

Prospectus Supplement dated 7 March 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 and the first supplement to the base prospectus dated 21 November 2013 (together, 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 translations of its annual financial statements as at 31 December 2013 (the **December 2013 Financial Information**) and the relating press release dated 27 February 2014 (the **27 February 2014 Press Release**).

A copy of the English translations of such December 2013 Financial Information and the 27 February 2014 Press Release have been filed with the *Commission de Surveillance du Secteur Financier* and, by virtue of this Supplement, are incorporated by reference in, and form part of, the Base Prospectus, it being specified that the information contained in the December 2013 Financial Information and the 27 February 2014 Press Release is a profit estimate. 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 versions are a direct and accurate translation of the relevant French original and this Issuer accepts responsibility for these English translations.

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).

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)

(page(s) correspond to the page(s) of the 2012 AR unless otherwise specified)

FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES	All pages of December 2013 Financial Information and 27 February 2014 Press Release
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The Issuer 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.