

Prospectus Supplement dated 27 June 2014
to the Base Prospectus dated 25 September 2013



CREDIT INDUSTRIEL ET COMMERCIAL

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

€3,000,000,000

Structured Euro Medium Term Note Programme

This supplement constitutes a supplement for the purposes of Article 13.1 of the Luxembourg Law on Prospectuses for Securities dated 10 July 2005 (the **Luxembourg Law**).

This supplement (the **Supplement**) is supplemental to, and should be read in conjunction with the base prospectus dated 25 September 2013, the first supplement to the base prospectus dated 21 November 2013 and the second supplement to the base prospectus dated 7 March 2014 (the **Base Prospectus**) in relation to the € 3,000,000,000 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.

CIC accepts responsibility for the information contained in this Supplement. To the best of its knowledge (having taken all reasonable care to ensure that such is the case), 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 Issuer has published the English translation of its *Document de Référence* incorporating the audited consolidated and non consolidated annual accounts of the Issuer for the year ended 31 December 2013 and registered with the *Autorité des marchés financiers* on 23 April 2014 under number D.14-0397 (the **2013 AR**).

A copy of the English translation of such 2013 AR has been filed with the *Commission de Surveillance du Secteur Financier* and, by virtue of this Supplement, is incorporated by reference in, and form part of, the Base Prospectus. Copies of all documents incorporated by reference in the Base Prospectus can be obtained from the Issuer and the Paying Agent in Luxembourg as described on pages 318 and 319 of the Base Prospectus. Copies of all documents incorporated by reference in the Base Prospectus are available on the Luxembourg Stock Exchange's website (www.bourse.lu).

The cross reference table on pages 46 to 49 of the Base Prospectus is updated 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.

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 Directive (Directive 2003/71/EC) except where such information or other documents are specifically incorporated by reference or attached to this Supplement.

2. SIGNIFICANT OR MATERIAL ADVERSE CHANGE

The paragraph 7 “Significant or material adverse change” of the section entitled General Information on page 319 of the Base Prospectus shall be deleted and replaced as follows:

*“There has been no significant change in the financial or trading position of the Issuer or the **Group** (being the Issuer and its consolidated subsidiaries taken as a whole), since 31 December 2013 and there has been no material adverse change in the prospects of the Issuer since 31 December 2013.”*

3. SUMMARY OF THE PROGRAMME

The section B.12 of the Summary of the Programme contained on pages 13 and 14 of the Base Prospectus shall be deleted and replaced as follows:

B.12	Key historical key financial information	<i>Statement of Financial Position</i>				
		The tables below set out summary information extracted from the Issuer's audited statement of financial position as at 31 December 2012 and 31 December 2013:				
		Results (in € millions)				
			31/12/2011	31/12/2012	31/12/2013	
		Total Assets	233,283	235,732	232,919	
		Shareholders' Equity (parent company share)	9,227	10,362	11,130	
		Minority Interest	280	106	105	
		Net banking income	4,166	4,260	4,466	
		Operating income	807	960	1,211	
		Corporate income tax	(293)	(300)	(429)	
		Net income	579	722	851	
		Net income attributable to equity holders of the parent company	555	698	845	
		<i>Statements of significant or material adverse change</i>				
There has been no significant change in the financial or trading position of the Issuer since 31 December 2013 and there has been no material adverse change in the prospects of the Issuer since 31 December 2013.						

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 inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

Copies of this Supplement are available at the office of CIC and on the Luxembourg Stock Exchange's website (www.bourse.lu).

In accordance with Article 16.1 of the Prospectus Directive and Article 13.2 of the Luxembourg Law, investors who have agreed to purchase or subscribe for any Notes before this Supplement is published have the right, exercisable within a time limit of two working days after the publication of this Supplement, to withdraw their acceptances. This right to withdraw shall expire by close of business on 1 July 2014.

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

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	(page(s) correspond to the page(s) of the 2013 AR unless otherwise specified)
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