Prospectus Supplement dated 9 September 2021

to the Base Prospectus dated 21 June 2021



CREDIT INDUSTRIEL ET COMMERCIAL

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

€8,000,000,000

Structured Euro Medium Term Note Programme

This supplement constitutes a supplement for the purposes of Article 23 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 2021 (the **Base Prospectus**) in relation to the \in 8,000,000,000 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 23.2a 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 14 September 2021), 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 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 (1), the numbering of former paragraphs (1) to (13) being amended accordingly:

"(1) An English translation of the *Premier amendement au Document d'enregistrement universel 2020 incluant le rapport financier semestriel 30 juin 2021* incorporating the condensed consolidated financial statements of the Issuer for the half-year ended 30 June 2021 and the related statutory auditors' limited review report, the French version of which was registered with the *Autorité des marchés financiers* on 12 August 2021 under number D.21-0335-A01 (the **First Amendment to the 2020 URD**): https://www.cic.fr/fr/institutionnel/actionnaires-et-investisseurs/information-reglementee.html."

A copy of the English translation of such First Amendment to the 2020 URD has been filed with the *Commission de Surveillance du Secteur Financier* and, by virtue of this Supplement, the pages of the First Amendment to the 2020 URD included in the cross-reference table set out in Schedule 1 to this supplement are incorporated by reference in, and form part of, the Base Prospectus. Any information not listed in the cross-reference table set out in Schedule 1 but included in the First Amendment to the 2020 URD is considered as additional information and is not required by the relevant schedules of the Prospectus Regulation. The non-incorporated parts of the First Amendment to the 2020 URD are not incorporated by reference as they are either not relevant for investors or covered elsewhere in the Base Prospectus.

The cross reference table on pages 38 to 40 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. With respect to the First Amendment to the 2020 URD, 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 (<u>https://www.cic.fr/fr/banques/institutionnel/publications/index.html</u>) and on the Luxembourg Stock Exchange's website (<u>www.bourse.lu</u>).

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. **RISK FACTORS**

The first sentence immediately below the title "FACTORS THAT MAY AFFECT THE ISSUER'S ABILITY TO FULFIL ITS OBLIGATIONS UNDER NOTES ISSUED UNDER THE PROGRAMME" on page 13 of the Base Prospectus is deleted in its entirety and replaced by the following:

"Such factors are set out at pages 26 to 32 of the Amendment to the 2020 URD which is incorporated herein by reference (see "*Documents Incorporated by Reference*").".

3. INCREASE OF THE MAXIMUM AGGREGATE NOMINAL AMOUNT OF THE PROGRAMME

The maximum aggregate nominal amount of all Notes which may from time to time be outstanding under the Programme is increased from $\notin 8,000,000,000$ to $\notin 10,000,000,000$. From the date of this Supplement, all references in the Base Prospectus to " $\notin 8,000,000,000$ " in relation to the size of the Programme shall be deemed to be references to " $\notin 10,000,000,000$ ".

The increase in the maximum aggregate nominal amount of Notes which may from time to time be outstanding under the Programme has been authorised by a resolution of the *Conseil d'Administration* (Board of Directors) of CIC dated 28 July 2021.

4. SIGNIFICANT OR MATERIAL ADVERSE CHANGE

Paragraph 7 "Significant or material adverse change" of the section entitled General Information on page 516 of the Base Prospectus shall be deleted and replaced as follows:

"There has been no significant change in the financial position or financial performance of the Group since 30 June 2021 and there has been no material adverse change in the prospects of the Issuer since 31 December 2020.".

5. RENEWAL OF THE BOARD OF DIRECTORS AUTHORISATION

Paragraph 1 "Authorisation" of the section entitled "General Information" on page 515 of the Base Prospectus shall be deleted and replaced as follows:

"No authorisation procedures are required of the Issuer by French law for the establishment or 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 28 July 2021 which has delegated to the *directeur général* (managing director), the *directeurs généraux adjoints* (deputy managing

directors) and to the *directeurs de CIC Marchés* having a delegation of power A from the *directeur général*, the power to decide issues of *obligations* and assimilated securities for a maximum aggregate nominal amount of EUR 10,000,000,000 within the period ending 27 July 2022.".

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/banques/institutionnel/actionnaires-et-investisseurs/programmes-demissions.html) and on the Luxembourg Stock Exchange's website (www.bourse.lu).

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

INFORMATION INCORPORATED BY	2019 URD	2020 URD	Amendment
REFERENCE			to the 2020
Annex 6 of the Commission Delegated Regulation			URD
3. RISK FACTORS			CILL
A description of the material risks that are specific to			26-32
the issuer and that may affect the issuer's ability to fulfil			20.52
its obligations under the securities, in a limited number			
of categories, in a section headed 'Risk Factors'.			
4. INFORMATION ABOUT THE ISSUER			
4.1 History and development of the issuer		25	
4.1.1 The legal and commercial name of the issuer		431	
4.1.2 The place of registration of the issuer, its		431	
registration number and legal entity identifier ('LEI').			
4.1.3 The date of incorporation and the length of life of		431	
the issuer, except where the period is indefinite.		101	
4.1.4 The domicile and legal form of the issuer, the		431	
legislation under which the issuer operates, its country			
of incorporation, the address, telephone number of its			
registered office (or principal place of business if			
different from its registered office) and website of the			
issuer, if any, with a disclaimer that the information on			
the website does not form part of the prospectus unless			
that information is incorporated by reference into the			
prospectus.			
4.1.7 Information on the material changes in the issuer's		N/A	
borrowing and funding structure since the last financial			
year			
5. BUSINESS OVERVIEW			
5.1 Principal activities			
5.1.1 A description of the issuer's principal activities,		5; 12-24; 33-38;	8-11
including:		43-44	
(a) the main categories of products sold and/or services			
performed;			
(b) an indication of any significant new products or			
activities;			
(c) the principal markets in which the issuer competes.			
5.2 The basis for any statements made by the issuer		4	
regarding its competitive position.			
6. ORGANISATIONAL STRUCTURE			
6.1 If the issuer is part of a group, a brief description of		12-25; 41-42;	1; 2
the group and the issuer's position within the group.		334-335	
This may be in the form of, or accompanied by, a			
diagram of the organisational structure if this helps to			
clarify the structure.			

9. ADMINISTRATIVE, MANAGEMENT, AND SUPP	RVISORY BODI	ES	
9.1 Names, business addresses and functions within the			14-24
issuer of the following persons and an indication of the			
principal activities performed by them outside of that			
issuer where these are significant with respect to that			
issuer:			
(a) members of the administrative, management or			
supervisory bodies;			
(b) partners with unlimited liability, in the case of a			
limited partnership with a share capital.			22
9.2 Administrative, management, and supervisory			23
bodies' conflicts of interests			
Potential conflicts of interests between any duties to the			
issuer, of the persons referred to in item 9.1, and their			
private interests and or other duties must be clearly			
stated. In the event that there are no such conflicts, a			
statement to that effect must be made.			
10. MAJOR SHAREHOLDERS			
10.1 To the extent known to the issuer, state whether the		424-425	
issuer is directly or indirectly owned or controlled and			
by whom and describe the nature of such control and			
describe the measures in place to ensure that such			
control is not abused.			
11. FINANCIAL INFORMATION CONCERNING	THE ISSUER'S	ASSETS AND	LIABILITIES,
FINANCIAL POSITION AND PROFITS AND LOSS	ES		
11.1 Historical financial information			
11.1.1 Audited historical financial information covering	293-356; 359-	312-377; 380-	
the latest two financial years (or such shorter period as	398	420	
the issuer has been in operation) and the audit report in			
respect of each year.			
11.1.3 Accounting Standards	293-356; 359-	312-377; 380-	
The financial information must be prepared according to	398	420	
International Financial Reporting Standards as endorsed in the Union based on Regulation (EC) No. 1606/2002			
in the Union based on Regulation (EC) No 1606/2002.	202.256	210 277	
11.1.6 Consolidated financial statements If the issuer prepares both stand-alone and consolidated	293-356	312-377	
financial statements, include at least the consolidated			
financial statements in the registration document.			
11.1.7 Age of financial information		312-313	
The balance sheet date of the last year of audited		512 515	
financial information statements may not be older than			
18 months from the date of the registration document.			
11.2 Interim and other financial information			
11.2.1 If the issuer has published quarterly or half yearly			33-88
financial information since the date of its last audited			
financial statements, these must be included in the			
registration document. If the quarterly or half yearly			
financial information has been reviewed or audited, the			
audit or review report must also be included. If the			
quarterly or half yearly financial information is not audited or has not been reviewed state that fact.			
If the registration document is dated more than nine			
months after the date of the last audited financial			
statements, it must contain interim financial			
information, which may be unaudited (in which case			
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nombs of the financial year. Interim financial information prepared in accordance with either the requirements of the Directive 2013/34/EU or Regulation (EC) No 1606/2002 as the case may be. For issuers not subject to either Directive 2013/34/EU or Regulation (EC) No 1606/2002, the interim financial information must include comparative statements for the same period in the prior financial year. Except that the requirement for comparative balance sheet information may be satisfied by presenting the year's end balance sheet.353.356; 395- 373.377; 417- 39811.3 Anditing of historical annual financial information must be audited or reported on as to where Directive 2006/43/EC and Regulation (EU) No 537/2014 do not apply, the historical financial information must be audited or reported on as to whether or not, for the purposes of the registration document, if yies a rue and fair view in accordance with additing standards applicable in a Member State or an equivalent standard.35341711.3.1a Where audit reports on the historical financial information have been refused by the statutory auditors or where they contain qualifications, modifications, difications, disclaimers or emphasis of matter, the reason must be given, and such qualifications modifications, disclaimers or emphasis of matter must be reproduced in full.35341711.3.1a Information on any governmental, legal or arbitruit protecting in the recent past significant effects on the issuer's financial position of profilability, or provide an appropriate appropriate heading any sub-provide an appropriate appropriate heading or provide an appropriate appropriate heading or provide an appropriate appropriate heading of mather with addition of the issuer and or group's financial position of poliability, or provide a				
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