

Final Terms dated 27 January 2017



**Crédit Agricole S.A.,
acting through its London branch**

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

Series No: 508

Tranche No: 1

**Issue of EUR 1,500,000,000 Fixed Rate Notes due July 2024 (the "Notes")
Issued by: Crédit Agricole S.A., acting through its London branch (the "Issuer")**

Lead Manager

Crédit Agricole CIB

Co-Lead Managers

Bayerische Landesbank

Danske Bank

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 (and amendments thereto, including the Directive 2010/73/EU, to the extent implemented in the Relevant Member State), 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 23 March 2016 which has received visa no. 16-094 from the *Autorité des marchés financiers* (the “AMF”) on 23 March 2016 and the supplements to it dated 6 April 2016, 20 May 2016, 19 August 2016, 16 November 2016 and 26 January 2017 which have respectively received from the AMF visa no. 16-121 on 6 April 2016, visa no. 16-190 on 20 May 2016, visa no. 16-398 on 19 August 2016, visa no. 16-533 on 16 November 2016 and visa no. 17-037 on 26 January 2017 and which together with the base prospectus 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 (<http://www.credit-agricole.com/en/Investor-and-shareholder>) and 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:	508
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3.	Specified Currency or Currencies:	Euro (“EUR”)
4.	Aggregate Nominal Amount:	
	(i) Series:	EUR 1,500,000,000
	(ii) Tranche:	EUR 1,500,000,000
5.	Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
6.	Specified Denomination:	EUR 100,000
7.	(i) Issue Date:	31 January 2017
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	31 July 2024
9.	Interest Basis:	0.972 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 100.00 per cent. of their nominal amount
11.	Change of Interest Basis:	Not Applicable

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| 12. | Put/Call Options: | Not Applicable |
| 13. | Status: | Senior Notes |
| 14. | Dates of the corporate authorisations for issuance of the Notes: | Resolution of the Board of Directors of the Issuer dated 8 March 2016 and the <i>décision d'émission</i> dated 27 January 2017 |

Provisions Relating to Interest (if any) Payable

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| 15. | Fixed Rate Note: | Applicable |
| | (i) Rate of Interest: | 0.972 per cent. <i>per annum</i> payable in arrear on each Interest Payment Date |
| | (ii) Interest Payment Dates: | 31 July in each year from and including 31 July 2017 to and including the Maturity Date |
| | (iii) Fixed Coupon Amount: | EUR 972 per Note of EUR 100,000 in nominal amount, payable on each Interest Payment Date except for the amount payable in respect of the short first Interest Accrual Period beginning on (and including) the Interest Commencement Date and ending on (but excluding) the Interest Payment Date falling on 31 July 2017 which shall be the Broken Amount |
| | (iv) Broken Amount: | In respect of the short first Interest Accrual Period, EUR 482.01 per Note of EUR 100,000 in nominal amount payable on the Interest Payment Date falling on 31 July 2017 |
| | (v) Day Count Fraction: | Actual/Actual-ICMA, not adjusted |
| | (vi) Determination Dates: | 31 July 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. | Redemption at the Option of Noteholders (Put Option): | Not Applicable |
| 22. | 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 100.00 per cent. of their nominal amount

23. Early Redemption Amount:

Early Redemption Amount of each Note payable on redemption for taxation reasons (Condition 6(c)) or on event of default (Condition 10):

100.00 per cent. of the nominal amount of the Notes

General Provisions Applicable to the Notes


- 24.**
- (i) Form of Notes (Bearer Notes): **Dematerialised Notes**
 - (ii) Form of Dematerialised Notes: **Bearer dematerialised form (*au porteur*)**
 - (iii) Registration Agent: **Not Applicable**
 - (iv) Temporary Global Certificate: **Not Applicable**
- 25.** Exclusion of the possibility to request identification of a Noteholder as provided by Condition 1(a): **Not Applicable**
- 26.** Financial Centre: **TARGET**
- 27.** Talons for future Coupons or Receipts to be attached to Definitive Materialised Bearer Notes (and dates on which such Talons mature): **Not Applicable**
- 28.** Details relating to Instalment Notes: amount of each Instalment, date on which each payment is to be made: **Not Applicable**
- 29.** Applicable tax regime: **Condition 8(a) and Condition 8(b) apply**
- 30.** Representation of holders of French Law Notes – *Masse*: **Full *Masse* shall apply**

Responsibility

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

Signed on behalf of the Issuer on 27 January 2017

Duly represented by: Olivier Bélorgey

A handwritten signature in blue ink, consisting of a large, stylized initial 'O' followed by the letters 'Bélorgey' in a cursive script.

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 31 January 2017
- (ii) Estimate of total expenses related to admission to trading: EUR 10,200 (including AMF fees)

2 RATINGS

The Notes to be issued are expected to be rated:

Standard & Poor's: A (stable)

Moody's: A1 (stable)

Fitch: A (positive)

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.

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 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer: See "Use of Proceeds" wording in Base Prospectus.
- (ii) Estimated net proceeds: EUR 1,498,875,000
- (iii) Estimated total expenses: As set out in paragraph 1 (ii) of Part B

5 YIELD

Indication of yield: 0.972 per cent. *per annum*

6 OPERATIONAL INFORMATION

ISIN: FR0013234689
Common Code: 155809353
Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking Société Anonyme and the relevant identification number(s): Euroclear France
Delivery: Delivery against payment
Names and addresses of additional Paying Agent(s) (if any): Not Applicable

7 DISTRIBUTION

1. Method of distribution: Syndicated
2. If syndicated,
 - (i) Names of Managers (specifying Lead Manager):
Lead Manager
Crédit Agricole Corporate and Investment Bank
Co-Lead Managers
Bayerische Landesbank
Danske Bank A/S
 - (ii) Date of Subscription Agreement (if any): 27 January 2017
 - (iii) Stabilising Manager(s) (if any): Not Applicable
3. If non-syndicated, name and address of Dealer: Not Applicable
4. U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA not applicable

