 1(d) of CONSOB Regulation No. 16190 of 29 October 2007, as amended ("Regulation No. 16190"), pursuant to Article 34-ter, first paragraph, letter b), of CONSOB Regulation No. 11971 of 14 May 1999, as</p> |

amended ("**Regulation No. 11971**").

Any such offer, sale or delivery of the Notes or distribution of copies of the Information Memorandum, the Pricing Supplement or any other document relating to the Notes in Italy must be in compliance with the selling restriction above and:

- (i) made by investment firms, banks or financial intermediaries permitted to conduct such activities in Italy in accordance with the relevant provisions of the Italian Financial Act, Regulation No. 16190, Legislative Decree No. 385 of 1 September 1993 as amended (the "**Banking Act**") and any other applicable laws or regulation;
- (ii) made in compliance with Article 129 of the Banking Act and the implementing guidelines of the Bank of Italy, as amended, pursuant to which the Bank of Italy may request information on the offering or issue of securities in Italy or by Italian persons outside of Italy; and
- (iii) made in compliance with any other applicable laws and regulations or requirement imposed by CONSOB or the Bank of Italy or any other Italian authority.

Responsibility

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By:

Duly authorised

Benoît Debroise

Head of Treasury
and Financial Markets

Part B — Other Information

1. Listing and Admission to Trading

Application has been made by the Issuer (or on its behalf) for the Notes to be listed on the official list of the Luxembourg Stock Exchange and admitted to trading on the Luxembourg Stock Exchange with effect from 17 January 2018.

2. Ratings

Applicable

The Notes to be issued are expected to be rated:

S & P: AA

Moody's: Aa3

Fitch: AA-

Standard & Poor's Rating Services, Moody's Investors Service and Fitch Ratings are established in the European Union and registered under Regulation (EC) No 1060/2009 (as amended).

3. Interests of Natural and Legal Persons Involved in the Issue

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4. Reasons for the Offer, Estimated Net Proceeds and Total Expenses

(i) Reasons for the offer: As set out in the section "Use of Proceeds" in the Information Memorandum.

(ii) Estimated net proceeds: EUR 1,991,420,000

5. Yield

Indication of yield: 0.537 per cent. per annum

As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. Operational Information

ISIN: XS1751347946

Common Code: 175134794

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Not Applicable

Banking, SA and the relevant
identification number(s):

Delivery:

Delivery against payment

Names and addresses of additional
Agent(s) (Calculation Agent or Paying
Agent, 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 ICSDs 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.

Part C— Amendments

The following text shall replace the section entitled “*French Taxation*” on page 110 of the Information Memorandum dated 29 June 2017.

French Taxation

The descriptions below are intended as a basic summary of certain withholding tax consequences under French law in relation to the holding of the Notes that may be relevant to holders of the Notes who do not concurrently hold shares of the Issuer.

Payments of interest and other revenues made by the Issuer with respect to Notes will not be subject to the withholding tax set out under Article 125 A III of the French Code general *des impôts* (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 are made in a Non-Cooperative State, a 75% withholding tax will be applicable (subject to certain exceptions and to the more favourable provisions of an applicable double tax treaty) by virtue of Article 125 A III of the French General Tax Code.

Furthermore, in accordance with Article 238 A of the French General Tax Code, 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 to a bank account opened in a financial institution situated in such a Non-Cooperative State (the “**Deductibility Exclusion**”). Under certain conditions, any such non-deductible interest and other revenues may be re-characterised as constructive dividends pursuant to Articles 109 *et seq* 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* 2 of the French General Tax Code, at a rate of (i) 12.8% for payments benefiting individuals who are not French tax residents, (ii) 30% (to be aligned with the standard corporate income tax rate set forth in Article 219-I of the French General Tax Code for fiscal years beginning as from 1 January 2020) for payments benefiting legal persons who are not French tax residents or (iii) 75% for payments made outside France in a Non-Cooperative State (subject to certain exceptions and to the more favourable provisions of an applicable double tax treaty).

Notwithstanding the foregoing neither the 75% withholding tax set out under Article 125 A III of the French General Tax Code nor, to the extent the relevant interest or other revenues relate to genuine transactions and are not in an abnormal or exaggerated amount, the Deductibility Exclusion or the withholding tax set out under Article 119 *bis* 2 of the French General Tax Code that may be levied as a result of such Deductibility Exclusion will apply if the Issuer can prove that the principal purpose and effect of an 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 published in the *Bulletin Officiel des Finances Publiques—Impôts* BOI-INT-DG-20-50-20140211 no.550 and 990, BOI-RPPM-RCM-30-10-20-40-20140211 no.70 and 80 and BOI-IR-DOMIC-10-20-20-60-20150320 no.10, 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 *Code monétaire et financier* (the “**French Monetary and Financial Code**”) or pursuant to an equivalent offer in a State other than 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 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 depository or operator is not located in a Non-Cooperative State.

Pursuant to 125 A I of the French General Tax Code, subject to certain limited exceptions, interest and other similar revenues paid by a paying agent (*établissement payeur*) located in France and received by individuals who are domiciled for tax purposes (*domiciliés fiscalement*) in France are subject to a 12.8% 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 at a global rate of 17.2% on such interest and other similar revenues received by individuals who are fiscally domiciled (*domiciliés fiscalement*) in France.