

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, taking into account the five categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018 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.



Crédit Agricole S.A.
acting through its London branch
Legal Entity Identifier (LEI) of the Issuer is 969500TJ5KRTCJQWXH05

Euro 75,000,000,000
Euro Medium Term Note Programme

Series No: 564
Tranche No: 1
Issue of GBP 300,000,000 Senior Preferred Fixed Rate Notes due October 2024 (the “Notes”)
Issued by: Crédit Agricole S.A. acting through its London branch (the “Issuer”)

Joint Lead Managers
CRÉDIT AGRICOLE CIB
LLOYDS BANK
NOMURA
SANTANDER CORPORATE & INVESTMENT BANKING

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

The expression “**Prospectus Directive**” means Directive 2003/71/EC as amended (including by Directive 2010/73/EU) and includes any relevant implementing measure in the relevant Member State.

PART A — CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in “*Terms and Conditions of the French Law Notes*” in the base prospectus dated 10 April 2019 which has received visa no. 19-151 from the *Autorité des marchés financiers* (the “**AMF**”) on 10 April 2019, the supplement to it dated 23 May 2019 which has received visa no. 19-221 from the AMF on 23 May 2019, the supplement no. 2 to it dated 17 June 2019 which has received visa no. 19-274 from the AMF on 17 June 2019 and the supplement no. 3 to it dated 28 August 2019 which has received visa no. 19-413 from the AMF on 28 August 2019 and which together constitute a base prospectus for the purposes of the Prospectus Directive (the “**Base Prospectus**”). 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 the Base Prospectus. 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. The Base Prospectus is available for viewing on the website of the Issuer (<https://www.credit-agricole.com/en/finance/finance>), on the website of the AMF (www.amf-france.org) and copies may be obtained from Crédit Agricole S.A., 12, place des Etats-Unis, 92127 Montrouge Cedex, France.

1.	Issuer:	Crédit Agricole S.A. acting through its London branch
2.	(i) Series Number:	564
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3.	Specified Currency or Currencies:	Pounds Sterling (“ GBP ”)
4.	Aggregate Nominal Amount:	
	(i) Series:	GBP 300,000,000
	(ii) Tranche:	GBP 300,000,000
5.	Issue Price:	99.429 per cent. of the Aggregate Nominal Amount
6.	Specified Denomination:	GBP 100,000
7.	(i) Issue Date:	2 October 2019
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	2 October 2024
9.	Interest Basis:	1.250 per cent. Fixed Rate (further particulars specified in paragraph 15 below)
10.	Redemption 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 Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	Status:	Senior Preferred Notes

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| 14. | Dates of the corporate authorisations for issuance of the Notes: | Resolution of the Board of Directors of the Issuer dated 13 February 2019 and the <i>décision d'émission</i> dated 30 September 2019 |
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Provisions Relating to Interest (if any) Payable

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| 15. | Fixed Rate Note | Applicable |
| | (i) Rate of Interest: | 1.250 per cent. <i>per annum</i> payable annually in arrear on each Interest Payment Date |
| | (ii) Interest Payment Dates: | 2 October in each year from and including 2 October 2020 up to, and including the Maturity Date |
| | (iii) Fixed Coupon Amount: | GBP 1,250 per Specified Denomination payable on each Interest Payment Date |
| | (iv) Broken Amount: | Not Applicable |
| | (v) Day Count Fraction: | Actual/Actual-ICMA, Not Adjusted |
| | (vi) Determination Dates: | 2 October in each year |
| | (vii) Resettable: | Not Applicable |
| 16. | Floating Rate Note: | Not Applicable |
| 17. | Zero Coupon Note: | Not Applicable |
| 18. | CMS Linked Note: | Not Applicable |
| 19. | Inflation Linked Notes: | Not Applicable |

Provisions Relating to Redemption

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| 20. | Redemption at the Option of the Issuer (Call Option): | Not Applicable |
| 21. | Clean-up Redemption Option: | Not Applicable |
| 22. | Redemption at the Option of Noteholders (Put Option): | Not Applicable |
| 23. | (i) MREL/TLAC Disqualification Event Call Option: | Not Applicable |
| | (ii) Early Redemption Amount: | Final Redemption Amount |
| 24. | Final Redemption Amount of each Note: | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their outstanding principal amount |
| 25. | Early Redemption Amount of each Note: | GBP 100,000 per Note of GBP 100,000 Specified Denomination |
| 26. | Make-Whole Redemption Amount: | Not Applicable |

General Provisions Applicable to the Notes

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| 27. | (i) Form of Notes (Bearer Notes): | Dematerialised Notes |
| | (ii) Form of Dematerialised Notes: | Bearer dematerialised form (<i>au porteur</i>) |
| | (iii) Registration Agent: | Not Applicable |
| | (iv) Temporary Global Certificate: | Not Applicable |
| 28. | Exclusion of the possibility to request identification of a Noteholder as Provided by Condition 1(a): | Not Applicable |
| 29. | Financial Center: | London and TARGET2 |
| 30. | Talons for future Coupons or Receipts to be attached to Definitive Materialised Bearer Notes (and dates on which such Talons mature): | Not Applicable |
| 31. | Details relating to Instalment Notes: amount of each Instalment, date on which each payment is to be made: | Not Applicable |
| | (i) Instalment Amount(s): | Not Applicable |
| | (ii) Instalment Date(s): | Not Applicable |
| | (iii) Minimum Instalment Amount: | Not Applicable |
| | (iv) Maximum Instalment Amount: | Not Applicable |
| 32. | Applicable tax regime: | Condition 8(a) and Condition 8(b) apply |
| 33. | Representation of holders of French Law Notes – Masse: | Contractual <i>Masse</i> shall apply |

Primary Appointed Representative: *as per* the Conditions – F&S Financial Services, 8 rue du Mont Thabor, 75001 Paris, France

Alternate Appointed Representative: *as per* the Conditions – Aether Financial Services, 36 rue de Monceau, 75008 Paris, France

Remuneration: *as per* the Conditions – the remuneration of the Primary Appointed Representative or, as the case may be, the Alternate Appointed Representative, will be equal to EUR 400 per year (excluding taxes), payable as per the Conditions.

Responsibility

I hereby accept responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer on 30 September 2019

Duly represented by: Nadine Fedon

A handwritten signature in black ink, consisting of a stylized 'N' followed by a long horizontal stroke.

PART B — OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing: Application has been made for the Notes to be admitted to trading on Euronext Paris with effect from 2 October 2019
- (ii) Estimate of total expenses related to admission to trading: EUR 4,300

2. RATINGS

The Notes to be issued have been rated:
Standard & Poor's: A+
Moody's: Aa3
Fitch: A+

Standard & Poor's, Moody's and Fitch are established in the European Union and are registered under Regulation (EC) No 1060/2009 (the "**CRA Regulation**"). As such, Standard & Poor's, Moody's and Fitch are included in the list of credit rating agencies published by the European Securities and Market Authority on its website in accordance with the CRA Regulation (www.esma.europa.eu/supervision/credit-rating-agencies/risk)

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 issue of the Notes has an interest material to the issue.

4. YIELD

Indication of yield: 1.364 per cent. semi-annual / 1.369 per cent. annual

The yield in respect of this issue of Fixed Rate Notes is calculated on the basis of the Issue Price using the following formula:

$$P = \frac{C}{r} (1 - (1+r)^{-n}) + A(1+r)^{-n}$$

where:

- P is the Issue Price of the Notes;
C is the Interest Amount;
A is the outstanding principal amount of Notes due on redemption;
n is time to maturity in years; and
r is the yield.

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.

5. OPERATIONAL INFORMATION

- (i) ISIN: FR0013449600
- (ii) Common Code: 205791582
- (iii) CFI: Not Applicable
- (iv) FSIN: Not Applicable
- (v) Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking Société Anonyme and the relevant identification number(s): Euroclear France
- (vi) Delivery: Delivery against payment
- (vii) Names and addresses of Paying Agent(s) (including any additional Paying Agent(s)): CACEIS Corporate Trust
14 rue Rouget de Lisle
92862 Issy les Moulineaux
Cedex 9 France

6. DISTRIBUTION

- 1 Method of distribution: Syndicated

- 2 If syndicated,

- (i) Names of Managers :

Joint Lead Managers

Crédit Agricole Corporate and Investment Bank

Banco Santander, S.A.

Lloyds Bank Corporate Markets plc

Nomura International plc

- (ii) Date of Subscription Agreement (if any): 30 September 2019

- (iii) Stabilisation Manager(s) (if any): Not Applicable

- 3 If non-syndicated, name of Dealer: Not Applicable

- 4 U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D

- 5** Prohibition of Sales to EEA Retail Investors: Not Applicable
- 6** Additional Selling Restrictions: Not Applicable