

Prospectus Supplement dated 18 February 2025

to the Base Prospectus dated 21 June 2024



**CREDIT INDUSTRIEL ET COMMERCIAL**

*(a "société anonyme à conseil d'administration" organised under the laws of the Republic of France)*

**€20,000,000,000**

**Structured Euro Medium Term Note Programme**

This supplement constitutes a supplement for the purposes of Article 23.1 of Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**).

This supplement (the **Supplement**) is supplemental to, and should be read in conjunction with the base prospectus dated 21 June 2024, the first supplement thereto dated 10 September 2024 and the second supplement thereto dated 24 October 2024 (the **Base Prospectus**) in relation to the €20,000,000,000 programme for the issuance of Structured Euro Medium Term Notes by Crédit Industriel et Commercial (**CIC**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

In accordance with Article 23.2 of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for any Notes before this Supplement is published, have the right, exercisable within a time limit of three working days after the publication of this Supplement (no later than 21 February 2025), to withdraw their acceptances.

CIC accepts responsibility for the information contained in this Supplement. To the best of its knowledge, the information contained herein is in accordance with the facts and does not omit anything likely to affect the import of such information.

## 1. INCORPORATION BY REFERENCE

- The hyperlinks mentioned in paragraphs (1) to (15) of the documents incorporated by reference on pages 35 to 36 of the Base Prospectus are replaced as follows:

“(1) An English translation of the *Premier amendement au Document d’enregistrement universel 2023 incluant le rapport financier semestriel 30 juin 2024* incorporating the condensed consolidated financial statements of the Issuer for the half-year ended 30 June 2024 and the related statutory auditors’ limited review report, the French version of which was registered with the *Autorité des marchés financiers* on 14 August 2024 under number D.24-0275-A01 (the **First Amendment to the 2023 URD**) ([https://www.cic.fr/telechargements/institutionnel/cic/information-reglementee/CIC\\_Amendement\\_1\\_DEU\\_2023\\_VE.pdf](https://www.cic.fr/telechargements/institutionnel/cic/information-reglementee/CIC_Amendement_1_DEU_2023_VE.pdf))

(2) An English translation of the *Document d’enregistrement universel 2023* relating to the Issuer, incorporating the audited consolidated and non-consolidated annual accounts of the Issuer for the year ended 31 December 2023, the French version of which was registered with the *Autorité des marchés financiers* on 12 April 2024 under number D.24-0275 (the **2023 URD**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/Universal\\_Registration\\_Document\\_CIC\\_2023.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/Universal_Registration_Document_CIC_2023.pdf));

(3) An English translation of the *Document d’enregistrement universel 2022* relating to the Issuer, incorporating the audited consolidated and non-consolidated annual accounts of the Issuer for the year ended 31 December 2022, the French version of which was registered with the *Autorité des marchés financiers* on 13 April 2023 under number D.23-0274 (the **2022 URD**) ([https://www.cic.fr/telechargements/institutionnel/cic/information-reglementee/CIC\\_annual-report\\_2022.pdf](https://www.cic.fr/telechargements/institutionnel/cic/information-reglementee/CIC_annual-report_2022.pdf));

(4) The terms and conditions and the technical annex of the Notes contained on pages 130 to 253 of the base prospectus dated 25 September 2013 (the **September 2013 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_base-prospectus\\_EMTN\\_2013-09-25.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_base-prospectus_EMTN_2013-09-25.pdf));

(5) The terms and conditions and the technical annex of the Notes contained on pages 164 to 335 of the base prospectus dated 24 September 2014 (the **2014 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_base-prospectus\\_EMTN\\_2014-09-24.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_base-prospectus_EMTN_2014-09-24.pdf));

(6) The terms and conditions and the technical annex of the Notes contained on pages 170 to 397 of the base prospectus dated 2 July 2015 (the **2015 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_base-prospectus\\_2015-07-02.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_base-prospectus_2015-07-02.pdf));

(7) The terms and conditions and the technical annex of the Notes contained on pages 190 to 448 of the base prospectus dated 28 June 2016 (the **2016 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_base-prospectus\\_2016-06-28.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_base-prospectus_2016-06-28.pdf));

(8) The terms and conditions and the technical annex of the Notes contained on pages 209 to 516 of the base prospectus dated 22 June 2017 (the **2017 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_base-prospectus\\_2017-06-22.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_base-prospectus_2017-06-22.pdf));

(9) The terms and conditions and the technical annex of the Notes contained on pages 215 to 525 of the base prospectus dated 28 June 2018 (the **2018 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_base-prospectus\\_2018-06-28.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_base-prospectus_2018-06-28.pdf));

(10) The terms and conditions and the technical annex of the Notes contained on pages 221 to 543 of the base prospectus dated 26 June 2019 (the **2019 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_Base\\_Prospectus\\_26\\_juin\\_2019.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_Base_Prospectus_26_juin_2019.pdf));

(11) The terms and conditions and the technical annex of the Notes contained on pages 186 to 468 of the base prospectus dated 24 June 2020 (the **2020 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_Base\\_Prospectus\\_24\\_juin\\_2020.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_Base_Prospectus_24_juin_2020.pdf));

(12) The terms and conditions and the technical annex of the Notes contained on pages 196 to 500 of the base prospectus dated 21 June 2021 (the **2021 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_Base\\_Prospectus\\_21\\_juin\\_2021.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_Base_Prospectus_21_juin_2021.pdf));

(13) The terms and conditions and the technical annex of the Notes contained on pages 208 to 527 of the base prospectus dated 21 June 2022 (the **2022 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_Base\\_Prospectus\\_21\\_juin\\_2022.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_Base_Prospectus_21_juin_2022.pdf));

(14) The terms and conditions and the technical annex of the Notes contained on pages 210 to 536 of the base prospectus dated 21 June 2023 (the **2023 Conditions**) ([https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_Base\\_Prospectus\\_21\\_juin\\_2023.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_Base_Prospectus_21_juin_2023.pdf)); and

(15) The Form of Final Terms contained on pages 46 to 209 of the base prospectus dated 21 June 2023 (the **2023 Form of Final Terms**)

[https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC\\_Base\\_Prospectus\\_21\\_juin\\_2024.pdf](https://www.cic.fr/telechargements/institutionnel/cic/programmes-emissions/CIC_Base_Prospectus_21_juin_2024.pdf) ;”

- The list of the documents incorporated by reference contained on pages 35 to 36 of the Base Prospectus is updated by the addition of the following paragraph (4), the numbering of former paragraphs (4) to (15) being amended accordingly:

“(4) An English translation of the press release relating to the Issuer’s 2024 annual results dated 6 February 2025 (the **6 February 2025 Press Release**) ([https://cdnwmii.e-i.com/SITW/wm/global/1.0.0/corporate/communiqués/espace-en/Press\\_release\\_2024\\_results\\_CIC.pdf](https://cdnwmii.e-i.com/SITW/wm/global/1.0.0/corporate/communiqués/espace-en/Press_release_2024_results_CIC.pdf)) ;”

The Issuer (i) confirms that the information incorporated by reference in this Supplement is substantially consistent with the final figures to be published in the next annual audited financial statements and (ii) has approved this information. Audit procedures have been performed on the information incorporated by reference in this Supplement and the audit certificate will be issued after finalisation of additional procedures required for the publication of the annual financial report. The unaudited results for the full year 2024 have been compiled and prepared on a basis which is comparable with the historical financial information and consistent with the Issuer’s accounting policies.

A copy of the English translation of the 6 February 2025 Press Release has been filed with the *Commission de Surveillance du Secteur Financier* and, by virtue of this Supplement, is incorporated by reference in, and forms part of, the Base Prospectus, it being specified that the information contained in the 6 February 2025 Press Release is a profit estimate.

The cross reference table on pages 38 to 40 of the Base Prospectus is supplemented accordingly, as set out in Schedule 1 of this Supplement.

The English language version is a direct and accurate translation of the relevant French original. With respect to the 6 February 2025 Press Release, the Issuer assumes the responsibility for the correct translation of such document.

Copies of all documents incorporated by reference in the Base Prospectus can be obtained from the Issuer as described on page 36 of the Base Prospectus. Copies of all documents incorporated by reference in the Base Prospectus are available on the Issuer's website (<https://www.cic.fr/fr/groupe-cic/investisseurs/programmes-emissions.html>) and on the Luxembourg Stock Exchange's website ([www.luxse.com](http://www.luxse.com)).

If documents which are incorporated by reference themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the Prospectus Regulation except where such information or other documents are specifically incorporated by reference or attached to this Supplement.

## **2. RENEWAL OF THE BOARD OF DIRECTORS AUTHORISATION**

Paragraph 1 “Authorisation” of the section entitled “General Information” on page 611 of the Base Prospectus shall be deleted and replaced as follows:

“No authorisation procedures are required of the Issuer by French law for the update of the Programme.

To the extent that Notes issued by the Issuer under the Programme may constitute *obligations* under French law, the issue of such Notes has been authorised by a resolution of the Issuer's *Conseil d'Administration* (Board of Directors) dated 5 and 6 February 2025 which has delegated to the *directeur général* (managing director), the *directeur général délégué* (deputy managing director) and to the *directeurs de CIC Marchés* having a delegation of power A from the *directeur général*, all powers to decide issues of obligations and assimilated securities for a maximum aggregate nominal amount of EUR 20,000,000,000 for a period of one year as from 15 March 2025.”.

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

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

Copies of this Supplement are available on the website of CIC (<https://www.cic.fr/fr/groupe-cic/investisseurs/programmes-emissions.html>) and on the Luxembourg Stock Exchange's website ([www.luxse.com](http://www.luxse.com)).

This Supplement, prepared in connection with the Notes to be issued under the Base Prospectus, has not been submitted to the clearance of the *Autorité des marchés financiers* in France.

**SCHEDULE 1**

**CROSS-REFERENCE LIST RELATING TO INFORMATION INCORPORATED BY  
REFERENCE**

Page(s)

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

**All pages of 6 February 2025  
Press Release**