REGISTRATION DOCUMENT

ANNUAL REPORT 2013

CRÉDIT AGRICOLE S.A.

TABLE OF CONTENTS

REGISTRATION DOCUMENT
ANNUAL REPORT 2013

GROUP PROFILE

Crédit Agricole Group is the leading financial partner of the French economy[1], and one of the largest banks in Europe. As well as being the no. 1 retail bank in Europe, the Group is also the leading European asset manager[2] and bancassurer[3], and global leader in aircraft financing[4].

Underpinned by firm cooperative and mutual foundations, 150,000 employees and the 31,000 directors of its Local and Regional Banks, Crédit Agricole Group is a responsible and responsive bank serving 49 million customers, 7.4 million mutual shareholders and 1.2 million shareholders.

Thanks to its universal customer-focused banking model -close ties between its retail banks and related business lines- Crédit Agricole Group helps its customers pursue their plans in France and around the world: Insurance, property, payment instruments, asset management, leasing and factoring, consumer finance, corporate and investment banking.

In its efforts to support the economy, Crédit Agricole also stands out through its dynamic and innovative social and environmental responsibility policy. It is based on a pragmatic approach which touches every aspect of the Group and empowers every employee. The recent inclusion in the Vigeo-NYSE Euronext extra-financial indices is testament to the recognition it has received for its efforts.

A bank serving 49 million customers[5]
- 11,300 agencies in 11 countries
- Present in almost 60 countries

A player committed to servicing the economy
- Signature of the United Nations Global Compact
- Adoption of the Equator Principles by Crédit Agricole Corporate and Investment Bank
- Signature of the Principles for Responsible Investment by Amundi and Crédit Agricole Assurances

(1) Source: by amount of outstanding deposits and loans at 31/12/2013. Source: institutions, French retail banking scope.

(2) Source: IPE, "Top 400 asset managers active in the European marketplace", published in June 2013, data at December 2012. Ranking established from a questionnaire completed by management companies, all assets under management combined (open-ended funds, special investors' funds, mandates).

(3) Source: L'Argus de l'assurance - 20/12/13, data at end-2012.

(4) "Aircraft finance house of the year" by Global Transport Finance.

(5) Retail banking and consumer finance scope (including Crédit Agricole's Regional Banks).

AUTORITÉ DES MARCHÉS FINANCIERS
AMF

This registration document was filed with the French Financial Markets Authority (*Autorité des Marchés Financiers*, AMF) on 21 March 2014 under number D14-0183, in accordance with Article 212-13 of the AMF's General Regulations. It may be used in support of a financial transaction if accompanied by a transaction note approved by the AMF. This document was prepared by the issuer and its signatories are liable for its content.

Message from the Chairman and the Chief Executive Officer

A solid and performing Group, in marching order to deliver lasting growth

To summarise 2013 means to highlight the work achieved quarter after quarter to refocus our Group around its business model as a universal customer-focused bank contributing to finance the economy.

We have successfully refocused the Group, thereby changing our risk profile and reasserting our specific business model. A number of structural transactions were carried out between 2012 and early 2014, including the sale of Emporiki, Cheuvreux and CLSA. This will also soon be the case for our stake in Newedge, while we will be increasing our stake in Amundi. Moreover, the new business models implemented in financing activities and consumer finance are now fully operational.

All of these decisions aim to serve one goal: to deliver a lasting performance based on a model of cooperation between powerful specialist business lines and retail banks, with leading positions in their markets.

Today, with net income of €2,505 million for Crédit Agricole S.A. for 2013, we can confirm that our decisions are now paying off. Crédit Agricole Group (comprising the Regional Banks and Crédit Agricole S.A.) generated net income of €5,136 million.

These results reflect the strong performance of Crédit Agricole's Regional Banks, which despite continuing lacklustre market conditions showed a buoyant business levels, with growth of 3.2% in total customer assets and 0.4% in total loans outstanding. Net income totalled €3.7 billion, of which €1.1 billion is included in net income for Crédit Agricole S.A., in view of the 25% stake held in each of the Regional Banks[1].

The performances of Crédit Agricole S.A.'s own business lines were on target, with revenues up +0.4%, indicating an upturn in business activity in both Retail banking and Savings management and Insurance. Meanwhile, the business lines for which we have decided to reduce the scope of our activities –Specialist financial services and Capital markets activities – saw a limited decline in revenues.

The Group has strengthened its position in Europe, asserting itself as the no. 1 bancassurance group on the continent and no. 1 European asset manager. And of course, it remains the leading financer of the French economy, with outstanding loans of €487 billion.

In addition, rigorous management of our resources allowed for a 3% reduction in expenses. Our cost-cutting programme (MUST) in the areas of IT, purchasing and real estate, amounted to €351 million in 2012 and 2013. This reduction also relates to the 2% decrease in the number of employees. Improvement in cost of risk, which decreased by 20% in 2013, relates primarily to our consumer finance subsidiary in Italy, which has undergone extensive restructuring over the last 18 months.

Enhancing our financial strength is one of our priorities. This is demonstrated by the improvement in our equity and capital adequacy ratios, for both Crédit Agricole S.A. and Crédit Agricole Group as a whole. As the new Basel 3 rules kick in, the Group's fully loaded Common Equity Tier 1 ratio is estimated at 11.2%, above regulatory requirements, while that of Crédit Agricole S.A. is 8.3% (at the start of January 2014).

On the basis of all of these factors, the Board of Directors will propose to the 2014 Annual General Meeting the payment of a dividend of €0.35 per share[2], which shareholders may choose to receive in cash or shares. This corresponds to a pay-out ratio of 35% of net income Group share. The Regional Banks, via SAS Rue La Boétie, have stated that they would opt for payment of a scrip dividend. This decision will help to enhance the listed company's financial strength. Lastly, shareholders fulfilling the conditions for receiving a loyalty dividend will for the first time be offered a 10% bonus over the amount of the dividend recommended at the Shareholders' Meeting.

After two years of major changes, the Group is a market leader in Europe and in a position to deliver a lasting performance. Our Medium Term Plan was made public on 20 March 2014. This clearly follows on from the Group project defined in 2010, which set our course for the next 10 years. This Plan presents our strategy for 2014 to 2016, in the light of regulatory changes of the last few years and the economic outlook for the years ahead.

(1) Apart from Caisse Régionale de Corse.

(2) Subject to approval by shareholders at the Annual General Meeting.

The regulatory framework has become considerably tougher, in order to protect customers' savings and economic stability in Europe. In addition to Basel regulations to prevent systemic risk, the European Central Bank is now orchestrating the single supervisory mechanism for the banking industry in the Eurozone. Like 130 banking institutions, we are taking part in the analysis and stress testing of banks' balance sheets by the ECB, which will help to boost the confidence of stakeholders. The results will be known in the autumn.

This Plan is based on the return to growth in Europe – albeit modest – in particular with an end to the recession in Southern Europe and an upturn in economic activity in France. We have made a cautious assumption, based on growth of around 1% and a very gradual rise in interest rates.

To ensure our development, we have identified four priority areas centred around winning customers and looking for new synergies: innovation and the transformation of retail banking in order to better serve customers, the stepping up of synergies within the Group, targeted expansion in Europe and the improvement of our commercial and banking efficiency.

Our retail banks in France – the Regional Banks and LCL – generate high and recurring earnings. We intend to accentuate their specific strengths in order to meet new customer expectations and user behaviours. The main characteristics that we intend to prioritise are close local presence, personalisation, mobility and a multi-channel approach, with excellence in customer relations remaining central to our strategy. Our integrated banking model will enable us to generate additional revenues.

In other European countries, we intend to build on our existing positions by accelerating up cross-selling and through targeted organic growth, primarily in Savings management, Insurance and other specialist business lines. The European footing of the Group's Corporate and investment banking activities has been enhanced, centred around a "Distribute-to-Originate" model with a limited risk profile, focusing on institutional clients and large companies. The Group has one of the best cost-income ratios in the market in the majority of its business lines (Regional Banks, insurance, asset management, financial services for institutional clients etc.). Yet, we intend to improve our cost-income ratios further, while also continuing to invest in the future.

We have set ourselves the target of increasing net income from €2.5 billion in 2013 to €4 billion in 2016. We are therefore aiming for a return on equity of 12% at end-2016 for Crédit Agricole S.A., which should enable us based on our assumptions to raise the pay-out ratio for 2015 and 2016 to 50%[1], without calling into question the planned increase in the solvency ratio at 10.5% over this period[2].

Lastly, we must reiterate that the roots of Crédit Agricole's corporate social responsibility lie in its origins as a cooperative and mutualist bank. This continues to manifest itself through the local commitment of the Regional Banks, helping to finance members of the local economy and placing ethics at the heart of their customer relations. This model provides long term value creation thanks to the local ties developed with customers over the long term. It has been rolled out across the Group as a whole, in order to address the social challenges of its four areas of excellence: farming and agri-food business, housing, energy and the environment, healthcare and ageing. This is a sincere commitment that is already reflected by concrete achievements: we are the no. 1 financer of renewable energies in France, and one-third of deferred variable compensation paid to managers of Crédit Agricole S.A. is indexed to the Company's CSR performance. However, we intend to go even further, by factoring environmental, social and governance issues (ESG) into all credit and financing activities, and achieving socially responsible investments under management of €100 billion.

We are fully committed to continuing to be a useful and efficient bank serving members of the economy. We would like to thank our employees, customers, mutual shareholders and shareholders for the loyalty and trust they have placed in us.

Jean-Paul Chifflet

Chief Executive Officer of Crédit Agricole S.A.

Jean-Marie Sander

Chairman of Crédit Agricole S.A.

(1) Subject to approval by shareholders at the Annual General Meeting.

(2) Basel 3, fully loaded Common Equity Tier 1.

PRESENTATION OF CRÉDIT AGRICOLE S.A.

1

Key figures

Trends in earnings

CONDENSED INCOME STATEMENT

(in millions of euros)	2009	2010	2011	2012 Restated[1]	2013
Revenues	17,942	20,129	19,385	15,954	16,015
Gross operating income	5,760	6,942	6,992	4,330	4,738
Net income	1,446	1,752	(1,198)	(6,431)	2,881
Net income Group share	1,125	1,263	(1,470)	(6,389)	2,505

(1) *2012 reclassification of Newedge, CA Bulgaria and CACF's Scandinavian entities as discontinued operations (IFRS 5); incorporating a change in the valuation of a limited number of complex derivatives.*

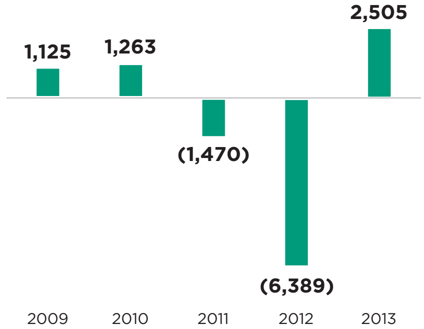
ACTIVITY

(in billions of euros)	31/12/2009	31/12/2010	31/12/2011	31/12/2012	31/12/2013
Total assets	1,557.3	1,593.5	1,723.6	1,617.4[1]	1,536.9
Gross loans	463.6	499.6	521.0	460.9	408.5
Customer deposits	643.4	671.7	674.0	634.0	632.6
Assets under management (in asset management, insurance and private banking)[2]	688.5	854.6	808.5	877.6	915.0

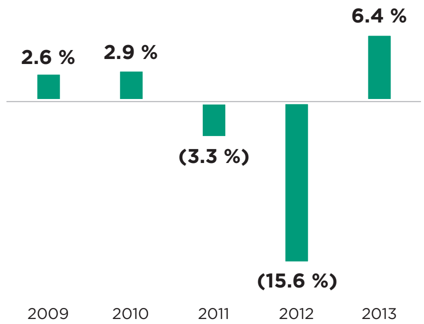
(1) *2012 reclassification of Newedge, CA Bulgaria and CACF's Scandinavian entities as discontinued operations (IFRS 5) and incorporating a change in the valuation of a limited number of complex derivatives and fair value adjustment of securities classified as available-for-sale financial assets, and after offsetting of some derivatives.*

(2) *Excluding double counting and data including 100% of the joint ventures in Asia from 31/12/2012.*

NET INCOME GROUP SHARE[1]
(in millions of euros)



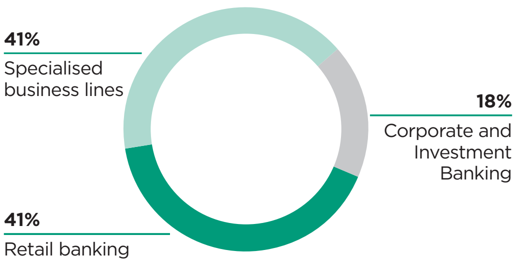
RETURN ON EQUITY (ROE)[1]



(1) *2012 incorporating a change in the valuation of a limited number of complex derivatives and fair value adjustment of securities classified as available-for-sale financial assets.*

Income by business line

BUSINESS LINE CONTRIBUTION TO NET INCOME GROUP SHARE[1]



(1) *Excluding Corporate Centre and the impact of DVA/CVA, loan hedges, disposal of the brokers, of CA Bulgaria and of CACF's Nordic entities.*

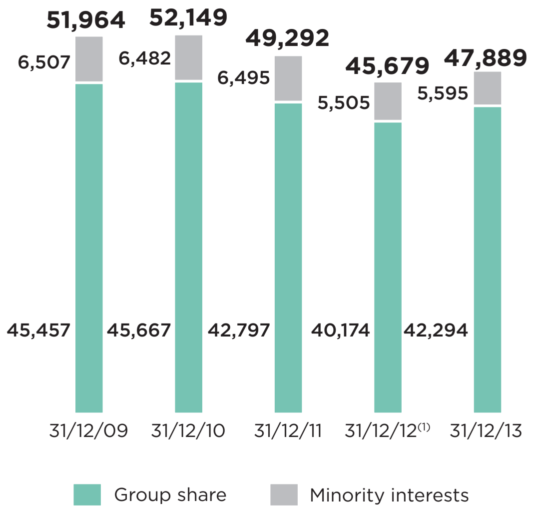
CONTRIBUTION TO NET INCOME GROUP SHARE

(in millions of euros)	2009	2010	2011	2012 Restated[1]	2013
Regional Banks	730	957	1,008	824	1,064
LCL	574	671	675	663	599
International retail banking	(458)	(928)	(2,458)	(4,880)	48
Asset management and insurance	1,410	1,509	951	1,720	1,563
Specialised financial services	457	536	91	(1,613)	84
Corporate and investment banking	(320)	975	(147)	(281)	775
Corporate centre	(1,268)	(2,457)	(1,590)	(2,822)	(1,628)

(1) *2012 reclassification of the BFI issuer spread to Corporate centre and incorporating a change in the valuation of a limited number of complex derivatives.*

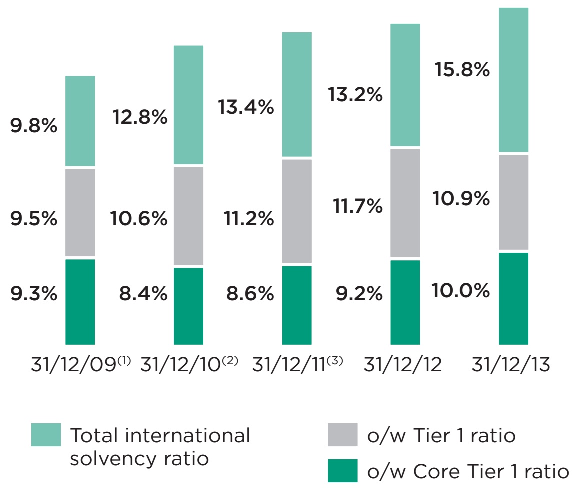
Financial structure

EQUITY
(in millions of euros)



(1) 2012 incorporating a change in the valuation of a limited number of complex derivatives and a fair value adjustment of securities classified as available-for-sale financial assets.

SOLVENCY RATIOS



(1) CRD ratio.

(2) The 2010 ratios include the impact of CCI/CCA risk weighting.

(3) The 2011 ratios include the first application of CRD 3.

Agency credit ratings at 14 March 2014

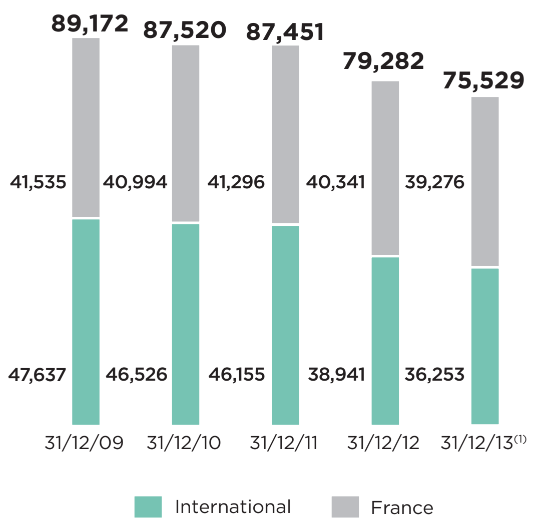
Crédit Agricole S.A. has been awarded sound ratings by agencies. They reflect its financial strength and its membership of Crédit Agricole Group.

	Short term rating
Moody's Investors Service	Prime-1
Standard & Poor's	A-1
FitchRatings	F1
DBRS	R-1 (middle)
	Long term rating
Moody's Investors Service	A2
Standard & Poor's	A
FitchRatings	A
DBRS	AA (low)
	Review/Outlook on the long term rating
Moody's Investors Service	Stable outlook
Standard & Poor's	Negative outlook
FitchRatings	Stable outlook
DBRS	Negative outlook

FitchRatings reviewed its rating on 17 July 2013. The short term rating moved from F1+ to F1, the long term rating from A+ to A and the outlook from negative to stable.

Headcount

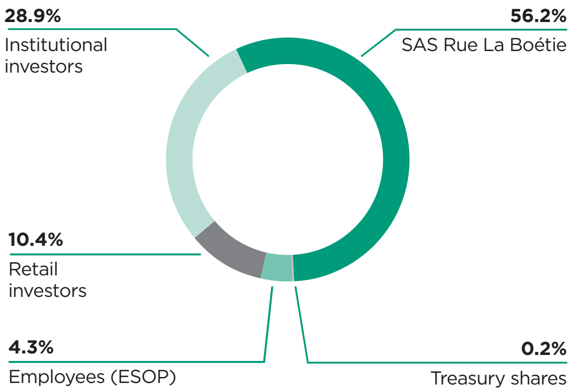
HEADCOUNT AT END OF PERIOD
(full-time equivalents)



(1) Restatement in respect of discontinued or held-for-sale operations.

Information concerning the share capital and shareholders

OWNERSHIP STRUCTURE AT 31 DECEMBER 2013



CHANGE IN SHARE OWNERSHIP OVER THE PAST THREE YEARS

The table below shows changes in the ownership of Crédit Agricole S.A. over the past three years:

	Position at 31/12/2013			At 31/12/2012	At 31/12/2011
Shareholders	**Number of shares**	**% of voting rights**	**% of the share capital**	**% of the share capital**	**% of the share capital**
SAS Rue La Boétie[(1)]	1,405,263,364	56.31	56.18	56.25	56.25
Treasury shares[(2)]	6,022,703	-	0.24	0.29	0.28
Employee share ownership plans (ESOP)	107,424,604	4.30	4.29	4.43	4.78
Institutional investors	723,507,726	29.00	28.92	27.86	27.89
Retail investors	259,371,600	10.39	10.37	11.17	10.80
TOTAL	**2,501,589,997**	**100**	**100**	**100**	**100**

(1) SAS Rue La Boétie is wholly-owned by the Crédit Agricole Regional Banks.

(2) The treasury shares are directly held as part of share buyback programmes, recognised on Crédit Agricole S.A.'s balance sheet, designed to cover stock options and as part of a market-making agreement.

The ownership structure changed slightly in 2013

The Regional Banks consolidate their investment in Crédit Agricole S.A. through SAS Rue La Boétie. Acting together and in the long term, they own the majority of the share capital: 56.25% at end-2011 and end-2012, and 56.18% at end-2013.

Institutional investor holdings rose to 28.92% at end-2013 from 27.86% the previous year, while retail investors decreased their holdings to 10.37% from 11.17% at end-2012. Overall, the free float remained unchanged over the period.

Employee ownership through employee share ownership plans declined slightly in 2012 and 2013: it thus went from 110.5 million shares at end-2012 to 107.4 million shares at end-2013.

RECENT CHANGES IN SHARE CAPITAL

The table below shows changes in Crédit Agricole S.A.'s share capital over the last five years:

Date and type of transaction	Amount of share capital (in euros)	Number of shares
Share Capital at 31/12/2008	**6,679,027,488**	**2,226,342,496**
22/06/2009 Payment of scrip dividends *(General Meeting of Shareholders of 19/05/2009)*	+279,712,323	+93,237,441
Share Capital at 31/12/2009	**6,958,739,811**	**2,319,579,937**
21/06/2010 Payment of scrip dividends *(General Meeting of Shareholders of 19/05/2010)*	+199,239,846	+66,413,282
29/07/2010 Capital increase reserved for employees *(General Meeting of Shareholders of 19/05/2009)*	+47,001,216	+15,667,072
Share Capital at 31/12/2010	**7,204,980,873**	**2,401,660,291**
20/06/2011 Payment of scrip dividends *(General Meeting of Shareholders of 18/05/2011)*	+288,935,580	+96,311,860
05/10/2011 Capital increase reserved for employees *(General Meeting of Shareholders of 18/05/2011)*	+145,158	+48,386
Share Capital at 31/12/2012	**7,494,061,611**	**2,498,020,537**
12/11/2013 Employee bonus shares *(General Meeting of Shareholders of 18/05/2011)*	10,708,380	+3,569,460
Share capital at 31/12/2013	**7,504,769,991**	**2,501,589,997**

Since 12 November 2013, the share capital of Crédit Agricole S.A. has amounted to €7,504,769,991 divided into 2,501,589,997 shares, with a par value of €3 each.

INFORMATION CONCERNING MAJOR SHAREHOLDERS

There are currently no shareholders' agreements.

Crédit Agricole S.A. has not issued any securities giving rights to share capital other than those indicated in the "Recent changes in share capital" table above. The Company has not issued any securities giving rights to the potential share capital or shares carrying double voting rights. Nor has it pledged any of its shares as collateral.

To the knowledge of Crédit Agricole S.A., no shareholder other than SAS Rue La Boétie owns 5% or more of the share capital or voting rights.

Control over the issuer

The shareholder relationships between Crédit Agricole S.A. and the Regional Banks are described in the notes to the financial statements under "General framework" of this document.

Control over Crédit Agricole S.A. is described in chapter III, "Corporate governance", of this registration document.

The rules governing the composition of the Board of Directors are set out in Article 11 of the Articles of Association.

The Crédit Agricole Regional Bank representatives hold a majority of the seats on the Board. The composition of the Board illustrates the willingness of Crédit Agricole S.A.'s largest shareholder (SAS Rue La Boétie, which held 56.31% of the voting rights at 31 December 2013) to give the Regional Banks a majority representation on the Board.

In addition to the Director appointed by joint decree by the Minister of Finance and the Minister of Agriculture, six seats are allocated to outside Directors. These six outside Directors are considered to be independent Directors in accordance with corporate governance guidelines (AFEP/MEDEF Code of Corporate Governance for Listed Companies). The outside Directors play an extremely important role on the Board. Three are Chairmen of the Board's special Committees (Audit and Risks, Remuneration, and Appointments and Governance).

There are no agreements of which the implementation could, at a subsequent date, result in a change in the Group's control.

▶ DIVIDEND POLICY

The dividend policy is determined by the Board of Directors of Crédit Agricole S.A. This policy may inter alia take account of Company earnings and financial condition, as well as the dividend policy practices of leading French and international companies in the sector. Crédit Agricole S.A. gives no guarantee as to the amount of the dividend which will be paid in any given year.

From 2001 to 2003, Crédit Agricole S.A. paid a dividend of €0.55 per share. The dividend was raised to €0.66 for 2004, €0.94 for 2005, €1.15 for 2006 and €1.20 in 2007. In respect of 2008, 2009 and 2010, shareholders were offered the option to receive a dividend of €0.45 in cash or in shares. The option of receiving the dividend in shares attracted considerable interest from shareholders: 85.7% of rights, excluding treasury shares and liquidity agreements, were exercised in favour of this option in respect of 2008, 59.3% in respect of 2009 and 84.9% in respect of financial year 2010. No dividend was distributed for 2011 or 2012.

For 2013, the Board of Directors of Crédit Agricole S.A., at its meeting of 18 February 2014, proposed a net dividend per share of €0.35, subject to the approval of the General Meeting of Shareholders.

As regards the payment of dividends, shareholders will have two choices:

- either in cash;
- or in shares, the payment being for the full amount of the dividend, *i.e.* €0.35 per share.

Furthermore, SAS Rue La Boétie, Crédit Agricole S.A.'s majority shareholder, has decided to opt for the distribution of the dividend in the form of shares of Crédit Agricole S.A. for 2013 and 2014.

	In respect of 2013	In respect of 2012	In respect of 2011	In respect of 2010	In respect of 2009
Net dividend/share *(in euros)*	0.35	None	None	0.45	0.45
Distribution rate[(1)]	35%	None	None	85%	92%

(1) Total dividends payable (ex. treasury shares) divided by net income Group share.

TABLE SUMMARISING AUTHORISATIONS TO EFFECT CAPITAL INCREASES

Table summarising authorisations in force granted by the General Meeting of Shareholders to the Board of Directors and use made of such authorisations during the year (information required by Order no. 2004-604 of 24 June 2004 reforming the system applicable to negotiable securities):

TABLE SUMMARISING AUTHORISATIONS IN FORCE AND THE USE MADE THEREOF DURING 2013

Type of authorisation	Purpose of authorisation	Validity of authorisation	Ceiling	Use during 2013
Share buyback	Buying Crédit Agricole S.A. ordinary shares.	General Meeting of Shareholders of 23/05/2013. 15th resolution. Valid for a term of 18 months. Expires on 23/11/2014.	10% of the ordinary shares in the share capital.	See detailed note on page 13
Capital increase by means of the issue of ordinary shares	**Share** capital increase by issuance of ordinary shares and/or any other negotiable securities giving access to the ordinary shares, with pre-emptive subscription rights.	General Meeting of Shareholders of 23/05/2013. 16th resolution. Valid for a term of 26 months. Expires on 23/07/2015.	€3.75 billion. €7.5 billion for debt securities These ceilings are subject to the ones in the 17th, 18th and 20th resolutions.	None
	Share capital increase by issuing ordinary shares and/or securities granting rights to ordinary shares, without pre-emptive subscription rights, in situations other than public offerings.	General Meeting of Shareholders of 23/05/2013. 17th resolution. Valid for a term of 26 months. Expires on 23/07/2015.	€750 million. €5 billion for debt securities These ceilings are subject to the one in the 16th resolution.	None
	Share capital increase by issuing ordinary shares and/or securities granting rights to ordinary shares, without pre-emptive subscription rights, in the case of a public offering.	General Meeting of Shareholders of 23/05/2013. 18th resolution. Valid for a term of 26 months. Expires on 23/07/2015.	€750 million. €5 billion for debt securities These ceilings are subject to the one in the 16th resolution.	None
	Increase the amount of the initial issue in the event of an issue of ordinary shares and/or securities granting rights to ordinary shares, with or without pre-emptive subscription rights, approved pursuant to the 16th, 17th, 18th, 20th, 21st, 25th and 26th resolutions.	General Meeting of Shareholders of 23/05/2013. 19th resolution. Valid for a term of 26 months. Expires on 23/07/2015.	Up to the ceilings set by the 16th, 17th, 18th, 20th, 21st, 25th and 26th resolutions.	None
	Issue ordinary shares and/or other securities granting rights to ordinary shares, without pre-emptive subscription rights, in consideration for contributions in kind to the Company, consisting of equity securities or other securities granting rights to the share capital, other than through a public exchange offer.	General Meeting of Shareholders of 23/05/2013. 20th resolution. Valid for a term of 26 months. Expires on 23/07/2015.	Up to 10% of the share capital, this ceiling being subject to the ones set in the 17th and 18th resolutions.	None
	Determine the issue price of ordinary shares and/or any other securities granting rights to ordinary shares, without pre-emptive subscription rights (at a level at least equal to the weighted average over the three trading days prior to the date it is set and up to an annual limit of 5% of the share capital).	General Meeting of Shareholders of 23/05/2013. 21st resolution. Valid for a term of 26 months. Expires on 23/07/2015.		None
	Ceiling on authorisations to issue securities with or without pre-emptive subscription rights as a result of the adoption of the 16th to 20th resolutions.	General Meeting of Shareholders of 23/05/2013. 22nd resolution.	Nominal amount of the capital increase approved pursuant to the 16th to 20th resolutions.	None
	Increase the share capital by capitalisation of reserves, earnings, share premiums or other items.	General Meeting of Shareholders of 23/05/2013. 24th resolution. Valid for a term of 26 months. Expires on 23/07/2015.	€1 billion, independent and separate ceiling.	None

Type of authorisation	Purpose of authorisation	Validity of authorisation	Ceiling	Use during 2013
Issue of securities	**Issue** securities giving entitlement to the allotment of debt securities.	General Meeting of Shareholders of 23/05/2013. 23rd resolution. Valid for a term of 26 months. Expires on 23/07/2015.	€5 billion. Ceiling independent from the amount of debt securities set in the 16th to 20th resolutions.	None
Transaction reserved for employees	**Increase** the share capital by means of the issue of ordinary shares, without pre-emptive subscription rights, reserved for employees of Crédit Agricole Group who subscribe to a company savings plan.	General Meeting of Shareholders of 23/05/2013. 25th resolution. Valid for a term of 26 months. Expires on 23/07/2015.	€200 million. Autonomous and distinct from other ceilings on capital increases.	None
	Increase the share capital by issuing ordinary shares, without pre-emptive subscription rights, reserved for Crédit Agricole International Employees.	General Meeting of Shareholders of 23/05/2013. 26th resolution. Valid for a term of 18 months. Expires on 23/11/2014.	€50 million. Autonomous and distinct from other ceilings on capital increases.	None
	Award bonus shares that have been or will be issued to eligible Corporate Officers or employees.	General Meeting of Shareholders of 18/05/2011. 29th resolution. Valid for a term of 38 months. Expires on 18/07/2014.	0.75% of the share capital on the date the Board of Directors decides to award them. This ceiling is subject to the one in the 24th resolution of the EGM of 18/05/2011.	Award of 3,569,460 shares, namely 0.14289% of the share capital on 09/11/2011, the date of the Board's decision.
Cancellation of shares	**Cancel** ordinary shares acquired under the share buyback programme.	General Meeting of Shareholders of 23/05/2013. 27th resolution. Valid for a term of 24 months. Expires on 23/05/2015.	10% of the total number of shares in each 24-month period.	

PURCHASE BY THE COMPANY OF ITS OWN SHARES IN 2013

The fifteenth resolution of the Ordinary General Meeting of Shareholders of Crédit Agricole S.A. of 23 May 2013 authorised the Board of Directors to trade in Crédit Agricole S.A. ordinary shares, in accordance with the General Regulations of the *Autorité des marchés financiers* (the French Financial Markets Authority AMF) and with Articles L. 225-209 *et seq.* of the French Commercial Code.

The key provisions of this resolution, which is still valid, are as follows:

- The authorisation was granted for a period of 18 months;
- The Company may not, under any circumstances, hold over 10% of the share capital;
- The number of shares purchased may not exceed 10% of the total number of ordinary shares at the date on which the said purchases are carried out;
- The maximum purchase price is €14;
- In any event, the Company is only authorised to use a maximum of €1.75 billion to buy back its ordinary shares.

Information on the use of the share buyback programme given to the General Meeting of Shareholders according to Article L. 225-211 of the French Commercial Code

The Board of Directors informs the General Meeting of Shareholders of the following activities undertaken in accordance with the share buyback programme for the period from 1 January to 31 December 2013.

Transactions were carried out as part of the programme in order to:

- cover commitments made to employees and Corporate Officers, in the framework of stock option and deferred compensation plans;
- ensure market-making by an investment services provider under a market-making agreement that complies with the AMAFI (the French Association of Financial Markets Professionals) Code of Conduct.

Number of shares registered in the Company's name at 31/12/2012	7,319,186
To cover commitments to employees and Corporate Officers	*2,204,186*
To provide volume to the market in the context of the market-making agreement	*5,115,000*
Number of shares bought in 2013	**17,453,488**
To cover commitments to employees and Corporate Officers	*733,539*
To provide volume to the market in the context of the market-making agreement	*16,719,949*
Volume of shares used to achieve the purpose set(1)	
Coverage of commitments to employees and Corporate Officers	*1,498,561*
Market-making agreement (Procurements + Disposals)	*34,704,898*
Number of shares reallocated for other purposes	-
Average purchase price of shares bought in 2013	€7.28
Value of shares bought in 2013 at purchase price	€126,975,878.54
Trading costs	€298,572
Number of shares sold in 2013	**18,749,971**
To cover commitments to employees and Corporate Officers	*765,022*
To provide volume to the market in the context of the market-making agreement	*17,984,949*
Average price of shares sold in 2013	€7.26
Number of shares registered in the Company's name at 31/12/2013	**6,022,703**
To cover commitments to employees and Corporate Officers	*2,172,703*
To provide volume to the market in the context of the market-making agreement	*3,850,000*
Gross carrying amount per share(2)	
Shares bought to cover commitments to employees and Corporate Officers (historical cost)	*€7.30*
Shares bought as part of the market-making agreement (traded price at 31/12/2013)	*€9.31*
Total gross carrying amount of shares	€51,685,436.30
Par value	€3
Percentage of the share capital held by the Company at 31/12/2013	0.24%

(1) Shares bought to cover commitments to employees and Corporate Officers are (a) shares sold or transferred to beneficiaries after they exercise options on Crédit Agricole S.A. shares, or sold on the stock market for the surplus coverage recorded at the closing date of the plans and (b) shares acquired and delivered or sold under deferred compensation plans as performance shares. Shares relating to the market-making agreement are shares bought and sold under the agreement during the period in question.

(2) Shares bought to cover commitments to employees and Corporate Officers are recognised as investment securities and valued at their purchase price, less any impairment; shares bought in relation to the market-making agreement are recognised as trading securities and valued at market value at each reporting date.

DESCRIPTION OF THE CRÉDIT AGRICOLE S.A. SHARE BUYBACK PROGRAMME FOR 2014 AND SUBSEQUENT YEARS

Pursuant to Article L. 241-2 of the *Autorité des marchés financiers* General Regulation, this document constitutes the description of the share buyback programme to be approved by the Combined General Meeting of 21 May 2014.

It is hereby specified that the expression "Ordinary Shares" as used in this document refers to the shares that make up the Company's share capital at this time, as opposed to Preferred Shares which could be issued in accordance with the authorisation given by the General Meeting of 19 May 2009 to the Board of Directors.

I. Number of shares and percentage of share capital directly owned by Crédit Agricole S.A.

At 5 March 2014, Crédit Agricole S.A. directly owned 5,384,412 shares, representing 0.22% of the share capital.

II. Breakdown of targets by equity securities held

At 5 March 2014, the shares held by Crédit Agricole S.A. were broken down as follows:

- 2,584,412 shares to cover commitments to employees and Corporate Officers;
- 2,800,000 shares held as part of a share liquidity agreement to stimulate the market in the share.

III. Purpose of share buyback programme

The authority to be granted by the shareholders at the Combined Ordinary and Extraordinary General Meeting of Shareholders of 21 May 2014 is designed to allow Crédit Agricole S.A. to trade in its own shares either on the market or over the counter for any purpose permitted or to be permitted by applicable laws or regulations.

In particular, Crédit Agricole S.A. may use this authorisation:

1) to grant stock options to some or all of the Company's employees and/or to some or all of its eligible Executive and non-Executive Corporate Officers of the Company or the companies or groupings affiliated with it, now or in the future, as defined by Article L. 225-180 of the French Commercial Code;

2) to allot ordinary shares to eligible Corporate Officers, employees and former employees of the Company or of the Group, or to certain categories thereof, as part of an employee profit-sharing or share ownership plan, as provided for by law;

3) to allot bonus shares under a bonus share plan as provided by Articles L. 225-197-1 *et seq.* of the French Commercial Code to some or all categories of eligible Corporate Officers and employees of the Company, and/or of companies and economic interest groupings affiliated therewith under the conditions set out in Article L. 225-197-2 of the French Commercial Code, and, more generally, to allot ordinary shares in the Company to such employees and Corporate Officers, notably under variable compensation plans for employees who are financial market professionals and whose activities have a material impact on the Company's risk exposure, in which case such allotments are contingent upon such employees meeting performance targets;

4) to hold purchased Company ordinary shares with a view subsequently to exchanging them or using them to pay for a potential acquisition, in compliance with the market practice accepted by the *Autorité des marchés financiers* (AMF);

5) to ensure coverage of securities granting rights to the Company's ordinary shares;

6) to ensure that liquidity is provided for the shares on the equity market by an investment services provider under a share liquidity agreement that complies with the AMAFI (the French Association of "Financial Market Professionals") Code of Conduct, in compliance with the market practice accepted by the *Autorité des marchés financiers*, it being specified that, for purposes of calculating the 10% limit set forth in paragraph 4-1 above, the number of ordinary shares purchased in this respect shall be the number of ordinary shares purchased less the number of ordinary shares sold during the term of this authorisation;

7) to proceed with the full or partial cancellation of the purchased shares.

IV. Maximum percentage of share capital, maximum number and characteristics of shares that may be bought back and maximum purchase price

1. Maximum percentage of share capital to be bought back by Crédit Agricole S.A.

Crédit Agricole S.A. is authorised to acquire up to 10% of the total number of shares forming its share capital at the date of settlement of the purchases. However, the number of shares purchased by the Company for the purpose of holding the shares purchased with a view subsequently to exchanging them or using them to pay for a potential merger, spin-off or asset transfer shall not exceed 5% of the Company's share capital.

In addition, the total cost of all such share purchases made during the term of the share buyback programme is €3.5 billion.

The Board of Directors shall ensure that these buybacks are carried out in accordance with regulatory requirements as set by law and the French Prudential Supervisory Authority (ACP – *Autorité de contrôle prudentiel*).

2. Characteristics of the shares covered

Class of shares: shares listed on Euronext Paris (Compartment A)

Name: Crédit Agricole S.A.

ISIN code: FR 0000045072

3. Maximum purchase price

The purchase price for Crédit Agricole S.A. shares under the buyback programme may not exceed €20 per share.

V. Duration of programme

In accordance with Article L. 225-209 of the French Commercial Code and with the twenty-third resolution to be adopted by the Combined Ordinary and Extraordinary General Meeting of Shareholders of 21 May 2014, this share buyback programme replaces the unused portion of the programme approved at the Ordinary General Meeting of Shareholders of 23 May 2013, and may be implemented until it is renewed by a future General Meeting of Shareholders, and in any event, for a maximum term of 18 months as from the date of the Combined Ordinary and Extraordinary General Meeting of Shareholders, that is, until 20 November 2015 at the latest.

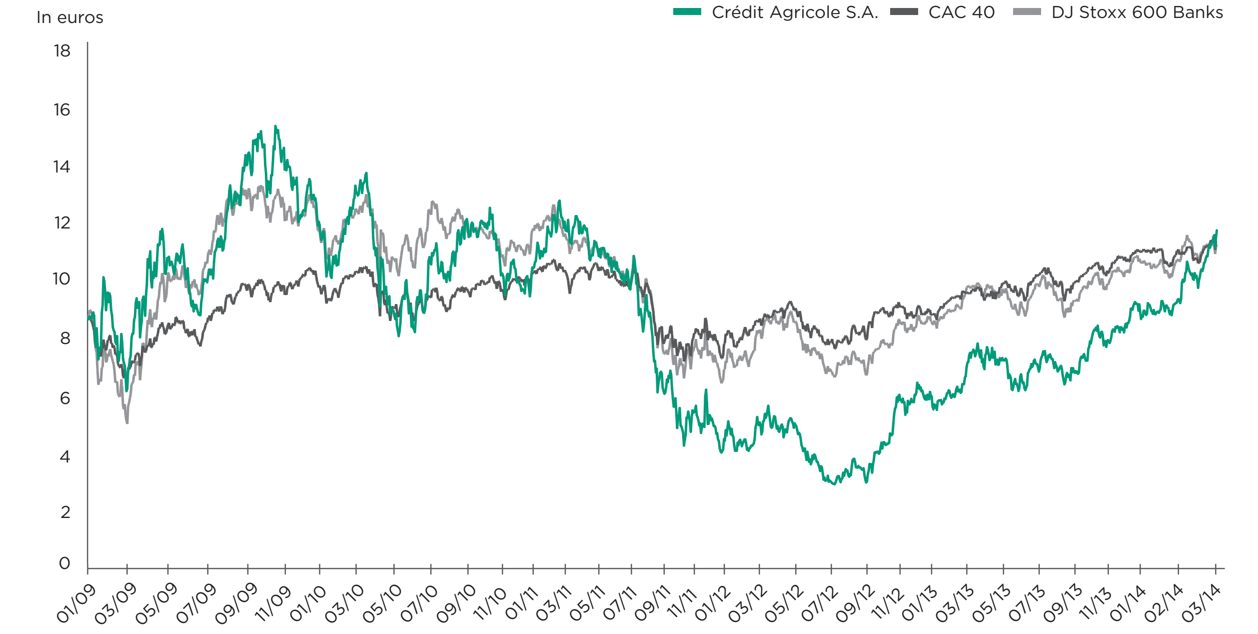
Stock market data

▶ CRÉDIT AGRICOLE S.A. SHARE

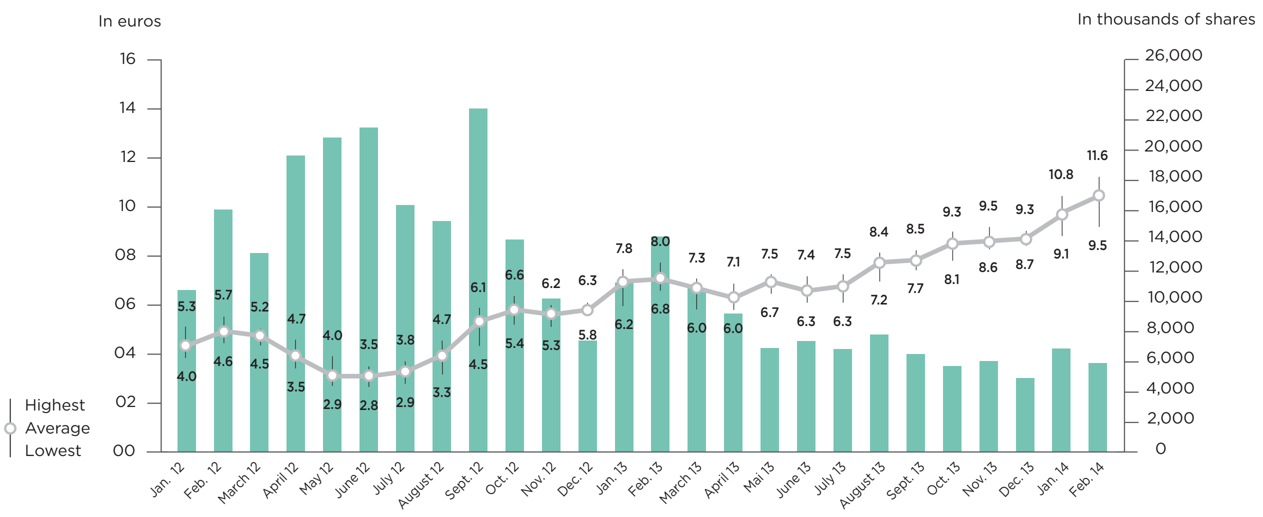
Share price performance

SHARE PRICE SINCE 2009

Comparison with the DJ Stoxx 600 Banks and Cac 40 indices (recalculated on the basis of the share price).



MONTHLY CHANGE IN THE SHARE PRICE AND IN THE VOLUME OF SECURITIES EXCHANGED



In 2009, after a difficult start, share prices picked up as fears sustained by the crisis began to dissipate. The share price reached its high for the year of €15.66 on 11 November 2009 and ended the year at €12.36, representing a gain of 54.6% over the year, outperforming the DJ Stoxx 600 Banks index (+45.9%) as well as the CAC 40 index (+22.3%).

In early 2010, despite disappointing results from the banking sector and a climate of uncertainty regarding the global economic recovery and regulatory changes, the stock rebounded in mid-February on hopes for a settlement of the Greek crisis. It reached its highest point in the year on 15 April 2010 at €13.68 before falling again amidst deflationary concerns in the United States and renewed fears over the debt of European governments. During the second half of 2010, it gradually picked up again on renewed optimism about global growth, particularly in the United States, before being dragged down by a fresh outbreak of concerns over sovereign debt as the year ended. Against this background, the Crédit Agricole S.A. stock closed 2010 at €9.50.

Following a positive start to 2011, March saw fresh fears of a Greek default along with the risk of contagion to Italy. Investors' distrust was subsequently strengthened by the difficulties European countries had finding a solution to the crisis and the possible participation of the private sector in plans to assist Greece, then the loss of the United States' AAA rating issued by Standard & Poor's on 5 August 2011. The ensuing liquidity crisis forced banks to announce cuts in high liquidity-consuming activities, as well as job cuts. It was against this background that the stock continued to slide, hitting a yearly low of €3.98 on 23 November 2011, and closing 2011 at €4.36.

In 2012, the Crédit Agricole S.A. stock fell, in tandem with the industry on the back of pressure on the Eurozone and the deepening of the sovereign debt crisis. The situation in Greece became more serious whilst fears also extended to Portugal, Spain and Italy. Over and above these macroeconomic factors, there were regulatory uncertainties regarding bank solvency. In light of its exposure to Greece, the stock hit its all-time low on 1 June (€2.88 when the markets closed and €2.84 during trading). The stock recovered in mid-2012 following the progress made by the Group to exit Greece, which was finalised in October with the announcement of the agreement to sell Emporiki to Alpha Bank. A yearly high of €6.56 was thus recorded during trading on 17 October. At year-end, the stock's rise was driven by regulatory (agreement between the 27 European Union countries on an ECB controlled banking supervisory mechanism) and macroeconomic factors (Greek debt agreement). The stock closed 2012 at €6.08, a year-on-year increase of 39.5%.

The beginning of 2013 was marked by a favourable context; the Crédit Agricole S.A. stock reached a high of €7.76 at the end of January. On the macroeconomic side, the agreement reached in Congress to avoid the fiscal cliff that was threatening the United States counterbalanced the still gloomy economic prospects for 2013. On the banking side, the Basel Committee published a new draft text, easing liquidity rules. Furthermore, early repayments of the LTROs have been higher than the markets expected, a sign that the financial system in Europe is returning to normal. Finally, factors specific to Crédit Agricole S.A. favoured its stock, in particular the sale of 5.2% of its holding in Bankinter.

Following the publication of results on 20 February 2013, the stock closed at €7.61, markets reacting positively to the confirmation of the Emporiki sale. The share price then traded in a bear market, uneasy about economic recovery in the Eurozone and uncertain of the outcome of the general election in Italy. The market was also profoundly affected by the crisis in Cyprus. Thus on 25 March, with the announcement of the Cyprus bailout plan, the stock fell back to €6.18.

Markets continued to be volatile in the Spring of 2013. Despite this backdrop, the stock rose in April on the back in particular of an easing of Italian sovereign bond yields and expectations of a cut in the ECB refinancing rate, which dropped from 0.75% to 0.50% on 2 May 2013. The ECB rate cut and its promise to provide unlimited liquidity until mid-2014 helped banking stocks in early May. Thus on 7 May 2013, following the publication of 2013 first-quarter results, the stock rose back up to €7.09.

June 2013 saw the announcement of a tightening in the Fed's monetary policy. In parallel, banking stocks were adversely affected by the increased emphasis on the leverage ratio. At end-June, the stock headed up on the back of a more positive economic climate following comments from the Fed Chairman regarding the need to maintain an accommodating monetary policy and in France following the announcements regarding the redistribution to the banks by *Caisse des Dépôts et Consignation* of €30 billion in regulated savings. The stock price then breached the €8 level following the publication of the first-half financial statements, which were well received by the market.

The market came under renewed pressure at the end of the summer on the back of concerns of an intervention in Syria and fears of a political crisis in Italy. But the market headed up in September with in particular the publication of positive economic indicators in the United States, China and within the Eurozone. The ECB's commitment, reiterated by Mario Draghi, to keep rates low for an extended period more specifically helped the banking sector. The market was thus affected by speculation surrounding the budget deadlock in the United States, until the announcement of an agreement. Markets continued to perform well as a result of a possible postponement by the Fed of its bond purchase tapering. In this favourable environment, the stock price fluctuated around the €9 mark, driven in particular in early November by the publication of its results and of its capital forecasts under Basel 3.

The stock ended 2013 at €9.305, up 52.9% over 12 months, outperforming both the CAC 40 and the DJ Stoxx 600 Banks indices, which were up 18.0% and 19.0% respectively. The total number of Crédit Agricole S.A. shares exchanged in 2013 on Euronext Paris was 2.077 billion (4.035 billion in 2012), with a daily average of 8.2 million (15.8 million in 2012).

The environment at the start of 2014 is looking favourable, with the share price rising. Following the presentation of the results on 19 February 2014, the share closed at €11.01. On 28 February 2014, still on an upward swing, it reached a record high at €11.585 and closed at €11.52.

Stock market indices

Crédit Agricole S.A. shares are listed on Euronext Paris, compartment A, ISIN Code: FR0000045072.

The shares are part of several indices: the CAC 40 index of the 40 most representative listed companies on the Paris Bourse and the FTSEurofirst 80 index representative of the largest companies in the European Monetary Union by market capitalisation.

The Crédit Agricole S.A. stock is also in the FTSE 4 Good Global 100 and Europe 50 sustainable development indices (respectively bringing together 100 global listed companies and 50 European listed companies observing strict social and environmental responsibility criteria).

Stock market data

	31/12/2013	31/12/2012 Restated[3]	31/12/2011	31/12/2010	31/12/2009
Number of shares in issue	2,501,589,997	2,498,020,537	2,498,020,537	2,401,660,291	2,319,579,937
Stock market capitalisation *(in billions of euros)*	23.3	15.20	10.90	22.80	28.70
Earnings per share (EPS)[1] *(in euros)*	1.01	(2.58)	(0.60)	0.54	0.50
Net asset value per share (NAVPS)[1][2] *(in euros)*	16.91	16.08	17.13	18.56	19.32
Price/NAVPS	0.55	0.38	0.25	0.51	0.64
P/E (price/EPS)	9.23	-	-	17.60	24.80
Highest and lowest share prices during the year[1] *(in euros)*					
High (during trading day)	9.50	6.56	12.92	13.78	15.66
Low (during trading day)	5.95	2.84	3.98	7.87	5.90
Final (closing price at 31 December)	9.31	6.08	4.36	9.50	12.36

(1) Data adjusted for the July 2008 capital increase with preferential subscription rights.

(2) Net asset value after dividends divided by number of shares in issue at year-end.

(3) 2012 incorporating a change in the valuation of a limited numbers of complex derivatives and fair value adjustment of securities classifed as available-for-sale financial assets.

Shareholder return

The table below shows the total shareholder return for retail investors in Crédit Agricole S.A. shares.

The calculation, which is based on the share price on the day of the investment (initial public offering on 14 December 2001 or beginning of the year in other cases), takes into account the reinvestment of dividends received (until 2005, this included a tax credit in respect of the year before, which accounted for 50% of the amount distributed). The valuations are based on the closing share price on the day of the investment.

The calculation also assumes that investors sold their preferential subscription rights and used the proceeds to take up the rights issues at the end of October 2003, January 2007 and July 2008. All results are presented net of tax.

Holding period	Cumulative gross return	Average annualised return
1 year (2013)	+46.5%	+46.5%
2 years (2012 and 2013)	+110.0%	+44.9%
3 years (2011 to 2013)	(1.2%)	(0.4%)
4 years (2010 to 2013)	(20.8%)	(5.7%)
5 years (2009 to 2013)	+23.8%	+4.4%
6 years (2008 to 2013)	(46.2%)	(9.8%)
7 years (2007 to 2013)	(60.6%)	(12.4%)
8 years (2006 to 2013)	(50.5%)	(8.4%)
9 years (2005 to 2013)	(39.5%)	(5.4%)
10 years (2004 to 2013)	(24.9%)	(2.8%)
11 years (2003 to 2013)	+2.5%	+0.2%
12 years (2002 to 2013)	(11.0%)	(1.0%)
Since IPO (14/12/2001)	(5.1%)	(0.4%)

2014 FINANCIAL COMMUNICATIONS CALENDAR

20 March	Crédit Agricole S.A. Medium Term Plan
7 May	Publication of 2014 first-quarter results
21 May	General Meeting of Shareholders in Paris
5 August	Publication of 2014 first-half results
6 November	Publication of 2014 nine-month results

CONTACTS

www.credit-agricole.com/en/Investor-and-shareholder

Financial Communication department

Denis Kleiber

Tel: + 33 1 43 23 26 78

Institutional investor relations

Tel: + 33 1 43 23 04 31

investor.relations@credit-agricole-sa.fr

Retail shareholder relations

Toll-free line (from France only): 0 800 000 777

credit-agricole-sa@relations-actionnaires.com

Significant events in 2013

February

Crédit Agricole S.A. disposes of its Greek subsidiary Emporiki to Alpha Bank.

May

Kepler Capital Markets acquires Crédit Agricole Cheuvreux to create Europe's leading broker: Kepler Cheuvreux.

June

Crédit Agricole S.A. successfully completes its first "Samurai" bond issue targeting Japanese domestic investors and raises 65.3 billion Yen (equivalent to roughly €507 million).

July

Fiat Group Automobiles (FGA), Crédit Agricole S.A. and Crédit Agricole Consumer Finance reach an agreement to extend their equal Joint Venture in FGA Capital ("FGAC") until 31 December 2021.

Crédit Agricole Corporate and Investment Bank (CIB) and CITICS finalise the agreement for the acquisition by CITICS of Crédit Agricole CIB's remaining 80.1% interest in CLSA.

Crédit Agricole Assurances, via its Predica subsidiary, becomes a shareholder in Aéroports de Paris, acquiring a 4.81% interest.

CACEIS expands its custodian bank network in Europe, opening two new branches in Belgium and the Netherlands.

Crédit Agricole ring-fences €2.2 billion to help fund regional SMEs.

September

Crédit Agricole S.A. disposes of its remaining interest in Bankinter, amounting to circa 7.6% of the share capital, by means of an accelerated private placement with institutional investors.

October

Amundi finalises the acquisition of Smith Breeden, a US-based institutional asset management firm.

November

The Crédit Agricole Regional Banks use a unique IT System: the "Nice" IT system following the migration of the last remaining Banks.

Crédit Agricole S.A. enters into exclusive negotiations with Société Générale with a view to the disposal by Crédit Agricole CIB to Société Générale of its 50% stake in Newedge Group, their brokerage joint venture, and the concurrent acquisition by Crédit Agricole S.A. from Société Générale of a 5% stake in Amundi, their joint asset management company.

Crédit Agricole S.A. begins the process of disposing of its stake in Eurazeo.

Company history

1885

Creation of the first Local Bank in Poligny (Jura).

1894

Law authorising the creation of the first sociétés de Crédit Agricole, later named Caisses Locales de Crédit Agricole Mutuel (Local Banks of Crédit Agricole Mutuel).

1899

Law grouping the Local Banks into Crédit Agricole Regional Banks.

1920

Creation of the Office National du Crédit Agricole, which became Caisse Nationale de Crédit Agricole (CNCA) in 1926.

1945

Creation of Fédération Nationale du Crédit Agricole (FNCA).

1986

Creation of Predica, life insurance company of the Group.

1988

Law reorganising the CNCA as a mutual company, which became a public limited company owned by the Regional Banks and the Group's employees.

1990

Creation of Pacifica, property & casualty insurance subsidiary.

1996

Acquisition of Banque Indosuez.

1999

Acquisition of Sofinco and an initial stake in Crédit Lyonnais.

2001

Reincorporation of the CNCA as Crédit Agricole S.A., and listing on the stock market on 14 December 2001.

2003

Acquisition of Finaref and Crédit Lyonnais.

2006

Significant development in International retail banking, with the acquisition of Emporiki Bank in Greece and the announced acquisitions of Cariparma, FriulAdria and 202 Banca Intesa branches in Italy.

2007

Launch of LCL competitiveness plan (new brand for Crédit Lyonnais since 2005).

Cariparma FriulAdria and Emporiki development plans announced.

2008

Presentation of the strategic Refocusing and Development plan for Corporate and investment banking activities.

2009

Presentation of the Restructuring and Development plan of Emporiki Bank.

Creation of Amundi, a European leader in asset management, born of the combination of Crédit Agricole Asset management and Société Générale Asset management.

2010

Merger of Sofinco and Finaref to create the new consumer credit leader in France and Europe: Crédit Agricole Consumer Finance.

Crédit Agricole Leasing and Eurofactor regroup to give rise to Crédit Agricole Leasing & Factoring.

2011

Continuation of the expansion strategy in Italy, with the acquisition of 172 branches from Intesa Sanpaolo S.p.A.

Presentation of the *Engagement 2014* strategic plan.

Presentation of Crédit Agricole Group's adaptation plan.

2012

Success of Crédit Agricole Group's adaptation plan.

2013

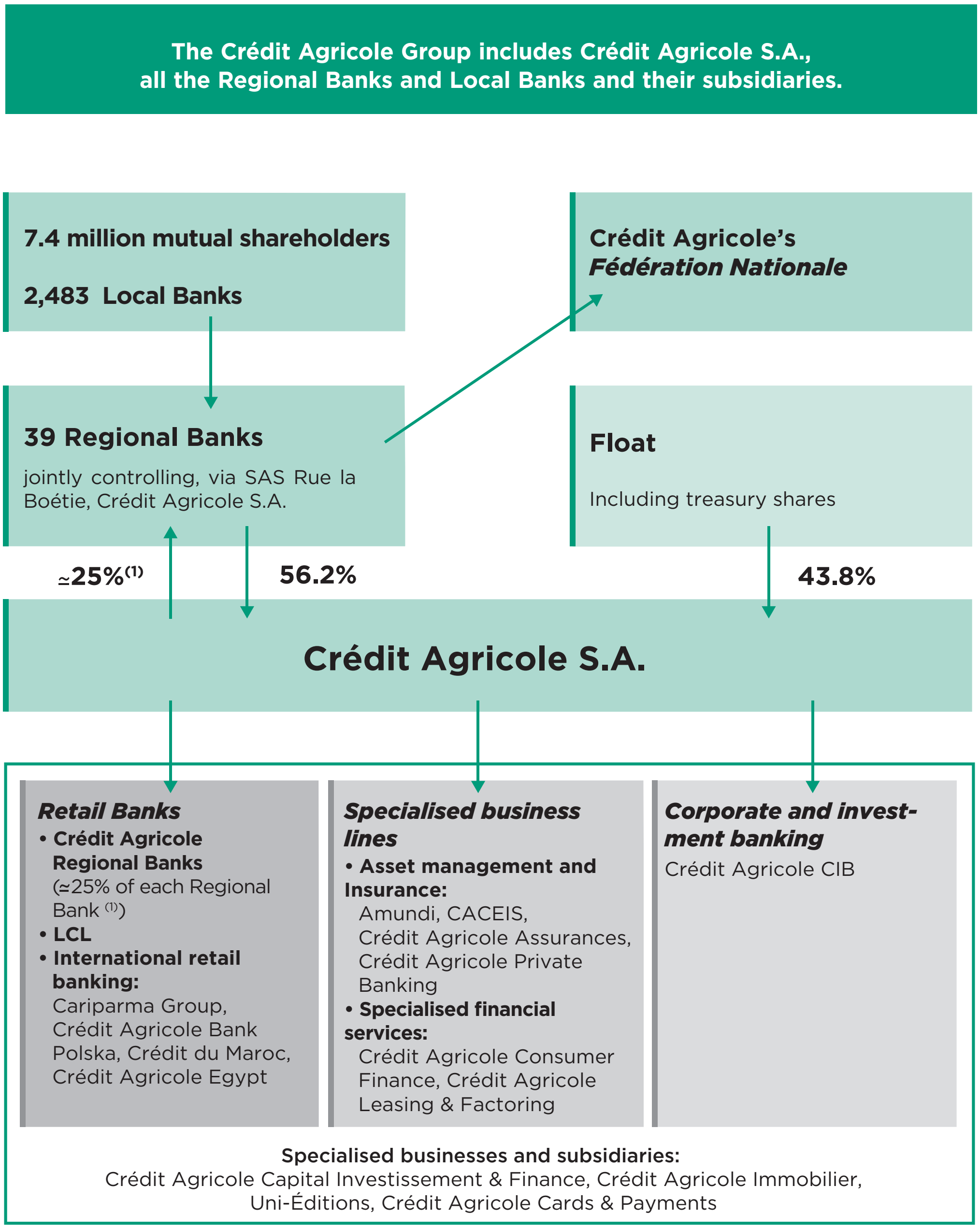
Disposal of Emporiki Group to Alpha Bank.

Disposal of the CLSA and Cheuvreux brokers.

Disposal of Bankinter equity investments.

Agreement regarding the disposal of Newedge.

Organisation of Crédit Agricole Group and Crédit Agricole S.A.



At 31 December 2013

(1) *Apart from the Caisse Régionale de la Corse. The exact percentage holding in each Regional Bank is listed in Note 12 to the Financial Statements.*

The business lines of Crédit Agricole S.A.

SIX BUSINESS LINES

French retail banking – 39 Regional Banks(1)

- **Share of net income of equity-accounted entities(1): €1.1 billion**

Banking services for individual customers, farmers, small businesses, SMEs and local authorities, with strong local roots.

Crédit Agricole Regional Banks provide a full range of banking and financial products and services: savings products (money market, bonds, securities); life insurance investment products; lending (namely home and consumer finance, loans to corporates, small businesses and farmers); payment instruments; personal services; banking-related services; and wealth management. The Regional Banks also distribute a very large range of property & casualty and death & disability insurance products:

- 21 million individual customers;
- 7,018 branches (at end-2013) and 6,497 in-store servicing points (at end-2012);
  - Leader by market share *(source: Banque de France, September 2013)* in:
  - household deposits: 23.2%,
  - household credit: 20.9%;
- Penetration rate:
  - individual customers: 28.8% *(source: Operbac 2012)*,
  - farming sector: 85% *(source: Adéquation 2012)*,
  - small businesses: 33%[2] *(source: Pépites CSA 2011-2012)*,
  - SMEs: 37% *(source: TNS Sofres 2013)*,
  - associations: 24% *(source: CSA 2012 – body in charge of monitoring financial and insurance behaviour of associations)*.

(1) Crédit Agricole S.A. accounts for the Regional Banks (excluding Caisse régionale de Corse) using the equity method (about 25%).

(2) Comprises small businesses for private purposes and for professional purposes.

French retail banking – LCL

- **Revenues: €3.8 billion**

French retail banking network with a strong presence in urban areas. It is organised into four business lines: retail banking for individual customers, retail banking for small businesses, private banking and corporate banking.

The payments division, spanning all markets, completes the picture. The bank provides the entire range of banking, asset management and insurance products and services along with wealth management services. These services are offered through a variety of channels: the branch networks, with offices dedicated to corporates or private banking; websites (dedicated to individual customers, corporates and small businesses) and telephone:

- 6 million individual customers, 330,000 small businesses, 27,000 corporates;
- 2,081 points of sale, including:
  - 88 locations dedicated to corporates and institutional customers;
  - 70 locations and sites dedicated to private banking;
  - 3 wealth management offices (Paris, Lyon and Bordeaux).

International retail banking

- **Revenues: €2.4 billion**

Crédit Agricole S.A. continues to optimise the operations and improve the sales and financial performance of its subsidiaries, universal customer-focused banks, in Europe and in the countries where it is traditionally located in the Mediterranean Basin. Taken together, these banks account for:

- 5.6 million customers;
- 2,200 points of sale.

In Italy, Cariparma and its subsidiaries Carispezia and Friuladria, mainly serve the richest parts of the country.

In Eastern Europe, Crédit Agricole S.A. trades under the Crédit Agricole brand in Poland, Ukraine, Serbia, and also has operations in Albania, Bulgaria and Romania.

Crédit Agricole Bank Polska, the market leader in consumer finance and credit cards, is developing its retail banking presence and strengthened its position in the corporate market following the merger with CACIB. In Ukraine and Serbia, the Crédit Agricole subsidiaries are now amongst the leaders in the agricultural and food processing markets.

Crédit Agricole S.A. has also long been present around the Mediterranean Basin, in Egypt and Morocco.

Crédit Agricole S.A. also has holdings in European countries either directly - in Portugal - or through the Regional Banks.

Savings management and Insurance

- **Revenues: €5.1 billion**

Asset management: Amundi has two main businesses: asset management for retail banking network customers; management for institutional customers and third-party distributors:

- No. 1 in Europe;
- No. 9 worldwide;
- Assets under management: €777.1 billion.

Securities and investor services: CACEIS offers a complete range of products and services: custodianship, fund administration and services to issuers:

- No. 1 custodian bank in Europe;
- No. 1 European fund administrator[1];
- Assets under custody: €2,254 billion;
- Assets under administration: €1,309 billion.

Insurance: Crédit Agricole Assurances covers all customer needs, in France and internationally, in terms of personal insurance, property & casualty insurance and creditor insurance. In France, the business relies on the Regional Banks and LCL. Outside France, its products are distributed through partner bank and financial institutions networks. Insurance today covers 14 countries thanks to its 3,500 employees:

- No. 1 bancassurer in Europe[2];
- No. 2 personal insurer in France[2];
- No. 7 property and liability insurer in France[2];
- Revenues at end-2013: €26.4 billion.

Private banking: Crédit Agricole Group is a leading player in this sphere:

- Crédit Agricole Banque Privée, a brand launched by the Regional Banks for high net worth customers in France;
- LCL Banque Privée, a specialist Management division integrated into the LCL network;
- Crédit Agricole Private Banking, which brings together the private banking activities of specialised subsidiaries in 16 countries, in particular France, Switzerland, Luxembourg, Monaco and in fast-growing markets in Asia, Latin America and the Middle East;
- Assets under management: €132.2 billion[3].

(1) Source: globalcustody.net.

(2) Source: L'Argus de l'assurance - 20 December 2013.

(3) Including LCL Banque Privée assets (€38.9 billion) and excluding assets held by the Regional Banks and private banking activities within the International retail banking business line.

Specialised financial services

- **Revenues: €3.2 billion**

Consumer finance: Crédit Agricole Consumer Finance is a key player in consumer finance in Europe, present in 22 countries (20 European countries, Morocco and China).

Crédit Agricole Consumer Finance distributes a broad range of financing and insurance solutions in all distribution channels: direct sales in branches, on the web and through retail outlets (automotive, household equipment, etc.), in partnership with distributors and major retailers:

- €70 billion in outstandings managed (including €12.4 billion for the Group's retail banking networks).

Lease financing and factoring: Crédit Agricole Leasing & Factoring assists corporates, small businesses, farmers and the public sector, with finance solutions in lease financing and factoring.

- Outstandings managed at end-2013[4]: €21 billion.

Lease financing:

- in France: ranked fourth in property and equipment lease financing *(source: Company, October 2013)* and major financer of sustainable development and public sector;
- in Europe: ranked eleventh in lease financing *(source: Leaseurope, June 2013)* and first in lease financing in Poland *(source: Company*, 2013).
  - Lease financing outstandings: €16 billion.

Factoring:

- in France: ranked first in factoring *(source: ASF, February 2014)*;
- in Europe: ranked fifth in factoring *(source: Company 2013)*, ranked fourth in Germany in 2012 *(source: Deutscher Factoring-Verband, June 2013)*.
  - Factoring outstandings: €5 billion.
  - Factored receivables 2013: €58 billion.

(4) Outstandings net of syndication shares from Group banks.

Corporate and investment banking

- **Revenues: €3.6 billion**

Crédit Agricole CIB is structured around five businesses.

- **Financing activities**

Structured finance consists of originating, advising, structuring and financing investments, often asset backed (such as aviation and railways, maritime, property and the hotel industry), as well as complex and structured loans:

- Bank of the Year in Project Finance – Europe *(source: PFI Awards 2013)*;
- Aircraft Finance House of the year *(source: Global Transport Finance)*.

Customer relations & international network is responsible for managing relations with all of our key accounts: large French corporates, regional businesses and French local authorities, in cooperation with the Crédit Agricole Regional Banks.

Debt optimisation & distribution covers origination, structuring and arrangement of medium and long term syndicated and bilateral loans for corporates and financial institutions. It is also responsible for underwriting and primary and secondary distribution of syndicated loans to banks and non-banking institutional investors.

- **Capital markets and investment activities**

Capital markets activities cover all sales and trading activities on the primary and secondary markets (fixed income, credit, bonds, securitisation, money market) for large corporates and financial institutions. It also coordinates business relations with all financial institutions. The product lines rely on dedicated research services:

- Best Bank for Covered Bond Research and Best Bank for Syndicated Bonds *(source: Euroweek/the Cover Covered Bond Awards)*;
- Best "Uridashi House" *(source: Capital Markets Daily Awards)*.

The i***nvestment bank*** advises large corporates in their corporate finance needs and covers advisory activities in mergers and acquisitions, the Equity Capital Markets, Strategic Equities and Structured Financial Solutions, as well as specialised sectoral teams:

- No. 2 Investment Bank in France *(source: Dealogic)*.

FRENCH RETAIL BANKING – CRÉDIT AGRICOLE REGIONAL BANKS

Business and organisation

Crédit Agricole Regional Banks are co-operative entities and fully-fledged banks that have a leading position in all areas of the retail banking markets in France: ranked in the top tier for individual customers *(source: Operbac 2012)*, small businesses *(source: Pépites CSA 2011-2012)*, farmers *(source: Adéquation 2012)*, and corporates *(source: TNS Sofres 2013)*, and ranked in the second tier for associations *(source: Pépites CSA 2011-2012)*.

With 21 million individual customers, the Regional Banks account for 23.2% of the household bank deposit market *(source: Banque de France, September 2013)*.

They have a network of 7,018 branches, plus 6,497 in-store servicing points installed in small retailers that provide their customers with a full range of financial products and services. The Crédit Agricole Regional Banks market offers and services around deposits, savings and investments in equities, bonds and mutual funds; they engage in the distribution of loans, particularly home loans and loans to consumers, SMEs and small businesses, and provide payment instruments and insurance products (property & casualty, life, death & disability and retirement).

They also provide their customers with a full range of remote banking solutions.

The bank chosen by 85% of farmers for professional purposes *(source: Adéquation 2012)*, Crédit Agricole also continues to have the largest market share of their personal accounts (75%) *(source: Adéquation 2012)*.

With over 3,000 small business advisers, Crédit Agricole is also the leader in the market for small businesses: more than one small business in three is a customer of a Regional Bank *(source: CSA Pépites 2011-2012)*. Crédit Agricole remains a major source of financing for the economy with a 22.7% financing market share in this segment *(source: Banque de France - June 2013)*.

Crédit Agricole is also the leader in the corporates market with a penetration rate of 37% *(source: TNS-Sofres 2013)*. In the corporates market, the Regional Banks have a sales organisation of 720 account representatives serving as the mainstay of the business relationship, in the service of the Regional Banks' 90,000 customers. They provide their customers with the full range of Crédit Agricole Group's products, services and areas of expertise to meet all their needs: commercial banking, business banking, international banking and corporate savings schemes.

Finally, with some 200 specialised account representatives, the Regional Banks support local authorities and more broadly the local public sector and social economy.

Crédit Agricole S.A. holds about 25% of the capital in all the Regional Banks (except for the Regional Bank of Corsica, which it wholly owns).

Events in 2013

The rates of market penetration of the Regional Banks are historically high and the financing market shares of loans (17%) and savings (15.6%) position them as the leading lending and savings institution in France *(source: Banks' financial communications, September 2013)*.

In the market for individual customers, the year was marked by extremely low market rates and increased taxation of investment income, which led savers to move new savings to the most tax-efficient investment vehicles such as the passbook savings account, home purchase savings plans (PEL) and life insurance. In this challenging environment, Crédit Agricole retained its leadership, with customer deposits (including demand deposits) growing by 3.2% in 2013.

Crédit Agricole continued to play a major role in helping its customers realise their plans, in particular in home loans with a market share of 22.6% at end-June 2013, up 0.3 percentage point on June 2012 *(source: Banque de France)*. The new e-immobilier.credit-agricole.fr website, launched in June 2013, offers households with plans to buy property a high quality on-line service: the user files his or her loan application and gets an instant initial response. Crédit Agricole promises to call back within 24 hours and to offer him/her an appointment at a branch within five days.

With regard to day-to-day banking services, the *Compte à Composer* offering is now available throughout France. A modular offering that customers can customise, some 1.5 million individual customers had already been won over by end-October 2013.

Leader in electronic payments in France, with a little over 13 million cards *(source: CA Paiement)*, Crédit Agricole is developing its VISA card offerings alongside MasterCard card offerings and endeavours to manufacture them from environmentally friendly, durable agricultural materials. The Tookets scheme (solidarity contributions generated from savings in mutual passbook accounts and intended to support associations in the region of the Regional Bank) has now been rolled out by a third of Regional Banks. In 2013, over €800,000 were paid out to associations under this scheme.

In insurance, the number of new policies rose by 3% despite a falloff in the amount of quotes (-4%), in particular reflecting the attractive price positioning of the new residential offering launched in 2012. In addition, sales are more value-enhancing with production including a substantial proportion of *Intégrale* packages.

In the high net worth customers market, the Regional Banks strengthened their leading position in 2013 with an 18% market share *(source: Baromètre Clientèle Patrimoniale Ipsos)*. This development was driven by a number of critical factors:

- the expansion of the high net worth sales teams (2,900 employees at present);
- the development and dissemination of expertise across the regions, notably by means of the *Cursus patrimonial* training programme and label;
- the accelerated roll-out of high value-added investment offerings (such as the flexible investments via Amundi Patrimoine);
- communication surrounding the Crédit Agricole Banque Privée brand launched in 2012 and expanded in 2013.

With a global penetration rate of 85% *(source: Adéquation 2012)*, **Crédit Agricole remains by far the leading partner of French farmers**. The Regional Banks finance three young farmers' start-ups out of four. In 2013, the Regional Banks provided €4 billion in financing for the mechanism, up over 11% on 2012. In Agilor alone, the Regional Banks also broke a record for the second year running, with production of over €3 billion. By backing a new national winegrower support programme with the provision of over 3,000 bank guarantees, the Regional Banks demonstrated their support for the wine industry. As regards inflows, with deposits of over €1 billion at end-2013, the success of the five-year equity savings account (CEA) was reaffirmed, proving to be an effective product for safeguarding farming activities.

The Regional Banks are also the leading financial partner of the food-processing sector, with a 37% market share *(source: Banque de France, September 2013)*. There was investment on an organisational front with a) the creation of "senior banker" positions in the Regional Banks, and b) the establishment of a team of experts at Group level notably including business process engineers who assisted 80% of the Regional Banks in 2013.

Finally, with an average of 3 million visits per month, and 800,000 unique visitors, Pleinchamp.com remains the leading French website for farming information. It also allows farmers who are Regional Bank customers to access a broad range of agricultural expert services.

In the small business market, despite a depressed economic climate, the Regional Banks continued to actively support their local economies by giving the thumbs up to over 110,000 projects this year. With a global penetration rate of 33% *(source: Pépites CSA 2011-2012)*, the Regional Banks are still the banking partner of choice for small businesses, both in terms of business banking and the personal banking needs of the business owners. They continued to support business founders and buyers in 2013, with the involvement of all Regional Banks in a new business start-up initiative being further testament to Crédit Agricole's commitment to entrepreneurs. In order to remain a helpful bank with the interests of customers at heart, in 2013 they made collective undertakings designed to meet the needs of small business customers in a fair and transparent manner, offering the most appropriate advice, at a fair price, backed up by hard evidence.

In addition, the Regional Banks made a major effort to innovate and offer customers new payment solutions, with in particular the 2013 roll-out of contact-less to Crédit Agricole cardholders and small retailers.

In the corporates market, in what is still a challenging climate, heavily impacted by sluggish growth and growing regulatory constraints, the Regional Banks continued to support their customers at all stages of development while managing their risk. As a result of the reduction in corporate investment, and despite the introduction of a pre-financing solution for the tax credit for encouraging competitiveness and jobs (*Crédit d'Impôt pour la Compétitivité et l'Emploi* - CICE), production of new medium and long term loans was down 6.4% on 2012. In terms of payment flows and instruments, they continued their efforts to assist SMEs in applying the regulatory developments associated with the implementation of the Single Euro Payments Area (SEPA). The Corporates market made a major contribution to on-balance sheet deposits, with an increase of 11%, including 18% for term deposits alone (data at September 2013). Finally, despite a more restricted volume of business, corporate business banking continued to consolidate.

With a 21.3% financing market share, Crédit Agricole is the second largest lender to local authorities *(source: Banque de France)*. As part of its partnership with the European Investment Bank, the Group approved close to €730 million in intermediated loans, including €488 million for the Regional Banks.

In social housing, the Group continues to increase its presence in particular through the distribution of regulated loans: with outstanding loans of about €2.5 billion in June 2013, one out of every two social housing bodies is a Crédit Agricole customer.

In the Social Economy market, the Group has reaffirmed its desire to support associations with products such as the new CSL Association, not to mention Kwixo, which allows online donations to be accepted.

More generally, 2013 saw the completion of the migration to NICE *(Nouvelle Informatique Convergente Evolutive)*. The 39 Regional Banks now all use this common IT system. The year also saw the widespread application in all markets of customer relationship practices that reflect the Group's values at key moments of the customer relationship (reception, maintenance, development of the relationship). The aim of implementing these practices is to improve customer satisfaction, motivate employees and improve sales performance.

FRENCH RETAIL BANKING – LCL

Operating under its own brand, which was adopted in August 2005, LCL is the only domestic network bank in France to focus exclusively on retail banking. Its offering covers all markets: individual customers, small businesses and corporates.

Business and organisation

LCL's operations are organised around the following four markets in a manner that is consistent with its strategic objectives and, in particular, the priority given to customers by mobilising the entire company in their service: retail banking for individual customers, retail banking for small businesses, private banking and corporate banking. The payments division, back office units and support functions work horizontally across all four markets.

LCL provides its six million individual customers with a broad range of innovative products and services. Its operations cover all activities relating to banking and insurance: savings, investment, lending, payment instruments as well as insurance and advisory. LCL has supplemented its offering with the *Contrat de reconnaissance*: eight firm and verifiable commitments to guarantee the quality of its services and of the relationship with its customers. LCL operates throughout France with over 1,900 branches and 6,500 ATMs.

The 330,000 small business customers – tradespeople, small retailers, professionals, farmers and small business – also benefit from a national network of almost 1,110 specialist advisers working in the branches. These advisors serve as a single contact point to help their customers manage their daily affairs and achieve their business and personal projects. Through its subsidiary Interfimo, LCL is a major player in the financing of professionals.

LCL Banque Privée serves its 150,000 customers by providing a global relationship (high net worth banking, day-to-day banking and finance) in 70 privileged reception facilities. The dedicated reception facilities provide the ideal conditions in complete confidentiality for analysis, consultation and decision making in peace and comfort. Available to assist customers in organising and valuing their wealth, the LCL Banque Privée adviser is also the contact person for common banking transactions and deals with all lending transactions: property loans, asset-backed loans, financing of stock options, etc.

LCL corporate banking, to meet the needs of its 27,000 customers, relies on its national network of 88 Business Centres and corporate branches and makes available to its 27,000 customers its full range of expertise in Paris and around France: corporate finance for corporate takeovers and acquisitions, market activities, international trade and payments, employee savings. As a player of choice in the Mid-Caps sector, one out of every three Mid-Caps currently banks with LCL. LCL corporate banking also reaffirms its comprehensive approach and its desire to assist executives with their Wealth Management plans by expanding its wealth management teams in Paris and around France.

In each of the four markets, the payments division offers innovative and competitive solutions tailored to each customer segment, covering the full spectrum of payment instruments. LCL is taking a very active role in the construction of the Group Shared Payments Platform assigned to Crédit Agricole Cards & Payments, the Group's payment system subsidiary. This major multi-year project aims to strengthen the industrialisation of transaction processing in order to obtain very competitive cost prices for all of Crédit Agricole's French and international entities.

In addition to its branch network, all its customers can also access LCL online. Customers and prospects will find the latest financial news, a detailed presentation on all available products and services, a website for consulting and managing accounts and managing securities portfolios. Customers are able to personally carry out a whole range of transactions in complete security. For customers looking for a fully online option, "e.LCL" completes the picture: more than 75,000 customers have been won over by the concept, which offers all of the bank's products and services, with access to a regular LCL adviser, who can be contacted during extended service hours. This availability beyond branch opening hours is also offered to all LCL customers, who can consult their accounts and carry out transactions 365 days a year with *LCL à l'écoute*, *LCL Avertis* and *LCL sur mobile* for mobile phones.

Events in 2013

In 2013, LCL saw the fruits of its development based on the *Centricité Clients* business plan.

Launched in 2010, this plan focused the whole company on the goal of customer satisfaction. It has in particular resulted in greater accessibility and improved service, in person and by telephone and email, with LCL customers being able to contact their advisers by secure email since early April 2013. Particular emphasis was placed on Customer communication, to facilitate understanding of the offering and access to services through initiatives such as *Mode d'emploi LCL*, the *LCL en Clair* fact sheets, and the After-Sales Service offering which was expanded to the social networks in 2013. During the course of the project, the Company as a whole engaged in wide scale canvassing of customer opinion, in particular through the Efficiency Assessment, which was filled out by 650,000 customers at year-end. Following an overhaul in 2013 of its approach to customer relations and the coordination of its sales activities, LCL saw a reduction in customer attrition and an improvement in satisfaction indicators.

Customer deposits increased by 4.1% over the year, with a more marked increase for the passbook accounts, demand deposits and life insurance. Outstanding loans remained stable, growing 0.3%, with business being driven by property loans where there was a 2.3% increase in outstanding amounts. LCL thus continues to take an active part in financing households, small businesses and corporates.

INTERNATIONAL RETAIL BANKING

Crédit Agricole S.A. continues to optimise the operations and improve the sales and financial performance of its subsidiaries, universal customer-focused banks, primarily based in Europe and in the countries where it is traditionally located in the Mediterranean Basin.

At end-2013, Crédit Agricole's international universal customer-focused banking operations had 22,000 employees serving 5.6 million customers across a network of 2,200 points of sale primarily in six countries (Italy, Poland, Ukraine, Serbia, Morocco, Egypt) and subsidiaries in four other countries (Albania, Bulgaria, Romania and Madagascar).

Business and organisation

The "International retail banking" department has operational responsibility for the smooth running and results of the subsidiaries on behalf of Crédit Agricole S.A., as well as managing and supporting their development, in particular by encouraging the application locally of Crédit Agricole Group expertise.

In Italy, Crédit Agricole S.A. has a controlling 75% interest in Cariparma, alongside the Regional Banks (which own 10% through Sacam International) and the Cariparma Foundation (15%). FriulAdria is 80.17% owned by Cariparma, 19.83% being held by retail investors. Carispezia is 80% owned by Cariparma, 20% being held by the Carispezia Foundation. At 31 December 2013, the Crédit Agricole network in Italy had 920 points of sale. It is the eight largest network in Italy by number of branches with over 1.7 million customers. Its Italian operations span ten regions and 58 provinces, including the richest (North, Piedmont, Veneto, Tuscany), which together account for 71% of the population and 78% of Italian GDP.

In Eastern Europe, Crédit Agricole operates under its own brand in Poland, Ukraine and Serbia. The Group also has operations in Albania, Bulgaria and Romania following the takeover in June 2012 of these banks, which were formerly subsidiaries of Emporiki Bank (Greece) and which were retained following the latter's disposal to Alpha Bank at the beginning of 2013. In Bulgaria, an agreement to dispose of the bank was signed with Corporate Commercial Bank in January 2014.

Around the Mediterranean Basin, Crédit Agricole S.A. is present in Morocco and Egypt.

Crédit Agricole S.A. also has holdings in other European countries either directly – in Portugal, in the third largest Portuguese bank by balance sheet total, Banco Espirito Santo, in which it has a 20.2% interest – or through Regional Banks, Crelan in Belgium, 22.1%, Bankoa in the Spanish Basque Country, 28.7%, and Crédit Agricole Financements in Switzerland, 33.3%.

Events in 2013

In most of the countries in which International retail banking subsidiaries of Crédit Agricole operate, the economic conditions and heightened banking regulations have put pressure on the banks' businesses and results.

Despite this, Crédit Agricole's international retail banks improved their sales and financial performance through targeted actions:

- to make inroads into value added customer segments (high-end customers, the agricultural and food processing markets taking advantage of the Group's expertise, building on the early results of the local mergers with the Crédit Agricole Corporate and Investment Bank subsidiaries in Ukraine and Poland);
- to grow deposits and thereby achieve a satisfactory loan-to-deposit ratio;
- to significantly cut costs (Must programme involving external costs, real estate and IT) with a substantial overall reduction in the cost-income ratio (-6 percentage points);
- to control their cost of risk, by optimising lending practices and systems and by improving the recovery process in the retail markets.

Taken together, the ten subsidiaries, international retail banks controlled directly by Crédit Agricole S.A., generated net income Group share of €192 million in 2013.

In Italy, in a banking market that is seeing a contraction in outstanding loans and growing risks, Cariparma managed to maintain its deposits performance, thereby generating a deposit/loan surplus of over €3 billion and limiting the decline in its outstanding loans primarily thanks to the strength of home loans and the first effects of the efforts made in the agricultural and food processing markets. At the same time, Cariparma continued the transformation under way since 2012 to improve its performance for retail customers (roll-out of automated self-service branches, *Agenzia per te*) and to control its costs. Cariparma's cost of risk reflects market trends, even if it is amongst the lowest in the Italian banking sector.

In Poland, 2013 saw the continued development of the universal customer-focused bank, with in particular the effective merger with Crédit Agricole Corporate and Investment Bank from 1 April and the expansion of corporate customers, the full-blown move into the agricultural and food processing markets (hiring of specialist advisers, signing of three-party agreements to finance the needs of farmers who supply food processing companies, etc.) and, in the market for individual customers, the growth in home loans and the roll-out of new insurance products. Alongside this, Crédit Agricole Bank Polska remains the leader in consumer finance through long channel partnership agreements (14,000 points of sale or business providers).

In Ukraine, Crédit Agricole continued to grow its retail customer base, through partnership agreements with car manufacturers and corporate agreements for the management and payment of employees (ING Bank, L'Oréal, PWC, etc.). 2013 was also the first year of the effective merger with Crédit Agricole Corporate and Investment Bank Ukraine, which made it possible to strengthen the corporate portfolio. Crédit Agricole Ukraine continued to make inroads into the agricultural and food-processing markets, where it is not only ranked the leading agricultural bank in Ukraine (InvestGazeta ranking) but is also the most recommended by its customers *(source: GfK)*.

In Serbia, the agricultural and food-processing markets are also a major growth driver, in which Crédit Agricole Srbija enjoys strong positions with 11.3% of financing at end-2013[(1)]. Furthermore, the bank improved its sales performance with a sharp rise in deposits and loans to individuals, through the application of Group expertise (sales tools for advisers, exchange of expertise with the Regional Banks), and its operating efficiency (network optimisation, ISO certification of processes). For the second year running, Crédit Agricole Srbija managed to break even in what is still a highly competitive market.

Run by Crédit Agricole S.A. since June 2012, the banks **in Albania, Bulgaria and Romania** substantially reduced their deposit/loan deficit and cut their costs, without nevertheless managing to break even in recessionary markets. An agreement to dispose of Crédit Agricole Bulgarie was signed in early 2014 with Corporate Commercial Bank.

In Morocco, the results of Crédit du Maroc were hit by the economic situation (increase in public deficit, fall-off in corporate demand for credit, deterioration in banking results for the first time since 2007). Against this background, Crédit du Maroc has achieved substantial sales success in terms of deposits and has expanded its high-end customer base.

In Egypt, Crédit Agricole Egypte achieved an extraordinary financial performance thanks to sustained business in the market activities for corporates (foreign exchange, trade finance, etc.). In the market for individual customers, the repositioning towards high-end customer segments is bearing fruit. In addition, Crédit Agricole Egypte is undertaking two major new projects while keeping costs under control: development of an IT system and of a registered office.

Furthermore, Crédit Agricole S.A. has continued to refocus its banking holdings with a redefinition of a partnership with Banco Espirito Santo, which has seen its business in Portugal weakened by the economic crisis.

SAVINGS MANAGEMENT AND INSURANCE

Asset management, securities and investor services

Asset management

Asset management is the domain of the Amundi Group and its subsidiaries. 75% owned by Crédit Agricole Group and 25% by Société Générale, Amundi Group offers investment solutions tailored to the customers of its network of partners and to institutional customers.

BUSINESS AND ORGANISATION

Amundi is the largest European asset manager and ninth in the world with €777.1 billion of assets under management *(source: IPE, "Top 400 asset managers active in the European marketplace", published in June 2013, data at December 2012. Ranking established from a questionnaire completed by management companies, all assets under management combined – open-ended funds, special investors' funds, mandates)*.

With operations in the main investment pools in nearly 30 countries, Amundi offers a full range of products covering all asset classes and major currencies.

Amundi develops investment solutions suited to the needs of more than 100 million retail clients around the world. For institutional clients, it constructs innovative, highly performing products tailored to the client's business and risk profile.

Amundi is the European *asset* manager of choice, recognised for:

- the quality, financial performance and transparency of its products;
- the closeness of the relationship with its customers, partner networks and institutional customers;
- the effectiveness of its organisation, stemming from the individual and collective talents of its teams;
- its commitment to including sustainable development and social utility criteria, and not just financial criteria, in its investment policies.

EVENTS IN 2013

The asset management industry is seeing very divergent trends, with inflows globally but significant outflows in France. In addition, there is continued pressure on margins against a background of persistently low interest rates.

Within this framework, Amundi has seen significant inflows into long assets from institutional customers and the international networks, offsetting outflows from French networks. Amundi continued its policy of investing in support of its commercial development with in particular the acquisition of Smith Breeden, a specialist in US fixed income products, and the opening of new operations in Asia and Europe. It strengthened its position in ETFs where it has moved up to fifth in Europe from seventh at end-2012 *(source: Deutsche Bank ETF Annual Review & Outlook January 2014 – figures at 31 December 2013)*.

(1) Source: Association of Serbian banks/credit bureau - official gazette.

Amundi posted good results, with revenues up and costs once again under control. Its cost-income ratio is one of the best in the market.

Securities and investor services: CACEIS

BUSINESS AND ORGANISATION

CACEIS is an international banking group, with 3,150 employees, specialising in asset servicing for a customer base of management companies, institutional investors and large corporate businesses. It is the largest custodian bank in Europe and the largest European fund administrator. It offers a complete range of products and services: custodianship, fund administration, middle-office solutions, derivatives clearing, forex, stock lending and borrowing, fund distribution support and services to issuers. CACEIS has about €2,250 billion of assets in custody and €1,310 billion under administration, and is one of the global leaders in asset servicing *(source: Company)*.

CACEIS is 85% owned by Crédit Agricole Group and 15% by BPCE Group.

EVENTS IN 2013

In 2013, CACEIS expanded its presence in Europe. It moved into Italy with a full custodianship and fund administration offering. It opened a sales office in London and expanded its service offering in Belgium and the Netherlands to include custodianship.

It expanded its derivatives clearing offering and developed its services for private equity and real estate funds as part of the implementation of the EU Alternative Investment Fund Managers Directive (AIFMD).

CACEIS won new accounts including MACSF in France and a good number of real estate funds, in particular in Germany. In December, it entered into exclusive negotiations with Edmond de Rothschild Group to take over its transfer agency, valuation and custody activities in Luxembourg.

Insurance

Business and organisation

Crédit Agricole Assurances Group companies cover all customer insurance needs, in France and internationally (personal insurance, property & casualty insurance, creditor insurance).

Crédit Agricole Group is the largest bancassurer in Europe and the third insurer in France by premiums written *(source: L'Argus de l'assurance - 20 December 2013, data at end-2012)*.

Life insurance in France

Crédit Agricole Assurances Group is the largest life, death & disability bancassurer in France *(source: L'Argus de l'assurance - 7 June 2013)*. It distributes its savings, pension and death & disability offerings to individual customers, high net worth customers, farmers, small businesses and corporate customers of the Crédit Agricole Regional Banks and of LCL.

It is also expanding into alternative networks: *La Médicale* brokers for the health professionals sector, independent wealth management advisers via the UAF Patrimoine brand and via the Spirica insurance company as well as the "BforBank" online bank via the Dolcea Vie insurance company.

Predica, the largest life insurance subsidiary of Crédit Agricole Assurances Group, is the second-largest personal insurance provider in France *(source: L'Argus de l'assurance - 20 Decembre 2013)*, and the largest in terms of contributions to PERP savings plans *(source: L'Argus de l'assurance - 5 April 2013)*.

Property & casualty insurance in France

Crédit Agricole Assurance Group is the largest car and home bancassurer and the second-largest health bancassurer in France *(source: L'Argus de l'assurance - 7 June 2013)* and markets its products to customers of Crédit Agricole Regional Banks, of LCL and via the La Médicale broker network that serves health professionals.

Pacifica, the main property & casualty insurance subsidiary of Crédit Agricole Assurances Group, is the seventh largest property and liability insurer in France *(source: L'Argus de l'assurance - 20 Decembre 2013)* and the second largest agricultural insurer in France *(source: FFSA research 2013, based on 2012 data)*. To protect Crédit Agricole Group customers against risk and assist them in their daily lives, Pacifica offers a full range of property & casualty insurance for individual customers and small businesses: protection of property (car, home, motorbike, pleasure craft, mobile appliances, etc.), legal protection, top-up health insurance, personal accident coverage, banking-related (coverage in the event of the theft or loss of payment instruments and their fraudulent use), personal services through its Viavita subsidiary and protection of agricultural and professional property.

Creditor insurance

Crédit Agricole Assurances Group is the largest bancassurer in creditor insurance in France *(source: L'Argus de l'assurance - 7 June 2013)*.

A Crédit Agricole Assurances Group subsidiary specialised in creditor insurance, CACI is a leading player in France and in Europe with 32 partners in ten countries.

CACI offers its services to consumer finance houses and retail banks. It offers coverage for most of the financial commitments of its partners and of their end-customers: creditor insurance (repayment of a loan in the event of a personal accident), automobile financial loss (following theft or write-off of a vehicle), income protection cover (protection of income in the event of an accident), protection of property and cards (including their fraudulent use), death & disability (protection from the financial consequences of a serious life event).

International insurance subsidiaries (excluding creditor insurance)

Crédit Agricole Assurances exports and adapts its bancassurance knowhow abroad in both life insurance and property & casualty insurance. It conducts its overseas expansion mainly with Crédit Agricole Group's entities, or with external partners (in Japan in particular).

The insurance business operates in seven countries, mainly in Europe, alongside Crédit Agricole locations.

Events in 2013

In 2013, despite the fact that the market was still suffering from the effects of the crisis (low interest rate environment, drop in financial savings in France), Crédit Agricole Assurances Group held up well and generated total premium income of €26.4 billion, an increase of 14%. Taken together, Crédit Agricole Assurances Group entities saw positive net inflows of €5.4 billion.

2013 was a year of regulatory and legislative changes for the insurance industry, in particular in the following areas:

- reform of life insurance, with in particular the publication of the Berger-Lefebvre report which by year-end had made it possible to achieve a stabilised and consolidated tax regime, as well as the creation of a new savings product: *Euro-croissance*;
- financial regulation (Solvency II), with the trilogue agreement[1] on Omnibus II in November 2013 and the confirmation of the coming into force of the directive from 1 January 2016;
- the mainstreaming of top-up health insurance (ANI[2]), with freedom of choice for businesses without designation clauses.

These changes continue to be a major focus of Crédit Agricole Assurances Group, and indeed the industry as a whole.

In France, life insurance maintains its attractiveness compared with other secure investment products. Crédit Agricole Assurances, like the market as a whole, saw positive net inflows during the year of €4.3 billion and life insurance in France enjoyed an excellent year with premium income of €18.6 billion, beating the market with a year-on-year increase of 15% (market 6%, *source: FFSA December 2013, data at end-2012*).

In property & casualty insurance, Crédit Agricole Assurances continued to grow in France with premium income of €2.6 billion, an increase of 6.2%. This growth outstripped the market (2%, *source: FFSA December 2013, data at end-2012*).

Creditor insurance generated premium income of €932 million in 2013, down 3%. The business was underpinned by home loans, but was adversely affected by the slowdown in the consumer finance market.

Internationally, 2013 in particular saw sustained growth across almost all operations with premium income of €4.2 billion, an increase of 19%. Japan saw substantial development of its partnerships, in particular in death & disability, and strong growth in savings.

Private banking

Business and organisation

At end-2013, the Crédit Agricole Private Banking holding company, which brings together all the Group's private banking activities, was represented in 16 countries including France. The bringing together of all these entities within the CAPB holding company makes it possible to pool the expertise of over 2,600 employees worldwide so as to provide high-performance tailored solutions for an increasingly demanding clientele. The strategy of expanding in fast-growing regions such as Asia, Latin America and the Middle East is beginning to bear fruit with sustained inflows.

Events in 2013

Despite the continued effects of the crisis and its consequences, assets under management at Crédit Agricole Private Banking were virtually unchanged at €93.3 billion at end-2013, compared with €94 billion at end-2012. Of note in France is the positive development of relations between CA Indosuez Private Banking and the Crédit Agricole Regional Banks.

The expansion of the sales and marketing teams as well as the ongoing strengthening of the support teams represent an investment. Expenses thus rose 2.8% to €547 million at end-2013. Revenues, on the other hand, held up well and were unchanged on 2012 at €711 million. Accordingly, net income Group share fell 17% to €105.6 million when adjusted for non-recurring items.

LCL Banque Privée also provides private banking services and had assets under management of €38.9 billion at end-2013.

(1) European Council, Commission and Parliament.

(2) National inter-professional agreement.

SPECIALISED FINANCIAL SERVICES

Consumer finance – Crédit Agricole Consumer Finance

Business and organisation

Crédit Agricole Consumer Finance operates in a total of 22 countries, including 20 in Europe, and offers its customers and partners a broad range of financing, insurance and service solutions connected with the consumer finance offering, across five distribution channels:

- Crédit Agricole Group banking networks in France and internationally (Italy, Morocco) for which Crédit Agricole Consumer Finance provides all or part of the management of consumer finance (revolving loans and personal loans);
- direct selling, with significant growth in the Internet channel;
- retail points of sale, using partner business introducers;
- through major partnerships, with affiliates and non-affiliates, mainly in the automotive, retail and institutional (banking and insurance) sectors;
- in partnership with networks of brokers.

Crédit Agricole Consumer Finance consists of the following entities: Agos Ducato (Italy), CreditPlus (Germany), CA Consumer Finance Nederland BV (Netherlands), Credibom (Portugal), Credicom Consumer Finance (Greece), Credigen (Hungary), Credium (Czech Republic and Slovakia), Dan Aktiv (Denmark), Finaref Nordic (Sweden, Finland, Norway), Wafasalaf (Morocco), FGA Capital (JV with Fiat and present in 13 countries), Forso Nordic (JV with Ford, present in Denmark, Finland, Sweden, Norway) and GAC Sofinco AFC, JV with Guangzhou Automobile Group CO (China).

In late 2013, CACF embarked upon the disposal of several Nordic subsidiaries.

Events in 2013

In 2013, CA Consumer Finance Group continued to adapt to a challenging economic climate marked by a recession in France and Italy and further diversified its sources of funding.

From 1 April 2013, Crédit Agricole Consumer Finance introduced a new structure that further separated the French operations from those connected with other CA Consumer Finance Group entities and their management:

- a Corporate centre was established to enable the Group to better handle its international operations with a view to encouraging the development of synergies between the various entities and to strengthening their management;
- the structure of Business Unit France was furthermore customer-focussed in order to promote sales growth, and was built around the three pillars of innovation, customer satisfaction and operational efficiency.

Two major agreements were signed in 2013:

- An agreement was signed with Banco Popolare in May primarily dealing with the strengthening of the Company's capital base, the adoption of a new business plan designed to see Agos Ducato break even in 2014 and setting targets in terms of diversification of sources of funding;
- Fiat Group Automobiles on the one hand, Crédit Agricole S.A. and Crédit Agricole Consumer Finance on the other, agreed to extend to 31 December 2021 the FGA Capital joint venture agreement.

In 2013, GAC Sofinco, a joint venture with Guangzhou Automobile Group CO (China), grew substantially with €1.8 billion in outstanding loans.

Self-funding by CA Consumer Finance Group continued to expand through securitisation transactions in a number of European countries including France and refinancing transactions in Italy, not to mention deposit-taking in Germany. In 2013, CA Consumer Finance continued to diversify its sources of funding on the financial markets and in 2014 will continue to expand deposit-taking from individuals in Germany.

Crédit Agricole Leasing & Factoring

Business and organisation

Crédit Agricole Leasing & Factoring (CAL&F) is the subsidiary of Crédit Agricole Group with expertise in specialised financing. A major player in lease financing and factoring in France, with leading positions in Europe, CAL&F provides solutions for businesses of all sizes, not only for their equipment and property investment plans but also for the financing and management of their trade receivables.

CAL&F works closely with the retail banks within Crédit Agricole Group in France and internationally as well as with non-banking partners. Through its presence in the regions, its sales advisers and its partnership with the Group's banking networks, CAL&F operates in close proximity to economic players, as well as being able to support its customers outside France from ten offices in Europe and North Africa.

Lease financing

CAL&F offers lease financing solutions designed to meet the needs of businesses and local authorities looking to invest in and replace equipment: equipment lease financing, finance leasing, IT operational leasing, property lease financing, financing of sustainable development projects as well as the public sector and its private sector partners.

In France, CAL&F is ranked fourth in property and equipment lease financing *(source: Company, October 2013)* and a major financer of renewable energy projects. Internationally, CAL&F operates in six countries. It is ranked eleventh in Europe in lease financing *(source: Leaseurope, 2013)*. In Poland, EFL is the leader in lease financing *(source: Company, 2013)*. In addition, CAL&F is part of the Unico Lease Network.

Factoring

CAL&F provides trade receivable financing and management solutions for corporates and small businesses, both for their day-to-day operations and for their expansion plans, in France and internationally: financing, dunning and collection of accounts receivable, guarantee against insolvency risk, assessment and advice, optimisation of trade receivable management systems and managed services.

CAL&F is ranked first in factoring *(source ASF: February 2014)* in France and supports the expansion of businesses with subsidiaries in seven countries at the international level and a pan-European offering. CAL&F is a member of the IFG (International Factors Group) and FCI (Factors Chain International) networks.

Events in 2013

In 2013, CAL&F focussed on service quality and on growing its business amongst Group customers with a new sales structure based on five multi-business line regional departments and an expanded coordination unit. With outstandings of €21 billion at end-2013, CAL&F consolidated its positions in France and Europe, taking full advantage of its role of financing the real economy with economic stakeholders.

In this context, in 2013 lease financing outstandings in France were €12 billion (down 5% on 2012), with sales production reaching €3 billion (up 7% on 2012). Internationally, lease financing outstandings were stable at €4 billion, with production of €1 billion.

Factoring outstandings in France totalled €3 billion, up 3% on 2012, with factored receivables of €38 billion (+2%) and sales production of €8 billion (+19%). Internationally, factored outstandings totalled €2 billion (+17% on 2012), with factored receivables of €20 billion (+6%) and sales production of €3 billion. Globally, factored receivables reached €58 billion, up 3%.

2013 was also marked by a reduction in expenses and good risk control with cost of risk down 18%.

CORPORATE AND INVESTMENT BANKING

Business and organisation

In order to comply with regulatory requirements as regards liquidity, risk weighted assets and capital, Crédit Agricole Corporate and Investment Bank (Crédit Agricole CIB) completed its adjustment plan in 2013 and is turning itself into a Europe-wide corporate and investment bank, built around the financing of its customers' growth plans. Endowed with a "Distribution-Origination" model, it is now refocused on its core businesses and customers (700 major corporates and 450 financial institutions), with some 30 offices. The signing of an agreement to sell Société Générale its interest in the broker Newedge on 20 December 2013 completed the series of equity broker disposals that began in May 2013 with the sale of Crédit Agricole Cheuvreux to Kepler to create Kepler Cheuvreux, in which Crédit Agricole CIB retains a 15% interest, followed in July 2013, by the sale of CLSA to the Chinese group CITICS.

A new senior management team was installed in August 2013, with the appointment, alongside Jean-Yves Hocher, Chief Executive Officer, and Régis Monfront, Deputy Chief Executive Officer, of Jacques Prost, Deputy Chief Executive Officer, responsible for market activities, the Debt Optimisation & Distribution division, and the Distressed Assets department, and of Paul de Leusse, Deputy Chief Executive Officer, responsible for Support functions.

Crédit Agricole CIB's long term aim is to grow revenues while optimising resources so as to raise its ROE to 12%. In order to strengthen its relationship of trust and closeness with its customers, businesses were segmented by industry across a total of 17 business segments. In addition, the role of the Senior Country Officers was enhanced by giving them responsibility for managing the relationship with key accounts of the bank, thereby making it possible to carry out eye-catching international transactions.

Crédit Agricole CIB has a total of five business lines (including **debt optimisation & distribution**). **Customer relations & international network** coordinate the sales relationship with major French and international corporates, regional businesses and French local authorities. **Structured finance** consists of originating, structuring and financing investments, often asset backed, such as aviation and railways, maritime, real estate and the hotel industry, as well as complex and structured loans. **Investment banking** chiefly covers advising large corporates in equity financing. **Capital markets** activities cover all sales and trading activities on the primary and secondary markets (fixed income, credit, bonds, securitisation, money market) for large corporates and financial institutions.

Events in 2013

In 2013, all of the bank's business lines continued to enjoy strong business, resulting in the signing of exceptional accounts both in France and internationally. These large-scale deals (acquisition of Sprint by Softbank, acquisition of Smithfield by Shuanghui Group, capital increase for Arcelor Mittal, capital increase combined with a high yield bond issue for Alcatel-Lucent to mention just the most significant) reflect the strength of the relationships Crédit Agricole CIB enjoys with its key accounts worldwide. In France, through recourse to the expertise of Crédit Agricole Group, innovative transactions were arranged in 2013 for mid-sized corporates, Regional Bank customers: the first bond placement for Fromageries Bel, the convertible bond issue for Orpéa, the second private placement of bonds for Ubisoft or the listing of Tarkett.

Within Financing Activities, **structured finance** (SFI) maintained its leading global positions despite a weakened economic climate in Europe and an energy market that is being completely restructured. In 2013, various accounts were won, successes that garnered awards, in particular in the aerospace, railways and project finance sectors. In cooperation with the capital markets teams, a number of innovative project bond issues were arranged in euros and dollars, enabling Crédit Agricole CIB to rank amongst the top five arrangers at 30 June 2013 *(source: Project Finance International)*.

Debt optimisation and distribution enjoyed strong growth, seeing its syndication rankings improve: eighth worldwide outside the United States in 2013 versus thirteenth in 2012 (*Thomson Dealogic*) and second in Western Europe in 2013 versus third in 2012 *(source: Thomson Reuters)*.

In 2013, **capital markets activies** enjoyed strong sales with corporates and financial institutions thanks in particular to a better alignment of sales functions and the establishment of distribution platforms for euro and dollar products. The debt teams ended the year on a positive note, in particular as regards flow products for financial institutions (senior debt and covered bonds) thereby winning the "Best Syndicate Bank" and "Best Bank for Covered Bond Research" for the third-year running *(source: Euroweek, The Cover Covered Bond Awards, September 2013)*. A number of innovative deals were arranged in the field of green bonds, in which Crédit Agricole CIB enjoys a leading position amongst public sector issuers (EDF, IFC) or in European private placements with a first issue for an unlisted and unrated agricultural cooperative *(Agrial)*.

Investment banking saw growth in 2013 in the Equity Capital Markets (ECM) business, resulting in it becoming the only French bank to act as bookrunner for all IPOs in France for over €50 million during the year. Thanks to its industry expertise, Crédit Agricole CIB advised its key accounts in retailing, luxury goods and spirits, as well as in the energy sector, in particular renewable. Crédit Agricole CIB also strengthened its leading position in the establishment of employee savings plans.

With respect to corporate social responsibility, Crédit Agricole CIB made new commitments in 2013, both *vis-à-vis* its customers and its employees. New sector policies on transportation supplemented those announced in 2012. Crédit Agricole CIB also participated in the establishment of new standards for "green bonds" (green bond principles) alongside Bank of America Merrill Lynch, Citi and JPMorgan Chase. Finally, the launch of *Solidaires* by Crédit Agricole CIB encourages volunteering by employees on behalf of associations working in the social and environmental fields.

▶ CORPORATE CENTRE

CACIF – Crédit Agricole Capital Investissement & Finance

CACIF, a wholly owned subsidiary of Crédit Agricole S.A., holds its shareholder's investments in unlisted companies via special investors' funds.

It has a total balance sheet of €1.5 billion at end-2013, the bulk of which is managed by its SODICA subsidiary via its private equity activities in food processing and agriculture (IDIA Capital Investissement), majority and non-controlling interests in wineries (CA Grands Crus and Grands Crus Investissements), forest and agricultural land groups and diversified private equity.

SODICA is also specialised in advisory services on financial transactions via its Corporate Finance division (small and mid-cap mergers and acquisitions, equity capital markets and intermediation). SODICA is Crédit Agricole Group's listing sponsor on Alternext.

Crédit Agricole Immobilier

Crédit Agricole Immobilier is the all-round property market specialist within Crédit Agricole Group. It assists individual customers, corporates and local authorities through its four business lines: property development; property management; operating property; consulting and enhancement of property asset value.

Crédit Agricole Immobilier develops projects, and builds, operates, advises on and manages asset portfolios.

Across the property value chain, it coordinates a range of local and national expertise, in synergy with all Group entities. It thus works with the Regional Banks and Crédit Agricole CIB to finance its activities, and teams up with the Regional Banks to market some of its new housing offering and to provide suitable financing to the individuals buying the property.

A major player in providing access to housing and regional economic development, Crédit Agricole Immobilier designs buildings that incorporate the latest urban constraints and are environmentally friendly.

Uni-Éditions

Crédit Agricole S.A.'s press subsidiary, Uni-Éditions is one of the top eight magazine publishers in France and continues to be one of the most profitable *(source: Precepta and Xerfi surveys, September 2013)*. With a workforce of 120 and revenues of €87.5 million, the Company publishes eight magazines, which share the attributes of practicality, culture, expertise and proximity with the reader. In 2013, Uni-Éditions launched a new magazine: *Détours en Histoire*.

Dossier Familial remains the leading French monthly with 1,066,000 paid-up subscribers(1), in addition to 245,000 copies of its "alter ego" *I comme Info*. *Détente Jardin* and *Maison Créative* are by far France's leading home and garden magazines, with 300,000 and 284,000 paid-up subscribers(1) respectively. *Régal*, with 182,000 copies(1) sold, remains the leading food magazine. *Santé Magazine* remains the most read women's monthly with almost 4 million readers. *Détours en France*, for its part, managed 107,000 copies(1) sold in 2013.

In 2013, Uni-Éditions had over 2.5 million paying customers.

Crédit Agricole Cards & Payments

Against the background of an evolving payment market, the Group's payments and payment instruments entities draw up and implement its strategy in the payments sphere. They pool their expertise to enable the Group's banks to offer the best payment services to their own customers.

Payment processing is handled by Crédit Agricole Cards & Payments, which runs the Group's industrial-scale platform. unique in Europe, it covers the whole payment value chain and is transnational. Its services are available to all operators, banks and major users that are looking for a high-performance competitive solution to process their transactions. Innovation and development of value-added service offerings are handled by CA-Paiement, on behalf of the Group's banks. The leader in trusted e-commerce solutions, FIA-NET offers its payment solutions to online small retailers and consumers.

(1) Source: Office de Justification de la Diffusion, OJD, January 2014.

ECONOMIC, SOCIAL AND ENVIRONMENTAL INFORMATION

2

For more than ten years, Crédit Agricole has been committed to a process of sustainable development, demonstrated notably by its adherence to the ten principles of the UN Global Compact starting in March 2003.

In accordance with the guidelines laid down by Executive Management that make the development of corporate social responsibility (CSR) one of its strategic priorities, Crédit Agricole S.A. has set out its main challenges based on its various business lines and its history. The aim is to carry out its banking and insurance activities responsibly and effectively respecting its stakeholders and to assume its role as the leading financial partner of the French economy and its territories. Crédit Agricole's CSR policy thus satisfies three major conditions:

- **as a bank:** to control risks and to put in place procedures ensuring that it behaves as a responsible player, in line with the best practices in the sector. The first of the Group's responsibilities is to contribute to financial stability and to fully assume its duty to finance the economy and its role as trusted third party;
- **as a Group with the values of a mutual company:** to be an example to customers and employees in the way we operate. Crédit Agricole's history and culture are an asset for the future but they are also a source of greater expectations on the part of partners and must encourage it to make demands of itself;
- **as the leading financial partner of the French economy**, with the largest retail banking network and a leader in Europe: to assist the territories in all the large-scale sustainable development challenges with which they are faced. Crédit Agricole's major economic and social role means that it must take an active part in collectively resolving our society's challenges.

To better coordinate and disseminate the Group's CSR policy, Crédit Agricole S.A. has set up an eight-member Sustainable Development department that reports directly to the Secretary General. It is supported by a network of almost 150 correspondents in France and abroad in its various business lines, in the large specialised subsidiaries and in the Group's retail banking networks (Regional Banks and LCL).

To strengthen the dissemination and formalisation of this CSR policy in all Group entities and to manage and measure the progress made, Crédit Agricole S.A. has devised its own way of assessing CSR progress called FReD: *Fides*, respect for the customer, *Respect*, respect for the employee, and *Demeter*, respect for the planet.

FReD provides a global approach to management, continuously improving and measuring the Group's CSR actions. It aims to generalise CSR practices throughout Crédit Agricole S.A. by engaging all the entities while at the same time letting them take the initiative in their priorities in the economic, social and environmental areas corresponding to the challenges of their respective business lines. A number of priority areas have nonetheless been defined for the Group as a whole in 2014: customer relations, disability management (already a priority in 2013), diversity (already a priority in 2013), health and safety at work, the responsible suppliers policy and broadening of the paper policy. The objective is to involve all the Group's business lines and to stimulate initiatives, with FReD providing a common framework enabling participating entities to formalise their CSR policies.

In 2013 Crédit Agricole S.A. published for the second year running the results of its FReD index, which measures improvements in the Group's societal performance. The index was set at 2.3 for all the 13 entities involved in the approach (Amundi, CACEIS, Crédit Agricole Assurances, Crédit Agricole Corporate and Investment Bank (Crédit Agricole CIB), Crédit Agricole Consumer Finance, Crédit Agricole Immobilier, Crédit Agricole Leasing & Factoring, Crédit Agricole Private Banking – with Crédit Agricole Indosuez Private Banking, Crédit Agricole Luxembourg, Crédit Agricole Suisse and CFM Monaco – Cariparma, Crédit Agricole S.A., LCL, the Group Payment division and Uni-Éditions). 240 action plans were assessed and rated on a scale of one (adoption of a plan) to five (achievement of goals). The index of 2.3 was validated by an independent external third party, PricewaterhouseCoopers.

A number of major subsidiaries abroad are currently testing the implementation of FReD (Crédit Agricole Bank Polska, Crédit du Maroc, Crédit Agricole Egypt).

The Group decided to articulate its actions conducted in 2013 around its major strategic priorities:

- strengthening the trust of its customers and partners;
- helping customers to meet their social, environmental and interdependent challenges;
- contributing to employee development;
- taking action to improve its direct regional and environmental impact.

CSR indicators corresponding to the so-called "Grenelle II" Decree (article R. 225-105-1 of the French Commercial Code) are thus provided in each of the abovementioned actions. A cross-reference table with the list of indicators cited in the law is provided at the end of this section for a more precise reading, and to demonstrate that the mandatory information is indeed disclosed and that it complies with the regulations in force. Furthermore, the reporting scopes of the various consolidated indicators are specified throughout the text, in the corresponding paragraphs.

Strengthening trust

The leading financial partner of the French economy, Crédit Agricole is also a player in the European banking market, with a strong presence at the heart of the territories in which it operates. The bank's deep roots and its weight in the economy have given it a real responsibility that it intends to assume by reinforcing its commitment to serve its customers and by seeking to provide a service to them all, including the most vulnerable.

CUSTOMER RELATIONS

The Group measures and places the trust and satisfaction of its customers at the heart of its actions, a process also involving all its employees.

Be attentive

Train employees to excel in customer relations

With the satisfaction and support of its customers as a priority, Crédit Agricole promotes the quality of its advice by encouraging its employees to be actively attentive. A number of training programmes have been implemented so that everyone, including those with no direct customer contact, can bear in mind the primacy of the customer's interests.

To strengthen the quality of the advice dispensed to customers and in accordance with the regulations, Crédit Agricole Group has since 1 July 2010 put in place a system for training and verifying the professional knowledge of employees, notably that of its customer managers as regards the protection of customers at each of the stages when information or advice is provided.

To involve its employees who are not in direct contact with customers, Crédit Agricole S.A. put in place a frontline immersion programme for its employees in June 2013. This awareness-raising as regards customer relations makes them more attentive and better-able to provide expert responses more in keeping with the demands of the operational business lines, and thus to contribute to the Universal Customer-Focused Bank. This indirect relationship aimed at customer support and satisfaction is an integral part of their role and duty to support business units in more operational entities. The immersion programme is part of the process of getting to know the end customer.

Develop a balanced relationship

In 2012, the Group reaffirmed its commitment to ensuring that customers remain central to its strategy. Because customers need to be fully informed before they can choose the product or service that is right for them, Crédit Agricole does everything possible to ensure that its staff are attentive, provide sound advice and offer high-quality support, in a fully transparent manner.

IN THE REGIONAL BANKS

Faced with rapidly changing customer behaviour and expectations, Crédit Agricole has put in place a corporate programme on customer satisfaction and interests at the heart of all its actions: Customer Relationship 2.0. This programme is based on the operational implementation of practices geared towards improving customer reception, being attentive to their needs and making customised proposals that were initially tested and originally developed collectively by eight pilot Regional Banks. Fresh from its success in the test phase in 2012, Customer Relationship 2.0 is now being rolled out to all the Regional Banks.

This programme is also supported by relational commitments made by all the Regional Banks. A number have already been defined such as the objectivity of advisors, transparency of information and the cooling-off period. For the Group, such commitments enhance customer loyalty, add value to the relations and promote an improved after-sales service.

WITHIN LCL

Since 2008, the Group's other retail banking network in France has undertaken to meet its customers' current and future requirements through the *Contrat de Reconnaissance*. This contract ensures that they are:

- known (to have an advisor who knows and understands their needs); and
- recognised (to have their loyalty acknowledged and rewarded).

The *Contrat de Reconnaissance* changes in line with customers' expectations. Accordingly, eight commitments aimed at improving the level of quality perceived by customers were launched in 2013. They comprise *à la carte* relations, transparency, the right to change one's mind, the right to make unexpected demands, availability, an after-sales service and rewarded loyalty. In 2013 LCL continued to improve communication with customers and promote transparency with the publication of "*LCL en clair*" sheets. These sheets ensure that information disseminated to customers on products and services is clear.

Launched in 2011, the *Entreprise LCL Centricité Clients* plan aims to strengthen the approach initiated with the *Contrat de Reconnaissance*. This enormous transformation plan is aimed at adapting internal services and involving managers with a view to improving the quality of service. The plan has also been rolled out in all customer markets: retail, small businesses, private banking and SMEs/corporates.

LCL Centricité Clients was at first also supported by the *Voix du Client* initiative, launched in 2012, which has since 2013 made it possible to make improvements in line with the expectations expressed by customers. LCL subsequently launched the *Voix du Conseiller*. Measures to correct major customer irritants have thus been taken after they were identified from feedback from employees with direct customer contact. These various improvement actions have been put in place as part of a collective approach bringing together all the business lines, salespeople and support functions.

IN THE INSURANCE BUSINESS LINES

In response to the wishes and concerns of its customers, Predica, the personal insurance subsidiary, initiated a co-creation process for its products and services, after consulting advisors and customers in filmed workshops.

The same goes for the innovation and evolution process for Pacifica offers, in three-to-five-year cycles. For instance, customers and the Regional Banks and LCL networks were involved in the renovation of the car insurance offer in June 2010, the renovation of the comprehensive home insurance offer in 2012, and the ongoing renovation of the comprehensive professional insurance offer.

IN THE ASSET MANAGEMENT BUSINESS LINES

Amundi, the Group's asset management subsidiary, has put in place a number of mechanisms to take account of the expectations of its various customers.

- for its institutional customers and large corporates

Amundi makes available to them on a dedicated website a number of educational articles, targeted works and analyses on topical issues to enable them to better understand the context of the markets, the associated strategies and their impact on asset management solutions. Amundi is also continuing to simplify its product ranges to make its offering more legible to its customers. Finally, Amundi is now rolling out local-law products, as in South Asia, so that it fully meets the expectations of local customers;

- for its partner network customers (Regional Banks, LCL and Société Générale)

To better get to know its retail customers and define their needs in terms of savings products and services, Amundi has put in place a permanent panel of savers whose purpose is twofold:

  - to provide a mechanism that makes it possible to objectively analyse the expectations of individual customers on an ongoing basis,
  - to react promptly and so be the first to address operational matters.

Meet customers' expectations

Most of the Group's companies have put in place actions to better understand customers' expectations at each stage of the relationship. A proactive approach to improving the service provided.

MEASURING SATISFACTION

In recent years, most Group business lines, from retail banking to consumer finance and insurance or leasing, have developed their own barometers and/or studies to survey customer satisfaction. Analyses are validated at each key stage of the relationship or of the product's lifecycle. They help define the priority actions associated with improving this satisfaction.

In 2013, for example, Crédit Agricole Consumer Finance created the Satisfaction Client France entity, dedicated to measuring and managing the customer satisfaction of its business departments in France. Responsible for uniting all the departments around the satisfaction of their customers, this entity consisting of around 30 people aims to become a reference point in terms of customer satisfaction, to promote customer recommendations, to contribute to the identification and resolution of causes of dissatisfaction and also to handle sensitive complaints.

BEING ATTENTIVE TO CUSTOMERS

Each Regional Bank conducts satisfaction surveys to gain an in-depth insight into its customer relations. These regional surveys are conducted in branches by Crédit Agricole S.A. among network customers in all markets (individuals, corporates, small businesses, farmers) by mail and in some cases online for individuals. Almost 375,000 customers from five Regional Banks were interviewed in 2013.

Cariparma also has a system for permanently measuring how it listens to its customers called "*Cariparma t'écoute*". The aim is to improve the ability to listen to customers and understand their needs and the factors behind their satisfaction and dissatisfaction.

IRC, AN EXACTING BUSINESS INDEX

In addition to the traditional barometers and to go beyond a mere sense of satisfaction, the customer recommendation index (*Indice de recommandation client*, IRC) represents an indicator of the quality of service. By means of an annual barometer taking readings across all markets, this global synthetic indicator measures customers' attachment to their bank based on whether or not they would recommend it to a close relative or friend. The second reading of the IRC, at national level, was carried out in 2013 in all markets. The regional strategic IRC was also measured for the second year in the individual customer market of the 30 Regional Banks. Initial readings of this IRC were also conducted in more specialised markets like private banking and small businesses.

The IRC's method is being used more and more within the Group. It is being rolled out in entities both in France (Regional Banks, LCL, Crédit Agricole Assurances, Crédit Agricole Consumer Finance, Crédit Agricole Leasing & Factoring, BforBank, Indosuez Private Banking) and abroad (Egypt, Ukraine, Poland and Germany).

COMPLAINTS

When dissatisfied, the customer expects a prompt response, clear and transparent information and consideration of his questions with, if necessary, implementation of corrective actions.

A process for handling customer complaints, updated in 2012, should enable each business line to enhance the existing framework. Work on a process for handling customer complaints began in 2011, with the aim of sharing best practices and discussing existing tools within the various Group entities. Thus a tool to handle and monitor complaints is currently being tested in six Regional Banks. An appraisal of this pilot system will be carried out from the second quarter of 2014.

Handling complaints made by individual and small business customers within LCL is organised around three distinct and successive levels: the branch, the customer relations service (*Service relations clientèle*, SRC) and the LCL mediator, in existence since 1996. The customer is informed of this mechanism *via* its account statements, the website or through the pricing guides and the bank's general provisions submitted to the customer particularly at the beginning of the relationship. Furthermore, a customer satisfaction and relationship improvement tool also makes it possible to list all the dissatisfactions of individual and business customers in the various distribution channels and to measure their volume. This tool also makes it possible to monitor each complaint, analyse the reasons for it and respond to it.

As regards consumer finance, Crédit Agricole Consumer Finance has put in place the *Service Consommateurs*. Attached to the *Satisfaction Client* France entity, its role is in particular to handle sensitive complaints, resolve procedural malfunctions, anticipate customer dissatisfaction and re-establish a trusting relationship with customers. The reasons for complaints are also monitored, such as lack of information or following a marketing campaign.

Provide support to all customers

In order to better meet the needs of its customers and to assist them throughout the relationship, Crédit Agricole, true to its roots, aims to provide a service to all of its customers, including the most vulnerable.

Prevent situations of risk

The main CSR challenge for the consumer finance subsidiaries is to meet the expectations of retail customers, especially regarding credit access and quality of the customer relationship. The aim is therefore to provide access to credit to the greatest possible number, while ensuring that the products offered meet each customer's needs, and that repayment schedules are tailored to the customer's situation and financial capacity.

In 2013 Crédit Agricole Consumer Finance implemented a number of action plans related to preventing over-indebtedness and shared the main problems identified with its partners and international subsidiaries:

- conducting a qualitative study over the life course of over-indebted customers with typical profiles identified. This study was presented to the working group run by the Banque de France and mandated by the Minister of the Economy and Finance to investigate the life choices leading to over-indebtedness, as well as to the *Association française des sociétés financières* and the French Banking Federation;
- developing mechanisms to detect situations of financial vulnerability;
- creating a lead agency, the *Agence d'accompagnement client*, in anticipation of the adoption of the Charter of the *Association française des établissements de crédit et des entreprises d'investissement* (Afecei), included in the law of July 2013 on separation and regulation of banking activities. This charter stipulates that credit institutions undertake to put in place measures making it possible to better prevent over-indebtedness and to develop mechanisms to detect and deal at an early stage with their customers' difficulties.

The lead agency situated in Roubaix and made up at this stage of six people is thus intended to assist customers in the event of hardship. It handles customers who show signs of vulnerability with a view to assessing their overall personal and financial situation using diagnostic tools.

This in-depth analysis, based on a 40-minute interview, makes it possible to offer appropriate solutions to rebalance their debt situation such as:

- adjustments to their loan (change in their repayment schedule, amendment of their contract, loan consolidation, loan redemption, etc.);
- turning to external partners who make it possible to offer budgetary assistance or mediation with all the creditors of the customers concerned;
- assistance in filing the matter in over-indebtedness proceedings.

Opening the *Agence accompagnement client* also made it possible to put in place new partnerships, in particular with the Cresus association, present throughout the French territory, and three of Crédit Agricole's *Points passerelle*, which come to the aid of people and families with financial difficulties.

In the insurance business, Crédit Agricole Assurances has also implemented preventive measures in certain areas or in segments of its high risk customers. For young drivers, for example, free post-driving-test courses are offered in order to reduce the high level of claims in this customer segment. For insured small businesses, partnerships are set up to equip them with fire extinguishers, smoke detectors, remote monitoring, etc.; for new farming customers, a range of risk diagnostics and the preparation of personalised prevention plans are proposed.

Provide assistance in difficult situations

A number of systems make it possible to help people who have undergone a crisis or to support them during difficult times.

CREATING GATEWAYS, AVOIDING EXCLUSION

Created by Crédit Agricole more than 15 years ago, the *Points passerelle* mechanism is supported by 28 of its Regional Banks and helps people affected by a crisis in life (unemployment, death of a loved one, divorce, etc.) to return to stability. Firstly a place where people are received and a centre for mediation and monitoring, this interdependent mechanism proposes social and financial solutions in partnership with social services. The support mechanism covers all solutions, from approaches involving legal or social services to budgetary monitoring and loans, if necessary, to open up new horizons for socio-economically vulnerable people. At the end of 2013, 66 *Points passerelle* had been rolled out by the Regional Banks. Since the creation of the first *Point passerelle*, more than 50,000 people have been helped back onto their feet. With the assistance of a network of 120 advisors and over 700 volunteers (elected officials and retired Crédit Agricole employees), 9,000 people were supported, 6,500 of whom managed to regain (partial or total) economic balance in 2013 thanks to the implementation of social (70%) and financial (30%) solutions.

Crédit Agricole Assurances also takes part in this process. In cooperation with the Regional Banks and the *Fédération Nationale* du *Crédit Agricole*, Crédit Agricole Assurances has created leaflets for *Point passerelle* advisors with practical advice on insurance problems to facilitate assistance: procedures in the event of death, setting up precautionary savings in the event of modest savings ability, funeral cover and a leaflet on health issues, for example.

SHOWING COMMITMENT AT SENSITIVE TIMES

LCL provides assistance in the most delicate situations, particularly with the creation of specialised units to provide the network with additional help and develop specialised after-sales services (estate planning, mortgages, securities, corporate credit, etc.).

LCL provides its vulnerable customers with an adapted package. This package thus comprises a day-to-day account management service, gives access to additional products and services at preferential rates and provides solutions with a view to limiting operational incidents (capping charges on operational incidents, sending alerts by text message on the customer's account balance, etc.).

Finally, to assist its customers in financial difficulties, LCL has put in place a sector dedicated to preventing judicial recovery situations for each of its markets. For example, there is a specific structure to deal with the problems of individual customers at the pre-litigation stage: the *Agence Commerciale de Recouvrement*. Its task is to contact the customer and reach an amicable solution with him/her that is suited to his/her payment difficulties. Around 1,000 regularisation solutions are put in place each quarter.

MICROCREDIT TO THE RESCUE

Other products are available in the retail banking networks to help vulnerable customers: the *Prélude* package, the *Prêt Coup de Main* or personal microcredit enabling people not eligible for credit to benefit from a banking service while at the same time controlling their budgets. Reserved for disadvantaged people who do not have access to traditional credit, personal microcredit is a solidarity-based response linked to a social need. Crédit Agricole has been rolling it out, particularly since 2007, to promote banking inclusion. 25 Regional Banks participate in this initiative. 600 guaranteed personal microcredits were granted in 2013. Such loans, averaging €2,500, usually have a goal linked to employment and mobility, and cover the financing of a driving licence, buying or repairing a means of transport, etc.

LENDING TO JOB CREATORS

The Regional Banks cooperate with local initiative platforms or enter into partnerships with associations to assist business creation such as Adie, in order to contribute to employment and combat exclusion in their territories. To assist in the creation of individual businesses or finance solidarity-based companies specialising notably in economic reintegration, Crédit Agricole has for ten years been a partner of France Active, a network that helps set up businesses. Some banks are also working with networks such as *Boutiques de gestion, Entreprendre* or decentralised programmes such as business incubators.

LCL has formed a partnership with France Active. Thus LCL has the role of welcoming project leaders and pointing them in the direction of the territorial funds of the *France Active* network.

SUPPORTING FARMERS

Crédit Agricole exercises its responsibility towards its historical clientele by helping customers get through tough times. Of particular concern this year were the horticulture and apiculture sectors, affected by the exceptional spring weather (cold and rain). The spring floods and hail in Burgundy and Lorraine, as well as in the southwest, the Rhône and the Var, also caused damage to prairies, arable crops and vines.

The Regional Banks helped farmers experiencing difficulties by giving them liquidity facilities on a case-by-case basis (cash loans, extension of maturities or debt consolidation) and contributed to the implementation of aid attributed by public authorities.

COMING TO THE AID OF DISTRESSED CUSTOMERS

The violent weather suffered in France this year led to a heavy mobilisation of the Group's teams.

The staff at Pacifica, the property & casualty insurance subsidiary of Crédit Agricole Assurances, had to manage every type of case: housing, car, agricultural, etc. All told, more than 30,000 weather-related cases were opened, over and above the usual business.

By way of example, Pacifica's help was sought at the time of heavy hail and floods last May in the northeast and east of France. 1,000 claims were processed for policyholders situated in these areas. Likewise, the LCL branches in the conurbations of Troyes (Aube) and Dijon (Côte d'Or) were mobilised to assist victims of the bad weather, providing their individual and business customers with a personalised welcome and a dedicated package to help them meet initial needs. A special claims line was also set up.

Following the exceptional floods in the watercourses of the Pyrenean valleys last June, the Pyrénées-Gascogne and Toulouse 31 Regional Banks were also mobilised. Supported by Pacifica, claims were handled promptly. Emergency cash solutions at subsidised rates were offered to individuals and local communities so that they could meet immediate expenses while awaiting compensation.

EDUCATING FOR BETTER ACTION

The Group takes part in actions in favour of financial education to build for the future.

Crédit Agricole is intensifying its efforts in prevention and budgetary education. Around ten Regional Banks conduct educational work in partnership with schools, associations and social organisations to raise awareness of money issues among young people and households in difficulty and thereby prevent over-indebtedness. Training programmes enable them to gain the knowledge needed to manage their budgets and feel more comfortable with financial issues thanks chiefly to the tools and advice available.

Crédit Agricole Polska is developing financial education with local communities to give schoolchildren the means to better understand how a bank works and the challenges of social responsibility that it must meet. The subsidiary is launching its fourth edition of the educational campaign "Bank with class. All we need to know about banking": in 2013, 84 volunteer staff explained how the banking world worked to more than 3,000 schoolchildren in 60 primary schools around the country.

In 2013, 363 volunteer staff at Crédit Agricole Srbija were involved in the Adopt a school project and became foster parents. These employees are in a manner of speaking adopting a school of disabled children in Belgrade and its 100 or so children. Such adoption commits each employee to pay a small sum of money every month. The school thus receives financial support, enabling it to provide its children with high-quality meals and food. Credit Agricole Srbija also provides assistance to relieve the problems of disabled children, 80% of whom are regarded as socially vulnerable.

▶ BUSINESS ETHICS

A committed approach to Compliance

Compliance is the observance of the legal and regulatory requirements relating to banking activities. Compliance helps to build trust among all stakeholders (customers, staff, investors, regulators, suppliers, companies) of the bank. The role of Crédit Agricole's Compliance department is to define and implement a policy to prevent non-compliance risk, including the risks associated with money laundering, the financing of terrorism, the violation of embargoes, market abuse, conflicts of interest, insufficient protection of the personal information of customers and employees, or failure to advise. All these initiatives help reduce reputational risk.

Reference texts provided by the Compliance function include:

- the Code of Conduct, adapted by the Group, translated into ten languages and provided to all new employees;
- documentation of the *Fides* compliance control programme, consisting of procedural notes reflecting regulatory compliance developments.

The Compliance department must also ensure that effective systems are in place to achieve compliance. To this end, the function:

- advises operating staff by giving its opinion on transactions when such advice is requested;
- takes part in the product marketing process, from the design phase to the distribution phase, and issues compliance notices;
- takes part in sales assistance and customer needs analysis efforts with a view to offering suitable products;
- ensures that conflicts of interest are identified in accordance with a Group policy on conflict of interest;
- ensures that employees are trained in compliance issues;
- checks systems and operations for proper functioning.

The Compliance function uses the following tools and resources:

- risk mapping, which is used to assess non-compliance risk within the Group;
- the inclusion of compliance standards in procedures, in co-operation with the business lines;
- periodic reporting on risk and compliance activities, enabling implementation of compliance systems within the Group to be assessed;
- financial security software tools, which include customer profiling and account monitoring tools to detect unusual or suspicious transactions and tools to monitor international fund transfers for enforcement of asset freezes and embargoes, as well as Group information sharing tools;

- compliance tools, including those relating to the supervision of employees holding insider information and those concerning prevention and management of conflicts of interest;
- tools to monitor the crossing of thresholds for holding securities giving access to the equity or voting rights of companies;
- an increasing role has been given to controls and software tools to facilitate controls;

Such functions account for 769 full-time equivalent (FTE) employees within Crédit Agricole S.A.

In addition, a programme for training in compliance issues (*Fides*) is being rolled out in all the Crédit Agricole entities in France and abroad. In 2013, compliance, financial security and fraud prevention training sessions were held in face-to-face format or in the form of e-learning.

The keystone of the control system, the Compliance Management Committee, monitors the organisation of the function and the implementation of procedures and training within the Group. It takes note of the main audit findings, as well as any important letter or statement of findings from a supervisory authority relating to laws and regulations in France or abroad, any observed dysfunctions as well as any follow-up or remedial actions undertaken, in addition to new products and activities.

The Compliance business line is working on a range of topics.

Respect customers' interests: market products transparently

Within Crédit Agricole, new products and services are analysed by internal Committees (called NAP Committees). These Committees are specific to each business line in France and internationally and are made up of representatives from the Compliance, Legal Affairs and Risk Management and Permanent Controls departments. The work of these Committees makes it possible to ensure that all products and activities offered in the distribution networks comply with legal and regulatory requirements: clarity of the information provided to customers, suitability of the product for the target customer identified, prevention of money laundering and terrorism financing, fraud prevention, codes of conduct and internal procedures of the banking and financial activities, etc.

Prevention of money laundering

Crédit Agricole Group attaches great importance to the prevention of money laundering, the fight against terrorist financing and the enforcement of international sanctions (asset freezes and embargoes).

The Group Compliance department is responsible for the implementation across the entire Group of measures designed to prevent money laundering and terrorist financing, and to ensure compliance with international sanctions.

Crédit Agricole Group has taken into consideration, through an overhaul of its procedures and tools, the new requirements linked to the transposition into domestic law of the third European directive dated 26 October 2005 for the prevention of the use of the financial system for money laundering and the financing of terrorism. In particular, money laundering risks have been mapped and implemented by all businesses lines of the Group as part of the creation of a vigilance system adapted to the identified risk level, both for new business relationships and ongoing business relationships (constant vigilance). Thus, when entering into any new client relationship, the required checks of the client's identifying information constitute an initial filter for the prevention of money laundering. This prevention relies on knowledge of customers and effective beneficiaries; it is supported by research using specialised databases. Appropriate vigilance consistent with the level of identified risks is exercised for the length of each business relationship. The Group's employees are assisted in this task by computer tools for profiling clients and detecting unusual transactions.

The fight against the financing of terrorism and the enforcement of international sanctions also involve the constant screening of client files, both when entering into and during the course of business relationships, using sanctions lists and the monitoring of international transactions.

The overall system, regarding both the prevention of money laundering and terrorism financing and compliance with international sanctions, is constantly being strengthened as a result of regulatory developments and risk assessment.

The Group put in place and rolled out the new training programme for prevention of money laundering and terrorism financing in 2013. The practical modules, complementary to the training module already in place, were made available to the retail bank in France. More than 75% of employees of Crédit Agricole S.A. received training in the prevention of money laundering and terrorism financing through e-learning and classroom learning in 2013.

Fraud prevention

A fraud-prevention coordination unit was created in September 2008 within the Crédit Agricole S.A. Compliance department in order to gain an overview across the Group of the types of fraud (payment instruments, electronic money, credit, capital market activities, insurance, etc.) and coordinate and lead systems for preventing fraud. This unit acts in liaison with the other control or support functions concerned: Risk Management and Permanent Controls, Inspection/Audit, Legal Affairs and Information and Payment Systems Security, all their roles being complementary. It relies on the people responsible for coordinating the prevention of fraud, designated within each Group entity, who implement and coordinate the mechanisms used in the fight against fraud at their level. An annual assessment of the systems in place is carried out on the basis of information provided.

At end-2013, 90% of employees of Crédit Agricole S.A. had been trained in fraud prevention through e-learning and classroom learning.

Lastly, the fight against fraud is part of the FReD approach. Action to raise awareness about and prevent external fraud towards employees began in 2012 and was completed in 2013. This action is intended to be pedagogical, and is aimed at all of the bank's employees, to alert them to the different types of external fraud, both existing and emerging, to which they could fall victim. It is also a responsible commitment on the part of Crédit Agricole S.A. in favour of its employees.

Reporting of dysfunctions

The compliance framework (organisation, procedures, training programmes) created an environment favourable to the enhancement of the control framework within the Group. Nonetheless, when preventive measures do not play their expected role and a dysfunction occurs, it is important that it is:

- detected and then analysed as quickly as possible;
- notified to the operational managers of the Compliance function at the most appropriate level within each business line;
- monitored and corrected, and its causes eliminated.

The centralisation of reported dysfunction events, described in a specific procedure updated in 2012, allows an assessment of non-compliance risk to be carried out at the highest level of Crédit Agricole S.A. As soon as an employee has reasonable grounds for suspicion or observes the existence of a compliance-related dysfunction, they must inform their superior, who informs the Compliance team. The framework is completed by an alert system, allowing employees, if they observe an anomaly in the usual process of reporting dysfunctions or if they feel under pressure to allow a dysfunction to occur, to notify the entity's Compliance Officer of the situation without going through line management. The employee's identity remains anonymous when the alert is processed. The Compliance Officers of each entity report the state of observed dysfunctions to the Compliance department, which is responsible for informing the Compliance Management Committee. This Committee takes note of the situation and approves proposals aimed at remedying the dysfunction.

Protection of personal data

Crédit Agricole S.A. develops the compliance framework for all its subsidiaries in France, in accordance with the principles and obligations of the *Commission nationale de l'informatique et des libertés* (CNIL), the national data protection authority. These principles relate to the protection of personal data, be it of employees, customers or third parties linked with Group entities.

For the purpose of harmonising mandatory reports made to the CNIL, Crédit Agricole S.A. has implemented a pooling and exchange process with Group entities, under which they can participate in consolidated reports and authorisation requests addressed to the CNIL. A shared approach has been set up within Crédit Agricole's network of Regional Banks. As a general rule, every new information system or application must be designed from the outset to meet the data protection rules for personal information and bank secrecy regarding customers and third parties linked with the Group.

Training: employees get involved with risk prevention

Crédit Agricole S.A.'s Compliance department has undertaken an overhaul of existing *Fides* training courses.

Crédit Agricole Group has compliance training courses based on general principles and training courses adapted to the Group's main business lines (retail banking, financing activities, asset management, insurance, etc.) which are available to employees.

A handbook, "The Keys to *Fides*", deals with 14 major compliance issues (financial security, advisory duty, conflicts of interest, etc.). This document, available in nine languages versions, ensures improved dissemination among the employees of Crédit Agricole Group. This action has been integrated into FReD, the Group's CSR improvement project, by several entities.

Have a transparent lobbying policy

Crédit Agricole S.A. is committed to the principles of responsible lobbying, thereby guaranteeing its efficacy and retaining the trust of its stakeholders.

Align with best practices

As a major player in banking and finance, Crédit Agricole S.A. is keen to explain to French and international regulators the impact of their decisions. However, Crédit Agricole S.A. wants this activity to take place in complete transparency with all stakeholders and in compliance with best practices in force.

To this end it has published a lobbying charter, the first bank in France to do so. Since early 2013 the charter has set out the corporate lobbying practices which apply to Crédit Agricole S.A. and all of its entities.

The charter translates into three main types of commitment:

- in terms of transparency and compliance: ensuring representation of interests is clearly identified, exercising practices in compliance with best standards, alignment with the same commitments by third parties with whom we collaborate, compliance with codes of conduct and regulations;
- in terms of information and communication: construction of lines of argument based on reliable analyses, publication of main public positions, etc.;
- as regards the internal network: transparency about the organisation of activities, reassurance about the skill levels of those in charge of business, regular reports on actions and initiatives to General Management or to the Board of Directors' Specialised Committees.

Why lobbying?

The Group views its lobbying activities as a contribution by experts and practitioners to the political and technical debate. By virtue of its size and the number of its business lines, Crédit Agricole S.A. can call on various areas of expertise capable of explaining financial and banking questions in their totality and complexity. This clarification makes it possible to give a reasoned vision of the impacts of their decisions to national and European legislators, as well as to those at the highest global level, in particular the G20 through the intermediary of the Financial Stability Board.

Prioritising the integrity of practices

Registered in the EU's "Transparency Register" since 2009, Crédit Agricole S.A. has committed to adopting the Code of Conduct applicable to interest representatives by specifying the fundamentals which guide and frame its professional relations with the institutions of the European Union. Crédit Agricole S.A. also now refers to its own Lobbying Charter.

A closely monitored system

Crédit Agricole S.A. has a team in place to oversee lobbying activities: the Public Affairs department. The department has nine members, including three full-time employees in Brussels who are specialists in European public affairs. Crédit Agricole S.A.'s Public Affairs department also has representatives in each of the subsidiaries.

Lobbying priorities, positions and key messages are regularly communicated to Management Committees existing within the bank.

The internal code of conduct contains a specific chapter stating the conditions as regards corporate gifts and other benefits so as not to compromise the independence or impartiality of the beneficiary.

Lastly, subject to strict internal and external audit rules, the budget of the Public Affairs department is analysed according to the usual budgetary decision-making processes conducted by the Finance department.

Main lobbying topics in 2013

Crédit Agricole S.A.'s Public Affairs department operates in two geographic areas: France and the European Union. Many of the topics handled are managed in close collaboration with the *Fédération Bancaire Française* (FBF), which was chaired from 1 September 2012 to 31 August 2013 by the Chief Executive Officer of Crédit Agricole S.A.

In France, adoption of two of the President of the Republic's campaign promises determined the activities of the Public Affairs department, which set out its positions to the main politicians involved in these laws:

- a law regarding the separation and regulation of banking activities (Law of 26 July 2013);
- a law relating to consumption (approved on its first and second readings at the National Assembly, to be read in the Senate for a second time in January 2014).

The debates on the finance act for 2014 and the amending finance act for 2013 gave the Group an opportunity to draw the government's attention to the growth in taxes and the continuous increase in levies on the banking sector, which runs the risk of affecting the ability of the banking sector to fund the economy and the regions.

In Europe, the first part of 2013 was marked by the end of discussions on the Capital Requirements Directive (CRD 4) and its regulation (CRR) published in the Official Journal of the European Union on 27 June 2013. These texts form the legislative transposition of the Basel Committee's recommendations regarding prudential requirements.

In the second part of 2013, the Public Affairs department, in close cooperation with the FBF once again, was active in relation to the constitutional texts of the soon to be formed banking union, namely:

- the EU directive on crisis management and resolution (bank recovery scheme);
- the Single Resolution Mechanism (authority in charge of crisis management);
- the Single Supervisory Mechanism which gives the European Central Bank ultimate responsibility for supervising the Eurozone.

In the area of retail banking, Crédit Agricole S.A. also actively engaged with European MPs in relation to the revised directive on payment services, the regulation on packaged retail investment products and revision of the Markets in Financial Instruments directive.

With a view to transparency, from 2014 Crédit Agricole S.A. will publish on its website the Group's positions on the various topics on which it lobbies.

Being responsible along the whole chain

Credit Agricole's leadership position entails a duty to set an example and a responsibility with regard to its suppliers to comply with responsible practices right to the end of the chain. In this context, Credit Agricole S.A. formalised a responsible purchasing policy structured around the following priorities:

- promoting implementation of responsible supplier relations;
- assessing suppliers on their CSR management system and on the products and offers proposed to the Group;
- incorporating environmental and social criteria, for example by developing the use of the sheltered sector and disability-friendly companies.

Engaging with suppliers

In order to create the conditions for a balanced relationship with its suppliers in an unstable economic environment, Crédit Agricole S.A. signed the Charter for Responsible Supplier Relations at the end of 2010.

This charter is made up of ten commitments for responsible purchasing and a fair and sustainable relationship between major contractors, SMEs and suppliers in the broader sense, focusing in particular on issues relating to environmental impact, financial equity or reducing risks of interdependence.

All of Crédit Agricole S.A.'s contracts include the clause from the Economic Modernisation Act on payment terms. Mapping of supplier payment processes has also been carried out at each of the entities and the implementation of a tool and processes for optimising these payments is underway.

To meet the commitment to handle disputes, an ombudsman for inter-company relations was appointed within Crédit Agricole S.A.: Crédit Agricole S.A.'s Director for Sustainable Development, reporting directly to Executive Management. Any supplier may refer their case to the ombudsman if their dispute with the purchasing department or any other department is not resolved. This possibility of recourse to internal mediation is indicated when tender specifications are sent out and in the Group's purchasing contracts.

In 2013, three cases were dealt with by the internal ombudsman and the government ombudsman, each ending with a protocol for amicable resolution of the disagreements relating to the stopping of services.

Assessing suppliers

Included in each call for tender, CSR assessment of suppliers focuses on their CSR management system and their offer itself.

Assessment of the supplier's CSR management system is entrusted to an independent third party expert, Ecovadis. The assessment consists of sending suppliers a questionnaire which is tailored to their business sector and includes 21 criteria grouped into four themes: the environment, social issues, ethics and management of their supply chain. Ecovadis' analysts verify and check the answers and the mandatory documentary evidence before cross-checking them with a database of documents collected from stakeholders such as unions, NGOs, etc. Once this analysis is complete, an assessment report is sent to the Purchasing department along with a CSR score out of 100.

The score obtained is included in the usual multicriteria table and accounts for 10% in awarding the contract. If the results do not meet the requirements set by the Group Purchasing department, *i.e.* a score of less than 35/100, the Purchasing Committee must systematically decide whether or not to keep the supplier. The Purchasing department can also help a supplier with a low score to define a progress plan for CSR.

The Purchasing department also uses these scores to monitor suppliers' key indicators which are relevant to its own policy: audit or assessment of suppliers as regards CSR, ISO 14001 and OHSAS 18001 certification, existence of a formalised code of ethics, participation in the Carbon Disclosure Project, formalisation of a responsible purchasing policy, active alert procedure in place, reporting on health and safety indicators in place, energy consumption or greenhouse gas emissions, signatory of the United Nations Global Compact.

At 31 December 2013, 993 suppliers involved in calls for tender and/or panels were asked to undergo assessment by Ecovadis. In total, 468 suppliers agreed to assessment.

Crédit Agricole S.A. also assesses the CSR quality of the supplier's offer (product or service) by including technical sustainable development criteria, specific to each purchasing family, in the tender specifications. The supplier must show that their procedures comply with the stated principles during the whole life cycle of the project and provide documentary evidence of this.

For example, during the call for tenders relating to the Group's office furniture, suppliers are asked to commit to criteria regarding the materials and components of the furniture proposed. During the call for tenders on IT equipment, the file sent to suppliers includes a letter explaining the Group's requirements and a technical data sheet for completion on the sustainable development aspects required for the products, such as the energy consumption of the equipment proposed. This assessment is added to the 10% from the Ecovadis score in the technical part of the multicriteria table. In addition to these analyses and depending on the issues inherent in the call for tenders, suppliers are also questioned on their positioning as regards sustainable development.

In total, elements linked to CSR can comprise up to 30% of the score awarded in calls for tender.

Initiatives have also been conducted in several entities to promote the systematic use of approved eco-friendly cleaning products or eco-friendly office supplies.

Incorporating social criteria

Crédit Agricole S.A.'s Purchasing department also includes in its tender specifications criteria linked to social principles, reflecting, among other things, compliance with the rules of the United Nations Global Compact and use of the sheltered sector and disability-friendly companies, either directly or through joint contracting, depending on the relevance of the purchasing family.

By signing with Crédit Agricole S.A., suppliers undertake to comply with these rules and certify that their products meet these standards.

To meet the commitment to increase purchases from the sheltered sector and disability-friendly companies, an action plan has been defined with the following guiding lines:

- identify eligible purchasing families and calls for tender;
- work on tender specifications by allotting services;
- identify and approve in advance sheltered sector and disability-friendly service providers and companies (ESATs and EAs) likely to meet requirements;

- give ESATs and EAs access to our calls for tender by opening up consultations to these structures.

Several entities have chosen to work for a number of years now with companies in the sheltered employment sector:

- implementation at CACEIS since June 2012 of Handi Zen, a socially responsible concierge service. The result of a partnership with the ESAT *Les Ateliers Cité Jardins de Suresnes*, this concierge service employs people with disabilities. In 2013 Amundi also chose a socially responsible concierge service for its new headquarters;
- signature of a contract by Crédit Agricole CIB with a company from the sheltered employment sector for printing business cards in France and regular collaboration with companies from this sector for other kinds of services;
- permanent collaboration with ESATs and EAs for recycling telephone equipment and office paper, call centres.

Raising awareness among buyers and suppliers

As part of the training provided to the Group's buyers, a purchasing professional-development pathway is offered by Crédit Agricole S.A.'s Purchasing department and the Group's training institute, Ifcam. This course includes a sustainable development module which gives a general explanation of sustainable development and explains the challenges relating to this subject for the Group and the purchasing business line, why a responsible purchasing policy was put in place and how it is applied.

A day of discussion on responsible and solidarity-based purchasing bringing together the purchasing, sustainable development and disability-diversity business lines is organised every year. On these days suppliers are also invited to come and talk about their best practices on specific subjects such as use of the sheltered sector and disability-friendly companies, IT, etc.

We plan to set up complementary virtual classes on this subject in 2014.

Regarding suppliers, all of Crédit Agricole S.A.'s calls for tender include a sustainable development section setting out the Group's related policy, commitments and requirements. Similarly, for each CSR assessment conducted by EcoVadis, the supplier receives an information booklet on the process and, more generally, on the Group's CSR issues.

Lastly, every two years the *Trophées Horizon* take place; these awards are given to the suppliers who show the most commitment to sustainable development. In 2013, the fourth year of the awards, five winners were chosen, from the hundred suppliers in contention, for their innovations in the following categories: ESAT/EA/establishments that help to find work for the unemployed and people with disabilities/charities; small businesses with less than 50 employees; small and medium-sized enterprises with less than 250 employees and intermediate-sized enterprises with between 250 and 5,000 employees; large enterprises with more than 5,000 employees; and internal cooperation.

Helping customers to meet their social, environmental and solidarity challenges

For several years, Crédit Agricole has been committed to reducing its negative environmental impacts. This commitment is reflected, in particular, in its signing, in 2003, to the United Nations Global Compact, as well as the signing of the Equator Principles by Crédit Agricole CIB in 2003 and the signing of the Principles for Responsible Investment by Amundi in 2006.

The Group has identified the main issues raised by its various activities in terms of:

- the development of a specific, incentivising commercial offer;
- the examination of risks and risk management relating to the environmental and social impacts of the Group's activities;
- the promotion of responsible agriculture.

▶ APPEALING TO CUSTOMERS WITH SPECIFIC PRODUCTS AND SERVICES

Crédit Agricole encourages its customers to make informed choices, particularly in terms of environmental responsibility.

Promote eco-housing

The Regional Bank network markets various loans that help finance work intended to improve housing energy performance, such as:

- the interest-free eco-loan (Eco-PTZ). At 31 December 2013 and since its launch by the authorities in April 2009, more than 78,000 Eco-PTZ loans have been provided by Crédit Agricole for a total of almost €1.3 billion;
- Energy-saving loans (PEE) offered by the Group since 2007. From their introduction to 31 December 2013, the total amount of loans marketed by all Regional Banks was close to €1.7 billion, with more than 8,000 new loans issued in 2013.

A home simulator, Calculéo, is also on-line on certain Group websites. It provides a comprehensive, up-to-date and personalised list of government grants available for energy conservation work.

LCL also markets the Eco-PTZ loan. More than 9,600 offers were issued, totalling €120 million. As a complement to this product and in line with the sustainable development passbook account, LCL has expanded its Solution Conso range, which offers personal loans to fund renovation work, in order to meet the financing needs of infrastructure projects designed to make energy savings. In 2013, in excess of 4,700 loans were granted for almost €24 million.

Crédit Agricole has also innovated in the field of local savings schemes, with the implementation by several Regional Banks of "green" term deposit and socially-responsible passbook accounts, which allow customers to support funding for sustainable projects in their regions.

Be a responsible insurance provider

In line with the issues facing the Group and the sector in which it operates, Crédit Agricole Assurances has defined offers of products and services in various markets that meet the challenges of societal, social and environmental issues.

Societal and socially-responsible offers

In order to address major issues related to the ageing of the population, Crédit Agricole Assurances has developed a range of long term care products. These include insurance policies that provide a financial top-up in the event of total or partial dependency, and a range of personal home-care services, including administrative assistance and home help services, amongst others. It also provides a budget of €1,000 per year to organise respite for the family member caring for the dependent person in the home.

In order to facilitate access to savings, Crédit Agricole Assurances has developed an entry-level life insurance package provision with low contributions. Almost 740,000 contracts were signed by 31 December 2013.

In June 2013, Crédit Agricole Assurance launched a new solidarity life-insurance contract, accredited by Finansol, which combines savings and social benefits in three plans:

- a solidarity-based euro vehicle, with at least 5% of solidarity investments (FCP *Finance et solidarité* mutual fund managed by Amundi);
- seven solidarity-based unit-linked products, accredited by Finansol, which meet the three criteria for being awarded this label;
- a sharing feature: a 2% fee is charged on payments into the policy, half of which is donated to a charitable organisation.

Crédit Agricole Assurances also complies with the Areas convention (Insurance and Loan Provision for People with Major Health Risks), which is aimed at facilitating access to insurance and loans for people who have or have had a serious health problem.

As part of its Creditor insurance range, Crédit Agricole Assurances also offers creditor insurance. This product aims to offset loss of income if the policy holder stops working or loses their job. The amount paid out under this policy in addition to Social Security benefits can be as much as €1,500 per month. In addition to the financial benefits, personalised support is offered for up to 18 months to help the policyholder to return to employment and to provide career management assistance.

Environmental products

PREVENTING CLIMATE CHANGE

Crédit Agricole Assurances offers car and home insurance products that encourage environmentally responsible behaviour.

Under this plan, policyholders who drive fewer than 5,000km per year receive a discount on their premiums of 2% to 12%, depending on the age of the vehicle and the number of years it has been owned.

If the policy is tied to an auto loan, the policyholder can also receive a discount of 5% on insurance for vehicles emitting less than 140g/CO_2/km. In addition, the excess will be waived for vehicles that emit less than 106g/CO_2/km.

Crédit Agricole Assurances introduced insurance cover for renewable energy facilities (solar panels, wind turbines) as part of its comprehensive home insurance policies. In addition to this programme, customers taking out an Eco-PTZ loan are offered a 25% discount on comprehensive home insurance in the first year.

ADAPTING TO CLIMATE CHANGE

In property & casualty insurance, products in the personal and small business ranges (farmers and other professionals) take into account climate uncertainties through insurance cover protecting policyholders and their property from storms, natural disasters, or climatic events such as hail and frost.

Crédit Agricole Assurances also offers forest insurance to protect against forest risks: fire, storm, natural disasters and civil liability. At end-2013, these insurance products comprised a portfolio of almost 2,300 policies, covering 500,000 hectares for civil liability and 500,000 hectares for damages.

Crédit Agricole Assurances also supports farmers coping with the challenges of climate change, by offering insurance for the majority of crops (large-scale farming, vines, arboriculture) against a number of climatic events, including drought, hail, excess rainfall, floods, storms, frost, etc.

Lastly, Crédit Agricole Assurances includes socially responsible investment (SRI) components in its multi-investment life insurance policies. These policies also include the new SRI, environment-focused fund developed by Amundi in 2013, *Atout Valeurs Durables*. At 31 December 2013, assets under management in SRI funds in life insurance policies exceeded €1 billion.

Financing renewable energy

Crédit Agricole CIB and Crédit Agricole Leasing & Factoring support projects to finance renewable energy.

Financing renewable energy is an essential component of Crédit Agricole CIB's strategy, making it one of the leading sources of financing of this type of project. The Project Finance business line has funded 289 wind farms representing some 13,300 megawatts (MW) of power and 30 solar power plants having 1,200 MW of installed capacity. In terms of number of loans, renewable energy represented 75% of electrical power station financing projects in 2013.

Through its specialist subsidiary Unifergie, Crédit Agricole Leasing & Factoring finances energy saving and environmental protection projects that contribute to sustainable development and is one of the main players in sustainable development projects in France. The cumulative power financed by Crédit Agricole Leasing & Factoring at end-2013 exceeded 2,100 MW, enough electricity to supply 850,000 French homes. Financing amounted to a total of more than €2 billion since 2007.

In 2013, Crédit Agricole Leasing & Factoring provided support for solar, wind, biomass, gas cogeneration and energy efficiency projects by funding 83 new applications in France in the amount of €236 million to generate 260 MW of power.

Moreover, some 95 applications were reviewed in 2013, submitted in response to the biomass financing offers rolled out in 2012. 2014 should see an increase in the number of these projects as the segment matures and Crédit Agricole Leasing & Factoring has the benefit of feedback from experience. Crédit Agricole has already financed more than 80% of methanation projects in France in 2013.

Crédit Agricole Leasing & Factoring regularly combines forces with other Group entities (mainly Regional Banks and Crédit Agricole CIB) on a regular basis to finance numerous projects in the energy sector, particularly solar and wind power. Almost nine out of ten applications are financed in partnership with the Regional Banks. Projects jointly funded in 2013 included:

- a new wind farm in the Tarn region, financed by Crédit Agricole Leasing & Factoring and the Nord Midi-Pyrénées, Toulouse 31 and Sud Rhône-Alpes Regional Banks;
- the first wind firm in the Sarthe region, developed jointly by Eoloué, a company founded by the farming cooperative, *Coopérative Agricole des Fermiers de Loué*, and Aérowatt alongside its banking partners, Crédit Agricole Leasing & Factoring, Crédit Agricole de l'Anjou et du Maine and OSEO;
- two new solar power plants in the south-west of France for customers of several Group entities. Two Group entities were involved in ensuring the success of these projects, the Toulouse 31 Regional Bank for the first project, and LCL for the second.

Crédit Agricole now provides one-quarter of the financing for the solar and wind power sectors, in particular through Crédit Agricole Leasing & Factoring and the Regional Banks.

4. Responsible management of bank cards

The Group introduced two innovations for its bank cards in 2013 to reduce its environmental footprint.

The first innovation is the collection of expired cards from customers for recycling, an initiative that optimises the use of resources, especially the rare metals used in the chip. This initiative is based on two related measures:

- recovering cards, based on direct eco-citizen cooperation with our customers, who are asked to return their old cards to the branch;
- free and secure recycling, working with a specialist company.

Through this initiative, the metal parts of the old cards are recovered for reuse in the manufacture of new products in other industries (for example, automotive, telecommunications, building, etc.).

The pilot for the initiative was conducted in six Regional Banks from June to December 2013, in preparation for its roll-out across the country from 2014.

For its second innovation, the next generation of bank cards will be manufactured using a new vegetable-based resin material to replace the plastic and thereby reduce consumption of hydrocarbons.

This initiative targets the materials used for the production of bank cards directly at the very start of the product cycle, to limit the use of natural resources.

This new measure was introduced in June 2013 and will be gradually extended to all Crédit Agricole Group cards by 2017 as cards are renewed.

The Group was awarded the innovative bank card trophy (*Trophée des cartes innovantes*) in the Technology category for its environmental bank cards. This global award recognises technological innovation and sustainable development.

INCORPORATING AND MANAGING THE RISKS RELATED TO THE ENVIRONMENTAL AND SOCIAL IMPACTS OF ITS BUSINESS LINES

In addition to its direct footprint and, given its activity as a banker and insurer, taking into account environmental and social impacts brought about through financing the economy and the regions and the insurance industry is one of the Group's major sustainable development challenges. Initiatives have been launched, targets set and actions taken to deal with this problem in accordance with each of the Group's business lines.

Taking the environmental risk into account when financing SMEs

A tool for managing the environmental risk in credit decisions has been developed by Crédit Agricole S.A., in partnership with the law firm Lepage and in liaison with a number of Regional Banks. It is aimed at small businesses, professionals and farmers operating in sectors liable to have a particularly significant impact on the environment. The tool is comprised of sector-based fact sheets covering 11 sensitive sectors (waste treatment facilities, livestock breeding, water treatment plants, abattoirs, dry cleaners, garages, plant protection products, printers, wind farms, photovoltaic solar installations, quarries) and a maintenance guide with a questionnaire, intended to assist the account manager in his or her relations with the customer and award an environmental score to the loan application. The impact on the loan decision is left to the discretion of the Regional Bank. Based on the outcome of a pilot conducted in two Regional Banks, the questionnaires were simplified and further information added to sector-based data sheets. A new version will be piloted in five Regional Banks starting in the second quarter of 2014.

The bank's ambition of developing a policy that integrates environmental, social and governance (ESG) risks is being extended to all entities within Crédit Agricole. A working group with members from the Group's different entities and business lines was formed during the year to further this aim.

The working group has two objectives: to protect the interests of our customers and improve the quality of the risks borne by Crédit Agricole Group.

Investing responsibly

Amundi, the Group's asset management company, operates from the firm conviction that the responsibility of an asset manager extends beyond the purely financial. It became a signatory to the Principles for Responsible Investment (PRI) on their introduction in 2006. Aware of the growing importance of environmental, social and governance (ESG) factors, Amundi has chosen to take them into account at various stages in its analysis process and investment decisions. Amundi has thus equipped itself to apply its ESG policy to its asset management process by using a rating system backed by evidence to grade companies and States based on these extra-financial criteria. It has introduced a rigorous, formal and traceable extra-financial rating process, based on three priorities:

- a normative exclusion policy in active management;

- socially responsible investment (SRI) systematically applying three rules;
- high social impact management.

This incentivising approach is backed by direct dialogue with companies and by the voting policy in General Meetings.

Amundi has mobilised substantial resources to meet these ambitious goals:

- 15 dedicated ESG analysts. These analysts meet with companies, define the voting policy at Amundi's General Meetings, vote at General Meetings, engage in dialogue with companies and implement research protocols to study the impact of ESG criteria on fund performance;
- eight external service providers specializing in extra-financial data;
- almost 4,600 rated issuers;
- a proprietary tool that interfaces with management tools so that all Amundi managers have access to the companies' financial and extra-financial ratings;
- an SRI unit with a staff of about 20 employees.

These efforts also involve paying special attention to the transparency and clarity of the information provided to customers. Hence, In accordance with the requirements of the French Asset Management Association (AFG), for its public SRI funds Amundi complies with the Code of Transparency developed by AFG and the Responsible Investment Forum (RIF). Funds that have subscribed to this Code are required to provide information that would be easily understandable for a wide audience. The Code aims to clarify the investment philosophy, the ESG analysis process and the investment policy of the fund. Since 1 July 2012, Amundi has complied with Article 224 of Granule Law 2, which established France's first regulatory framework to govern ESG for management companies. Amundi details the ways it integrates ESG criteria into its corresponding investment policy on its website.

Other entities have also defined extra-financial criteria for their investments.

Integration of environmental, social and governance (ESG) criteria in investment analysis and decision-making

To achieve this goal, Amundi alerts and trains all mainstream managers and financial analysts, and has implemented various measures:

- the dissemination of extra-financial ratings to all analysis and management teams *via* a platform used to collect information and ratings, known as SRI, or Sustainable Rating Integrator;
- close collaboration between extra-financial and financial (equities and fixed income) analysis teams, and between SRI management teams, with, for instance, the establishment of monthly Sector Committee meetings for the relevant Amundi teams, or financial roadshows organised by companies, with the participation of Amundi's financial and extra-financial analysts and SRI and non-SRI portfolio managers. Amundi meets with the hundred or so companies every year as part of this programme;
- quantitative research and analysis of ESG performance signals, upstream and downstream of portfolio construction, to ensure their better integration in management processes.

In addition, Amundi systematically questions issuers about their ESG performance during the roadshows in which the entity takes part.

A normative exclusion policy in active management(1)

In its active management, Amundi applies strict rules regarding the inclusion of ESG criteria, which underpin its responsibility. As such, it excludes:

- any direct investment in companies involved in the manufacture or trade of anti-personal mines and cluster bombs, in accordance with the Ottawa and Oslo conventions and the Crédit Agricole S.A. arms sector policy;
- companies that severely and repeatedly violate one or several of the ten principles of the UN Global Compact.

Issuers falling into these two categories are rated G on Amundi's scale (from A to G, A being the best score and G the worst – see Methodology in the next section below).

Demanding SRI management

Amundi promotes SRI through a variety of approaches, including sector exclusions, selection by theme and Best in Class, which is the most widely used. This method involves selecting the best performers in each sector, *i.e.* those who best manage the risks and opportunities related to sustainable development objectives in their particular industry, without exclusions.

Moreover, management companies that practice best-in-class selection use their power as shareholders to promote ESG in those companies. Exercise of votes at General Meetings of Shareholders remains its main vehicle for action, combined with shareholder dialogue and an active policy of engagement. Rather than simply collecting information, Amundi engages in direct dialogue with senior management to put forward the investor's point of view and possibly influence company policy.

IMPLEMENTING THE THREE SRI PRINCIPLES

- On a scale of A through G, the lowest rated issuers (E, F and G) in their sectors are excluded from SRI portfolios to protect investors against financial and reputational risks.
- In absolute terms, a portfolio's ESG score must be C or better.
- In relative terms, an SRI portfolio's average ESG score must be at least equal to that of its benchmark market or index. This means that only issuers with the best sustainable development record compared with their competitors are selected.

(1) *Active management: excluding tracker funds and ETFs constrained by their benchmark.*

STRONGER GOVERNANCE

In addition to controls for insuring that ESG criteria are included in SRI portfolios, Amundi established and coordinates three different Committees:

- the Grading Committee. Chaired by Amundi's Director of Management and Control, this Committee meets on a monthly basis to certify the ESG scores and specifies those issuers who might be automatically excluded from Amundi's portfolios;
- the Advisory Committee. Made up, in large part, by outside experts, this Committee's mission is to monitor trends in societal issues and emerging topics. The work of this Committee should allow Amundi to gain a better understanding of its points of policy and to anticipate potential controversies;
- the Steering Committee. Chaired by Amundi's Chief Executive Officer, the Committee monitors the progress of the SRI project for certain investment processes and approves any changes to SRI management standards, if necessary.

EMPLOYEE SAVINGS

Socially responsible investing plays an increasingly important role in employee savings, creating a shared interest: investors are both shareholders and employees and pay close attention to all of the Company's interests. In this way, they promote a more sustainable, more human form of corporate economic and financial development.

Amundi's SRI ranges have once again all been accredited by the *Comité intersyndical de l'épargne salariale*, confirming its leading position in this market.

ASSETS IN THE PAST THREE YEARS

The SRI assets managed by Amundi have increased sharply since 2010, allowing it to establish itself as an European leader in SRI management.

	Assets at 31/12		
(in billions of euros)	**2013**	**2012**	**2011**
Total assets	**68.4**	**65.8**	**54.9**
o/w:			
Institutional (open-ended funds and mandates)	50.1	47.3	38.3
Networks	11.2	11.4	10.6
Employee savings	7.1	7.1	6

► *In 2013, the SRI assets managed by Amundi represented almost 9% of its total assets and almost 45% of the French market at end-2012.*

2013

Significant developments in 2013 for Amundi in the Socially Responsible Investment segment included:

- the development of the SRI *Atout Valeurs durables* fund as an environment-focused fund. Developed by Amundi, the fund invests in shares of European companies whose business comprises at least 20% green technologies, such as energy efficiency, renewable energy, water or waste management. *Atout Valeurs durables* screens out companies that also produce fossil fuel or nuclear energy;
- the first certification of the service commitments that apply to the SRI portfolio management approach. Developed by AFNOR Certification, the body responsible for the certification and assessment of systems, services, products and people in France, the framework guarantees the quality and transparency of SRI processes. It describes the service commitments to be applied to all customers in terms of SRI. These service commitments cover the guarantee of expertise in ESG analysis, the reliability and traceability of data, governance methods, information, and continuous improvement of practices. The certificate is granted for a period of three years, on the basis of an audit conducted in the company to check the compliance of the company's commitments and practices.

Amundi also announced its intention of increasing assets in SRI vehicles to €100 billion in the next two years.

Engaged management

Amundi is committed to solidarity-based finance as one of its priorities for growth. Aligned with its strategic positioning and societal commitment, the Group markets a comprehensive range of high social impact funds for all types of investors. These include solidarity and shared-return funds, social business funds and development support funds. At end-2013, assets under management in these funds exceeded €805 million.

Amundi currently invests in 15 solidarity SMEs/corporates focusing on five areas: employment (education, training and return to the labour force), housing, health (including long term care), the environment, and to a lesser extent, international solidarity.

These companies are selected based on a three-strand analysis:

- financial to check the soundness of the company and its long term viability;
- extra-financial to assess environmental social governance criteria;
- and an evaluation of the social impact of the activity.

All solidarity-based and shared-returned funds offered by Amundi are accredited by Finansol.

Amundi is also the first French asset management fund to have issued a social impact report this year, informing investors about the SRI companies selected, the social impact generated (employment creation, housing, and more), illustrated by practical examples. The social impact report was produced in response to demand from individual investors wishing to invest in the real economy and wanting to know exactly what their money was used for.

In 2013, Amundi also launched the first meeting of the Solidarity Partners Club, bringing together the solidarity-focused companies in which it invests. The aim of the event was to forge links between all partners and to discuss topics of interest to all. A second meeting was held early in 2014.

Amundi also sponsored the fourth Solidarity Finance awards in 2013, organised by *Le Monde* newspaper and Finansol to reward high social impact or environmentally friendly companies.

Exercise of a very active voting policy at General Meetings of Shareholders

The exercise of votes in General Meetings of Shareholders and constructive dialogue with companies are essential components of Amundi's fiduciary duty and role as a responsible investor. To this end, it has established a dedicated team to coordinate the necessary expertise (managers, financial analysts, extra-financial analysts, etc.), implement a voting policy incorporating ESG best practice on a scalable basis, and a formal shareholder dialogue system to contribute to the improvement of corporate practice and the overall functioning of corporate governance.

In 2013, Amundi attended the General Meetings of Shareholders of 230 companies in France, 691 in the rest of Europe and 1,776 in the rest of the world, thereby broadly fulfilling its responsibility as a shareholder. Its votes resulted in nearly 5,150 decisions condemning bad practices, chiefly in respect of the composition and representativeness of governing structures, the balance and transparency of remuneration, the rights of shareholders and the consideration of ESG issues.

THE AMUNDI 2013 GENERAL MEETINGS OF SHAREHOLDERS VOTING CAMPAIGN

Number of General Meetings of Shareholders reviewed:	**2,697**
● o/w France	230
● o/w Rest of world	2,467
Number of resolutions voted on:	**31,399**
Number of resolutions voted against, in particular on the following topics:	**5,149**
● Board composition	41%
● executive compensation	27%
● actions affecting share capital (incl. poison pills)	17%
● external ESG resolutions(1)	8%
Resolutions put forward by shareholders and supported by Amundi, on the following topics:	**430**
● corporate governance (voting process, remuneration, separation of powers)	74%
● social and human rights issues (ILO conventions, anti-discrimination, political contributions and lobbying)	19%
● environmental issues (see sustainability reporting, greenhouse gas emissions, fracking)	7%

(1) Support of resolutions against the recommendation of management.

As part of its shareholder dialogue policy and with a view to promoting socially-responsible investment (SRI), Amundi also plays an active role in international, European and financial community initiatives:

- coalitions of investors, including the Carbon Disclosure Project (CDP), the Institutional Investors Group on Climate Change (IIGCC), the Global Compact Investor's Initiative, the Extractive Industries Transparency Initiative (EITI), as well as the Global Water Disclosure Project (GWDP), the Forest Footprint Disclosure Project (FFDC), the CDP Water Disclosure and the Access to Medicine Index. The goal of these collective initiatives is to encourage companies to improve their practices and their communication in the areas of climate change, water, deforestation, and health problems in developing countries. They are also working to encourage the oil and mining industries to adopt greater transparency in their relations with the countries in which they operate;
- work with the financial community and think tanks: Amundi is a founder member of the *Observatoire pour la responsabilité sociale des entreprises* (Study Centre for Corporate Social Responsibility, ORSE), a member of the *Forum pour l'investissement responsable* (Responsible Investment Forum, FIR) and Eurosif and also participates in a number of French and international working groups, the *Association française de gestion* (French Management Association, AFG) and the *Institut français des administrateurs* (French Institute of Directors, IFA).

A policy of committed investment in other entities

For its part, Crédit Agricole Assurance also uses extra-financial criteria in its investment decisions, based on applying an ESG (Environment, Social, Governance) filter when selecting issuers. This screening policy is backed by a thematic investment policy: health and ageing through investments in long term care facilities, and the environment, by way of investments in properties that have obtained environmental certification.

The total area of the buildings qualifying for at least one environmental label represents around 177,000 sq.m. or 22% of total area.

Crédit Agricole financed a number of building projects in 2013, such as:

- Carpe Diem tower at la Défense, in partnership with Aviva, which obtained one of the highest environmental distinctions, LEED Platinum certification;
- the Thales campus located in the Yvelines region, which has dual environmental certification;
- Orange's new eco-campus in Hauts-de-Seine, 72,000 sq.m. obtaining high environmental quality certification (HQE®) and a BREEAM Very Good rating.

Limiting the social and environmental impacts of financing

As a major financial partner in the global economy, Crédit Agricole's corporate and investment banking activities, especially those of Crédit Agricole CIB, have significant regional, economic and social impacts, both positive and negative, proportionate to its business activities.

Well aware that the environmental and social impacts resulting from its financing activities greatly exceed its direct environmental impact, Crédit Agricole CIB seeks to reduce environmental and social risks by applying due diligence based on the Equator Principles, introducing CSR sector policies and, more recently, introducing CSR scoring of corporate customers, while boosting the positive impacts of its business through comprehensive sustainable banking. Crédit Agricole CIB also plays a role in setting up a method to quantify the CO_2 emissions related to the bank's financing and investments.

Assessing and managing environmental and social risks

The incorporation of environmental and/or negative social impacts in our financing and investments is based on three pillars:

- application of the Equator Principles for transactions related directly to a project;
- CSR sector policies;
- an analysis of the environmental or social aspects of transactions.

In addition to this three-pillar approach, Crédit Agricole CIB introduced a scoring system for all corporate customers in 2013.

THE EQUATOR PRINCIPLES

A member of the group of 10 banks that launched the Equator Principles in June 2003, Crédit Agricole CIB plays a major role in expanding the scope of the most recent version of the principles adopted in June 2013. Now regarded as a project financing benchmark, the principles are used to assess the risks associated with the environmental and social impacts generated by the corporate financing of some construction or expansion projects.

Project evaluation

Projects are classified based on the International Finance Corporation (IFC) classification, which has three levels:

- A corresponds to a project presenting potentially significant adverse social or environmental impacts that are non-uniform, irreversible or unprecedented;
- B corresponds to a project presenting limited adverse social or environmental impacts, generally to a single site, that are largely reversible and easily dealt with by mitigation measures;
- finally, C corresponds to projects presenting minimal or no adverse social or environmental impacts.

Crédit Agricole CIB classifies projects based on their social and environmental impacts using an evaluation tool developed by the bank in 2008. The relevance of the tool is continually reviewed based on experience.

Implementation of the Equator Principles

In keeping with the Equator Principles, the bank follows a due diligence process and borrowers are required to carry out projects in accordance with the standards of the International Finance Corporation (IFC).

At Crédit Agricole CIB, the Project Finance Group function has taken the initiative in implementing the Equator Principles. The assessment and management of environmental and social risks are carried out initially by business managers based on the classification obtained with a special focus on projects classified under category A. Business managers are assisted by a network of local correspondents within each regional project finance structuring centre in permanent cooperation with a coordination unit.

Crédit Agricole S.A.'s Industry and Sector Research department (EIS) offers its technical and environmental expertise to provide assistance and additional insights. It thus allows to further refine risk identification and analysis according to business sector.

The coordination unit, consisting of operational staff from the Project Finance business line, is responsible for coordinating the practical aspects of implementing the Equator Principles. The unit coordinates the local correspondent network and organises specific training for those involved in the business.

The Ethics Committee for Operations dealing with an Environmental or Social Risk (Ceres) is consulted on all projects likely to be classified as A before they are referred to the Credit Committee. It also approves the classification of projects as A, B or C.

Statistics

This year also, the convention used for compiling Equator Principles statistics was updated. The change was decided to comply with the reporting requirement of the most recent version of the Principles, adopted in June 2013. Annual statistics compiled now include the number of projects signed off during the year, rather than the number of projects that were rated.

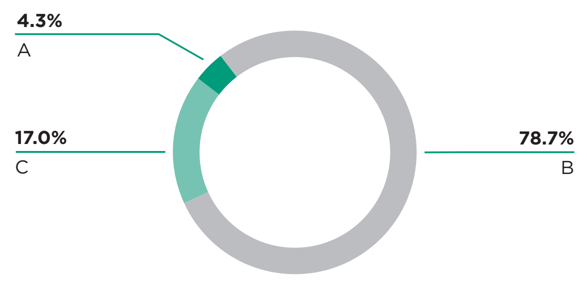
A total of 339 projects were in the portfolio and classified as A, B, or C at 31 December 2013, and 47 of these were signed in 2013. The classification of projects breaks down as:

- 23 projects were classified A, 2 of them in 2013;
- 250 projects were classified B, 37 of them in 2013;
- 66 projects were classified C, 8 of them in 2013.

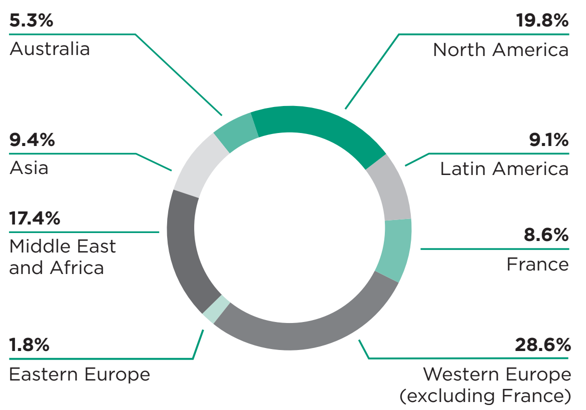
The breakdown by sector and region is as follows:

BREAKDOWN OF PROJECTS IN PORTFOLIO AT END-2013 BY RATING

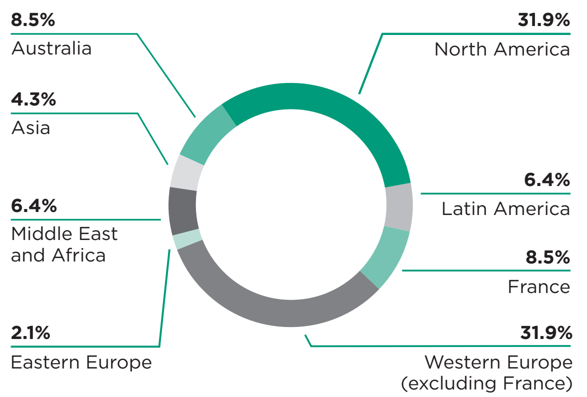
BREAKDOWN OF PROJECTS RATED IN 2013 BY RATING



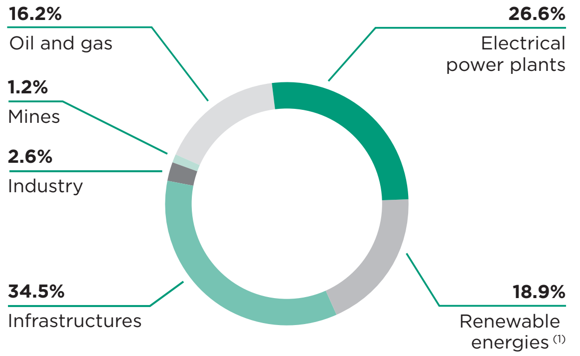
BREAKDOWN OF PROJECTS IN PORTFOLIO AT END-2013 BY REGION



BREAKDOWN OF PROJECTS RATED IN 2013 BY REGION

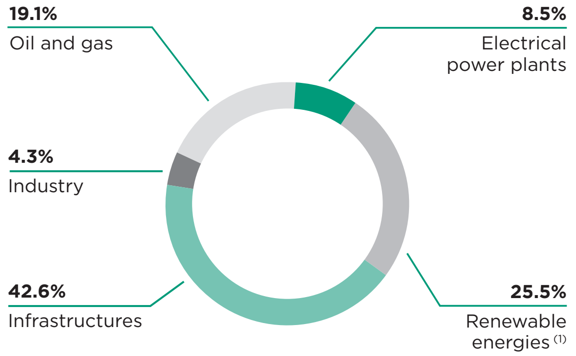


BREAKDOWN OF PROJECTS IN PORTFOLIO AT END-2013 BY SECTOR



(1) *Renewable energies are wind, solar, biomass and hydraulic.*

BREAKDOWN OF PROJECTS RATED IN 2013 BY SECTOR



(1) *Renewable energies are wind, solar, biomass and hydraulic.*

PROJECTS IN NON-DESIGNATED COUNTRIES AT END-2013 (FORMERLY NON HIGH-INCOME OECD)

Extending the Equator Principles

The Equator Principles were developed to fit with the various constraints and possible actions in the process of project financing, as defined by the Basel Committee on Banking Supervision. Even though they cannot always be applied unchanged to other types of financing, they represent a useful methodological framework for factoring in, and preventing, social and environmental impacts whenever financing involves the construction of a specific industrial asset (factory, transport infrastructure, etc.).

Crédit Agricole CIB thus applies these rules on a "best effort" basis for other types of financing than project finance. The entity will expand the scope of application of these principles starting on 1 January 2014, as stated in the most recent version of the Equator Principles, adopted in June 2013.

CSR SECTOR POLICIES

Due to the key role played by the energy sector in economic growth and the significant contribution it makes to greenhouse gas emissions, Crédit Agricole CIB specifies principles and rules governing financing and investment in this sector, in line with the Group's CRS policy. Having identified best practices recognised by the main international bodies and professional organisations, the bank drew up a series of analysis and exclusion criteria. The principles and rules defined apply to all of Crédit Agricole CIB's financing and investment activities in relation to coal-fired power, nuclear power, hydro-electric dams, oil, gas and shale gas. They are revised as its knowledge and understanding of these industries evolve.

Policy on military and defence equipment funding

Crédit Agricole CIB applies Crédit Agricole Group's sector policy on armaments. Under this policy companies producing or selling anti-personal mines or cluster bombs are prohibited from receiving loans. In terms of transactional financing for military and defence equipment, numerous requirements are also imposed on the nature of the transactions, the identity of the stakeholders and their approval by official bodies. This policy is public and has been applied Group-wide since 2010.

Energy sector policy

The energy sector policies define general principles and rules of engagement for financing and investment in the following sub-sectors: oil and gas, shale gas, coal-fired power plants, hydroelectric facilities and nuclear energy. Published by Crédit Agricole CIB in December 2012, the energy policy has been applied at Crédit Agricole Group level since February 2013.

Mining and metals sector policy

Due to the importance of the biodiversity and human rights issues involved, the Group has also established a policy for the mining and extraction industries. It has been applied at Group level since February 2013.

Transport sector policy

The carbon footprint assessments conducted in 2012 highlighted the importance of the transport sector in generating greenhouse gas emissions. At end-2013 and based on these results, Crédit Agricole CIB formulated and published the principles it applies to financing and investments in the aerospace, maritime and automotive sub-sectors.

ASSESSING THE ENVIRONMENTAL OR SOCIAL ASPECTS OF ITS OPERATIONS

In addition to sectoral policies, Crédit Agricole CIB has been assessing the environmental or social aspects of all of its operations since 2009. Accordingly, the Ethics Committee for Operations dealing with an Environmental or Social Risk (Ceres) issues recommendations prior to the Credit Committee regarding all transactions whose environmental or social impact it feels need close monitoring.

Leading the industry in responsible finance

Since 2009, Crédit Agricole CIB has had a special responsible finance team in place to help customers with projects that address social and environmental issues (financial advising, fund-raising). Managed as a separate business line, the Sustainable Banking team had a number of successes in 2013. For instance, it played a decisive role in developing the market for Sustainability Bonds, a market in which the bank was ranked number one in the world in 2013. Trading in over €4 billion of Sustainability Bonds in 2013, the bank broadened the horizons of the market hitherto confined to public issuers, notably by assisting EDF to launch a transaction worth €1,400 million.

Today, Crédit Agricole is one of the few banking groups in the world with such expertise in its investment banking unit. The team provides services to major corporates supporting projects related to their corporate social and environmental responsibility, thereby boosting the bank's role as a universal and customer-focused bank.

2013 also saw Crédit Agricole CIB develop a new product: Crédit Agricole CIB Green Notes. The proceeds from Green Notes bond issues are typically used to finance environmental investment projects. For its Green Notes, Crédit Agricole CIB adhered to the voluntary Green Bond principles formulated by the main banks involved in arranging these bonds, a group which includes Crédit Agricole CIB. Green Bonds principles set out four essential priorities to provide guidelines for issuers:

- the use of the proceeds of the bond to support Crédit Agricole CIB's green loan portfolio, comprising loans to SMEs/corporates and projects demonstrating a high positive environmental and social impact;
- a process for project evaluation and selection according to a rigorous methodology;
- monitoring of the use of proceeds, overseen by a dedicated team in Crédit Agricole CIB;
- half-yearly reporting on the use of proceeds.

At 31 December 2013, investments made by Crédit Agricole CIB through Green Notes included in excess of €473 million in green loans.

Quantifying CO_2 emissions related to banking activities

Since 2006, Crédit Agricole CIB is a partner of the Chair of Quantitative Finance and Sustainable Development at the Paris Dauphine University and the École Polytechnique. The specific purpose of this project is to bring together quantitative finance experts, mathematicians and specialists in sustainable development. Its work is carried out by a team of some 20 experienced researchers in France and North America, supervised by a high-quality Scientific Committee comprising two professors at the Collège de France. As one of the research priorities, work began in 2010 to measure the CO_2 emissions produced by the Group's financing and investment activities.

Crédit Agricole S.A., alongside Crédit Agricole CIB, sought, with the Chair, to define a methodology for measuring the CO_2 emissions produced by its financing and investment in the economy and the regions. The research produced a methodology and a tool, in use since 2012, to break down the emissions officially reported by countries under the United Nations Framework Convention on Climate Change by industrial macro-sector, allocating the emissions of each country-sector pair to financial operators in accordance with their share of financing and investment. Crédit Agricole CIB also used this methodology to produce an initial mapping of these carbon emissions.

The initial quantification puts the estimate of annual emissions at 160 million tonnes of CO_2 equivalent, 100 million tonnes of which are attributable to major infrastructure projects in France and worldwide.

In view of the subject's crucial importance, Crédit Agricole CIB collaborated with the *Université de Paris Dauphine* to introduce a research initiative focusing specifically on quantifying CO_2 emissions.

Crédit Agricole S.A. now shares this methodology with other major banks and institutions such as *Société Financière Internationale* and *Agence Française de Développement*, the French development agency.

PROMOTING RESPONSIBLE AGRICULTURE IN FRANCE AND WORLDWIDE

The leading financial partner of French farmers, Crédit Agricole aims to support its customers from day one by financing their investments as well as securing their revenues, thanks to insurance and savings solutions.

A supporter of a strong French farming industry, on both an economic and environmental level, Crédit Agricole encourages farmers to invest in ways that diversify their income through renewable energy production: wood biomass, photovoltaic and methanation, the latter a technique that also allows them to make use of their livestock manure.

It is the bank of all forms of agriculture: it is a long-standing partner of the *Forum de l'agriculture raisonnée respectueuse de l'environnement* (French forum for sustainable and environmentally friendly agriculture), of the Agence BIO and of the French Agricultural Ministry's Sustainable Agriculture Awards. It also finances the sustainable agriculture projects of its customers each and every day. Several Regional Banks have instituted "organic offerings" designed to help farmers convert their farms and to meet their cash needs to invest in specialised equipment. A network of specialised advisers from major agricultural and food-processing industries has been deployed throughout the Regional Banks. These experts are well equipped to help farmers and entrepreneurs within the industry ensure profitability and growth of their business.

For several years it has partnered with Agence BIO, the French agency for developing and promoting organic farming to sponsor a set of awards in this area. This competition has brought attention and interest to the innovative work of organisations and businesses in the production, processing and distribution of organic foods. The aim is to present the organic farming industry as an innovative and dynamic sector, while fostering an exchange of expertise. The third round of these prizes will take place at the 2014 International Agricultural Show.

The Group is also a founding member of FARM, the Foundation for World Agriculture and Rural Life, a public service organisation. Since it was founded in 2005, the foundation engages directly with farmer and producer organisations and agricultural cooperatives to provide them with tailored support. FARM also uses the results of the projects it supports to explore development through sustainable agriculture, notably through its publications, conferences and seminars, and its pilot projects in Sub-Saharan Africa and North Africa.

Crédit Agricole Assurances and the Regional Banks have introduced solutions to support farmers struggling through tough times (see pages 42 and 43).

Crédit Agricole Assurances has also teamed up with the Europlace Institute of Finance and Astrium Géo, in partnership with the Grameen Crédit Agricole Foundation for microfinance, to develop research on new agricultural risks. This co-operation provides assistance for basic and applied research and funding for theses in this area, as well as support for projects in developing countries *via* the Grameen Crédit Agricole Foundation's network and expertise.

Promote employee development

In 2013, Crédit Agricole S.A. strengthened its social dialogue and innovation in order to adjust to profound changes in the banking and financial landscape. The cornerstone of its strategy, corporate social responsibility (CSR) has been fleshed out in a process of participatory and evolutionary progress known as FReD. FReD is a comprehensive approach to the promotion and continuous improvement of the Group's initiatives in the field of CSR. It aims to usher in CSR practices across all entities, while leaving each entity free to set its own priorities. FReD's Respect pillar, referring to the respect of employees, embodies the Group's social action. It is built around seven priorities: Recognition, Equality, Security, Participation, Equity, Consistency and Territory. The human resources policy is based on a pragmatic commitment from each entity. Together, in 2013, the Group's various entities strengthened their collaboration, with a view to converging towards shared projects and building tools allowing them to rise to new societal challenges. The Respect pillar priorities are career development and mobility, identified as a source of sustainable motivation and loyalty.

In 2013, the human resources policy made significant progress through a number of activities, including two highlights:

- rollout of forward management of jobs;
- creation of new tools, partnerships and mobile applications to enhance the attractiveness of the employer brand.

▶ FORWARD MANAGEMENT OF JOBS

The Group's goal is to be the benchmark among universal customer-focused banks in Europe. To achieve this, it has set two priorities: stimulate organic growth and maximise Group synergies. In this respect, Crédit Agricole intends to continue its optimisation and pooling efforts, as well as its work to unite men and women around shared projects.

Implementation of the *Gestion Prévisionnelle de l'Emploi et des Compétences* (GPEC) agreement

The 2012 GPEC agreement laid down a shared framework in respect of employment, mobility and career development for approximately 40,000 employees in France, in a proactive approach aimed at supporting the Group's transformation. Its implementation in 2013 resulted in cross-cutting initiatives, namely:

- the creation of a joint set of harmonised practices in terms of mobility and the organisation of professional development;
- the promotion of mobility to foster movement among employees and inter-entity fluidity;
- a forward-looking approach to employment and skills to enable all stakeholders to share a mutual vision of the development of the Group's businesses and occupations, and to act accordingly.

The Group's aim in this area is to support its employees in their current positions and their future career paths. It pays particular attention to improving their employability through professional development activities.

Pursuant to the agreement, two instances have been created:

- the GPEC Committee, comprising the Group Human Resources and Strategy departments in coordination with the unions: building on a strategic vision, it focuses on the impact on employment and the businesses, based on work carried out by the *Observatoire des métiers*. It also monitors the GPEC agreement;
- the purpose of the *Observatoire des metiers* is to anticipate trends in the businesses and changes relating to the age structure, identifying links between businesses and appropriate training to adapt to change. Accordingly, the role of this operational entity is to propose action plans in a forward-looking approach.

This approach, implemented in early 2013, combines three innovative components: forward-looking thinking for the Group over a three-year period, a joint approach with the unions and a collaborative approach to identify so-called sensitive businesses: those growing, changing or declining.

In the first half of 2013, the *Observatoire* identified initial avenues in terms of sensitive businesses, based on interviews and information drawn from strategic reviews of the businesses. In the second half, for the first time, joint working groups were established, comprising members of the Group Human Resources department, members of the entities and union representatives. They were tasked with fine-tuning the list of sensitive businesses. They analysed the degree of sensitivity, highlighting the key business issues and their impact on human resources. The process involves interviewing business and human resources managers, and consulting industry benchmarks and quantitative analyses (mapping of employees and businesses), with a view to providing several deliverables: identification and listing of sensitive businesses, identification of the businesses/jobs and employees concerned, proposal of associated action plans, and the terms of communication with the people concerned.

The next step in 2014 will be to share this work within the *Observatoire des métiers* and to present it to the GPEC Committee for approval before communication to all employees.

In addition to the actions taken by the Group, LCL, in support of its business plan and the forward management of jobs and skills, values its businesses in direct relation to its customers. In this context, LCL launched its *Fluidité RH* project in June 2013. Its aim is to publicise and promote network positions among the employees of support functions, and to foster mobility. The project has been presented to the managers of all support functions, who in turn presented it to the employees of their respective departments. Nearly 1,500 support function employees, or approximately 52% of the total, attended these presentations. In addition, *Découvertes métiers du réseau* meetings were organised, with roughly 280 employees attending.

Responsibility in supporting restructuring and organisational changes

The Group respects its commitments in terms of supporting its employees during restructuring and organisational changes. Two examples: the disposal at the end of 2012 of Crédit Agricole Cheuvreux (a subsidiary of Crédit Agricole CIB specialising in equity brokerage and research) and the transformation of Crédit Agricole Immobilier in November 2013.

A significant number of positions were terminated as part of the sale of Crédit Agricole Cheuvreux to Kepler; some occupations no longer exist within the new entity, resulting in the loss of approximately 290 jobs in Paris. With the implementation of a plan to safeguard employment, Crédit Agricole Group rolled out a comprehensive and personalised support system (before, during and after the disposal). This approach ensured the re-employment of employees affected by voluntary or forced redundancy, by means of inter-entity or external mobility, reclassification, retraining or support during the creation or acquisition of a business. Under the constrained portion of the plan to safeguard employment (235 employees affected), seven entities joined forces to ensure that each employee received a job offer within the Group suited to their skills, experience and personal circumstances. All employees concerned received job reclassification offers, and a hundred accepted the new positions. Crédit Agricole offered post-restructuring support for employees taken into Group entities (individual or collective support).

To expand its third business, real estate, the Group has undertaken the transformation of Crédit Agricole Immobilier. The creation of a Group Real Estate Management department (Direction Immobilier d'Exploitation Groupe – Dimex) and the associated transfer of 220 employees allowed the establishment of a new organisation based on shared interests, a balanced business model and development prospects for all. Within this framework, a collective agreement establishing internal and external mobility within Crédit Agricole S.A. was signed in November 2013, providing support for the employees concerned.

▶ INNOVATION IN EXTERNAL RECRUITMENT AND INTERNAL MOBILITY

Attractiveness of the Group's employer brand on the Web

Crédit Agricole S.A. aims to adapt its recruitment tools and processes to new technologies, putting particular emphasis on the use of the Web and social networks.

The Group achieved third place out of 105 companies in the 2013 PotentialPark rankings, for the effectiveness of its employer communication in respect of online recruitment. The PotentialPark survey covers 3,600 students and graduates every year. Solid gains were noted in all segments of the PotentialPark survey, both in the Careers section, where Crédit Agricole S.A. ranked fourth in France (17,095 followers at end-2013), and among the best job-seeking experiences on the www.mycreditagricole.jobs institutional recruitment website, which ranked tenth, thanks to interaction between the website and social networks and content made available to candidates helping them prepare their applications.

With *SOS Apprentis* on Facebook (8,241 fans at end-2013) and the HR thread on Twitter (1,861 followers at end-2013), the Group entered the rankings for the first time in ninth place out of 105 international companies offering the best presence on Facebook and Twitter. Posted on a Facebook wall, two mini-series of eight *SOS Apprentis* videos show the daily life of an apprentice. In an offbeat and humoristic manner, the Group stresses the importance it places on the wellbeing and professional growth of its apprentices. The first season of "*SOS Apprentis*", released in May 2012, won a Gold Award at the Grand Prix of Human Resources Creativity awarded by the Association of Employment Communication Agencies.

The Group also ranked fourth in the Dogfinance Ranking 2.0. for its employer brand policy across all social networks, and third for its Facebook pages. Particular care taken in respect of the employer brand policy, combined with an approach based on the use of new technologies, can enhance the Group's attractiveness among its various targets, namely students, young graduates and experienced workers. In 2013, several international insurance subsidiaries set up an account on the LinkedIn network to recruit as Crédit Agricole Creditor Insurance Dublin and two Italian subsidiaries, Crédit Agricole Vita and Crédit Agricole Assicurazioni.

At the same time, Cariparma won the Top Employers Italy award for the fifth consecutive year. This award acknowledges the leading Italian companies in the management of company talent, based on five HR management criteria: compensation, working conditions and benefits, corporate culture, training and career paths.

The challenge of modernisation also extends to equal opportunities: the institutional recruitment website underwent a facelift in 2013. It is now eligible for the bronze level of the Accessiweb label, and as such can be browsed by people with visual, hearing and motor deficiencies. It allows them to consult editorial content and job offers, as well as to apply online.

Lastly, the Group developed its mobile application dedicated solely to recruitment, under the name "MyCAJobs". All jobs Group are listed, including internships and apprenticeships. Offers are more visible and therefore more effective: the application offers many handy features, such as instant access to all job offers Group-wide, subscription to job offer alerts, sharing of offers on social networks and the possibility of having them forwarded by SMS or email so that recipients can apply later from a computer. "MyCAJobs" also features all Group news, updated daily, a calendar of all recruitment events, videos on occupations and advice from recruiters.

Transformation of the recruitment information and the Group mobility system

The Group has adopted a new human resources information system (HRIS) common to all subsidiaries to satisfy performance needs, as well as issues in respect of attractiveness and the development of mobility. The idea of a single HRIS combining internal mobility and recruitment from outside Group entities with the Regional Banks took root in 2013. The project was carried out with the entities in accordance with the principle of pooling on a shared template. Each entity can nevertheless customise the tool by means of its signature (description of the entity in each advertisement, logo, management of model contracts by each entity, etc.). Around 60 members of the human resources business line, from project management to contracting, joined forces to take part in the various forums and workshops held as part of the project.

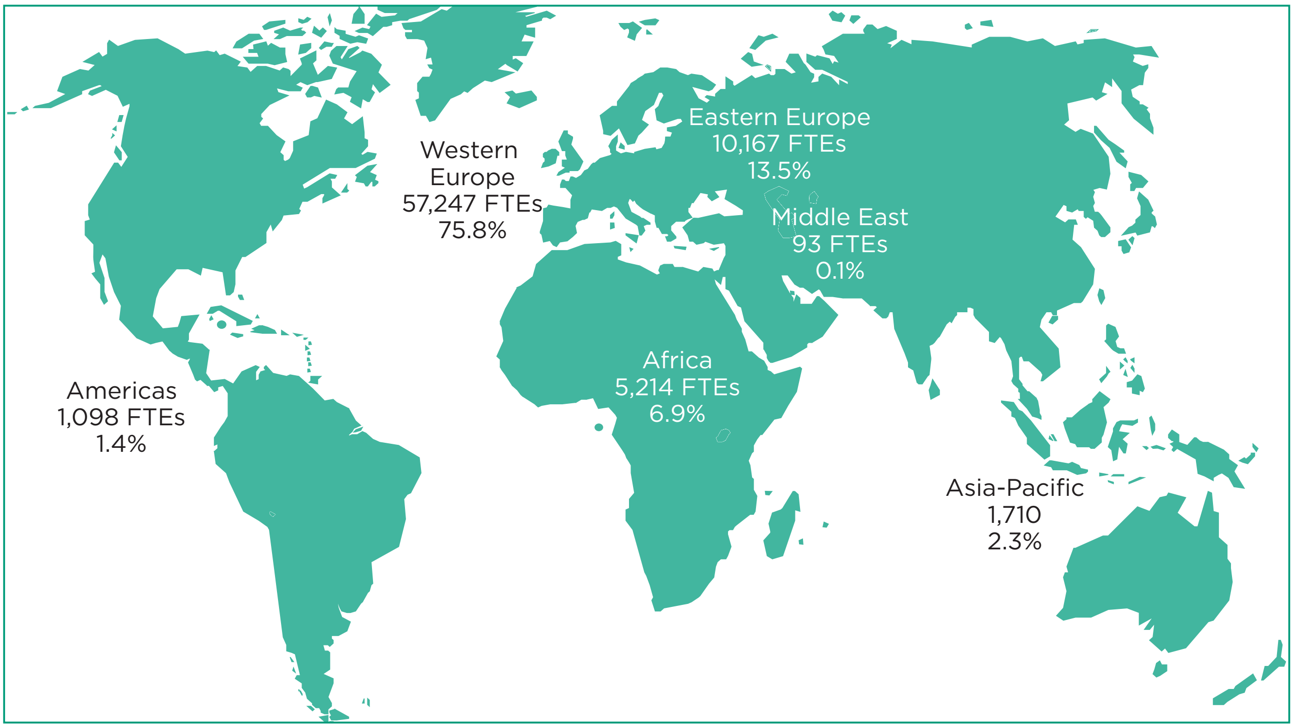
By the end of 2014, the "T@lents" external recruitment management and "@toujob" Group employment exchange tools will be replaced by a single tool known as "Myjobs", the features of which are aligned with best market practices. It will be used by human resources experts for the internal and external recruitment functions, and by the Group's employees in their search for mobility job openings. The deployment of the new tool will optimise and harmonise the process of recruitment and mobility, while at the same time enhancing the employer image, highlighting Crédit Agricole S.A.'s international and multi-business nature.

The face of the Group

HEADCOUNT BY TYPE OF CONTRACT (FULL-TIME EQUIVALENT)

	2013			2012		
	France	International	Total	France	International	Total
Active permanent contract (CDI) employees	38,617	33,002	71,619	39,760	36,187	75,947
Fixed-term contract (CDD) employees	659	3,251	3,910	581	2,754	3,335
Total Active Employees	**39,276**	**36,253**	**75,529**	**40,341**	**38,941**	**79,282**
Non active permanent contract (CDI) employees	1,460	1,543	3,003	1,200	1,404	2,604
TOTAL NUMBER OF EMPLOYEES	**40,736**	**37,796**	**78,532**	**41,541**	**40,345**	**81,886**

GLOBAL PRESENCE

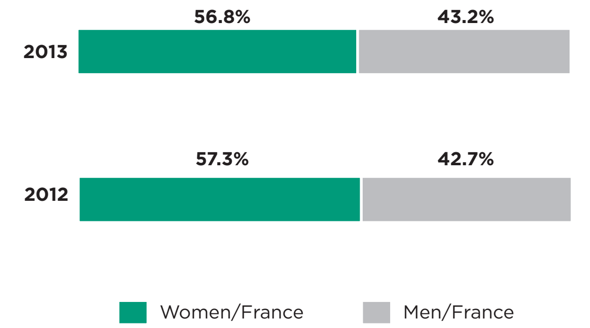


BREAKDOWN OF HEADCOUNT BY BUSINESS LINE

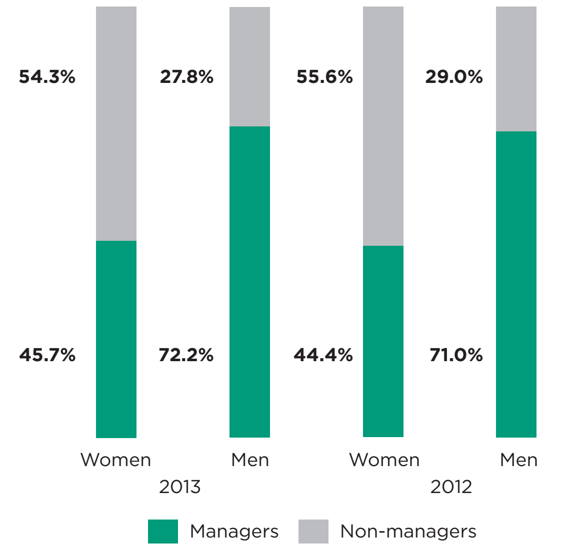
	2013		2012	
Business line	**Headcount (FTE)**	**%**	**Headcount (FTE)**	**%**
French retail banking	20,168	26.7	20,441	25.8
International retail banking	22,185	29.4	22,963	29.0
Specialised financial services	10,615	14.0	11,194	14.1
Asset management, insurance and private banking	11,222	14.9	11,125	14.0
Corporate and investment banking	7,274	9.6	9,439	11.9
Corporate centre	4,065	5.4	4,120	5.2
CRÉDIT AGRICOLE S.A.	**75,529**	**100**	**79,282**	**100**
o/w France	39,276	52.0	40,341	50.9
o/w Rest of the world	36,253	48.0	38,941	49.1
World coverage		*100*		*100*

- *Changes in the number of employees take into account the impact of changes in the scope of consolidation in 2012 and 2013. These are presented in Note 2.1 to the financial statements.*

EMPLOYEES BY GENDER IN FRANCE



EMPLOYEES BY STATUS IN FRANCE



AGE STRUCTURE

- *The average age of Group employees is 42 years and 1 month, with an average age of 43 and a half years in France, and 40 years and 8 months internationally. The proportion of employees under the age of 30 (13.7%) fell by nearly 2 percentage points between 2012 and 2013, while the proportion of over 50s rose by 1.4 percentage points (27.3%).*

PROPORTION OF PART-TIME EMPLOYEES

	2013			2012		
	Executives	Non-Executives	Total	Executives	Non-Executives	Total
Part-time employees	2,074	4,122	6,196	1,939	4,236	6,175
Part-time employees as % of total	9.2	24.3	15.7	8.7	23.8	15.4
Coverage France			*99%*			*99%*

- *The number of part-time employees rose by 0.3 percentage points between 2012 and 2013. Most part-time employees are women (89.1%).*

PRIORITY 1: RECOGNITION

Located at the heart of an organisation undergoing perpetual change, the Group helps managers and employees with a human resources policy that respects individuals.

Responsible management

Anxious to ensure responsible management, the Group promotes sustainable economic and human organisations, and must therefore steer the company's transformation in response to the reality of the market and the competitive environment. Managers play a central role in this context, and benefited from several mechanisms in 2013.

Bolstering managerial culture among managers

The Group makes pledges and commitments by continuing its efforts to understand and develop managerial culture. Through various mechanisms such as training and interactive platforms, managerial values are shared between managers and put into practice on a daily basis.

After the creation and implementation in 2012 of the Top Leaders programme for level 1 Crédit Agricole Senior Executives, the Group offered a new management development programme, Leading Performance, with a view to improving performance in the short, medium and long term. By promoting 40 managers (members of Crédit Agricole Group senior management or managers of Regional Banks), this programme aims to establish sustainable Group momentum, promote the sharing of best practices and create a shared culture within this circle of managers.

In the same vein, Crédit Agricole Assurances established a training course under the name *Principe Actif: Avoir le sens du collectif, cultiver l'enthousiasme et l'énergie, toujours penser client, intégrer le sens de la performance et faire confiance* (Active principle: Have a sense of community, cultivate enthusiasm and energy, always think of the customer, incorporate a sense of performance and trust). The aim of this training course is to develop managerial culture by sharing the principles behind joint action and the exploitation of Crédit Agricole Assurances assets. This pilot project, launched in 2013 with 80 managers, Directors and members of the Management Committee, has also been relayed to managers *via* various workshops.

Crédit Agricole Polska has established a management development programme dedicated to its senior management. These managers, who have international exposure, receive training abroad, personalised coaching and language courses. Crédit Agricole Polska has also established training courses for its regional and departmental managers. Building on a desire to promote efficiency and performance, these courses serve to broaden managerial skills through training and workshops, depending on the individual career path laid out for each beneficiary.

To entrench a robust and sustainable international management culture, Crédit Agricole CIB continued to roll out the Management Academy project after its launch in Asia, the United States and France in 2012. This year, the training programme was made available in the EMEA region (Europe, Middle East and Africa) and London. This project received the endorsement of the Chartered Management Institute for its quality, visibility and credibility. Some 1,100 managers received training in 2013, out of a total of approximately 1,900. Two-thirds of beneficiaries were international managers.

In addition to these strategic initiatives, several Group entities, including Crédit Agricole S.A. and Crédit Agricole Cards & Payments, used the 360-degree coaching tool. This tool allows managers to survey trainees' perceptions of their business environment, superiors, peers, colleagues, etc., and of their own managerial skills and behaviours. In 2013, for instance, managers sitting on the Executive Committee at Crédit Agricole Cards & Payments used this personal development tool to gain a better understanding of themselves and objectively grasp their strengths and areas for improvement in terms of management. The tool will be rolled out to "managers of managers" in 2014.

Local managers: at the forefront of transformation

The Group's strategy and change are facilitated by managers. As such, the Group constantly strives to provide the training and tools they need to exercise their strategic functions of support, control and inspiration. Augmenting the professionalism of local management practices not only fosters the deployment of a process of managerial progress and the development of a shared culture, but also serves to guide managers through a complex and changing environment.

Crédit Agricole Cards & Payments has accordingly crafted a continuous improvement and business transformation plan known as "PACTE". "PACTE" is a 2013 action plan designed to provide concrete and timely responses to the needs of employees expressed in an organisational diagnosis known as "GOAL" and an opinion survey conducted in 2012. It resulted in the simplification of operational and organisational aspects, and the promotion of individual responsibility and unity to bolster cohesion. Five "PACTE" committees – working environment, collaborative communication and management, innovation and creativity, processes and industrialisation, customer culture and managerial principles – have been established. The latter area is dedicated to changing managerial practices, and is structured around three themes: decentralised decision-making, employee responsibility and cross-cutting cooperation.

Similarly, in late 2013, and in the continuity of an organisational evolution known as "ISEO" (Innovation, Customer Satisfaction, Operational Efficiency), Crédit Agricole Consumer Finance implemented its own managerial transformation project. Faced with major growth issues, supported by new brand momentum and commitments to customers, the company's objective is to strengthen its commercial managerial efficiency in the service of commercial conquest. This transformation aims to establish sustainable management building on four pillars: set in motion the managerial chain, strengthen managerial momentum, allow everyone to find their place and be proactive in their role, and identify areas for assisting management in its transformation.

Again in the service of transformation, Crédit Agricole S.A. launched the *Agir pour la performance* initiative in 2012 to apply the Group's strategy to members of the Executive Committees. In the same vein, the *Manager dans le bon sens* managerial progress initiative was designed and rolled out in 2013, with local managers in mind. In the knowledge that each player has the responsibility and the capacity to initiate behavioural and managerial change, six collective progress priorities, linked to 12 managerial practices, were laid down to assist local managers: respect, courage, customer focus, transparency, cross-cutting vision and innovation. 18 workshops have already been attended by 161 managers. By the end of 2015, all 1,300 managers will have been trained.

In September 2013, CACEIS launched the "ManagerPassport" initiative. It is a course designed for managers in the first few months after their appointment, during which they are assisted by Human Resources and their superiors. They are offered: a guide, assessments, milestones and a specific training plan. More specifically, when the initiative was launched, a guide entitled the *100 premiers jours du manager* was given to all CACEIS managers. It contains the advice of peers: advice to new managers or managers of new arrivals. The booklet helps prepare and implement the assumption of a managerial function or the reception of a new employee under the best conditions.

Other entities have implemented processes, tools and methods to train their managers. They include Crédit Agricole Suisse, which has provided a new human resources IT tool allowing electronic management of the end-of-year process by means of three specific modules: evaluation, appointment and compensation. In addition, the entity has distributed a companion guide entitled "Manager Toolkit" to all its managers.

At Crédit Agricole Assurances, the Italian entities Crédit Agricole Vita and Crédit Agricole Assicurazioni have developed a new evaluation system and a new system of management by objectives, training them to assume their job, negotiate and make decisions.

Individual employee development

The Group recognises the importance of the personal and professional development of each employee. Actions aimed at promoting and retaining employees, and keeping a constant eye on training and skills development are highlighted through the appropriate tools and mechanisms.

Career and talent management

The challenge of the *Management des talents* mechanism is to identify and develop key resources, the future generation of talents and managers who will lead the Group. The *Management des talents* network offers key resources, a tailored and personalised development plan and diversified career paths, including mobility within and between entities, both in France and internationally. In 2013, this mechanism was geared towards allowing managers to take part in the forward-looking approach in order to share the Group and overall vision by business family. In addition, meetings were held between key resources, human resources and managers looking for specific skills.

The *Management des talents* department, in coordination with the Fédération Nationale du Crédit Agricole, launched the "*Mobilité Talent*" project in 2013. It brings together the Regional Banks and the human resources managers of subsidiaries located in the region concerned. The aim is to create a cross-cutting local market between subsidiaries and the Regional Banks for key resources that are not geographically mobile.

In Poland, Crédit Agricole Polska displayed a willingness to foster proactive rather than reactive management of high-potential staff with the Career Ahead programme targeting students and graduates, giving them the opportunity to sign three-year contracts. Supervised by identified managers, they gain meaningful work experience and are prepared for future employment in the bank. The programme's main objectives are to attract young talent as future successors to certain key positions and to promote the employer brand.

Employee mobility

Internal mobility is a major challenge for the professional development of employees and their future within the Group. The *Gestion Prévisionnelle de l'Emploi et des Compétences* (GPEC) has put the focus on inter-organisational mobility, with the stated aim of increasing it by 2017. The "Mobilidays" are among the mechanisms implemented with a view to meeting this objective. These days are organised within the Group to increase networking opportunities for employees and participating operational staff by business line. They raise employees' awareness of the Group's assets in terms of the variety of its businesses and opportunities for mobility, as well as the role they must play in building their career plans in order to bolster their employability. The first edition in September 2012 was a success. It brought together 270 visitors, 90 operational staff and 28 participants in human resources workshops, as well as 110 interviews. In 2013, this event helped promote encounters between 450 visitors, 170 operational staff and 37 participants in small human resources workshops. 220 interviews were conducted. In the same vein, Crédit Agricole Consumer Finance reinforced its policy in this area, with more than 450 employees benefiting from internal mobility in 2013.

2013 also saw Crédit Agricole CIB sign a three-year agreement on social assistance within the framework of the bank's transformations. It sets, for the coming three years, the conditions of application of the Crédit Agricole S.A. GPEC mechanism within the Corporate and Investment Bank. In this context, a Human Resources department dedicated to facilitating classic mobility, GPEC and dynamic mobility mechanisms was created in September 2013, in connection with individual management teams. In addition, Mobility Committees aimed at facilitating mobility between different functions were reinforced at Crédit Agricole CIB, with a view to promoting transfers between businesses.

To foster mobility, several Group entities, including Crédit Agricole S.A. and Silca, organised pilot *Vis ma vie* initiatives in the professional world in 2013. The new initiative is aimed at sharing experiences and skills. It allows employees to discover new jobs by immersing themselves in them for several days. Human resources departments provide links between interested employees and new departments or services *via* a collaborative model.

Internal mobility

INTERNAL MOBILITY

	2013	2012
Mobility within one entity	9,747	10,435
Mobility between entities	827	832
TOTAL	**10,574**	**11,267**
Coverage	*87%*	*80%*

Transformation of training

The Committee of the heads of Human Resources has decided to optimise the management of human resources. A diagnosis of the Human Resources business line's performance relative to the market was undertaken in early 2013, focused chiefly on performances in respect of training, a cross-cutting function present across all Group entities (its expenses, the number of dedicated service providers by type of training, etc.). This review gave rise during the year to work on harmonising collective needs. To structure and support the transformation of training, an extended Steering Committee was set up on the French scope: it comprises the heads of Human Resources and the training managers of each entity, and also benefits from the involvement of the Organisation and Transformation department, and that of the Group Human Resources department. This Committee allows best practices to be shared between experts. It has also launched a call for tenders at Group level in conjunction with the Purchasing department to select the best suppliers. This collaborative work led to the creation of compulsory shared core modules and providers for the Group, to develop six skills: computers, languages, compliance, management, security and professional efficiency. This pooling optimises processes that are the source of equity and a shared culture. It also ensures that employees are offered better courses, a better choice of providers and a clearer picture of the training offered. The renegotiated and optimised offer will become available in January 2014.

Technological innovation and human resources training

Throughout 2013, the Group Human Resources Innovation and Technology department helped raise the awareness of employees and executives on the perception and acceptance of the digital world in the company. It is vital that they are prepared for these new uses to promote the transformation of the company and improve performances.

In March 2013, in conjunction with the "3 Digital Days", three subsidiaries (Crédit Agricole Leasing & Factoring, Crédit Agricole Immobilier and Crédit Agricole S.A.) and the Côtes d'Armor Regional Bank organised workshops, conferences and roundtables alongside several partners (IBM, Facebook, Microsoft and Netexplo) to promote a better understanding of, and to help people adapt to, the digital revolution. Employees were able to discover the digital world and take part in Crédit Agricole's "CA Store" presentation.

Another project in 2013 was named "*Explorons le web de demain*": in three sessions, employees were able to discover digital innovations applicable to their professional lives through animated films. Each session saw the presentation of three forward-looking innovations (medium term) and three innovative applications (short term, applicable within in the company), through light-hearted animated films. Employees responded by answering two sets of questions. Their answers were reviewed anonymously and collectively to determine an indicator of openness to digital innovation. This was followed by work analysing digital media in the professional world, resulting in the mapping of categories of attitude towards digital media, and separation into several family types.

More broadly, since June 2011, a community known as "MIKE" has been created between the subsidiaries and the Regional Banks, in order to promote the sharing of best practices. "MIKE" has resulted in the publication of a series of white papers aimed at sharing and promoting internal expertise, giving voice to the employees involved and sharing Crédit Agricole's thoughts with internet users. Grouped together in the *Expertise RH* collection, they contain theoretical content in addition to many concrete examples, illustrated by expert testimony and interviews with stakeholders. More than 10,000 hits were registered on the first four white papers devoted to innovation in training at Crédit Agricole: HR Expertise: Collaborative work – Between e-learning and serious games – Motivation and memorisation: how can training be made more effective? – Collaborating in training: communities of practice.

A guide to best practice on social media is also available in the MIKE community and on the Human Resources intranet. This educational guide is intended for all employees of Crédit Agricole S.A. who use social media in a personal capacity in the workplace. Since its launch, the guide has been adapted by Crédit Agricole Assurances, BforBank and Crédit Agricole Leasing & Factoring.

TRAINING

	2013	2012
	11 months(1)	11 months(1)
Number of employees trained		
France	36,865	37,112
International	26,100	26,650
TOTAL	**62,965**	**63,762**
Coverage	*98%*	*95%*
Number of training hours		
France	803,233	905,256
International	797,434	934,818
TOTAL	**1,600,667**	**1,840,074**
Coverage	*93%*	*95%*

(1) *See methodology.*

PROMOTIONS IN FRANCE

	2013			2012		
	Female	Male	Total	Female	Male	Total
Promotion within non-executive grade	1,179	430	1,609	1,675	707	2,382
Promotion from non-executive to executive grade	224	135	359	291	180	471
Promotion within executive grade	392	474	866	363	388	751
TOTAL	**1,795**	**1,039**	**2,834**	**2,329**	**1,275**	**3,604**
%	*63.3*	*36.7*	*100.0*	*64.6*	*35.4*	*100*
Coverage France			*99%*			*96%*

TRAINING TOPICS

	Number of training hours					
	2013 (11 months)				2012 (11 months)	
Topics	Total	%	o/w France	o/w Rest of the world	Total	%
Knowledge of Crédit Agricole S.A.	26,612	1.7	19,294	7,318	19,936	1.1
Personnel and business management	97,402	6.1	63,349	34,053	156,504	8.5
Banking, law and economics	356,712	22.3	285,012	71,700	478,112	26.0
Insurance	184,806	11.5	88,023	96,783	237,825	12.9
Financial management (accountancy, tax, etc.)	105,342	6.6	26,938	78,404	73,667	4.0
Risk	69,416	4.3	41,579	27,837	71,514	3.9
Compliance	80,906	5.1	23,293	57,613	92,348	5.0
Methods, organisation, quality	38,187	2.4	16,245	21,942	61,333	3.3
Purchasing, marketing, distribution	128,721	8.0	24,955	103,766	121,180	6.6
IT systems, networks, telecommunications	67,015	4.2	49,606	17,409	75,647	4.1
Languages	155,271	9.7	49,208	106,063	153,754	8.4
Office systems, software, new ICT	72,948	4.6	32,227	40,721	87,486	4.7
Personal development, communication	80,751	5.0	42,808	37,943	111,526	6.1
Health and safety	101,602	6.3	13,549	88,053	51,751	2.8
Human rights and the environment	5,140	0.3	2,862	2,278	3,749	0.2
Human resources	29,836	1.9	24,286	5,550	43,742	2.4
TOTAL	**1,600,667**	**100.0**	**803,234**	**797,433**	**1,840,074**	**100.0**
Coverage				*93%*		*95%*

PRIORITY 2: EQUALITY

The Group's commitment to promoting equal opportunity has resulted in the implementation of policies and action plans structured around four themes:

- youth employment and diversity of backgrounds;
- the Group gender equality policy;
- age equality;
- employment of people with disabilities.

Youth employment and diversity of backgrounds

The Group designs and implements shared tools for the pre-recruitment of young people.

An illustration is the "Cut-e" online recruitment test. This tool for assessing job applicants is relevant in view of the objective pursued, namely the suitability of the profile for the position. Whatever the nature of the contract (permanent or fixed term, work-study or internship), these online tests allow a shortlist to be drawn up objectively, without discriminating criteria (education, background, experience, etc.). By way of illustration, permanent hires made for General Inspection using Cut-e in 2013 had a higher range of diversified profiles than in previous years, and in particular with a higher rate of university profiles as opposed to traditional business school profiles (university profiles accounted for 36% of the total in 2013, compared with 16% in the previous year). These aptitude tests have given Crédit Agricole a recruitment process that is both demanding and open to all profiles.

2013 also saw the creation of a pool of young talent with three to five years' post-secondary education, identified with a view to their sustainable integration by our entities in France and abroad. One thousand people on work-study contracts, internships and VIE (Volunteer for International Experience) programmes have been identified among the pilot entities, namely Crédit Agricole S.A., Crédit Agricole CIB (work-study and internships), Predica, a subsidiary of Crédit Agricole Assurances and SILCA, the Group's IT EIG (work-study). To expand this base, the tutor (or manager) receives the student for an interview at the end of his or her internship or contract to discuss his or her career plans and orientation. The assessment is then entered into a common pool available to associated entities.

To combine youth employment and gender equality, the Group has created the *Grand Prix Étudiantes Crédit Agricole Louise Tallerie* dedicated to future young professional women, the first final of which was held on 14 February 2013. The four members of the winning team received a year's personalised mentoring by a Group executive, proposals for internships and work-study contracts, and a total prize of €20,000 for the winning team and the three teams meriting a special mention. Of the 80 finalists, two were awarded internships, six work-study contracts and two permanent contracts, with an internship and a work-study contract going to two of the winners. A real contest of ideas, the award is open to students completing the final years of bachelor's and master's degrees in French business schools and universities, regardless of their major.

For the second edition in 2013/2014, students registered on the dedicated Facebook page (615 fans at end-2012, but 4,328 at end-2013) at www.facebook.com/grandprixetudiantescreditagricole. After the online selection process, 90 finalists will be invited to take part in the grand final on 13 February 2014. Accompanied by Group experts and coaches throughout the day, the finalists will be asked to put together, as part of a team, an innovative project on a strategic issue for Crédit Agricole. The contest will provide participants with the opportunity to prepare for life in business, interact with professionals and expand their network. Named after the first woman CEO of a Crédit Agricole Regional Bank, the *Grand Prix Étudiantes Crédit Agricole Louise Tallerie* aims to promote women as leaders by cultivating their professional ambition, preparing them for life in business and providing them with the keys for success.

RECRUITMENT BY REGION AND BY BUSINESS LINE

	Number of employees hired on permanent contracts(1)							
Permanent contract recruitment	**FRB**	**IRB**	**SFS**	**SM(2)**	**CIB**	**CC(3)**	**Total 2013**	**Total 2012**
France	697	-	171	169	94	136	1,267	1,326
Western Europe (excl. France)	-	54	149	197	64	2	466	605
Central & Eastern Europe	-	1,081	70	16	14	-	1,181	1,255
Africa	-	190	87	-	7	-	284	328
Middle East	-	-	-	-	8	-	8	6
Asia-Pacific	-	-	-	41	119	-	160	135
Americas	-	-	22	48	82	-	152	132
TOTAL 2013	**697**	**1,325**	**499**	**471**	**388**	**138**	**3,518**	-
Total 2012	**925**	**1,567**	**339**	**455**	**371**	**130**	**-**	**3,787**
Coverage							*99%*	*98%*

(1) Including conversions of definite-term contracts into indefinite-term contracts

(2) SM: Savings Management.

(3) CC: Corporate Centre.

INTERNSHIPS AND WORK-STUDY TRAINING PLACEMENTS IN FRANCE (MONTHLY AVERAGE FTE)

	2013	2012
Training contracts	1,752	1,366
Internships	597	667
Coverage France	*99%*	*97%*

Nos quartiers ont des talents – Mozaïk RH

The association *Nos quartiers ont des talents* (Our Neighbourhoods Have Talents) helps young graduates from working-class areas with four or more years' post-secondary education in their search for jobs. Partners since 2008, the Group and six Regional Banks (Haute-Normandie, Midi-Pyrénées, Nord-Pas-de-Calais, PACA, Rhône-Alpes and Midi-Pyrénées since 2013) offer these young graduates sponsorship by Senior Executives: in 2013, 180 Group sponsors provided coaching on a volunteer basis. The purpose of this coaching is to provide advice on how to prepare a curriculum vitae and write a letter of motivation, to expand their life skills and know-how, and to broaden their network. A member of the association's Board of Directors, the Group has initiated national meetings with *"Nos quartiers ont des talents"*. In late November 2013, the fourth meeting mobilised 20 employees for 230 visiting students. Internally, the community of sponsors is hosted by Crédit Agricole Leasing & Factoring, Amundi and Crédit Agricole Assurances.

For the fourth consecutive year, the Group also partnered with the association Mozaïk RH, which specialises in promoting equal opportunity and diversity. This collaboration is built around three main priorities: meet young graduates from working-class areas, teach them about the businesses and about Crédit Agricole S.A., and diversify recruitment. Two events took place in 2013:

- *Alternance Mozaïk RH* in May: out of 50 young people, eight were recruited for work-study contracts: three by LCL, two by Amundi and three by Crédit Agricole CIB;
- in conjunction with support for the *Mozaïk Stages* operation, 24 young people from working-class areas were interviewed in late November. Three of them were given internships, one by Crédit Agricole CIB and two by Crédit Agricole S.A.

Links with universities: University-business meetings (RUE)

Since 2010, Crédit Agricole S.A. and Amundi have been partners of RUE. The annual conference on 27 and 28 March 2013 was an opportunity to:

- meet with university presidents, heads of masters' programmes and managers of corporate relations at a *Masterclass café*. Participating universities were Versailles Saint-Quentin-en-Yvelines, Cergy-Pontoise, Paris Ouest Nanterre La Défense, Paris Diderot, Paris Est Créteil, Claude Bernard Lyon 1, and Paris 3, 8 and 13;
- collect the CVs of 124 students on the Group's stand;
- take part in conferences and facilitate the *Crédit Agricole S.A. à la rencontre des étudiants* conference.

To take concrete action in favour of RUE, the Charte Universités & Entreprises Partenaires was signed on 27 March by 10 presidents – five of universities and five of large companies – including Jean-Marie Sander, Chairman of Crédit Agricole S.A. and Chairman of the Board of RUE.

Foreign students and international opportunities

The promotion of international recruitment, another cornerstone of the Group's hiring policy, was based on the "Copernic" partnership for the eighth consecutive year. In 2013, eight Copernicans from universities in Central and Eastern Europe, Albania, Turkey, Egypt and Tunisia were taken on as interns at Crédit Agricole Consumer Finance, Amundi and Crédit Agricole S.A. They also received training at prestigious French business schools.

The Group's gender equality policy

The promotion of gender equality, and in particular the advancement of women to positions of responsibility, is an integral part of the responsible approach adopted by the Group, which sees the advancement of gender equality as a priority. A driver of innovation, differentiation, attractiveness and performance for the Group, equality between men and women is part of a shared set of core objectives: respect, collective intelligence, prevention of discrimination risk, promotion of diversity, etc.

Crédit Agricole S.A. signed the *Charte de la diversité* (Diversity Charter) in 2008 and the *Charte des droits humains et de la parentalité* (Charter of Human Rights and Parenting) in 2009. At the end of 2011, the Executive Management pledged to increase the number of women in positions of leadership, with the goal of having women account for 20% of level 1 managers and 25% of level 2 managers by the end of 2014. The proportion of women among level 1 and level 2 managers rose from 12% to 15% and from 18% to 19% respectively in 2013. The Executive Committee has welcomed its first woman member.

Crédit Agricole S.A.'s gender equality policy is structured around three complementary priorities:

- change the culture of the Group by raising awareness on gender stereotypes;
- involve men, particularly managers, whose decisions impact the careers of women;
- change the managerial model by rethinking modes of work and organisation.

PROPORTION OF WOMEN (%)

	2013		2012	
	%	Coverage	%	Coverage
Among all employees	54.1	99%	54.2	98%
Among permanent contract employees	52.9	99%	54.9	98%
Among the Group Executive Committee	1 out of 23	100%	0 out of 26	100%
Among management levels 1 and 2[(1)]	18.3	100%	16.9	100%
Among the top 10% of highest-earning employees in each subsidiary (fixed compensation)	27.7	99%	28.0	95%

(1) These two management levels include Executive Committee members and Management Committee members in each entity.

FReD, concrete action in favour of gender equality

The Respect pillar of the FReD approach, focused on employees, embodies the Group's action on social issues, including gender equality. The promotion of gender equality is one of the two priorities of the FReD approach shared by all entities. Each entity is thereby committed to carrying out a project geared towards the development of the role of women every year.

By way of illustration, Crédit Agricole S.A. undertook a pilot peer-to-peer training initiative within the framework of the FReD gender equality project in 2013, allowing five men and five women to work on gender-equality issues, their own representations, mechanisms of discrimination and obstacles to the promotion of women to decision-making bodies. Subsequently relaying the approach to other employees, they helped raise the awareness on gender equality issues of 64 men and women among level 1 and level 2 managers from all areas. This awareness bore fruit during the managerial campaign, during which beneficiaries were more inclined to detect the potential of women and to lay aside their prejudices.

The same year, as part of its *Pluriel management* (Plural management) approach, Crédit Agricole Cards & Payments set up a pilot group of managers on issues of diversity, including gender equality. This group subsequently took a series of actions in favour of gender equality in various business lines.

Gender equality week

As part of the campaign to raise the awareness of all employees on the challenges of gender equality, Crédit Agricole S.A. created a "Gender equality" week in 2012, the second, edition of which was held in 2013. Gender equality week promotes actions taken by the Group to allow all employees to become acquainted with Crédit Agricole S.A.'s policy in this area. In 2013, Gender equality week saw the organisation of a range of talks and workshops conducted by experts, including Catherine Vidal, a neurobiologist and head of research at the Institut Pasteur: she presented her work on the brain, at Amundi, Crédit Agricole Assurances and Crédit Agricole, during a lecture entitled *Hommes-femmes, avons-nous le même cerveau?* (Do men and women have the same brain?). SILCA organised a talk on "Gender-related stereotypes". On this theme, Amundi put together groups of 12-15 human resources employees, while Crédit Agricole S.A. formed mixed groups of ten men and ten women.

The diversity/gender equality network

To coordinate our gender equality initiatives in the Group, a diversity/gender equality network bringing together the heads of diversity of the various entities was created in 2013. The network meets monthly to promote the Group's policy, to share best practices and initiatives of the various entities, and to set shared indicators.

Throughout the year, numerous initiatives in favour of gender equality are conducted within all Crédit Agricole S.A. entities. Crédit Agricole Leasing & Factoring, for instance, organised gender equality workshops for its employees in November 2013. These workshops were built around three themes: development and nurturing of one's own network, career and image, and balance between work and private life. To support the internationalisation of its business lines, Crédit Agricole Leasing & Factoring also launched intensive Organisation & Network Efficiency weeks that included a "manage gender equality" module. Crédit Agricole CIB organised a series of lectures on the theme of gender equality throughout the year. One of the talks focused on the theme "Towards effective and responsible leadership", with more than 50% of the audience made up of men.

Internationally, in partnership with the Catholic University of Milan, Cariparma established the "Artemisia" project in 2010. One of its initiatives is a Leadership and gender equality training course attended by approximately 120 women. It published a white paper on gender equality, its first official document on this subject. Lastly, a special gender equality commission will be created in order to manage and coordinate all of the bank's activities in this area. As part of this project, the sales and marketing department surveys the expectations of its customers, including women entrepreneurs.

Crédit Agricole Luxembourg was awarded the *Actions Positives* label on 16 October 2013 by Françoise Hetto-Gaasch, Minister for Equal Opportunity of the Grand Duchy of Luxembourg, to reward its programme focused on three main thematic issues: the equal treatment of men and women, equality in decision making and equality in reconciling work and private life. It was a heartening reward, coming shortly after the September 2013 signing of the Lëtzebuerg Diversity Charter by CACEIS Bank Luxembourg and Crédit Agricole Luxembourg.

The EVE programme: grasping the issues of gender equality

"Dare to be yourself in order to act": this is the essence of the EVE programme, created in 2011, of which Crédit Agricole S.A. is a founding partner. Targeting men and women executives alike, this programme works on two levers: individual and organisation. Each year, a seminar brings together employees from partner companies from various economic sectors, all anxious to promote the advancement of women and gender equality among their leadership teams.

In October 2013, the fourth edition of the EVE seminar brought together 300 participants (30% of whom were men) from all companies, in workshops and plenary sessions. The workshops covered three themes: trust oneself and bring out one's talents, optimise one's professional and personal relationships with others and be stimulated by the problems of society and original experiences of leadership. 30 people took part in the 2013 edition.

Networking for women

It was in 2010 that PotentiElles, Crédit Agricole S.A.'s first female network was launched at the initiative of female employees at Crédit Agricole CIB. By the end of 2013, this internal network already had more than 350 members, and offered women a place where they can exchange and reflect on their careers. PotentiElles also seeks to engage men, holding lectures, workshops and breakfasts with leaders.

New networks were created in the other entities in 2013: the Crédit Agricole Assurances PotentiElles network, established in March 2013 with the support of the Executive Management, which has already attracted more than 100 members since its launch, and the Crédit Agricole S.A. PotentiElles network, established in September 2013 under the sponsorship of the CEO, with 282 members (including 44 men) already registered.

Crédit Agricole S.A. has been a member of FinanciElles since its inception in March 2011. This federation of women's networks brings together women executives in finance, banking and insurance. FinanciElles has several objectives: facilitate encounters between different associations, encourage the exchange of best practices, promote the advancement of women to positions of responsibility, highlight gender equality policies and increase the attractiveness of major players in the sector for female talent. Building on these initiatives, FinanciElles in 2012 created the "Circle of Human Resources Practitioners in Finance" network, which brings together the human resources departments of several companies, including Crédit Agricole S.A., to share industry best practice in respect of gender equality. The purpose of this network is to analyse the data collected from the FinanciElles barometer so as to put together action plans. Several Crédit Agricole S.A. entities will again take part in the FinanciElles barometer in 2014.

Age equality

2013: the year of the Contrat de génération (intergenerational contract)

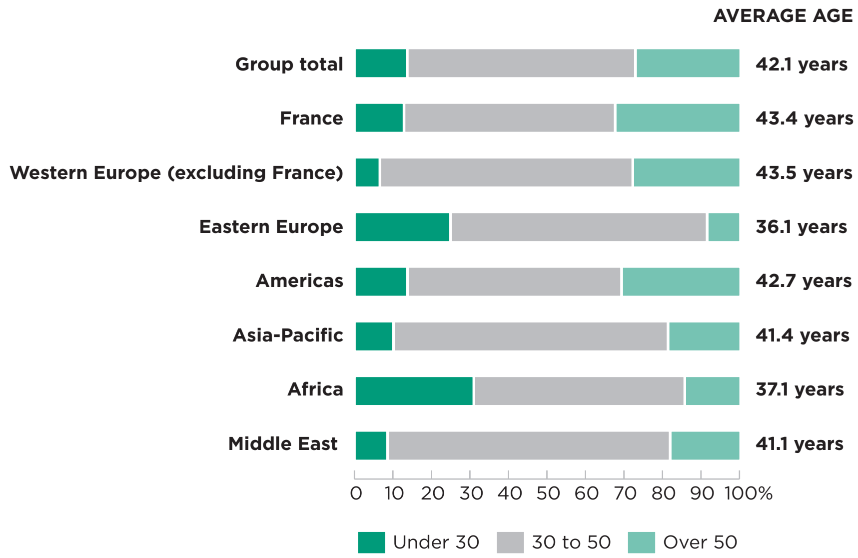
With the signing of the intergenerational contract in several Group entities in autumn 2013 (10 by year-end), Crédit Agricole S.A. is committed to developing talent and dynamic career management regardless of age. In a constrained economic environment, the Group aims to ensure the employability of each employee. To do so, specific measures have been taken to facilitate the integration of young people, promote their recruitment and ensure the continued employment of older workers and the transmission of knowledge.

The preparation of the intergenerational contract involved a participatory cross-cutting approach between Group entities during the first half of 2013. Numerous stakeholders, including labour relations managers, met in preparatory workshops to map out best practices in respect of policies for junior and senior employees already established within the Group, and to share their ideas.

The Group is committed to:

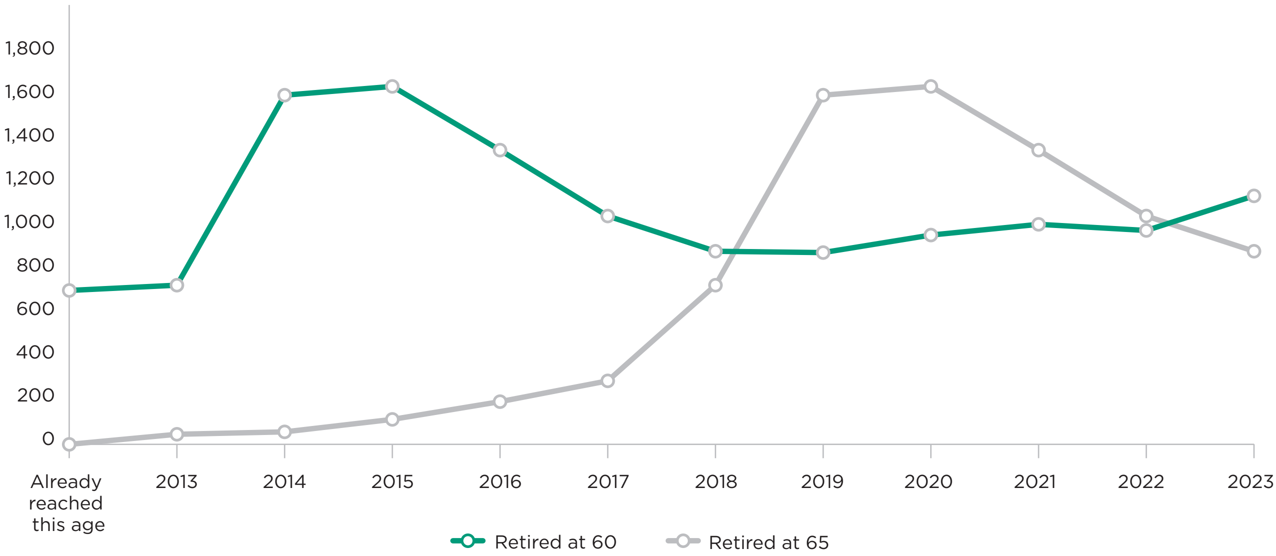
- an employment policy promoting the integration of young people, embodied by a rate of 4.47% of work-study contracts in excess of the regulatory obligation. A pool of young talent (internships, work-study contracts and VIE contracts) has been formed to facilitate the sustainable integration of identified young people in our entities in France and abroad;
- an employment of seniors policy built around a plan devoted to retirement information and support, the development of specific skills and the organisation of knowledge transmission. For instance, at LCL, employees aged 58 and over are first in line to become "referent-trainer" tutors for young recruits on work-study contracts. The job of referent-trainer is valued using the competency framework of the evaluation interview and individual variable compensation.

PERMANENT CONTRACT EMPLOYEES BY AGE



PERMANENT CONTRACT EMPLOYEES BY SENIORITY

PROJECTED NUMBER OF EMPLOYEES TURNING 60 AND 65 IN THE NEXT 10 YEARS IN FRANCE



DEPARTURES OF PERMANENT CONTRACT EMPLOYEES BY REASON

	2013				2012			
	France	International	Total	%	France	International	Total	%
Resignation	545	1,280	1,825	38.2	581	1,445	2,026	41.6
Retirement	605	263	868	18.1	232	316	548	11.3
Lay-offs	333	745	1,078	22.6	255	729	984	20.2
Death	30	25	55	1.1	37	26	63	1.3
Other	282	677	959	20.0	423	822	1,245	25.6
TOTAL PERMANENT CONTRACTS	**1,795**	**2,990**	**4,785**	**100**	**1,528**	**3,338**	**4,866**	**100**
Coverage				*99%*				*98%*

Employment and integration of people with disabilities

Since 2005 Crédit Agricole S.A. has had an active policy of hiring people with disabilities. With the unanimous signing of the third Group agreement for the 2011-2013 period, the Group has continued the efforts undertaken under the first two agreements.

Disability management is one of the two FReD priorities shared by all entities for both 2012 and 2013. The commitment of the Executive Management of Crédit Agricole S.A. and the various Group entities has contributed significantly to the implementation of the disability policy and the achievement of these objectives. An example is provided by the reiterated support of Amundi's Executive Management.

Under the terms of the third agreement, the employment rate of disabled workers had increased from 3.07% to just over 4% by the end of October 2013.

The third agreement focuses on:

- the recruitment of people with disabilities based on skills, integrated into human resources policies and processes;
- the improvement of retention rates for disabled employees;
- awareness raising built on a collaborative model with the disability integration relay network (RRIH);
- the intensification of labour relations and exchanges with the Purchasing department to promote indirect employment in the sheltered sector and disability-friendly companies.

The Pepith project, software designed and developed in 2013 for the management of the agreement on the employment of people with disabilities, will in 2014 allow:

- the management and monitoring of initiatives and expenses on the main themes of the fourth agreement;
- the pooling and optimisation of work processes.

Recruitment

The commitments of Crédit Agricole S.A.'s third agreement are geared towards the recruitment in France of at least 140 new employees with disabilities, of which least 50 on permanent employment contracts.

Over the period of the Group agreement, the objectives were achieved with a significant margin: 149 recruitments, of which 51 on permanent employment contracts by end-October 2013.

To expand recruitment opportunities, innovative actions have been undertaken by the Group's subsidiaries in favour of the training and integration of people with disabilities.

The policy of recruiting people with disabilities is available on the Group's corporate recruitment website at www.mycreditagricole.jobs, with a view to promoting the Group's values and its quality as a responsible employer, and to increase the number of applications from people with disabilities.

Aware of the advantages of social networking to increase the number of hires, the Group has partnered with the uDiversal community and the Talentéo network. uDiversal aims to create a meeting place and a venue for interaction for all people directly or indirectly concerned with disability issues and diversity in broader terms. Talentéo is a social network, accompanied by a recruitment tool that allows online meetings between recruiters and candidates.

As part of the Crédit Agricole S.A., FReD Handicap project, a "Speed-recruiting" event was organised on the Montrouge campus in June 2013, where managers, helped by recruiters, were able to meet candidates with disabilities. The active participation of managers can enlighten candidates on the challenges of the position and the skills required. This initiative was also an opportunity to train managers and recruiters on this topic, and more generally to identify their prejudices. Managers are tested *via* an online questionnaire before being given, during a lecture, a panorama of their own prejudices and some operational keys to help deconstruct them.

Amundi held a "month of work-study and disability" from 16 May to 20 June 2013 for combined action on the training and integration of students with disabilities. This initiative involved the mobilisation of 15 managers and the awareness and involvement of members of individual management, assistants, asset managers and human resources managers. More than 30 interviews were conducted out of nearly 70 identified profiles. This investment allowed the hiring in 2013 on work-study contracts of 10 students with disabilities, each with between two and five years' post-secondary education. Amundi accordingly beat its FReD action plan target, which was to hire six students with disabilities each year, based on skills and prerequisites.

Building on FReD's Respect pillar, Crédit Agricole Consumer Finance has also chosen to help increase the professionalism and promote the integration of people with disabilities. In 2013, Crédit Agricole Consumer Finance accordingly created a work-study course tailored to three people with disabilities and little or nothing in terms of qualifications. The aim, further to direct recruitment measures, was to develop their potential in the context of becoming operational in CRO and sales assistant positions, which are core occupations at Crédit Agricole Consumer Finance. The aim is to integrate them sustainably into the company.

Retention

Priorities of the Group agreement: develop both the environment and the workplace so as to enhance skills.

In 2013, all Group entities combined took more than 1,631 measures to assist more than 400 people with disabilities, from adapting working time to helping them buy prostheses and pay for transport between home and work.

Crédit Agricole S.A.'s technological innovation department helps improve working conditions, reconciling technical performance with a human approach. This division works primarily alongside the Diversity and Disability mission on issues related to computer hardware and telephony, based on recommendations from occupational health employees in the context of adapting workstations. In this way, several tools and software programs have been adopted and become widespread within the Group: Jaws, software for visually impaired people, Dragon Naturally, input assistance software, My Tobii, communication software using eye-tracking for employees who cannot use their upper limbs, an Integra Mouse controlled simply by breathing in and out, and the Ink To Speech tool, a digital tablet equipped with a text-to-speech synthesis system.

Also noteworthy is Tadéo, which facilitates telephone conversations between deaf or hearing-impaired people and non-impaired people *via* the real-time translation into French sign language or instant transcription. In 2013, more than ten Group employees benefited from this adaptation, two of whom have become managers.

Use of the sheltered sector and disability-friendly companies

In addition to direct action taken to promote the employment of people with disabilities, the Group is committed to increasing purchases from the sheltered sector and disability-friendly companies. The aim is to encourage the employment of people with disabilities, with the help of the Group Purchasing department, which systematically includes a social responsibility component in every call for tender.

The use of these two sectors enabled the Group to record 88 equivalent hires in 2013 (estimate at end-2013).

As part of its CSR policy of responsible purchasing, the Group held the fourth edition of the *Trophées Horizon*, the scope of which was expanded in 2013 to include the suppliers of the Regional Banks. The aim of this ceremony on the theme of "purchases as vectors of innovation in the context of a CSR policy" is to reward the best sustainable innovations among Crédit Agricole Group suppliers and to recompense their undertakings in this field. Five awards were made to demonstrate the diversity of approaches and suppliers, with one for companies in the disability-friendly sector.

At CA Indosuez Private Banking, use of disability-friendly companies and the sheltered sector is automatic: several employees from disability-friendly companies and the sheltered sector have been seconded to the bank. The areas assigned to them are varied: customer catering, management of multi-function copiers, in-house destruction of confidential documents, laundry and, lastly, the collection and recycling of paper.

LCL is also implementing a proactive policy by introducing a provision on the use of or co-sourcing with disability-friendly companies and the sheltered sector into every call for tender (as far as possible). As such, the entity regularly collaborates with 13 such entities. Since 1 March 2013, LCL has used a cleaning service for its administrative buildings, including the headquarters in Villejuif. In this way, LCL supported the creation of a disability-friendly company named Sam Help in October 2013. This company is to hire, in the Mayenne department, two people with disabilities who will be in charge of packaging cleaning products for LCL.

Raising awareness

In 2013, awareness-raising was implemented, built on a collaborative model with the disability integration relay network of each entity.

Thus, all employees in France received an instructive calendar, illustrated with cartoons, to demystify disability and inform them every month about a new area of the disability policy pursued by the Group.

On the Group's corporate recruitment website, the disability policy is illustrated by several video testimonials from employees, as well as situations of disability so as to present solutions and the stakeholders involved, and to demonstrate both internally and externally the reasons for declaring disability to the employer.

In addition, the entities take part every year in the national event known as the *Semaine pour l'emploi des personnes handicapées* (Week for the employment of people with disabilities) *via* the slogan *On dit HandiCap' et on agit !*: this year, events, messages and media communication all addressed the subject of hearing. In the 2013 edition, Group employees received guides and teaching material devoted to this widespread problem. This event was also an opportunity for all entities to mobilise employees and to encourage them to identify their perceptions and prejudices in respect of disability. By way of illustration, Crédit Agricole Leasing & Factoring staged artistic performances over three days on the Montrouge campus to help change attitudes: two professional dancers, one of whom was one-legged, showed that disability disappears in their discipline.

A fourth agreement for the employment of people with disabilities is currently being negotiated. A participatory and innovative approach is currently in progress: working groups have been formed on the four pillars of the agreement, with all stakeholders (disability integration relay network, occupational health services, employee representative bodies, etc.), and interviews took place with 42 employees with disabilities and managers.

PRIORITY 3: SAFETY

ABSENTEEISM IN FRANCE IN CALENDAR DAYS

	2013							2012		
	Managers		Non-managers		Total		Average no. of days' absence per employee	Tota		Average no. of days' absence per employee
Reason for absence	Female	Male	Female	Male	No. of days	%		No. of days	%	
Sickness	96,311	56,010	208,099	52,659	413,079	50.9	10.3	406,500	51.7	9.9
Accident	3,901	3,118	10,913	2,363	20,295	2.5	0.5	17,015	2.2	0.4
Maternity, paternity and breast feeding	97,234	6,056	166,883	2,786	272,959	33.6	6.8	270,759	34.4	6.6
Authorised leave	18,013	14,248	23,161	6,849	62,271	7.7	1.5	60,840	7.7	1.5
Other	12,525	17,696	10,247	3,014	43,482	5.3	1.1	31,522	4.0	0.8
TOTAL	**227,984**	**97,128**	**419,303**	**67,671**	**812,086**	**100.0**	**20.2**	**786,636**	**100.0**	**19.2**
Coverage France							*98%*			*97%*

Continued efforts to prevent and raise awareness of psychosocial risks

Crédit Agricole S.A.'s policy for the health and safety of its employees is specific to each of its subsidiaries, which have their own rules and comply with their own local laws. The various entities are also responsible for implementing and monitoring these policies.

Training, awareness, risk assessment, safety, etc. Health and safety are central concerns of the Group, and are addressed chiefly within the FReD CSR policy.

At Crédit Agricole Egypt, given the importance of this issue and ongoing changes in Egyptian society, the entity has created a new department responsible for health, safety and the environment. Its role is to ensure that employees are fully aware of safety measures. In addition, to optimise its employees' access to healthcare, the Egyptian entity offers medical insurance, extended to family members.

Raising awareness of and providing training on psychosocial risks

Since the launch of the Emergency Plan for the Prevention of Psychosocial Risks (PPR) by the Ministry of Labour in October 2009, Crédit Agricole S.A. has undertaken to make this plan a priority.

In 2012, Crédit Agricole S.A. established three working groups to prepare its first round of negotiations with the unions. These working groups are composed of multidisciplinary teams: managers, members of the medical group (occupational health and nursing), members of the Committee for Health, Safety and Working Conditions (HSWC), social workers and human resources experts (labour relations, individual management, training and labour law). The Human Resources department aims to forge quality relationships within a framework of dialogue with members of the HSWC, a guarantee of performance for the company.

They act within the framework of a mechanism built around three priorities:

- detect and objectify PPR situations so as to provide managers and employees with specific criteria;
- provide operational solutions to resolve difficult situations: provide methodology (identify actors);
- prevent situations of risk by providing preventive solutions for potentially stressful collective or individual situations.

In February 2013, these working groups presented their findings during the first round of PPR negotiations with the unions. The second round was held in March 2013, with the latest to date held in January 2014 with a view to concluding an enterprise agreement.

In addition to these negotiations, quarterly PPR meetings are held with PPR representatives, to whom individual or collective situations can be referred.

To formalise its commitment in respect of the psychological safety of its employees, Crédit Agricole CIB has signed an agreement. Following the work of the Joint Commission on the Prevention of Stress at Work, negotiations were undertaken with the representative trade unions. These talks resulted in the conclusion, in July 2013, of a company agreement on the prevention of occupational stress. The agreement includes specific provisions regarding the work environment, work organisation and working conditions. Crédit Agricole CIB has also set up an observatory for the prevention of psychosocial risks. Its first act was to prepare an anonymous questionnaire covered by medical secrecy, distributed among bank employees during their regular medical examinations. The first results of this survey will be presented to the Joint Commission on Psychosocial Risks in the first half of 2014.

Crédit Agricole CIB has also maintained its work to prevent stress at work, with training geared towards commitments of two types:

- the systematic approval of all requests from employees and managers to attend two training courses, *Savoir équilibrer pression et efficience* (How to balance pressure and efficiency) and *Manager le stress de ses collaborateurs et le sien* (Manage personal and employee stress). 134 applications were received in 2013, from 117 employees and 17 managers;
- as part of the FReD approach and the agreement on the prevention of occupational stress, Crédit Agricole CIB pledged to train 300 managers on the prevention of stress in 2013, at the *Manager le stress de ses collaborateurs et le sien* seminar. This objective was beaten, with 338 managers trained worldwide in 2013.

Crédit Agricole Luxembourg began a process of detecting and preventing psychosocial risks. This process has three components:

- a toll-free number available to employees experiencing problems. Free and anonymous, this platform employs qualified psychologists;
- by the end of 2014, the creation of a network of OSH staff, whose main task is to be attentive to others, and to detect and report outward signs of distress, as well as any changes in habits and mood that could point to deeper issues. A tailored training programme was developed for OSH staff;
- the establishment in 2014 of a programme of awareness raising on PPR issues targeting line managers.

Approaches benefiting the quality of life

A truly transformational project, the Montrouge and Saint-Quentin-en-Yvelines bank campuses are attune to the managerial, social and economic issues of Crédit Agricole S.A. These campuses represent a new dynamic born of heightened cooperation between teams working on a single site. The introduction of open-plan spaces has resulted in the invention of a new way of working together, characterised by more collaborative and exchange-based work, and resulting in greater managerial accessibility. The project is also part of a policy of optimising the Group's operating expenses and its sustainable development policy.

In January 2013, the Crédit Agricole Leasing & Factoring subsidiary moved to Montrouge. This means that 3,300 people now work on this site, the aim being to accommodate nearly 8,000 employees by the end of 2016. Crédit Agricole S.A. has also embarked on a transformation of the Saint-Quentin-en-Yvelines site, with a view to developing a technology campus that will ultimately house more than 4,800 employees. This campus-based strategy is also being developed abroad, in Italy and Morocco for instance.

At CACEIS, 2013 saw the rollout of measures contained in the "YourSay" plan. One of these measures is known as "Nomadism": its purpose is to explore avenues of nomadic working within CACEIS. After an in-depth study phase in 2012, actions were rolled out in three areas in 2013: organisation of spaces dedicated to so-called nomadic workers, telework and flexible remote work.

In early 2013, rooms were equipped (desks, phones, computers, network connections, lockers, etc.) for employees required to travel between the various CACEIS sites in Germany, France and Luxembourg. In late June 2013, CACEIS launched two pilots, the first on telework (one day per week), with 75 beneficiaries in 2013, and the second on flexible remote work (possibility of working from home for up to five days per year in 2013, without having the status of teleworker). These pilots were rolled out in France, Germany, Luxembourg and North America.

Once the pilot phase is complete, a report will be prepared in the first quarter of 2014, and distributed among managers and employee representatives. A phase of negotiation with a view to the signing of a telework agreement will be undertaken during the first half of 2014.

In addition, CACEIS Bank Luxembourg was awarded the *Prix Santé en Entreprise 2012*, which aims to encourage and strengthen initiatives in respect of well-being at work, rewarding the sustainability of steps taken for the well-being of employees.

In conjunction with these efforts, several entities organised lectures to inform and educate. This was the case of Crédit Agricole CIB in Hong Kong, with the aim of promoting a better balance between employees' work and private lives. Employees were offered a variety of initiatives, including a lecture on health, Pilates classes and pastry workshops. Amundi also launched in 2013 a series of lectures on the keys to quality of life and performance, such as "self-esteem and job performance" and "emotion and memory" in the decision-making process.

In the context of the fight against harassment, Amundi Japan aims to provide anti-harassment training for all employees. This preventive training is designed to identify bullying behaviour, and to provide the means of eliminating it. At the same time, LCL finalised a mechanism intended to fight both workplace violence, and moral and sexual harassment. This tool, which will be available in 2014, will be integrated into training modules to raise the awareness of managers and employees on this issue.

Awareness-raising and education on health and healthcare

In support of these preventive measures, Crédit Agricole S.A. continued its work to raise awareness on the health and safety conditions of its employees.

As part of the improvement of working conditions and prevention of situations of hardship for the employment and retention of older workers, Crédit Agricole S.A. signed an intergenerational contract in October 2013. Its aim is to support employees aged 45 years and over in their desire to take care of their health by facilitating their access to a free and comprehensive check-up in a specific centre, giving them half a day off for this purpose. *Instants santé* (health moment) days were also held, during which the medical staff of the Mutuelle Sociale Agricole were invited to dispense on-site health checks. The time spent in health checks is treated as working time.

Several entities are active in the fight against smoking. Crédit Agricole Leasing & Factoring launched an anti-smoking day in October 2013. Employees were subsequently offered medical assistance in their attempts to give up smoking. Of the 77 employees taking part in the event, 40 were able to take a test measuring their levels of carbon monoxide. At Crédit Agricole Assurances, Portuguese subsidiary BES Seguros signed a cooperation agreement with an anti-smoking clinic that provides a method to help smokers give up. The company pays the full amount of treatment for employees who want help.

This year, as in previous years, the Group held vaccination campaigns against seasonal influenza. Employees were offered the option of being vaccinated by professionals, be it in France, where Amundi for instance held three sessions for 288 employees, or in Switzerland, where 112 Crédit Agricole Suisse staff were vaccinated.

In November 2013, several entities offered initiatives to raise awareness about or diagnose hearing disorders: the team in charge of disability within the Disability and Diversity and occupational medicine mission held hearing tests for Crédit Agricole S.A. employees at the Saint-Quentin-en-Yvelines and Montrouge sites. CACEIS offered its employees the chance to consult occupational medicine based on the results of their questionnaire on hearing. At Crédit Agricole Consumer Finance, employees were offered a workshop providing an introduction to French sign language. They also received a brochure on hearing and a pair of earplugs. At LCL, the hearing Tour de France held stages in Villejuif on 18 November, and Roubaix, Saint-Quentin-en-Yvelines and Toulouse on 19 November. The week was again closed in Villejuif on 21 November, with a lecture by the professor who heads the Laboratory on the Genetics and Physiology of Hearing at the *Institut Pasteur*.

CACEIS chooses to conduct prevention of musculoskeletal disorders (MSDs) and relieve the pain associated with screen-based work. The company offers an online *pause active* tool. Up to four times per day, employees are prompted to do one to two minutes of exercise at their workstation to relieve their joints and muscles. The exercises are displayed automatically on the screen, and users can access individualised and automated programmes to exercise the areas of the body that they wish to reinforce.

Improving workplace safety

The Group sees the safety of its employees as more than a legal obligation, and is committed to establishing and implementing a preventive safety policy.

The Group Human Resources department has set up a dedicated Passenger Safety structure (expatriates and business travellers). It brings expertise in terms of international travel and visits safety by means of dynamic risk mapping. In constant liaison with the relevant authorities, both in France (Ministry of Foreign and European Affairs, Department of International Cooperation of the Ministry of the Interior) and abroad if needed, with professional bodies and companies operating internationally, it offers prospective information and feedback on local situations and security measures in place. Together with International Private Banking, the Compensation and Employee Benefits – International Mobility department and the Executive Management of the relevant subsidiaries, it decides what action to take in respect of business trips for expatriate staff and their families. The structure also issues recommendations to local employees. Lastly, it can activate and manage a crisis unit (collective crises, natural disasters, pandemic or security crises, etc.), in addition to activating repatriation assistance contracts provided by external partners.

By way of example, the main actions taken in 2013 were:

- Egypt: security crisis and crisis unit, securing of the new headquarters;
- Madagascar: assessment of risks stemming from political instability, securing of the homes of expatriates;
- Morocco: security assessment;
- Ukraine: ongoing monitoring of the situation.

In France, in response to the risk of holdups and incivility in banks, several entities developed and implemented training and preventive measures to ensure the safety of their employees, in addition to installing alarms.

Crédit Agricole CIB is an example. In 2013, it offered all its employees a new e-learning training module dedicated to safety awareness. Mandatory training is designed in coordination with the bank's security service, occupational medicine, the secretary and assistant secretary of the Health, Safety and Working Conditions Committee. This module includes topics related to safety/security (including access control, prevention of accidents and fire hazards, as well as alert procedures), psychosocial risks, and health and safety at work.

Crédit Agricole Polska ensures that all of its buildings have electronic alarms linked to a security team. In addition, bank buildings have a CCTV system that records everything that happens in transaction rooms. All employees of bank branches are required to attend training on how to behave in the event of a holdup. During training, employees learn, among other things, how to behave during a holdup or how to deal with a violent customer. The training lasts for four hours and is mandatory for all employees of bank branches. To eliminate the transfer of money during the business hours of bank branches, transfer safes have been installed. Money is currently transferred at different times of the day. The transfer safe is emptied as soon as the branch closes and there are no more customers. Roughly 70% of all bank branches currently have a transfer safe.

As part of ongoing renovation and security work on the branch network, LCL continued the automation of its banks, removing the need for customer-facing employees to handle cash. Work on branch security can significantly reduce attempted holdups. Nearly 180 additional branches were automated in 2013, bringing the proportion of automated branches to 91% of the total number nationwide.

It is important for employees to know how to extinguish a fire and manipulate fire extinguishers in the event of fire in the workplace. With this in mind, several subsidiaries including Crédit Agricole Suisse, CACEIS, Crédit Agricole Leasing & Factoring and Crédit Agricole Consumer Finance offer regular training sessions to teach their employees how to act and what attitude to adopt in severe situations.

PRIORITY 4: PARTICIPATION

The Group encourages active and constructive dialogue with its employees and their representatives. This participation can take various forms: working groups, surveys, social benchmarks, internal social networks and communities for quality social dialogue.

Participative approach

Crédit Agricole S.A.'s transformations involve building a common vision and cross-cutting coordination of shared projects by teams working on different sites across France.

Management of Group projects nationally or internationally is achievable through the use of collaborative tools: 710 Group-wide virtual communities, including the dozen communities run by the Group Human Resources department, such as FReD, labour relations and human resources management, or business-line communities such as "Si'tizen", the social network of the IT systems business line launched in October 2013, which already has 1,000 members. Designed to stimulate cross-cutting cooperation, it gives each employee and all Group IT departments the possibility of achieving efficiency gains. "Si'tizen" facilitates convergence and experience sharing, linking and sharing around professional topics. The medium term objective is to attract all employees of the IT systems business line.

2013 was marked by the creation at CACEIS of "YourSay Omnia", an internal social network open to the 3,200 CACEIS employees worldwide. "Omnia" combines informative and collaborative spaces (profiles and communities) and a powerful search engine. 28 community projects, teams and interests were created in the weeks following its launch. The challenge for "Omnia" is to reinforce the cohesion of CACEIS by promoting knowledge, document sharing and project dialogue so as to improve visibility for individual employees and their skills centre.

In a totally different register, Crédit Agricole Immobilier launched the first *Challenge de l'innovation* for all its employees in France on its intranet. Alone or in teams, they can post any ideas to improve the supply of new housing on the entity's intranet. The winning ideas will be implemented for future buyers of new housing.

At Crédit Agricole Assurances, the Pacifica subsidiary encourages and promotes times for sharing and dialogue. Every month, a member of the Executive Committee expresses an opinion on a topic on the intranet. Managers of claims management units and the Executive Management are committed to viewing the talk with members of their team, providing time for sharing. These managerial rites are designed to promote cohesion and conviviality.

Surveys/Social Benchmarks

Many entities consult their employees through opinion polls and social surveys, thereby contributing to a process of progress and the implementation of human resources and management action plans.

Among the Crédit Agricole Assurances entities, Crédit Agricole Assurances Gestion, Informatique et Services (CAAGIS) launched in 2013 its first assessment of well-being at work among its 450 employees, in order to meet the expectations expressed in the *2012 Mutualité Salariale Agricole* survey of the social climate. The results led to the implementation of a working programme entitled "Persee", standing for *Partage Efficience Reconnaissance Satisfaction Engagement et Ecoute* (Sharing Efficiency Recognition Satisfaction Commitment and Listening). Managers associated with the analysis of results addressed eight themes: study into telework, boost mobility within the Group, simplify CAAGIS's operations, improve the management of computer problems, optimise the management of the business information system division, strengthen internal communication, develop closeness between Crédit Agricole Assurances and Group entities, and streamline horizontal operation between the administrative and IT business lines. To proclaim its positioning as a "Great Place to Work", Crédit Agricole Creditor Insurance Dublin surveyed its entire staff on several criteria, including trust, credibility, respect, fairness, pride and camaraderie: 73% of employees expressed satisfaction with working there.

To reassure employees on changes within the company, the environment and labour relations, Crédit Agricole Immobilier's Economic and Social Unit, consisting of eight entities, launched a social survey of all staff in 2013, covering roughly 700 people. The first results led to the establishment of three working guidelines: unite, organise and optimise to alleviate factors of anxiety.

Support the entity's development and pay attention to social and community links: these are the objectives of the survey established by SILCA, which polls employees' perceptions on these issues daily. Through an online tool, employees can, with a simple click, confidentially express their feelings about their day-to-day experience or their vision of the structure: working conditions, feeling of value, balance between work and personal life, confidence in the future and in the company, and consequences of SILCA's transformation. The results are collated quickly and can be consulted online by employees. They can be sorted by department, by team or in accordance with specific criteria. The system allows executives and managers to grasp and objectify the social climate. The tool was implemented in a process of co-construction, in conjunction with the unions. Nearly 70% of employees took part in the survey between July and August 2013. Among the first results: employees feel encouraged to take initiatives and suggest new ideas. They say they have the means to carry out their duties and achieve their goals. The survey highlighted two major themes: "your career prospects" and the "ability to act together", for which workshops have been launched in response to employee expectations.

Similarly, LCL undertook in February 2013 a survey of more than 3,500 employees representative of the structure of the LCL business lines (employees and managers from different business lines). The aim was to conduct a review of managerial practices and the expectations of various groups. More than 1,000 people expressed high expectations in terms of "mobilisation and team cohesion", more particularly on the part of managers, and the need to provide information on the company strategy so as better to empower teams. In light of the results, LCL decided to define the "LCL manager" *via* a collaborative forum involving 60 managers per forum, launched in the final quarter of 2013. The aim was to share the characteristics of the LCL manager and the definitions associated with them with the company's 3,300 managers. The findings of these forums will be used in early 2014.

As part of the FReD project, Crédit Agricole Suisse carried out an opinion survey of its entire staff in April 2013. Capacity performance indicators (reflecting the possibility for employees to carry out their duties in the best conditions) and satisfaction indicators (reflecting the feeling of stimulation at work) imply an excellent situation and express a real level of involvement and commitment in the service of company.

Labour-management dialogue

NUMBER OF AGREEMENTS SIGNED DURING THE YEAR IN FRANCE BY SUBJECT

	2013	2012
Compensation and benefits	96	43
Training	1	1
Employee representative bodies	18	12
Jobs	18	7
Working hours	24	13
Diversity and equality at work	10	8
Other	28	25
TOTAL	**195**	**109**
Coverage France	*99%*	*97%*

Labour-management dialogue is a reflection of the Group's responsibility. The Group aims to promote constructive labour-management dialogue, with a view to reaching structured agreements and commitments.

Working bodies

The European Works Council and Group Committee promote Group-wide social dialogue.

Crédit Agricole Group's European Works Council was renewed in 2012, in accordance with the rules relative to its constitution, and now spans 18 member countries. It comprises 26 statutory members and 26 alternate members from the member countries. Several plenary or select Committee sessions were held this year to discuss Group strategy and economic, financial and labour relations issues, with particular attention being paid to the adjustment plans being implemented in some subsidiaries. The Group is also committed to enabling the European Committee to achieve a better understanding of the different entities and activities present among its European operations. Thus, the nine members of the select Committee (France, UK, Italy, Poland and Luxembourg) were invited to visit offices in Luxembourg (CACEIS, Crédit Agricole Private Banking) and Italy (Cariparma and Crédit Agricole Consumer Finance). These visits were an opportunity for representatives of the European Works Council to interact not only with different business lines, but also with human resources departments, and to gain a good understanding of the strategic, economic and social aspects of the entities in the country in question. Meetings with local trade unions were organised at the same time.

These visits were the subject of a report by an independent accounting firm, presented and discussed by the European Works Council in a plenary session.

It should be noted that the European Works Council's dialogue platform, established in 2012, provides an opportunity for members to dialogue *via* two forums, in addition to physical meetings. The first forum allows members to speak with each other independently, while a second forum allows management to ask questions and obtain all the information shared in Committee.

The Crédit Agricole Group Works Council addresses the challenges facing the Group as a whole in respect of the business, financial, economic and social situation, as well as strategic choices and developments. It had two plenary sessions in 2013, with a further two Committee Meetings: economic commission devoted to a review of the 2012 financial statements and CSR commission. Since the Group project's commitment to roll out an ambitious CSR approach, the economic commission has become the economic and CSR commission. In December, it discussed the Group CSR policy and FReD, based on an analysis carried out by an independent firm.

At Crédit Agricole S.A., two bodies work to promote social dialogue: the Consultative Committee and meetings of the Group union representations:

- the purpose of the Crédit Agricole S.A. Consultative Committee is to promote labour-management dialogue and contribute to the harmonisation and consistency of this dialogue. This Committee holds discussions with several entities, covering shared strategic projects, the monitoring of the Group's results and the employment situation, as well as expansion strategies and the growth plans of each business line. It met twice in 2013, the first time to discuss the 2012 results and the second time to review the Group's social policies;

- the Group union representations meet in a more limited format with two members per trade union. The Human Resources department chooses to hold monthly discussions with Group union representatives, *i.e.* 11 meetings in 2013, to reinforce labour dialogue and share information on labour-related issues in an informal and constructive manner.

Worthy of note is the signature of the agreement on Group representation signed by four unions out of five. The agreement's main purpose is to stabilise labour dialogue and to determine the actors thereof for a new four-year cycle from 31 December 2012 to 31 December 2016. Subsequent cycles will each run for three years.

PRIORITY 5: EQUITY

COLLECTIVE VARIABLE COMPENSATION PAID DURING THE YEAR ON THE BASIS OF THE PREVIOUS YEAR'S RESULTS IN FRANCE

	2013			2012		
	Total amount *(in thousands of euros)*	**No. of recipients**	**Average amount** *(in euros)*	**Total amount** *(in thousands of euros)*	**No. of recipients**	**Average amount** *(in euros)*
Profit-sharing	69,395	36,948	1,878	60,516	38,835	1,558
Incentive plans	146,332	47,298	3,094	160,493	46,327	3,464
Employer's additional contribution	40,006	39,154	1,022	36,663	38,848	944
TOTAL AMOUNT	**255,733**	-	-	**257,672**	-	-
Coverage France			*99%*			*96%*

AVERAGE MONTHLY SALARIES OF WORKING PERMANENT CONTRACT EMPLOYEES IN FRANCE (GROSS BASIC SALARY)

(in euros)		**2013**	**2012**
Managers	Men	4,937	4,955
	Women	4,078	4,059
	Overall	4,547	4,546
Non-managers	Men	2,341	2,333
	Women	2,352	2,359
	Overall	2,349	2,351
TOTAL	**MEN**	**4,216**	**4,195**
	WOMEN	**3,142**	**3,114**
	OVERALL	**3,606**	**3,575**
Coverage France		*99%*	*97%*

- *The salaries presented here are based on weighted averages reflecting the composition of the workforce observed in 2012 and 2013. The figures include both movements in/out of the workforce and annual compensation changes.*

ANNUAL FIXED SALARY SCALE

Compensation policy: reminder of the general principles

The Group aims to develop a compensation system that ensures the fair, motivating and competitive compensation of employees in relation to reference markets, in accordance with the specifics of its business lines, legal entities and legal constraints in each country.

This compensation policy is aimed at rewarding performance, whether it is by an individual or group, in keeping with the Group's practices and values of fairness and merit.

Skills and responsibility level are rewarded by a basic salary in line with the specific characteristics of each business line in its local market, with a view to offering competitive and attractive compensation in each of the markets in which the Group operates.

In the majority of the Group's companies, variable compensation plans linked to individual and collective performance are implemented on the basis of targets and the results of the entity.

Variable compensation is set in such a way that it does not hinder the ability of Group entities to strengthen their solvency when necessary. It takes all risks into account, including liquidity risk, as well as the cost of capital.

As such, two types of variable compensation systems exist within Crédit Agricole S.A.:

- individual variable compensation, based on the achievement of pre-defined individual and collective objectives within an employee's area of responsibility;
- the bonus, based on the overall amount set aside for each business line and which is shared between individual employees by line management through a broad assessment of their individual and collective performances.

Example of the Group Policy in an entity in Italy, Cariparma

In accordance with Crédit Agricole S.A. policy, Cariparma's compensation policy is built around eight principles:

- support the Cariparma and Crédit Agricole S.A. business strategies;
- attract, motivate and retain talent;
- acknowledge individual contributions;
- create value and steer the performance of all employees through short, medium and long term objectives without compromising risk control and compliance with liquidity and capital requirements;
- ensure the internal fairness of compensation;
- ensure the external competitiveness of compensation;
- make the cost of labour consistent with the revenue generated;
- comply with the laws applicable to Cariparma and Crédit Agricole S.A., in particular for the so-called regulated population.

The governance of the compensation policy, particularly in respect of the regulated population (that known as "risk takers"), has two levels: Crédit Agricole S.A. lays down policies and guidelines regarding compensation, and Cariparma defines compensation policies consistent with these Group guidelines.

Cariparma's compensation is composed of four elements:

- fixed remuneration determined by the position, responsibilities, experience and skills of each employee;

- reward for the individual performance of the employee through a system of variable compensation based on objectives and targets, and an overall bonus pool for certain categories of employees;
- collective variable compensation rewarding the entity's overall performance;
- employee benefits complementing these items of compensation with a set of pension, health, welfare and other benefits.

The balance between these components, particularly between fixed and variable items, allows for a balance between compensation and actual performance, while at the same time limiting risky behaviour.

To this end, Cariparma's compensation policy is based on:

- a distinction between categories of employees, especially those deemed part of the regulated population;
- an upstream definition of the maximum variable compensation due for a given performance;
- a comparison with the practices of competitors on the basis of compensation surveys.

Gender equality

Most of the Group's entities in France have signed three-year agreements on gender equality at work (2012 to 2014). These agreements are specific to each entity and its particular characteristics and may include:

- measures aimed at identifying and correcting gender-related inequalities, especially regarding salaries (e.g. budget allocated to correct disparities between men's and women's wages);
- preventive measures aimed at reducing or preventing inequalities (e.g. the automatic award of a minimum increase upon an employee's return from maternity leave);
- gender equality measures aimed at guaranteeing equal rights for employees (e.g. salary continuation for employees taking paternity leave).

Moreover, through its studies carried out on gender equality at work, the GRO (*Groupe de Recherche Opérationnelle* - Operational Research Group), a department within the Risk department of Crédit Agricole S.A., has developed a clear, objective method for identifying unjustified pay gaps that may be related to the employee's gender. This method, which is based on the Oaxaca-Blinder decomposition, is used to quantify and assess gender-related pay gaps and establish the level of discrimination in order to then target and analyse a population of women who are particularly affected by this anomaly. The use of this service, which is provided internally and is open to all Group entities, has so far benefited Crédit Agricole CIB and LCL.

For several years, LCL has ensured equal treatment of men and women, particularly with respect to annual individual pay review programmes and mobility. Nonetheless, LCL has asked the GRO to carry out a study based on a statistical methodology and aimed at identifying pay gaps which are not justified by objective factors. Based on data supplied by LCL, in the autumn of 2013 the GRO established a statistical discrimination barometer that identified a group of women (around 3% of all female employees) for whom there exists a probability of an unexplained pay gap. The situation of each female employee is being analysed, in cooperation with the Human Resources and departmental managers, in order to incorporate the criteria that the study could not take into account (e.g. skills, professional experience, qualifications). A budget, which will be managed centrally by the Human Resources department, has been granted under the 2014 salary agreement to apply increases for female employees.

Intergenerational equality

In 2013, the entities of Crédit Agricole S.A. in France (covering Amundi, CAAGIS, CACEIS, Crédit Agricole Immobilier, Crédit Agricole Indosuez Private Banking, Crédit Agricole Consumer Finance, Crédit Agricole S.A., Crédit Agricole Leasing & Factoring, LCL and Pacifica), *i.e.* more than 70% of all employees in France, signed agreements relating to the cross-generation contract (*contrat de génération*).

In addition to their commitment to recruit both younger and older workers, one of the negotiated measures consists of ensuring the continued employment of older workers and adapting their working hours through the implementation of assisted part-time working.

Retirement support

The implementation of a PERCO (*plan d'épargne retraite collectif* – Collective Pension Savings Plan) by all of the Group's main entities in France provides favourable conditions for employees to save for their retirement. At the end of 2013, PERCO assets stood at €194 million, an increase of 55% year-on-year.

In order to prepare older workers for their retirement, some of Crédit Agricole S.A.'s French entities, covering more than 80% of its employees, offer a "retirement appraisal" carried out by an external company. Employees who benefit from this external assistance have their individual case reviewed and are given an assessment that simulates their future income.

A number of employees have an agreement defining a CET (*compte épargne temps* - Time Savings Account), a system that allows the employee to save up holidays not taken during the year. In many cases, these agreements also specify retirement support measures offering various possibilities:

- monetising CET days to fund a payment to the PERCO or a supplementary pension scheme (with an additional contribution from the employer, if applicable);
- using the CET to fund part-time working arrangements for older workers;
- taking paid early retirement (with an additional contribution from the employer, if applicable);
- monetising days to fund the buyback of career contribution quarters (with an additional contribution from the employer, if applicable);
- saving more days than set out in the agreement or saving variable compensation for one of the purposes mentioned above.

Agreements and negotiations on incentive and profit-sharing schemes

Collective variable compensation plans are defined separately for each entity in order to reflect their actual conditions as closely as possible. In France, the Group's companies negotiate their own incentive and profit-sharing agreements.

In 2013, the Group coordinated the negotiation of several incentive agreements about to expire: these renegotiations concern around five in six employees and some of them include a revision of the allocation arrangements to make them more favourable to the lowest salaries.

Through incentive and profit-sharing plans, more than €215 million was distributed to the employees of Crédit Agricole S.A. and its subsidiaries in 2013. The individual allocation arrangements for these amounts may differ from one entity to another depending on the agreement signed. However, the principle of the system is based on the proportion of the employee's salary in relation to all salaries paid and/or the employee's total attendance over the year and includes a maximum individual allocated amount.

Employee shareholding

Following the decision taken in November 2011 by the Board of Directors of Crédit Agricole S.A., in November 2013 around 60,000 employees received 60 shares allocated freely as part of the bonus share plan. This award was made in nine countries (France, Italy, Poland, Monaco, Spain, Bahrain, Singapore, the United Arab Emirates and Indonesia) and begins a minimum lock-up period of two years in accordance with the law. In other countries (more than 20,000 beneficiaries), the schedule has been adapted to the local, and especially fiscal, context. The award will be made in November 2015, but with no lock-up period.

This plan involves each employee in the performance of the Company and constitutes a further tangible application of Crédit Agricole S.A.'s social responsibility policy. It forms part of the active employee shareholding policy the Group has implemented since its IPO in 2001.

At end-2013, the employee shareholding plan included more than 100,000 employees and former employees of Crédit Agricole Group. Together, they own 4.3% of Crédit Agricole S.A.'s share capital.

Moreover, Crédit Agricole S.A.'s compensation policy for Executive Corporate Officers and regulated persons is detailed in Chapter 3 - Corporate Governance - Compensation policy of Crédit Agricole S.A.

▶ PRIORITY 6: CONSISTENCY

In line with its values of a local presence, advice and usefulness, Crédit Agricole Group encourages the involvement of its employees in extra-professional and charity projects.

Employee involvement

The Company's encouragement of its employees is evidenced by the implementation of a programme aimed at supporting them in their charity activities. Crédit Agricole S.A. thus recognises and encourages concrete, personal involvement in the areas of solidarity, assistance for the most disadvantaged, the environment and the general good.

The *Solidaires* project comprises three types of initiative: links with partner associations to allow employees to become involved in volunteer community solidarity missions, collective initiatives with the *Journées Solidaires* event and financial support with the *Coups de pouce Solidaires* project.

"Solidaires" project

A large number of employees of Crédit Agricole S.A. and its subsidiaries volunteer to take part in community support projects. To support this initiative, the Group undertakes voluntary skills programmes that act as a link between its employees and the charities it supports and monitors. The goal of the programme is to support employees' desire to undertake a civic commitment and the ongoing, growing needs of charities. The aim is for them to assist those in need, donate their own time and use their skills to benefit their chosen charity. A dedicated website has been created at http://ca-solidaires.fr to offer charities and employees the opportunity to get in touch with each other. In summary, this programme brings initiatives together, creates synergies between entities and organises mediation between charities and employees who want to work together. With *Solidaires*, Crédit Agricole S.A. makes the involvement of its employees a societal priority.

The *Journées Solidaires* event is also organised with the goal of introducing and facilitating this societal commitment. This is the annual Group gathering, mobilising employees around good causes: a five-day event consisting of learning, taking action, meeting up and engaging. This celebratory social event is aimed at raising employee awareness of the charity causes supported by sponsorship. In 2013, Crédit Agricole S.A. was awarded the *prix d'honneur* by the association Communication et Entreprises, in the Internal Events category, for organising its *Journées Solidaires*. This prize rewarded the usefulness of the event (which was attended by 3,000 participants) and the correlation between its goals and results.

In June 2013, Crédit Agricole S.A. continued the *Coups de pouce Solidaires* programme (previously known as the *Courte Échelle* programme since 2008). This programme of financial support for employee charity projects encourages and rewards extra-professional involvement in good causes. This year, 22 charity projects were chosen by the jury and received a grant of up to €3,000. The projects chosen were as rich as they were diverse, from assistance for children suffering from neuromuscular diseases, to fighting hunger and poverty and promoting a children's choir. In 2013, other entities implemented their own version of this programme: Crédit Agricole CIB calls it *Solidaires By Crédit Agricole CIB* and offered 28 charities a grant of up to €3,000 per project. Forming part of its civic involvement policy, Amundi calls the programme *Give a hand* and allocates an annual budget of €30,000 to it. The first edition funded 12 employee projects. The *Coup de cœur* project is voted on by employees. A group known as "Mr & Mme Rêves" was chosen to fund visits by clowns to autistic children at a medical-educational institution. At Crédit Agricole Assurances, 11 projects in various fields including research and education were supported this year. At CACEIS, the second edition of *Be Generous*, in Germany, France and Luxembourg, contributed to charity projects undertaken by its employees. In total, €20,000 was allocated within CACEIS.

Separately from *Solidaires*, Crédit Agricole Polska allows all of its employees to vote on projects. Employee projects were submitted for the second edition of the programme entitled *Taking action because I enjoy it!*, which aims to promote employees' volunteer initiatives. The projects were then selected by an employee vote on a dedicated intranet site. In 2013, 15 projects involving more than 78 employees were chosen. Crédit Agricole Polska's employees, alone and in teams, benefit from a system of grants and obtain financial support to carry out their own volunteer projects for the benefit of other people.

At Crédit Agricole Consumer Finance, 330 employees across three sites in France volunteered to collect pledges of support for the AIDS charity Solidarité pour la Sidaction. Among the 20 call centres taking part in this initiative, Crédit Agricole Consumer Finance made the greatest investment in terms of hours: the centre volunteered for a total of 750 hours, bringing in more than 266,000 pledges and handling 22,000 calls over the two-day event.

Charitable sporting events

Employee participation in charitable sporting events is recognised by most entities.

Crédit Agricole CIB, the historical partner of the French Muscular Dystrophy Association (AFM), mobilised eight entities to help fight this rare, muscle-wasting genetic disorder. Amundi, CACEIS, Crédit Agricole Assurance, Crédit Agricole CIB, Crédit Agricole S.A., Indosuez Private Banking, LCL and SILCA all supported the 2013 edition of the telethon for the financial community and financial professionals. On 6 December 2013, the 700 employees raised €54,000 in pledges to the AFM, out of a total of €240,000.

Employees walked or ran to raise money for research and support programs for breast cancer patients: on the Le Mans 24 hour race track, employees of Crédit Agricole Leasing & Factoring joined 8,400 female runners to run five kilometres for the third edition of the *demoiselles BUGATTI* event; female employees of Crédit Agricole Consumer Finance showed their support for the Odyssea charity at the 5 kilometre run in the Bois de Vincennes; and Crédit Agricole CIB took part alongside 60,000 others in the Central Park walk organised by the American Cancer Society. Thanks to the generosity of its employees and the Company's matching contribution, a total of $9,506 was raised for the charity.

In the same spirit, Amundi continued its partnership with *Action contre la Faim*. In June 2013, a one-day community support event was held in the form of an inter-company challenge: 151 employees, including 92 runners from Amundi and 29 from Crédit Agricole Leasing & Factoring and Crédit Agricole S.A., took part. Donations were made by employees during the *je déj, je donne* event. Amundi's employees could make a minimum donation of €5 when paying for their lunch at the checkout. All donations, totalling €27,695, were transferred to the *je déj, je donne* charity.

Pacifica, a subsidiary of Crédit Agricole Assurances, took part in an inter-company relay race in Bordeaux to support the *Special Olympics charity*. This charity is the world's largest sports organisation for children and adults with intellectual disabilities. The goal of this event is to raise awareness among employees, decision-makers and the general public of intellectual disabilities within the Company. On 23 May 2013, a total of around €20,000 was raised, allowing the charity to continue its awareness-raising campaigns, in particular the national summer games in Gravelines (Nord-Pas-de-Calais).

▶ PRIORITY 7: TERRITORY

Faithful to its mutual traditions, Crédit Agricole Group implements a policy of responsibility with respect to the society in which it operates. This is evidenced by an approach based on improvement and a sponsorship policy that leads the Group to take action in all regions where its entities are present, both in France and abroad.

Crédit Agricole S.A. thus conveys its values of solidarity and community by supporting forward-looking projects chosen to contribute to the economic, environmental, social and cultural development of the regions.

Financial education

Crédit Agricole S.A. works on initiatives focusing on local employment and regional development. Conscious of environmental and social problems, the Group participates in activities designed to foster education in order to build the future.

CACEIS promotes retraining for people with disabilities. It facilitates access to its jobs through its partnership with the Handi Forma Finance association. People with disabilities can study for the Financial Asset Management, Back & Middle Offices professional degree offered by the Paris Ouest University in Nanterre. In 2013, one student took an apprenticeship at CACEIS.

In 2013, LCL promoted access to education for various groups:

- it recruited 20 people with disabilities on work-study contracts to access banking jobs - reception advisor and call centre advisor - through recruitment campaigns led by the Handi Forma Banques association, which was founded in 2007 by LCL and eight other banking firms;
- it took part in the Inser Forma Banques programme, concentrated mainly in France's Nord region, the goal of which is to promote access or return to employment in the banking sector for young people who do not have their baccalaureate school-leaving certificate, by offering them a professional training contract;
- as part of local employment initiatives undertaken in the Aquitaine region, in November 2013 LCL, alongside five other local banks, held a training placement fair for students in the first or second year of Master's programmes who do not have access to standard offers from local banks. At the end of this forum, which was attended by 150 candidates, six candidates accepted a training placement at LCL;
- to favour the return to employment of older workers, and thanks to the selections made by regional Pôle Emploi agencies, LCL recruited ten registered job seekers aged over 57 on indefinite-term employment contracts. These recruitment initiatives were carried out in the Paris region, Marseille, Lyon and Nancy.

Microfinance

On the initiative of the creation of the Grameen Crédit Agricole Foundation with Professor Yunus in 2008, Crédit Agricole S.A. continued its ongoing commitment to microfinance and international solidarity.

This topic is detailed in the fourth part of the CSR chapter of this document.

Social

Crédit Agricole S.A. contributes to the social development of the regions in which it operates, in France and abroad. It works to promote the economic and social integration of the most disadvantaged in France, by supporting the initiative of the *Dons solidaires* charity, a pioneer in product donations in France. The charity collects new, common non-food products earmarked for disposal from large companies. It then redistributes them to partner charities that help people living in precarious circumstances. This new, rapidly-growing form of charity action addresses today's societal and environmental issues. Product donation is especially effective as it avoids destroying products and reduces waste, thereby assisting sustainable development. It also offers the most disadvantaged people means with which to improve their daily lives.

Launched in 2012 by the Crédit Agricole Suisse Foundation, the second edition of the "Citizen Days" programme allowed 200 employees on the Geneva, Lausanne and Zurich sites to de take part, over the course of one day, in one of 19 mutual aid projects offered during the week of 30 September to 4 October 2013. The programme saw employees serve 750 meals to needy people, interact and share with 60 young people on community rehabilitation programmes, collect more than 300 kg worth of clothes and help maintain natural areas in five locations in German- and French-speaking parts of Switzerland.

As part of its social policy, Crédit Agricole Assurances has been working alongside family caregivers for the last three years. In France, almost eight million people work on a voluntary basis helping dependent adults and children in difficulty (through illness, accident, disability or old age). In 2013, the Crédit Agricole Assurances' patronage in favour of caregivers comprised more than 60 projects covering 37 French departments. In the space of three years, Crédit Agricole Assurances has allocated €950,000 to caregiver associations to help them develop, ensure the long term future of the projects and propose new initiatives. It also funded 33 *cafés des aidants*, discussion groups led by professionals and developed by the French caregivers' Association. Taking this initiative even further, Crédit Agricole Assurances set up a caregiver association contact platform and held a *Journée nationale des aidants* with the goal of strengthening ties within the caregiver community.

For the second time, Cariparma renewed its support for the Italian national rugby team, in an institutional role actively involving the Group's three banks. The goal is to convey the values of the sport through social initiatives such as the "Rugby Campus", which gives children with Down's Syndrome the chance to take part in rugby.

LCL has been involved in patronage programmes for a number of years. The creation of the LCL Foundation in July 2012 addressed a desire to unite, develop and diversify these programmes. Help for children and young people in need and the promotion of medical and scientific research are its main focus areas. On this basis, in 2013 the Foundation signed a two-year agreement with the French Visual Institute (*Institut de la vision*) for a project entitled *Éclairage*, which aims to improve the visual comfort of visually-impaired people in public areas and in the home. Through this partnership, LCL seeks to make a contribution to improving the living conditions of visually-impaired people.

Culture

As a patron that sees culture as a means of enlivening its regions, the Group is a founder member of the InPact endowment fund, which stands for *Initiative pour le Partage Culturel* (Initiative for Sharing Culture). This fund is aimed at working towards the recognition of culture as a key factor in social cohesion, equal opportunities and individual personal development. In 2013, the Group supported around 15 innovative cultural projects with a social impact, mainly in favour of young people and those unable to access culture through exclusion, impediment, indifference or remoteness.

Continuing its historical commitment of more than thirty years to promoting heritage, since the *Pays de France* Crédit Agricole Foundation in 1979, this year Crédit Agricole S.A. supported, alongside the Regional Banks, 38 projects throughout France for a total amount of more than €1 million. With a keen interest in local initiatives, it sponsors the International Modern Art Exhibition in the town of Montrouge. At the end of 2013, it issued grants for young artists exhibiting at the *Biennale Jeune Création Européenne* (JCE). This travelling exhibition of 54 new talents from nine European countries is aimed at showcasing and promoting young artistic talent. Three French artists will represent their country with the *JCE- Bourses Crédit Agricole* prizes. The town of Montrouge is the first stage in a tour that will cross all of Europe (the Netherlands, Lithuania, Belgium, Hungary, Italy, Spain and finally Portugal) and run until July 2015.

Created in late 2011 under the auspices of the *Fondation de France*, the Indosuez Foundation supports vulnerable people (the elderly, people with disabilities and teenagers and young adults suffering from addiction or high-risk behaviours). In France, it supports concrete, innovative charity projects aimed at maximising social utility. For example, in 2013, the Indosuez Foundation funded the refurbishment and equipment of the Lud'Éveil centre, enabling it to open its doors on 7 January 2013 in Courbevoie. This charity's mission is to promote, wherever possible, independence and access to education and a social life for 40 autistic children. In March, the Indosuez Foundation helped purchase horticultural equipment needed to run the *La Lendemaine* eco-farm, which is an accommodation and activity centre for 24 adults affected by autism and related disorders. To allow children and young people with disabilities to meet for weekends and short breaks, which are organised around 20 times a year, the Indosuez Foundation acquired a minibus for the *À Bras Ouverts* charity.

Firmly attached to its roots and history and a patron of the Quai Branly Museum since 2009, Crédit Agricole CIB chooses to support projects that give an insight into global cultures and promote the teaching of cultural heritage. To this end, Crédit Agricole CIB sponsored the exhibition entitled *Charles Ratton, L'invention des arts primitifs* in 2013.

Outside France, Cariparma paid homage to the artist Titian with the *Tiziano* exhibition, dedicated to the works of the famous Venetian painter. This event was held in the prestigious surroundings of the stables of the Palazzo Quirinal in Rome.

Crédit Agricole Luxembourg was the main partner of the exhibition held in February 2013 at the Cercle Cité Cultural Centre in Luxembourg, devoted to the visual art of Jean Cocteau and commemorating the 50th anniversary of his death.

METHODOLOGY

Each entity within Crédit Agricole S.A. is attached to an area of activity and has its own social policy, which is overseen by a Human Resources Director. Overall consistency is ensured by the Group Human Resources department.

The scope encompasses all fully or proportionately consolidated entities with employees.

Each item presented below is accompanied by an indication of the proportion of employees covered (as a percentage of Full-Time Equivalent (FTE) employees at year-end).

Different consolidation rules have been applied:

- for proportionately consolidated entities, data are stated in proportion to the Group's equity interest in the entity. Accordingly, the employee data relating to the Regional Banks are not included in this report because they are equity-accounted. At 31 December 2013, they represent some 71,450 FTEs (permanent/fixed-term/work-study contracts);
- in the case of training data, there was a change of method in 2008. All this information is now calculated on the basis of the first 11 months of the year, December in any case not being a representative month and generally being marginal in terms of activity compared with the other months of the year;
- unless otherwise stated, the data are presented from the employer's viewpoint and not the beneficiary's viewpoint. The difference relates to employees seconded by one entity to another (with no change in the employment contract) who report to their host entity from the beneficiary's viewpoint and to their contracting entity from the employer's viewpoint;
- unless otherwise stated, the population under review is that of "working" employees. The notion of working implies:
- a legal tie in the form of a standard fixed-term or indefinite-term employment contract (or similar abroad),
- being on the payroll and in the job on the final day of the period,
- working time percentage of 50% or more.

The examples of practices illustrating the data and commentary below were collected from surveys of Human Resource Directors across a broad representative sample of Crédit Agricole Group entities.

As part of our ongoing policy to improve the reliability of our indicators, this year we asked our Statutory Auditors to conduct an in-depth examination of our published indicators. Their work will be published in the sustainable development report of Crédit Agricole S.A.

Take action to improve the regional and environmental impacts

Faithful to its mutual traditions, the Crédit Agricole Group implements a policy of responsibility with respect to the society in which it operates. This is evidenced by improvement projects that lead the Group to take action in all regions where its entities are present, both in France and abroad.

Crédit Agricole Group thus supports forward-looking projects chosen to contribute to the economic, environmental, social and cultural development of all regions. The Group also implements initiatives aimed at reducing its direct environmental impacts.

▶ HAVE A POSITIVE REGIONAL IMPACT

Crédit Agricole is a decentralised banking group with strong local roots. It is founded on the mutual values of its regional cooperative banks. Crédit Agricole S.A. thus conveys its values of solidarity and community and promotes actions that improve the development conditions of the regions in which the Group operates, both in France and abroad.

Contributing to economic and social dynamism in local regions

Using their strong local presence to benefit the regions, most of the Regional Banks fund projects to help foster and maintain local economic activity.

Support for local entrepreneurship

Crédit Agricole Group has committed €2.2 billion to fund the working capital requirements of regional SMEs. To this end, the Group has regional structures, such as the 28 regional investment companies that enable the Regional Banks to use some of their capital to help SMEs and intermediate-sized enterprises (ETIs). The Group also has the nationwide structures Sodica Capital Investissement and Amundi Private Equity Funds. Through this activity, Crédit Agricole supports 730 companies in France, representing 156,000 jobs. A bank used by one out of three companies, Crédit Agricole is also the leading financial partner of the regional economy for small businesses and SMEs. In 2013, more than €3 billion worth of loans were granted by Crédit Agricole's Regional Banks to very small businesses, tradespeople, small retailers and professionals. More than 100,000 development and investment projects were supported in this way, for an average individual amount of €30,000.

Two new initiatives to support local entrepreneurship were launched in 2013. These included:

- the creation of the Regional School for Innovation and Co-operation *(École territoriale pour l'innovation et la coopération, ETICoop)* by three Regional Banks[1]. The purpose of this project is to support innovative projects furthering the growth of the local economy. Its three main pillars are support for business start-ups, training and funding, mainly through local savings schemes. This project is backed by a council made up of academic partners and the Crédit Agricole Group Training Institute (IFCAM);
- the launch of a new, €740 million Cariparma fund to support Italian SMEs. Some 4,500 of the Italian bank's business customers, mainly in the fields of agriculture and skilled crafts, will benefit from this initiative, which is entitled "supporting excellence".

Active involvement in local life

Almost all of the Regional Banks pay into a fund for local development and local initiatives aimed at financing community support, cultural, environmental and sporting projects. Some of them draw on a dedicated sponsorship infrastructure (charities, foundations, endowment funds). Eight of them have set up a foundation, 15 have created an association and six have set up an endowment fund. In total, over the course of 2013, they spent around €20 million on some 12,000 projects, of which 41% involved local region coordination, 31% community support, 19% economic development, 7% heritage and 2% the environment.

Abroad, Cariparma was rewarded by the Italian Banking Association (ABI) for its project entitled "local bonds: saving at ground zero". This project issues bonds aimed at financing economic development in the regions in which the bank is present. The first bond was issued in Emilia-Romagna, to support the region after it suffered an earthquake in May 2012.

In 2011, Crédit Agricole Pyrénées-Gascogne created a local charity reward currency known as "Tookets". This currency represents a pledge to make a charity donation. Customers use a payment card and a member's savings book to collect Tookets. They can then donate them to the charity of their choice, which receives the

(1) *Crédit Agricole Pyrénées-Gascogne, Aquitaine and Charente-Périgord.*

amount in euros. By the end of April 2013, around one thousand charities had received more than 50 million Tookets[1] donated by some 50, 000 people. By 2014, around ten Regional Banks aim to have signed up to this initiative.

Since 1979, Crédit Agricole has also played a pioneering role in sponsorship in France. It was the first to create a company foundation - awarded official "public interest foundation" status in 1983 - and to believe that heritage constitutes a resource for local cultural and economic development. For this reason, for the last 34 years, the *Pays de France* Crédit Agricole Foundation has safeguarded regional heritage. In 2013, it committed alongside the Regional Banks to 38 new projects aimed at preserving and enhancing regional heritage, allocating almost €1.2 million to subsidies. These projects included a number of restorations. Since its creation, more than 1,100 projects have been funded, for a total amount of almost €32 million.

Taking local community support across borders

Crédit Agricole contributes to development assistance abroad: fighting poverty and exclusion, supporting agriculture and rural development, etc. Mobilised in the long term, the Group's entities support multiple community support projects in all regions where it operates.

The Grameen Crédit Agricole Foundation: fighting poverty

Created on the initiative of Crédit Agricole S.A. and 2006 Nobel Peace Prize winner Professor Yunus, the Grameen Crédit Agricole Foundation supports the development of microfinance institutions in developing countries by offering them loans, guarantees, equity investment and technical support. It primarily targets the world's poorest countries, notably in sub-Saharan Africa, as well as agricultural and rural institutions. The Foundation also invests in social businesses, whose mission is to provide access to essential goods and services for the poorest people in society.

In 2013, the Grameen Crédit Agricole Foundation implemented 16 new funding projects, in the form of loans or shareholdings for the benefit of microfinance institutions and social businesses. In the five years since its formation, the Grameen Crédit Agricole Foundation has funded 103 projects for a total amount of €61.5 million. It supports 30 partner microfinance institutions and 11 social businesses in 21 countries. The Foundation's partner microfinance institutions serve some 2 million active borrowers, of whom 86% are women. 84% of these ultimate beneficiaries live in rural areas and 26% live in sub-Saharan Africa.

In 2013, the Foundation launched new initiatives to amplify and diversify its support for those most in need.

It launched the "take-off facility for rural and agricultural microfinance in Africa", with the support of the French Development Agency. This partnership is comprised of two parts, namely risk coverage and technical support. Eligible institutions receive technical assistance to help them consolidate their development model. As of the end of December, the Foundation has approved seven projects.

It also continued to develop the Grameen Crédit Agricole Fund, which is entirely dedicated to investing in social businesses, mainly in developing and emerging countries. This fund invests in businesses that provide essential goods and services (nutrition, clean water and sanitation, health, education, etc.) for the poorest people in society, at an affordable price. Six companies have already been financed by the Foundation, for a total amount of around €2 million. The target amount for this fund is €20 million.

The Grameen Crédit Agricole Fund also takes part in debates and initiatives to promote responsible microfinance and develop and disseminate methods and indicators used to assess the social performance of microfinance institutions. It plays an active role in the global body charged with developing standard methods for reporting social performance in microfinance and helps disseminate the social business approach as defined by Nobel Prize winner Professor Yunus.

Crédit Agricole Solidarité et Développement: fighting exclusion

To further the initiatives undertaken by its Regional Banks in the field of community support, in 1983 the Group founded *Crédit Agricole Solidarité et Développement* (CASD). The association supports economic and social integration projects for people in difficulty in France, in order to combat all types of exclusion: help with social reintegration and housing for people living in precarious circumstances, as well as training support for young people, embody its commitments.

In addition to these projects, CASD takes action in developing countries by encouraging agricultural activities, skilled crafts and trade, addressing essential needs (access to water, health and education) and, alongside partner NGOs on the ground, lending its support to populations affected by natural disasters. For example, Crédit Agricole raised €1 million in donations for support programmes for the victims of Typhoon Haiyan, which hit the Philippines and Vietnam in late 2013. The donations will be allocated to projects chosen with the partner NGOs of *Crédit Agricole Solidarité et Développement*.

In the last 30 years, the association has supported 650 projects, for a total amount of €15 million.

(1) 1 euro = 100 Tookets.

LIMIT ITS DIRECT ENVIRONMENTAL IMPACT

A number of initiatives have been launched by the Group in order to measure, reduce and compensate for the environmental impact of its activities.

Energy

The Group works to reduce its environmental impact by minimizing its consumption and waste. A variety of actions is carried out to measure and conserve energy in an effort to reduce the Group's energy consumption by 5% per year for three years. This commitment was undertaken in 2011 and covers the 2012-2014 period.

Measuring its impact

Since 2007, energy and water consumption have been monitored within the Group's main entities in France.

REPORTING OF ENVIRONMENTAL CONSUMPTION

Crédit Agricole S.A. continues to broaden and deepen its reporting process in an effort to eventually incorporate all of its entities, both in France and abroad, into its environmental reports.

Improved data collection

Crédit Agricole S.A. publishes its energy and water consumption since 2007 (regarding consumption in 2006). Consumption reporting published this year covered around 1,500,000 m² and 42,600 employees, *i.e.* 56% of full-time equivalent (FTE) employees within Crédit Agricole S.A. at end-2013. It corresponds to:

- Crédit Agricole Assurances premises in France;
- Crédit Agricole CIB premises in the Île-de-France region and certain countries (United States, United Kingdom, Italy, Spain, Germany, Russia, Singapore, Hong Kong and India);
- premises and branches of Crédit Agricole Consumer Finance in France;
- premises in the Paris region spread across four sites (Montrouge, La Défense, Montparnasse, Saint-Quentin-en Yvelines) occupied by the Group and its subsidiaries, managed by Crédit Agricole Immobilier;
- central buildings and LCL branches;
- the buildings of four entities in the Private Banking division: Crédit Agricole Indosuez Private banking, Crédit Agricole Luxembourg, Crédit Agricole Suisse and CFM Monaco.

The floor space used for buildings corresponds to the gross leasable area (GLA) indicated in the lease.

Consolidated indicators

In 2013 data was collected concerning electricity, gas and water consumption.

All energy consumption is reported based on the bills issued by energy suppliers.

In addition, the electricity and water consumption of a number of IT centres in France was again published this year. The data has been isolated from the rest of the consumption figures, given the high consumption of these centres, and to avoid distorting energy ratios.

Description of data collection

The consolidated data cover one calendar year, from 1 January to 31 December 2013. Only consumption billed directly to Group entities is shown in the tables below. Consumption included in rental charges is not stated separately at present. This non-recognised share of consumption is estimated using the coverage ratio.

ENERGY CONSUMPTION IN 2013

	Consumption (kWh)	Estimated coverage ratio[(1)]	Ratio (kWh/m²/year)	Tonnes eq. CO_2/year
Electricity	247,943,905	94%	169	19,340
Gas	50,307,137	97%	101	12,159

(1) The coverage ratio of areas is estimated for each indicator. These rates allow for the assessment of the proportion of unreported data (in particular, consumption recognised in rental charges).

Consumption and the coverage ratio data do not take into account the consumption of shared areas when the latter is included in charges, due to lack of information on this matter to date.

WATER CONSUMPTION IN 2013

	Consumption (m^3)	Estimated coverage ratio(1)
Water	266,515	27%

(1) *The coverage ratio of areas is estimated for each indicator. These rates allow for the assessment of the proportion of unreported data (in particular, consumption recognised in rental charges).*

The coverage ratio of this indicator is relatively low because it does not include central buildings and LCL branches. Without it, the coverage ratio would be 81%.

ELECTRIC POWER AND WATER CONSUMPTION BY DATA CENTRES IN 2013 (1)

Energy ratio *(in kWh/m^2/year)*	4,744
Water ratio *(in m^3/m^2/year)*	0.48

(1) *Since the data centres of these entities are not separate from the office buildings, their consumption has been directly consolidated in the 2013 energy consumption table. This applies to Crédit Agricole Assurances, Crédit Agricole CIB, LCL and the Private Banking entities (excluding Crédit Agricole Suisse).*

Understanding and reducing its environmental impact

By measuring its CO_2 emissions, the Group is able to define a variety of measures to manage and reduce its environmental impact, in conjunction with the fight against climate change.

SUSTAINABLE BUILDING: A COMMITMENT OF CRÉDIT AGRICOLE IMMOBILIER

Credit Agricole Group's property specialist, Crédit Agricole Immobilier, is organised into four business divisions: property development, property management, the Group operating premises department, and consulting and property asset value enhancement.

Crédit Agricole Immobilier considers sustainable development key to its activities, with a global strategy that is applied in each of its business units. As a symbol of this commitment, in 2013 Crédit Agricole Immobilier signed the Charter for the energy efficiency of tertiary buildings. This voluntary charter aims to recognise pioneers of initiatives to improve the energy efficiency of buildings, whilst bringing others on board to implement similar actions.

When buildings are renovated or constructed, Crédit Agricole Immobilier conducts comparative studies to devise the most environmentally friendly solutions with the least Group impact on the environment.

Thus, as of the end of 2013, 100% of the operations carried out or managed by Crédit Agricole, relating both to major renovation work and new buildings, had been awarded environmental certification with at least one of the following labels: HQE®, BBC, BREEAM or LEED. This represents 230,000 m^2 of office space, 450,000 m^2 of managed site space and 4,300 residential dwellings.

Crédit Agricole Immobilier's technical department, which is involved in all four business lines, has an environmental policy that consists of:

- managing and controlling pollution, including:
  - systematically searching for asbestos and lead (treatment by inerting instead of regulated storage),
  - the management of construction sites (noise pollution, traffic supervisor, dust);
- calls for tender with local businesses;
- systematically working towards labelling and certification, using environmentally-friendly materials in construction and monitoring the regulatory and health and safety compliance of all managed buildings.

On a day-to-day basis, Crédit Agricole Immobilier's commitment to the environment is also seen in its waste sorting processes, its monitoring of waste disposal, the methanation of food waste in cooperation with its service provider, its collaboration with the sheltered sector and its exclusive use of certified products for maintenance of its green spaces.

The Group also uses green electricity for a number of its buildings. At the end of 2013, 25% of the electricity purchased by Crédit Agricole S.A. for its Montrouge and Saint-Quentin-en-Yvelines campuses came from renewable sources. Beginning in 2014, this proportion will be increased to 35%. 13% of Crédit Agricole CIB's buildings in the Paris region use green electricity.

A number of specific actions adapted to the various business divisions are also deployed.

The Property Development division is involved in new buildings, redevelopments and renovations to create innovative and sustainable properties. As a property developer, assistant project manager or delegated contracting party, it operates in all property markets:

- residential developments (individual and collective);
- serviced residences for students and the elderly;
- commercial property;
- urban development and eco-districts;
- logistical buildings;
- public facilities.

For residential property development, the main actions undertaken are:

- the construction of certified buildings that comply with current regulations;
- bioclimatic building design;
- the reuse of certain types of waste water.

Crédit Agricole Immobilier systematically takes environmental and/or energy criteria into account in its buildings. At the end of 2013, 100% of residential buildings carried the BBC label (Low Energy Consumption Building) or complied with RT2012. Moreover, depending on the particular characteristics of the operation, specific environmental actions can be implemented, such as the consideration of health factors (quality of materials, air quality, etc.).

In relation to commercial property development, environmental criteria are also incorporated into every operation. These include pollution detection and certification with the HQE® (High Environmental Quality) label, alone or combined with the UK's BREEAM certification. All offices built as of the end of 2013 (230,000 m^2) were certified or had certification pending.

The Property Management division manages residential and commercial properties on behalf of private individuals and private and institutional investors.

The main actions are:

- the implementation of a "green lease" that sets out environmental obligations and objectives (e.g. the Herbert et Smith law firm, Lefebvre Pelletier);
- environmental audits of its customers' assets to assess buildings according to their energy performance;
- the inclusion of environmental clauses in the service and maintenance agreements for its buildings;
- tracking of buildings' energy consumption.

Facility Management is one of the divisions within the Group's new Operating Premises department. It offers expert technological and budgetary solutions for the running and maintenance of commercial buildings, and for the comfort and safety of their users. Its activities include:

- modernising its services through the development of a system for measuring and monitoring the gas, electricity and water consumption of buildings in real-time;
- implementing certification, mainly HQE® and BBC;
- ISO 14001 certification for the operating premises processes on the 450,000 m^2 of managed site space;
- coordinating the environmental quality management unit, which was created in 2007 to monitor changes in consumption and implement actions needed to attain the defined reduction targets and improve the energy performance of buildings;
- the inclusion of environmental clauses in the service and maintenance agreements for its buildings.

The Consulting and property valuation division offers a tailored service for the management of property assets, supports institutional investor clients with their property investment strategies and advises them throughout the value creation chain of their property assets.

It promotes the acquisition of certified buildings or, in the case of uncertified buildings, the incorporation of energy performance improvement measures.

For example, in 2013 Crédit Agricole Immobilier took on the management of Lyon's Tour Oxygène, on behalf of Crédit Agricole Assurances. This building is certified Breeam "Very Good".

TARGETING LOW-ENERGY COMPUTING

The Group's IT department has addressed the challenges of sustainable development by undertaking to supply IT services, collaborative tools and shared services that combine energy efficiency and performance, with the goal of reducing the environmental footprint of computing and telecommunications.

With this aim in mind, in 2011 the Group built a new, 14,000 m^2 IT centre, known as Greenfield, which is equipped with the latest data security, reliability and environmental protection technology. This building is among the 5% most energy-efficient buildings in Europe with an energy efficiency indicator of 1.6, compared to the European average of 2.53. This indicator measures the ratio between total energy consumed and useful output. This score represents a saving for the Group of almost €400,000 a year. This figure should eventually exceed €1 million given the increase in usage and price of electricity.

The Group's IT department has also carried out research into certifications and standards to allow the environmental quality of its internal processes to be certified. In 2013, Crédit Agricole S.A.'s data centres were awarded the Code of Conduct accreditation by the European Commission's Energy Directorate.

VOLUNTARY EMISSION OFFSETS

The Group has worked to offset energy-related CO_2 emissions for the past six years. To achieve this, Crédit Agricole has signed onto the clean development mechanism under the Kyoto protocol. Carbon offset programmes are selected for their quality in terms of the environment and human development. More than 42,000 tonnes have been offset in this way since this initiative was launched.

In 2013, one project, which was already supported in 2011 and uses the REDD+ approach (Reduced Emissions from Deforestation and Degradation, a programme for reducing emissions linked to deforestation and degradation in developing countries), was chosen. Located in Kenya, it combines education, forest protection and economic development. The carbon certificates from this project have been certified using the Verified Carbon Standard (VCS) and Climate Community and Biodiversity (CCB) standard, reflecting the high quality of the programme in terms of fighting climate change and promoting biodiversity.

CARBON FINANCE FOSTERING DEVELOPMENT

Crédit Agricole is also a shareholder of the Livelihoods fund, an investment fund that aims to improve the living conditions of rural populations in developing countries through carbon finance. The Livelihoods fund, which brings together CDC Climat, Crédit Agricole, Firmenich, Hermès, La Poste, SAP, Schneider Electric and Voyageurs du monde, was set up in December 2011 and finances agroforestry, rural energy and ecosystem restoration projects. It currently stands at €33 million, with six active projects in its portfolio: two in India, one in Indonesia, one Senegal, one in Kenya and one in Guatemala. Crédit Agricole, which has invested €5 million in the Livelihoods fund, intends to use the carbon credits obtained to offset its footprint in the coming years.

Waste treatment

The Group works to reduce its direct environmental impact through its paper consumption habits, waste recovery and recycling programmes.

Paper

Crédit Agricole follows a responsible paper policy, overseen by the Sustainable Development department of Crédit Agricole S.A. and by the Group's Purchasing department. The goal of this policy is to reduce paper consumption, to make responsible purchases and to recycle office paper. In addition to these goals, indicators are defined and published to measure and monitor paper use. This year, the Group used these indicators to draw up a structured, consistent reporting system covering the 16 Group entities involved in this campaign.

THE GROUP'S "GRENELLE PAPER" POLICY

The Group's responsible paper effort involves two distinct requirements and objectives:

- to promote the responsible use of paper by prioritising 100% certified recycled paper and easing the pressure on forests: 100% responsible paper by end-2014;
- to increase the rate of paper recycling by organising the collection of our paper waste effectively: 100% of used internal paper to be collected and recycled by end-2014.

Numerous actions are in place within the Group's entities to achieve the goals that have been set:

- office paper: default printer settings of black and white and double-sided, reduced weight of ream paper, use of ream paper from sustainably managed forests, etc.;
- editorial paper: increased number of printed customer statements on certified paper and mailings in envelopes of recycled and/or certified paper, e-statements, etc.;
- all communication materials: printed on recycled or certified paper, paperless communications for certain documents.

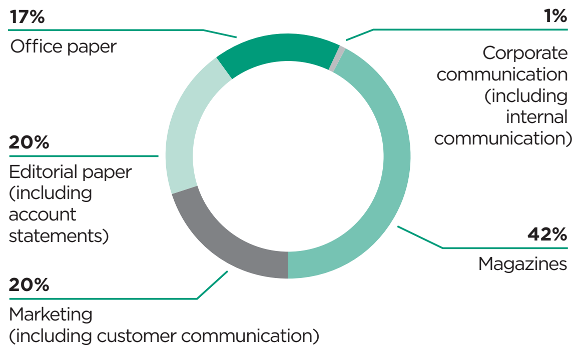
CONSUMPTION IN 2013

For the second year running since the paper policy was implemented, Crédit Agricole S.A. decided to boost this policy by having the 2013 paper consumption data audited, and the processes and tools made available to the entities.

A total of 16 entities (Amundi, CACEIS, Crédit Agricole Assurances, Crédit Agricole Cards & Payments, Crédit Agricole CIB, Crédit Agricole Consumer Finance, Crédit Agricole Immobilier, Crédit Agricole Indosuez Private Banking, Crédit Agricole Leasing & Factoring, Crédit Agricole Luxembourg, Crédit Agricole S.A., Crédit Agricole Suisse, CFM Monaco, LCL, SILCA and Uni-Éditions) and around 40,000 employees, 53% of the Group's FTEs, are covered by this initiative. It also includes paper consumption related to communications with French retail banking customers (excluding Regional Banks).

	2013
Total consumption *(in tonnes)*	16,911
Certified recycled paper *(as a %)*	85

BREAKDOWN OF PAPER CONSUMPTION (AS A %)



Waste

In 2012, Crédit Agricole S.A. launched an initiative to increase the reliability of waste reports at Crédit Agricole Assurances, Crédit Agricole CIB, Crédit Agricole Consumer Finance, Crédit Agricole Immobilier, Crédit Agricole Indosuez Private banking, Crédit Agricole Luxembourg, Crédit Agricole Suisse, CFM Monaco and LCL (central premises). The waste categories in question include waste electrical and electronic equipment (WEEE), ordinary waste not harmful to the environment and paper waste.

Alongside this, a number of recycling initiatives for various types of waste are implemented within the Group's entities.

PAPER RECYCLING

Selective waste sorting is being deployed in various entities.

For example, Crédit Agricole S.A. hired a company in the sheltered sector (helping to create jobs for people with a disability) to handle the collection, transport, sorting and recycling of paper for its registered office.

As part of the renovation of its registered office in 2013, Amundi tested the deployment of a voluntary selective sorting project. This pilot project involved replacing individual waste bins with collective containers specially adapted to waste sorting and with specific labelling for various waste types (paper/cardboard, cans, plastic bottles, paper cups and ink cartridges). Installed in September 2013, these containers were used to collect and recover more than 14 tonnes of waste from the site's 1,900 employees.

The graphics department of Crédit Agricole S.A. provides all Group entities with graphic design and printing services. In 2012, its print shops were awarded the Imprim'Vert certification, a guarantee of green printing processes such as careful disposal of hazardous waste and careful water and energy consumption. This distinction, recognised by the French Environment and Energy Management Agency (Ademe) and the French Water Agency, recognises the efforts made at all levels in the printing chain. In guarantees proper management of hazardous waste, non-use of toxic products and secure storage of hazardous liquids to prevent accidents and pollution risks.

RECYCLING OF COMPUTER EQUIPMENT

Recycling programmes have been in place for several years within the Group's entities for waste other than paper. Since 2007, obsolete IT equipment has also been recycled through a partnership with SILCA (the Group's IT economic interest group) and the French association "Emmaüs".

This activity entails:

- erasing hard disk contents by internal staff using a software application approved by the Group's Security division;
- assessing the working condition of equipment, which is then sent for sorting at workshops belonging to the French association Emmaüs.

Equipment in working order is reused by Emmaüs for charity purposes, while equipment that is no longer serviceable is destroyed in an environmentally-friendly manner. This is in line with the Group's commitment to social issues, as it makes optimum use of Crédit Agricole S.A. site near Tours and safeguards the jobs of Group employees in the region.

Since 2010, SILCA has also demagnetised all disks prior to their destruction by Emmaüs.

In 2013, SILCA processed 1,831 monitors, 2,172 desktop computers, 856 laptops and 169 servers.

Other entities have followed the example of LCL and Crédit Agricole CIB, which signed an agreement with a company in the sheltered sector for the dismantling and recycling of all obsolete computer equipment.

RECYCLING OF OFFICE FURNITURE

When managing the closure of one of its sites, LCL hired a specialist company to collect and recycle old furniture.

Amundi also used an external service provider to remove and recycle its old furniture. The chosen business group took care of organising the donation of the old furniture to charities and maximising the recycling of the remaining furniture (plastic, wood, iron, etc.). A full assessment of the donated furniture, the quantities recycled and the carbon footprint of the transport involved was drawn up after the operation.

RECYCLING OF CARTRIDGES

Within Crédit Agricole CIB, an ink usage reduction and cartridge recycling plan was implemented on the London site in 2013. These efforts reduced the use of ink cartridges by half and ensured that all cartridges are now fully recycled. This plan supplements the efforts made by Crédit Agricole CIB London since 2011 with respect to the recycling of food waste and electronic equipment.

Transport

For carbon footprint assessments by the Group, CO_2 emissions related to personal transport represents one of the largest sources of total estimated emissions (almost one-quarter, on average). The results of these carbon footprint assessments also show that greenhouse gas emissions are generated mainly by employees' business travel, with air travel being the largest source, followed in a distant second by the use of personal vehicles for business travel, and then by company vehicles.

The Group has developed a series of actions in this area to make transport more eco-friendly and to limit and reduce emissions due to business travel.

Minimizing business travel

The 2012 travel policy was reviewed and circulated in early 2013 to all employees of Crédit Agricole S.A. The policy favours all and any alternatives to travel. Environmental project thus needs to be taken into consideration when deciding whether to take a business trip and when choosing what mode of transport to use:

- use of trains is preferred and is required for certain destinations;
- air travel is more closely regulated: this mode of transport is approved only for trips exceeding three hours, first class is prohibited, preference is given to direct flights.

Qualitative indicators are being gradually introduced and will be monitored annually.

The vehicle allocation policy was also revised in 2013 for all employees of Crédit Agricole S.A., with a view to providing vehicle tables including CO_2 emissions per kilometre. This policy will be circulated in early 2014. Qualitative indicators are being gradually introduced and will be monitored annually.

The topic of green transport is also the subject of Crédit Agricole S.A.'s FReD action plan. This plan, which runs from 2013 to 2016, sets the target of 90% of the business vehicle fleet to be made up of vehicles that do not exceed 131 grams of CO_2 per kilometre.

A set of recommendations for company vehicles has also been developed in other entities, following the example of LCL, which applies environmental criteria when selecting its fleet of vehicles.

Various entities, such as Crédit Agricole CIB and Crédit Agricole Assurances, have gone beyond these different rules by adopting strict guidelines for the use of taxis, such as prohibiting the use of taxis at certain times of day, over certain distances, etc.

In addition, to limit business travel, most entities are now equipped with audio- and video-conferencing systems.

As for commuting, most entities have established car-pooling systems using websites where employees can sign up. These sites may either be entity-specific or inter-company. Telework is another solution that may also help reduce the Group's commuting-related CO_2 emissions. This solution is currently being deployed or considered within certain entities.

Measuring emissions due to business travel

Moreover, for the first year, Crédit Agricole S.A. published indicators on business travel by rail and air.

The scope covers around 38,700 employees of Crédit Agricole S.A., or 51% of the Group's FTEs, and in particular entities that are:

- under contract with the Group's travel operator;
- under contract with another travel operator and which have reported this information.

The CO_2 emissions are calculated using the method of the Ademe (French Environment and Energy Management Agency).

	Rail	Air	Total
Distances travelled in kilometres	39,416,320	59,477,396	98,893,716
CO_2 emissions in tonnes eq. CO_2	862	18,710	19,609

Protecting biodiversity

For a number of years, Crédit Agricole has supported environmental protection initiatives, especially as regards responsible agriculture and biodiversity protection.

Within the business units

The challenge of protecting biodiversity is currently addressed within the corporate and investment banking unit through sectoral policies developed for the energy industry. These policies incorporate analysis and exclusion criteria for biodiversity protection. Special attention is given to areas valuable for their biodiversity. The bank does not support construction projects that would have significant negative impacts on highly susceptible protected areas, such as protected areas or wetlands of international importance covered by the Ramsar Convention.

In collaboration with associations

Since 2012, Crédit Agricole S.A. has collaborated with the French Bird Protection League (LPO) in order to have its sites in the greater Paris region classified as LPO refuges. The LPO gives a special designation to companies who engage in ecologically responsible practices that promote the development of wild flora and fauna. To be eligible for this distinction, chemical treatments must also not be used on natural spaces. The Saint-Quentin-en-Yvelines campus, Crédit Agricole S.A.'s largest site in the greater Paris region, was classified as an LPO refuge, with a number of protected plant and animal species identified.

A number of the Group's entities installed hives on one or more of their sites.

Crédit Agricole Assurance decided to partner with bee-keepers and place hives on the rooftops of certain of its buildings in Paris and Vaison-la-Romaine. A total of 14 hives were installed.

In 2013, Amundi and LCL installed hives on their new registered offices in Paris and Villejuif. LCL entrusts the management of the hives and the harvesting of honey to a bee-keeper, and a first tasting session was arranged in partnership with the site's cafeterias. Employees also took part in a raffle to win pots of honey.

A number of Regional Banks also undertook similar initiatives in partnership with local bee-keepers.

Moreover, the Crédit Agricole Suisse Foundation, founded in 2012, works to protect forests and promote economic and social development in harmony with the environment. The foundation, which is officially recognised as a "public interest foundation", already provides financial support to three NGOs working on reforestation in Lebanon and agroforestry in India and China. In Lebanon, 9,400 trees were planted over a surface area of 200,000 m^2, a project of vital help to this arid Middle East region. Over the next three years, the foundation will also support the protection, monitoring and irrigation of plants.

Additionally the Livelihoods fund, financed jointly by Crédit Agricole and several other major corporations since 2011, provides for the restoration of ecosystems that have already been destroyed or are under threat. A number of projects aim to restore mangroves, for example in Senegal and in India, while others address reforestation and agroforestry, notably in India and Guatemala.

Cross-reference table

Decree no. 202–557 of 24 April 2012 on transparency requirements of companies with regard to social and environmental matters – Article R. 225-105-1.

Indicators	Where to find them?
1) Social indicators	
a) Jobs	
• Total employees, broken down by gender, age and region	pages 62 - 64
• Hirings and lay-offs	pages 69, 74
• Compensation and its change	pages 82 - 83
b) Work organisation	
• Organisation of working hours	pages 64, 78
• Absenteeism	page 76
c) Labour relations	
• Dialogue between management and employees, namely employee notification, consultation and negotiation procedures	pages 81 - 82
• Overview of collective agreements	page 81
d) Health and safety	
• Workplace health and safety conditions	pages 76 - 79
• Agreements signed with labour unions or employee representatives with regard to workplace health and safety	pages 77, 81
• Workplace accidents, namely their frequency and severity, as well as occupational diseases	page 76
e) Training	
• Training policies	pages 67 - 68
• Total number of training hours	page 67
f) Equality	
• Measures taken to promote gender equality	pages 70 - 72
• Measures taken to promote equal employment opportunities for and integration of people with disabilities	pages 74 - 76
• Anti-discrimination policy	pages 69 - 76
g) Promotion and adherence to the terms of the conventions of the International Labour Organisation with regard to:	
• respect for freedom of association and the right to collective bargaining	The ILO conventions apply to Group employees (page 38). Additionally, a specific issue has been identified for certain investment projects (pages 52, 55-58).
• elimination of discrimination in employment and occupation	
• elimination of forced or compulsory labour	
• effective abolition of child labour	
2) Environmental indicators	
a) General environmental policy	
• Organisation of the company to take environmental issues into account and, where applicable, environmental assessment and certification procedures	pages 38
• Employee training and education with regard to environmental protection	pages 48, 51, 68
• Resources allocated to prevent environmental risks and pollution	Quantitative data not reported for the Group, but actions taken to limit direct (buildings) and indirect impacts by the business lines
• Amount of provisions and guarantees for environment-related risks, except where this information is likely to cause serious prejudice to the Company in a current dispute or lawsuit	No provisions

Indicators	Where to find them?
b) Pollution and waste management	
● Measures to prevent, reduce or remedy discharges into the air, water and soil that seriously affect the environment	Not relevant to the Group's direct activity: Banking activity emits low pollutant emissions and the bank complies with treatment standards applicable in France
● Measures to prevent, recycle and dispose of waste	pages 51, 95
● Measures to prevent noise pollution and any other form of pollution caused by the business activities	Not relevant to the Group's direct activity: little or no noise pollution to the outside
c) Sustainable use of resources	
● Water consumption and supply with respect to local constraints	page 92
● Raw materials consumption and measures taken to promote efficient use of raw materials	pages 94 - 95
● Energy consumption, measures taken to improve energy efficiency and use of renewable energy	pages 91 - 94
● Land use	Not relevant to the Group's direct activity: banking activity has a limited impact on land aside from the land it directly occupies: no direct pollution or significant modification to the nature of the land
d) Climate change	
● Greenhouse gas emissions	page 91, 96
● Adaptation to the consequences of climate change	Not relevant to the Group's direct activity: the direct impact of climate change on banking activities is very limited. Its larger indirect impact is expressed through the business line indicators, on pages 49 - 58, 92 - 94, 95 - 96
e) Biodiversity protection	
● Measures taken to preserve or promote biodiversity	page 96 - 97
3) Indicators relative to societal commitments in favour of sustainable development	
a) Regional, economic and social impact of the Company's activities	
● With regard to employment and regional development	pages 89 - 90
● On neighbouring and local populations	pages 89 - 90
b) Relations with individuals or organisations that have a stake in the Company's activities, namely job placement associations, educational institutions, environmental associations, consumer associations and neighbouring populations	
● Conditions for dialogue with these individuals or organisations	pages 40 - 41, 45 - 48, 54, 58, 59, 69 - 70
● Corporate partnership or sponsorship actions	pages 85 - 88
c) Sub-contractors and suppliers	
● Application of social and environmental criteria in the procurement policy	pages 46 - 48
● Magnitude of sub-contracting operations and consideration of sub-contractors' and suppliers' social and environmental responsibility	pages 46 - 48
d) Fair business practices	
● Actions taken to prevent corruption	pages 43 - 46
● Measures taken in favour of consumer health and safety	pages 39 - 43, 44
e) Other actions taken in favour of Human rights	pages 52, 55 - 58

Report by one of the Statutory Auditor, appointed as an independent third party, on the consolidated environmental, labour and social information presented in the management report

This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking readers. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

For the year ended December 31, 2013

To the Shareholders,

In our capacity as Statutory Auditor of Crédit Agricole S.A, appointed as an independent third party whose certification request has been approved by COFRAC, we hereby report to you on the consolidated environmental, labour and social information presented in the management report, (hereinafter the «CSR Information») for the year ended December 31, 2013 in accordance with Article L.225-102-1 of the French Commercial Code (Code de commerce).

Responsibility of the company

The Board of Directors is responsible for preparing the company's management report including CSR Information in accordance with the provisions of Article R.225-105-1 of the French Commercial Code and with the 2013 Collection protocol for environmental data and to the Specifications Human Resources data International Perimeter used by the company, (hereinafter the «Guidelines»), available on request from the company's sustainability department head office.

Independence and quality control

Our independence is defined by regulatory texts, the French code of ethics governing the audit profession and the provisions of Article L.822-11 of the French Commercial Code. We have also implemented a quality control system comprising documented policies and procedures for ensuring compliance with the codes of ethics, professional auditing standards and applicable legal and regulatory texts.

Responsibility of the Statutory Auditor

On the basis of our work, it is our responsibility to:

- certify that the required CSR Information is presented in the management report or, in the event that any CSR Information is not presented, that an explanation is provided in accordance with the third paragraph of Article R.225-105 of the French Commercial Code (Statement of completeness of CSR Information);
- express limited assurance that the CSR Information, taken as a whole, is, in all material respects, fairly presented in accordance with the Guidelines (Reasoned opinion on the fairness of the CSR Information).

Our work was carried out by a team of 6 people between the end of November 2013 and mid February 2014 and took around 13 weeks. We were assisted in our work by our specialists in corporate social responsibility.

We performed our work in accordance with the professional auditing standards applicable in France, with the decree of 13 May 2013 determining the conditions in which the independent third party performs its engagement and for the reasoned opinion on fairness, with ISAE 3000.

Statement of completeness of CSR Information

We conducted interviews with the relevant heads of department to familiarise ourselves with sustainable development policy, according to the impact of the company's activity on labour and the environment, of its social commitments and any action or programmes related thereto.

We compared the CSR Information presented in the management report with the list provided for by Article R.225-105-1 of the French Commercial Code.

For any consolidated Information that was not disclosed, we verified that the explanations provided complied with the provisions of Article R.225-105, paragraph 3 of the French Commercial Code.

We ensured that the CSR Information covers the scope of consolidation, *i.e.*, the company, its subsidiaries as defined by Article L.233-1 and the entities it controls as defined by Article L.233-3 of the French Commercial Code within the limitations set out in the methodological information of the social section and in the chapter « Limit our direct ecologic footprint » of the environmental section of the management report.

Based on this work and given the limitations mentioned above, especially regarding the limited collection rate for environmental data leading to the fact that consolidated environmental data represent only a part of the activities of Crédit Agricole S.A, we attest to the completeness of the required CSR Information in the management report.

Reasoned opinion on the fairness of the CSR Information

Nature and scope of our work

We conducted around fifty interviews with about one hundred people responsible for preparing the CSR Information in the departments charged with collecting the information and, where appropriate, the people responsible for the internal control and risk management procedures, in order to:

- assess the suitability of the Guidelines in the light of their relevance, completeness, reliability, impartiality and comprehensibility, and taking good market practice into account when necessary;
- verify the implementation of a data-collection, compilation, processing and control procedure that is designed to produce CSR Information that is exhaustive and consistent, and familiarise ourselves with the internal control and risk management procedures involved in preparing the CRS Information.

We determined the nature and scope of our tests and controls according to the nature and importance of the CSR Information in the light of the nature of the company, the social and environmental challenges of its activities, its sustainable development policy and good market practice.

With regard to the CSR Information that we considered to be the most important (listed in annex):

- at parent entity level, we consulted documentary sources and conducted interviews to substantiate the qualitative information (organisation, policy, action), we followed analytical procedures on the quantitative information and verified, using sampling techniques, the calculations and the consolidation of the data and we verified their consistency and concordance with the other information in the management report;
- at the level of a representative sample of entities constituted by Amundi, Crédit Agricole Assurances, Crédit Agricole Corporate and Investment BankFrance, Crédit Agricole Corporate and Investment BankUK, Crédit Agricole Consumer Finance, Crédit Agricole Cards & Payments, Crédit Agricole Immobilier, Crédit Agricole Banka Srbija, Crédit Agricole Suisse, EFL, LCL and Crédit Agricole S.A., selected by us by activity, contribution to the consolidated indicators, location and risk analysis, we conducted interviews to ensure that procedures are followed correctly and to identify any undisclosed data, and we performed tests of details, using sampling techniques, in order to verify the calculations made and reconcile the data with the supporting documents. The selected sample represents on average 57% of headcount and between 23% and 80% of quantitative environmental data.

For the other consolidated CSR information, we assessed consistency based on our understanding of the company.

We also assessed the relevance of explanations given for any information that was not disclosed, either in whole or in part.

We believe that the sampling methods and sample sizes used, based on our professional judgement, allow us to express limited assurance; a higher level of assurance would have required us to carry out more extensive work. Because of the use of sampling techniques and other limitations intrinsic to the operation of any information and internal control system, we cannot completely rule out the possibility that a material irregularity has not been detected.

Conclusion

Based on our work, no material irregularities came to light that call into question the fact that the CSR Information, taken as a whole, is presented fairly, in all material respects, in accordance with the Guidelines.

Emphasis of matter

Without qualifying our conclusion, we draw your attention to the fact that training figures are partly prepared by the MOA Group and calculation errors have been identified during our reviews, able to affect the accuracy of the consolidated information reported; the reporting scope of training figures is also not sufficiently detailed in the specifications.

Neuilly sur seine, March 20, 2014

One of the Statutory Auditors
PricewaterhouseCoopers Audit

Catherine Pariset
Partner

Sylvain Lambert
Partner of Sustainability Department

APPENDIX TO THE REPORT BY ONE OF THE STATUTORY AUDITORS

List of information that we have considered to be the most important

Social information

- Number of employees, including indicators on the FTE workforce at year-end;
- Breakdown of employees by gender, age and geographical region, including indicators on the year-end workforce by contract and status, active year-end workforce by activity, active year-end workforce on permanent contracts by age and average age, and active workforce on permanent contracts at year-end by seniority and average seniority;
- Hirings and lay-offs, including indicators on incoming employees on permanent contracts, outgoing employees on permanent contracts and internal flows (intra-entity mobility);
- Compensation and changes, including gender equality indicator;
- Absenteeism, including absenteeism rate indicator;
- Organization of labour-management dialogue;
- Health and safety conditions;
- Training policies, including indicators on the number of employees trained, number of trainees number of training sessions and training hours by topic;
- Number of training hours;
- Policy implemented and measures taken to promote gender equality;
- Policy implemented and measures taken to promote the employment and integration of people with disabilities;
- Elimination of discrimination in employment and occupation.

Environmental information

- Company organization to take into account environmental issues;
- Measures to prevent, recycle and dispose of waste;
- Raw materials consumption and measures taken to use them more efficiently, including indicators on the consumption of paper and responsible paper purchasing;
- Energy consumption and measures taken to improve energy efficiency and the use of renewable energy, including indicators on the use of electricity and natural gas;
- Greenhouse gas emissions, including indicators on journeys by rail and air;
- Adaptation to the consequences of climate change.

Societal information

- Local, economic and social impact of the company activity in terms of employment and regional development;
- Local, economic and social impact of the company activity on neighbouring populations;
- Conditions of dialogue with stakeholders;
- Partnership or sponsorship actions;
- Application of social and environmental criteria in the procurement policy;
- Magnitude of subcontracting operations and consideration of sub-contractors' and suppliers' societal responsibility;
- Actions taken to prevent corruption;
- Measures taken in favour of consumer health and safety;
- Other actions taken in favour of human rights.

CORPORATE GOVERNANCE

3

Report of the Chairman of the Board of Directors

presented to the General Meeting of Shareholders of 21 May 2014 on the preparation and organisation of the Board's work and internal control procedures as required by the "French Financial Security Act" 2003-706 of 1 August 2003 as amended (French Commercial Code, Article L. 225-37; French Monetary and Financial Code, Article L. 621-18-3).

Financial year 2013

Dear shareholders,

In addition to the management report, I am pleased to present my report on the preparation and organisation of the Board's work and on Crédit Agricole S.A.'s internal control and risk management procedures, particularly as they apply to financial and accounting information.

For Crédit Agricole Group, the reporting duty of the Chairman of the Board of Directors as required by the French Financial Security Act includes Crédit Agricole S.A. and all the Regional Banks having issued cooperative investment certificates, as well the Group's main subsidiaries, whether or not they issue publicly traded financial instruments, or as required to comply with good internal control practice.

Consequently, Crédit Agricole S.A. has a uniform vision of the operation of the Group's decision-making bodies and additional information on these entities' internal control procedures, which supplements information gathered from internal reporting.

This report has been completed under my authority, primarily in coordination with the heads of Group General Inspection, of the Secretary of the Board of Directors, of Compliance, and of Group Risk Management and Permanent Controls, based on existing documentation on internal control and on risk management and oversight within the Group. This report was submitted to the Crédit Agricole S.A. Audit and Risks Committee on 12 February 2014 and was approved by the Board of Directors at its meeting of 18 February 2014.

PREPARATION AND ORGANISATION OF THE BOARD'S WORK

1. Board of Directors

General presentation

At its meeting of 13 November 2008, Crédit Agricole S.A.'s Board of Directors decided, pursuant to the Act of 3 July 2008, that the AFEP/MEDEF Code of Corporate Governance for Listed Companies would be Crédit Agricole S.A.'s Code of Reference for the preparation of the report stipulated in Article L. 225-37 of the French Commercial Code.

Today, Crédit Agricole S.A. refers to the Code of Corporate Governance for Listed Companies, as revised in June 2013 (the «AFEP/MEDEF Code»). Crédit Agricole S.A. does not comply - or does not comply in full - with certain recommendations of the AFEP/MEDEF Code, as set out in the table in paragraph 5 below.

Crédit Agricole S.A.'s Board of Directors comprises 21 Directors, as follows:

- **18 Directors elected by the General Meeting of Shareholders:**
  - 10 Directors who are the Chairmen or Chief Executive Officers of Crédit Agricole's Regional Banks,
  - 1 Director that is a legal entity, SAS Rue La Boétie, represented by a Regional Bank Chairman who is also Chairman of SAS Rue La Boétie,
  - 6 Directors from outside Crédit Agricole Group,
  - 1 Director who is an employee of a Regional Bank;
- **one Director representing professional farming associations** appointed, by joint decree of the Ministry of Finance and the Ministry of Agriculture, pursuant to the Act of 18 January 1988 on the mutualisation of *Caisse Nationale de Crédit Agricole*, which became Crédit Agricole S.A. on 29 November 2001;
- **two Directors elected by the employees of Crédit Agricole S.A. Group.**

The Board of Directors has also appointed two non-voting Directors, a Chairman and a Chief Executive Officer of a Crédit Agricole Regional Bank.

Crédit Agricole S.A. Directors, Chairmen or Chief Executive Officers of Crédit Agricole Regional Banks have the status of Directors of banking institutions.

Under the terms of the agreement entered into by the Regional Banks and Crédit Agricole S.A. at the time of the initial public offering, the Regional Banks, through SAS Rue La Boétie, own the majority of the share capital (56.18% at the end of 2013) and voting rights (56.31% at the same date) in Crédit Agricole S.A., making it immune to take over bids. The composition of the Board of Directors also ensures a majority representation of the Regional Banks.

In addition, three seats on the Board are reserved for employees. The election of Directors by employees goes back to 1984, when the Caisse Nationale de Crédit Agricole (CNCA) was a public body (Decree of 17 July 1984 applying the Act of 26 July 1983 on public-sector democratisation to the CNCA). As of CNCA's initial public offering, at which point it became Crédit Agricole S.A., Crédit Agricole Group decided:

- firstly, to keep two seats (one executive and one non-executive) for Directors elected by the employees of the Crédit Agricole S.A. Union Economique et Sociale in accordance with the provisions of Articles L. 225-27 to L. 225-34 of the French Commercial Code;
- secondly, to set aside one of the seats for Directors elected by the General Meeting of Shareholders for a representative of Regional Bank employees. The candidate is chosen, under the auspices of the *Fédération Nationale du Crédit Agricole*, from the union with the most members within the Regional Banks.

Without taking into account the three Directors representing employees (in accordance with the recommendation of the AFEP/MEDEF Code), 33% of the Directors on the Board of Directors are independent, in line with the recommendation of the aforementioned Code for companies controlled by a majority shareholder.

Four Directors have **international experience**, mainly at European level:

- Monica Mondardini, who is Italian (Italy being Crédit Agricole's second domestic market), has worked in publishing and insurance in Spain and Italy; in 2013, she was appointed Deputy Director of Compagnie Industrielle Réunie, an Italian industrial group with interests primarily in energy, media and automotive construction. Monica Mondardini is the only foreign Director of Crédit Agricole S.A.;
- Françoise Gri, through her work within large international groups: Director of marketing operations at IBM Europe, Middle East, Africa, then Chairwoman of IBM France; Chairwoman of ManpowerGroup France and Southern Europe. In 2013, Françoise Gri was appointed Chief Executive Officer of the Pierre & Vacances-Center Parcs group;
- Christian Streiff, who has broad industrial and international experience through his past and current positions at major groups: Saint-Gobain, Airbus, PSA Peugeot Citroën, ThyssenKrupp (Germany) and Finmeccanica (Italy). In 2013, Christian Streiff was appointed Vice Chairman of the Safran group;

- Christian Talgorn, in addition to lecturing on European political and institutional affairs, is currently Chairman of the European Association of Co-operative Banks and as a result is very aware of the issues surrounding regulatory change within the European Union.

In order to facilitate the integration of new Directors from outside the Group and give them an opportunity to learn more about Crédit Agricole S.A. and, more generally, Crédit Agricole Group, they are offered a programme of meetings with the heads of the main departments (finance, risk) when they join the Board. This programme is, where necessary, tailored to reflect the specialised Committee(s) on which they may sit. Furthermore, given the nature and complexity of the issues dealt with by the Audit and Risks Committee, against a background of major regulatory changes, a special course was introduced in the second half of 2013 for members of this Committee, outside of its regular meetings. This training module will be used again in 2014, on the basis of a programme drawn up under the supervision of the Committee Chairman.

The Directors representing the employees on the Board are also provided with an integration course when they join the Board, which notably includes making them aware of the issues surrounding confidentiality and, more broadly, compliance. A number of meetings are also organised for them every year, under the auspices of the Secretariat of the Board of Directors; this is notably an opportunity to provide them with information that will help them undertake their role. Finally, once a year, the Chairman of the Board of Directors meets with the Directors representing the employees.

On the recommendation of the Appointments and Governance Committee, during its meeting on 18 February 2014, the Board conducted its annual review of the situation **of each Director with regard to the six criteria of independence defined in** the AFEP/MEDEF Code of Corporate Governance for Listed Companies. An independent Director:

1. is not an employee or executive Corporate Officer of the Company, or employee or Director of the parent company or of a company which the Company consolidates, and has not been within the last five years;
2. is not an executive Corporate Officer of a company in which the Company, directly or indirectly, acts as a Director or in which an employee designated as such or an executive Corporate Officer of the Company (currently or in the last five years) is a Director;
3. is not a client, supplier, corporate banker or investment banker:
   - who plays a significant role in the Company or its Group,
   - or for whom the Company or its Group represents a significant proportion of his/her business;
4. has no close family tie with a Corporate Officer;
5. has not been an auditor of the Company in the last five years;
6. has not been a Director for more than 12 years.

The Board noted that the representatives of the Regional Banks sitting on the Board of Directors of Crédit Agricole S.A. (Chairmen or Chief Executive Officers) could not be deemed to be independent Directors on the basis of the above criteria, as the Crédit Agricole Regional Banks are equity-accounted by Crédit Agricole S.A. This also applies to the Director representing the Regional Bank employees and the two Directors representing Crédit Agricole S.A. Group employees on the Board.

With respect to the Regional Bank Chairmen who sit on the Crédit Agricole S.A. Board, the Board noted that they are not employees of the Regional Banks and that they legitimately hold this office by election, in accordance with the Regional Banks' cooperative status.

The position of the three Directors from outside the Group (Mrs Catoire, Mrs Gri and Mr Streiff) was examined with respect to the third criterion, given that the groups for which they work (the Saur group, the Pierre & Vacances-Center Parcs group and the Safran group respectively) have business dealings with Crédit Agricole. The Board, on the recommendation of the Appointments and Governance Committee, considered that the Group's commitments are not sufficiently significant to represent dependence vis-à-vis Crédit Agricole.

The Board determined that the outside Director who chairs the Audit and Risks Committee should be deemed to be an independent Director, even though he also sits on the Boards of LCL and Crédit Agricole Corporate and Investment Bank (Crédit Agricole CIB), and is a non-voting Director on the Board of Amundi Group. This situation arose from Crédit Agricole S.A.'s decision to assign to the Chairman of its Audit and Risks Committee special responsibilities vis-à-vis the Audit and Risks Committees of the main subsidiaries (chair of the Audit and Risks Committee of LCL and the Audit and Risks Committee of Crédit Agricole CIB, and member of the Audit and Risks Committee of Amundi Group), in order to ensure continuity in his mission.

Overall, the Board concluded that the existing modus operandi enables the Board and its Committees to fulfil their duties with the required effectiveness, objectivity and independence, particularly with respect to preventing potential conflicts of interest and to the equitable consideration of all shareholders' interests. The following table illustrates the position of each Director with regard to the aforementioned six criteria (a cross means that the criterion is not met; failure to satisfy any criterion is enough to classify a Director as not independent; Directors deemed independent are shaded in grey in the table):

Directors/AFEP/MEDEF independence criteria	Criterion 1	Criterion 2	Criterion 3	Criterion 4	Criterion 5	Criterion 6
Jean-Marie Sander Chairman of the Board of Directors Chairman of the Caisse régionale d'Alsace Vosges	X					
Representative of SAS Rue La Boétie **Dominique Lefèbvre** Deputy Chairman of the Board of Directors Chairman of the Caisse régionale Val de France Chairman of FNCA (Fédération Nationale du Crédit Agricole) and SAS Rue La Boétie	X					
Philippe Brassac Deputy Chairman of the Board of Directors Chief Executive Officer of the Caisse régionale Provence Côte d'Azur	X					
Pascale Berger Representative of Regional Bank employees		X				
Caroline Catoire Chief Financial Officer of Saur Group						
Pascal Célérier Chief Executive Officer of the Caisse régionale Paris & Ile-de-France	X					
Jean-Louis Delorme Chairman of the Caisse régionale de Franche-Comté	X					
Laurence Dors Senior Partner, Anthenor Partners Corporate Director						
Véronique Flachaire Chief Executive Officer of the Caisse régionale du Languedoc	X					
Françoise Gri Chief Executive Officer of Pierre & Vacances-Center Parcs						
Monica Mondardini Deputy Director of CIR SpA Deputy Director of "Gruppo Editoriale l'Espresso"						
Gérard Ouvrier-Buffet Chief Executive Officer of the Caisse régionale Loire Haute Loire		X				
Marc Pouzet Chairman of the Caisse régionale Alpes Provence	X					
Jean-Claude Rigaud Chairman of the Caisse régionale Pyrénées-Gascogne	X					
Jean-Louis Roveyaz Chairman of the Caisse régionale de l'Anjou et du Maine	X					
Christian Streiff Vice Chairman of the Safran group						
Christian Talgorn Chairman of the Caisse régionale du Morbihan	X					
François Veverka Banking and Finance Consultant (BanqueFinance Associés)						
Representative of the professional farming associations: **Xavier Beulin** Chairman of the FNSEA (Fédération nationale des syndicats d'exploitants agricoles)	X	X				
Representatives of the employees of the *Crédit Agricole S.A. Union Economique et Sociale:* **François Heyman** Research and communication campaigns officer, Group Communication division	X					
Christian Moueza IT resource manager at Silca	X					

Three of the Board's four Specialised Committees are chaired by independent Directors: these are the Audit and Risks Committee, the Compensation Committee, the Appointments and Governance Committee, with the Compensation Committee made up mainly of independent Directors, in accordance with the provisions of the AFEP/MEDEF Code. The memberships of two Specialised Committees do not comply with the recommendations of the AFEP/MEDEF Code regarding the proportion of independent Directors. These are the Audit and Risks Committee (50% rather than the recommended two thirds) and the Appointments and Governance Committee (one third rather than the recommended majority). This is due in both instances to the Company's ownership structure (presence of a majority shareholder).

The Chairman of the Board periodically meets with independent Directors.

The Board has appointed two non-voting Directors – a Chairman and a Chief Executive Officer of a Regional Bank – who attend its meetings in an advisory capacity. Non-voting Directors agree to abide by the Rules of Procedure, particularly the Directors' Code of Conduct contained in the Board's Rules of Procedure, and Director's obligations, which can be found in the "compliance" pack given to Directors of Crédit Agricole S.A. This information includes a summary of Directors' main obligations, reference texts and sanctions that may be applied in the event of non-compliance, together with the Rules of Procedure of the Board of Directors (including the Directors' Charter) and the Specialised Committees. The decision to appoint two non-voting Directors was primarily based on the desire to maintain a geographic balance between the Regional Banks on the Board, once the majority shareholder agreed to reduce the number of Directors representing the Banks in order to bring in two additional independent Directors and, thereby, come into line with the recommendations of the AFEP/MEDEF Code as regards the proportion of independent Directors in controlled companies. Appointing representatives of Regional Banks as non-voting Directors also provides an opportunity to give them Board experience before being appointed Director.

The Board's membership changed as follows in 2013:

- the Board welcomed a new Director, elected by the General Meeting of Shareholders of 23 May 2013, Mrs Pascale Berger, who succeeded Mrs Carole Giraud as representative of Regional Bank employees;
- two Directors were co-opted by the Board: Mr Gérard Ouvrier-Buffet, Regional Bank Chief Executive Officer, co-opted on 5 August 2013 to replace Mr Bernard Lepot, and Mr Pascal Célérier, Regional Bank Chief Executive Officer, co-opted on 6 November 2013 to replace Mr Patrick Clavelou (the latter and Mr Lepot having announced their retirement). These co-options will be subject to ratification by the General Meeting of Shareholders of 21 May 2014;
- following the appointment of Mr Pascal Célérier as Director, the Board, at its meeting of 6 November 2013, appointed Mr François Macé, Regional Bank Chief Executive Officer, as non-voting Director.

In addition, four natural persons were reappointed as Directors by the General Meeting of Shareholders of 23 May 2013: Mr Jean-Marie Sander, Regional Bank Chairman, Mr Philippe Brassac, Regional Bank Chief Executive Officer, Mrs Véronique Flachaire, Regional Bank Chief Executive Officer and Mr Christian Talgorn, Regional Bank Chairman.

In light of their reappointment as Directors, the Board, at its meeting of 23 May 2013 following the General Meeting of Shareholders, reappointed Mr Jean-Marie Sander and Mr Philippe Brassac as, respectively, Chairman and Vice-Chairman of the Board of Directors.

At 31 December 2013, six of the Directors on the Board were women, *i.e.* 28.6% of the members. Excluding the Directors representing employees, this would be 27.8%. Crédit Agricole S.A. is therefore in compliance with the AFEP/MEDEF Code and with the provisions of the Act of 27 January 2011, which require that at least 20% of Board members be women. When considering the renewal of Director appointments over the coming years, the Board will ensure that the 40% threshold is respected by the statutory deadline.

A Works' Council representative attends meetings of the Board of Directors, in an advisory capacity.

As a result of the changes in Board membership, it was necessary to adjust the membership of two Specialised Committees (Audit and Risk Committee, Strategy Committee).

The list of Directors can be found in the following section "Additional information on Corporate Officers".

The term of office of Crédit Agricole S.A. Directors as natural persons is fixed at three years by the *Articles of Association*. Directors may not serve for more than four consecutive terms.

The average age of Crédit Agricole S.A. Directors is 58. The Company's *Articles of Association* provide for a maximum age limit of 65, and 67 for the Chairman.

In accordance with the Group's practice of splitting the guidance, decision-making and control functions from the executive functions, the offices of Chairman and Chief Executive Officer of Crédit Agricole S.A. have been separated.

The powers of the Chairman were formalised by the Board and he is registered, jointly with Crédit Agricole S.A.'s Chief Executive Officer, with the French prudential and Resolution Supervisory Authority (ACPR), as the responsible senior corporate executive in accordance with Article L. 511-13 of the French Monetary and Financial Code.

In accordance with the AFEP/MEDEF Code recommendation, the Chief Executive Officer has no contract of employment with a Crédit Agricole S.A. Group entity.

The terms and conditions of shareholders' participation in the General Meeting of Shareholders are set out in Articles 21 to 29 of the *Articles of Association*, which may be consulted at Crédit Agricole S.A.'s registered office or on the company's website: www.credit-agricole.com.

Role and operation of the Board

GENERAL INFORMATION

The Board of Directors' Rules of Procedure sets out the operating procedures of the company's Board and Executive Management, while taking into account the separation of the offices of Chairman and Chief Executive Officer, as well as the company's duties as a central body under the terms of the French Monetary and Financial Code. The Rules of Procedure contain five articles:

1/ Organisation of the Board of Directors;

2/ Powers of the Board of Directors and Chief Executive Officer;

3/ Board operations;

4/ Committees;

5/ Crédit Agricole S.A. Directors' Code of Conduct.

The key provisions of the Rules of Procedure of the Board of Directors appear in paragraph 6 below. These Rules of Procedure, as well as those of the Specialised Committees of the Board (in particular the Audit and Risks Committee and the Compensation Committee), will be updated in 2014, to reflect recent regulatory changes and, as the case may be, the conclusions of the 2014 evaluation of the Board's work.

Review of the Board of Directors' work during 2013

The Board met seven times in 2013 (including one extraordinary meeting) and the attendance rate remained very high, averaging 98% (98% for the scheduled meetings and 95% for the extraordinary meeting), reflecting the strong commitment of all Directors, as the following table shows:

Directors	Number of meetings taken into account	Attendance rate
Jean-Marie Sander	7	100%
Dominique Lefèbvre	7	100%
Philippe Brassac	7	100%
Xavier Beulin	7	100%
Caroline Catoire	6	86%
Patrick Clavelou(1)	6	100%
Pascal Célérier(2)	1	100%
Jean-Louis Delorme	7	100%
Laurence Dors	7	100%
Véronique Flachaire	7	100%
Carole Giraud(1)	3	100%
Pascale Berger(2)	4	100%
Françoise Gri	7	100%
François Heyman	7	100%
Bernard Lepot(1)	5	100%
Gérard Ouvrier-Buffet(2)	2	100%
Monica Mondardini	5	71%
Christian Moueza	7	100%
Marc Pouzet	7	100%
Jean-Claude Rigaud	7	100%
Jean-Louis Roveyaz	7	100%
Christian Streiff	7	100%
Christian Talgorn	7	100%
François Veverka	7	100%

(1) Directors who left the Board during the year.

(2) Directors who joined during the year.

Following 2012 that was dominated by the Group's adjustment to the new economic, financial and regulatory realities as well as Crédit Agricole S.A.'s exit from Greece, 2013 was mainly focussed on the preparation of the 2014-2016 Medium Term Plan (MTP) for Crédit Agricole Group, on which the Strategy Committee primarily focussed during the year, before presenting the Board with a number of progress reports. The main outline of this plan, which follows on from the Crédit Agricole Group Project of December 2010 and will be signed off by the Board and then announced to the market in March 2014, was presented and discussed by the Board in November and December 2013. The year also saw the implementation of measures taken under the Crédit Agricole S.A. Group adjustment plan: completion of the disposal of the CLSA (Asia) and Cheuvreux brokers, disposal of non-strategic entities or interests, signing of an agreement to dispose of Crédit Agricole CIB's 50% interest in Newedge to Société Générale, this agreement including the raising of Crédit Agricole S.A.'s interest in the Group's asset management subsidiary (Amundi) to 80%, Société Générale's interest in this entity being reduced from 25% to 20%. Progress on the Crédit Agricole S.A. Group cost-cutting programme ("MUST"), launched in 2012, was reviewed a number of times by the Board.

At each reporting date, particular focus was put on monitoring changes in the Group's and Crédit Agricole S.A.'s liquidity and solvency position, in connection with the introduction of new regulatory ratios. In the area of risk, changes in all aspects of the Group's position (credit and counterparty risk, market risk, operational risks including legal risks) were reviewed at each reporting date and the position of the Group's entities in Italy was specifically monitored, in light of the persistent economic difficulties in that country.

Finally, the Board approved the updated versions of the Group's Recovery & Resolution Plans and the Resolution Plan for the US operations of Crédit Agricole S.A. Group, as well as the amendments to the "Switch" guarantee which was extended to include the insurance operations in the Group's internal guarantee mechanism, introduced in December 2011, for regulatory reasons, on the cooperative investment certificates (*certificats coopératifs d'investissement*) and the cooperative associate certificates (*certificats coopératifs d'associés*). These amendments are subject to the approval of the General Meeting of Shareholders of 21 May 2014, as related-party agreements.

In terms of governance, in addition to the appointment of two new Directors, the year was notably marked by the taking into account of the provisions introduced by the AFEP/MEDEF Corporate Governance Code published in June 2013. On the recommendation of the Appointments and Governance Committee and on the advice of the Compensation Committee for the matters within its field of competence, the Board approved the table summarising the provisions of the Code on which Crédit Agricole S.A. does not - or does not fully - comply. See the table below, in paragraph 5. In terms of issues related to compensation, the ongoing regulatory changes (CRD 4 directive), and the implementation by Crédit Agricole S.A. of the "Say on Pay" shareholder consultation on the individual compensation of executive Corporate Officers were specifically reviewed by the Board.

The Board of Directors reviewed its operation (composition of the Board, assessment) at its meetings of 17 December 2013 and 18 February 2014, subsequent to discussions at the Appointments and Governance Committee meeting. More specifically, concerning the assessment of the operation of the Board of Directors, Crédit Agricole S.A. elected not to carry out an internal annual self-assessment but to carry out an evaluation every three years with the assistance of an outside firm. The guidelines adopted following the 2011 evaluation having been implemented in 2012, the Board, at its meeting of 17 December 2013, on the recommendation of the Appointments and Governance Committee, decided to carry out a further evaluation in 2014, again with the assistance of an outside firm and, at its meeting of 18 February 2014, it approved the corresponding arrangements and timetable.

In addition, the Board has examined the Corporate Social Responsibility Report for Crédit Agricole S.A. ("CSR"). Crédit Agricole S.A.'s track record in CSR is illustrated by the synthetic index "FReD" (Fides, Respect & Demeter), introduced on 1 January 2012 for Crédit Agricole S.A. and its main subsidiaries. To improve the transparency of its CSR performance, a special report on the Group's corporate social responsibility was published on the company's website in December 2013 ("Act and Commit"). The CSR strategy implemented in conjunction with the Regional Banks and the *Fédération Nationale du Crédit Agricole*, in accordance with the guidelines of Crédit Agricole's Group Project of December 2010, is also reflected in the introduction of responsible offerings (with, in particular, the inclusion of CSR criteria in the financing and investment policies) and the CSR dimension will be factored into Crédit Agricole Group's Medium Term Plan.

Members of the Board receive a preparatory file on the different subjects on the agenda, generally three to four days prior to each meeting. They are given all pertinent information on the Company, in particular the press releases issued by the Company.

ISSUES REVIEWED BY THE BOARD IN 2013

After analysis by the Audit and Risks Committee:

- the preparation of the annual financial statements and a review of the half-yearly and quarterly financial statements of Crédit Agricole S.A., Crédit Agricole S.A. Group, and Crédit Agricole Group. At each reporting date, the Board also heard from the company's Statutory Auditors who, having presented the conclusions of their work to the Audit and Risks Committee, then presented them to the Board. The Board also looks at the draft press releases published by the company in connection with the reporting dates;
- the evolution of Crédit Agricole S.A.'s and Crédit Agricole Group's position in terms of shareholders' equity and solvency against a backdrop of tighter regulatory constraints. In this respect, the Board notably reviewed the capital planning of Crédit Agricole Group and of Crédit Agricole S.A. under Basel 3 until 2015, prior to notifying the market;

- the development of the Group's position in terms of liquidity, in view of current or forthcoming regulatory requirements, as well as the organisation of liquidity management within Crédit Agricole Group;
- the Group's goodwill policies and position;
- the annual internal control report for 2012 and interim information (first half 2013) on internal control, as coordinated by Group Risk Management and Permanent Control department;
- letters sent to the Company by regulators and, where applicable, measures taken to respond to their observations;
- annual (at 31 December 2012), half-yearly and quarterly developments in terms of credit risk, market risk, and operational and security risks;
- the Group's risk exposure in Italy;
- the updating of the Recovery & Resolution Plans, approved at the meeting of 5 August 2013, and the Resolution Plan for the US operations of Crédit Agricole S.A., approved at the meeting of 17 December 2013;
- in Compliance/Legal matters: the report on non-compliance risk within Crédit Agricole S.A. Group in 2012 (including mapping of non-compliance risk) as well as the half-yearly information on compliance; a progress report on ongoing administrative enquiries; information on changes to the operational arrangements for reporting to the French Financial Markets Authority any transactions carried out by executives in Company shares and related financial instruments.

After analysis by the Strategy Committee and on its recommendation:

- monitoring the preparation of the Group's 2014-2016 Medium Term Plan;
- plans to dispose of non-strategic entities or interests;
- the position of the consumer finance market in Italy.

After analysis by and proposals from the Compensation Committee:

- the fixed compensation, variable compensation (annual and long term) and the policies and criteria for determining the annual variable compensation of Executive Corporate Officers, taking account of the regulatory provisions and the compensation policy of Crédit Agricole S.A. Group. All the information on the compensation of Corporate Officers of Crédit Agricole S.A. and the compensation policy applicable within Crédit Agricole S.A. Group can be found in the "Compensation policy" section below;
- the regulatory changes introduced by the CRD 4 directive as regards compensation; within this framework, the Board i) decided to submit to the General Meeting of Shareholders a resolution regarding the capping of the variable compensation of executives and risk-taking employees, and ii) took note of the updating of the scope of regulated persons within Crédit Agricole S.A. Group with a view to the application of this directive;
- the definition of the arrangements for applying, within Crédit Agricole S.A. Group, the provisions of the French Monetary and Financial Code regarding the establishment of a Compensation Committee within supervised credit institutions that belong to a group;
- under Regulation No. 97-02, the report on the compensation for members of the executive body, as well as individuals whose professional activities have a significant impact on the Company's risk profile;
- the total amount of Directors' fees (proposal to be submitted for the approval of the next General Meeting of Shareholders and distribution);

After review and recommendations by the Appointments and Governance Committee:

- the definition of a methodology for succession plans for executive Corporate Officers (Chief Executive Officer, Deputy Chief Executive Officers);
- changes in market regulations and best practices regarding governance;
- adjustment of the composition of some Specialised Committees to reflect changes occurring within the Board;
- the report on professional equality and equal pay within Crédit Agricole S.A. in 2012 and initiatives undertaken at Crédit Agricole S.A. Group level to promote professional equality and diversity.

Other **issues reviewed** by the Board included:

- the annual issuance programme of Crédit Agricole S.A.;
- the monitoring of international investments and divestments;
- the Group's sustainable development and CSR policies (see above);
- the development of real estate activities within Crédit Agricole Group.

"Related-party" agreements

In 2013, the Board gave prior authorisation for one new agreement, in accordance with the provisions of Article L. 225-38 of the French Commercial Code. This agreement, together with those concluded prior to 2013 and whose effects continued during the financial year, were disclosed to the Statutory Auditors in accordance with Article L. 225-40 of the French Commercial Code. The Statutory Auditors will present their special report to the next General Meeting of Shareholders of Crédit Agricole S.A.

2. Presentation of Committees

Four Committees have been set up within the Board of Directors: Audit and Risks Committee, Compensation Committee, Strategy Committee, Appointments and Governance Committee.

Committee members are appointed by the Board, on the Chairman's recommendation. The Board may terminate the appointment of a Committee member at any time. A Committee member may resign from office at any time. All Committee members, and all other persons who attend Committee meetings, are bound by professional secrecy.

In the course of their work, Board Committees may invite Crédit Agricole S.A. Group employees or experts in areas that fall within the field of competence of the Committees.

Members of the Specialised Committees receive a preparatory file on the different subjects on the agenda, generally two to four days prior to each meeting, depending on the committee.

Audit and Risks Committee

At 31 December 2013, the Audit and Risks Committee comprised six members:

- Mr François Veverka, Committee Chairman and independent Director;
- Ms Caroline Catoire, independent Director;
- Mr Pascal Célérier, Crédit Agricole Regional Bank Chief Executive Officer;
- Ms Laurence Dors, independent Director;
- Ms Véronique Flachaire, Crédit Agricole Regional Bank Chief Executive Officer;
- Mr Christian Talgorn, Crédit Agricole Regional Bank Chairman.

There was a change in the Committee in 2013, following the appointment of Mr Pascal Célérier, who replaces Mr Patrick Clavelou.

Pursuant to the provisions of the AFEP/MEDEF Code and Article L. 823-19 of the French Commercial Code, members of the Audit and Risks Committee are selected because of their financial and/or accounting expertise, whether they are independent Directors, employees of Regional Banks, or Chairmen or Chief Executive Officers of Regional Banks. Mr Célérier is an experienced manager of a large credit institution (he has been the Chief Executive Officer of a Regional Bank since 1995).

The Group Chief Financial Officer, the Head of Accounting and Consolidation, the Head of Group Risk Management and Permanent Controls, the head of Group Control and Audit and the head of Group Compliance attend meetings of the Audit and Risks Committee.

The operation and duties of the Committee are set out in Rules of Procedure approved by the Board of Directors. The Committee's main duties are to:

- review Crédit Agricole S.A.'s separate and consolidated financial statements;
- monitor the process of preparing accounting and financial information, ensure the quality and efficiency of the internal control and risk management systems, and assess the effectiveness of the accounting policies used to prepare the separate and consolidated financial statements, and the quality of internal control;
- evaluate and verify the effectiveness of procedures ensuring that the Group's business complies with laws and regulations in France and other countries;
- monitor the auditing of the separate and consolidated financial statements by the Statutory Auditors. The Committee monitors the Statutory Auditors' independence and makes its recommendation on their appointment by the General Meeting of Shareholders.

The Committee's work is set out in an annual schedule based on seven meetings. The Committee met nine times in 2013; two additional meetings were organised in view of the current situation of the Group. The attendance rate was 96% in average (95% for regularly scheduled meetings and 100% for extraordinary meetings).

Given the challenging economic environment, the Committee has devoted much of its time to monitoring risk developments. Specifically, it closely monitored the situation regarding its subsidiaries in Italy (essentially Agos-Ducato). As well as examining risk developments at each reporting date, the Committee conducted a comprehensive risk review (including risk mapping), adopting a two-pronged geographical and sector approach and highlighting areas of particular concern for the Group. The Committee also devoted a significant part of its work to cross-company issues in respect of risk: role, organisation and means allocated to the Risk Management and Permanent Controls function within Crédit Agricole Group, Crédit Agricole Group internal model (deployment, regulatory issues), mechanism for the consolidation of credit risk within the Group, sensitivity of the Group's credit portfolios. In addition, with the rise in legal risk, the Committee examined several litigation cases and official inquiries under way.

At each meeting, the Committee closely examined changes in the Group's position in terms of liquidity (including the organisation of liquidity management within the Group), capital and solvency. It also examined issues relating to the Group's credit rating and measures taken or envisaged in response to regulatory requirements, notably with respect to compliance by Crédit Agricole S.A. and Crédit Agricole Group with liquidity and capital adequacy ratios. Ahead of the closing of the 2013 accounts, the Committee held an additional meeting to conduct a specific analysis of the accounting policies adopted for measuring goodwill. It focused particularly on the implementation of the recommendations made by the regulators following stress tests carried out at the various Group entities and the satisfactory completion of the projects undertaken to comply with the new regulatory and prudential requirements.

In view of the nature and complexity of the issues dealt with by the Committee, it also decided to hold specific training sessions for its members, in addition to its regular meetings. A first half-day module was held in November 2013. It was devoted to the analysis of regulatory developments underway (banking and regulatory regulation, accounting standards, financial security), and their consequences for the Group. Another training module has been scheduled in 2014. It will focus on issues relating to financial management within Crédit Agricole S.A. and the Group.

In addition to those already mentioned, the main **financial issues** examined by the Committee were:

- a progress report on the standard ratio;
- a capital planning review;
- an update on sources of collateral within the Group;
- Group limits in respect of overall interest rate risk;
- the Group's short term limits and guidelines for the liquidity model;
- the amendments to the "Switch" guarantee, which extended to insurance activities the system of internal guarantees set up in December 2011, for regulatory reasons, on the cooperative investment certificates and cooperative associate certificates;
- the Group's new standard for managing foreign exchange risk.

The second area of the Committee's work involved an in-depth review of the **annual, half-year and quarterly financial statements** prior to their presentation to the Board: accounting options for each reporting period, review of consolidated results and results for each Group business line, regulatory situation and financial communication strategy, and review of the draft statements. Within this framework, the Committee interviewed the Company's Statutory Auditors on the basis of a detailed document submitted by them at each reporting date. The Statutory Auditors also outlined to the Committee the general work programme and the various surveys carried out in 2013. Each year, the Committee interviews the Statutory Auditors without the presence of management.

In the area of **risk**, in addition to the issues already mentioned, the Committee also examined the following:

- the annual review of Crédit Agricole Group risks for 2012, and half-year and quarterly risk reviews for 2013 (credit and counterparty risk, market risk, operational risk) in advance of these documents being presented to the Board;
- the position of the subsidiary Newedge;
- analysis of the results of the stress tests performed at Crédit Agricole Group level during the year and the results (at 31 December 2012 and 30 June 2013) of the self-assessment requested by the French Prudential and Resolution Supervisory Authority (ACPR) and the Basel Committee self-assessment on operational risk;
- the Recovery and Resolution Plans of Crédit Agricole Group, and the Resolution Plan of Crédit Agricole S.A.'s American operations, prior to approval by the Board and submission to the regulator;
- the Group's system for managing financial risks and change in the methodology for calculating Crédit Agricole CIB's VaR;
- the provision of key outsourced services;
- business continuity plans;
- occasional updates on Group risks in different business lines (insurance, asset management, private banking);
- an update of the situation and the risks facing the Group in the field of payment instruments;
- the first update on preparation for the European Central Bank's Asset Quality Review (AQR).

The final area of the Committee's work involved **internal audit, internal control and dealings with the regulatory authorities and Compliance**. In this respect, the following items were reviewed in particular:

- in terms of internal audit:
  - a summary of the audits carried out by Crédit Agricole S.A. Group Control and Audit and Crédit Agricole CIB and LCL Control and Audit departments in the second half of 2012 and the first half of 2013. The reports made to the Committee also include the most significant work carried out in the various business lines in relation to cross-cutting issues,
  - monitoring the implementation of the recommendations of the regulatory authorities and the internal and external auditors of Crédit Agricole Group (at 30 September 2012 and 31 March 2013),
  - the annual summary of audits conducted in 2012 by the French Prudential and Resolution Supervisory Authority (ACPR),
  - monitoring the work of the French Prudential and Resolution Supervisory Authority (ACPR) and the *Autorité des marchés financiers* (AMF),
  - the annual summary of audits conducted at Crédit Agricole's Regional Banks,
  - the findings of work conducted in relation to refinancing arrangements within Crédit Agricole S.A. Group and the process underpinning the Group's contribution to interest rate setting mechanisms,
  - lastly, at its meeting of 4 November 2013, the Committee approved the 2014 audit plan;
- in terms of internal control:
  - the annual internal control report for the 2012 financial year,
  - 2013 interim (half-year) information on internal control;
- in terms of relations with regulatory authorities and compliance:
  - a report on the risks of non-compliance within Crédit Agricole S.A. Group for 2012 and an assessment, in the first half of 2013, of compliance actions within Crédit Agricole S.A. Group,

- an update on the FATCA (Foreign Account Tax Compliant Act) mechanism,
- a presentation of the methodology underpinning financial security within the Group,
- an update on the Group's customer protection system and the ACPR questionnaire on the application of rules in this area,
- the review at 30 June 2013 of the implementation of internal and external fraud prevention measures within the Group, and the cost of fraud,
- the results of the execution of the cheque control programme at Crédit Agricole S.A. in 2012,
- prior to their tabling before the Board, letters from regulators and replies from Crédit Agricole S.A., as well as, where applicable, measures taken in response to regulators' observations.

Finally, the Committee examined the Chairman's report to the General Meeting of Shareholders on the preparation and organisation of the work of the Board of Directors and on internal control procedures.

The Chairman of the Audit and Risks Committee reported to the Board on the work accomplished by the Committee. During each meeting, he also reported to the Board on the work accomplished in between Committee meetings. Mr Veverka, Committee Chairman, is also Chairman of the Audit and Risks Committee of Crédit Agricole CIB and LCL. Accordingly, he meets regularly with managers from the central divisions of these entities (Finance, Risks, Control and Audit), members of the Executive Management, and the Statutory Auditors of these entities. In 2013, Mr Veverka held nearly 60 working meetings. The Chairman of Crédit Agricole S.A.'s Audit and Risks Committee also receives summary reports from the Control and Audit function of the three companies (Crédit Agricole S.A., Crédit Agricole CIB and LCL, or around 100 summaries in the course of the year).

Once a year, in the autumn, the Audit and Risks Committee organises a working lunch without management presence in order to decide on its programme of work for the following year and to examine any areas where it might improve.

Minutes of each Committee meeting are drawn up and distributed to all the Directors together with the minutes of Board meetings. When the time spans between the meetings of the Committee and the Board permit, a summary of submissions to the Committee that are not subject to submission to the Board is sent to Directors at the same time as the preparatory documents for the Board meeting (generally on the Friday of the week before the Board meeting).

Compensation Committee

At 31 December 2013, the Compensation Committee comprised five members:

- Ms Laurence Dors, Committee Chairwoman, independent Director;
- Mr Dominique Lefèbvre, Deputy Chairman of the Board of Directors and Crédit Agricole Regional Bank Chairman;
- Mr Christian Streiff, independent Director;
- Mr Christian Talgorn, Crédit Agricole Regional Bank Chairman;
- Mr François Veverka, independent Director.

In accordance with the provisions of the AFEP/MEDEF Code, the majority of Committee members, membership of which did not change in 2013, are independent Directors; the Chairman is also an independent Director.

The head of Group Human Resources attends Compensation Committee meetings

The operation and duties of the Committee are set out in Rules of Procedure approved by the Board of Directors. The Compensation Committee's tasks are as follows:

- prepare recommendations and opinions to be submitted to the Board of Directors relating to Crédit Agricole S.A. Group's compensation policy, in particular:
  - the principles for determining total amounts of variable compensation, taking into account the impact of the risks and capital requirements inherent to the business activities concerned,
  - the application of professional standards concerning employees whose activities may have a significant impact on the risk exposure of Crédit Agricole S.A. Group's entities concerned;
- prepare recommendations relating to the compensation of Executive Corporate Officers;
- prepare recommendations relating to the amount and breakdown of the total amount of Directors' fees;
- preparing recommendations relating to proposed capital increases reserved for employees of Crédit Agricole Group and, if applicable, stock option and variable compensation share award plans to be submitted to shareholders for approval at the General Meeting of Shareholders, as well as the terms for the implementation of these capital increases and plans.

The Compensation Committee is also responsible for monitoring the implementation of the compensation policy decided by the Board and applicable to all Crédit Agricole S.A. Group entities and, in particular, the Group's senior executives (see the section Compensation policy below). Any amendment to this policy is subject to review by the Committee prior to its approval by the Board.

The Compensation Committee met seven times in 2013, including one extraordinary meeting. The attendance rate was 91% (93% for scheduled meetings and 80% for the extraordinary meeting).

The Chairman of the Compensation Committee reported to the Board on the work accomplished by the Committee at each of its meetings and submitted the Committee's recommendations on matters subject to approval by the Board.

The Committee's work was largely dominated in 2013 by developments (revision of the AFEP/MEDEF Code in June 2013) and prospective change (CRD IV) in governance in respect of compensation. In this context, the Committee held several meetings devoted to analysis of new regulations, and submitted proposals to the Board for the implementation of certain provisions (cap on variable compensation, introduction of "Say on Pay"). The discussions initiated by the Committee in 2012 on the system governing the compensation of Executive Corporate Officers resulted in the determination of initial orientations, which were laid out to the Board at its meeting of 18 December 2012. The Committee deemed it preferable to temporarily suspend this process, which had continued in early 2013, in order to integrate, in 2014, the implications of the AFEP/MEDEF Code and the aforementioned directive on the compensation system of Crédit Agricole S.A.

In addition, the Committee submitted to the Board the terms of application within Crédit Agricole S.A. Group of the provisions of Article L.511-41-1 of the French Monetary and Financial Code relating to the establishment of a Compensation Committee within credit institutions belonging to groups whose assets exceed 10 billion euros. The Board accordingly decided that the functions of the Compensation Committee, for five Crédit Agricole S.A. Group subsidiaries, would be performed by the Crédit Agricole S.A. Compensation Committee, as part of a comprehensive system controlling the compensation policy of the subsidiaries in question (within the Group policy approved by the Crédit Agricole S.A. Board) and ensuring the traceability of information.

The Rules of Procedure will be updated in 2014 to reflect the developments described above and the Board's decision to extend the powers of the Committee.

At its meeting devoted to the review of the objectives set by the Board to determine the amount of variable compensation of Corporate Officers in respect of 2012, the Committee, before adopting proposals to be put to the Board, questioned the Chief Executive Officer on proposals for the Deputy Chief Executive Officers.

The matters reviewed by the Committee in 2013 and subsequently submitted to the Board of Directors for approval related to:

- the compensation of Executive Corporate Officers:
  - the compensation of the Chairman of Crédit Agricole S.A.,
  - the annual variable compensation of the Chief Executive Officer and the Deputy Chief Executive Officers in respect of 2012,
  - fixed compensation and the criteria used to determine variable compensation for 2013 (annual and long term) of the Chief Executive Officer and Deputy Chief Executive Officers, taking account of the regulatory provisions and the compensation policy of Crédit Agricole S.A.;
- the total amount of Directors' fees to be submitted for approval at the next General Meeting of Shareholders and the distribution process of this amount;
- the authorisation capping the variable compensation of risk-taking executive officers and employees to be submitted to the General Meeting of Shareholders of 21 May 2014.

The other issues reviewed by the Committee included:

- an annual review of the persons regulated by Regulation No. 97-02;
- the total amount of variable compensation for regulated employees in respect of 2012;
- annual variable compensation at Crédit Agricole S.A. Group above a threshold set by the Board and the compensation of the head of Group Risk Management and Permanent Controls;
- the report on the compensation policy and practices of members of the executive body, as well as individuals whose professional activities have a significant impact on the Company's risk profile under Regulation No. 97-02;
- an update at the end of 2013 of compensation policy guidelines applicable to regulated employees (extension of the scope of "risk-takers" ahead of the application of CRD 4);
- terms of the implementation of "Say on Pay" by Crédit Agricole S.A.

Lastly, the Compensation Committee, at its meeting of 11 February 2014, approved the section of this registration document devoted specifically to the compensation policy of Crédit Agricole S.A. in respect of risk-taking employees and executive officers (*see pages 169 to 173 below*).

Strategy Committee

The Strategy Committee has seven members. At 31 December 2013, the Committee comprised the following members:

- Mr Jean-Marie Sander, Committee Chairman, Chairman of the Board of Directors of Crédit Agricole S.A. and Crédit Agricole Regional Bank Chairman;
- Mr Dominique Lefèbvre, Deputy Chairman of the Board and Crédit Agricole Regional Bank Chairman;
- Mr Philippe Brassac, Deputy Chairman of the Board and Crédit Agricole Regional Bank Chief Executive Officer;
- Mr Jean-Louis Delorme, Crédit Agricole Regional Bank Chairman;
- Ms Françoise Gri, independent Director;
- Mr Gérard Ouvrier-Buffet, Crédit Agricole Regional Bank Chief Executive Officer;
- Mr François Veverka, independent Director.

There was a change in the Committee in 2013, following the appointment of Mr Gérard Ouvrier-Buffet, who replaces Mr Bernard Lepot.

Crédit Agricole S.A.'s Chief Executive Officer, the Secretary General and the head of Group Strategy attend Strategy Committee meetings.

The operation and duties of the Committee are set out in Rules of Procedure approved by the Board of Directors. The Committee's key duty is to conduct in-depth reviews of the Group's strategic planning for its various business lines in France and internationally, under the responsibility of the Board of Directors. As such, the Committee reviews plans for strategic investments or acquisitions and formulates an opinion on such plans.

The Strategy Committee met four times in 2013, with an average attendance rate of 93%.

The Committee devoted most of its work to monitoring the preparation of Crédit Agricole Group's Medium Term Plan for 2014-2016.

The other issues reviewed by the Committee included:

- change in the macroeconomic environment;
- Crédit Agricole S.A. business reviews, especially consumer finance;
- disposal of non-strategic entities or investments.

The Committee Chairman reported to the Board on all issues examined by the Committee, and set out its opinion on those for which Board approval is required.

Appointments and Governance Committee

At 31 December 2013, the Appointments and Governance Committee comprised six members:

- Ms Monica Mondardini, Committee Chairwoman and independent Director;
- Mr Jean-Marie Sander, Chairman of Crédit Agricole S.A.'s Board of Directors and Crédit Agricole Regional Bank Chairman;
- Mr Dominique Lefèbvre, Deputy Chairman of the Board and Crédit Agricole Regional Bank Chairman;
- Mr Philippe Brassac, Deputy Chairman of the Board and Crédit Agricole Regional Bank Chief Executive Officer;
- Ms Laurence Dors, independent Director;
- Mr Jean-Claude Rigaud, Crédit Agricole Regional Bank Chairman.

The composition of the Committee did not change in 2013.

Pursuant to the provisions of the AFEP/MEDEF Code, the Committee is chaired by an independent Director.

The Secretary General of Crédit Agricole S.A. (and Secretary of the Board of Directors) takes part in meetings of the Appointments and Governance Committee.

The operation and duties of the Committee are set out in Rules of Procedure approved by the Board of Directors. The Committee's key duties, under the responsibility of the Board of Directors are as follows:

- to make recommendations to the Board on the selection of voting Directors and non-voting Directors from outside Crédit Agricole Group, bearing in mind that candidates for directorships who are serving as Chairman or Chief Executive Officers of a Regional Bank are proposed to the Board of Directors via the holding company that controls Crédit Agricole S.A., pursuant to the Memorandum of Understanding entered into by the Regional Banks and Crédit Agricole S.A. prior to the initial public offering of Crédit Agricole S.A. (the provisions of this agreement are set out in the registration document of 22 October 2001 registered by the *Commission des opérations de Bourse* under number R. 01-453. The recommendations of SAS Rue La Boétie are submitted to the Appointments and Governance Committee prior to the Board's decision;
- with respect to Corporate Officers:
  - to issue an opinion on the recommendations of the Chairman of the Board of Directors regarding the appointment of the Chief Executive Officer, in accordance with the Board of Directors' Rules of Procedure, and on the Chief Executive Officer's recommendations on the appointment of Deputy Chief Executive Officers, in accordance with the Board's Rules of Procedure,
  - with respect to the succession of the Corporate Officers, the Committee implements a procedure for preparing succession plans for the Corporate Officers in the event of an unforeseeable vacancy;
- to oversee the Board of Directors' periodic assessment process. It recommends any necessary updates to the rules of governance of Crédit Agricole S.A. (Rules of Procedure of the Board of Directors and Specialised Committees of the Board) or any other measure to improve the operation of the Board of Directors;
- to provide recommendations to the Board on criteria for assessing the independence of Directors.

The Chairman of the Appointments and Governance Committee reports to the Board on its work and opinions.

The Committee met twice in 2013, with an average attendance rate of 92%.

The Committee devoted part of its work to an analysis of developments in respect of corporate governance, and notably the provisions of the revised AFEP/MEDEF Code released in June 2013, identifying points of attention for Credit Agricole S.A., which were discussed by the Committee and by the Compensation Committee on matters concerning it. The summary table in paragraph 5 below has been validated by both Committees, then by the Board of Directors.

At its meetings of 19 November 2013 and 6 February 2014, the Committee discussed the operation of the Board (composition of the Board, assessment). It proposed that a new assessment of the Board's operations be carried out by an external consultant in 2014 (the previous assessment took place in 2011). The Board approved this assessment in principle in November 2013 and, on the recommendation of the Committee, decided the conditions and timeline at its meeting on 18 February 2014.

In addition, in accordance with its Rules of Procedures, the Committee proposed that the Board adopt a methodological approach to succession planning in respect of Executive Corporate Officers. The Committee defined this methodology following review of a study by an external consultant which used a benchmark of company practices in this area, and based on the fact that Crédit Agricole S.A. has a majority shareholder. At its meeting on 18 February 2014, the approach proposed by the Committee was approved by the Board.

The other issues reviewed by the Committee included:

- proposals to be submitted to the Board ahead of the General Meeting of Shareholders of 23 May 2013 concerning applications for a position as a Director: reappointment of four Directors and appointment of a new Director, replacing Ms Carole Giraud;
- the report on pay and work equality at Crédit Agricole S.A. and the policy launched throughout Crédit Agricole S.A. Group to encourage professional equality and diversity.

At its meeting of 6 February 2014, the Committee reviewed the situation of each Director with regard to the independence criteria defined by the AFEP/MEDEF Code. The Committee noted that Crédit Agricole S.A. has a number of independent Directors consistent with that recommended by the aforementioned Code for companies controlled by a majority shareholder, *i.e.* 33%, excluding the three Directors representing employees. It concluded that the existing operation enabled the Board and its Committees to fulfil their duties with the required effectiveness, objectivity and independence, particularly with respect to preventing potential conflicts of interest and to the equitable consideration of all shareholders' interests. On the recommendation of the Appointments and Governance Committee, and based on the AFEP/MEDEF Code, at its meeting of 18 February 2014 the Board reviewed the situation of all of its members and found that Ms Catoire, Ms Dors, Ms Gri, Ms Mondardini, Mr Streiff and Mr Veverka could be considered independent Directors, insofar as they are not in a position likely to influence their independent judgement or to place them in a real or potential conflict of interest.

3. Restrictions on the Chief Executive Officer's powers exercised by the Board of Directors

The Chief Executive Officer shall enjoy the broadest powers to act in all cases on behalf of Crédit Agricole S.A. and to represent the Bank with respect to third parties. He exercises his authority within the limits of the Company's objects and subject to that authority expressly assigned by law to Meetings of Shareholders and to the Board of Directors.

Restrictions on the Chief Executive Officer's powers exercised by the Board of Directors are described in section 6 below.

4. Directors' compensation

Board members receive Directors' fees. On the recommendation of the Compensation Committee, the Board determines the amount of total Directors' fees to be submitted to the shareholders for approval at the General Meeting of Shareholders. The conditions for allocating Directors' fees, as described below, are determined by the Board on the recommendation of the Compensation Committee.

Compensation of Board members is based entirely on their attendance at Board Meetings. Directors receive the same compensation for attending extraordinary sessions and regularly scheduled meetings, up to a maximum of the total amount approved.

Participation of Board members in Specialised Committees gives rise to additional Directors' fees: the Chairmen of the Board's four Specialised Committees receive an annual flat rate fee which differs according to the Committee. Committee members receive a set fee for each Committee meeting they attend.

The amount of the set fee per Board Meeting and Committee meeting is determined by the Board each year.

The Chairman of the Board of Directors only receives Directors' fees for his attendance at meetings of the Board's Specialised Committees (Strategy Committee, which he chairs, Appointments and Governance Committee, of which he is a member).

The Board has also decided that the non-voting Directors it has appointed in accordance with the Company's *Articles of Association* and who take part in meetings of the Board shall be compensated by Directors' fees, in amounts and under conditions identical with those used for other Directors.

The amount of fees received by Directors and non-voting Directors is provided in the table below on page 136.

The Board has also set up a system for reimbursing Board members for travel expenses, based on costs incurred by each member for attending Board and Committee meetings. This system is renewed by the Board each year.

Compensation in respect of directorships held in Group companies

The total amount of Directors' fees for Crédit Agricole CIB, LCL and Amundi Group is determined by their Boards of Directors and submitted to their shareholders for approval at their General Meeting of Shareholders. The allocation of Directors' fees at these three companies is based on their attendance at Board Meetings and their participation in the Board's Specialised Committees.

The table disclosing Directors' fees paid in 2013 to the Directors and non-voting Directors of Crédit Agricole S.A. includes amounts received from other subsidiaries of the Group.

5. Summary table of areas of non-compliance in the application by Crédit Agricole S.A. of the recommendations of the revised AFEP/MEDEF Code

Recommendation of the Code	Comment by the Company
10. Assessment of the Board of Directors **10.4** "It is recommended that non-executive Directors meet regularly without the presence of executive or internal Directors. The Rules of Procedure of the Board should provide for one meeting of this nature per year, in which the performances of the Chairman, Chief Executive Officer and Deputy Chief Executive Officers are assessed, and which periodically provides a forum for thinking about the future of management."	The Board of Directors of Crédit Agricole S.A. does not comprise any executive or internal Directors. This provision of the Code will nevertheless be considered during the assessment of the Board conducted in 2014 under the auspices of the Appointments and Governance Committee.
Board Committees	
16. The Audit Committee **16.1** Composition: "Independent Directors should account for at least two-thirds of Directors (…)".	**Audit and Risks Committee** In view of the Company's shareholding structure, which is reflected in the composition of its Board of Directors, the Board has appointed to the Audit and Risk Committee, which was initially composed of seven members, three independent Directors (including the Committee Chairman) and four Directors representing the Regional Banks (two Chief Executive Officers and two Chairmen), *i.e.* a proportion of independent Directors of 42.8%. To increase the proportion of independent Directors, in 2012 the Board decided not to replace one of the two Regional Bank Chairmen as a member of the Committee when he left the Board, in order to rebalance the composition of the Committee, as recommended by the Code. Accordingly, the Audit and Risk Committee, chaired by an independent Director, now comprises six members of which three representatives of the Regional Banks (two Chief Executive Officers and one Chairman) and three independent Directors, *i.e.* a proportion of 50%.
17. The Committee in charge of selection or appointments **17.1** Composition: "(It) should have a majority of independent Directors."	**Appointments and Governance Committee** The Appointments and Governance Committee is chaired by an independent Director. It comprises six members, including the non-executive Chairman of the Board, and two independent Directors *i.e.* a proportion of one-third. The shareholding structure (existence of a majority shareholder) is reflected in the composition of this Committee.
18. The Committee in charge of compensation **18.1** Composition: "(…) It is recommended that an employee Director be a member of the Committee."	**Compensation Committee** The Compensation Committee is composed of five members, with a majority of independent Directors, the Committee Chairwoman herself being an independent Director. The process of appointing a Director representing employees will be finalised in 2014, in line with regulatory obligations under European directive CRD 4.
Share ownership by Directors and Executive Corporate Officers	

20. Ethical standards applicable to Directors:
"(…) In the absence of legal provisions to the contrary, the Director should be a shareholder personally and hold a fairly significant number of shares in relation to the Directors' fees; if he or she does not hold these shares when assuming office, he or she should use his or her Directors' fees to acquiring them;»
23.2.1 Obligation to hold shares
"The Chairman of the Board, the Chief Executive Officer, the Deputy Chief Executive Officers (…) are required to hold as registered shares until the end of their term of office a significant number of shares periodically determined by the Board of Directors. (…) The number of shares, which may be made up of exercised stock options or performance shares, must be significant and increasing, where necessary, to a level determined by the Board.
	The Company's *Articles of Association* set the minimum holding of Crédit Agricole S.A. shares by a Director at one share. No provision is made in this regard for Executive Corporate Officers. After reviewing this issue, the Board found that the average holding of shares by Directors represents the equivalent of one year's Directors' fees. On the recommendation of the Appointments and Governance Committee, the Board, while recommending that Directors and Executive Corporate Officers hold a certain number of shares of the Company, did not consider it desirable to amend the current rules, for the following reasons:
	• first, in ethical terms, it can be argued that Directors' status as permanent insiders should lead to a measure of moderation in their holdings of the Company's shares;
	• second, in a cooperative and mutualist Group, the commitment of Directors and managers is not related to the interest they may have in their Company. Moreover, Directors from Regional Banks represent the majority shareholder of Crédit Agricole S.A. As such, their interests are naturally aligned with those of the Company;
	• third, as regards Executive Corporate Officers more specifically, it should be borne in mind that:
	  • contrary to the practice observed in most large companies in the CAC 40, the Corporate Officers of Crédit Agricole S.A. do not receive stock options,
	  • in accordance with the regulations in force, a significant portion of their variable compensation is deferred over time and paid in shares. This mechanism implies the permanent holding of a certain volume of shares.

Recommendation of the Code	Comment by the Company
23. Compensation of Executive Corporate Officers 23.2.5 Payments received on taking and leaving office, and in respect of non-competition clauses Termination payments "The law (...) makes termination payments conditional upon performance requirements. These performance requirements must be assessed over at least two financial years."	● **For the Chief Executive Officer:** the compensation system set up in 2010, when his appointment was approved by the General Meeting of Shareholders of May 2010 under related-party agreements, subjects the termination payments provided for in his contract to performance conditions assessed over one year, in accordance with the provisions of the AFEP/MEDEF Code at that date. The revised Code provides that performance conditions must now be assessed over two years. The Board considered that it was not necessary to modify the terms of the Chief Executive Officer's contract. The severance payment provided for in the contract is calculated on a descending scale, and no compensation would be payable upon termination of his contract after 2014. ● **For the Chief Executive Officers:** their contracts, also approved by the General Meeting of Shareholders in respect of related-party agreements, do not provide for performance conditions, insofar as the termination payments for which they would be eligible in the event of their contract being terminated would not be due under their contracts as Directors, but under their employment contract, which is suspended during the exercise of their directorship and would be reactivated in the event of termination of their directorship. Furthermore, the introduction of performance conditions would be contrary to labour law.

6. Rules of Procedure of the Board of Directors

1. Organisation of the Board of Directors

This section describes:

- the role of the Chairman of the Board of Directors: "the Chairman guides and organises the Board's work. He calls meetings of the Board and sets the agenda for the meetings";
- the Officers of the Board are the Chairman and Deputy -Chairmen. The Chief Executive Officer of Crédit Agricole S.A. takes part in the work of the Board. The Officers of the Board are responsible for "preparing the Board's work. They meet when called by the Chairman, as needed". The Officers of the Board meet before each reporting date;
- the Specialised Committees of the Board, which defines the duties, composition and Rules of Procedure of such Committees. These are the Audit and Risks Committee, the Compensation Committee, the Strategy Committee and the Appointments and Governance Committee. The Board may appoint one or more non-voting Directors to take part in the Strategy Committee, the Compensation Committee or the Appointments and Governance Committee, under the same conditions as Directors.

2. Powers of the Board of Directors and the Chief Executive Officer

POWERS OF THE BOARD OF DIRECTORS

In addition to the powers granted by law, the Board:

- determines the Group's strategic orientations, on the recommendation of the Chairman and Chief Executive Officer;
- approves strategic investment projects and any transaction, specifically any acquisition or disposal transaction that is likely to have a significant effect on the Group's earnings, the structure of its balance sheet or its risk profile;
- defines the general principles applicable to Crédit Agricole Group's internal financial organisation;
- decides or authorises the issuance of Crédit Agricole S.A. bonds;
- grants the Chief Executive Officer the necessary powers to implement the decisions set out above;
- is kept regularly informed by Executive Management of the risk position of the Group and measures taken to control these risks in accordance with CRBF Regulation 97-02. In addition, in accordance with the same Regulation, it determines the various commitment and risk limits for Crédit Agricole S.A. Group and, where applicable, for Crédit Agricole Group;
- determines the principles of the compensation policy within Crédit Agricole S.A. Group;
- defines the criteria used to assess the independence of Directors.

Furthermore, the Board makes all decisions concerning the Crédit Agricole Regional Banks falling within the scope of Crédit Agricole S.A.'s duties as central body assigned by the French Monetary and Financial Code.

POWERS OF THE CHIEF EXECUTIVE OFFICER

The Chief Executive Officer has "the fullest powers to act in the name of the Company in all circumstances and to represent it with respect to third parties. He must, however, secure the Board of Directors' approval prior to the following transactions:

- the creation, acquisition or disposal of any subsidiaries and equity investments in France or abroad for amounts exceeding 150 million euros;
- any other investment of any nature for amounts exceeding 150 million euros.

If, due to the urgency of the situation, the Board cannot be called to deliberate on a transaction that exceeds this ceiling, the Chief Executive Officer will do all in his power to canvass all Directors or, at the very least, the Officers of the Board and the members of the relevant Specialised Committee prior to making any decision.

Where this is not possible, the Chief Executive Officer may, with the Chairman's approval, make any decisions that are in the Company's interest in the areas set forth above (that is, in areas that are subject to a Board resolution as indicated in the section entitled "Powers of the Board of Directors" above). He reports such decisions to the Board at its subsequent meeting."

3. Board operations

"The Board is convened by its Chairman, or any person authorised for that purpose by the Board of Directors, and meets as often as required by the Company's interests and at least six times each year. Should the Chairman be unable to attend, the Board is chaired by the oldest Deputy Chairman who is authorised to convene it. (...) Directors with an interest in matters deliberated by the Board shall abstain from voting on such matters. The Chief Executive Officer, the Secretary General, and any Deputy Chief Executive Officers participate in Board Meetings but do not have the right to vote. The Chief Executive Officer appoints representatives of Executive Management to participate in Board Meetings. The Board may appoint one or several non-voting Directors who participate in Board Meetings."

"The Chairman and the Chief Executive Officer are required to supply to each Director all documents or information needed for the Director to fulfil his duties. Prior to Board Meetings, a file on agenda items requiring particular scrutiny and prior information will be sent out provided that confidentiality guidelines allow the communication of such information." These documents are generally sent out four days prior to each Board Meeting.

"All Board members receive all relevant information on the Company, in particular the press releases issued by the Company. (...) In the course of their work, Board Committees may invite Group employees or experts in areas that fall within the field of competence of the Committees."

"At the Chairman's discretion, the Board may hold its meeting by means of video conferencing or other means of telecommunication, provided that:

- at least five Directors are physically present at the location of the Board Meeting;
- the video conferencing or other means of telecommunication allow for the identification of the Directors and ensure their full participation. As a minimum, the means retained shall transmit participants' voices and meet the technical requirements to allow continuous and simultaneous transmission of the Board's deliberations.

Directors attending a meeting by means of video conferencing or other means of telecommunication are deemed present for the purpose of calculating the quorum and majority. This provision does not apply where the Board is meeting to prepare and close the separate and consolidated financial statements and management reports, and/or to nominate or dismiss the Chairman or the Chief Executive Officer."

4. Board Committees

The duties of the four Committees created within the Board, which are described under the relevant section of the Board's Rules of Procedure, are set out in section 2 of this report, entitled "Presentation of Committees".

5. Crédit Agricole S.A. Directors' Code of Conduct

The purpose of this Code of Conduct is to contribute to the quality of the Directors' work by encouraging them to apply the principles and best practices of corporate governance. Crédit Agricole S.A. Directors and non-voting Directors undertake to abide by the guidelines contained in the Code and to implement them. In 2012, the Directors' Code of Conduct was supplemented by a "compliance" pack outlining the rules they must follow as permanent insiders and regarding their position as Director of a listed company. This pack, circulated to existing Directors and non-voting Directors in February 2012, is also given to each new Director or non-voting Director.

The Code comprises 12 articles:

ARTICLE 1 – CORPORATE ADMINISTRATION AND INTERESTS

Directors, regardless of how they are appointed, must consider themselves as representing all shareholders and other stakeholders and must act in their interests and in the Company's interests under all circumstances.

ARTICLE 2 – COMPLIANCE WITH THE LAW AND ARTICLES OF ASSOCIATION

When Directors first assume their office and throughout their term of office, they must be fully conversant with their general and/or special rights and obligations. They must know and comply with the laws and regulations applicable to the Company and to their office, the applicable Codes of Governance and Best Practice, as well as the Company's own rules as set out in the *Articles of Association* and Rules of Procedure.

ARTICLE 3 – DILIGENCE

Directors shall dedicate the necessary time, care and attention to their duties. Unless genuinely unable to do so, they must diligently attend all meetings of the Board and of any Committees on which they may sit.

ARTICLE 4 – INFORMATION

The Chairman ensures that all relevant information and documents are made available to the Directors in sufficient time to properly carry out their duties. Likewise, the Chairman of each Specialised Committee ensures that all relevant information and documents are made available to the Directors in sufficient time to properly carry out their duties.

Directors, regardless of their experience, have a responsibility to remain informed and acquire knowledge on an ongoing basis. They must keep themselves informed so as to be able to give full consideration to the matters covered in the Meeting agenda.

ARTICLE 5 – PERFORMANCE OF DUTIES: GUIDELINES

Directors must act independently, fairly, professionally and with integrity in the performance of their duties.

ARTICLE 6 – INDEPENDENCE AND DUTY TO SPEAK OUT

Directors must ensure that they retain their independence and freedom of judgement, decision and action in all circumstances. They must be impartial and undertake not to be influenced by any factor that may be detrimental to the corporate interests that they are bound to defend. They should disclose to the Board any matter that may come to their attention and that they deem to be a potential threat to the Company's interests. They are duty-bound to clearly express their questions and opinions. In the event that they disagree, they should request that their objections be expressly recorded in the minutes of the Meeting.

ARTICLE 7 – INDEPENDENCE AND CONFLICT OF INTERESTS

Directors shall inform the Board of any conflict of interest, including any potential conflict of interest, that they could be directly or indirectly involved in. They shall refrain from taking part in the debates and making decisions on the subjects concerned.

ARTICLE 8 – HONESTY AND INTEGRITY

Directors shall act in good faith in all circumstances and shall not do anything that could be detrimental to the interests of the Company or other Crédit Agricole Group companies. The Directors personally undertake to keep confidential all information received, all discussions in which they participate and all decisions made.

ARTICLE 9 – INSIDE INFORMATION – INSIDER TRADING

Directors shall not use inside information to which they have access for their personal gain or for the gain of any other person.

Crédit Agricole S.A. shares and related financial instruments

Directors who have access to non-public information about the Company on whose Board they sit shall refrain from using such information to engage in trading in Crédit Agricole S.A. shares, whether directly or through a third party.

They shall follow the rules defined for Crédit Agricole Group employees who meet the definition of "Permanent Insiders" for purposes of trading in Crédit Agricole S.A. shares. These rules stipulate that "Permanent Insiders" may trade in Crédit Agricole S.A. shares within six weeks following the release of quarterly, half-year and annual results, providing that, during those periods, they do not have any information that the Company has not publicly disclosed.

Crédit Agricole S.A. may from time to time prohibit trading in any Crédit Agricole S.A. financial instrument, including during those periods.

Directors are required to disclose any trading in the Company's shares and related financial instruments, whether on their own account or by any related parties, in accordance with the applicable laws and regulations.

Persons who are required to file disclosures must send their disclosures to the *Autorité des marchés financiers* (AMF) by electronic means within five trading days after completion of the trades. Each disclosure is published on the AMF website.

At the General Meeting of Shareholders, the shareholders are informed of trading by Directors during the past financial year. This is presented in a summary statement in the Company's management report.

Financial instruments other than those issued by or related to Crédit Agricole S.A.

In addition, Directors are required to disclose to Crédit Agricole S.A. any trading in financial instruments other than those issued by or related to Crédit Agricole S.A., whether on their own account or for related parties, if they believe this will result in a potential conflict of interest or if they hold confidential information that can be deemed to be inside information acquired in the performance of their duties as Director of Crédit Agricole S.A. Crédit Agricole S.A. may from time to time prohibit trading in any financial instrument on which specific information that has not been publicly disclosed is revealed at a Crédit Agricole S.A. Board Meeting (such as a strategic transaction, acquisition, joint venture creation, etc.).

Moreover it is also recommended that Directors arrange for their securities portfolio to be managed under a discretionary management mandate or, more simply, only hold mutual funds in their portfolio. It is also recommended that such a discretionary management mandate should not include any instructions from Directors pertaining to financial instruments issued by or associated with Crédit Agricole S.A.

The Directors are kept informed of any change in the laws or regulations.

ARTICLE 10 – PROFESSIONALISM AND EFFECTIVENESS

Each Director participates in shared administration and contributes to the effectiveness of the work of the Board and Board Committees. Each Director will make any recommendations they consider might improve Board procedures, in particular during periodic reviews of the Board. Each Director works with the other Board members to ensure that recommendations are implemented and oversight is performed effectively and without hindrance. Directors are in particular responsible for ensuring that the Company has instituted control systems for verifying compliance with the laws and regulations.

ARTICLE 11 – APPLICATION OF THE CODE OF CONDUCT

When Directors are no longer in a position to carry out their duties in accordance with the Code, either by their own doing or for any other reason, including reasons arising from the internal rules of the Company on whose Board they sit, they shall notify the Chairman of the Board of Directors thereof and strive to find a solution to remedy the situation. If no solution can be found, they should draw their own conclusions as to whether to remain in office.

ARTICLE 12 – NON-VOTING DIRECTOR

The non-voting Director(s) designated by the Board pledge(s) to respect the guidelines included in this Code and to implement them.

INTERNAL CONTROL AND RISK MANAGEMENT PROCEDURES

Crédit Agricole Group's internal control system complies with all legal and regulatory requirements as well as with Basel Committee recommendations.

The internal control system and procedures, within Crédit Agricole Group, are defined as the framework designed to manage and control all types of operations and risks and to ensure that all transactions are carried out in a manner that is proper (in compliance with laws, regulations and internal standards), secure and effective, in accordance with the references listed in item 1 below.

The internal control system and procedures can be classified by their assigned objectives:

- application of instructions and guidelines determined by Executive Management;
- financial performance through the effective and adequate use of the Group's assets and resources, and protection against the risk of loss;
- comprehensive, accurate and ongoing knowledge of the data required to make decisions and manage risks;
- compliance with laws and regulations and internal standards;
- prevention and detection of fraud and error;
- accuracy and completeness of accounting records and timely production of reliable accounting and financial information.

These procedures nevertheless incorporate the limitations of all internal control systems owing in particular to technical or human deficiencies.

In accordance with the Group's principles, the internal control system has a broad scope of application to cover supervision and control of activities and to measure and monitor risks on a consolidated basis. Each Crédit Agricole S.A. Group entity applies this principle to its own subsidiaries, thereby ensuring a consistent internal control system throughout the entire Group. The system implemented by Crédit Agricole S.A., in line with the standards and principles set forth below, is thus adapted and deployed across the various business lines and risks at each level within Crédit Agricole Group, in order to best observe regulatory requirements relating to banking activities.

Through the procedures, tools and reporting systems that have been implemented in this standardised framework, information is delivered on a regular basis in particular to the Board of Directors, the Audit and Risks Committee, executives and management on the operation of the internal control systems and their adequacy (permanent and periodical controls, reports on risk monitoring and measurements, corrective action plans, etc.).

1. Standards for internal control

The internal control environment and principles are in keeping with the provisions of the French Monetary and Financial Code[1], CRBF Regulation no. 97-02 as amended relating to internal control in credit institutions and investment companies, the AMF's General Regulations and Basel Committee recommendations on internal control, risk management and solvency.

These national and international external standards are supplemented by internal standards specific to Crédit Agricole:

- a body of permanent regulatory rules (both external regulations and internal Group rules) governing the entire Crédit Agricole Group, compliance with which is compulsory, and more particularly rules concerning accounting (Crédit Agricole chart of accounts), financial management, risk management and permanent controls;
- the Code of Conduct of Crédit Agricole Group;
- recommendations of the Regional Banks Plenary Committee for internal control;
- a set of "procedures" governing Crédit Agricole S.A., concerning the organisation, operations and risks. In this context, Crédit Agricole S.A. adopted, as early as 2004, a set of procedures to control its compliance with laws and regulations. These procedures have since been adapted to changes in regulations and deployed within Group entities, in particular in the areas of financial security (prevention of money laundering and terrorism financing, asset freezing, compliance with embargoes, etc.) and in the identification of failures in applying laws, regulations, professional and compliance standards, for example. These procedures are updated regularly as required, and more particularly to take into account regulatory developments and changes in the internal control scope.

2. Organisation of the internal control system

To ensure that the internal control systems are effective and consistent throughout the Group, Crédit Agricole Group has established a set of common rules and recommendations based on the implementation of, and compliance with, certain underlying fundamental principles.

Each Crédit Agricole Group entity (Regional Banks, Crédit Agricole S.A., banking or investment subsidiaries, other subsidiaries, etc.) must apply these principles at its own local level.

(1) *Article L. 511-41.*

Fundamental principles

The organisational principles and components of Crédit Agricole S.A.'s internal control system which are common to all Crédit Agricole Group entities cover obligations relating to:

- reporting to the decision-making body (risk strategies, risk limits, internal control activity and results, significant events);
- the direct involvement of the executive body in the organisation and operation of the internal control system;
- the comprehensive coverage of all business operations and risks, and accountability of all persons involved;
- the clear definition of tasks, effective segregation of the commitment and control functions, formal and up-to-date authorised limits;
- formal, up-to-date standards and procedures, particularly in the area of accounting.

These principles are supplemented by:

- systems for measuring, monitoring and controlling: credit, market, liquidity, financial, operational (operational processing, quality of financial and accounting data, IT processes), non-compliance and legal risks;
- a control system, forming part of a dynamic and corrective process, encompassing permanent controls, which are carried out by the operating units themselves or by dedicated staff, and periodic controls (carried out by Group Control and Audit or Audit units);
- adapting the Group's compensation policies (voted by the Board of Directors on 9 December 2009 and 23 February 2011) and internal control procedures to the orders of 14 January 2009, 3 November 2009 and 13 December 2010 amending Regulation 97-02, as well as to the recommendations of the banking industry concerning (a) the fit between the compensation policy and the risk management objectives and (b) the compensation of executives and risk takers (See Part I of this report).

Oversight

Following the changes instituted by Regulation 97-02 on internal control and pertaining to the organisation of the control functions, every individual who is responsible for an entity or business line, every manager, employee and all departments within the Group are reminded of their obligation to report and to be in a position at all times to demonstrate that they have adequate control over their business activities and associated risks, in accordance with the standards applicable to banking and financial operations, to ensure the long term security of each activity and development project and to adjust the control mechanisms to be implemented to the degree of the risks incurred.

This requirement is based on organisational principles and a structure of responsibilities, operating and decision-making procedures, controls and reporting to be implemented in a formal, effective manner at each level of the Group: central functions, business lines, subsidiaries, operational units and support functions.

THE GROUP INTERNAL CONTROL COMMITTEE

The Internal Control Committee for the Group and Crédit Agricole S.A. is the body that oversees all the systems. It has held periodic meetings chaired by the Chief Executive Officer of Crédit Agricole S.A.

The purpose of this Committee is to reinforce cross-functional actions to be implemented within Crédit Agricole Group. It is responsible for reviewing internal control issues common to the Group as a whole (Crédit Agricole S.A., subsidiaries of Crédit Agricole S.A., the Regional Banks, resource pooling entities) and for ensuring the consistency and effectiveness of internal controls on a consolidated basis. The Internal Control Committee is an executive decision-making body. It is composed of salaried executives of Crédit Agricole S.A. In this respect, it is different from the Audit and Risk Committee, which is an arm of the Board of Directors, In particular, it is responsible for coordinating the three control functions: Control and Audit, Risk Management and Permanent Controls, Compliance.

THREE GROUP CONTROL FUNCTIONS

The head of the Group Risk Management and Permanent Controls department and the head of Group Control and Audit, in charge of periodical controls, both report directly to the Chief Executive Officer of Crédit Agricole S.A. In addition, the Compliance function, overseen by a Group Legal and Compliance Director, reports to a Deputy Chief Executive Officer, in his or her capacity as head of Compliance. The three heads of Periodical Controls, Permanent Controls and Compliance have extensive access to the Audit and Risks Committee and to Crédit Agricole S.A. Board of Directors.

Furthermore, pursuant to the order of 19 January 2010 amending Regulation 97-02, the head of the Group Risk Management and Permanent Controls department was appointed head of the "risks" Sector of Crédit Agricole S.A. and Crédit Agricole Group.

Control functions are responsible for supporting the business lines and operating units to ensure that all transactions are carried out in a manner that is proper, secure and effective. Responsibilities are divided as follows:

- the Group Risk Management and Permanent Controls department is responsible for the oversight and control of credit, market, liquidity, financial and operational risks; it is also in charge of last-line control of accounting and financial information and of monitoring the roll-out of IT system security and business continuity plans;
- the Compliance and Legal Affairs department is responsible for prevention and control of non-compliance and legal risks. The Compliance department is responsible in particular for prevention of money laundering and terrorism financing, fraud prevention, and compliance with embargoes and obligations to freeze assets. The Legal Affairs department, which is organised as a business line, has two main goals: to control legal risk which can generate litigation and liability, whether

civil, disciplinary or criminal, and to provide the requisite legal support to the entities to enable them to engage in their business activities while minimising risks and legal costs;

- Group Control and Audit is responsible for independent periodical control to ensure that all Crédit Agricole Group entities are operating properly.

In addition to the actions of the different control functions, other Crédit Agricole S.A. central functions, departments and business lines participate in implementing internal control systems on a consolidated basis, either through Specialised Committees or through actions designed to standardise procedures and to centralise data (accounting, management control, etc.).

Pursuant to the order of 19 January 2010 amending Regulation 97-02, a head of the "risks" sector has been appointed in each main subsidiary of Crédit Agricole S.A. and each Regional Bank. His or her role is, in particular, to alert the executive and decision-making bodies to any situation which may have a significant impact on risk control.

Crédit Agricole S.A. and its subsidiaries

The functions, departments and business lines are themselves supported by decentralised local units within each legal entity (those main subsidiaries forming part of Crédit Agricole S.A.'s internal control scope), comprising:

- Internal Control Committees, which meet quarterly. These are executive decision-making bodies, which include the Chief Executive Officer of the unit and the representatives of control functions of the entity and of Crédit Agricole S.A., who are responsible, in particular, for monitoring the internal control systems within the entity, for reviewing the main risks to which the entity is exposed, for a critical assessment of the internal control systems and internal audit work, for monitoring audits, and for overseeing any corrective measures;
- each entity's Specialised Committees;
- a network of officers and Committees dedicated to each business line.

Crédit Agricole Regional Banks

The application of all the Group's regulations to the Regional Banks is facilitated by the circulation of national recommendations on internal control by the Regional Banks Plenary Committee for internal control and by the activity of Crédit Agricole S.A. central control functions. The Plenary Committee, which is responsible for strengthening the Regional Banks' internal control systems, is composed of Regional Banks' Chief Executive Officers, managers and internal control officers as well as Crédit Agricole S.A. representatives. Its work is extended through regular regional meetings and through work and information meetings between Crédit Agricole S.A. internal control officers and their Regional Bank counterparts.

The role assigned to Crédit Agricole S.A. as the central body has led it to be very active and vigilant with respect to internal control. Crédit Agricole S.A. specifically monitors the Regional Banks' risks and controls through the Regional Banks Unit of the Risk Management and Permanent Controls department and via the Compliance department.

ROLE OF THE BOARD OF DIRECTORS[1]

The Board of Directors of Crédit Agricole S.A. is aware of the Company's overall organisational structure and approves its internal control system. It approves the overall organisation of the Group as well as its internal control system. It is informed of the organisation, operation and results of the internal control system. In addition to the information it receives on a regular basis, it receives the annual and interim reports on internal control, which are sent to it in accordance with banking regulations and Crédit Agricole S.A. procedures. The Chairman of the Board of Directors of Crédit Agricole S.A. receives regular reports summarising the conclusions of audits conducted by Group Control and Audit.

The Board is informed by the Audit and Risks Committee of the main risks incurred by the Company and of significant incidents picked up by internal control and risk management systems.

The Chairman of Crédit Agricole S.A. Audit and Risks Committee reports to the Board on the Committee's work in general and, more particularly, on the annual report on internal controls and on risk measurement and monitoring. At the date of the General Meeting of Shareholders, the annual report for 2013 will have been presented to the Audit and Risks Committee and will be duly sent to the French Prudential and Resolution Supervisory Authority (ACPR) and the Statutory Auditors. It will also have been presented to the Board of Directors.

ROLE OF THE AUDIT AND RISKS COMMITTEE[2]

The Crédit Agricole S.A. Internal Control Officers report to the Audit and Risks Committee created by Crédit Agricole S.A.'s Board of Directors.

The Audit and Risks Committee is in charge of verifying the clarity of information provided and of assessing the appropriateness of accounting methods as well as the effectiveness of the risk management and internal control system. As such, it has broad communications powers in respect of all information relating to periodical control, permanent control, including accounting and financial control, and compliance control.

It receives periodic reports on activity management systems and risk measurement. An interim (half-year) report on internal control for the first half of 2013 was presented to the Committee at its meeting of 10 October 2013. The annual report for 2013 will be presented to the Committee at its meeting of 15 April 2014.

(1) Detailed information about all the work carried out by the Board of Directors is given in the "Preparation and Organisation of the Board's Work" section of this report.

(2) Detailed information about all the work carried out by the Audit and Risks Committee is given in the "Preparation and Organisation of the Board's Work" section of this report.

The Chairman of the Audit and Risks Committee also receives regular reports summarising the conclusions of audits conducted by the Group Control and Audit function.

ROLE OF THE CHIEF EXECUTIVE OFFICER REGARDING INTERNAL CONTROL

The Chief Executive Officer defines the Company's general organisation and oversees its implementation by competent qualified staff. He is directly and personally involved in the organisation and operation of the internal control system. In particular, he defines roles and responsibilities and allocates adequate resources to the internal control function.

He ensures that risk strategies and limits are compatible with the financial position (capital base, earnings) and strategic guidelines set by the Board of Directors.

He oversees the implementation of risk identification and measurement systems that are appropriate for the Company's activities and organisation. He also ensures that all essential information produced by these systems is reported to him on a regular basis.

He ensures that the internal control system's adequacy and effectiveness are permanently monitored. He receives information on any failures identified by the internal control system and on proposed corrective measures. In this respect, the Chief Executive Officer receives regular reports summarising the conclusions of audits conducted by the Group Control and Audit function.

3. Internal control procedures and risk management and supervision within Crédit Agricole S.A.

Risk measurement and supervision

Crédit Agricole S.A. has risk measurement, supervision and control systems covering all risks (counterparty risks, market risks, operational risks, structural financial risks, etc.), which are adapted to its business activities and organisation, and forming an integral part of the internal control system. Information is reported periodically to the executive body, the decision-making body and the Audit and Risks Committee, notably through the reports on internal control and risk measurement and supervision.

Detailed information on risk management is presented in the "Risk Factors" section and in the corresponding Note 3 to the consolidated financial statements.

Risk Management and Permanent Controls

The Risk Management and Permanent Controls function was created in 2006 in accordance with Regulation 97-02 as amended. Its activity level was intense in 2013, as it focused on risk measurement and control for the Group while optimising its responsiveness and effectiveness.

The Risk Management and Permanent Controls function is responsible both for overall risk management and for the Group's permanent control system. It manages and controls credit, financial and operational risks, in particular those associated with the quality of financial and accounting information and with physical security, IT systems security, business continuity and supervision of key outsourced services.

Risk management is underpinned by a Group-wide system under which the business lines' strategies, including the launch of new business activities or new products, are subject to a risk assessment and to risk limits that are formally applied as part of the risk strategy of each sensitive business and entity. These limits are reviewed at least once a year or whenever there is a change in a business or in risk exposure, and they are validated by the Group Risk Management Committee. They are associated with Group-wide limits, particularly for large counterparties. Mapping of potential risks and measurement and monitoring of identified risks are periodically adjusted as a function of the business activity.

Control plans are proportionately adjusted to accommodate changes in business activity and risks.

The Group function reports to the head of Crédit Agricole S.A. Group Risk Management and Permanent Controls, who is not attached to any operational function and in turn reports to the Chief Executive Officer of Crédit Agricole S.A. It brings together the cross-functional departments of Crédit Agricole S.A. (Group Risk Management and Permanent Controls) and the decentralised Risk Management and Permanent Controls functions, which are closest to the business lines, in each Group entity, in France and abroad. At the end of 2013, the Group's Risk Management and Permanent Controls function employed approximately 2,500 full-time equivalent employees within the scope of Crédit Agricole S.A.

Its function is based on structured governance bodies, including the Internal Control Committees, the Group Risk Management Committee (the forum where the Executive Committee approves the Group's strategies and is informed of its risk exposure), the Regional Banks Risk Monitoring Committee, the Group Security Committee, the Standards and Methodology Committee, the Basel Steering Committee, the Business Line Monitoring Committees, which bring together at regularly scheduled meetings the Group Risk Management and Permanent Controls department and the subsidiaries, and other Committees in charge, in particular, of the rating and IT systems. The Group Risk Management Committee, chaired by the Chief Executive Officer of Crédit Agricole S.A., meets weekly and its role is to monitor the risks that appear in order to clarify appropriate policy guidance.

In 2013, the executive body (via the Group Risk Management Committee), the Audit and Risks Committee and the Board of Directors were kept closely informed of risk strategies and the extent of the Group's credit and financial risk exposures. The Group Risk Management Committee re-examined the strategies applied by the Group's business lines and adjusted intervention limits as needed. Furthermore, a Group-wide approach was developed for sensitive business sectors and countries.

CRÉDIT AGRICOLE S.A. CROSS-FUNCTIONAL DEPARTMENTS (GROUP RISK MANAGEMENT AND PERMANENT CONTROLS FUNCTION)

Crédit Agricole S.A.'s Group Risk Management and Permanent Controls department is responsible for monitoring and managing the Group's overall risk management and permanent control systems.

Overall management of Group risks

The Group Risk Management and Permanent Controls department oversees and measures overall risks for the consolidated entity through specialised units for each category of risk. These units define and implement risk management and consolidation systems (standards, methodologies, IT systems).

The system implemented by the Group also comprises a "Business Line Monitoring" function, responsible for the global and individual relationship with each Crédit Agricole S.A. Group subsidiary. Dedicated business line officers are responsible for monitoring the global and consolidated relationship with each Group subsidiary (including all types of risk), in particular the Corporate and investment banking business line (Crédit Agricole Corporate and Investment Bank). The supervision of risks within the Regional Banks is carried out by a specific unit within the Group Risk Management and Permanent Controls department.

Risk monitoring at Group level is not only carried out by entity and by units monitoring each business line but is, notably, also carried out via the examination of risks by the Group Risk Management Committee and by the Regional Banks Risk Monitoring Committee.

Risk is also monitored via an alert procedure deployed across all Group entities, enabling the greatest risks to be presented before an Executive Management Committee on a fortnightly basis.

Crédit Agricole S.A.'s risk measurement system is comprehensive and accurate. It covers all categories of commitments (on- and off-balance sheet) and positions, and consolidates commitments to companies belonging to the same group, by aggregating all portfolios and identifying risk levels.

These measures are supplemented by periodically altering the risk profile under stress scenarios and by regularly making assessments based on various types of disaster scenarios. The European stress testing planned for 2013 by the European Banking Authority (EBA) was eventually delayed until 2014. It will be performed once the "Asset Quality Review", launched in October 2013 by the French Prudential and Resolution Supervisory Authority (ACPR), is over.

As regards internal management, stress exercises are conducted by all entities at least once a year. These exercises are, in particular, conducted as part of the annual budgetary process to strengthen the practice of measuring the sensitivity of risks and the Group's income statement and its various components to a significant deterioration in the economic climate. These comprehensive stress exercises are supplemented by sensitivity analyses on the main portfolios.

Crédit Agricole S.A., its subsidiaries and the Regional Banks, collectively and individually undertake the risk management process by employing procedures for monitoring limits and making adjustments whenever they are exceeded, monitoring the operation of accounts, appropriate classification of receivables (particularly impaired receivables) in keeping with applicable regulations, ascertaining that provisions are sufficient to cover exposure under the control of the Risk Committees, and periodically reviewing major risks and portfolios, particularly those involving "deals at risk."

In a contrasting and uncertain risk environment, Crédit Agricole S.A. is pursuing a policy of actively reviewing the risk strategies and policies adopted by its subsidiaries.

Procedures for alerts and escalation are in place should anything appear wrong for an extended period, depending on its materiality.

Since 2008, Crédit Agricole S.A. has implemented measurements of risk weighted assets for calculating capital requirements under Basel 2 based on internal models certified by the ACPR (the IRB approach for calculating credit risk, the AMA model for calculating operational risk; the standardised approach is applied where models are to be validated subsequently or to which that approach will be applied on a long term basis).

With regard to liquidity risk, in the light of the liquidity markets' gradual return to a more normal situation, Crédit Agricole Group continued to revise its internal liquidity risk management and control system by deploying new tools and introducing new indicators, in particular in terms of balance sheet structure, so as to better take on board the lessons learnt from the financial crisis and regulatory changes.

The measuring system was also adapted to enable the Group to produce reports in relation to the new regulatory ratios (LCR ratios), in application of the European Parliament and Council regulation of 26 June 2013.

In terms of market activities, 2013 was marked, within the context of the Crédit Agricole CIB adjustment plan, by the continued of management in runoff of non-strategic activities, notably for non-linear rate products, equity-related activities and impaired assets.

On the whole, the market risk management system did not experience any major changes in 2013.

A significant incident system for all risks was established in 2009 and a procedure specifies the significant thresholds and how to report incidents to the executive and decision-making bodies of Crédit Agricole S.A., its subsidiaries and the Regional Banks.

Permanent controls and operational risks

The Risk Management and Permanent Controls department coordinates the Group permanent controls system (definition of key control indicators by type of risk; deployment of a single software platform integrating operational risk assessment and the results of permanent controls; and organisation of reporting of control results at the relevant consolidation levels within the Group).

In 2013, the Group Risk Management and Permanent Controls department organised two permanent control workshops to promote the exchange of best practices within the Group's entities and continued its annual review of key control references. A summary of the results of the key controls is made available to the Group Internal Control Committee twice a year.

In terms of managing risk associated with the main outsourced activities, standardisation of the system across the Group was effective.

In terms of its management of operational risks, the Group continued to standardise its tool kit by deploying "Risk Management and Permanent Controls" (RCP) tools across its international retail banking (IRB) subsidiaries, commissioning a project to manage technical obsolescence and the incorporation of regulatory changes to COREP reporting requirements linked to the transposition of the CRD 4 European directive. In terms of procedures, the guidelines for collecting data on operational risk-related incidents were updated and two teaching resources respectively, on the advanced model for calculating operational risk-related capital requirements (AMA method) and back-testing, were established and distributed to the corresponding Operational Risk Managers within Group entities. The Group Risk Management and Permanent Controls department conducted a self-assessment of Crédit Agricole Group's "Sound operational risk management principles", the responses to which were sent to the ACPR, for forwarding to the Basel Committee.

Within the context of EBA guidelines on securing operational risk in market-related activities, the Regional Banks drew up an action plan which, in 2013, was subjected to appropriate on-site monitoring by the Operational Risk Committee and, at Group level, by the Business Line Monitoring function of the Group Risk Management and Permanent Controls department.

In 2013, the Group, and more specifically, Crédit Agricole Corporate and Investment Bank (Crédit Agricole CIB) within the context of ACPR recommendations, continued to strengthen its rogue trading (risk of fraud on market-related activities) risk prevention system.

DECENTRALISED RISK MANAGEMENT AND PERMANENT CONTROLS FUNCTIONS IN EACH GROUP BUSINESS LINE

Within Crédit Agricole S.A.

The roll-out of the Group function is on a hierarchical basis with the appointment of a Risk Management and Permanent Controls Officer (RCPR) for each subsidiary or business line. The Business Line RCPR reports hierarchically to the Group RCPR and functionally to the executive body of the relevant business line. This safeguards the independence of the local Risk Management and Permanent Controls departments.

Acting under the responsibility of its own RCPR, each subsidiary or business line secures the resources it needs for managing its risks and to ensure the compliance of its permanent control system, in order to obtain a comprehensive, consolidated view of its risks that will guarantee the entity's sustainability throughout its internal control scope.

Relations between each subsidiary or business line and the Group Risk Management and Permanent Controls department are based on the following main principles:

- each subsidiary or business line applies the Group-wide standards and procedures defined by the Risk Management and Permanent Controls department;
- each subsidiary or business line defines its own risk strategy, which is approved by the Group Risk Management Committee on the Risk Management and Permanent Controls department's recommendation, specifying the overall limits on the entity's commitments;
- each subsidiary or business line enters into an operating agreement with the Risk Management and Permanent Controls department; this agreement is periodically revised and specifies the operational procedures to be applied within the entity to apply Group risk management and permanent controls rules to its own operations, and namely the format for reporting to the Risk Management and Permanent Controls department;
- authority is delegated from the Group RCPR to the Business Line RCPRs, which report hierarchically to the Group RCPR in carrying out their duties; these Officers are also subject to disclosure and early-warning obligations vis-à-vis the Group Risk Management and Permanent Controls department;
- a Business Line Monitoring Committee, which periodically brings together the Risks Management and Permanent Controls department and the entity to discuss the quality of the risk management and permanent controls system and the level of risk, including those which relate to Corporate and investment banking (Crédit Agricole CIB).

Regional Banks

Banking regulations on risks apply to each Regional Bank individually. Each Regional Bank is responsible for its own risks and permanent controls framework. Each one has a Risk Management and Permanent Controls Officer, who reports to his or her Chief Executive Officer and is in charge of the oversight of risk management and permanent controls. The Compliance Officer may also report to him/her. If this is not the case, the Compliance Officer directly reports to the Chief Executive Officer. The framework was completed in 2010 with the appointment of a head of Risk Management for the newly-formed Risk department, as set forth in law. Generally speaking, this is the Risk Management and Permanent Controls Officer (RCPR).

As the central body for the Group, Crédit Agricole S.A. consolidates the risks borne by the Regional Banks and coordinates their Risk Management and Permanent Controls function via the Group Risk Management and Permanent Controls department, notably by circulating the appropriate procedures to the Regional Banks, particularly for implementing the Group permanent control system.

Furthermore, large credit exposures borne by the Regional Banks must be presented to Foncaris, a credit institution that is a wholly owned subsidiary of Crédit Agricole S.A., which partially guarantees such exposures. The requirement that the Regional Banks must ask Foncaris to guarantee their main transactions (when the amount exceeds a limit defined jointly by the Regional Banks and Foncaris) gives the central body an effective tool for assessing the associated risk before accepting it.

Internal control system for information systems security and business continuity plans

Through the internal control system that has been established, regular reports on the main entities' situation regarding risk monitoring in relation to Business Continuity Plans and IT System Security are made to the governance authorities for Group security.

With regard to Business Continuity Plans, all the major strategic projects undertaken by the Group since 2009 and helping to ensure better coverage and control of functional and IT risks enjoyed significant progress in 2013:

- Eversafe project: the reflection period embarked upon in 2012 resulted in the implementation of an internal user fallback solution in line with the targeted size of the Evergreen campus by 2015. This solution, partially deployed in 2013, has already been used as a fallback solution by one of the Group's major entities during the year;
- Greenfield project: the majority of Crédit Agricole S.A. subsidiaries' IT production is currently hosted on this high-security twin-site, along with that of 36 of the 39 Regional Banks;
- "Greenfield extreme shock" project: the scenario of the simultaneous and extended loss of both Greenfield sites, although considered highly unlikely, is due to be resolved subject to additional external certifications, by using a remote back-up solution for the majority of entities hosted on this twin-site.

As a result of data migration projects, annual Greenfield IT back-up plan tests were delayed until early 2014. Unit tests were nevertheless conducted and entities not hosted at Greenfield performed their IT back-up plan tests in 2013.

It must be noted that, with regard to the NICE programme for the standardisation of Regional Bank IT systems, all the Regional Banks have now switched to this new shared software platform.

As part of the Group's effort initiated in 2010 to create Business Continuity Plans by business line, to avoid "compartmentalising" should a business line entity suffer damage, cross-business line tests were carried out in 2013 for the "Insurance", "Payment Instruments", "Retail Securities" and "Specialised financing" business lines.

The national crisis management system was tested quarterly by linking all the crisis officers named by the Group's entities (Regional Banks and subsidiaries).

With regard to IT system security (ITSS), the Group drafted a three-year priority action plan and ITSS Officers worked on rolling out and implementing the Group's ITSS policies. In 2013, within the context of opening up our IT systems, particular attention was paid to reducing the impacts of cybercrime by introducing safeguards right through from the IT application design phase and strengthening the prevention, detection and reaction system.

Internal control system for accounting and financial information

ROLES AND RESPONSIBILITIES FOR THE PREPARATION AND PROCESSING OF FINANCIAL INFORMATION

In keeping with the applicable rules within the Group, the organisational principles and responsibilities of the Group Finance division functions are set out in a procedure.

The Central Finance function is organised as a business line within Crédit Agricole S.A. Group. The heads of the Finance function for a business line or subsidiary report hierarchically to the head of the business line or subsidiary and functionally to the Group Chief Financial Officer.

At business line/subsidiary level, the Finance department acts as a relay among subsidiaries, circulating the Group's principles with respect to standards and information system organisation, in line with each business line's special attributes. In some cases, it also constitutes an intermediate level for preparation of the business line's accounting and business management information. Each Risk Management and Permanent Controls department in a business line or subsidiary within the Group is also responsible for producing the risk data used to prepare financial information and for implementing controls to ensure that this information is accurately reconciled with accounting data.

Each business line/entity is equipped with the means to ensure the quality of the accounting, management and risk data transmitted by the Group as a result of consolidation requirements, in particular, with regard to the following aspects: compliance with standards applicable to the Group, consistency with parent company financial statements approved by its decision-making body, reconciliation of accounting and management reporting figures.

Within the Group Finance division, three functions are the main contributors in terms of preparing accounting and financial information for publication: Accounting, Management Control and Financial Communication.

Accounting

The main purpose of the Accounting function is to draw up the separate financial statements of Crédit Agricole S.A., the consolidated financial statements of Crédit Agricole S.A. and Crédit Agricole Groups, including segment information for Crédit Agricole S.A. based on the definition of the business lines for financial reporting purposes and in compliance with IFRS 8. To fulfil this mission, the Accounting function, in accordance with applicable regulations, defines and circulates the accounting standards and principles that apply to the Group. It oversees accounting bases, lays down the rules governing the architecture of the accounting information and regulatory reporting system, and manages the accounting processes for consolidation of the financial statements and regulatory reporting.

Management Control

In the field of preparing financial information, the Group Management Control function, together with the Financial Management department, defines the rules for allocating economic capital (definition, allocation policy), consolidates, puts together and quantifies the budget and the Medium Term Plan for Crédit Agricole S.A., and ensures budget reporting and monitoring. To meet this objective, Group Management Control defines the management control procedures and methods and the structure and management regulations for the Group management control system.

Financial Communication

Crédit Agricole S.A.'s Financial Communication function ensures message consistency across all investor categories. It is responsible for information published in press releases and presentations to shareholders, financial analysts, institutional investors, rating agencies, as well as information contained in documents subject to approval by the *Autorité des marchés financiers* (AMF). In this respect, working under the responsibility of the Chief Executive Officer and Crédit Agricole S.A. Group's Chief Financial Officer, the Financial Communication function provides the materials used as the basis for presentations of Crédit Agricole S.A. results, financial structure and changes in business lines, as needed to enable third parties to formulate an opinion, particularly on the Group's financial strength, profitability and outlook.

Procedures for preparation and processing of financial information

Each Group entity has responsibility, *vis-à-vis* the Group and the supervisory authorities to which it reports, for its own financial statements, which are approved by its decision-making body. Depending on the entity's size, these financial statements are subject to prior review by the entity's Audit Committee, if it has one.

As for the Crédit Agricole Regional Banks, once their financial statements are drawn up, they are approved by the Accounting department of Crédit Agricole S.A.; this is one of its responsibilities as central body. Crédit Agricole Group's consolidated financial statements are submitted to the Audit and Risks Committee and approved by the Board of Directors of Crédit Agricole S.A.

Most published financial information is based on accounting data and on management and risk data.

Accounting data

Figures for each individual entity are drawn up in accordance with the accounting standards applicable where the entity operates. For the purposes of preparing Group consolidated financial statements, local financial statements are restated to conform to IFRS policies and principles adopted by Crédit Agricole S.A.

Management data

Management data is produced by the Group Finance division or the Group Risk Management and Permanent Controls department. They are being reported upwards in anticipation of definitive accounting data in accordance with the same definition and granularity standards and are used to supply the Group's internal management reporting.

Furthermore, external sources of information (such as the European Central Bank and Bank of France) may be used for management data, particularly for calculating market shares.

In accordance with AMF and CESR (Committee of European Securities Regulators) recommendations, the use of management data for preparing published financial information meets the following guidelines:

- classification of the type of financial information published: historical information, *pro forma* data, projections or trends;
- a clear description of the sources from which the financial information was drawn. When published data are not extracted directly from accounting information, the sources and definition of calculation methods are mentioned;
- comparability of figures and indicators over time, which implies ongoing use of the same sources, calculation methods and methodologies.

Description of the permanent accounting control system

The Group's Permanent Accounting Controls function's objective is to provide adequate coverage of major accounting risks that can alter the quality of accounting and financial information. This function is provided by the Group Finance division's Accounting Controls and Permanent Controls Office, which reports to the Group Risk Management and Permanent Controls department. The Group's Permanent Accounting Controls function is based on cross-linking the network of accounting controllers in the subsidiaries and Regional Banks where it operates its support and oversight missions direct.

The unit has the following roles in this area:

- to define the standards and organisational and operational principles of permanent accounting controls within Crédit Agricole Group;
- to oversee and coordinate the permanent accounting control systems implemented within the Group's subsidiaries and Regional Banks;
- formal restoration of the quality of accounting and financial information permanent control systems for all Crédit Agricole Group entities, for communication to their internal control management bodies.

In 2013, the Group's Permanent Accounting Controls function continued to lead and support entities with the implementation of their systems and with reconciliation procedures for aligning accounting/risks.

It also updated the matrix for mapping accounting risks and procedures. This is a more detailed approach and complements the operational risks approach. The function also formalised operating guidelines for this matrix so as to support the entities in implementing the mapping process.

Relations with the Statutory Auditors

The registration document, its updates, securities notes and prospectuses prepared for new debt or share issues, which contain comprehensive financial information, are subject to approval or registration by the AMF.

In accordance with applicable professional standards, the Statutory Auditors perform those procedures they deem appropriate on published financial and accounting information:

- audit of the parent company and consolidated financial statements;
- partial audit of interim consolidated financial statements;
- overall review of quarterly financial information and materials used as a basis for presenting financial information to financial analysts.

As part of the duties assigned to them by law, the Statutory Auditors submit to Crédit Agricole S.A.'s Audit and Risks Committee their overall work programme, the various spot checks they have carried out, the conclusions of their work on the financial and accounting information they have reviewed in carrying out their assignment, as well as the significant weaknesses of the internal controls, with regards to the procedures used for the preparation and processing of accounting and financial information.

Non-compliance risk prevention and controls

Crédit Agricole S.A.'s internal control functions and the Regional Banks each have their own Compliance department. These functions are performed by around 770 full-time equivalent employees within Crédit Agricole S.A. Group, with changes to the scope of consolidation being accompanied by increased resources in several subsidiaries in France and abroad.

The Compliance function is assumed by the Group's Chief Legal and Compliance Officer, who reports to the Deputy Chief Executive Officer responsible for Group Central functions, and is the compliance manager contemplated by Regulation 97-02.

The Compliance department has functional authority over the Compliance officers of the French and foreign subsidiaries of Crédit Agricole S.A. The Compliance officers of Crédit Agricole S.A. subsidiaries operate completely independently, with a hierarchical reporting line to the entity and a functional reporting line to the Compliance function.

The Group Compliance department is responsible for developing policies with respect to:

- laws and regulations, their circulation and monitoring that they are observed;
- rules on prevention of money laundering and the financing of terrorism, on management of embargoes and asset freezes, and fraud prevention.

Within the Compliance function, each Compliance Officer updates a non-compliance risk map and these are consolidated by the Group Compliance department.

The Compliance Management Committee, which is chaired by the Deputy Chief Executive Officer, holds bimonthly plenary meetings. It takes the decisions needed to prevent non-compliance risks and in order to implement and monitor corrective measures following the reporting of major irregularities to the Committee. An update dedicated to customer protection is systematically included in the agenda. The Committee periodically reports on its work to the Audit and Risks Committee of Crédit Agricole S.A. Board of Directors.

Organisation within the Group Compliance department was unchanged in 2013 with units specifically dedicated to specialist areas across the Group (compliance and procedures, financial safety and fraud prevention, compliance and systems) and units responsible for coordinating the various business lines.

In its capacity as the central body, Crédit Agricole S.A. via the Group Compliance department, leads and coordinates the Regional Bank Compliance teams.

Within the framework of the actions already initialed and as a result of regulatory changes, the Compliance function's work in 2013 focused on the following areas:

- **the prevention of money laundering and terrorism financing (LAB/FT)** was the subject of ever-increasing regulation, with formative European draft legislation requiring increased monitoring and a proactive process of implementing operational procedures within the entities. The year was also marked by the increased deployment of Group anti-money laundering solutions and the ramping up of payment filtering systems relating to embargoes and asset freezing programmes, both from an operational and subsidiary perspective. New training initiatives were conducted for the Group's Financial Security teams and operatives in charge of processing money laundering alerts;
- **with regard to fraud prevention**, efforts this year were focused on the prevention of internal fraud by means of raising awareness across the Group's entities and continuing to fight identity and documentary fraud. Initial results of detection scenario tests for certain types of fraud at pilot sites will be the subject of a roll-out study concerning across the entire retail banking segment (Regional Banks). Finally, training sessions organised by the Group's training institute (IFCAM) were conducted on a half-yearly basis;
- the initiatives identified in 2012 by the Group-wide workshop dedicated to **customer protection** came to fruition in 2013 and are to be extended by means of operational cooperation between the different players, to be implemented at the occasion of the application of the law on the separation and regulation of banking activities. The ongoing improvement in the marketing process of financial products was reflected by the revision of the customer experience evaluation questionnaire and the adaptation of sales tools and management indicators;

- in line with **market integrity**, systems for the prevention of market abuse were reviewed and the procedure for detecting price manipulation was updated following changes in the Group's scope of consolidation;
- finally, **the FATCA project** (Foreign Account Tax Compliant Act) entered the implementation phase further to the publication of Final Regulations and new intergovernmental agreement models, thereby enabling the Group to comply with the regulations when they come into force on 1 July 2014.

Periodic controls

Group Control and Audit, which reports directly to the Chief Executive Officer of Crédit Agricole S.A., is the highest level of control within Crédit Agricole Group. It has sole responsibility for periodic controls of Crédit Agricole Group through the missions it conducts, through the oversight of the Control and Audit function of Crédit Agricole S.A., which reports hierarchically to this function, and through coordination of the Regional Banks' internal audit units.

Using an updated risk mapping approach reflected in an audit cycle generally lasting between two and five years, it conducts audits on-site and on documents within Regional Banks, within Crédit Agricole S.A. units and within subsidiaries, even when these entities have their own internal Audit/Inspection body, as part of a coordinated audit plan approach.

These periodical audits include a critical assessment of the internal control system implemented by the audited entities. These procedures are designed to provide reasonable assurance that the system is effective in terms of transaction security, risk management and compliance with external and internal regulations.

They include verifying that the audited entities comply with external and internal regulations, assessing the security and effectiveness of operational procedures, ensuring that the system for measuring and supervising all risks is adequate, and verifying the reliability of accounting information.

In 2013, Group Control and Audit on-site and documentary auditing assignments concerned various entities and units in France and abroad and related mainly to the system for producing the principal regulatory ratios and consumer protection within the Regional Banks, governance of Crédit Agricole CIB market-related activities; management of LCL's risks; Crédit Agricole S.A. accounting control; the capital development group, CACIF; the Crédit Agricole Assurances holding company; foreign subsidiaries (Balkan retail banks and Polish banking activities, Crédit Agricole Ukraine, Crédit Agricole Financement Suisse), CACEIS Bank Luxembourg; the automotive joint-ventures CACF-FGAC and CACF China; the governance of SILCA and its critical applications facilities management business, and certain financial, regulatory and technological issues. In 2013, Group Control and Audit also continued the investigative work started in 2012, aimed at gathering the data requested by the various authorities as part of enquiries related to Euribor, Libor and certain other market indices.

In addition, Group Control and Audit provides central oversight of the Control and Audit function for all subsidiaries, including Crédit Agricole CIB and LCL, thereby improving the effectiveness of controls, through the harmonisation of audit practices to the highest standards, in order to guarantee the security and conformity of transactions carried out in the Group's various entities and to develop common areas of expertise. At the end of 2013, the Group function employed 815 full-time equivalents within Crédit Agricole S.A. (including Group Control and Audit but not including audit teams at the Regional Banks, which have 410 staff members).

In addition, joint audit assignments are carried out regularly by Group Control and Audit and the subsidiaries' internal audit departments, to encourage the exchange of best practices. Special importance is placed on topical and cross-functional investigations.

Through the relevant Group subsidiaries' Internal Control Committees, to which each entity's Executive Management, Internal Audit Officer, Permanent Controls Officer and Compliance Officer belong, Group Control and Audit ascertains that audit plans are successfully carried out, that risks are properly managed, and more generally, that each entity's internal control systems are adequate.

Audits carried out by Crédit Agricole S.A. Group Control and Audit, the internal audit departments and all external audits (conducted by supervisory authorities or outside firms) are monitored through a formal system. For every recommendation formulated as a result of these audits, this system ensures that all recommendations made are implemented through corrective and prioritised action plans, according to a clearly defined timetable set by order of priority. In accordance with Article 9-1 of Group Regulation 97-02 as amended, it is the duty of the head of the Control and Audit function to alert the Audit and Risks Committee if required.

The Board of Directors of Crédit Agricole S.A., of which I am Chairman, the Audit and Risks Committee and the Chief Executive Officer, due to his own specific responsibilities, are provided with comprehensive information on internal control and exposure to risks, areas of improvements achieved in this area and the status of any corrective measures adopted. The internal control system and procedures are updated continuously to meet new developments in regulations, business activities and risks incurred by the Company.

All this information is notably contained in the annual report on internal control and risk measurement and supervision, the management report and regular reporting on operations and control.

The Chairman of the Board of Directors of Crédit Agricole S.A.

Jean-Marie Sander

Statutory Auditors' Report

Statutory Auditors' report prepared in accordance with the provisions of Article L. 225-235 of the French Commercial Code (Code de commerce) on the report prepared by the Chairman of the Board of Directors of Crédit Agricole S.A.

This is a free translation into English of the Statutory Auditors' report issued in the French language. It is provided solely for the convenience of English speaking readers. This report should be read and construed in accordance with French law and professional auditing standards applicable in France.

Year ended December 31, 2013

To the Shareholders,

In our capacity as Statutory Auditors of Crédit Agricole S.A. and in accordance with the provisions of Article L. 225-235 of the French Commercial Code (Code de Commerce), we hereby report to you on the report prepared by the Chairman of your Company in accordance with the provisions of Article L. 225-37 of the French Commercial Code for the year ended 31 December 2013.

It is the Chairman's responsibility to prepare, and submit to the Board of Directors for approval, a report describing the internal control and risk management procedures implemented by the Company and providing the other information required by Article L. 225-37 of the French Commercial Code in particular relating to corporate governance.

It is our responsibility:

- to report to you our observations on the information set out in the Chairman's report on internal control and risk management procedures relating to the preparation and processing of financial and accounting information, and
- to attest that the report sets out the other information required by Article L. 225-37 of the French Commercial Code, it being specified that it is not our responsibility to assess the fairness of this information.

We conducted our work in accordance with professional standards applicable in France.

Information concerning the internal control and risk management procedures relating to the preparation and processing of financial and accounting information

The professional standards require that we perform procedures to assess the fairness of the information on internal control and risk management procedures relating to the preparation and processing of financial and accounting information set out in the Chairman's report. These procedures mainly consisted in:

- obtaining an understanding of the internal control and risk management procedures relating to the preparation and processing of financial and accounting information underlying the information presented in the Chairman's report and of the existing documentation;
- obtaining an understanding of the work performed to prepare this information and of the existing documentation;
- determining if any material weaknesses in the internal control procedures relating to the preparation and processing of financial and accounting information that we may have identified in the course of our work are properly disclosed in the Chairman's report.

On the basis of our work, we have no matters to report on the information given on internal control and risk management procedures relating to the preparation and processing of financial and accounting information, set out in the report of the Chairman of the Board of Directors, prepared in accordance with Article L. 225-37 of the French Commercial Code.

Other information

We attest that the Chairman's report sets out the other information required by Article L. 225-37 of the French Commercial Code.

Neuilly-sur-Seine and Paris-La Défense, March 20, 2014

The Statutory Auditors

PricewaterhouseCoopers Audit	ERNST & YOUNG et Autres
Catherine Pariset	Valérie Meeus

Additional information on Corporate Officers

COMPOSITION OF THE BOARD OF DIRECTORS

At 17 March 2014

Mr Jean-Marie SANDER	Chairman of the Board of Directors Chairman of the Caisse régionale Alsace-Vosges
Mr Dominique LEFÈBVRE	Deputy Chairman of the Board of Directors, representing SAS Rue La Boétie Chairman of the Caisse régionale Val de France Chairman of FNCA (Fédération Nationale du Crédit Agricole) and SAS Rue La Boétie
Mr Philippe BRASSAC	Deputy Chairman of the Board of Directors Chief Executive Officer of the Caisse régionale Provence Côte d'Azur Secretary General of FNCA Deputy Chairman of SAS Rue La Boétie
Ms Pascale BERGER	Representing Crédit Agricole Regional Banks employees
Ms Caroline CATOIRE	Chief Financial Officer of the Saur Group
Mr Pascal CÉLÉRIER[(1)]	Chief Executive Officer of the Caisse régionale de Paris et d'Île-de-France
Mr Jean-Louis DELORME	Chairman of the Caisse régionale de Franche-Comté
Ms Laurence DORS	Senior Partner, Anthenor Partners Non-executive independent Director
Ms Véronique FLACHAIRE	Chief Executive Officer of the Caisse régionale du Languedoc
Ms Françoise GRI	Chief Executive Officer of Pierre & Vacances-Center Parcs
Ms Monica MONDARDINI	Deputy Director of CIR S.p.A Deputy Director of "Gruppo Editoriale L'Espresso"
Mr Gérard OUVRIER-BUFFET[(2)]	Chief Executive Officer of the Caisse régionale Loire Haute-Loire
Mr Marc POUZET	Chairman of the Caisse régionale Alpes Provence
Mr Jean-Claude RIGAUD	Chairman of the Caisse régionale Pyrénées-Gascogne
Mr Jean-Louis ROVEYAZ	Chairman of the Caisse régionale de l'Anjou et du Maine
Mr Christian STREIFF	Deputy Chairman of the Safran Group Chairman of C.S. Conseils
Mr Christian TALGORN	Chairman of the Caisse régionale du Morbihan
Mr François VEVERKA	Banking and Finance Consultant (Banquefinance Associés)
Mr François HEYMAN	Representing the employees (UES Crédit Agricole S.A.)
Mr Christian MOUEZA	Representing the employees (UES Crédit Agricole S.A.)
Mr Xavier BEULIN	Chairman of the FNSEA (Fédération nationale des syndicats d'exploitants agricoles)
Mr François MACÉ[(3)]	Non-voting Director Chief Executive Officer of the Caisse régionale Nord de France
Mr François THIBAULT	Non-voting Director Chairman of the Caisse régionale Centre Loire
Mr Bernard de DREE	Representing the Works' Council

(1) Co-opted by the Board of Directors on 6 November 2013. This co-optation will be subject to ratification by the Crédit Agricole S.A. General Meeting of Shareholders.

(2) Co-opted by the Board of Directors on 5 August 2013. This co-optation will be subject to ratification by the Crédit Agricole S.A. General Meeting of Shareholders.

(3) Appointed as a Non-voting Director by the Board of Directors on 6 November 2013.

INFORMATION ON CORPORATE OFFICERS

Directors	2012 Gross amount received from Crédit Agricole S.A. in 2012(1)	Net amounts received in 2013(1) Crédit Agricole S.A.	Crédit Agricole CIB	LCL	Amundi Group	Total other Group subsidiaries	Grand total 2013
Directors elected by the General Meeting of Shareholders							
Jean-Marie Sander	23,100	13,272	-	-	-	-	13,272
Dominique Lefèbvre	63,800	30,036	-	-	-	-	30,036
Philippe Brassac	48,400	23,051	15,240	7,620	-	-	45,911
Pascale Berger(2)(7)	-	13,200	-	-	-	-	13,200
Caroline Catoire	52,800	23,749	-	-	-	-	23,749
Pascal Célérier(3)	33,000	16,066	-	-	-	-	16,066
Patrick Clavelou(4)	52,800	23,749	-	-	6,350	8,157	38,256
Jean-Louis Delorme	37,400	20,257	-	-	-	15,836	36,093
Laurence Dors	70,400	40,513	-	-	-	-	40,513
Véronique Flachaire	50,600	27,242	-	-	-	-	27,242
Carole Giraud(4)	33,000	6,287	-	-	-	-	6,287
Françoise Gri	24,200	18,860	-	-	-	-	18,860
Bernard Lepot(4)	41,800	13,272	-	-	-	7,500	20,772
Monica Mondardini(5)	32,505	23,100	-	-	-	-	23,100
Gérard Ouvrier-Buffet(6)	-	6,985	-	-	-	44,672	51,657
Marc Pouzet	23,100	14,669	-	-	6,350	26,400	47,419
Jean-Claude Rigaud	25,300	16,066	-	-	6,350	-	22,416
Jean-Louis Roveyaz	23,100	14,669	15,875	-	-	18,230	48,774
Christian Sreiff	44,000	21,654	-	-	-	-	21,654
Christian Talgorn	55,000	37,021	-	-	-	12,500	49,521
François Veverka	77,200	42,736	34,290	20,320	10,160	-	107,506
Directors elected by the staff							
François Heyman(7)	19,800	23,100	-	-	-	-	23,100
Christian Moueza(7)	16,500	23,100	-	-	-	-	23,100
Director representing the professional agricultural organisations							
Xavier Beulin	33,000	14,669	-	-	-	-	14,669
Non-voting Directors							
François Macé(8)	-	2,096	28,892	-	-	-	30,988
François Thibault	23,100	14,669	13,335	-	-	8,157	36,161
TOTAL	**903,905**	**524,088**	**107,632**	**27,940**	**29,210**	**141,452**	**830,322**

(1) Since 2013, the following deductions have been made from the sums payable to individual beneficiaries resident in France: income tax prepayment (21%) and social contributions (15.50%). The amounts in the 1st column represent the gross amounts paid in 2012 by Crédit Agricole S.A.

(2) From May 2013.

(3) Co-opted by the Board of Directors on 6 November 2013. This co-option will be subject to ratification by he Annual General Meeting of Shareholders of Crédit Agricole S.A.

(4) Respectively until May (Carole Giraud), August (Bernard Lepot), and November 2013 (Patrick Clavelou)

(5) 30% withholding tax (French non-residents).

(6) Co-opted by the Board of Directors on 5 August 2013. This co-option will be subject to ratification by the Annual General Meeting of Shareholders of Crédit Agricole S.A.

(7) The three Directors representing employees on the Board do not receive their Directors' fees, which are instead paid over to their unions.

(8) Appointed as non-voting Director by the Board on 6 November 2013.

The total amount of Directors' fees approved by the Crédit Agricole S.A. General Meeting of Shareholders of May 2013 was 1,050,000 euros. This sum was paid by Crédit Agricole S.A., in accordance with the following principles:

- for each Board meeting attended, each Director and non-voting Director received 3,300 euros, which were allotted for their effective participation in meetings;
- the Chairman of the Board only received fees in his capacity as Chairman of the Strategy Committee and as a member of the Appointments and Governance Committee. His compensation for serving as Chairman of the Board is determined by the Board, based on the recommendation of the Compensation Committee;
- the following deductions have been made since 2013 from Directors' fees payable by Crédit Agricole S.A. to individual beneficiaries resident in France: income tax prepayment (21%) and social contributions (15.50%).
- the Chairmen of the Audit and Risks Committee, Strategy Committee, Compensation Committee and Appointments and Governance Committee receive additional Directors' fees: annual flat-rate Directors' fee of 20,000 euros for the Audit and Risk Committee and 16,500 euros for the Strategy Committee, Compensation Committee and Appointments and Governance Committee;
- members of all the Committees received an additional 2,200 euros per Committee meeting attended. These fees are allotted for their effective participation in the meetings of the aforementioned Committees.

OFFICES HELD BY CORPORATE OFFICERS

The information appearing below on offices held by members of the Board of Directors and Executive Management Committee is required by Article L. 225-102-1, paragraph 4, of the French Commercial Code and Annex I to EC Regulation no. 809/2004 of 29 April 2004.

CRÉDIT AGRICOLE S.A. BOARD OF DIRECTORS AT 31 DECEMBER 2013

Jean-Marie SANDER

Main office within the Company: Chairman of the Board of Directors
Chairman of the Strategy Committee - Member of the Appointments and Governance Committee

Born in 1949		Business address:	Caisse régionale d'Alsace-Vosges 1, place de la Gare BP 440 67008 Strasbourg Cedex
Date first appointed	May 2010 (individual)		
Term of office ends	2016		
Number of Crédit Agricole S.A. shares held at 31/12/2013	18,267		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Caisse régionale d'Alsace-Vosges - Grameen Crédit Agricole Foundation	Chairman	- FNCA (2010) - SAS Rue La Boétie (2010) - SAS Sacam International (2010) - SAS Sacam Participations (2010) - SAS Sacam Développement (2010) - Scicam (2010) - GIE Gecam Management Committee (2010)
Deputy Chairman and member of the Board	- FNCA	Deputy Chairman	- SAS Sacam (2009) - SAS Sacam Développement (2010)
Director	- SAS Rue La Boétie - SAS Sacam Participations - Scicam - "Pays de France" Crédit Agricole foundation	Director	- Grameen Crédit Agricole Foundation (2012) - LCL (2010) - Crédit Agricole CIB (2010) - Cirecam (2010)
Management Committee member	- Gecam (GIE)	Chairman's legal representative (SAS Sacam Participations)	- SAS Ségur (2010) - SAS Miromesnil (2010) - SAS Sacam Santeffi (2010) - SAS Sacam Assurance Caution (2010) - SAS Sacam (2010) - SAS Sacam Fireca (2010) - SAS Sacam Progica (2010) - SAS Sacam Avenir (2010)
		Management Committee member	- Adicam (2010)
IN OTHER LISTED COMPANIES			
Director	- Électricité de Strasbourg	Non-voting Director	- Société Électricité de Strasbourg (2009)
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			
Chairman	- CICA - Caisse d'Assurance Accidents du Bas-Rhin		
Director	- "Un Avenir Ensemble" foundation - Fondation de France - Centre national d'exposition et concours agricole		

Representative of SAS Rue La Boétie:

Dominique LEFÈBVRE

Main office within the Company: Deputy Chairman of the Board of Directors
Member of the Strategy Committee, of the Compensation Committee and of the Appointments and Governance Committee

Born in 1961		Business address:	Caisse régionale Val de France 1, rue Daniel-Boutet 28002 Chartres
Date first appointed	May 2010 (SAS Rue La Boétie)		
Term of office ends	2015		
Number of Crédit Agricole S.A. shares held at 31/12/2013	3,558 (personally owned)		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Caisse régionale Val de France - FNCA - SAS Rue La Boétie - SAS Sacam Participations - SAS Sacam International - Gecam (GIE) - Adicam	Chairman	- SAS Pleinchamp (2008) - “Compétitivité et satisfaction client” Committee (2009) - “Développement Industriel Steering” Committee (2010)
Deputy Chairman	- SAS Sacam Développement	Member of the Board and Deputy Chairman	- FNCA (2010)
Director	- “Pays de France” Crédit Agricole foundation - CASD (Crédit Agricole Solidarité Développement) - Scicam	Director	- LCL (2010) - HECA (2010)
Chairman’s legal representative (SAS Sacam Participations)	- SAS Miromesnil - SAS Sacam Santeffi - SAS Ségur - SAS Sacam Progica - SAS Sacam Assurance Caution - SAS Sacam Fireca - SAS Sacam Pleinchamp - SAS Sacam Avenir	Member	- IT Systems Strategy Committee and Purchasing Strategy Committee FNCA (2009) - Fireca Strategy Committee (2007) - Development Commission FNCA (2010) - Management Committee, Adicam (2013)
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			
Chairman	- CNMCCA	Deputy Chairman	- CNMCCA (2013)
Director	- INRA		
Member	- Conseil économique, social et environnemental - CDOA		
Chairman of the Finance Commission	- Chambre d’agriculture d’Eure et Loir		
Manager	- EARL de Villiers-le-Bois		

Philippe BRASSAC

Main office within the Company: Deputy Chairman of the Board of Directors
Member of the Strategy Committee and of the Appointments and Governance Committee

Born in 1959		Business address:	Caisse régionale Provence Côte d'Azur 111, avenue Émile-Dechame BP 250 06708 Saint-Laurent-du-Var
Date first appointed	January 2010		
Term of office ends	2016		
Number of Crédit Agricole S.A. shares held at 31/12/2013	-		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	12,557		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chief Executive Officer	- Caisse régionale Provence Côte d'Azur - Sacam International	Chairman	- AMT (2010)
		Director	- Crédit Foncier de Monaco (2010)
Secretary General	- FNCA	Chairman and Chief Executive Officer	- Deltager S.A. (2010)
Chairman	- SAS Sacam Développement - Soficapa and Soficapa Gestion		
Deputy Chairman	- SAS Rue La Boétie		
Director	- Crédit Agricole CIB - LCL (permanent representative of Sacam Développement) - SAS Sacam Participations - Scicam - Adicam - "Pays de France" Crédit Agricole foundation		
Secretary General of the Management Committee	- Gecam (GIE)		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			
Executive Committee member	- EACB		
Member of the Board of Directors	- COOP.FR		

Pascale BERGER

Main office within the Company: Director representing Crédit Agricole Regional Banks employees

Born in 1961		Business address:	Caisse régionale de Franche-Comté 11, avenue Élisée-Cusenier 25000 Besançon
Date first appointed	May 2013		
Term of office ends	2015		
Number of Crédit Agricole S.A. shares held at 31/12/2013	10		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	728		

OFFICES HELD AT 31/12/2013	OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS
IN CRÉDIT AGRICOLE GROUP COMPANIES	
- Caisse régionale de Franche-Comté auditor within the Audit and Periodic controls department	
IN OTHER LISTED COMPANIES	
IN OTHER NON-LISTED COMPANIES	
OTHER OFFICES	

Caroline CATOIRE

Main office within the Company: Director
Member of the Audit and Risks Committee

Born in 1955		Business address:	Groupe Saur Les Cyclades 1, rue Antoine-Lavoisier 78064 Guyancourt
Date first appointed	May 2011		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	1,000		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS
IN CRÉDIT AGRICOLE GROUP COMPANIES		
IN OTHER LISTED COMPANIES		
IN OTHER NON-LISTED COMPANIES		
Chief Financial Officer Executive Committee member	- Saur Group responsible for Finance and Real Estate functions	
Director	- Société Coved - Société CER - Société Sedud	
OTHER OFFICES		

Pascal CÉLÉRIER

Main office within the Company: Director
Member of the Audit and Risks Committee

Born in 1953		Business address:	Caisse régionale de Paris et d'Île-de-France 26, quai de la Rapée 75012 Paris
Date first appointed	November 2013		
Term of office ends	2015		
Number of Crédit Agricole S.A. shares held at 31/12/2013	2,030		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	4,245		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chief Executive Officer	- Caisse régionale de Paris et d'Île-de-France	Non-voting Director	- Crédit Agricole S.A. (2013)
Director	- SAS Rue La Boétie - SAS Sacam Participations - CA Technologies (GIE) - CA Services (GIE) - Coopernic (GIE) - SAS CAAGIS - IFCAM - SAS CA Paiement - SNC CA Cards & Payments - Fia-Net Europe - Gecam (GIE)	Director	- LCL (2011) - BFT (2011) - BFT Gestion (2011) - Crédit Agricole Covered Bonds (2010) - Synergie Services (GIE)
		Permanent representative of Crédit Agricole d'Île-de-France	- SNC Synergie (2011)
		Permanent representative of Crédit Agricole d'Île-de-France	- SNC Espace Diderot (2013)
Deputy Secretary General	- FNCA Board		
Supervisory Board member	- SNC Crédit Agricole Titres		
Member	- Development Orientation Committee (COP) - Customer Relation Commission (FNCA) - Basel Committee		
Permanent representative of Crédit Agricole d'Île-de-France	- CTCAM SA		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			

Jean-Louis DELORME

Main office within the Company: Director
Member of the Strategy Committee

Born in 1950		Business address:	Caisse régionale de Franche-Comté 11, avenue Élisée-Cusenier 25000 Besançon
Date first appointed	February 2012		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	1,403		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Caisse régionale de Franche-Comté - Human Resources Commission (FNCA) - HECA Board of Directors	Non-voting Director	- Crédit Agricole S.A. (2012)
Director	- Banco Popolare FriulAdria - Agrica – CCPMA Retraite - Ifcam	Director	- Camca (2011)
Member	- FNCA Board - Social Relations Commission (FNCA) - BUP Commission (FNCA) - Fomugei Joint Management Committee		
Board Secretary	- Regional Bank Chairmen's Association (FNCA)		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			
Director	- "Notre Maison" (retirement home) - GDFPE		
Member	- Coopérative de fromagerie Erythrônes		
Chairman	- Communauté de communes de la Petite Montagne		
Mayor	- Commune of Aromas (39)		

Laurence DORS

Main office within the Company: Director
Chairwoman of the Compensation Committee -
Member of the Audit and Risks Committee and of the Appointments and Governance Committee

Born in 1956		Business address:	Anthenor Partners 70, boulevard de Courcelles 75017 Paris
Date first appointed	May 2009		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	1,085		
OFFICES HELD AT 31/12/2013		**OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS**	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
IN OTHER LISTED COMPANIES			
Independent Director	- Cap Gemini	Deputy Chief Executive Officer	- Dassault Systems Group (2010)
		Management Committee member and Special advisor to the Chairman	- Renault Group (2010)
		Secretary General and Executive Committee member	- Renault Group (2011)
IN OTHER NON-LISTED COMPANIES			
Independent Director	- Egis SA		
Senior Partner	- Cabinet Anthenor Partners		
OTHER OFFICES			
Director	- Institut français des administrateurs (IFA) - INHESJ		

Véronique FLACHAIRE

Main office within the Company: Director
Member of the Audit and Risks Committee

Born in 1957		Business address:	Caisse régionale Languedoc Avenue du Montpellier-et-Maurin 34970 Lattes
Date first appointed	February 2010		
Term of office ends	2016		
Number of Crédit Agricole S.A. shares held at 31/12/2013	650		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	1,545		
OFFICES HELD AT 31/12/2013		**OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS**	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chief Executive Officer	- Caisse régionale du Languedoc	Manager	- Crédit Agricole S.A.: Regional Bank Relations (2009)
Chairwoman	- Santeffi - Deltager	Chief Executive Officer	- Caisse régionale Charente-Maritime Deux-Sèvres (2012)
Director	- BforBank - CCPMA - HECA - Adicam - National Association of Senior Executives (FNCA) - CA Technologies - CA Services	Chairwoman	- Unexo (2012)
		Director	- Acticam (2012) - Deltager (2013)
Member	- Development Orientation Committee (COP) - Customer Relation Commission (FNCA) - Senior Executives' Commission (FNCA) - Basel Committee - Plenary Committee for Internal Control	Member	- Human Resources Commission (FNCA) (2012) - National Negotiation Commission - (FNCA) (2012) - Finance and Risks Commission (FNCA) - (2013)
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			

Françoise GRI

Main office within the Company: Director
Member of the Strategy Committee

Born in 1957		Business address:	Pierre & Vacances-Center Parcs Group L'Artois-Espace Pont de Flandre 11, rue de Cambrai 75947 Paris Cedex 19
Date first appointed	May 2012		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	2,000		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
IN OTHER LISTED COMPANIES			
Chief Executive Officer	- Pierre & Vacances-Center Parcs Group	Chairwoman	- ManpowerGroup France and Europe (2012)
		Executive Deputy Chairwoman	- ManpowerGroup in charge of Southern Europe (2012)
Independent Director	- Edenred S.A.	Supervisory Board member	- Rexel S.A.(2013)
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			
Director	- Agence française pour les investissements internationaux (AFII)	Member	- Conseil économique, social et environnemental (2013)
Deputy Chairwoman	- Institut de l'Entreprise	Member of the Board of Directors	- STX (2009) - École centrale de Paris (2009)
Co-Chairwoman	- Sup Jobs Committee	Deputy Chairwoman	- "Agir contre l'Exclusion" foundation (2010)
Member	- Corporate Governance High Committee - MEDEF Ethics Committee - Institut Français du Tourisme		

Monica MONDARDINI

Main office within the Company: Director
Chairwoman of the Appointments and Governance Committee

Born in 1960		Business address:	Gruppo Editoriale L'Espresso Ufficio Amministratore Delegato Via C. Colombo 98 00147 Rome
Date first appointed	May 2010		
Term of office ends	2015		
Number of Crédit Agricole S.A. shares held at 31/12/13	500		
OFFICES HELD AT 31/12/2013		**OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS**	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
IN OTHER LISTED COMPANIES			
Deputy Director	- CIR S.p.A - Gruppo Editoriale L'Espresso	Director	- Scor SE (2013)
Director	- Atlantia S.p.A. - Trevi Group S.p.A.		
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			
Director	- Save the Children Italy	Deputy Director	- Generali Espana (2008)

Gérard OUVRIER-BUFFET

Main office within the Company: Director
Member of the Strategy Committee

Born in 1957		Business address:	Caisse régionale Loire Haute-Loire 94, rue Bergson BP 524 42007 Saint-Étienne Cedex 1
Date first appointed	August 2013		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	2,250		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	2,217		

OFFICES HELD AT 31/12/2013		**OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS**	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chief Executive Officer	- Caisse régionale Loire Haute-Loire	Member of the Federal Bureau	- FNCA (2010)
Chairman of the Board of Directors	- SA COFAM (Caisse régionale Loire Haute-Loire subsidiary)	Chairman of the Board of Directors	- Crédit Agricole Assurances (2013) - Pacifica (2013)
Director	- SAS Rue La Boétie - SAS Square Habitat Crédit Agricole Loire Haute-Loire (Caisse régionale Loire Haute-Loire subsidiary) - SAS Edokial - "Espace Solidarité Passerelle"	Member of the Board of Directors	- Crédit Agricole Assurances (2013)
		Chairman of the Audit Committee	- Crédit Agricole Assurances (2011)
		Director	- Predica (2013)
Deputy Chairman of the Federal Bureau	- FNCA		
Chairman of the Executive Committee	- SAS Sacam Square Habitat		
Management Board member	- SAS Uni-Éditions		
Supervisory Board member and Chairman of the Audit Committee	- Crédit du Maroc		
Member	- Economy & Territory Commission (FNCA)		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
Director	- Sacicap Forez-Velay Saint-Étienne (Credit Immobilier/Procivis)	Director	- SA of HLM Cité Nouvelle Saint-Étienne (2013)
OTHER OFFICES			
Permanent representative of Caisse régionale Loire Haute-Loire (Founders' Board) Treasurer	- University Foundation Jean Monnet in Saint-Étienne (University Foundation)	Director	- Entreprises habitat Saint-Étienne (2009)

Marc POUZET

Main office within the Company: Director

Born in 1952		Business address:	Caisse régionale Alpes Provence 25, chemin des Trois-Cyprès Route de Gallice 13090 Aix-en-Provence
Date first appointed	May 2012		
Term of office ends	2015		
Number of Crédit Agricole S.A. shares held at 31/12/2013	1,791		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Caisse régionale Alpes Provence	Director	- LCL (2012)
Deputy Chairman	- FNCA		
Director	- SAS Rue La Boétie - Amundi Group - Crédit Agricole Consumer Finance - Crédit du Maroc		
Member	- Finance and Risks Commission (FNCA) - Crédit Agricole Mutual Life Insurance and Identity Commission (FNCA)		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
Non-voting Director	- Société du Canal de Provence		
OTHER OFFICES			
Founding and Honorary Chairman	- Fédération régionale des industries agroalimentaires (FRIAA) - Bioméditerranée (Biotech Cluster)		
Director	- Paoli-Calmettes Institute (IPC) - UPR PACA (MEDEF, CGPME)		
Deputy Chairman	- Marseille-Provence Chamber of Commerce and Industry		
Member	- MEDEF Permanent Assembly - Sup de Co Board of Directors Marseille: Euromed		

Jean-Claude RIGAUD

Main office within the Company: Director
Member of the Appointments and Governance Committee

Born in 1949		Business address:	Caisse régionale Pyrénées-Gascogne 11, boulevard du Président-Kennedy BP 329 65003 Tarbes Cedex
Date first appointed	May 2012		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	5,410		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Caisse régionale Pyrénées-Gascogne - Ifcam - Crédit Agricole Group Senior Executives Commission	Deputy Chairman	- Camca (2011)
Director	- SAS Rue La Boétie - Amundi Group, member of the Compensation and Appointments Committee - Chairmen's Association (FNCA)		
Treasurer	- FNCA Board		
Member	- National Commission for the Compensation of Senior Executives (FNCA) - Commission for Human Resources and Federal Negotiation Delegation (FNCA) - Human Resources Development Committee (FNCA) - Housing Committee (FNCA) - Agriculture and Food Processing Committee (FNCA)		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
Director	- Bankoa SA (Spain) - Compagnie d'aménagement des Coteaux de Gascogne - Safer Gascogne Haut Languedoc - Grand Sud-Ouest Capital		
OTHER OFFICES			
		Director and member of the Finance Commission	- Chambre d'agriculture du Gers (2013)

Jean-Louis ROVEYAZ

Main office within the Company: Director

Born in 1951		Business address:	Caisse régionale de l'Anjou et du Maine 40, rue Prémartine 72083 Le Mans
Date first appointed	May 2012		
Term of office ends	2015		
Number of Crédit Agricole S.A. shares held at 31/12/13	5,274		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Caisse régionale de l'Anjou et du Maine - Chairmen's Association - Agriculture and Food Processing Committee (FNCA) - SEFA Supervisory Board	Chairman	- Finance and Risks Commission (2011) - SAS Pleinchamp Board of Directors (2012) - Crédit Agricole Home Loan SFH (2012)
Director	- Crédit Agricole CIB - Cariparma - SAS Sacam Machinisme		
Member	- Crédit Agricole Mutual Life Insurance and Identity Commission (FNCA) - Fomugei Joint Management Committee - Economy & Territory Commission (FNCA)		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
Director	- John Deere Financial		
OTHER OFFICES			

Christian STREIFF

Main office within the Company: Director
Member of the Compensation Committee

Born in 1954		Business address:	Safran Group 83, boulevard Exelmans 75016 Paris
Date first appointed	May 2011		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	100		
OFFICES HELD AT 31/12/2013		**OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS**	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
IN OTHER LISTED COMPANIES			
Deputy Chairman of the Board of Directors	- Safran Group	Chairman of the Executive Board	- PSA Peugeot Citroën (2009)
Director	- Thyssenkrupp AG (Germany)	Director	- Finmeccanica S.p.A. (Italy) (2013)
IN OTHER NON-LISTED COMPANIES			
Chairman	- C.S. Conseils		
OTHER OFFICES			
Director	- TI-Automotive (UK) - Bridgepoint		

Christian TALGORN

Main office within the Company: Director
Member of the Compensation Committee and of the Audit and Risks Committee

Born in 1949		Business address:	Caisse régionale du Morbihan Avenue de Kéranguen 56000 Vannes
Date first appointed	May 2010		
Term of office ends	2016		
Number of Crédit Agricole S.A. shares held at 31/12/2013	1,872		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Caisse régionale du Morbihan - Crédit Agricole Mutual Life Insurance and Identity Commission (FNCA)	Director	- SAS Uni Expansion Ouest (2011) - Crédit Agricole en Bretagne
Director	- Crédit Agricole Egypt SAE - Grameen Crédit Agricole Foundation - CCPMA Prévoyance		
Member	- FNCA Board - Economy & Territories Commission (FNCA) - BUP Commission (FNCA)		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			
Chairman	- European Association of Co-operative Banks	Deputy Chairman	- European Association of Co-operative Banks (2012)
Professor of Law	- Université Bretagne Sud		
Member	- European Research Centre at the University of Rennes		

François VEVERKA

Main office within the Company: Director
Chairman of the Audit and Risks Committee, member of the Strategy Committee and the Compensation Committee

Born in 1952		Business address:	Banquefinance Associés 84, avenue des Pages 78110 Le Vésinet
Date first appointed	May 2008		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	761		
OFFICES HELD AT 31/12/2013		**OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS**	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Director	- LCL, Chairman of the Audit and Risks Committee - Crédit Agricole CIB, Chairman of the Audit and Risks Committee - Amundi UK Ltd		
Non-voting Director	- Amundi Group		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
Chairman of the Supervisory Board	- Octofinances	Executive Committee member	- Crédit Foncier de France (2008)
Consultant	- Banking and finance activities (Banquefinance Associés)	Supervisory Board member	- Octofinances (2011)
OTHER OFFICES			
		Member	- Finance Committee, Fondation pour la recherche médicale (2009)
		Teacher	- ESCP-EAP - École polytechnique fédérale, Lausanne (2012)

François HEYMAN

Main office within the Company: Director representing employees of UES Crédit Agricole S.A.

Born in 1959		Business address:	Crédit Agricole S.A. SGL/DCG 12, place des États-Unis 92120 Montrouge
Date first appointed	June 2012		
Term of office ends	2015		
Number of Crédit Agricole S.A. shares held at 31/12/2013	60		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	1,954		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Research and communication campaigns officer, Group Communication division	- Crédit Agricole S.A.		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			
		Federal Secretary	- Fédération Générale Agroalimentaire CFDT (2009)
		Member	- Conseil économique et Social (2009)

Christian MOUEZA

Main office within the Company: Director representing employees of UES Crédit Agricole S.A.

Born in 1957		Business address:	SILCA GDS - 83, boulevard des Chênes 78280 Guyancourt
Date first appointed	June 2012		
Term of office ends	2015		
Number of Crédit Agricole S.A. shares held at 31/12/2013	-		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	119		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
IT resource manager	- Silca	IT production assistant	- Crédit Agricole S.A. (2009)
		IT site manager	- Silca (2013)
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			

Xavier BEULIN

Main office within the Company: Director representing the professional agricultural organisations

Born in 1958		Business address:	FNSEA 11, rue de la Baume 75008 Paris
Date first appointed	September 2011		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	50		
OFFICES HELD AT 31/12/2013		**OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS**	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Director	- Cacif		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
Chairman	- Sofiprotéol		
Deputy Chairman	- Copa-Cogeca		
OTHER OFFICES			
Chairman	- FNSEA - Conseil Economique et social régional du Centre - EOA (European Oilseeds Alliance) - Grand port maritime de La Rochelle	Chairman	- Board of Directors, France AgriMer (National Institute for Agricultural Products and Seafoods) (2010)
Chairman of the Supervisory Board	- Institut de Prospective économique du monde méditerranéen (IPEMED)	First Deputy Chairman	- FNSEA and Chairman of the Specialised Associations Co-ordinating Committee (2010) - Chambre régionale d'agriculture du Centre (2013)
Assistant Secretary	- Chambre régionale d'agriculture du Centre	Deputy Chairman	- Cetiom (Mainland France Inter-professional Oilseeds Technical Centre) (2009)
Deputy Chairman	- FDSEA du Loiret - Departmental Chamber of Agriculture, Loiret		
Director	- Foundation for World Agriculture and Rural Life (FARM)		

François MACÉ

Main office within the Company: Non-voting Director

Born in 1955		Business address:	Caisse régionale Nord de France 10, square Foch BP 369 59020 Lille Cedex
Date first appointed	November 2013		
Term of office ends	2014		
Number of Crédit Agricole S.A. shares held at 31/12/2013	3,890		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	7,193		

OFFICES HELD AT 31/12/2013		**OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS**	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chief Executive Officer	- Caisse régionale Nord de France	Chief Executive Officer	- Caisse régionale de Champagne Bourgogne (2010)
Chairman	- Sacam Machinisme - Crelan (formerly Crédit Agricole Belge)	Director	- Crédit Agricole CIB and member of the Audit Committee (2013) - Crédit Agricole Technologies (2010) - Crédit Agricole Services (2010) - SAS Pleinchamp (2010) - CASD (Crédit Agricole Solidarité Développement) (2008) - SAS Fireca (2010)
Director	- CA Consumer Finance and Chairman of the Audit Committee - CAMCA - CACIF - Crédit Agricole Risk Insurance - Crédit Agricole Srbija (Serbia)	Permanent representative	- Caisse régionale de Champagne Bourgogne (2010) - Vitagora (2012) - PRES Bourgogne Franche Comté (2012) - SAEM du Grand Dijon (2012) - Technopole Agronov (2012)
Member	- CA Titres (Supervisory Board) - Uni-Éditions (Management Board) - Senior Executives' Commission (FNCA) - Finance and Risks Commission (FNCA)		
Permanent representative	- Caisse régionale Nord de France: - Chairman of Nord de France Immobilier - Chairman of Nord Capital Investissement		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
Chairman	- John Deere Financial - Foncière de l'Erable		
Director	- SAS Nacarat - *La Voix du Nord*		
OTHER OFFICES			

François THIBAULT

Main office within the Company: Non-voting Director

Born in 1955		Business address:	Caisse régionale Centre Loire 8, allée des Collèges 18000 Bourges
Date first appointed	May 2012		
Term of office ends	2015		
Number of Crédit Agricole S.A. shares held at 31/12/2013	895		
OFFICES HELD AT 31/12/2013		**OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS**	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Caisse régionale Centre Loire - Customer Relation Commission (FNCA) - Foncaris - Development Orientation Committee (COP) - BUP Commission (FNCA) - Camca - GIE Car Centre - SAS Centre Loire Expansion	Director	- CA Consumer Finance (2011)
Director	- Crédit Agricole CIB - Sacam Centre	Member	- Fireca Strategy Committee (2012)
Member	- Supervisory Board of CA Bank Polska (Poland) - Senior Executives' Commission (FNCA) - Crédit Agricole Mutual Life Insurance and Identity Commission (FNCA)		
IN OTHER LISTED COMPANIES			
IN OTHER NON-LISTED COMPANIES			
OTHER OFFICES			
Member	- CNMCCA		

Information on Executives

Jean-Paul CHIFFLET

Main office within the Company: Chief Executive Officer
Chairman of the Management Committee and Executive Committee

Born in 1949		Business address:	Crédit Agricole S.A. 12, place des États-Unis 92120 Montrouge
First appointment as Chief Executive Officer	March 2010		
Number of Crédit Agricole S.A. shares held at 31/12/2013	55,373		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	11,048		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chief Executive Officer	- Crédit Agricole S.A.	Director, Vice-Chairman	- Crédit Agricole S.A. (2010)
Chairman	- Crédit Agricole CIB - LCL - Amundi Group	Chairman	- SAS Sacam Développement (2010)
		Deputy Chairman	- SAS Rue La Boétie (2010)
		Chief Executive Officer	- Caisse régionale Centre-Est (2010) - SAS Sacam International (2010)
		Management Committee member	- SARL Adicam (2010) - GIE Gecam (2010)
		Permanent Representative, Sacam Développement, Director	- LCL (2010)
		Secretary General and Board member	- FNCA (2010)
		Director	- GIE AMT (2010) - SAS Sacam Participations (2010) - Scicam (2010) - CAF (Switzerland) - Siparex (2010)
IN OTHER LISTED COMPANIES			
Director	- Bouygues		
IN OTHER NON-LISTED COMPANIES			
Advisory Board	- Livelihoods fund (Sicav)		
OTHER OFFICES			
Member	- Executive Committee of the Fédération bancaire française	Director	- Lyon Place Financière et Tertiaire
		Deputy Chairman	- Comité des banques de la région Rhône-Alpes
Member	- Conseil d'orientation de Paris Europlace	Member	- Conseil économique, social et environnemental (2010)
		Chairman	- Executive Committee of the Fédération bancaire française (2013)
		Founding Chairman	- Rhône-Alpes IMS, "Entreprendre pour la cité"

Jean-Yves HOCHER

Main office within the Company: Deputy Chief Executive Officer, responsible for Corporate and investment banking and private banking
Member of the Management Committee and Executive Committee

Born in 1955		Business address:	Crédit Agricole S.A. 12, place des États-Unis 92120 Montrouge
First appointment as Deputy Chief Executive Officer	October 2008		
Number of Crédit Agricole S.A. shares held at 31/12/2013	25,,176		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	18,986		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chief Executive Officer	- Crédit Agricole CIB	Chairman of the Board of Directors	- CA Cheuvreux (2013) - Crédit Agricole Assurances (2008) - FGA Capital S.p.A. (2008) - Sofinco (2008) - Finaref (2008)
Chairman	- Crédit Agricole Private banking	Chairman-Director	- Crédit Agricole Consumer Finance (2011)
Director	- CA Indosuez Private Banking (ex-BGPI)	Vice-Chairman-Director	- Pacifica (2008) - Predica (2011)
		Director	- CLSA BV (2013) - Stichting CLSA Foundation (2012)
		Chairman of the Supervisory Board	- Eurofactor (2008) - Unipierre Assurances (2008)
		Supervisory Board member	- Korian (2008)
		Non-voting Director	- Crédit Agricole Assurances (2011)
		Director	- ASF (2008) - Attica (2008) - Crédit Agricole Leasing (2008) - Camca (2008) - Médicale de France (2008) - Creserfi, Permanent Representative of Sofinco (2008) - Fireca (2010) - Cedicam (2010) - Crédit Agricole CIB (2010) - Crédit Agricole Creditor Insurance (2011) - Crédit Agricole Leasing & Factoring (2011) - Amundi Group (2011) - Crédit Agricole Assurances Italia Holding (SpA) (2011) - CACEIS (2011) - Emporiki Bank (2012) - Newedge Group (2013)
		Chief Executive Officer	- Predica (2008)
		Non-voting Director	- Siparex, Permanent Representative of Predica (2008) - Management Committee, Cedicam (2009) - Pacifica (2009)
IN OTHER LISTED COMPANIES			
		Director	- Gecina, Permanent Representative of Predica (2009) - Banco Espirito Santo (2011)
IN OTHER NON-LISTED COMPANIES			
		Director	- Bespar (2011)
		Non-voting Board Member	- Siparex, permanent representative of Predica (2008)
OTHER OFFICES			
Director	- Agro Paris Tech (EPCSCP)	Supervisory Board member	- Fonds de garantie des dépôts (2011)
		Member of the Board and Executive Committee member	- FFSA (2008)
Member	- MEDEF General Assembly	Chairman	- Groupement français des bancassureurs (2008)

Bruno de LAAGE

Main office within the Company: Deputy Chief Executive Officer, responsible for Retail banking in France, Specialised financial services and Group Payments
Member of the Management Committee and Executive Committee

Born in 1951		Business address:	Crédit Agricole S.A. 12, place des États-Unis 92120 Montrouge
First appointment as Deputy Chief Executive Officer	February 2010		
Number of Crédit Agricole S.A. shares held at 31/12/2013	21,756		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Crédit Agricole Consumer Finance - Uni-Éditions	Chief Executive Officer	- Caisse régionale de l'Anjou et du Maine (2010)
		Chairman	- SAS John Deere Crédit (2008) - GIE Atlantica (2009) - SAS BforBank (2010) - Cedicam (Acting Chairman) (2011)
Director	- LCL - BforBank - Crédit Agricole Creditor Insurance - Fireca - Crédit Agricole Leasing & Factoring - CA Cards & Payments (formerly Cedicam) - SAS CA Paiement - Fia-Net Europe	Supervisory Board member	- Crédit du Maroc (2012)
		Director – Vice-Chairman	- Crédit Agricole Egypt SAE (2012)
		Deputy Chairman	- UBAF (2012)
		Deputy Secretary General	- FNCA (2010)
Non-voting Director	- Crédit Agricole Assurances	Director	- SAS Rue La Boétie (2010) - Crédit Agricole Titres (SNC) (2008) - Crédit Agricole Capital-Investissement et Finance (2008) - GIE Atlantica (2010) - Uni Expansion Ouest (2010) - Crédit Agricole S.A. (2010) - Cariparma (2012) - Emporiki Bank (2013)
		Management Committee Member	- Adicam SARL (2007)
IN OTHER LISTED COMPANIES			
Director – Vice-Chairman	- Banco Espirito Santo		
IN OTHER NON-LISTED COMPANIES			
Director	- Bespar	Director	- Euro Securities Partners (2008)
Chairman of the Board of Directors	- Groupement des cartes bancaires		
OTHER OFFICES			
Supervisory Board member	- Deposit guarantee funds	Chairman	- Vegepolys (2011)

Michel MATHIEU

Main office within the Company: Deputy Chief Executive Officer, responsible for Group Central functions
Member of the Management Committee and Executive Committee

Born in 1958		Business address:	Crédit Agricole S.A. 12, place des États-Unis 92120 Montrouge
First appointment as Deputy Chief Executive Officer	February 2010		
Number of Crédit Agricole S.A. shares held at 31/12/2013	8,478		
FCPE (employee share ownership plan) shares invested in Crédit Agricole S.A. shares	2,770		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Chairman	- Lesica	Chief Executive Officer	- Caisse régionale du Languedoc (2010)
Director	- Crédit Agricole CIB - Cariparma - LCL - Predica	Supervisory Board member	- Crédit Agricole Private Equity (CAPE) (2012)
Member	- Joint Commission for Senior Executives (FNCA)	Director	- CACEIS (2013) - Crédit Agricole S.A. (2010) - Friulia S.p.A. (2010) - Ifcam (2010) - Deltager (2010) - Crédit Agricole Solidarité et Développement (2010) - GIE EXA (permanent representative of Caisse régionale du Languedoc) (2010) - Amundi Group (2012) - Crédit Agricole Assurances (2012) - CACI (2012) - Pacifica, representative of Crédit Agricole S.A. (2012) - CACEIS (2013)
Supervisory Board member permanent representative of Crédit Agricole S.A., Manager	- Silca	Member	- FNCA Office (2010)
		Supervisory Board member	- SNC Crédit Agricole Titres (2010) - Sofilaro (2011)
IN OTHER LISTED COMPANIES			
Supervisory Board member	- Eurazeo	Director	- Banco Espirito Santo (2012)
IN OTHER NON-LISTED COMPANIES			
		Director	- Bespar (2012)
OTHER OFFICES			

Xavier MUSCA

Main office within the Company: responsible for International retail banking, asset management and insurance
Member of the Management Committee and Executive Committee

Born in 1960		Business address:	Crédit Agricole S.A. 12, place des États-Unis 92120 Montrouge
First appointment as Deputy Chief Executive Officer	July 2012		
Number of Crédit Agricole S.A. shares held at 31/12/2013	1,000		

OFFICES HELD AT 31/12/2013		OTHER OFFICES HELD WITHIN THE PAST FIVE YEARS	
IN CRÉDIT AGRICOLE GROUP COMPANIES			
Director	- Amundi Group - Crédit Agricole Assurances - Crédit Agricole Creditor Insurance - Cariparma - CACEIS		
Deputy Chairman of the Supervisory Board	- Crédit du Maroc		
Director, Vice-Chairman	- Predica - Crédit Agricole Egypt SAE - UBAF		
Director, permanent representative of Crédit Agricole S.A.	- Pacifica		
IN OTHER LISTED COMPANIES			
Director	- Banco Espirito Santo	Director	- Gaz de France (2009)
		Supervisory Board member	- CNP Assurances (2009)
IN OTHER NON-LISTED COMPANIES			
Director	- Bespar	Chairman	- EU Economic and Financial Committee (2009) - Club de Paris (2009)
OTHER OFFICES			

TRADING IN THE COMPANY'S SHARES

Summary of trading in the Company's shares by executives of Crédit Agricole S.A. and other persons covered by Article L. 621-18-2 of the French Monetary and Financial Code during 2013, for transactions exceeding an aggregate ceiling of €5,000 (pursuant to Article L. 621-18-2 of the French Monetary and Financial Code and Article 223-26 of the General Regulations of the *Autorité des marchés financiers* (AMF).

In accordance with Article 223-22 of the AMF's General Regulations, these trades have been reported to the AMF.

Name and position	Trading by members of the Board of Directors and by any persons related thereto
	No transactions completed during the period

Specific measures concerning restrictions on or operations by Directors with regard to trading in the Company's shares:

Because each Director, by definition, is a "permanent insider", the rules on "windows" for subscription/prohibition against trading in Crédit Agricole S.A. shares apply to each Director. The dates corresponding to these windows are communicated to the Directors at the beginning of each financial year.

Name and position	Trading in the Company's shares by Executive Corporate Officers on a personal basis, and by any persons related thereto
Michel Mathieu Deputy Chief Executive Officer	Sale of 15,020 shares for €121,809 (1 transaction)
Xavier Musca Deputy Chief Executive Officer	Subscription of 1,000 shares for €6,167 (1 transaction)

The Company's Board of Directors comprises twenty-one Directors, including one Corporate Officer of SAS Rue la Boétie, which is owned by the Regional Banks and owns 56.18% of Crédit Agricole S.A., and ten Corporate Officers of the Regional Banks in which Crédit Agricole S.A. is shareholder at approximately 25%. The Regional Bank representatives therefore hold a majority of the seats on the Board. This illustrates the will to give the Regional Banks a broad representation and reflects Crédit Agricole Group's decentralised structure.

The interests of the Regional Banks and of SAS Rue la Boétie could differ from those of Crédit Agricole S.A. or of other Crédit Agricole S.A. shareholders. This could lead to potential conflicts of interests between the duties to Crédit Agricole S.A. of persons serving as both Director of Crédit Agricole S.A. and Corporate Officer of SAS Rue la Boétie or of a Regional Bank and their duties to SAS Rue la Boétie or to a Regional Bank. For information, it is noted that Crédit Agricole S.A. acts as the central body for the Regional Banks, in accordance with the provisions of Articles L. 511-30 to L. 511-32 and L. 512-47 to L. 512-54 of the French Monetary and Financial Code.

The Board of Directors currently has six independent Directors, *i.e.* one third in line with the recommendation of the AFEP/MEDEF Code of Corporate Governance regarding companies controlled by a majority shareholder. Three of the four Specialised Committees (Audit and Risks, Compensation, Appointments and Governance) are chaired by an independent Director. Consequently, after reviewing the situation with respect to the Directors in the light of the AFEP/MEDEF independence criteria, the Board concluded that the existing operation enabled the Board and its Committees to fulfil their duties with the required effectiveness, objectivity and independence, particularly with respect to preventing potential conflicts of interest, and to the equitable consideration of all shareholders' interests.

There exist no **service contracts** between the members of the administrative or management bodies and Crédit Agricole S.A. or any of its subsidiaries that grant benefits to such members.

To the Company's knowledge, there are no **family ties** among the Corporate Officers, Directors, Chief Executive Officer and Deputy Chief Executive Officers of Crédit Agricole S.A.

Crédit Agricole S.A. complies with the **corporate governance regulations** applicable in France, as described in the report of the Chairman of the Board of Directors submitted to the shareholders at the General Meeting of Shareholders of 21 May 2014, which is produced in full in this registration document. The AFEP/MEDEF Code revised in June 2013 is the Company's reference code for the purposes of preparing the report stipulated in Article L. 225-37 of the French Commercial Code.

To the Company's knowledge, at this date, no member of an administrative or management body of Crédit Agricole S.A. has been convicted in relation to fraudulent offences during the last five years.

To the Company's knowledge, at this date, no member of an administrative or management body of Crédit Agricole S.A. has been associated with any bankruptcy, receivership or liquidation during the last five years.

Details of any official charges and/or sanctions ruled against any member of an administrative or management body

No member of the administrative or management bodies of Crédit Agricole S.A. has been disqualified by a court from acting as a member of an administrative or management body or from participating in the management or running of Crédit Agricole S.A. within at least the last five years.

Management bodies at 17 March 2014

COMPOSITION OF THE MANAGEMENT COMMITTEE

Jean-Paul CHIFFLET	Chief Executive Officer
Jean-Yves HOCHER	Deputy Chief Executive Officer, Responsible for Corporate and investment banking and private banking
Bruno de LAAGE	Deputy Chief Executive Officer, Responsible for French Retail Banking, Specialised financial services and Group Payments
Michel MATHIEU	Deputy Chief Executive Officer, Responsible for Group Central functions
Xavier MUSCA	Deputy Chief Executive Officer, Responsible for International retail banking, asset management and insurance
Joseph d'AUZAY	Secretary General of Crédit Agricole S.A.
Pierre DEHEUNYNCK	Head of Group Human Resources
Bernard DELPIT	Group Chief Financial Officer
Philippe DUMONT	Chief Executive Officer of Crédit Agricole Consumer Finance
Olivier GAVALDA	Head of Regional Banks division
Jérôme GRIVET	Chief Executive Officer of Crédit Agricole Assurances
Yves NANQUETTE	Chief Executive Officer of LCL
Yves PERRIER	Head of asset management, securities and investor services
Hubert REYNIER	Head of Group Risk Management and Permanent Controls

COMPOSITION OF THE EXECUTIVE COMMITTEE

The Executive Committee is composed of the members of the Management Committee, plus:

Jérôme BRUNEL	Head of Public affairs
Philippe CARAYOL	Chief Executive Officer of Crédit Agricole Leasing & Factoring
Julien FONTAINE	Head of Group strategy
Christophe GANCEL	Head of private banking
Isabelle JOB-BAZILLE	Head of economic research
Jean-Christophe KIREN	Head of Group Payments
Giampiero MAIOLI	Head of Crédit Agricole S.A. Group in Italy
Jean-Paul MAZOYER	Head of Group IT and Industrial Projects
Marc OPPENHEIM	Head of International retail banking

Compensation policy

This section has been prepared with the assistance of the Compensation Committee.

CRÉDIT AGRICOLE S.A. COMPENSATION POLICY

General principles applicable to all Crédit Agricole S.A. employees

Crédit Agricole S.A. has established a responsible compensation policy aimed at rewarding individual and Group performance over time, while reflecting the values of the Group and respecting the interests of all stakeholders, be they employees, customers or shareholders.

In line with the specific characteristics of its business lines, legal entities and legislation in local markets, the Group's compensation system aims to offer competitive compensation relative to its benchmark markets to attract and retain the best talent. Compensation is dependent on individual performance, but also the overall performance of the business lines. Lastly, the compensation policy aims to limit excessive risk-taking.

Crédit Agricole S.A.'s compensation policy must also be seen within a closely regulated environment specific to the banking sector.

EUROPEAN DIRECTIVES REGULATING COMPENSATION POLICY IN THE BANKING SECTOR

- The European CRD III directive, adopted in 2010, regulates compensation of members of executive bodies (including the Group's Corporate Officers), risk-takers and control functions in financial institutions. It imposes rules on the structuring of their compensation to take long term performance into account and thereby reduce behaviour that could increase the bank's risk profile.
- The regulation also requires strengthened internal governance and more stringent control of compensation by the banking supervisory authorities in each EU member state.
- CRD III is transposed into French law by CRBF Regulation No.97-02 relative to internal control of credit institutions and investment firms.
- The European CRD IV package, adopted on 26 June 2013, strengthens the regulation of risk-takers by introducing a maximum ratio between variable and fixed compensation.

Total compensation paid to employees of Crédit Agricole S.A. comprises the following elements:

- fixed compensation;
- annual variable compensation;
- collective variable compensation (incentive plans and profit-sharing in France, profit-sharing in other countries);
- long term variable and deferred compensation subject to performance conditions;
- peripheral compensation (supplementary pension and health insurance plans).

All or part of this package may be offered to each employee, according to their level of responsibility, skills and performance.

In each of its business lines, Crédit Agricole S.A. regularly reviews practices in other French, European and global financial groups so that its compensation structure can support its aspirations to attract and retain the talent and skills the Group needs.

Fixed compensation

Skills and responsibility level are rewarded by a basic salary in line with the specific characteristics of each business line in its local market.

Annual variable compensation

Variable compensation plans linked to performance are structured on the basis of attaining targets and the results of the entity, aligning employees' interests with those of the Group and its shareholders.

Variable compensation is related directly to annual performance and the impact on the establishment's risk profile. Unsatisfactory performance, failure to comply with rules and procedures or high-risk behaviours therefore have a direct impact on variable compensation.

Variable compensation is set in accordance with regulatory principles. It is defined in such a way that it does not hinder the ability of Group entities to strengthen their solvency when necessary. It takes all risks into account, including liquidity risk, as well as the cost of capital.

In each business line and in line with market practices, two types of variable compensation systems exist within Crédit Agricole S.A.:

- individual variable compensation for the central functions, retail banking and specialised business lines (insurance, leasing and factoring, consumer finance);
- and bonuses in corporate and investment banking, private banking, asset management and private equity.

INDIVIDUAL VARIABLE COMPENSATION

Individual variable compensation measures individual performance, on the basis of the attainment of individual and/or collective objectives. Performance is assessed by precise measurement of the results obtained relative to specific annual objectives (how much), taking into account the conditions in which the objectives were achieved (how).

The objectives are described precisely and are measurable over the year. The objectives should take into account customer, employee and societal dimension of the activities.

The extent to which objectives are attained or surpassed is the key criterion for the allocation of individual variable compensation, in addition to a qualitative evaluation focusing on how the targets were achieved (examining criteria such as autonomy, engagement, uncertainty and the general context, amongst others), and in light of consequences for other stakeholders in the Company (managers, colleagues, other sectors, etc.). Inclusion of these various aspects enables individual variable compensation to be differentiated according to performance.

BONUS

Bonuses are related directly to the entity's financial results. They are determined according to a procedure comprising several stages.

1/ The total amount allocated to the payment of bonuses is determined by entity, according to two types of criteria:

- quantitative criteria

  Each entity determines the amount of its business line contribution, *i.e.* its capacity to fund bonuses, taking into account the cost of risk, the cost of capital and the cost of liquidity, using the following calculation:

  Revenues[1]
  − direct and indirect expenses before bonuses
  − cost of risk
  − cost of capital before tax.
  = Contribution

- qualitative criteria

  To determine the distribution ratio for the contribution, *i.e.* the total available for bonuses, each entity must assess the level of distribution it wants to apply by evaluating the entity's economic performance and comparing practices in competing companies operating in comparable businesses.

2/ The individual allocation of this budget is determined according to the following principles:

Individual bonus allocations are correlated with a formal individual annual performance appraisal, which looks at the achievement of both quantitative and qualitative objectives. In this way, there is no direct, automatic link between an employee's financial results and variable compensation, inasmuch as variable compensation is determined by looking at a combination of the employee's performance, the results of the business and the conditions under which these results were attained.

Similarly to individual variable compensation, targets are clearly defined and measureable over the year.

Qualitative objectives are individualised, related to the professional activity and to the level of responsibility. They include the quality of risk management, behaviour and resources implemented to achieve the results, such as cooperation, teamwork and people management.

In addition to the individual appraisal carried out each year by line management, the Human Resources department, the Group Risk Management and Permanent Controls department and the Compliance department conduct an independent assessment of potentially high-risk behaviour by these employees. If evidence of excessive risk-taking is found, there is a direct impact on variable compensation.

Collective variable compensation

Crédit Agricole S.A. aims to ensure that all employees share in the results of collective performance. Accordingly, mechanisms for the allocation of collective variable compensation (profit-sharing and incentive plans) extend to the majority of Group entities in France. Similar mechanisms, to ensure results are shared amongst all employees, have been developed in a number of international entities (notably in Cariparma in Italy and Crédit Agricole Egypt).

Employee shareholding in Crédit Agricole S.A.

Crédit Agricole S.A. introduced extensive bonus share plans to allow all employees to participate in the Company's success, to motivate them around a common aim, to reinforce the sense of belonging to the Group and to share a financial communication which enhances the economic knowledge of all employees.

A 2011 plan provides for individual grants of 60 shares each to all Group employees worldwide, on a strictly egalitarian basis.

The characteristics of the plan, established at the same time as the executive share plan, are typical of a large-scale plan, including a lower share grant value, since there are no performance conditions attached at the end of the vesting period.

(1) It being understood that, by definition, Revenues are calculated net of the cost of liquidity.

In November 2013, almost 60,000 employees received 60 bonus shares. The 2013 bonus share grant concerned nine countries (among them France, Italy and Poland) and includes a lock-up period (of at least two years, as required by law). In other countries (more than 20,000 beneficiaries), the schedule was adjusted to the local fiscal environment. In these countries the award will be made in November 2015, but with no lock-up period.

Compensation policy for Crédit Agricole S.A. Executive managers

The Group's 600 executive managers are members of the Management teams and break down into two management circles:

- executives in the first circle prepare the definition of strategy for their business line or a Group cross-cutting function and steer implementation, in line with Group strategy;
- at the second circle, executives are responsible for defining functional or operational policies that have a strategic impact on their businesses.

The variable compensation policy established by Crédit Agricole S.A. for executive managers is an innovative one, aimed at:

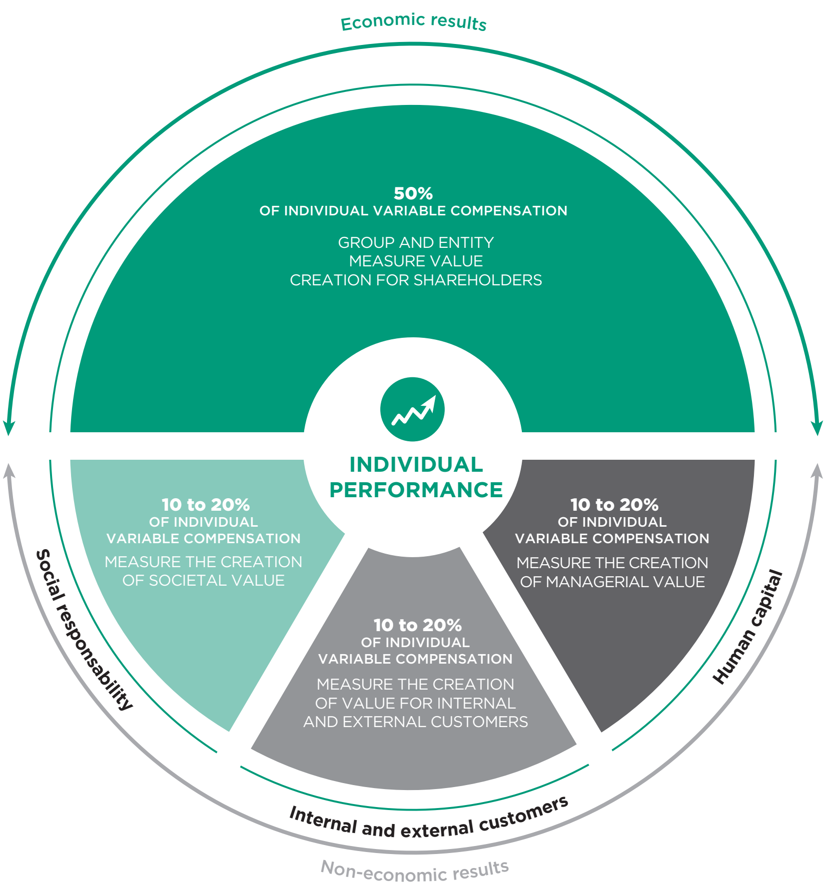
- correlating compensation levels with actual performance in the long term;
- aligning management interests with those of the Crédit Agricole S.A. ecosystem, by differentiating between individual and collective objectives and linking economic and non-economic performance (customer satisfaction, management efficiency and impact on society).

Annual variable compensation

All Crédit Agricole S.A. executive managers, including its Executive Corporate Officers, are eligible for the Group variable compensation plan. They benefit from a common plan, with the same rules applied across the Group.

Annual variable compensation is calculated based on two sets of criteria:

- economic criteria (50%), within the scope of Crédit Agricole S.A. and the scope of the executive manager's responsibility;
- non-economic criteria (50%), broken down between:
  - development of human capital,
  - value creation for external and internal customers,
  - societal value creation, in line with Crédit Agricole S.A.'s mutualist and cooperative dentity.



- Measure the satisfaction of services and advices provided
- Measure the social responsibility, respect for values exceeding legal obligations, environmental impact, partnerships, ethics, etc.
- Measure the ability to attract, develop and retain employees

The amounts of annual variable compensation are calculated as a percentage of base salary. Target bonus increases in line with responsibility levels.

A part of the financial objectives set for each executive manager, whatever his/her business line or function, is based on Group-wide criteria, commensurate with his/her level of responsibility. The other part is based on the financial objectives of his her entity.

Long term variable compensation

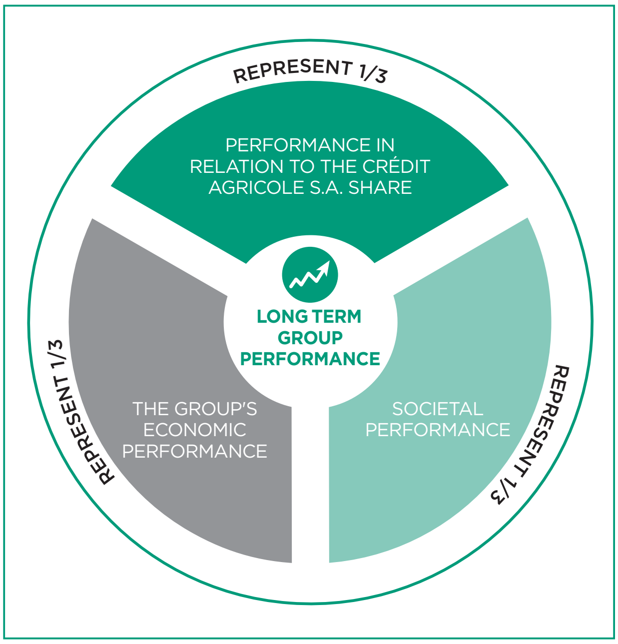
Crédit Agricole S.A.'s compensation policy aims to reward performance in the long term.

Crédit Agricole S.A. established a long term incentive plan in 2011 to reward long term performance and to strengthen the link with compensation, in particular by taking the entity's societal impact into consideration.

The long term variable compensation plan for executive managers is a non-qualified share-based plan allocated in performance shares.

Amounts are deferred over three years. One-third vests each year, subject to performance conditions and according to the following criteria:

- the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.;
- the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks;
- the societal performance of Crédit Agricole S.A. measured by the FReD index.



The members of the Crédit Agricole S.A. Executive Committee and the Group's top managers are eligible for this long term plan, with the allocation determined on an annual basis by the Group Chief Executive Officer.

Supplementary pension schemes

A number of Crédit Agricole S.A. executive managers are members of supplementary pension schemes, comprising a combination of defined-contribution plans and a top-up type defined-benefit plan:

- the aggregate contributions to the two defined-contribution supplementary pension plans (the branch scheme and the Company scheme), are equal to 8% of gross salary capped at eight times the social security cap (of which 5% is paid by the employer and 3% by the beneficiary);
- the rights to the defined-benefit top-up scheme are determined after the rights paid under the defined-contribution plans. Defined-benefit plan top-up rights are equal, subject to the condition of presence at the end of the period, to the multiple of a pension rate of 0.125% to 0.30% per quarter of seniority, up to a maximum of 120 quarters, and the reference compensation.

The reference compensation is defined as the average of the highest gross annual compensation for three out of the last 10 years of service in Crédit Agricole entities, including both fixed and variable compensation, with the latter capped at between 40% and 60% of fixed compensation, according to the last salary level.

In all cases, at the settlement date, the total retirement annuity of all schemes is capped at twenty-three times the annual social security cap on this date and at 70% of the reference compensation.

Governance of compensation

The Group exercises oversight of all Group entities to ensure consistent compliance with Group-wide guidelines and rigorous application of compensation policies and procedures.

The Crédit Agricole S.A. Compensation Committee prepares opinions Group compensation policy and presents them to the Board of Directors, providing such information as may be necessary for the Board to make informed decisions. It monitors and implements compensation policy, overall and by major business line.

Each entity provides the Compensation Committee with the information it requires to fulfil its role, through the intermediary of the Group Human Resources department.

Moreover, in accordance with regulatory requirements, Group control functions play a role in the process of reviewing variable compensation in the Group, specifically for regulated employees. This applies primarily to:

- the Group Human Resources department;
- the Group Risk Management and Permanent Controls department;
- the Group Compliance department;
- the Group Finance department;
- and the Group Control and Audit function.

The Group Risk Management and Permanent Controls department and Group Compliance department exercise their control function through the Compensation Policies Control Committee, which includes members of each of these departments and the Group Human Resources department.

This Committee issues an opinion on the compensation policy formulated by the Group Human Resources department, before it is presented to the Compensation Committee and then submitted to the Board of Directors for consideration.

The role of the Compensation Policies Control Committee is:

- to inform Group control functions on general policy issues to be presented to the Compensation Committee, a prerequisite for fulfilling the duty to provide warning;
- to ensure the validity of the principles applied to implement the compensation policy within the Group, in light of the new regulatory requirements;
- to assess compliance with the stated rules in implementing policy in all entities: definition of regulated personnel; principles of calculation of the total available for variable compensation; management of behaviour that fails to comply with the rules to be taken into consideration for the determination of variable compensation for the current year or for previous years;
- to coordinate actions to be introduced in the entities by the Risk Management and Compliance functions.

The Finance department validates the terms and conditions for determining the total amount available for variable compensation, taking the full range of risks into account. It also ensures that variable compensation does not hinder the ability of Group entities to strengthen their solvency.

The Group Control and Audit function carries out an a posterior audit on an annual basis examining the definition and implementation of compensation policy.

IMPORTANT TO KNOW

- A responsible compensation policy reflecting the Group's values.
- A regulatory framework specific to the banking sector.
- Rewarding individual and collective performance in both the short and long term.
- Strict internal and external oversight of compensation policy.

COMPENSATION OF RISK-TAKERS

The compensation policy that applies to risk-takers is aligned with the Group's general principles and stems from a highly controlled regulatory environment that imposes rules on the structure of their compensation.

Scope of regulated employees

DEFINITION OF RISK-TAKERS

Any employee whose professional activities have a material impact on the bank's risk profile is considered to be a risk-taker.

The French CRBF Regulation No.97-02 stipulates the following definition of regulated employees:

- members of executive bodies;
- risk-takers;
- employees carrying out control functions;
- all employees with an overall level of compensation comparable to the three categories above.

All Group companies falling within the scope of CRBF Regulation No.97-02 relating to internal control of credit institutions and investment firms are concerned, as well as the Group's insurance activities (CAA and subsidiaries). According to the materiality principle, subsidiaries are not concerned if the powers delegated to them to commit the parent company are less than €10 million.

The rules for oversight of compensation apply to the following generic functions in Group entities included within the scope of Regulation No.97-02:

- At Group level;
  - Executive Corporate Officers,
  - all members of the Executive Committee,
  - Heads of central functions responsible for finance, legal affairs, taxation, human resources, information technology, financial control, economic analysis and business continuation plan,
  - Corporate Officers of subsidiaries;
- Senior executives of Business Units;
- Heads of control functions (Risk, Compliance and Audit);
- Chief Financial Officers;
- employees who,individually or jointly, benefit from delegations of powers for commitments in excess of 0.25% of the Common Equity Tier One (CET1) of the first ranking subsidiary and in excess of the €10 million materiality threshold defined by the Group;
- employees who, individually or jointly, have a trading book commitment capacity equivalent to 10% of the Value At Risk (VaR) of their entity. According to the materiality principle, this only concerns staff of the two largest contributors to Group VaR, namely CA CIB and Crédit Agricole S.A. UES (FIN/EX team);
- employees whose total remuneration awarded exceeds €500,000 over one of the two years prior to the financial year in question.

This scope definition may be adapted outside France to local application of the rules of the European CRD III directive.

Entities are responsible for determining which employees fall within the category of regulated employees, in the framework of the internal control procedure for compensation policies. The sequence is as follows:

- each year, the Human Resources department in each Group entity puts forward a list of employees within its scope who are identified as regulated employees;
- it submits this list to an ad hoc Committee within the entity and including the Risk, Compliance and Human Resources departments for approval, according to the rules and principles set out above;
- when the lists have been approved and the minutes of the ad hoc Committee Meetings drawn up, these are sent promptly to the Group Human Resources department for consolidation and to check compliance with the Group's principles and rules on compensation.

The lists are then submitted to the Crédit Agricole S.A. Compensation Committee.

Compensation policy for regulated employees

THE RULES GOVERNING COMPENSATION OF RISK-TAKERS STEM FROM CRBF REGULATION NO.97-02

- A substantial portion of compensation must be variable and paid based on criteria and indicators designed to measure individual and collective performance.
- At least 40% of variable compensation must be deferred over a minimum period of three years and paid subject to performance conditions.
- At least 50% of variable compensation must take the form of shares or share-linked instruments.
- Shares may only vest after a holding period.
- Guaranteed bonuses are prohibited.

The Group policy complies with all rules set out in the regulations.

Pursuant to its regulatory obligations, the main features of Group compensation policy for risk-takers are:

- a portion of variable compensation is deferred over three years and is acquired in tranches subject to performance conditions;
- part of variable compensation is paid in Crédit Agricole S.A. shares or instruments linked to the Crédit Agricole S.A. share;
- acquisition of each deferred tranche is followed by a six-month lock-up period. Part of non-deferred compensation is also locked up for six months.

Rules for deferred payments

The system is designed to provide incentives for employees to focus on the medium term performance of the Group and control of risks.

In practice, and in view of the proportionality principles, employees whose bonus or variable compensation is less than €120,000 are excluded from the scope of the deferred compensation rules, in all Group entities, unless otherwise stipulated by the regulatory authorities in the countries in which the Group's subsidiaries are located.

The deferred portion is determined based on the overall variable compensation awarded for the financial year.

Overall variable compensation in respect of year N	Deferred compensation
<€120,000	NA
€120,000 - €400,000	40% from the first euro
€400,000 - €600,000	50% from the first euro with minimum non-deferred amount of €240,000
>€600,000	60% from the first euro with minimum non-deferred amount of €300,000

Payment in shares or equivalent instruments

The deferred variable compensation and the non-deferred portion carried for six months are acquired in the form of Crédit Agricole S.A. shares or share-linked instruments. As a result, at least 50% of variable compensation for regulated employees is awarded in shares or equivalent instruments.

Any hedging or insurance strategies limiting the scope of alignment provisions on risks contained in the compensation scheme are prohibited.

Performance conditions

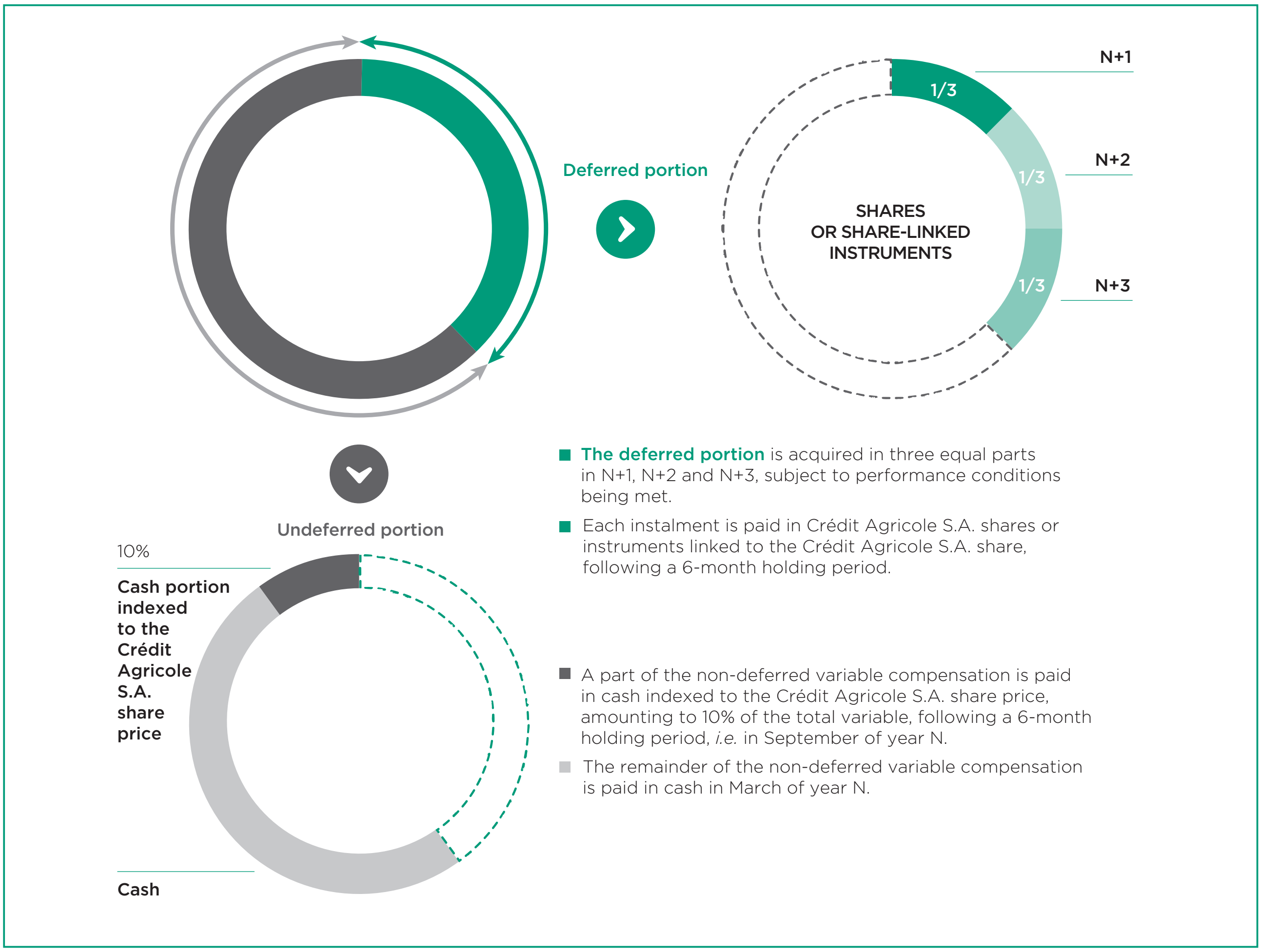
The deferred portion is acquired in thirds: 1/3 in Year N+1, 1/3 in Year N+2 and 1/3 in Year N+3 relative to year N, subject to meeting the acquisition criteria. Each acquisition date is extended by a six-month holding period.

For executive managers taking risks, performance conditions are aligned with those set out for long term variable compensation:

- intrinsic economic performance of Crédit Agricole S.A. defined as growth in the operating income of Crédit Agricole S.A.;
- relative performance of Crédit Agricole S.A. shares compared with a composite index of European banks;
- the societal performance of Crédit Agricole S.A. as measured by the FReD index.

For other risk-takers, performance conditions are determined relative to the target net income Group share for the entity, which is determined during the year in which the variable compensation under consideration is awarded.

Overview of the deferred compensation structure



Limitation of guaranteed bonuses

Payment of guaranteed variable compensation is strictly limited to hiring situations and has a duration of no more than one year.

Guaranteed variable compensation is awarded subject to the deferred compensation plan applicable to the financial year. Accordingly, all the rules on variable compensation for risk-takers (the deferred payment schedule, performance conditions and reporting) also apply to these bonuses.

COMPENSATION OF EXECUTIVE CORPORATE OFFICERS

General principles

The policy of compensation of Executive Corporate Officers of Crédit Agricole S.A. is determined by the Board of Directors on the recommendation of the Compensation Committee. The Board undertakes an annual review of the policy in light of developments in the industry and the competitive environment. Policy is aligned with the compensation policy for all Group executive managers described above. It is designed to unite key Group personnel around common shared criteria.

Moreover, compensation of Crédit Agricole S.A.'s Executive Corporate Officers is compliant with:

- the regulatory framework defined by CRBF Regulation No.97-02 relating to internal control of credit institutions and investment firms, which transposes into French law the European directives on the compensation of risk-takers, which includes the Group's Executive Corporate Officers;
- the recommendations and principles of the Corporate Governance Code for listed companies, as revised in June 2013 (the "AFEP/MEDEF Code").

The structure and balance of compensation for Executive Corporate Officers is reviewed by the Board of Directors on an annual basis, on the recommendation of the Compensation Committee, and is designed to reward performance in the long term.

Fixed compensation

The amount of fixed compensation is decided by the Board of Directors acting on the recommendation of the Compensation Committee, taking a number of factors into account:

- the scope of responsibilities of Executive Corporate Officers;
- practices in the market and compensation packages observed for the same or similar functions in other major listed companies. Every year, the Group commissions specialist firms to assess its policy for the compensation of Executive Corporate Officers against the benchmark of other CAC40 and financial sector companies to make sure the principles of its policy and remuneration levels are consistent and competitive.

In application of the recommendations of the AFEP/MEDEF Code (paragraph 23.2.2), according to which fixed compensation of Executive Corporate Officers may only be reviewed at relatively long intervals, fixed compensation has not been reviewed since the Chief Executive Officer and three of the Deputy Chief Executive Officers were appointed to their offices, and since 2011 for the remaining Deputy Chief Executive Officer.

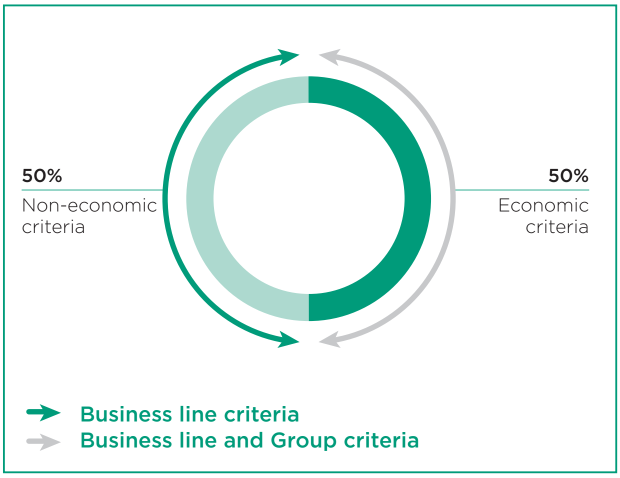
Variable compensation

In order to ensure that the Chairman of the Board of Directors is completely independent when carrying out his duties, he is not eligible for any variable compensation.

Annual variable compensation of the Chief Executive Officer and Deputy Chief Executive Officers

In 2010, the Board of Directors has defined a variable compensation policy for the Chief Executive Officer and Deputy Chief Executive Officers that is both demanding, aiming to closely align compensation of Executive Corporate Officers with the Group's performance, and innovative, taking sustainable long term performance into account, in addition to solely short term financial results.

For each Executive Corporate Officer, 50% of annual variable compensation is based on economic criteria, and 50% on non-economic criteria. This dual approach combines overall performance with a balance of financial results and managerial performance. The Board of Directors, on the recommendation of the Compensation Committee, defines both sets of criteria (economic and non-economic) each year to form the basis for the calculation of variable compensation to be awarded to the Group's Executive Corporate Officers.



The variable part is expressed as a percentage of annual fixed compensation. In accordance with the AFEP/MEDEF Code (paragraph 23.2.3), variable compensation is capped and may not exceed the maximum levels set out in the compensation policy. It can vary from 0 to 100% of fixed compensation for the Chief Executive Officer, if all the economic and non-economic objectives are attained (target level) and up to a maximum of 120% of fixed compensation for an exceptional performance. For the Deputy Chief Executive Officers, variable compensation can vary from 0 to 80% of fixed compensation if all economic and non-economic objectives are attained (target level) and up to a maximum of 120% of fixed compensation for an exceptional performance.

Each year, the Board of Directors, on the recommendation of the Compensation Committee, decides the amount of variable compensation due for the current financial year for each of its Executive Corporate Officers. The criteria for 2013 set out by the Board of Directors Meeting on 6 May 2013 are:

ECONOMIC CRITERIA, APPLYING TO 50% OF VARIABLE COMPENSATION

These criteria include both financial results, the level of investment and risks generated, the cost of capital and the cost of liquidity, in accordance with the requirements of CRBF Regulation 97-02, and in line with the development strategy of the Group and its business lines.

The economic criteria for the Chief Executive Officer apply within the scope of Crédit Agricole S.A.:

- revenues;
- net income Group share;
- cost/income ratio.

These criteria are weighted equally and account for one-third of the economic portion, *i.e.* for one sixth of annual variable compensation.

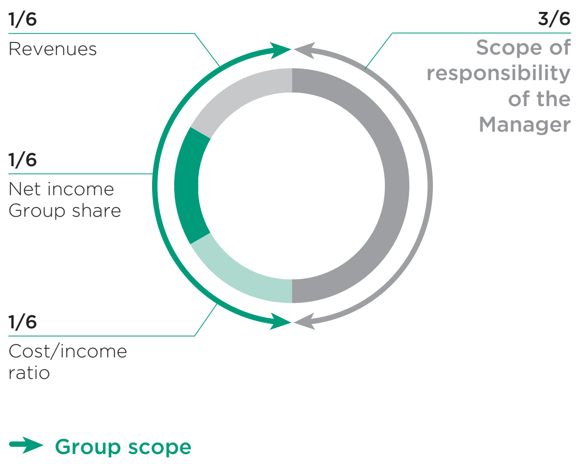
ECONOMIC CRITERIA FOR DETERMINING ANNUAL VARIABLE COMPENSATION OF THE CHIEF EXECUTIVE OFFICER

The economic criteria for the Deputy Chief Executive Officers apply within the scope of Crédit Agricole S.A. and within the scope of the executive manager's responsibilities. The economic criteria for the Crédit Agricole S.A. scope are identical to those for the Chief Executive Officer. They are weighted equally and account for 25% of total variable compensation:

- revenues;
- net income Group share;
- cost/income ratio.

For Messrs Bruno de Laage, Jean-Yves Hocher and Xavier Musca, these same criteria (Revenues, Net income Group share and Cost/income ratio) are applied within the scope of their areas of responsibility. For Mr Jean-Yves Hocher, a risk weighted assets (RWA) criterion is also taken into account. Economic performance within the scope of their responsibilities accounts for 25% of total variable compensation.

ECONOMIC CRITERIA FOR DETERMINING ANNUAL VARIABLE COMPENSATION OF THE CHIEF OPERATING OFFICERS



For Mr Michel Mathieu, economic performance is assessed solely within the scope of Crédit Agricole S.A., in view of his responsibility for managing corporate functions.

NON-ECONOMIC CRITERIA, APPLYING TO 50% OF VARIABLE COMPENSATION

Non-economic criteria are reviewed every year, in accordance with the Group's strategic priorities. They are based on three groups of pre-determined objectives weighted by thirds for a total share of non-financial objectives accounting for 50% of total variable compensation. These objectives take into account:

- development of human capital;
- value creation for external and internal clients;
- societal value creation, in line with Crédit Agricole's mutualist and ethical identity.

The performance of the Chief Executive Officer and Deputy Chief Executive Officers is evaluated for each indicator, by comparing results achieved with the annual targets defined by the Board. Their performance is assessed based on results. The Deputy Chief Executive Officers' performance assessment is presented to the Compensation Committee by the Chief Executive Officer, before being presented to the Board for decision.

Terms and conditions for payment of annual variable compensation

Following the assessment of achievement of annual targets as described above, a portion of the annual variable compensation awarded by the Board of Directors for a financial year is deferred, in the interests of aligning the compensation of Executive Corporate Officers with the Group's long term performance and to comply with regulations.

DEFERRED PORTION OF ANNUAL VARIABLE COMPENSATION, ACCOUNTING FOR 60% OF THE TOTAL

60% of annual variable compensation is awarded in Crédit Agricole S.A. shares, which vest in tranches over a three-year period and are conditional upon the attainment of three performance targets:

- the intrinsic financial performance of Crédit Agricole S.A. defined as growth in the operating income of Crédit Agricole S.A.;
- the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks;
- the societal performance of Crédit Agricole S.A. measured by the FReD index.

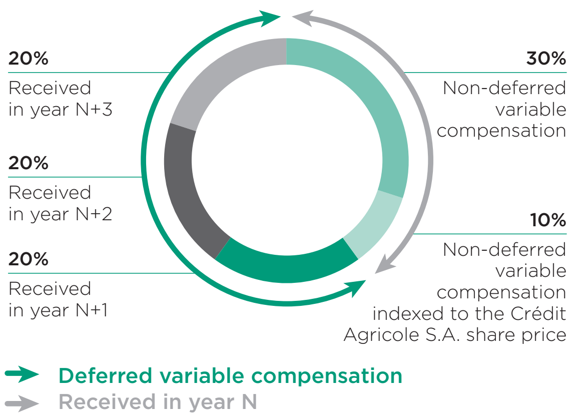
For each criterion, the grant may vary from 0% to 100% (target level corresponding to achieving the target set by the Board of Directors). Each criterion accounts for one-third of the grant. For each year, the percentage vested is the average percentage vested for each criterion (33%), which, in all cases, is capped at 100%.

If an Executive Corporate Officer leaves the Group before the expiration of the period for the assessment of the performance criteria for deferred compensation, the benefit of the deferred compensation is excluded, unless in exceptional circumstances, the grounds for which must be provided by the Board.

NON-DEFERRED PORTION OF ANNUAL VARIABLE COMPENSATION, ACCOUNTING FOR 40% OF THE TOTAL

The non-deferred portion of total variable compensation is paid in part upon allocation in March (30% of the total), and in part six months later (10% of the total). The latter payment is indexed against the change in the Crédit Agricole S.A. share price between March and September.

BREAKDOWN OF VARIABLE COMPENSATION AWARDED TO EXECUTIVE CORPORATE OFFICERS



Stock options – Performance shares

No Crédit Agricole S.A. stock options have been allocated to Executive Corporate Officers since 2006.

No performance shares were awarded to Executive Corporate Officers in 2013.

Post-employment benefits

Retirement

The Chief Executive Officer and Deputy Chief Executive Officers do not benefit from retirement plans specific to Corporate Officers.

Messrs Jean-Paul Chifflet, Chief Executive Officer, Bruno de Laage, Jean-Yves Hocher, Michel Mathieu and Xavier Musca, Deputy Chief Executive Officers of Crédit Agricole S.A., are covered by the supplementary retirement plan established for Crédit Agricole Group employee-executives, which supplements the collective and mandatory pension and death & disability plans.

The benefit represented by this supplementary pension plan was taken into account by the Board of Directors in determining the overall compensation of Executive Corporate Officers. This benefit was approved by the General Meeting of Shareholders under the procedure governing related-party agreements.

The plans currently in force are a combination of a defined-contribution plan and a defined-benefit plan. The rights to the defined-benefit plan are determined after the rights paid under the defined-contribution plan.

- contributions to the defined-contribution plan equal 8% of the gross monthly salary capped at eight times the social security cap (of which 3% paid by the Executive Corporate Officer);
- on the condition that the beneficiary is a Corporate Officer or an employee when exercising his pension entitlements, additional entitlements under the defined-benefit plan for each year of service represent 1.20% of the reference salary, capped at 36% of the reference salary.

In any event, on liquidation, total compensation is capped, taking into account all company retirement plans and mandatory basic and complementary plans, at 23 times the annual social security cap as of that date, and 70% of the reference salary.

The reference salary is defined as the average of the three highest gross annual compensations received during the last 10 years of activity within Crédit Agricole entities, including both fixed compensation and variable compensation, the latter being taken into account up to a ceiling of 60% of fixed compensation.

The supplementary defined-benefit pension plan in place for Executive Corporate Officers meets the recommendations set out in paragraph 23.2.6 of the AFEP/MEDEF Code:

- the group of potential beneficiaries is substantially broader than Executive Corporate Officers alone;
- minimum length of service: Five years (the Code requires only two years' service);
- progressivity: proportional to the length of service capped at 120 quarters (30 years), with a vesting rate of between 0.125% and 0.30% per quarter validated, *i.e.* between 0.5% and 1.2% *per annum* (*vs* a recommended maximum rate of 5%);

- estimated supplementary pension below the aforementioned ceiling of 45% of fixed and variable compensation due in respect of the reference period;
- obligation for the beneficiary to be a Corporate Officer or an employee when exercising his pension entitlements.

Severance payment

The Chief Executive Officer will be paid compensation in the event that his office is terminated by Crédit Agricole S.A., under the conditions approved by the General Meeting of Shareholders on 19 May 2010, outlined hereafter, and in accordance with the current version of the AFEP/MEDEF Code.

If Crédit Agricole S.A. terminates the Chief Executive Officer's term of office and due to a change in control or strategy, he will receive severance payment subject to performance conditions decided by the Board of Directors. This payment will be determined on the basis of twice the total gross annual compensation received for the calendar year preceding the year of termination of his term of office. This will be on a declining-balance basis of 20% *per annum* from 1 January 2010. Performance-related criteria are budgetary criteria linked to the performance of Crédit Agricole S.A. business lines, taking into account internal growth in activities and the cost of risk, hence:

- revenues from operational business lines (excluding corporate centre);
- operating income from operational business lines (excluding corporate centre).

In accordance with the recommendations of the AFEP/MEDEF Code, when a severance payment is made, the Chief Executive Officer may not claim his retirement rights before a 12-month period has elapsed. This severance payment includes any other compensation, particularly relating to a non-competition clause, where applicable.

If a Deputy Chief Executive Officer's term of office is terminated, his employment contract will be reinstated, under the conditions approved by the General Meeting of Shareholders on 19 May 2010 for Bruno de Laage and Michel Mathieu, by the General Meeting of Shareholders of 22 May 2012 for Jean-Yves Hocher, and by the General Meeting of Shareholders of 23 May 2013 for Xavier Musca, with compensation conditions equal to the average annual compensation amounts paid to the members of the Executive Committee of Crédit Agricole S.A., excluding Executive Corporate Officers, during the 12 months preceding the date of termination of his term of office. The Company undertakes to offer him at least two positions corresponding to duties of members of Crédit Agricole S.A.'s Executive Committee.

Should their respective employment contracts be subsequently terminated, Mr Michel Mathieu, Mr Bruno de Laage and Mr Jean-Yves Hocher will receive a severance payment based on a sum corresponding to twice the sum of their total gross annual compensation (excluding benefits in kind) received in the 12 months preceding the termination of their contract, including any other compensation such as contractual redundancy pay and any non-competition payments. Should his employment contract be subsequently terminated, Mr Xavier Musca will receive a severance payment equal to the amount of the total gross annual compensation received during the 12 months preceding the termination of his contract (excluding benefits in kind), including any other compensation such as contractual redundancy pay and any non-competition payments.

If he becomes eligible for post employment benefits, no compensation will be paid.

In accordance with the AFEP/MEDEF Code (paragraph 23.2.5), for the Chief Executive Officer and Deputy Chief Executive Officers, any artificial increase in compensation in the period prior to departure is prohibited.

Non-competition clause

In accordance with the related-party agreements voted by the General Meeting of Shareholders of 19 May 2010, in the case of termination of his position as Chief Executive Officer, irrespective of the grounds, Mr Chifflet may be bound by a non-competition clause for a period of one year from the date of termination of office. In exchange, the Chief Executive Officer will be paid monthly compensation equal to 50% of his last fixed salary for the duration of the term of the clause. In accordance with the AFEP/MEDEF Code (paragraph 23.2.5), the aggregate of compensation paid for the termination of contract and under a non-competition clause may not exceed the ceiling specified above.

Deputy Chief Executive Officers are also subject to a non-competition clause, prohibiting them from accepting employment in France in a company competing with Crédit Agricole S.A., pursuant to the related-party agreements voted by the General Meeting of Shareholders on 19 May 2010 for Bruno de Laage, Michel Mathieu and Jean-Yves Hocher, and on 23 May 2013 for Xavier Musca. This engagement is held for a year starting from the date of termination of the work contract. In exchange, the Deputy Chief Executive Officer will be paid monthly compensation equal to 50% of his last fixed salary for the duration of the term of the clause.

In accordance with the AFEP/MEDEF Code (paragraph 23.2.5), the aggregate of compensation paid for the termination of contract and under a non-competition clause may not exceed two years' annual compensation for Bruno de Laage, Michel Mathieu and Jean-Yves Hocher, and one year's annual compensation for Xavier Musca.

The Board of Directors reserves the right to partially or fully lift this non-competition obligation on the departure of the Chief Executive Officer or Deputy Chief Executive Officer.

Retirement allowances for Deputy Chief Executive Officers of Crédit Agricole S.A.

Mr Bruno de Laage, Mr Jean-Yves Hocher, Mr Michel Mathieu and Mr Xavier Musca qualify for the retirement allowance that applies to all employees under the terms of the Crédit Agricole S.A. collective agreement, which can amount to up to six months of fixed salary plus bonus and is capped at 4.5% of their fixed salary.

Other benefits received by Executive Corporate Officers

Jean-Paul Chifflet, Bruno de Laage, Michel Mathieu and Jean-Yves Hocher receive the benefit of company housing. The Company also provides each Executive Corporate Officer with a company car.

No other benefits are paid to Executive Corporate Officers.

Implementation of the AFEP/MEDEF recommendations

In accordance with the AFEP/MEDEF Code (paragraph 25.1), the points of non-compliance of Crédit Agricole S.A.'s application of the recommendations of the Code are set out on pages 120 and 121.

Individual compensation of Executive Corporate Officers

Jean-Marie Sander – Chairman of the Board of Directors

TABLE 1 - COMPENSATION, SHARES AND STOCK OPTIONS AWARDED TO EXECUTIVE CORPORATE OFFICERS OF CRÉDIT AGRICOLE S.A.

Gross amounts *(in euros)*	**2012**	**2013**
Compensation awarded in respect of the financial year[1]	583,878	574,094
Value of options awarded during the year[2]	-	-
Value of performance shares awarded during the year[2]	-	-

(1) The compensation shown in this table represents amounts awarded in respect of the year indicated. The itemised tables below show compensation awarded in respect of a given year and compensation received during that year.

(2) No Crédit Agricole S.A. stock options were awarded to Corporate Officers in 2013. No performance share plan was instituted at Crédit Agricole S.A.

TABLE 2 - SUMMARY TABLE OF GROSS COMPENSATION AMOUNTS (AMOUNTS IN EUROS)

	2012		**2013**	
(in euros)	**Amount awarded in respect of 2012**	**Amount paid in 2012**	**Amount awarded in respect of 2013**	**Amount paid in 2013**
Fixed compensation	420,000	420,000	420,000	420,000
Non-deferred variable compensation	-	-	-	-
Variable compensation indexed to Crédit Agricole S.A. share price	-	-	-	-
Deferred and conditional variable compensation	-	-	-	-
Exceptional compensation	-	-	-	-
Directors' fees[1]	23,100	23,100	13,272	13,272
Benefits in kind	140,778	140,778	140,822	140,822
TOTAL	**583,878**	**583,878**	**574,094**	**574,094**

(1) Amounts are shown gross for 2012. For 2013, amounts are shown net, after the following deductions with effect from 2013 from the sums payable to individual beneficiaries resident in France: income tax advance payments (21%) and social security contributions (15.50%).

Jean-Marie Sander has served as Chairman of the Board of Directors since the General Meeting of Shareholders of 19 May 2010.

Jean-Marie Sander receives annual fixed compensation of €420,000. This compensation, set by the Board of Directors Meeting on 12 May 2010, remains unchanged since this date.

Jean-Marie Sander does not receive any variable compensation. No exceptional compensation was awarded to him in respect of 2013.

Jean-Marie Sander receives Directors' fees for serving as Chairman of the Crédit Agricole S.A. Strategy Committee in the amount of €13,272 in respect of 2013.

Jean-Marie Sander is not a beneficiary of the supplementary pension plan in place within Crédit Agricole S.A. The Board of Directors Meeting on 24 February 2010, on the recommendation of the Compensation Committee, decided to grant him an annual sum of €100,000 to fund his retirement plan.

Finally, Jean-Marie Sander receives a payment in lieu of company housing.

Jean-Paul Chifflet - Chief Executive Officer

TABLE 1 - COMPENSATION, SHARES AND STOCK OPTIONS AWARDED TO EXECUTIVE CORPORATE OFFICERS OF CRÉDIT AGRICOLE S.A.

Gross amounts *(in euros)*	**2012**	**2013**
Compensation awarded in respect of the financial year[(1)]	1,541,895	2,140,439
Value of options awarded during the year[(2)]	-	-
Value of performance shares awarded during the year[(2)]	-	-

(1) The compensation shown in this table represents amounts awarded in respect of the year indicated. The itemised tables below show compensation awarded in respect of a given year and compensation received during that year.

(2) No Crédit Agricole S.A. stock options were awarded to Corporate Officers in 2013. No performance share plan was instituted at Crédit Agricole S.A.

TABLE 2 - SUMMARY TABLE OF GROSS COMPENSATION AMOUNTS

	2012		**2013**	
(in euros)	**Amount awarded in respect of 2012**	**Amount paid in 2012**	**Amount awarded in respect of 2013**	**Amount paid in 2013**
Fixed compensation	900,000	900,000	900,000	900,000
Non-deferred variable compensation	135,000	270,000	321,000	135,000
Variable compensation indexed to Crédit Agricole S.A. share price	45,000	80,100	107,000	50,400
Deferred and conditional variable compensation	270,000	51,621	642,000	271,803
Exceptional compensation	-	-	-	-
Directors' fees[(1)]	83,000	80,500	57,150	57,150
Benefits in kind	108,895	108,895	113,289	113,289
TOTAL	**1,541,895**	**1,491,116**	**2,140,439**	**1,527,642**

(1) Amounts are shown gross for 2012. For 2013, amounts are shown net, after the following deductions with effect from 2013 from the sums payable to individual beneficiaries resident in France: income tax advance payments (21%) and social security contributions (15.50%).

TABLE 2A - DETAIL OF DEFERRED VARIABLE COMPENSATION

		2012		**2013**	
	Total number of shares awarded[(1)]	**Number of shares awarded[(1)]**	**Number of shares vested[(2)]**	**Number of shares awarded[(1)]**	**Number of shares vested[(3)]**
Plan awarded in 2011	46,571	15,523	10,004	15,523	10,877
Plan awarded in 2012	110,205			36,735	27,104

(1) The share value at the grant date is €11.81 for the 2011 plan and €4.90 for the 2012 plan.

(2) The share value when vested is €5.16 for the 2011 plan.

(3) The share value when vested is €7.00 for the 2011 plan and €7.22 for the 2012 plan.

Jean-Paul Chifflet has served as Chief Executive Officer since 1 March 2010.

FIXED COMPENSATION

Jean-Paul Chifflet receives annual fixed compensation of €900,000. This compensation, set by the Board of Directors meeting on 24 February 2010, remains unchanged since this date.

VARIABLE COMPENSATION

Variable compensation awarded in 2014 in respect of 2013

At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Jean-Paul Chifflet in respect of 2013.

In view of the achievement of economic and non-economic criteria decided by the Board at its meeting of 6 May 2013, the amount of variable compensation has been determined on the following basis:

- financial performance is greater than the objective: Crédit Agricole S.A. revenues and net income Group share were up compared with 2012 despite the economic climate. The cost/income ratio deteriorated thanks to control of expenditures in 2013;
- the Board also found that the non-financial targets had been exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost cutting goal for end-2013 is exceeded, the implementation of the resource

allocation programmes and the disposal of assets that were no longer considered core to Crédit Agricole S.A.'s activities, which made it possible to successfully refocus the business portfolio. As a result of the various trade-offs and choices made in 2013, the Group was able to end the year on sound economic and financial bases.

The amount of variable compensation awarded to Jean-Paul Chifflet in respect of the 2013 financial year was set at €1,070,000, or 119% of his target variable compensation.

This compensation breaks down as follows:

- €321,000, representing 30% of variable compensation is paid in March 2014;
- €107,000, representing 10% of variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014;
- €642,000, representing 60% of variable compensation is awarded in Crédit Agricole S.A. shares, which vest progressively over a deferred period of three years, conditional upon the attainment of three performance targets:
  - the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.;
  - the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks;
  - the societal performance of Crédit Agricole S.A. measured by the FReD index.

Variable compensation acquired in 2013

Jean-Paul Chifflet received 37,981 shares as deferred variable compensation for prior years, equivalent to €271,803 on the vesting date. This amount represents:

- the first year of payment of deferred variable compensation awarded in 2012 in respect of 2011, for which tranche 36,735 shares were awarded, at a share price on the grant date of €4.90;
- the second year of payment of deferred variable compensation awarded in 2011 in respect of 2010, for which tranche 15,523 shares were awarded, at a share price on the grant date of €11.81.

Vesting is conditional upon the attainment of three performance targets:

- the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.;
- the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks;
- the societal performance of Crédit Agricole S.A. measured by the FReD index.

  In view of the performance recorded in respect of the three criteria, the final percentage vested is as follows:

- 70.1% vested for the variable compensation tranche awarded in respect of 2011;
- 73.8% vested for the variable compensation tranche awarded in respect of 2012.

As a result, final compensation is less than the amount of compensation awarded

EXCEPTIONAL COMPENSATION

No exceptional compensation was awarded or paid in respect of the 2013 financial year.

DIRECTORS' FEES

Jean-Paul Chifflet received Directors' fees for serving as Chairman of Crédit Agricole CIB, LCL and Amundi Group.

He received €57,150 of Directors' fees in respect of 2013.

SEVERANCE PAYMENT IN THE EVENT OF TERMINATION OF POSITION

No severance benefit was paid to Jean-Paul Chifflet during the financial year.

In the event of the termination of his position by Crédit Agricole S.A., under the conditions approved by the General Meeting of Shareholders of 19 May 2010, Jean-Paul Chifflet will be paid compensation for termination of contract. In this event, on whatever grounds, he may be bound by a non-competition clause for a period of one year from the date of termination of the office, as approved by the General Meeting of Shareholders of 19 May 2010.

SUPPLEMENTARY PENSION SCHEME

No supplementary pension amount is payable to Jean-Paul Chifflet in respect of the 2013 financial year.

BENEFITS IN KIND

Jean-Paul Chifflet has the use of company housing. This benefit is being transferred to benefits in kind in accordance with current regulations.

Jean-Yves Hocher - Deputy Chief Executive Officer

TABLE 1 - COMPENSATION, SHARES AND STOCK OPTIONS AWARDED TO EXECUTIVE CORPORATE OFFICERS OF CRÉDIT AGRICOLE S.A

Gross amounts *(in euros)*	**2012**	**2013**
Compensation awarded in respect of the financial year(1)	852,186	1,013,391
Value of options awarded during the year(2)	-	-
Value of performance shares awarded during the year(2)	-	-

(1) The compensation shown in this table represents amounts awarded in respect of the year indicated. The itemised tables below show compensation awarded in respect of a given year and compensation received during that year.

(2) No Crédit Agricole S.A. stock options were awarded to Corporate Officers in 2013. No performance share plan was instituted at Crédit Agricole S.A.

TABLE 2 - SUMMARY TABLE OF GROSS COMPENSATION AMOUNTS

	2012		**2013**	
(in euros)	**Amount awarded in respect of 2012**	**Amount paid in 2012**	**Amount awarded in respect of 2013**	**Amount paid in 2013**
Fixed compensation	500,000	500,000	500,000	500,000
Non-deferred variable compensation	90,000	150,000	135,000	90,000
Variable compensation indexed to Crédit Agricole S.A. share price	30,000	44,500	45,000	33,600
Deferred and conditional variable compensation	180,000	31,197	270,000	154,722
Exceptional compensation	-	-	-	-
Directors' fees(1)	4,287	4,287	3,430	3,430
Benefits in kind	47,899	47,899	59,961	59,961
TOTAL	**852,186**	**777,883**	**1,013,391**	**841,713**

(1) Amounts are shown gross for 2012. For 2013, amounts are shown net, after the following deductions with effect from 2013 from the sums payable to individual beneficiaries resident in France: income tax advance payments (21%) and social security contributions (15.50%).

TABLE 2A - DETAIL OF DEFERRED VARIABLE COMPENSATION

		2012		**2013**	
	Total number of shares awarded(1)	**Number of shares awarded(1)**	**Number of shares vested(2)**	**Number of shares awarded (1)**	**Number of shares vested (3)**
Plan awarded in 2011	28,145	9,382	6,046	9,382	6,574
Plan awarded in 2012	61,225			20,409	15,058

(1) The share value at the grant date is €11.81 for the 2011 plan and €4.90 for the 2012 plan.

(2) The share value when vested is €5.16 for the 2011 plan.

(3) The share value when vested is €7.00 for the 2011 plan and €7.22 for the 2012 plan.

Jean-Yves Hocher has served as Deputy Chief Executive Officer since 15 October 2008.

FIXED COMPENSATION

Jean-Yves Hocher receives annual fixed compensation of €500,000. This compensation, set by the Board of Directors meeting on 3 March 2009, remains unchanged since this date.

VARIABLE COMPENSATION

Variable compensation awarded in 2014 in respect of 2013

At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Jean-Yves Hocher in respect of 2013.

In view of the achievement of economic and non-economic criteria decided by the Board at its meeting of 6 May 2013, the amount of variable compensation has been determined on the following basis:

- the financial targets for Crédit Agricole S.A., in terms of revenues, net income Group share and cost/income ratio, weighted equally, were exceeded. Within the area of responsibility of Jean-Yves Hocher, the financial targets in terms of revenues, net income Group share, cost/income ratio and RWA, weighted equally, were exceeded;

- the Board also found that the non-financial targets were exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost cutting goal for end-2013 is exceeded within the area of responsibility of Jean-Yves Hocher, the implementation of resource allocation programmes and asset disposals that allowed a refocusing of the corporate and investment banking activities with the disposal of non-strategic assets.

The amount of variable compensation awarded to Jean-Yves Hocher in respect of the 2013 financial was set at €450,000, or 112.5% of his target variable compensation.

This compensation breaks down as follows:

- €135,000, representing 30% of variable compensation is paid in March 2014
- €45,000, representing 10% of variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014
- €270,000, representing 60% of variable compensation is awarded in Crédit Agricole S.A. shares, which vest progressively over a deferred period of three years, conditional upon the attainment of three performance targets:
  - the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.;
  - the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks;
  - the societal performance of Crédit Agricole S.A. measured by the FReD index.

Variable compensation acquired in 2013

Jean-Yves Hocher received 21,632 shares as deferred variable compensation for prior years, equivalent to €154,722. This amount represents:

- the first year of payment of deferred variable compensation awarded in 2012 in respect of 2011, for which tranche 20,409 shares were awarded, at a share price on the grant date of €4.90;
- the second year of payment of deferred variable compensation awarded in 2011 in respect of 2010, for which tranche 9,382 shares were awarded, at a share price on the grant date of €11.81.

Vesting is conditional upon the attainment of three performance targets:

- the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.;
- the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks;
- the societal performance of Crédit Agricole S.A. measured by the FReD index.

In view of the performance recorded in respect of the three criteria, the final percentage vested is as follows:

- 70.1% vested for the variable compensation tranche awarded in respect of 2011.
- 73.8% vested for the variable compensation tranche awarded in respect of 2012.

As a result, final compensation is less than the amount of compensation awarded.

EXCEPTIONAL COMPENSATION

No exceptional compensation was awarded or paid in respect of the 2013 financial year.

DIRECTORS' FEES

Jean-Yves Hocher received Directors' fees for serving as Director of Crédit Agricole Indosuez Private Banking.

He received €3,430 of Directors' fees in respect of 2013.

SEVERANCE PAYMENT IN THE EVENT OF TERMINATION OF POSITION

No severance benefit was paid to Jean-Yves Hocher during the financial year.

In accordance with the conditions approved by the General Meeting of Shareholders on 22 May 2012, in the event of termination of his term of office, Jean-Yves Hocher's employment contract will be reinstated under compensation conditions equivalent to the average annual compensation amounts paid to the members of the Executive Committee of Crédit Agricole S.A., excluding Executive Corporate Officers, during the 12 months preceding the date of termination of his term of office. The Company undertakes to offer him at least two positions corresponding to duties of members of Crédit Agricole S.A.'s Executive Committee.

If his employment contract is terminated, Jean-Yves Hocher will receive a severance payment, calculated on a base corresponding to twice the annual gross compensation (excluding benefits in kind) received during the 12 months preceding the termination of his contract, including any other indemnity and, in particular, traditional redundancy pay and any possible non-competition payments.

SUPPLEMENTARY PENSION SCHEME

No supplementary pension amount is payable to Jean-Yves Hocher in respect of the 2013 financial year.

Jean-Yves Hocher is a beneficiary of the supplementary pension plan for Senior Executives of Crédit Agricole, which supplements the collective and mandatory pension and death & disability plans.

These plans comprise a combination of a defined contribution plan and a defined benefit plan. The rights to the defined benefit plan are determined after the rights paid under the defined contribution plan.

BENEFITS IN KIND

Jean-Yves Hocher has the use of company housing. This benefit is being transferred to benefits in kind in accordance with current regulations.

Bruno de Laage - Deputy Chief Executive Officer

TABLE 1 - COMPENSATION, SHARES AND STOCK OPTIONS AWARDED TO EXECUTIVE CORPORATE OFFICERS OF CRÉDIT AGRICOLE S.A.

Gross amounts *(in euros)*	2012	2013
Compensation awarded in respect of the financial year(1)	872,816	1,027,990
Value of options awarded during the year(2)	-	-
Value of performance shares awarded during the year(2)	-	-

(1) The compensation shown in this table represents amounts awarded in respect of the year indicated. The itemised tables below show compensation awarded in respect of a given year and compensation received during that year.

(2) No Crédit Agricole S.A. stock options were awarded to Corporate Officers in 2013. No performance share plan was instituted at Crédit Agricole S.A.

TABLE 2 - SUMMARY TABLE OF GROSS COMPENSATION AMOUNTS

	2012		2013	
(in euros)	Amount awarded in respect of 2012	Amount paid in 2012	Amount awarded in respect of 2013	Amount paid in 2013
Fixed compensation	500,000	500,000	500,000	500,000
Non-deferred variable compensation	90,000	150,000	132,000	90,000
Variable compensation indexed to Crédit Agricole S.A. share price	30,000	44,500	44,000	33,600
Deferred and conditional variable compensation	180,000	23,184	264,000	142,906
Exceptional compensation	-	-	-	-
Directors' fees(1)	8,000	8,000	21,870	21,870
Benefits in kind	64,816	64,816	66,120	66,120
TOTAL	**872,816**	**790,500**	**1,027,990**	**854,496**

(1) Amounts are shown gross for 2012. For 2013, amounts are shown net, after the following deductions with effect from 2013 from the sums payable to individual beneficiaries resident in France: income tax advance payments (21%) and social security contributions (15.50%).

TABLE 2A - DETAIL OF DEFERRED VARIABLE COMPENSATION

		2012		2013	
	Total number of shares awarded(1)	Number of shares awarded(1)	Number of shares vested(2)	Number of shares awarded(1)	Number of shares vested(3)
Plan awarded in 2011	20,915	6,971	4,493	6,971	4,886
Plan awarded in 2012	61,225			20,409	15,058

(1) The share value at the grant date is €11.81 for the 2011 plan and €4.90 for the 2012 plan.

(2) The share value when vested is €5.16 for the 2011 plan.

(3) The share value when vested is €7.00 for the 2011 plan and €7.22 for the 2012 plan.

Bruno de Laage has served as Deputy Chief Executive Officer since 1 March 2010.

FIXED COMPENSATION

Bruno de Laage receives annual fixed compensation of €500,000. This compensation, set by the Board of Directors meeting on 23 February 2011, remains unchanged since this date.

VARIABLE COMPENSATION

Variable compensation awarded in 2014 in respect of 2013

At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Bruno de LAAGE in respect of 2013.

In view of the achievement of economic and non-economic criteria decided by the Board at its meeting of 6 May 2013, the amount of variable compensation has been determined on the following basis:

- the financial targets for Crédit Agricole S.A., in terms of revenues, net income Group share and cost/income ratio, weighted equally, were exceeded. Within the area of responsibility of Bruno de Laage, the financial targets in terms of revenues, net income Group share and cost/income ratio, weighted equally, were achieved;

- the Board also found that the non-financial targets were exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost cutting goal for end-2013 is exceeded within the area of responsibility of Bruno de Laage, and the implementation of resource allocation programmes and asset disposals.

The amount of variable compensation awarded to Bruno de Laage in respect of the 2013 financial year was set at €440,000, or 110% of his target variable compensation.

This compensation breaks down as follows:

- €132,000, representing 30% of variable compensation is paid in March 2014;
- €44,000, representing 10% of variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014;
- €264,000, representing 60% of variable compensation is awarded in Crédit Agricole S.A. shares, which vest progressively over a deferred period of three years, conditional upon the attainment of three performance targets:
  - the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A,
  - the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks,
  - the societal performance of Crédit Agricole S.A. measured by the FReD index.

Variable compensation acquired in 2013

Bruno Laage received 19,944 shares as deferred variable compensation for prior years, equivalent to €142,906 on the date of vesting. This amount represents:

- the first year of payment of deferred variable compensation awarded in 2012 in respect of 2011, for which tranche 20,409 shares were awarded, at a share price on the grant date of €4.90;
- the second year of payment of deferred variable compensation awarded in 2011 in respect of 2010, for which tranche 6,971 shares were awarded, at a share price on the grant date of €11.81.

Vesting is conditional upon the attainment of three performance targets:

- the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.;
- the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks;
- the societal performance of Crédit Agricole S.A. measured by the FReD index.

In view of the performance recorded in respect of the three criteria, the final percentage vested is as follows:

- 70.1% vested for the variable compensation tranche awarded in respect of 2011;
- 73.8% vested for the variable compensation tranche awarded in respect of 2012.

As a result, final compensation is less than the amount of compensation awarded.

EXCEPTIONAL COMPENSATION

No exceptional compensation was awarded or paid in respect of the 2013 financial year.

DIRECTORS' FEES

Bruno de Laage received Directors' fees for serving as Director of LCL and UBAF.

He received €21,870 of Directors' fees in respect of 2013.

SEVERANCE PAYMENT IN THE EVENT OF TERMINATION OF POSITION

No severance benefit was paid to Bruno de Laage during the financial year.

In accordance with the conditions approved by the General Meeting of Shareholders on 19 May 2010, in the event of termination of his term of office, Bruno de Laage's employment contract will be reinstated under compensation conditions equivalent to the average annual compensation amounts paid to the members of the Executive Committee of Crédit Agricole S.A., excluding Executive Corporate Officers, during the 12 months preceding the date of termination of his term of office. The Company undertakes to offer him at least two positions corresponding to duties of members of Crédit Agricole S.A.'s Executive Committee.

If his employment contract is terminated, Bruno de Laage will receive a severance payment, calculated on a base corresponding to twice the annual gross compensation (excluding benefits in kind) received during the 12 months preceding the termination of his contract, including any other indemnity and, in particular, traditional redundancy pay and any possible non-competition payments. If he becomes eligible for postemployment benefits, no compensation will be paid.

SUPPLEMENTARY PENSION SCHEME

No supplementary pension amount is payable to Bruno de Laage in respect of the 2013 financial year.

Bruno de Laage is a beneficiary of the supplementary pension scheme for Senior Executives of Crédit Agricole, which supplements the mandatory collective pension and death & disability schemes.

These plans comprise a combination of a defined contribution plan and a defined benefit plan. The rights to the defined benefit plan are determined after the rights paid under the defined contribution plan.

BENEFITS IN KIND

Bruno de Laage has the use of company housing. This benefit is being transferred to benefits in kind in accordance with current regulations.

Michel Mathieu - Deputy Chief Executive Officer

TABLE 1 - COMPENSATION, SHARES AND STOCK OPTIONS AWARDED TO EXECUTIVE CORPORATE OFFICERS OF CRÉDIT AGRICOLE S.A.

Gross amounts *(in euros)*	**2012**	**2013**
Compensation awarded in respect of the financial year(1)	925,980	1,103,541
Value of options awarded during the year(2)	-	-
Value of performance shares awarded during the year(2)	-	-

(1) The compensation shown in this table represents amounts awarded in respect of the year indicated. The itemised tables below show compensation awarded in respect of a given year and compensation received during that year.

(2) No Crédit Agricole S.A. stock options were awarded to Corporate Officers in 2013. No performance share plan was instituted at Crédit Agricole S.A.

TABLE 2 – SUMMARY TABLE OF GROSS COMPENSATION AMOUNTS

	2012		**2013**	
(in euros)	**Amount awarded in respect of 2012**	**Amount paid in 2012**	**Amount awarded in respect of 2013**	**Amount paid in 2013**
Fixed compensation	500,000	500,000	500,000	500,000
Non-deferred variable compensation	90,000	150,000	144,000	90,000
Variable compensation indexed to Crédit Agricole S.A. share price	30,000	44,500	48,000	33,600
Deferred and conditional variable compensation	180,000	28,112	288,000	150,172
Exceptional compensation	-	-	-	-
Directors' fees(1)	47,475	45,475	43,384	47,829
Benefits in kind	78,505	78,505	80,157	80,157
TOTAL	**925,980**	**846,592**	**1,103,541**	**901,758**

(1) Amounts are shown gross for 2012. For 2013, amounts are shown net, after the following deductions with effect from 2013 from the sums payable to individual beneficiaries resident in France: income tax advance payments (21%) and social security contributions (15.50%).

TABLE 2A – DETAIL OF DEFERRED VARIABLE COMPENSATION

		2012		**2013**	
	Total number of shares awarded(1)	**Number of shares awarded(1)**	**Number of shares vested(2)**	**Number of shares awarded(1)**	**Number of shares vested(3)**
Plan awarded in 2011	25,360	8,452	5,448	8,452	5,924
Plan awarded in 2012	61,225			20,409	15,058

(1) The share value at the grant date is €11.81 for the 2011 plan and €4.90 for the 2012 plan.

(2) The share value when vested is €5.16 for the 2011 plan.

(3) The share value when vested is €7.00 for the 2011 plan and €7.22 for the 2012 plan.

Michel Mathieu has served as Deputy Chief Executive Officer since 1 March 2010.

FIXED COMPENSATION

Michel Mathieu receives annual fixed compensation of €500,000. This compensation, set by the Board of Directors meeting on 24 February 2010, remains unchanged since this date.

VARIABLE COMPENSATION

Variable compensation awarded in 2014 in respect of 2013

At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Michel MATHIEU in respect of 2013.

In view of the achievement of economic and non-economic criteria decided by the Board at its meeting of 6 May 2013, the amount of variable compensation has been determined on the following basis:

- the financial targets for Crédit Agricole S.A., in terms of revenues, net income Group share and cost/income ratio, weighted equally, were exceeded;

- the Board also found that the non-financial targets were exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost-cutting goal for end-2013 is exceeded within the area of responsibility of Michel Mathieu, the implementation of resource allocation programmes and asset disposals that notably made it possible to successfully refocus the Group's business portfolio.

The amount of variable compensation awarded to Michel Mathieu in respect of the 2013 financial year was set at €480,000, or 120% of his target variable compensation.

This compensation breaks down as follows:

- €144,000, representing 30% of variable compensation is paid in March 2014;
- €48,000, representing 10% of variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014;
- €288,000, representing 60% of variable compensation is awarded in Crédit Agricole S.A. shares, which vest progressively over a deferred period of three years, conditional upon the attainment of three performance targets:
  - the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.,
  - the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks,
  - the societal performance of Crédit Agricole S.A. measured by the FReD index.

Variable compensation acquired in 2013

Michel Mathieu received 20,982 shares as deferred variable compensation for prior years, equivalent to €150,172 on the date of vesting. This amount represents:

- the first year of payment of deferred variable compensation awarded in 2012 in respect of 2011, for which tranche 20,409 shares were awarded, at a share price on the grant date of €4.90;
- the second year of payment of deferred variable compensation awarded in 2011 in respect of 2010, for which tranche 8,452 shares were awarded, at a share price on the grant date of €11.81.

Vesting is conditional upon the attainment of three performance targets:

- the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.;
- the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks;
- the societal performance of Crédit Agricole S.A. measured by the FReD index.

In view of the performance recorded in respect of the three criteria, the final percentage vested is as follows:

- 70.1% vested for the variable compensation tranche awarded in respect of 2011;
- 73.8% vested for the variable compensation tranche awarded in respect of 2012.

As a result, final compensation is less than the amount of compensation awarded.

EXCEPTIONAL COMPENSATION

No exceptional compensation was awarded or paid in respect of the 2013 financial year.

DIRECTORS' FEES

Michel Mathieu received Directors' fees for serving as Director of LCL, Cariparma, Amundi Group and Crédit Agricole CIB.

He received €47,829 of Directors' fees in respect of 2013.

SEVERANCE PAYMENT IN THE EVENT OF TERMINATION OF POSITION

No severance benefit was paid to Michel Mathieu during the financial year.

In accordance with the conditions approved by the General Meeting of Shareholders on 19 May 2010, in the event of termination of his term of office, Michel Mathieu's employment contract will be reinstated under compensation conditions equivalent to the average annual compensation amounts paid to the members of the Executive Committee of Crédit Agricole S.A., excluding Executive Corporate Officers, during the 12 months preceding the date of termination of his term of office. The Company undertakes to offer him at least two positions corresponding to duties of members of Crédit Agricole S.A.'s Executive Committee.

If his employment contract is terminated, Michel Mathieu will receive a severance payment, calculated on a base corresponding to twice the annual gross compensation (excluding benefits in kind) received during the 12 months preceding the termination of his contract, including any other indemnity and, in particular, traditional redundancy pay and any possible non-competition payments. If he becomes eligible for post-employment benefits, no compensation will be paid.

SUPPLEMENTARY PENSION SCHEME

No supplementary pension amount is payable to Michel Mathieu in respect of the 2013 financial year.

Michel Mathieu is a beneficiary of the supplementary pension plan for Senior Executives of Crédit Agricole Group, which supplements the collective and mandatory pension and death & disability plans.

These plans comprise a combination of a defined contribution plan and a defined benefit plan. The rights to the defined benefit plan are determined after the rights paid under the defined contribution plan.

BENEFITS IN KIND

Michel Mathieu has the use of company housing. This benefit is being transferred to benefits in kind in accordance with current regulations.

Xavier Musca - Deputy Chief Executive Officer

TABLE 1 - COMPENSATION, SHARES AND STOCK OPTIONS AWARDED TO EXECUTIVE CORPORATE OFFICERS OF CRÉDIT AGRICOLE S.A.

Gross amounts *(in euros)*	**2012**	**2013**
Compensation awarded in respect of the financial year[(1)]	377,261	1,022,590
Value of options awarded during the year[(2)]	-	-
Value of performance shares awarded during the year[(2)]	-	-

(1) The compensation shown in this table represents amounts awarded in respect of the year indicated. The itemised tables below show compensation awarded in respect of a given year and compensation received during that year.

(2) No Crédit Agricole S.A. stock options were awarded to Corporate Officers in 2013. No performance share plan was instituted at Crédit Agricole S.A.

TABLE 2 - SUMMARY TABLE OF GROSS COMPENSATION AMOUNTS

	2012		**2013**	
(in euros)	**Amount awarded in respect of 2012**	**Amount paid in 2012**	**Amount awarded in respect of 2013**	**Amount paid in 2013**
Fixed compensation	227,084	227,084	500,000	500,000
Non-deferred variable compensation	40,800	-	135,000	40,800
Variable compensation indexed to Crédit Agricole S.A. share price	13,600	-	45,000	15,232
Deferred and conditional variable compensation	81,600	-	270,000	-
Exceptional compensation	-	-	-	-
Directors' fees[(1)]	14,177	11,677	72,590	65,287
Benefits in kind	-	-	-	-
TOTAL	**377,261**	**238,761**	**1,022,590**	**621,319**

(1) Amounts are shown gross for 2012. For 2013, amounts are shown net, after the following deductions with effect from 2013 from the sums payable to individual beneficiaries resident in France: income tax advance payments (21%) and social security contributions (15.50%).

TABLE 2A - DETAIL OF DEFERRED VARIABLE COMPENSATION

		2012		**2013**	
	Total number of shares awarded[(1)]	**Number of shares awarded[(1)]**	**Number of shares vested[(2)]**	**Number of shares awarded[(1)]**	**Number of shares vested[(3)]**
Plan awarded in 2011	-	-	-	-	-
Plan awarded in 2012	-			-	-

(1) The share value at the grant date is €11.81 for the 2011 plan and €4.90 for the 2012 plan.

(2) The share value when vested is €5.16 for the 2011 plan.

(3) The share value when vested is €7.00 for the 2011 plan and €7.22 for the 2012 plan.

Xavier Musca has served as Deputy Chief Executive Officer since 19 July 2012.

FIXED COMPENSATION

Xavier Musca receives annual fixed compensation of €500,000. This compensation, set by the Board of Directors meeting on 17 July 2012, remains unchanged since this date.

VARIABLE COMPENSATION

Variable compensation awarded in 2014 in respect of 2013

At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Xavier Musca in respect of 2013.

In view of the achievement of economic and non-economic criteria decided by the Board at its meeting of 6 May 2013, the amount of variable compensation has been determined on the following basis:

- the financial targets for Crédit Agricole S.A., in terms of revenues, net income Group share and cost/income ratio, weighted equally, were exceeded. Within the area of responsibility of Xavier Musca, the financial targets in terms of revenues, net income Group share and cost/income ratio, weighted equally, were achieved;

- the Board also found that the non-financial targets were exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost-cutting goal for end-2013 is exceeded within the area of responsibility of Xavier Musca, the implementation of resource allocation programmes and asset disposals that notably made it possible to successfully refocus the Group's business portfolio.

The amount of variable compensation awarded to Xavier Musca in respect of the 2013 financial year was set at €450,000, or 112.5% of his target variable compensation.

This compensation breaks down as follows:

- €135,000, representing 30% of variable compensation is paid in March 2014;
- €45,000, representing 10% of variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014;
- €270,000, representing 60% of variable compensation is awarded in Crédit Agricole S.A. shares, which vest progressively over a deferred period of three years, conditional upon the attainment of three performance targets:
  - the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.,
  - the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks,
  - the societal performance of Crédit Agricole S.A. measured by the FReD index.

Variable compensation paid in 2013

No variable compensation was paid to Xavier Musca in 2013 as deferred variable compensation in respect of prior years.

EXCEPTIONAL COMPENSATION

No exceptional compensation was awarded or paid in respect of the 2013 financial year.

DIRECTORS' FEES

Xavier Musca received Directors' fees for serving as Director of Cariparma, Crédit Agricole Egypt, Crédit du Maroc, Amundi Group and UBAF.

He received €65,287 of Directors' fees in respect of 2013.

SEVERANCE PAYMENT IN THE EVENT OF TERMINATION OF POSITION

No severance benefit was paid to Xavier Musca during the financial year.

In accordance with the conditions approved by the General Meeting of Shareholders on 23 May 2013, in the event of termination of his term of office, Xavier Musca's employment contract will be reinstated under compensation conditions equivalent to the average annual compensation amounts paid to the members of the Executive Committee of Crédit Agricole S.A., excluding Executive Corporate Officers, during the 12 months preceding the date of termination of his term of office. The Company undertakes to offer him at least two positions corresponding to duties of members of Crédit Agricole S.A.'s Executive Committee.

If his employment contract is terminated, Xavier Musca will receive a severance payment, calculated on a base corresponding to twice the annual gross compensation (excluding benefits in kind) received during the 12 months preceding the termination of his contract, including any other indemnity and, in particular, traditional redundancy pay and any possible non-competition payments. If he becomes eligible for post-employment benefits, no compensation will be paid.

SUPPLEMENTARY PENSION SCHEME

No supplementary pension amount is payable to Xavier Musca in respect of the 2013 financial year.

Xavier Musca is a beneficiary of the supplementary pension plan for Senior Executives of Crédit Agricole Group, which supplements the collective and mandatory pension and death & disability plans.

These plans comprise a combination of a defined contribution plan and a defined benefit plan. The rights to the defined benefit plan are determined after the rights paid under the defined contribution plan.

TABLE 3 – DIRECTORS' FEES RECEIVED BY CRÉDIT AGRICOLE S.A. CORPORATE OFFICERS

Cf. p. 136.

TABLE 4 – OPTIONS TO SUBSCRIBE FOR OR PURCHASE SHARES AWARDED IN 2013 TO EXECUTIVE CORPORATE OFFICERS BY CRÉDIT AGRICOLE S.A. AND BY ANY GROUP COMPANY

No stock options were awarded to Executive Corporate Officers in 2013.

TABLE 5 – STOCK OPTIONS EXERCISED BY THE EXECUTIVE CORPORATE OFFICERS IN 2013

No Crédit Agricole S.A. stock options were exercised by Executive Corporate Officers in 2013.

TABLE 6 – PERFORMANCE SHARES AWARDED TO EXECUTIVE CORPORATE OFFICERS IN 2013

No performance share plan was instituted at Crédit Agricole S.A.

TABLE 7 – PERFORMANCE SHARES MADE AVAILABLE IN 2013 FOR EXECUTIVE CORPORATE OFFICERS

Not applicable. No performance share plan was instituted at Crédit Agricole S.A.

TABLE 8 – HISTORY OF ALLOCATIONS OF OPTIONS TO SUBSCRIBE FOR OR PURCHASE SHARES

Not applicable. Crédit Agricole S.A. stock options held by Corporate Officers expired on 5 October 2013. The exercise price was not reached.

TABLE 9 – OPTIONS TO SUBSCRIBE FOR OR PURCHASE SHARES GRANTED TO THE TEN LARGEST NON-EXECUTIVE EMPLOYEE OPTION HOLDERS AND OPTIONS EXERCISED BY THE LATTER IN 2013

Not applicable. Crédit Agricole S.A. did not award any options in 2013 and no options were exercised in 2013.

TABLE 10 – EMPLOYMENT CONTRACT/SUPPLEMENTARY PENSION SCHEME/SEVERANCE PAYMENT IN THE EVENT OF TERMINATION OF OFFICE/NON-COMPETITION CLAUSE

	Employment contract(1)		Supplementary pension scheme		Indemnities and benefits due or likely to be due upon termination or change in office		Indemnity under a non-competition clause	
Executive Corporate Officers	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
Jean-Marie Sander Chairman Date of start of term of office: 20/05/2010		X		X		X		X
Jean-Paul Chifflet Chief Executive Officer Date of start of term of office: 01/03/2010		X	X		X		X	
Jean-Yves Hocher Deputy Chief Executive Officer Date of start of term of office: 15/10/2008	X		X		X		X	
Bruno de Laage Deputy Chief Executive Officer Date of start of term of office: 01/03/2010	X		X		X		X	
Michel Mathieu Deputy Chief Executive Officer Date of start of term of office: 01/03/2010	X		X		X		X	
Xavier Musca Deputy Chief Executive Officer Date of start of term of office: 19/07/2012	X		X		X		X	

(1) *The AFEP/MEDEF recommendation against holding a corporate office while being covered by an employment contract applies only to the Chairman of the Board of Directors, the Chairman and Chief Executive Officer and the Chief Executive Officer.*

The employment contracts of Jean-Yves Hocher, Michel Mathieu, Bruno de Laage and Xavier Musca, Deputy Chief Executive Officers, were, however, suspended by amendment. They will take effect once more at the end of their respective corporate offices, at the updated compensation and function conditions which prevailed prior to their terms of office.

Items of compensation due or awarded in respect of the 2013 financial year to each Executive Corporate Officer of the Company, to be voted on by shareholders

In accordance with the recommendations of the AFEP/MEDEF Code, which is Crédit Agricole S.A.'s reference Corporate Governance Code, pursuant to Article L. 225-37 of the French Commercial Code and the Guide to the Application of the AFEP/MEDEF Code of January 2014, the following items of compensation due or awarded to each Executive Corporate Officer of Crédit Agricole S.A. for the year just ended must be submitted to the shareholders for a vote:

- the fixed portion;
- the annual variable portion and, where necessary, the multi-annual variable part, together with the objectives that contribute to the determination of this variable portion;
- exceptional compensation;
- stock options, performance shares and any other long term compensation;
- benefits linked to taking up or terminating office;
- supplementary pension scheme;
- benefits in kind.

The General Meeting of Shareholders of 21 May 2014 is asked to give its opinion on the items of compensation due or awarded to each Executive Corporate Officer of Crédit Agricole S.A. in respect of 2013:

- Jean-Marie Sander;
- Jean-Paul Chifflet;
- Jean-Yves Hocher;
- Bruno de Laage;
- Michel Mathieu;
- Xavier Musca.

As a result, the General Meeting of Shareholders is asked for its opinion on the following items of compensation due or awarded in respect of the financial year just ended to Jean-Marie Sander, Chairman of the Board of Directors, Jean-Paul Chifflet, Chief Executive Officer, and to Jean-Yves Hocher, Bruno de Laage, Michel Mathieu and Xavier Musca, all Deputy Chief Executive Officers.

ELEMENTS OF COMPENSATION DUE OR AWARDED IN RESPECT OF THE 2013 FINANCIAL YEAR TO JEAN-MARIE SANDER, CHAIRMAN OF THE BOARD OF DIRECTORS, AND SUBMITTED TO THE SHAREHOLDERS FOR OPINION

▶ Items of compensation due or awarded in respect of the year ended to be voted on by shareholders

	Amounts or accounting valuation	Presentation
Fixed compensation	€420,000	Jean-Marie Sander receives annual fixed compensation of €420,000. This compensation, which was set by the Board of Directors at its meeting of 12 May 2010, has remained unchanged.
Non-deferred variable compensation	No payment in respect of 2013	Jean-Marie Sander is not entitled to any variable compensation.
Variable compensation indexed to the Crédit Agricole S.A. share price	No payment in respect of 2013	Jean-Marie Sander is not entitled to any variable compensation indexed to the Crédit Agricole S.A.share price.
Deferred and conditional variable compensation	No payment in respect of 2013	Jean-Marie Sander is not entitled to any deferred and conditional variable compensation.
Exceptional compensation	No payment in respect of 2013	Jean-Marie Sander is not entitled to any exceptional compensation.
Stock options, performance shares or any other long term compensation	No payment in respect of 2013	Jean-Marie Sander is not entitled to any stock options or performance shares.
Directors' fees	€13,272	Jean-Marie Sander received €13,272 in respect of Directors' fees in 2013 for serving as Chairman of the Crédit Agricole S.A. Strategy Committee.
Benefits in kind	€140,822	The benefits consist of company housing and the sum of €100,000, a sum that was approved by the Board of Directors on the recommendation of the Compensation Committee to be used to build up his retirement capital.

▶ Items of compensation due or awarded in respect of the year ended, submitted to the opinion of shareholders and that were voted on by the General Meeting of Shareholders as part of the procedure governing related party agreements and commitments

	Amounts	Presentation
Severance payment	No compensation paid in respect of 2013	Jean-Marie Sander is not entitled to any severance payment.
Non-competition compensation	No compensation paid in respect of 2013	Jean-Marie Sander is not entitled to any non-competition compensation.
Supplementary pension plan	No payment in respect of 2013	Jean-Marie Sander is not a beneficiary of the supplementary pension plan in place within the Group.

ELEMENTS OF COMPENSATION DUE OR AWARDED IN RESPECT OF THE 2013 FINANCIAL YEAR TO JEAN-PAUL CHIFFLET, CHIEF EXECUTIVE OFFICER, AND SUBMITTED TO THE SHAREHOLDERS FOR OPINION

▸ **Items of compensation due or awarded in respect of the year ended to be voted on by shareholders**

	Amounts or accounting valuation	Presentation
Fixed compensation	€900,000	Jean-Paul Chifflet receives annual fixed compensation of €900,000. This compensation, which was set by the Board of Directors at its meeting of 24 February 2010, has remained unchanged.
Non-deferred variable compensation	€321,000	At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Jean-Paul Chifflet in respect of 2013. Having regard to the achievement of financial and non-financial targets set by the Board on 6 May 2013, the amount of the variable component was determined as follows: ● the financial targets were exceeded: revenues and net income Group share of Crédit Agricole S.A. were up on 2012 despite the economic climate. The cost/income ratio improved on the back of cost controls put in place in 2013; ● the Board also found that the non-financial targets had been exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost cutting goal for end-2013 is exceeded, the implementation of the resource allocation programmes and the disposal of assets that were no longer considered core to Crédit Agricole S.A.'s activities, which made it possible to successfully refocus the business portfolio. As a result of the various trade-offs and choices made in 2013, the Group was able to end the year on sound economic and financial bases. The amount of variable compensation owed to Jean-Paul Chifflet in respect of 2013 was set at €1,070,000, 119% of his target variable compensation. 30% of the total compensation, *i.e.* €321,000 will be paid from March 2014;
Variable compensation indexed to the Crédit Agricole S.A. share price	€107,000	10% of the variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014.
Deferred and conditional variable compensation	€642,000	The deferred component of the variable compensation amounted to €642,000, representing 60% of the total variable compensation awarded in 2014 in respect of 2013. This deferred compensation is awarded in Crédit Agricole S.A. shares, the vesting of which is progressively deferred over a period of three years and is conditional on the attainment of three performance targets: ● the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.; ● the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks; ● the societal performance of Crédit Agricole S.A. measured by the FReD index.
Exceptional compensation	No payment in respect of 2013	Jean-Paul Chifflet received no exceptional compensation in respect of 2013.
Stock options, performance shares or any other long term compensation	No payment in respect of 2013	Jean-Paul Chifflet was not awarded any stock options or performance shares or any other long term compensation in respect of 2013.
Directors' fees	€57,150	Jean-Paul Chifflet received €57,150 in respect of Directors' fees in 2013 for serving as Chairman of Crédit Agricole CIB, LCL and Amundi Group.
Benefits in kind	€113,289	The benefits in kind paid consist of the provision of company housing.

▸ **Items of compensation due or awarded in respect of the year ended, submitted to the opinion of shareholders and that were voted on by the General Meeting of Shareholders as part of the procedure governing related party agreements and commitments**

	Amounts	Presentation
Severance payment	No compensation paid in respect of 2013	Jean-Paul Chifflet will be paid compensation in the event that his office is terminated by Crédit Agricole S.A. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 24 February 2010 and approved by the General Meeting of Shareholders of 19 May 2010 (Eleventh resolution).
Non-competition compensation	No compensation paid in respect of 2013	In the event of the termination of his position as Chief Executive Officer on whatever grounds, Jean-Paul Chifflet may be bound by a non-competition clause for a period of one year from the date of termination of the office. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 24 February 2010 and approved by the General Meeting of Shareholders of 19 May 2010 (Eleventh resolution).
Supplementary pension plan	No payment in respect of 2013	Jean-Paul Chifflet is a beneficiary of the supplementary pension plan for Senior Executives of Crédit Agricole Group, which supplements the collective and mandatory pension and death & disability plans. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 24 February 2010 and approved by the General Meeting of Shareholders of 19 May 2010 (Eleventh resolution).

ELEMENTS OF COMPENSATION DUE OR AWARDED IN RESPECT OF THE 2013 FINANCIAL YEAR TO JEAN-YVES HOCHER, DEPUTY CHIEF EXECUTIVE OFFICER, AND SUBMITTED TO THE SHAREHOLDERS FOR OPINION

▶ Items of compensation due or awarded in respect of the year ended to be voted on by shareholders

	Amounts or accounting valuation	Presentation
Fixed compensation	€500,000	Jean-Yves Hocher receives annual fixed compensation of €500,000. This compensation, which was set by the Board of Directors at its meeting of 3 March 2009, has remained unchanged.
Non-deferred variable compensation	€135,000	At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Jean-Yves Hocher in respect of 2013. Having regard to the achievement of financial and non-financial targets set by the Board on 6 May 2013, the amount of the variable component was determined as follows: ● the financial targets for Crédit Agricole S.A. in terms of revenues, net income Group share and cost/income ratio, weighted equally, were exceeded. Within the area of responsibility of Jean-Yves Hocher, the financial targets in terms of revenues, net income Group share, cost/income ratio and RWA, weighted equally, were exceeded; ● the Board also found that the non-financial targets were exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost cutting goal for end-2013 is exceeded within the area of responsibility of Jean-Yves Hocher, the implementation of resource allocation programmes and asset disposals that allowed a refocusing of the corporate and investment banking activities with the disposal of non strategic assets. The amount of variable compensation owed to Jean-Yves Hocher in respect of 2013 was set at €450,000, 112.5% of his target variable compensation. 30% of the total compensation, *i.e.* €135,000, will be paid from March 2014;
Variable compensation indexed to the Crédit Agricole S.A. share price	€45,000	10% of the variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014.
Deferred and conditional variable compensation	€270,000	The deferred component of the variable compensation amounted to €270,000, representing 60% of the total variable compensation awarded in 2014 in respect of 2013. This deferred compensation is awarded in Crédit Agricole S.A. shares, the vesting of which is progressively deferred over a period of three years and is conditional on the attainment of three performance targets: ● the intrinsic financial performance of Crédit Agricole S.A. defined as growth in the gross operating income of Crédit Agricole S.A.; ● the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks; ● the societal performance of Crédit Agricole S.A. measured by the FReD index.
Exceptional compensation	No payment in respect of 2013	Jean-Yves Hocher received no exceptional compensation in respect of 2013.
Stock options, performance shares or any other long term compensation	No payment in respect of 2013	Jean-Yves Hocher was not awarded any stock options or performance shares or any other long term compensation in respect of 2013.
Directors' fees	€3,430	Jean-Yves Hocher received €3,430 in respect of Directors' fees in 2013 for serving as Director of Crédit Agricole Indosuez Private Banking.
Benefits in kind	€59,961	The benefits in kind paid consist of the provision of company housing.

▶ Items of compensation due or awarded in respect of the year ended, submitted to the opinion of shareholders and that were voted on by the General Meeting of Shareholders as part of the procedure governing related party agreements and commitments

	Amounts	Presentation
Severance payment	No compensation paid in respect of 2013	Jean-Yves Hocher will be paid compensation in the event that his employment contract is terminated by Crédit Agricole S.A. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 19 July 2011 and approved by the General Meeting of Shareholders of 22 May 2012 (Fifth resolution).
Non-competition compensation	No compensation paid in respect of 2013	In the event of the termination of his position as Deputy Chief Executive Officer on whatever grounds, Jean-Yves Hocher may be bound by a non-competition clause for a period of one year from the date of termination of the office. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 18 May 2009 and approved by the General Meeting of Shareholders of 19 May 2010 (Seventh resolution).
Supplementary pension plan	No payment in respect of 2013	Jean-Yves Hocher is a beneficiary of the supplementary pension plan for Senior Executives of Crédit Agricole Group, which supplements the collective and mandatory pension and death & disability plans. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 3 March 2009 and approved by the General Meeting of Shareholders of 19 May 2009 (Seventh resolution).

ELEMENTS OF COMPENSATION DUE OR AWARDED IN RESPECT OF THE 2013 FINANCIAL YEAR TO BRUNO DE LAAGE, DEPUTY CHIEF EXECUTIVE OFFICER, AND SUBMITTED TO THE SHAREHOLDERS FOR OPINION

▸ **Items of compensation due or awarded in respect of the year ended to be voted on by shareholders**

	Amounts or accounting valuation	Presentation
Fixed compensation	€500,000	Bruno de Laage receives annual fixed compensation of €500,000. This compensation, which was set by the Board of Directors at its meeting of 23 February 2011, has remained unchanged.
Non-deferred variable compensation	€132,000	At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Bruno de Laage in respect of 2013. Having regard to the achievement of financial and non-financial targets set by the Board on 6 May 2013, the amount of the variable component was determined as follows: ● the financial targets for Crédit Agricole S.A. in terms of revenues, net income Group share and cost/income ratio, weighted equally, were exceeded. Within the area of responsibility of Bruno de Laage the financial targets in terms of revenues, net income Group share and cost/income ratio, weighted equally, were achieved; ● the Board also found that the non-financial targets were exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost cutting goal for end-2013 is exceeded within the area of responsibility of Bruno de Laage and the implementation of resource allocation programmes and asset disposals. The amount of variable compensation owed to Bruno de Laage in respect of 2013 was set at €440,000, 110% of his target variable compensation. 30% of the total compensation, *i.e.* €132,000 will be paid from March 2014;
Variable compensation indexed to the Crédit Agricole S.A. share price	€44,000	10% of the variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014.
Deferred and conditional variable compensation	€264,000	The deferred component of the variable compensation amounted to €264,000, representing 60% of the total variable compensation awarded in 2014 in respect of 2013. This deferred compensation is awarded in Crédit Agricole S.A. shares, the vesting of which is progressively deferred over a period of three years and is conditional on the attainment of three performance targets: ● the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.; ● the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks; ● the societal performance of Crédit Agricole S.A. measured by the FReD index.
Exceptional compensation	No payment in respect of 2013	Bruno de Laage received no exceptional compensation in respect of 2013.
Stock options, performance shares or any other long term compensation	No payment in respect of 2013	Bruno de Laage was not awarded any stock options or performance shares or any other long term compensation in respect of 2013.
Directors' fees	€21,870	Bruno de Laage received €21,870 in respect of Directors' fees in 2013 for serving as Director of LCL and UBAF.
Benefits in kind	€66,120	The benefits in kind paid consist of the provision of company housing.

▸ **Items of compensation due or awarded in respect of the year ended, submitted to the opinion of shareholders and that were voted on by the General Meeting of Shareholders as part of the procedure governing related party agreements and commitments**

	Amounts	Presentation
Severance payment	No compensation paid in respect of 2013	Bruno de Laage will be paid compensation in the event that his employment contract is terminated by Crédit Agricole S.A. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 24 February 2010 and approved by the General Meeting of Shareholders of 19 May 2010 (Thirteenth resolution).
Non-competition compensation	No compensation paid in respect of 2014	In the event of the termination of his position as Deputy Chief Executive Officer on whatever grounds, Bruno de Laage may be bound by a non-competition clause for a period of one year from the date of termination of the office. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 24 February 2010 and approved by the General Meeting of Shareholders of 19 May 2010 (Thirteenth resolution).
Supplementary pension plan	No compensation paid in respect of 2015	Bruno de Laage is a beneficiary of the supplementary pension plan for Senior Executives of Crédit Agricole Group, which supplements the collective and mandatory pension and death & disability plans. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 24 February 2010 and approved by the General Meeting of Shareholders of 19 May 2010 (Thirteenth resolution).

ELEMENTS OF COMPENSATION DUE OR AWARDED IN RESPECT OF THE 2013 FINANCIAL YEAR TO MICHEL MATHIEU, DEPUTY CHIEF EXECUTIVE OFFICER, AND SUBMITTED TO THE SHAREHOLDERS FOR OPINION

▸ Items of compensation due or awarded in respect of the year ended to be voted on by shareholders

	Amounts or accounting valuation	Presentation
Fixed compensation	€500,000	Michel Mathieu receives annual fixed compensation of €500,000. This compensation, which was set by the Board of Directors at its meeting of 24 February 2010, has remained unchanged.
Non-deferred variable compensation	€144,000	At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Michel Mathieu in respect of 2013. Having regard to the achievement of financial and non-financial targets set by the Board on 6 May 2013, the amount of the variable component was determined as follows: ● the financial targets for Crédit Agricole S.A.in terms of revenues, net income Group share and cost/income ratio, weighted equally, were exceeded; ● the Board also found that the non-financial targets were exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost-cutting goal for end-2013 is exceeded within the area of responsibility of Michel Mathieu, the implementation of resource allocation programmes and asset disposals that notably made it possible to successfully refocus the Group's business portfolio. The amount of variable compensation owed to Michel Mathieu in respect of 2013 was set at €480,000, 120% of his target variable compensation. 30% of the total compensation, *i.e.* €144,000, will be paid from March 2014;
Variable compensation indexed to the Crédit Agricole S.A. share price	€48,000	10% of the variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014.
Deferred and conditional variable compensation	€288,000	The deferred component of the variable compensation amounted to €288,000, representing 60% of the total variable compensation awarded in 2014 in respect of 2013. This deferred compensation is awarded in Crédit Agricole S.A. shares, the vesting of which is progressively deferred over a period of three years and is conditional on the attainment of three performance targets: ● the intrinsic financial performance of Crédit Agricole S.A. defined as growth in the gross operating income of Crédit Agricole S.A.; ● the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks; ● the societal performance of Crédit Agricole S.A. measured by the FReD index.
Exceptional compensation	No payment in respect of 2013	Michel Mathieu received no exceptional compensation in respect of 2013.
Stock options, performance shares or any other long term compensation	No payment in respect of 2013	Michel Mathieu was not awarded any stock options or performance shares or any other long term compensation in respect of 2013.
Directors' fees	€47,829	Michel Mathieu received €47,829 in respect of Directors' fees in 2013 for serving as Director of LCL, Cariparma, Amundi Group and Crédit Agricole CIB.
Benefits in kind	€80,157	The benefits in kind paid consist of the provision of company housing.

▸ Items of compensation due or awarded in respect of the year ended, submitted to the opinion of shareholders and that were voted on by the General Meeting of Shareholders as part of the procedure governing related party agreements and commitments

	Amounts	Presentation
Severance payment	No compensation paid in respect of 2013	Michel Mathieu will be paid compensation in the event that his employment contract is terminated by Crédit Agricole S.A. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 24 February 2010 and approved by the General Meeting of Shareholders of 19 May 2010 (Twelfth resolution).
Non-competition compensation	No compensation paid in respect of 2013	In the event of the termination of his position as Deputy Chief Executive Officer on whatever grounds, Michel Mathieu may be bound by a non-competition clause for a period of one year from the date of termination of the office. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 24 February 2010 and approved by the General Meeting of Shareholders of 19 May 2010 (Twelfth resolution).
Supplementary pension plan	No payment in respect of 2013	Michel Mathieu is a beneficiary of the supplementary pension plan for Senior Executives of Crédit Agricole Group, which supplements the collective and mandatory pension and death & disability plans. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 24 February 2010 and approved by the General Meeting of Shareholders of 19 May 2010 (Twelfth resolution).

ELEMENTS OF COMPENSATION DUE OR AWARDED IN RESPECT OF THE 2013 FINANCIAL YEAR TO XAVIER MUSCA, DEPUTY CHIEF EXECUTIVE OFFICER, AND SUBMITTED TO THE SHAREHOLDERS FOR OPINION

▸ Items of compensation due or awarded in respect of the year ended to be voted on by shareholders

	Amounts or accounting valuation	Presentation
Fixed compensation	€500,000	Xavier Musca receives annual fixed compensation of €500,000. This compensation, which was set by the Board of Directors at its meeting of 17 July 2012, has remained unchanged.
Non-deferred variable compensation	€135,000	At its meeting of 18 February 2014, the Board of Directors, on the recommendation of the Compensation Committee, set the amount of the variable compensation of Xavier Musca in respect of 2013. Having regard to the achievement of financial and non-financial targets set by the Board on 6 May 2013, the amount of the variable component was determined as follows: ● the financial targets for Crédit Agricole S.A. in terms of revenues, net income Group share and cost/income ratio, weighted equally, were exceeded. Within the area of responsibility of Xavier Musca, the financial targets in terms of revenues, net income Group share and cost/income ratio, weighted equally, were achieved; ● the Board also found that the non-financial targets were exceeded, having regard to the definition of the strategic plan, the MUST programme where the cost-cutting goal for end-2013 is exceeded within the area of responsibility of Xavier Musca, the implementation of resource allocation programmes and asset disposals that notably made it possible to successfully refocus the Group's business portfolio. The amount of variable compensation owed to Xavier Musca in respect of 2013 was set at €450,000, 112.5% of his target variable compensation. 30% of the total compensation, *i.e.* €135,000,will be paid from March 2014;
Variable compensation indexed to the Crédit Agricole S.A. share price	€45,000	10% of the variable compensation is indexed to the Crédit Agricole S.A. share price and will be paid in September 2014.
Deferred and conditional variable compensation	€270,000	The deferred component of the variable compensation amounted to €270,000, representing 60% of the total variable compensation awarded in 2014 in respect of 2013. This deferred compensation is awarded in Crédit Agricole S.A. shares, the vesting of which is progressively deferred over a period of three years and is conditional on the attainment of three performance targets: ● the intrinsic financial performance of Crédit Agricole S.A. defined as growth of the gross operating income of Crédit Agricole S.A.; ● the relative performance of Crédit Agricole S.A. shares compared to a composite index of European banks; ● the societal performance of Crédit Agricole S.A. measured by the FReD index.
Exceptional compensation	No payment in respect of 2013	Xavier Musca received no exceptional compensation in respect of 2013.
Stock options, performance shares or any other long term compensation	No payment in respect of 2013	Xavier Musca was not awarded any stock options or performance shares or any other long term compensation in respect of 2013.
Directors' fees	€65,287	Xavier Musca received €65,287 in respect of Directors' fees in 2013 for serving as Director of Cariparma, Crédit Agricole Égypte, Crédit du Maroc, Amundi Group and UBAF.
Benefits in kind	No benefits in kind	Xavier Musca did not receive any benefits in kind.

▸ Items of compensation due or awarded in respect of the year ended, submitted to the opinion of shareholders and that were voted on by the General Meeting of Shareholders as part of the procedure governing related party agreements and commitments

	Amounts	Presentation
Severance payment	No compensation paid in respect of 2013	Xavier Musca will be paid compensation in the event that his employment contract is terminated by Crédit Agricole S.A. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 17 July 2012 and approved by the General Meeting of Shareholders of 23 May 2013 (Eighth resolution).
Non-competition compensation	No compensation paid in respect of 2013	In the event of the termination of his position as Deputy Chief Executive Officer on whatever grounds, Xavier Musca may be bound by a non-competition clause for a period of one year from the date of termination of the office. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 17 July 2012 and approved by the General Meeting of Shareholders of 23 May 2013 (Eighth resolution).
Supplementary pension plan	No payment in respect of 2013	Xavier Musca is a beneficiary of the supplementary pension plan for Senior Executives of Crédit Agricole Group, which supplements the collective and mandatory pension and death & disability plans. In accordance with the procedure governing related party agreements and commitments, this commitment was authorised by the Board on 17 July 2012 and approved by the General Meeting of Shareholders of 23 May 2013 (Eighth resolution).

OPERATING AND FINANCIAL INFORMATION

4

Presentation of Crédit Agricole S.A.'s consolidated financial statements

PRESENTATION OF CRÉDIT AGRICOLE S.A.'S CONSOLIDATED ACCOUNTS

Changes to accounting principles and policies

Changes to accounting principles and policies are described in Note 1 to the consolidated financial statements for the year ended 31 December 2013.

Changes in the scope of consolidation

Changes in the scope of consolidation are described in Note 2.1.1 and in Note 12 to the consolidated financial statements for the year ended 31 December 2013.

ECONOMIC AND FINANCIAL ENVIRONMENT

Global growth declined in 2013. In emerging markets it was stable at 4.5%, although markedly down on the average of 10.7% over the preceding decade. Developed markets managed 1.1%, down from 1.4% in 2011 and in 2012. This was more as a result of the slowdown in the United States, where growth fell back to 1.8% from 2.8% in 2012, than to the Eurozone, which whilst still in recession, saw -0.5% compared with -0.7% in 2012.

This under-performance of the United States was due to a weak start to 2013, following on from a poor end to 2012. The remainder of 2013 was better there, moreover creating a favourable base for 2014. The performance from the Eurozone was achieved despite a slowdown in Germany (0.5% following 0.9% in 2012), thanks to a slight improvement in France (0.2% following 0.0% in 2012) and particularly in Southern Europe, where the recession affecting the four weak countries - Italy, Spain, Portugal and Greece - progressively eased in 2013. However, the erratic economic performance in France and Germany throughout 2013 showed the fragility of this recovery.

The reversal of the long end of the yield curve, which began at end-2012 in the United States, continued and strengthened, and extended to Europe. Contrary to the consensus that anticipated a slight decline in its value against the dollar, the euro fluctuated between 1.28 and 1.38,USD/EUR, trending generally upwards to close on a high. A number of factors underpinned the strength of the euro, despite market concerns regarding the European economy: an expanding credit spread (40 basis points at the beginning of the year, 100 basis points at the end of the year), a significant current account surplus in the balance of payments compared with a US deficit, the abating of concerns as to the viability of the Eurozone whereas the United States on occasion sent somewhat confused messages as to its economic policy ("tapering", "shut-down" in October).

With inflation not being a threat, the opposite in fact being true, the ECB surprised markets with a further cut in its key rate in early November following on from the one in June, signalling its intention to keep monetary conditions ultra accommodating with, if required, further relaxation in liquidity conditions. This monetary easing went hand-in-hand with less budgetary pressure. The factoring in of extraordinary circumstances due to the weakness of the cycle, as well as the progress made cleaning up public finances allowed the countries in the Eurozone periphery to make smaller structural adjustments that did not have such a negative effect on growth. Nevertheless, the channel for monetary policy transmission seized up in Southern Europe and the cut in interest rates failed to encourage credit provision.

CRÉDIT AGRICOLE S.A. OPERATIONS AND CONSOLIDATED INCOME STATEMENTS

(in millions of euros)	2013	2012 Restated[(1)]	Change 2013-2012
Revenues	**16,015**	**15,954**	**+0.4%**
Operating expenses	(11,277)	(11,624)	(3.0%)
Gross operating income	**4,738**	**4,330**	**+9.4%**
Cost of risk	(2,961)	(3,703)	(20.0%)
Operating income	**1,777**	**627**	**x 2.8**
Share of net income of equity-accounted entities	1,074	503	x 2.1
Net income on other assets	116	177	(34.6%)
Change in value of goodwill	-	(3,027)	n.m.
Pre-tax income	**2,967**	**(1,720)**	**n.m.**
Income tax charge	(140)	(391)	(64.2%)
Net income from discontinued or held-for-sale operations	54	(4,320)	n.m.
Net income	**2,881**	**(6,431)**	**n.m.**
NET INCOME GROUP SHARE	**2,505**	**(6,389)**	**n.m.**
Basic earnings per share *(in euros)*	1.0	(2.6)	n.m.

(1) 2012 results restated for the reclassification pursuant to IFRS 5 of Newedge, Crédit Agricole Bulgaria and CACF's Nordic entities, and reflecting changes in the valuation of a limited number of complex transactions.

2013 was marked by the on-going refocusing and by the fact that the business lines held up and then recovered well. Crédit Agricole S.A. thus disposed of portfolios, interests and subsidiaries that were no longer considered core: completion of the disposal of Emporiki, Cheuvreux, and CLSA and Bankinter shares, reduction of its interest in Eurazeo, preparation for the disposal of Newedge, planned disposal of the Nordic entities of CACF and of CA Bulgaria, disposal of the bulk of the CDOs and of the portfolio with US residential mortgage underlyings. At the same time, the increase in its stake in Amundi (+5 points to 80%) is being finalised.

Business remained satisfactory in the retail banking networks with, in particular, on-balance sheet deposits up 4.5% over the year and outstanding home loans up over 2%. Asset Management and Insurance saw assets under management grow by €47.7 billion, including €13.1 billion in net inflows in 2013. The business lines that saw an active reduction in the scope of their activities, such as Specialised Financial Services and Corporate and Investment Banking, experienced a limited decline in their revenues and rebounded at year-end.

This resilience resulted in a slight increase of 0.4% in Crédit Agricole S.A.'s **revenues** to €16,015 million in 2013. This included a negative impact of €846 million from own debt revaluation resulting from the improvement in Crédit Agricole S.A.'s spreads, loan hedges, Day 1 impact of the application of IFRS 13 on CVA/DVA and DVA running. In 2012, revenues included a -€1,471 million charge associated with own debt revaluation and loan hedges.

Operating expenses were down 3.0% in 2013 compared with 2012, a reduction that was largely due to the cost savings achieved under the MUST programme, which should generate savings of €650 million on IT costs, procurement and real estate. €351 million in savings were achieved in 2012 and 2013, compared with 2011, including €226 million in 2013 alone, €31 million ahead of scheduled operating plan set by the Group in 2011. At 70.4%, the cost/income ratio was up by 2.5 percentage points over the year.

Gross operating income was thus up 9.4% in 2013 compared with 2012 restated, at €4,738 million.

The **cost of risk** totalled €2,961 million in 2013 compared with €3,703 million in 2012. The improvement was mainly due to the reduction in the cost of risk at Agos Ducato in Italy. At end-December 2013, impaired outstanding loans (excluding finance leases with customers) amounted to €15.2 billion, close to the end-2012 level (-1.4%). This represented 3.9% of gross outstanding loans to customers and credit institutions, compared with 3.6%[(1)] at end-December 2012. The ratio of impaired loans covered by individual provisions was 53.3% at end-December 2013 compared with 57.3%[(1)] at end-December 2012. Including collective provisions, the coverage ratio of impaired loans was 71.7%.

(1) Restated for the reclassification pursuant to IFRS 5 in 2013 of Newedge, CA Bulgaria and CACF's Nordic entities.

Net income of equity-accounted entities amounted to €1,074 million in 2013, including a €1,064 million contribution from the Regional Banks. For reference, in 2012, this included the impact of the impairment of SAS Rue La Boétie and SACAM international shares and the adjustment to the valuation following the merger of Regional Banks (impact of -€208 million in 2012). It also included a €267 million impairment of BES and the impact of the deconsolidation of Bankinter in August 2012 (-€193 million).

Net gains (losses) on other assets of €115.8 million in 2013 primarily included gains, booked under the Corporate centre, on the disposal of a property in Paris and of Eurazeo securities.

Tax amounted to -€140 million. This notably included €223 million stemming from the tax deduction of losses associated with the last capital increase at Emporiki in January 2013, and a tax gain of €57 million on Cariparma and Agos, stemming from regulatory changes in tax rates and deductibility rules in Italy.

Net income from discontinued or held-for-sale operations amounted to +€54 million in 2013 (-€4,320 million in 2012, primarily due to the disposal of Emporiki). The impact of the disposal of CLSA offset the costs stemming from the planned disposals of Newedge, CA Bulgaria and the CACF's Nordic entities.

Net income Group share of Crédit Agricole S.A. thus amounted to €2,505 million in 2013, compared with -€6,389 million in 2012. The accounting items dragging down the results, such as the issuer spreads, day one CVA/DVA, DVA and running loan hedges, were offset by the gains on disposal and the deduction of losses associated with the January 2013 capital increase at Emporiki. Accounting results and restated results were thus very similar.

Liquidity

Crédit Agricole Group's cash balance sheet totalled €1,039 billion at end-December 2013, compared with €1,032 billion at end-December 2012.

Short term market debt stood at €142 billion at 31 December 2013. It increased by €5 billion between 31 December 2012 and 31 December 2013. Aggregate short term wholesale funds, including repos, amounted to €168 billion at end-2013, a decrease of €3 billion over the year. Balance sheet liquid assets amounted to €239 billion at 31 December 2013, compared with €218 billion at 31 December 2012.

The surplus of long term funding sources over long term applications of funds at 31 December 2013 was €71 billion, an increase of €24 billion compared with 31 December 2012. Long term funding sources increased by €10 billion in 2013, amounting to €871 billion at 31 December 2013. Long term applications of funds amounted to €800 billion at 31 December 2013, down €14 billion compared with 31 December 2012.

Liquidity reserves after haircut rose by €9 billion in 2013, reaching €239 billion. They covered 168% of gross short term debt in both the fourth quarter of 2013 and the fourth quarter of 2012.

The various issuers within Crédit Agricole Group issued €31.7 billion in senior debt in the market and the branch networks in 2013. Crédit Agricole S.A. raised €15.5 billion in senior debt on the market in 2013, exceeding its medium to long term market issuance programme set at €12 billion for the year. This fund-raising had an average maturity of six years compared with 6.3 years in 2012 and an average spread *vs.* mid-swap of 65.9 basis points compared with 122 basis points in 2012. For 2014, the medium to long term senior market issuance programme has been set at €10 billion at least. At 12 February 2013, 40% of the programme had been achieved thanks to €4 billion in senior market issues between 1 January and 12 February 2014. In addition, Crédit Agricole S.A. carried out a USD 1 billion Tier 2 contingent capital issue in September 2013, followed in January 2014 by a USD 1.75 billion Additional Tier 1 issue.

Operations and results by business segment

Crédit Agricole S.A. Group is organised into six business lines:

- French retail banking – Crédit Agricole Regional Banks;
- French retail banking – LCL;
- International retail banking;
- Specialised financial services;
- Asset management and Insurance;
- Corporate and investment banking;

plus the Corporate Centre.

The Group's business lines are defined in Note 5 to the consolidated financial statements for the year ended 31 December 2013 – "Operating segment information". The organisation and activities are described in section 1 of Crédit Agricole S.A.'s registration document.

CONTRIBUTION BY BUSINESS LINE TO CRÉDIT AGRICOLE S.A.'S NET INCOME GROUP SHARE

(in millions of euros)	2013	2012 Restated[1]
French retail banking – Regional Banks	1,064	824
French retail banking – LCL	599	663
International retail banking	48	(4,880)
Specialised financial services	84	(1,613)
Asset management and Insurance	1,563	1,720
Corporate and investment banking	775	(281)
Corporate Centre	(1,628)	(2,822)
TOTAL	**2,505**	**(6,389)**

(1) *2012 results restated for the reclassification pursuant to IFRS 5 of Newedge, CA Bulgaria and CACF's Nordic entities, and reflecting changes in the valuation of a limited number of complex transactions.*

1. French retail banking – Crédit Agricole Regional Banks

(in millions of euros)	2013	2012	Change 2013-2012
Revenues	**14,172**	**12,870**	**+10.1%**
Operating expenses	(7,658)	(7,652)	+0.1%
Gross operating income	**6,514**	**5,218**	**+24.8%**
Cost of risk	(1,005)	(853)	+17.8%
OPERATING INCOME	**5,509**	**4,365**	**+26.2%**

CONSOLIDATED DATA FOR THE 38 REGIONAL BANKS RESTATED FOR INTRAGROUP TRANSACTIONS

(in millions of euros)	2013	2012	Change 2013-2012
Net income accounted for at equity (approximately 25%)	**906**	**674**	**+34.4%**
Change in share of reserves	158	150	+5.3%
Share of net income of equity-accounted entities	1,064	824	+29.2%
NET INCOME GROUP SHARE	**1,064**	**824**	**+29.2%**

Over the year, the Regional Banks' contribution to the net income of Crédit Agricole S.A., accounted at equity at about 25% of their results, was €1,064 million, an increase of 4.2% compared with 2012 restated for the negative impact of impairment and the value adjustment of securities (-€208 million in 2012 and -€11 million in 2013).

The Regional Banks continued to grow their business in a slightly improving market.

They recorded a good performance in terms of overall deposits, which increased by 3.2% year-on-year to €592.6 billion, driven by on-balance sheet deposits. On-balance sheet deposits totalled €347.8 billion at end-2013, an increase of 4.2% year-on-year, with sustained momentum in both passbook savings accounts (+6.3% year-on-year) and demand deposits (+7.8%). Deposits in home purchase savings plans edged up by 1.9% over the year, while term accounts were down 0.5%. During the same period, off-balance sheet deposits grew by 1.7%, thanks to renewed interest in life insurance in the wake of the lowering of the interest rate on the *Livret A* passbook savings account in 2013 (volumes increased by 3.8% between end-December 2012 and end-December 2013).

Outstanding customer loans amounted to €397.6 billion at 31 December 2013, a slight increase of 0.4% over the year, reflecting contrasting trends. While outstanding home loans grew by 2.5% over the year, consumer finance and lending to small and medium-sized enterprises and small businesses were down 5.5% and 4.7% respectively year-on-year.

The loan-to-deposit ratio was accordingly 121% at end-December 2013, compared with 126% at end-December 2012. It benefited on the one hand from change in on-balance sheet deposits and lending, and on the other hand from the reduction in the rate of centralisation of regulated savings with the Caisse des Dépôts et Consignations.

The revenues of the Regional Banks (restated for intragroup transactions) totalled €14,172 million in 2013, an increase of 5.2% compared with 2012 restated for impairment and value adjustments of SACAM International and SAS Rue La Boétie securities (in negative amounts of €819 million and €45 million in 2012 and 2013 respectively) and the impact of home purchase savings plans in both 2012 and 2013. The net interest margin was driven to a large extent by the lower cost of funds and the significant flow of early repayments. In addition, fee and commission income was stable between 2012 and 2013.

At €7,658 million, operating expenses were virtually unchanged in 2013 compared with 2012 (+0.1%). The cost-income ratio accordingly worked out at 54.0%.

Operating income amounted to €5,509 million in 2013, after cost of risk of €1,005 million. The rate of impaired outstanding loans was 2.5% at end-December 2013, compared with 2.4% at end-December 2012. The coverage ratio (including collective provisions) remained a high 106.9% at end-December 2013, compared with 107.6% at end-December 2012.

2. French retail banking – LCL

(in millions of euros)	2013	2012	Change 2013-2012
Revenues	**3,811**	**3,891**	**(2.0%)**
Operating expenses	(2,514)	(2,522)	(0.3%)
Gross operating income	**1,297**	**1,369**	**(5.3%)**
Cost of risk	(304)	(311)	(2.4%)
Net gains (losses) on other assets	5	1	x4.7
Pre-tax income	**998**	**1,059**	**(5.7%)**
Income tax charge	(368)	(361)	+1.8%
Net income	**630**	**698**	**(9.7%)**
NET INCOME GROUP SHARE	**599**	**663**	**(9.7%)**

LCL maintained good business momentum in 2013, and confirmed its role in financing the French economy. Loans outstanding rose by 0.3% year-on-year to €89.5 billion at 31 December 2013. Growth was driven by home loans, which grew by 2.3% year-on-year to €56.4 billion. During the same period, loans to SMEs and small businesses fell by 2.8% to €26.4 billion, and consumer credit contracted by 3.3% to €6.7 billion at 31 December 2013.

Customer assets continue to grow at a rapid pace, driven by the strength of the network. They totalled €163.2 billion at end-December 2013, an increase of 4.1% year-on-year. On-balance sheet deposits grew by 6.8% year-on-year, driven by 8.3% growth in passbook savings accounts after substantial inflows early in the year, and by demand deposits (+7.0%). Off-balance sheet deposits grew by +1.3% year-on-year, mainly thanks to life insurance, where outstandings grew by 4.2% over the period to €53.4 billion and end-December 2013.

Benefiting from the favourable trend in on-balance sheet deposits and loans, coupled with a cut in the centralisation rate on regulated savings transferred to the Caisse des Dépôts et Consignations, the loan-to-deposit ratio improved by seven percentage points over a year to 109% at end-December 2013.

2013 revenues totalled €3.8 billion, an apparent decline of 2.0% compared with 2012, but a more limited decline of 0.7% when restated for the provision for home purchase savings schemes and the reversal of the Cheque Image Exchange (CIE) fine in 2012. The resilience of revenues reflects the strength of margins on new loans and a 1.0% increase in fee and commission income year-on-year, driven by fees from securities management (+1.7%). The transformation margin contracted in an environment of persistently low interest rates, an impact amplified by an increase in early repayements on home loans.

To adjust to the difficult economic environment, LCL pressed ahead in 2013 with a programme designed to improve the management and control of its expenses, giving priority to projects that improve the quality of customer service. Expenses remained under tight control over the year, with a decline of 0.3%. The cost-income ratio was 65.9%[1] in 2013, compared with 65.6%[1] in 2012.

The cost of risk was down 2.4% between 2012 and 2013. It represented 31 basis points of loans outstanding for the year 2013, a slight reduction compared with 2012 (33 basis points). The impaired loan ratio to total gross loans outstanding was 2.5%; the impaired loan coverage ratio (including collective provisions) was 74.7% at end-December 2013.

In all net income Group share totalled €599 million in 2013, a decline of 3.9%[1] compared with 2012, penalised by the increase in the French corporate income tax rate from 36.1% to 38.0%.

(1) *After restatement for the impact of home purchase savings schemes in 2012 and 2013, and the EIC provision reversal in 2012.*

3. International retail banking

International retail banking results were marked by normalisation in 2013, after a year impacted by the search for a solution for Emporiki and the impairment of goodwill (Cariparma and CA Egypt) and investments (BES) in 2012. However, the 2013 results include the impact of the planned disposal of Crédit Agricole Bulgaria (-€39 million) and the negative contribution of BES (-€105 million).

Overall, net income Group share was €48 million in International retail banking, and €192 million before the impact of the planned disposal of CA Bulgaria and the contribution of BES.

(in millions of euros)	2013	2012 Restated[(1)]	Change 2013-2012[(1)]
Revenues	**2,436**	**2,463**	**(1.1%)**
Operating expenses	(1,517)	(1,696)	(10.6%)
Gross operating income	**919**	**767**	**+19.9%**
Cost of risk	(604)	(515)	+17.4%
Share of net income of equity-accounted entities	(98)	(393)	(75.1%)
Net income (loss) on other assets and change in value of goodwill	9	(1,069)	n.m.
Pre-tax income	**226**	**(1,210)**	**n.m.**
Income tax charge	(91)	(50)	+82.6%
Net income from discontinued or held-for-sale operations	(26)	(3,751)	n.m.
Net income	**109**	**(5,011)**	**n.m.**
NET INCOME GROUP SHARE	**48**	**(4,880)**	**n.m.**

(1) 2012 restated for the reclassification of CA Bulgaria pursuant to IFRS 5

In Italy, the environment was severely influenced by the impact of measures taken to reduce public debt and reform the economic framework: GDP was down by about 2% compared with 2012. The market is affected by the recession and increased risk. Under these circumstances, Cariparma held up well thanks to its status as a regional network based primarily in northern Italy, reporting a limited decline in outstanding loans and a small decline in revenues.

CARIPARMA GROUP'S CONTRIBUTION TO CRÉDIT AGRICOLE S.A.'S INCOME

(in millions of euros)	2013	2013[(1)]	2012[(1)(2)]	Change 2013-2012[(1)(2)]
Revenues	**1,588**	**1,588**	**1,634**	**(2.8%)**
Operating expenses	(956)	(956)	(1,124)	(14.9%)
Gross operating income	**632**	**632**	**510**	**+23.9%**
Cost of risk	(464)	(425)	(412)	+3.1%
NET INCOME GROUP SHARE	**83**	**104**	**68**	**+52.9%**

(1) After the reclassification, in the fourth quarter 2012, of the additional provision recognised by the Corporate Centre in the fourth quarter of 2012 and in the contribution of Cariparma in the first quarter of 2013.

(2) Before impairment of goodwill in 2012 (impact of €852 million in net income Group share).

At 31 December 2013, outstanding loans totalled €33.1 billion, a decline limited to 0.9% compared with 31 December 2012, in a market which was down 7.3%[(1)]. Total on-balance sheet customer deposits reached €36.2 billion, an increase of 1.6% year-on-year, in a market down 3.3%[(1)] Cariparma accordingly recorded surplus liquidity of €3.1 billion, thereby helping finance other Italian entities of the Group (Calit, Agos Ducato, FGA Capital). Moreover, Cariparma's off-balance sheet deposits totalled €50.9 billion at end-December 2013. Life insurance and UCITS enjoyed sustained growth, with assets under management up 9.6% over the year.

Revenues were down 2.8% in 2013, with the good performance in terms of fee and commission income undermined by the narrowing of the Group interest margin.

(1) Source: Associazione Bancaria Italiana.

Expenses were down 14.9% compared with 2012. Excluding the impact of the voluntary departure plan implemented in 2012, for which a cost of €118 million was provisioned, expenses were down 4.9%. This reduction was attributable to constant efforts, as well as the impact of the MUST programme, which applies to real estate and IT spending, as well as to procurement. At 60.2% in 2013, the cost-income ratio improved by 1.3 point compared with 2012, excluding the cost of the voluntary departure plan recognised in 2012, which represents a substantial restructuring effort.

The cost of risk, still affected by the deteriorating economic environment, increased by 3.1% in 2013 compared with 2012, reaching €425 million[(1)]. The impaired loans ratio represented 10.4% with a coverage ratio of 45.7% including collective provisions (compared with 45.4% at 31 December 2012).

Overall, Cariparma's contribution to net income Group share was a profit of €104[(1)] million, compared with €68[(1)] million in 2012, before impairment of goodwill (impact of €852 million in net income Group share).

Together, **the Group's other international entities** reported a surplus of deposits over loans at 31 December 2013, with €10.9 billion in on-balance sheet deposits on gross loans of €10.2 billion. Of these entities, Crédit Agricole Bank Polska had the largest proportion in revenues, with 37%, followed by Crédit Agricole Egypt (22%), Crédit du Maroc (21%) and Crédit Agricole Ukraine (14%).

The combined net income Group share of International retail banking entities other than Cariparma was a loss of €35 million, and a profit of €109 million before taking into account the impact of the planned disposal of CA Bulgaria (-€39 million) and the negative contribution of BES (-€105 million). This includes €43 million for the Polish subsidiary, €37 million for the Ukrainian subsidiary, €27 million for Crédit Agricole Egypt and €19 million for Crédit du Maroc.

Subsequently, Crédit Agricole S.A. signed a contract to sell Crédit Agricole Bulgaria to Bulgarian bank Corporate Commercial Bank AD on 22 January 2014. The completion of this transaction is subject to approval by the relevant regulatory authorities. For Crédit Agricole S.A., the disposal will result in a €160 million reduction in risk weighted assets and a negative impact of less than one basis point on its capital adequacy ratios. This subsidiary has accordingly been reclassified pursuant to IFRS 5 as of 31 December 2013.

Lastly, BNI Madagascar was recognised as a non-current asset held-for-sale.

4. Specialised financial services

(in millions of euros)	2013	2012 Restated[(1)]	Change 2013-2012
Revenues	**3,218**	**3,364**	**(4.3%)**
Operating expenses	(1,548)	(1,576)	(1.8%)
Gross operating income	**1,670**	**1,788**	**(6.6%)**
Cost of risk	(1,514)	(2,082)	(27.3%)
Share of net income of equity-accounted entities	29	19	+49.2%
Change in value of goodwill	-	(1,495)	n.m.
Pre-tax income	**185**	**(1,770)**	**n.m.**
Income tax charge	(68)	(93)	(25.9%)
Net income from discontinued or held-for-sale operations	(76)	25	n.m.
Net income	**41**	**(1,838)**	**n.m.**
NET INCOME GROUP SHARE	**84**	**(1,613)**	**n.m.**

(1) 2012 restated for reclassification of CACF Nordic subsidiaries pursuant to IFRS 5.

In an increasingly stringent regulatory environment, **Crédit Agricole Consumer Finance** continued its policy of focusing on profitable activities and diversifying its sources of funds. In late 2013, CA Consumer Finance initiated the sale of several Nordic subsidiaries, and sold €2.7 billion of loans, including €1.7 billion of non-performing loans. CA Consumer Finance consolidated loan book totalled €43.3 billion at 31 December 2013, a decline of €4.3 billion compared with December 2012. At the same time, outstandings managed on behalf of third parties increased by €2 billion compared with December 2012, while outstandings managed on behalf of Crédit Agricole Group contracted by €0.9 billion. Total outstandings managed by CA Consumer Finance accordingly amounted to €70.0 billion at 31 December 2013, a decline of €3.2 billion compared with 31 December 2012. Their geographical breakdown was virtually unchanged compared with end-2012, with 38% of outstandings located in France, 33% in Italy (down one percentage point compared with end-2012) and 29% in other countries.

(1) After the reclassification in 2012 of the additional provision recognised by the Corporate Centre in 2012 and in the contribution of Cariparma in 2013.

Likewise, **Crédit Agricole Leasing & Factoring (CAL&F)** saw a continuation of the downward trend in outstandings initiated in 2012 and improved margins. As such, outstandings under management in lease finance were 4.1% lower at 31 December 2013 than at 31 December 2012, amounting to €15.9 billion. In France, they were down 5.4% over the period. Factored receivables amounted to €58 billion in 2013, an increase of 3.1% compared with 2012. In France, the increase was 1.5%.

The revenues of the business line as a whole fell by 4.3% to €3,218 million over the year. Operating expenses are under control, at CA Consumer Finance and CAL&F alike. They were down 1.8% in 2013 compared with 2012. The cost-income ratio accordingly worked out at 48.1%.

The cost of risk is improving, thanks chiefly to the situation of Agos Ducato. The cost of risk at the Italian consumer finance subsidiary continued to ease, totalling €847 million in 2013, compared with €1,379 million a year earlier. At 31 December 2013, the impaired loan ratio at Agos Ducato was 10.5%, with a coverage ratio of 101.7%. The ratio of cost of risk on CA Consumer Finance's outstandings in other countries was 183 basis points in 2013, compared with 176 basis points in 2012.

Finally, the planned disposal of Nordic entities resulted in their reclassification as discontinued operations in a negative amount of €94 million at end-2013, of which €186 million in respect of goodwill.

In total, net income Group share was a profit of €84 million over the year. Excluding the impact of the disposal of the Nordic activities, it was €183 million.

5. Savings management and insurance

The Savings management business line includes asset management, insurance, private banking and investor services.

In 2013, its funds under management increased by €47.7 billion, with net inflows of €10.3 billion over the year for Amundi and €5.4 billion for Crédit Agricole Assurances. In addition to strong business momentum across all segments, the business line benefited from highly favourable market and exchange rate effects (+€29.9 billion). Funds under management totalled €1,144 billion at 31 December 2013.

The business line's net income Group share was €1,563 million in 2013. Restated for the gain on disposal on Hamilton Lane in 2012, and excluding the impact of higher tax rates in France, which represented a cost of €44 million, and the increase in Crédit Agricole Assurances' internal debt (€72 million), net income Group share was stable compared with 2012.

(in millions of euros)	2013	2012	Change 2013-2012
Revenues	**5,130**	**5,160**	**(0.6%)**
Operating expenses	(2,494)	(2,401)	+3.9%
Gross operating income	**2,636**	**2,759**	**(4.4%)**
Cost of risk	(27)	(55)	(51.1%)
Share of net income of equity-accounted entities	16	10	+51.4%
Net gains (losses) on other assets	2	28	n.m.
Pre-tax income	**2,627**	**2,742**	**(4.2%)**
Income tax charge	(901)	(848)	+6.2%
Net income	**1,726**	**1,894**	**(8.9%)**
NET INCOME GROUP SHARE	**1,563**	**1,720**	**(9.2%)**

After growth of 11% in 2012, **Amundi** reported a 5% increase in assets under management to €777.1 billion in 2013 as a result of a high level of inflows (€10.3 billion), a highly favourable market effect (€22.4 billion) and change in scope (€4.7 billion) stemming from the acquisition of Smith Breeden in the third quarter of 2013. The high level of inflows reflects the success of the Amundi's business development policy. Excluding the French networks, inflows accordingly amounted to €20.2 billion, driven by institutional and international networks.

Amundi recorded net inflows of €12.7 billion among institutional investors and insurers, chiefly in France and Asia. A significant amount of this was made possible by new offerings developed by Amundi, such as loan funds and HQLA monetary funds allowing banks to comply with regulatory liquidity ratios. The activity of international networks, which recorded inflows of €4.8 billion, was driven by the strength of the Asian joint ventures (India, Korea, China). Lastly, the "distributors" activity (inflows of €2.8 billion excluding money market products) benefited from the new policy implemented by Amundi: tighter links with global distributors, promotion of a limited number of funds.

Among corporates, inflows amounted to €2.3 billion, despite an adverse market environment and a government measure allowing the early release of employee savings, which resulted in outflows of nearly €0.7 billion.

In the French networks, in a market undergoing a persistent contraction, Amundi recorded outflows of €9.9 billion, a reduction compared with the 2012 level. Activity was much more robust among retail customers, with net outflows down more than a third and investment flows up sharply. Amundi's market share firmed by 0.3 percentage points year-on-year to 26.9%.

In terms of assets, inflows were focused on long term assets (€9.1 billion), with cash products ending the year on a slightly positive note (€1.2 billion) in an environment of low interest rates and a contracting market. In this segment, Amundi's market share has risen sharply over the last two years, both in France (reaching 41% at end-2013, compared with 31.6% at end-2011) and in Europe (12.5% at end-2013, compared with 10.4% at end-2011), thanks to the good performance of its funds. A renowned player in the fixed income segment, Amundi delivered very good performances in areas including high-yield debt (€5 billion) and aggregate (€7 billion). It confirmed its growth in index trackers, becoming the fifth-largest player in European ETFs, with more than €11 billion of assets (+28% year-on-year, compared with European market growth of 13%), after being seventh-largest in 2012. Similarly, in real estate products, inflows of nearly €1 billion took assets up by 12% over the year.

AMUNDI'S CONTRIBUTION TO CRÉDIT AGRICOLE S.A.'S NET INCOME

(in millions of euros)	2013	2012	Change 2013-2012[1]
Revenues	**1,438**	**1,456**	**+3.0%**
Operating expenses	(785)	(767)	+2.3%
Gross operating income	**653**	**689**	**+3.8%**
Cost of risk	(8)	3	n.m.
Net income	**444**	**480**	**+5.2%**
NET INCOME GROUP SHARE	**325**	**351**	**+5.0%**

(1) 2012 excluding the gain on disposal of Hamilton Lane.

Amundi recorded strong earnings growth to €444 million in 2013, an increase of 5.2% compared with 2012 restated for the exceptional gain recorded on the disposal of Hamilton Lane in the United States. This growth resulted from an increase in revenues and continued cost control.

Revenues increased by 3.0%, driven by growth in assets and a high level of performance fees. Operating expenses rose by 2.3%. Productivity measures (wage costs, external spending including IT) helped finance international business development investments and higher taxes and social security contributions. Gross operating income accordingly amounted to €653 million (+3.8%), with the cost-income ratio working out at 54.6% (compared with 55.0% in 2012).

The **Insurance** business reported full-year revenue of €26.4 billion in 2013, an increase of 13.9% compared with 2012. The increase was driven by the net upturn in life insurance activity in France since the end of 2012.

Life insurance (restated for BES Vida, sold to BES in the second quarter of 2012) outgrew the market in 2013. In France, 2013 revenue was €18.6 billion, an increase of 14.9% compared with 2012, while the market grew by 6% (source: FFSA, end-2013 data). International life insurance also reported growth, with an increase of 20.4% in revenues in 2013 compared with 2012. This business momentum translated into net inflows in the amount of €5.4 billion in 2013, of which €4.3 billion in France alone. At end-December 2013, assets under management amounted to €235.0 billion, an increase of 4.6% year-on-year, with volumes in unit-linked funds stable year-on-year at 18.4% of the total.

Property and casualty insurance continued to grow, particularly in France, where market-share gains were achieved in 2013. As such, premium income totalled €2.6 billion in France, an increase of 6.2% year-on-year, while the market grew by 2% (source: FFSA, end-2013 data). The claims ratio (net of reinsurance) remained under control: it was 70.9% over the full year in 2013, despite weather events in the summer and at the end of 2013.

Regarding creditor insurance, despite the good performance in housing loans, which provided support for the business, the slowdown in the consumer finance market dampened premium income. Revenue came to €932 million in 2013, compared with €964 million in 2012.

Total premium income on international operations (life insurance and property and casualty, but excluding creditor insurance and restated for BES Vida) was €4.2 billion in 2013, an increase of 19.4% compared with 2012.

CREDIT AGRICOLE ASSURANCES' CONTRIBUTION TO CREDIT AGRICOLE S.A.'S NET INCOME

(in millions of euros)	2013	2012	Change 2013-2012
Revenues	**2,178**	**2,140**	**+1.8%**
Operating expenses	(575)	(541)	+6.4%
Gross operating income	**1,603**	**1,599**	**+0.3%**
Pre-tax income	**1,603**	**1,576**	**+1.7%**
NET INCOME GROUP SHARE	**992**	**1,081**	**(8.3%)**

Insurance business revenues were €2.2 billion in 2013, an increase of 1.8% year-on-year. Operating expenses remained under control, and were down 1.7% excluding the positive one-off impact of the treatment of Greek sovereign debt on the basis for calculating certain taxes (€45 million in 2012) and the impact of the expense stemming from the amended 2012 Finance Act (€16 million).

Pre-tax income reflects good performance of the business in terms of activity. It grew by 1.7% in 2013 compared with 2012. At €992 million, net income Group share in the Insurance business was affected in 2013 by the increase in the tax rate from 36.1% to 38%, representing an additional tax of €35 million. Compared with 2012, it also included the cost of financing on the change of financial structure implemented at end-December 2012. This transaction implemented, to meet Basel 3 requirements, represents €72 million over the year. It is recognised in revenues and is neutral at the Group level. Overall, net income Group share was €992 million in 2013. Restated for the two items mentioned above, it was €1,099 million, an increase of 1.7% compared with 2012.

With regard to investments, the Insurance business continued its conservative strategy as regards investments, Crédit Agricole Assurances' exposure to the sovereign debt of Italy, Spain, Ireland and Portugal amounted to €7 billion overall at end-2013, a reduction of €0.9 billion over the year. Furthermore, Crédit Agricole Assurances has reduced its short term investments in favour of bonds. Accordingly, the share of fixed income products was up compared with 2012, accounting for 82.8% of euro-denominated investments in 2013, compared with 79.4% of the total at end-2012. Short term investments were down sharply compared with 2012, accounting for only 2.7%, real estate for 5.3% (buildings, shares in property and property investment companies, etc.), alternative investments for 1.7%, other equities (restated for hedging) for 5.3%, and other products (private equity, convertible bonds, etc.) for 1.7%. Lastly, in 2013, Crédit Agricole Assurances confirmed its major role in financing the French economy alongside the Group's banks by offering financing solutions to corporate customers and local authorities. Crédit Agricole Assurances invested a total of €9 billion in the French economy, including €2.1 billion in innovative financing, primarily for unrated firms and in the form of loans to local authorities.

As regards **Investor services, CACEIS** enjoyed strong momentum, with organic growth built on genuine commercial successes in its two business activities, custody and administration. Funds under administration accordingly increased by 4.7% year-on-year to €1,309 billion. Assets under custody include the impact of the exit of Caisse des Dépôts et Consignations in April 2013, and amounted to €2,254 billion, a decline of 9.5% compared with 31 December 2012. Assets under custody for other customers increased by 5%.

Net income Group share totalled €147.0 million in 2013, virtually unchanged compared with 2012, when it was €147.8 million.

Private Banking held up well in a challenging environment. Assets under management totalled €132.2 billion at 31 December 2013, stable compared with end-December 2012, thanks to a positive market effect (+€4.3 billion), which offset outflows and an adverse currency effect. Accordingly, assets under management rose to €61.8 billion in France, an increase of 2.3% compared with end-2012. In international operations, they fell by 1.9% over the same period to €70.4 billion.

Over the full year, net income Group share was down 29.0% year-on-year at €98.8 million. 2012 was a demanding comparison base, due to cash earnings and provision reversals. In 2013, the result bore the impact of exceptional charges.

6. Corporate and investment banking

The figures below for 2013 and 2012 reflect the reclassification of Newedge pursuant to IFRS 5.

Having met and exceeded the objectives set in the adjustment plan announced in late 2011, Crédit Agricole CIB cemented its strategy in 2013 with the deployment of its Originate-to-Distribute model, focused on distribution and service to priority customers. Crédit Agricole CIB is thus emerging as a refocused Corporate and Investment Bank specialising in fixed income and advisory services provided to a portfolio of strategic customers.

In a persistently uncertain economic and financial environment (pressure on Spain and Italy in the first quarter, announcements by the U.S. Federal Reserve on the gradual tapering of its quantitative easing policy, slower growth in China and emerging markets, signs of economic recovery in the United States, political and social tension in Europe, etc.), Crédit Agricole CIB delivered satisfactory operating results, demonstrating the strength of its core businesses and the pertinence of its "Debt House" model.

(in millions of euros)	2013	2013(1)	2013 of which continuing operations(1)	2012	2012(1)
Revenues	**3,595**	**3,850**	**3,718**	**3,725**	**4,124**
Operating expenses	(2,305)	(2,305)	(2,132)	(2,513)	(2,513)
Gross operating income	**1,290**	**1,545**	**1,586**	**1,212**	**1,611**
Cost of risk	(509)	(509)	(493)	(465)	(313)
Operating income	**781**	**1,036**	**1,093**	**747**	**1,298**
Share of net income of equity-accounted entities	115	115	115	165	164
Net gains (losses) on other assets	18	18	18	28	28
Change in the value of goodwill	-	-	-	(466)	-
Pre-tax income	**914**	**1,169**	**1,226**	**474**	**1,490**
Income tax charge	(279)	(373)	(390)	(171)	(369)
Net income from discontinued or held-for-sale operations	156	-	-	(594)	-
Net income	**791**	**796**	**836**	**(291)**	**1,121**
NET INCOME GROUP SHARE	**775**	**780**	**818**	**(281)**	**1,109**

(1) Restated for loan hedges and CVA/DVA, and for adjustment plan impacts and goodwill impairment in 2012.

Financing activities posted robust revenues. The business line maintained its competitive positions in Structured finance, and saw a rebound in its commercial banking activity, with an increase in fee and commission income driven notably by significant transactions at the end of the year. In a persistently challenging environment, the capital markets activities recorded a decline in revenues over the year, affected by a global decline in fixed income business (revenue restated for CVA/DVA, and for adaptation plan impacts and goodwill impairment in 2012).

Operating expenses continued to decline, thanks to the impact of several cost-cutting plans, particularly on personnel expenses, in the business lines and support functions alike, due to attrition.

The cost of risk increased to €493 million in the core businesses in 2013, reflecting a cautious risk management policy and notably integrating a litigation provision of -€80 million and the reinforcement of provisions at the end of the year.

The share of income from equity-accounted entities fell by 30.1% year-on-year due to the lower contribution from Banque Saudi Fransi.

Lastly, net income from discontinued or held-for-sale operations amounted to €156 million in 2013, reflecting the net gain on disposal of brokers CA Cheuvreux, CLSA and Newedge.

As such, after significant refocusing in response to crises in the sector, Crédit Agricole CIB continued its transformation in 2013, staging a return to growth and reporting net income Group share of €775 million for the year.

FINANCING ACTIVITIES

(in millions of euros)	2013	2013(1)	2012	2012(1)	Change 2013(1)-2012(1)
Revenues	**2,057**	**2,077**	**2,092**	**2,128**	**(2.4%)**
Operating expenses	(900)	(900)	(947)	(947)	(4.9%)
Gross operating income	**1,157**	**1,177**	**1,145**	**1,181**	**(0.3%)**
Cost of risk	(381)	(381)	(293)	(293)	+30.1%
Operating income	**776**	**796**	**852**	**888**	**(10.4%)**
Share of net income of equity-accounted entities	115	115	164	164	(30.1%)
Net gains (losses) on other assets	18	18	26	26	(31.6%)
Pre-tax income	**909**	**929**	**1,042**	**1,078**	**(13.9%)**
Income tax charge	(265)	(272)	(278)	(291)	(6.7%)
Net income	**644**	**657**	**764**	**787**	**(16.6%)**
NET INCOME GROUP SHARE	**631**	**644**	**749**	**771**	**(16.6%)**

(1) Restated for loan hedges and the impact of the adjustment plan in 2012.

After a year in 2012 impacted by efforts to downsize the balance sheet (assets and liquidity), and as part of its new Originate to Distribute model, the Financing business consolidated its renowed expertise in 2013 and served its key customers, thereby recording significant fee and commission income over the year.

Structured finance revenues edged down slightly in 2013 (-2.3%) after a year characterised by a reduction in outstandings in 2012, although the business line maintained its strong competitive positions. By way of illustration, Crédit Agricole CIB was named "Aircraft Finance House of the Year" by Global Transport Finance magazine, moving up from second to first place in aircraft financing and commercial loans (source: Thomson Financial). Furthermore, Crédit Agricole CIB also headed the largest rail transaction in Europe in 2013, on behalf of Alpha Trains.

Commercial banking reported a 2.4% decline in revenues over the period, but an increase in fee and commission income, with strong business momentum illustrating its real determination to boost sales. As such, the Softbank transaction was named best deal in Japan in 2013 (source: Thomson Financial), and the export credit transaction with Mobily was designated "Murabaha Deal of the Year 2013" and "Trade Finance Deal of the Year 2013" by Islamic Finance News magazine.

Crédit Agricole CIB remained leader in syndication in France (source: Thomson Financial), and again ranked third in syndication in Western Europe (source: Thomson Financial).

Restated for loan hedges, financing activities revenues amounted to €2,077 million in 2013, continuing to firm steadily in proportion to liquidity consumption (0.65% at end-2013, compared with 0.55% a year earlier). While expenses fell by 4.9% over the year, the cost of risk increased by 30.1% between 2012 and 2013 due to increased provisioning at year-end. Lastly, the share of net income of equity-accounted entities fell to €115 million in 2013, notably reflecting the reduced contribution from BSF, whose earnings were impacted by the strengthening of its collective provisions at the request of the local regulator.

Overall, net income Group share in Financing totalled €631 million in 2013. Restated for loan hedges, it amounted to €644 million.

CAPITAL MARKETS AND INVESTMENT ACTIVITIES

(in millions of euros)	2013	2013(1)	2012	2012(1)	Change 2013(1)-2012(1)
Revenues	**1,406**	**1,641**	**1,833**	**1,833**	**(10.5%)**
Operating expenses	(1,232)	(1,232)	(1,272)	(1,272)	(3.2%)
Gross operating income	**174**	**409**	**561**	**561**	**(27.1%)**
Cost of risk	(112)	(112)	5	5	n.m.
Operating income	**62**	**297**	**566**	**566**	**(47.5%)**
Share of net income of equity-accounted entities	-	-	-	-	n.m.
Net gains (losses) on other assets	-	-	-	-	n.m.
Change in the value of goodwill	-	-	(466)	-	n.m.
Pre-tax income	**62**	**297**	**100**	**566**	**(47.5%)**
Income tax charge	(31)	(118)	(132)	(132)	(10.6%)
Net income from discontinued or held-for-sale operations	156	-	(593)	-	n.m.
Net income	**187**	**179**	**(625)**	**434**	**(59.1%)**
NET INCOME GROUP SHARE	**182**	**174**	**(628)**	**418**	**(57.2%)**

(1) Restated for the reclassification of Newedge pursuant to IFRS 5, as well as CVA/DVA impacts in 2013 and goodwill impairment in 2012.

In a challenging environment for fixed income activities, the Capital markets and investment activities saw its revenues (restated for CVA/DVA, and for adaptation plan impacts and goodwill impairment in 2012) fall by 10.5% year-on-year. This decline stemmed from drops in fixed income activities, where revenues contracted by 12.2% year-on-year in a sluggish market, marked notably by the announcement of the tapering of the U.S. Federal Reserve's quantitative easing policy. In contrast, investment banking activities recorded robust performance (revenues up 1.2% year-on-year), driven primarily by primary equity activities. Crédit Agricole CIB ranked second CIB in investment banking in France in 2013 (source: Dealogic). It retained its number two ranking in euro-denominated issues by financial institutions, and also ranked second in euro-denominated agency issues (source: Thomson Financial).

Lastly, Crédit Agricole CIB moved up from second to first place as bookrunner in European ABCP securitisations (source: Thomson Financial).

In addition, in November 2013 Crédit Agricole CIB announced its plan to sell the broker Newedge, thereby sealing its full exit from brokerage activities, following the disposal of Crédit Agricole Cheuvreux in May and CLSA in July 2013.

The revenues of its capital markets activities amounted to €1,641 million in 2013, restated for CVA/DVA, a decline of 10.5% compared with 2012 on a comparable basis (2012 data restated for adaptation plan impacts and goodwill impairment). Operating expenses decreased by 3.2% over the year as a result of savings plans undertaken, and cost of risk remained under control at €112 million over the same period. Net income from discontinued or held-for-sale operations totalled €156 million in 2013, reflecting the impact of the full disposal of the Group's brokerage activities during the year.

Overall, the restated net income Group share of the capital markets activities was €174 million in 2013.

VaR remained under control, standing at a low level of €8 million at 31 December 2013 (€10 million a year earlier), *i.e.* an average VaR of €11 million in fiscal 2013.

DISCONTINUING OPERATIONS

(in millions of euros)	2013	2012[1]	Change 2013-2012[1]
Revenues	**132**	**163**	**(19.2%)**
Operating expenses	(173)	(294)	(41.1%)
Gross operating income	**(41)**	**(131)**	**(68.2%)**
Cost of risk	(16)	(25)	(37.3%)
Operating income	**(57)**	**(156)**	**(63.3%)**
Net gains (losses) on other assets	-	2	n.m.
Pre-tax income	**(57)**	**(154)**	**(62.7%)**
Income tax charge	17	54	(69.9%)
Net income	**(40)**	**(100)**	**(58.8%)**
NET INCOME GROUP SHARE	**(38)**	**(80)**	**(51.4%)**

(1) Restated for adjustment plan impacts.

During 2013, favourable market conditions allowed the disposal of the bulk of the remaining CDO portfolios and the majority of the portfolio of US residential mortgage underlyings. These disposals generated savings of €8.2 billion in risk weighted assets over the year, with a negligible impact on net income Group share. By contrast, the exit from the commodities (other than precious metals) and equity derivatives businesses was completed in 2013, with the discontinuation of plain-vanilla derivatives activities. Lastly, a partnership agreement was signed with BNPP for discontinuing operations, whereby the management of residual equity derivatives portfolios is outsourced to BNPP.

The negative contribution of discontinued operations continued to decline compared with 2012. With net income Group share amounting to a loss of €38 million for the year, the impact was limited in 2013.

Additional information on the nature of the main exposures is presented in the section entitled "Sensitive Exposures based on the Financial Stability Board Recommendations" under the heading "Risk factors".

7. Corporate Centre

(in millions of euros)	2013	2012 Restated[(1)]	Change 2013-2012
Revenues	**(2,175)**	**(2,649)**	**(17.9%)**
o/w financing costs	*(2,162)*	*(2,221)*	*(2.6%)*
o/w financial management	*197*	*620*	*(68.3%)*
o/w issuer spreads	*(591)*	*(1,551)*	*(61.9%)*
o/w other	*381*	*503*	*(24.1)*
Operating expenses	(899)	(916)	(1.9%)
Gross operating income	**(3,074)**	**(3,565)**	**(13.8%)**
Cost of risk	(3)	(275)	(98.5%)
Share of net income of equity-accounted entities	(52)	(122)	(57.8%)
Net gains (losses) on other assets	82	123	(32.0%)
Pre-tax income	**(3,047)**	**(3,839)**	**(20.6%)**
Income tax charge	1,567	1,132	+38.4%
Net income	**(1,480)**	**(2,707)**	**(45.3%)**
NET INCOME GROUP SHARE	**(1,628)**	**(2,822)**	**(42.3%)**

(1) Including change in the valuation of a limited number of complex derivatives.

In 2013, the Corporate Centre recorded several non-recurring items, stemming from the Group's action throughout the year to continue adapting to its new environment.

As such, in order to meet the new Basel 3 requirements, the Group changed the financial structure of Crédit Agricole Assurances at the end of 2012. This resulted in an interest income of €100 million in 2013. Over the year, the Group also sold several blocks of Bankinter shares for a total amount of €226 million, recognised as financial management revenues. In January 2014, Crédit Agricole S.A. sold the residual portion of this investment, *i.e.* approximately 0.3%, and therefore no longer holds any Bankinter shares. Other gains on portfolio disposals were also recorded during the year, and helped improve financial management income. The value adjustment of own debt represented a negative impact of €591 million in 2013, compared with a negative impact of €1,551 million in 2012, reflecting an improvement in the context and situation of Crédit Agricole S.A. in 2013. Total revenues were negative in the amount of €2,175 million in 2013, an improvement of 38.1% compared with 2012 revenues restated for the debt buyback which generated a gain of €864 million.

Operating expenses were down 1.9% compared with 2012, reflecting the reduction in the workforce and on-going efforts to reduce in costs under the MUST programme at the Group Head office level.

The Group realised a significant capital gain on real estate by selling a building in Paris for €68 million (€43 million net of tax). It also recorded a gain on disposal of Eurazeo securities in the amount of €20 million (€19 million net of tax). This transaction reduced Crédit Agricole S.A.'s stake in Eurazeo to 14.8%.

Tax includes a gain of €223 million related to the tax deduction on the loss realised on Emporiki short term investment securities acquired at the time of the last capital increase in January 2013. In 2012, by contrast, it included a tax expense of €128 million representing the impact of the exceptional 7% tax on the capitalisation reserve of insurance companies.

Overall, net income Group share for the Corporate Centre was a loss of €1,628 million in 2013. Restated for value adjustment of own debt, gains on disposal of Bankinter and bond portfolios, capital gains on real estate and gains on disposal of Eurazeo securities, net income Group share was a loss of €1,825 million.

CRÉDIT AGRICOLE S.A. CONSOLIDATED BALANCE SHEET

ASSETS

(in billions of euros)	31/12/2013	31/12/2012 Restated[1]	Change
Cash, central banks	68.2	42.7	+59.6%
Financial assets at fair value through profit or loss	360.3	399.9	(9.9%)
Hedging derivative instruments	28.8	41.8	(31.3%)
Available-for-sale financial assets	260.8	260.6	+0.1%
Loans and receivables due from credit institutions	369.0	385.6	(4.3%)
Loans and receivables due from customers	301.1	329.8	(8.7%)
Held-to-maturity financial assets	14.7	14.6	+0.4%
Accruals, prepayments and sundry assets	65.6	79.1	(17.1%)
Non-current assets held-for-sale	26.0	21.5	+20.7%
Deferred participation benefits	-	-	-
Investments in equity-accounted entities	19.1	18.5	+2.9%
Fixed assets	9.6	9.3	+4.1%
Goodwill	13.7	14.0	(1.8%)
TOTAL	**1,536.9**	**1,617.4**	**(5.0%)**

LIABILITIES

(in billions of euros)	31/12/2013	31/12/2012 Restated[1]	Change
Central banks	2.9	1.1	x2.7
Financial liabilities at fair value through profit or loss	296.9	350.3	(15.2%)
Hedging derivative instruments	31.2	42.4	(26.5%)
Due to credit institutions	153.9	160.6	(4.2%)
Due to customers	484.6	483.6	+0.2%
Debt securities	147.9	150.4	(1.6%)
Accruals, deferred income and sundry liabilities	57.8	82.0	(29.5%)
Liabilities associated with non-current assets held-for-sale	25.3	22.0	+14.9%
Insurance company technical reserves	255.5	244.6	+4.4%
Provisions	4.6	4.8	(4.0%)
Subordinated debt	28.4	30.0	(5.4%)
Total liabilities	**1,489.0**	**1,571.8**	**(4.8%)**
Equity	**47.9**	**45.6**	**+4.8%**
Equity, Group share	42.3	40.1	+5.3%
Non-controlling interests	5.6	5.5	+1.6%
TOTAL	**1,536.9**	**1,617.4**	**(5.0%)**

(1) The 2012 balance sheet has been restated to reflect the effects of offsetting (reduction of the consolidated balance sheet with no impact on net income or shareholders' equity). It also takes into account the change in the valuation of a limited number of complex derivatives and the fair value adjustment of treasury bills and unsubordinated fixed interest securities.

Main changes in the consolidated balance sheet

At 31 December 2012, total assets amounted to €1,617.4 billion, restated to include the netting of derivatives (netting between assets and liabilities in the same currency cleared by the clearing house LCH Clearnet LTD Swapclear). This netting, which had no impact in profit or loss or in shareholders' equity, resulted in a €225.7 billion reduction in total assets in 2012.

In 2013, Crédit Agricole S.A. remained committed to reducing the size of its balance sheet, in addition to these netting effects. At end-2013, Crédit Agricole S.A. had consolidated assets of €1,536.9 billion, compared with €1,617.4 billion as of 31 December 2012 restated, a reduction of €80.6 billion (-5.0 %). This reduction reflects four main items together representing €100 billion:

- change in the market value of derivatives, in the amount of approximately €50 billion;
- optimisation of cash management, in the amount of approximately €16 billion;
- disposals and reductions in activities in the amount of €17 billion;
- reduction in repo outstandings in the amount of €15 billion.

Conversely, Crédit Agricole's internal operations (centralisation of Regional Banks' savings deposits and financing) increased by €7 billion on the assets side, and insurance assets increased by €13 billion.

On the assets side, loans and receivables due from credit institutions and customers represented 43.6% of the overall total, and financial assets at fair value through profit or loss 23.4%. On the liabilities side, amounts due to credit institutions and customers represented 41.5% of the total, financial liabilities at fair value through profit or loss 19.3%, and the technical reserves of insurance companies 16.6%.

Analysis of the main items

Loans and receivables due from customers and credit institutions totalled €670.1 billion, a decline of 6.3% or €45.2 billion compared with 2012.

Loans and receivables due from customers (including lease financing operations) totalled €301.1 billion at 31 December 2013, compared with €329.8 billion at 31 December 2012. This reduction is chiefly attributable to two items, "Securities bought under repurchase agreements", which amounted to €2.1 billion at end-2013 compared with €16.7 billion at end-2012, and "Other customer loans", which declined by €9.1 billion. This reflects Crédit Agricole S.A. Group's continued efforts to adjust to market and regulatory constraints, notably in Corporate and investment banking and in Consumer finance.

Loans and receivables due from credit institutions totalled €369.0 billion at 31 December 2013, a decline of 4.3%. They included €273.5 billion from Crédit Agricole internal transactions which correspond, primarily to term deposits and advances from Crédit Agricole S.A. to the Regional Banks. The components of this item reflect the financial mechanisms that govern the relationships between Crédit Agricole S.A. and the Regional Banks. Amounts due from credit institutions outside the Group declined by €22.8 billion, a decline attributable chiefly to Crédit Agricole CIB, and which incorporates the reclassification of Newedge pursuant to IFRS 5.

Amounts due to credit institutions and customers totalled €638.6 billion at end-2013, a slight decline of 0.9% or €5.7 billion compared with end-2012.

Amounts due to credit institutions decreased by €6.7 billion to €153.9 billion. They included €49.1 billion of internal transactions within Crédit Agricole (fund movements resulting from internal financial relationships between the Regional Banks and Crédit Agricole S.A.).

Amounts due to customers increased by €1 billion, the significant increase in regulated savings more than offsetting the decline in repurchase agreements related to the reclassification of Newedge pursuant to IFRS 5. Due to internal financial mechanisms within Crédit Agricole Group, savings deposited in the Regional Banks (passbook savings accounts, home savings plans, savings bonds and term accounts, time deposits, etc.) are centralised on Crédit Agricole S.A.'s balance sheet. At 31 December 2013, they totalled €205 billion, an increase of approximately €6 billion compared with 2012.

Total financial assets at fair value through profit or loss amounted to €360.3 billion at 31 December 2013, compared with €399.9 billion at 31 December 2012 restated, a decline of 9.9% year-on-year.

The bulk of the portfolio (78.2% or €281.6 billion) consists of financial assets held-for-trading, which were down 14.7% over the year (€48.5 billion). They mainly comprise the positive fair value of derivative financial instruments (€150.3 billion at end-2013, compared with €198.5 billion at end-2012) and securities bought under repurchase agreements (€85.1 billion at end-2013, compared with €82.6 billion at end-2012). The significant decline in "Derivative instruments" mainly reflects the decline in the mark-to-market value of interest rate swaps, recorded mainly at Crédit Agricole CIB.

The remainder of the portfolio (21.8% or €78.7 billion) consists of securities classified as financial assets at fair value through profit or loss as the result of an option taken by Crédit Agricole S.A.; 44% of these are assets backing unit-linked contracts, the increase of which compared with 2012 reflected stronger performances in the financial markets in 2013. This change is reflected symmetrically in the mathematical reserves in the liabilities on the balance sheet.

As of 31 December 2013, **financial liabilities at fair value through profit or loss** totalled €296.9 billion, a decline of €53.3 billion or 15.2% year-on-year. This decline reflects a reduction of €46.8 billion in the fair value of derivative financial instruments held-for-trading, and, conversely, the reclassification in this item of structured debt issued by CACIB, previously classified as financial liabilities held-for-trading, in the amount of €30.5 billion.

Available-for-sale financial assets (net of impairment) were virtually unchanged at €260.8 billion, compared with €260.6 billion at 31 December 2012. Within Crédit Agricole S.A. Group, Predica was the largest holder of such securities, followed by Crédit Agricole S.A. These assets include bonds and other fixed income securities (€174.8 billion), treasury bills and similar securities (€65.1 billion), shares and other variable income securities (€14.8 billion), and non-consolidated equity investments (€6.1 billion).

Total **investments in equity-accounted entities** increased by 2.9% to €19.1 billion at end-2013, compared with €18.5 billion in 2012. The increase was attributable chiefly to rise in the equity-accounted value of the Regional Banks (+€0.8 billion).

In 2012, **non-current assets held-for-sale and associated liabilities** included Emporiki, CLSA and Cheuvreux, sold in 2013, and BNI Madagascar. At 31 December 2013, they included companies subject to disposal plans (Newedge, Nordic entities of CA Consumer Finance, CA Bulgaria, BNI Madagascar) and Crédit Agricole Immobilier, as part of the planned transformation of the Group's operations in the property sector (see Note 2.1.1).

Hedging derivatives instruments declined significantly (-31.3% on the assets side, -26.5% on the liabilities side), reflecting change in the fair value of interest rate swaps, resulting from change in the yield curve.

Insurance companies' technical reserves increased by 4.4% in 2013 compared with 2012, reaching €255.5 billion. The increase reflects the inflows during the year and the valuation of assets.

Equity amounted to €47.9 billion at 31 December 2013, an increase of €2.2 billion compared with 31 December 2012. Equity Group share amounted to €42.3 billion at end-2013, an increase of €2.2 billion over the period, mainly reflecting the inclusion of income for the year for €2.5 billion.

Capital management and regulatory ratios

The amendment to IAS 1 adopted by the European Union on 11 January 2006 requires the disclosure of quantitative and qualitative information on the capital of the issuer and on its management: objectives, policy and procedures of its capital management. This information is provided in Note 3.6 to the financial statements and in "Basel 2 Pillar 3 disclosures", provided below.

▶ RELATED-PARTY TRANSACTIONS

The main transactions entered into with related parties are disclosed in the consolidated financial statements for the year ended 31 December 2013 in the "General framework - Related parties" section.

▶ INTERNAL CONTROL

As required by the French Financial Security Act of 1 August 2003, the Chairman of the Board of Directors must report on the preparation and organisation of the Board's work and on the internal control procedures implemented throughout the Company, on a consolidated basis in a report accompanying the management report.

This report, which is published in the manner set out by the *Autorité des Marchés Financiers* (AMF) and is incorporated into this document (section 3, Chairman's report), contains two parts:

- part I deals with the work of the Board of Directors of Crédit Agricole S.A.;
- part II contains information on the organisational principles underpinning the internal control systems and to the risk management and monitoring procedures in effect within Crédit Agricole Group. It contains descriptions of the risk management and permanent controls, non-compliance risk prevention and control and periodical control systems.

RECENT TRENDS AND OUTLOOK

Outlook

A gradual improvement is expected in 2014 and 2015, although the environment will remain fragile and unfavourable.

Growth is poised to recover virtually across the board in 2014. There will be only a handful of exceptions: China (although still growing by 7.2%), Brazil (down, with growth of only 1.8%), and Japan (with growth stable at 2.0%). The improvement is nevertheless real in most countries, including southern Europe, where all countries could emerge from recession in 2014.

However, the rebound will be moderate, and, more importantly, it could falter in 2015. In the Eurozone, only Germany and Austria are expected to enjoy growth significantly above 1% in 2014. In France, growth is estimated at 0.8% in 2014 and 1.1% in 2015. The lack of normalisation stems from the fact that the global economy has not entered a cycle of self-sustaining growth. In each of the three large regions (Europe, North America and Asia), there is a high risk that growth will not gain pace, or will pick up only slightly in 2015.

The situation is slightly brighter in the United States than in other developed countries. Fiscal efforts are still dampening growth, but prospects for a recovery in household consumption are fairly strong, thanks to declining unemployment and a recovery in residential real estate. Against this backdrop, an increase in long term rates is now likely, even though the U.S. Federal Reserve will take care not to stifle growth.

In the Eurozone, indicators released in late 2013 and early 2014 provided signals backing up cautious optimism. Nevertheless, the recovery remains highly constrained by the on-going adjustment of public and private balance sheets. In this context of a fragile recovery and very low inflation, the European Central Bank can be expected at the very least to maintain a highly accommodative monetary policy. In addition to monetary policy, the ability to continue European integration efforts will remain a critical point for the markets.

In France, a key challenge for economic policy will be to reduce the structural deficit in terms of competitiveness. This is the logic underpinning the introduction of the CICE tax credit in 2014 and further reductions in charges, which should foster a gradual investment recovery. The other challenge will be to continue to reduce public deficits. The French government forecasts that the overall deficit will ease to 3.6% of GDP in 2014, compared with 4.1% in 2013. The structural effort, still focused on tax increases in 2013, will focus on spending cuts starting in 2014. The ratio of public debt, estimated at 95% in 2014, is not expected to start to decline before 2015.

For Crédit Agricole S.A.

Presentation of the Medium Term Plan on 20 March 2014

Summary from the press release "Grow and deliver strong, recurring earnings" issued 20 March 2014 and available for consultation in its entirety on the website: http://www.credit-agricole.com/Investisseur-et-actionnaire/Communiques-de-presse.

Crédit Agricole Group presented its Medium Term Plan, *Crédit Agricole 2016*, in London at an Investor Day on 20 March 2014.

This plan is the result of teamwork, which began 18 months ago, between all the parts of Crédit Agricole Group: the Regional Banks, Crédit Agricole S.A. and its subsidiaries in France and abroad and FNCA[1]. Crédit Agricole 2016 is in line with the Group project announced on 15 December 2010, the medium and long term aim of which is to become the European leader in Universal Customer-focused Banking.

1. CRÉDIT AGRICOLE 2016 MEDIUM TERM PLAN: FOUR STRATEGIC PILLARS TO SUSTAIN GROWTH

1.1 Innovate and transform the retail banking business to better serve the Group's customers and strengthen its leadership in France

The aim is to undertake a transformation tailored to each network to meet new customer expectations, in line with the specific features of each bank and customer group:

- Regional Banks: the multi-channel retail bank, with about 7,000 branches and homogeneous geographical coverage;
- LCL: leading relationship and digital bank in urban areas, with about 1,900 branches and a strong presence in major urban areas;
- BforBank: full online only bank.

Retail banking targets in France in 2016:

- achieve revenues of c. €19.5 billion in 2016;
- gain market share in all customer segments.

1.2 Accelerate revenue synergies across the Group

By 2016, revenue synergies across the Group will increase by about €850 million, the main contributors being Savings management and Insurance.

Bancassurance, a major contributor to developing intragroup synergies:

- life insurance: +10% growth in life insurance assets under management by 2016;
- health, death & disability and creditor insurance: +12% growth in premium income by 2016;
- property & casualty insurance: +29% growth in premium income by 2016;
- international: continue to grow organically in markets where the Group already operates.

Broaden synergies between Specialised services and retail networks:

- Crédit Agricole Consumer Finance: +€3.5 billion in consumer finance loans managed on behalf of the Group's retail banks by 2016;

(1) *Fédération Nationale du Crédit Agricole.*

- Crédit Agricole Leasing & Factoring: increase share of leasing in medium term financing of our corporate clients by 2.5 points and increase share of factoring in short term financing of our corporate clients by 4 points.

1.3 Achieve focused growth in Europe

Three drivers of growth in Europe to achieve +12% revenue growth in Europe excluding France by 2016 (business view):

- continue to deploy the Universal Customer-focused Banking model;
- develop the specialised business lines and support the retail banks' business customers;
- extend the Regional Banks' cross-border business.

By 2016, +14% revenue growth (business view) in Italy, Crédit Agricole's second domestic market:

- continue Cariparma's transformation and accelerate its development;
- develop priority markets through Group synergies: about €500 million by 2016;
- continue to control risks:
  - Cariparma: decrease in cost of risk of c. 60 bp (normalisation of economic conditions, result of lending policies implemented since the crisis),
  - Agos: continued reduction in cost of risk,
  - FGAC: maintain a low cost of risk (c. 80 bp),
  - decrease in cost of risk: c. 40% for Agos and Cariparma.

Accelerate growth in Europe in savings management and insurance:

- Amundi: reach €1,000 billion of assets under management in 2016;
- CACEIS: increase by €300 billion assets under custody in the five new depositary banks (Belgium, Italy, Switzerland, Netherlands, United Kingdom);
- CA Titres: expand internationally, mainly in Belgium and Luxembourg;
- Crédit Agricole Assurances: achieve a revenue growth in Europe excluding France over 15% by 2016;
- Crédit Agricole Private Banking: +€4 billion in assets under management in Belgium, Spain and Italy.

A strategy focused on key countries for Specialised financial services:

- Crédit Agricole Consumer Finance: strong increase in the profitability of European activities, supported by a reduction in the cost of risk;
- Crédit Agricole Leasing & Factoring: €20 million revenue synergies with the Group's international retail banks.

Corporate and Investment Banking: A Distribute-to-Originate debt house, anchored to Europe, serving major borrowers and investors, as well as Crédit Agricole Group:

- Target: revenue growth[(1)] in Europe excluding France by 2016: +11% (business view).

1.4 Invest in human resources, strengthen Group efficiency and mitigate risks

An ambitious investment plan to support our medium term targets:

- about €3.7bn[(2)] of cumulative investment over the plan period, including about two thirds in retail banking, to support business development and improve operational efficiency;
- 35% of investments are non-recurring and will support the Medium Term Plan initiatives;
- three investment priorities:
  - human resources with over €250 million to be invested in human resources from 2014 to 2016 to meet transformation challenges,
  - IT convergence, and
  - cost-cuttings;
- €950 million of cost savings planned by 2016 including €410 million in new initiatives to reach a cost/income ratio down by more than 2 points[(3)] for Crédit Agricole Group and more than 3 points[(1)] for Crédit Agricole S.A. in 2016 compared with 2013.

A responsible risk policy:

- a low impaired loan ratio due to a cautious lending policy and exposure to relatively non-volatile markets;
- a very high coverage ratio, which the Group intends to maintain;
- low exposure of the banking Group to Southern European sovereigns;
- a low VaR, in line with the Group's will to contain its exposure to market risk;
- maintain a comfortable liquidity surplus and limit cross-border funding.

2. FINANCIAL OBJECTIVES OF CRÉDIT AGRICOLE GROUP AND CRÉDIT AGRICOLE S.A.

The Medium Term Plan income estimations are made in a still fragile economic context but reflecting a progressive normalisation of the situation in the eurozone. They are based on the proven resilience of the retail banking and savings management and insurance businesses and a rebound of business lines that have been adjusted to the new environment resulting from the 2011 crisis.

(1) *Business view,* pro forma *for equity accounting of entities under proportionate method in 2013, restated for CVA/DVA and loan hedges.*
(2) *Excluding potential external growth. Investments included in the 2014-2016 financial plan.*
(3) Pro forma *of reclassification under equity accounting of entities under proportionate method in 2013, restated for issuer spreads, CVA/DVA and loan hedges.*

Three areas for improvement underpin the Medium Term Plan:

- financial efficiency with moderate overall revenue targets for Crédit Agricole S.A. but targeted growth according to each business;
- operational efficiency with a cost savings plan to support a cost/income target of below 60% for Crédit Agricole Group and below 64% for Crédit Agricole S.A.;
- continued decrease in the cost of risk, driven by good asset quality and normalisation of the situation in Italy.

The capital management policy is forward-looking, with a continued strengthening of the Regional Banks' capital and Crédit Agricole S.A.'s target fully loaded CET1 ratio exceeding 9.5% as soon as 2015. The capital management policy is forward-looking, with a continued strengthening of the Regional Banks' capital and Crédit Agricole S.A.'s target fully loaded CET1 ratio exceeding 9.5% as early as 2015. With a target exceeding 10.5% at end-2016, Crédit Agricole S.A. has leeway of around 100 bp (*i.e.* over €3 billion).

2016 financial targets: a sound, efficient bank

		Regional Banks	Crédit Agricole Group	o/w Crédit Agricole S.A.
Business	Revenue growth (2013-2016)(1)	~+1% p.a.	~+2% p.a.	~+2,5% p.a.
	Cost/income ratio 2016(1)	<54%	<60%	<64%
	Cost of risk/outstandings (bp)(1)	~25	~40	~55
Profitability	NIGS 2016	>3.7bn€	>6.5bn€	>4bn€
	ROTE 2016			12%
Solvency	CET1 fully loaded		14.0%	>10.5%
	Total capital phased		16.5%	15.5%
	Pay-out ratio (assumption)			50%

(1) Pro forma *of reclassification under equity-accounting of entities under proportionate method in 2013, excl. issuer spreads, CVA, DVA and loan hedges.*

2016 financial targets: indicators by business lines

		Revenues 2013-2016 (CAGR)	Cost/income ratio 2016	ROTE 2016
Retail banking	Regional Banks (100%)	Revenues ~+1% p.a.	<54%	
	LCL	Revenues ~+1% p.a.	<64%(4)	>20%
	International retail banking	Revenues ~+7% p.a.	<55%	~20%
Savings management & Insurance	Savings management (Amundi, CACEIS, Private banking)	AUM>+3% p.a.(3) Revenues ~+2% p.a.	<65%	>35%(1)
	Insurance	Premiums +6% Revenues ~+4% p.a.	<30%	~34%(1)
Financing businesses	Specialied financial services(2)	Revenues ~+1% p.a.	<45%	>10%
	Corporate and investment banking(2)	Revenues ~+3% p.a.	~53%	~12%

(1) *ROTE calculated on basis of capital allocated at 9% of risk weighted assets and including the main regulatory deductions from the CET1 numerator. For Amundi, profitability would be 10bp calculated on AUMs and for Insurance, profitability would be 13% calculated on 80% of the solvency margin.*

(2) Pro forma *of reclassification under equity-accounting of entities under proportionate method in 2013, excl. CVA, DVA and loan hedges.*

(3) *Excluding external growth.*

(4) *Excluding expenses linked to the investment plan.*

Over the plan period, the businesses are expected to generate revenue growth of about 3% a year, balanced between the main core businesses. Two thirds of Crédit Agricole S.A.'s revenue growth will come from retail banking and savings management and insurance. A rebound is expected in International retail banking, Specialised financial services and Corporate and investment banking, activities that were affected by the crisis and the adjustment plan initiated in 2011.

Business line expenses are expected to rise by 0.6% a year, with the cost savings plans already underway offsetting inflation, taxes and the bulk of modernisation expenditure. Crédit Agricole S.A. is expected to make cost savings of €520 million, including €300 million under the MUST programme and €220 million of additional effort.

The cost/income ratio for each business, which is already good, will therefore continue to improve. Crédit Agricole S.A.'s ratio will improve by more than 3 percentage points over the plan period to reach less than 64% in 2016.

The Regional Banks are projecting about €430 million of cost savings over the plan period, including €240 million under the NICE programme. Crédit Agricole Group's overall cost/income ratio, which is already among the best in the industry, should fall below 60% by 2016.

Crédit Agricole S.A.'s profitability, as measured by the income divided by the average tangible accounting equity (ROTE) stood at 9.3% in 2013, with a target of 12% for 2016. Over the plan period, risk weighted assets of the business lines will remain stable as the 5-percentage point reduction at CIB will be offset by an increase at retail banking and savings management and insurance. Business line profitability, calculated on a capital allocation of 9% of risk weighted assets and including the main regulatory deductions from the CET1 numerator, comes to 12% for CIB, over 10% for SFS, about 20% for LCL and IRB and about 35% for asset management and insurance.

As regards solvency, the Group considers that a level of 9.5% for the fully loaded Common Equity Tier 1 (CET1) ratio is appropriate for Crédit Agricole S.A., as it is not considered as systemic and its businesses have been restructured. At the end of the Medium Term Plan, Crédit Agricole S.A. is projecting a fully loaded CET1 ratio of more than 10.5%, generating leeway of 100 bp, *i.e.* more than €3 billion.

The table below shows the planning for the fully loaded Basel 3 CET1 ratio. At the period end, the ratio for Crédit Agricole Group is 14.0%. For Crédit Agricole S.A., these ratios take account of capital and reserves weighting for Crédit Agricole Assurances (at 370%), *i.e.* €35 billion of risk weighted assets (€37 billion for Crédit Agricole Group), Switch guarantees between the Regional Banks and Crédit Agricole S.A. (for €87 billion of risk weighted assets) neutral at Crédit Agricole Group level, and the dividend policy described below.

FULLY LOADED BASEL 3 CET1 RATIO-TARGETS

	01/01/2014	31/12/2014	31/12/2015	31/12/2016
Crédit Agricole S.A.	8.3%	9.0%	9.8%	>10.5%
Crédit Agricole Group	11.2%	12.0%	13.0%	14.0%

Warning: *The ratios shown above are based on a number of underlying assumptions. Achievement of these targets will depend on a number of factors including the future net income of Crédit Agricole S.A. and Crédit Agricole Group, which is by nature uncertain.*

These targets will be achieved mainly through organic capital generation and by asset disposals and balance sheet transactions already identified and partly underway.

The dividend policy is to distribute 35% of 2014 earnings with a scrip dividend option. SAS Rue la Boétie, the majority shareholder, has already announced to elect for payment of a scrip dividend in respect of 2014. For 2015 and 2016, as the 9.5% CET1 threshold will have been exceeded, the solvency ratio planning is calculated on the assumption of a 50% dividend pay-out with 50% payment in cash (subject to approval by the Shareholders' Meeting).

At the end of the plan, the Basel 3 overall solvency ratio (phased) is projected to be 15.5% for Crédit Agricole S.A., including 13.0% Tier 1 phased, and 16.5% for Crédit Agricole Group, including 15.0% Tier 1 phased, based on Crédit Agricole S.A.'s understanding of the CRR/CRD4 rules applicable to French banks supervised by the ACPR.

As regards the leverage ratio, an additional measurement in the analysis of a bank's financial strength, it is relevant at Crédit Agricole Group level given Crédit Agricole's internal operations (accounted for in Crédit Agricole S.A.'s balance sheet). Crédit Agricole Group's leverage ratio at 31 December 2013 is 3.8% based on the CRR definition (CRD4) and 4.4% based on the Basel Committee definition[1]. It already exceeds the regulatory minimum, which is 3% at 1 January 2018. Crédit Agricole S.A. will meet the 3% regulatory requirement before then.

In terms of liquidity, Crédit Agricole S.A. already meets and will, at the plan end, meet the LCR regulatory requirements for January 2018 (100%). Crédit Agricole Group will be above 100% at end-2014. For the NSFR, Crédit Agricole Group should meet the regulatory requirement of 100% in 2016, based on its understanding of the regulations, which are not yet final.

The MREL ratio (minimum requirement for eligible liabilities), which measures the sum of equity, hybrid debt and long term senior unsecured debt with a residual maturity of more than one year as a percentage of the total regulatory balance sheet, is estimated at 12% at end-December 2013. In particular, the calculation shows that senior unsecured debt is covered by €82 billion of capital and hybrid debt.

3. AMBITIONS PER BUSINESS LINE IN 2016

Crédit Agricole Regional Banks: multi-channel retail bank close to its customers

Leading retail bank in France and no. 1 bancassurer in France, Crédit Agricole operates in all regions of the country thanks to its unrivalled geographical coverage and its regional banks that contribute to the life and economic development of their local regions. It aims to cover all customer segments.

Strategic focuses:

- implement a multi-channel retail bank model close to its customers:
  - a more practical bank: fully multi-channel and fully digital,
  - a closer, more expert bank offering a customer relationship based on human contact and geographical proximity: maintain a strong nationwide presence and dedicate a multi-channel relationship manager to each customer in order to ensure a better quality of relationship,
  - a more participatory bank whose cooperative values sustainably strengthen the banking relationship and loyalty to the Bank. In particular, Crédit Agricole makes an ongoing commitment to deliver greater customer satisfaction;

(1) *Insurance business to be equity accounted according to the Basel Committee publication of 12 January 2014.*

- win new customers and achieve our ambitions in our areas of excellence:
  - farming & food processing: strengthen our leadership in the farming segment and, in food processing, extend our position as leading player in France to the rest of Europe, finance and support 90% of viable installations for young farmers,
  - housing: maximise synergies between banking, insurance and real estate; be a pioneer in providing finance through digital channels,
  - energy and environment: develop responsible savings with a target of €100 billion in SRI outstandings, support energy and environmental projects in all regions, extend the eco-renovation offer to the whole territory,
  - health and ageing: aim for leadership in retirement savings, become a major player in group insurance, target 5% market share in health insurance;
- strengthen our leading position in operational excellence:
  - the Regional Banks have a three-year €1.8 billion investment plan designed to drive the cost/income ratio to below 54% in 2016,
  - €1.5 billion will be invested in development (transformation of the distribution model, branch refurbishment, etc.),
  - the remainder will be devoted to operational efficiency (optimise customer processes, complete pooling of electronic payments activities and optimise IT and back office management of on-balance sheet savings, optimise purchases and complete the dematerialisation process aiming for "completely paperless" by 2016).

2016 financial targets:

- 2016 revenues c. €15.5 billion;
- leadership in customer recommendation;
- +1 pt in penetration rate in individual market;
- market share gains in all customer segments;
- cost/income ratio <54%;
- 10 million cooperative members.

LCL: Be the leading relationship and digital bank in urban areas

Strategic focuses:

- a relationship model based on a tailored approach and service continuity (a model tailored to the lifestyle and consumer habits of an urban clientele with extended opening hours and a full distance offer; 10 customer relationship centres in addition to the branch network dedicated to dealing with all customer requests 6 days a week until 10pm; differentiated expertise and services depending on expectations of each type of customer);
- a distribution model in tune with new customer behaviours, with an adapted, modern bricks and mortar network; an increase in the number of customer advisors both in the branches or through distance channels; all LCL products and services available for greater speed and simplicity (full online LCL on internet and mobile with improved security);
- improve operational efficiency by simplifying and digitising end-to-end customer transactions; industrial back offices for simple transactions and specialised back offices for high value-added customer segments or complex transactions; partial replacement of natural staff attrition to reach a proportion of 78% of the workforce in contact with customers;
- strong business momentum to gain new individual customers, strengthen its position as no. 2 private bank in France and target a Top 5 ranking in the wealth management market, and become the leading bank for professionals, small businesses and corporates.

LCL has initiated a 5-year managerial, technological and organisational transformation plan to become the leading relationship and digital bank in urban areas. The plan is based on a new value proposition "the whole of LCL à la carte", which offers customers personalisation, service continuity and choice. The plan will make LCL a bank fully in tune with the requirements of an urban clientele seeking a high level of autonomy (use of digital), a quick response and access to experts.

A 3-year €300 million investment plan is implemented (and €400 million over 5 years), with three broad areas of investment to roll out the new model:

- €160 million for new IT developments (digital banking tools and CRM);
- €60 million to refurbish the branch network;
- €80 million to support the transformation (change management, training).

2016 financial targets:

- 2016 revenues: c. €4 billion;
- cost/income ratio: c. 64% (excluding costs related to the investment plan);
- new customers:
  - 360,000 additional individual customers with a focus on young professionals, students, families and high net worth individuals,
  - 18,000 new customers in the small business and professional segments,
  - 40% of major corporates to be customers of LCL;
- productivity:
  - digitisation of 80% of the customer actions,
  - c. 78% of staff to be customer-facing;
- all products and contracts available online.

BforBank: full online banking for busy customers on the move

Strategic focuses:

A bank launched in 2009 with an online savings offer aimed at the more affluent end of the market; BforBank has a solid business franchise with 115,000 customers at end-2013 and €3.2 billion in savings. BforBank plans to roll out a comprehensive range of online banking offer and, as of 2015, plans to broaden the offer to encompass current account banking and in 2016, with a launch of home loans.

2016 financial targets:

- c. 170,000 accounts;
- +25,000 demand deposit accounts a year from 2015;
- €4.5 billion in deposits.

Cariparma: a development plan focusing on market share gains

Strategic focuses:

Cariparma's development plan is designed to gain market share whilst maintaining balance sheet equilibrium. The main goals are:

- step up cross-selling of Group products;
- gain market share in selected customer segments through synergies with other Group businesses: intermediate-sized enterprises, high net worth individuals;
- become the bank of choice for agribusiness in Italy;
- strengthen positions in Veneto and Liguria through regional action plans.

Cariparma's plan also includes adapting the distribution model to meet changing customer expectations (reorganise and modernise the branch network, develop multi-channel distribution, online banking and digital innovations) and continue to industrialise processes. The aim is to centralise some back office functions, automate the branches, industrialise credit and collection processes, and develop Group convergence and transfer know-how. To support these ambitions, Cariparma has launched on a c. €320 million investment plan from 2014 to 2016, with about €180 million in additional investment to support growth.

2016 financial targets:

- loans: +5% from 2013 to 2016;
- deposits: +2% from 2013 to 2016;
- revenues: +5% from 2013 to 2016;
- cost/income ratio: c. 52% in 2016, *vs* 60% in 2013;
- cost of risk: 68 bp in 2016 *vs* 128 bp in 2013;
- +5% in customer numbers over the period.

Outside Italy, focused development of the international retail banks

Strategic focuses:

- recovery in organic revenue growth in Poland after several years of decline in consumer finance origination;
- focused, profitable growth in our other markets: Ukraine, Morocco, Egypt;
- in all countries: support French intermediate-sized enterprises and CACIB's major clients, develop agribusiness;
- improve operational efficiency;
- roll out the MUST programme;
- rationalise processes;
- maintain a deposit surplus to provide a good level of financial autonomy.

2016 financial targets:

- IRB revenues excluding Cariparma: €1.1 billion in 2016, representing +10% growth *per annum* from 2013 to 2016;
- cost/income ratio of IRB subsidiaries excluding Cariparma (Poland, Ukraine, Morocco, Egypt): c. 52% in 2016 *vs* 59% in 2013;
- loan-to-deposit ratio: 95% in 2016 *vs* 93% in 2013.

Crédit Agricole Assurances Group

The ambition is to be the insurer of choice for Crédit Agricole Group customers and contribute to Crédit Agricole Group's growth and leadership in Europe.

Strategic focuses:

- savings/retirement: maintain strong growth momentum in life insurance business by targeting development priorities (new products, high net worth customers);
- death & Disability/Health/Creditor: develop the Group's positions by enhancing its product offers and commercial approaches and by establishing it in the group insurance market;
- property & Casualty: increase the number of products owned by the branch network customers in the individual, farming and small business markets;
- international: continue developing, mainly in Europe.

Crédit Agricole Group Assurances also aims to contribute actively to Crédit Agricole Group's efforts to become a leading player and solutions provider for the ageing population in France.

2016 financial targets:

- premium income: growth of +17% from 2013 to 2016;
- 2016 cost/income ratio: <30%.

Amundi: €1,000 billion of assets under management in 2016

Strategic focuses:

Amundi's development strategy is based on three pillars:

- step up business development: consolidate its leadership in France, accelerate international development in its priority customer targets (partner networks, third-party distributors, institutionals and corporates);
- continue investing to support organic growth (talent, brand, etc.) financed by productivity gains;
- play a key role in consolidation of the asset management sector and pursue a value-creating external growth policy: acquisition of mid-sized players to open up the platform to one or more new distribution networks, targeted acquisitions to accelerate the development of high priority businesses or geographic areas.

2016 targets:

- target of €1,000 billion in assets under management at end-2016, with about 1/3 coming from organic growth, mostly on long term asset classes and international clients, and 2/3 from external growth or strategic partnerships;
- maintain a best-in-class cost/income ratio of less than 60%;
- steady growth in results that can be boosted by potential acquisitions.

CACEIS: strengthen its position as leader in asset servicing in Europe

Strategic focuses:

- broaden the product offer to cover the entire value chain: develop clearing of listed derivatives and offer CIB back-office outsourcing solutions; extend the performance reporting, analysis and metrics offer for customers; strengthen the service offer for private equity, real estate and alternative investment funds;
- strengthen presence in Europe to serve global customers: set up depositary banks in Belgium, Netherlands, Italy, Switzerland and United Kingdom; develop fund administration in Germany;
- improve operational efficiency by sharing operational production centres, particularly for the custody business, while continuing to invest in information systems to serve customers.

2016 financial targets:

- capture €300bn of assets under custody in Belgium, Netherlands, Italy, Switzerland and United Kingdom;
- maintain a high profitability: RoE c. 15%.

CA Private Banking: support our position as one of the European leaders

Strategic focuses:

- in France, step up cross synergies with the Regional Banks in wealth management;
- in Europe, accelerate organic growth in the domestic customer segment:
  - Italy: set up a wealth management business,
  - Belgium/Spain: strengthen the sales and marketing teams;
- outside Europe, strengthen the sales and marketing teams in high-growth areas, particularly in Asia and Latin America;
- play a selective role in sector consolidation.

2016 targets:

- assets under management: €108 billion;
- revenue CAGR +2.5%;
- cost income ratio: -2 pts in 2016 *vs* 2013;
- cost control plan to make cost savings of c. €40 million, which will reinvested in organic growth.

CACF: Reinforce links with Group, focus business, improve profitability by leveraging major partnerships

Strategic focuses:

- strengthen links with the Group's retail banks;
- boost own account business;
- leverage agreements with major partners;
- refocus international operations on self-funded, highly profitable entities;
- build upon digital and customer relationship;
- optimise liquidity management and improve profitability, mainly by strengthening self-funding.

2016 financial targets:

- self-funding rate of more than 70% *vs* 53%(1) in 2013;
- consolidated loan book stabilised at €37 billion at end-2016;
- develop the managed loan book on behalf of the Group's banks (Regional Banks, LCL, Cariparma) by +9% *per annum* to €16 billion;
- revenue growth of about 1% *per annum*;
- decrease in expenses of about 2% *per annum*;
- cost/income ratio under 42%;
- cost of risk on loans reduced to about 250 bp (*vs* 356(1) bp in 2013).

(1) Pro forma *for equity-accounting of entities under proportionate method in 2013.*

CAL&F: Further integrate with the retail banks and increase value creation for the Group and its customers

Strategic focuses:

- keep on integrating the leasing and factoring businesses with the Group's retail banks;
- enhance international intragroup synergies, for the benefit of the Group's retail banks;
- develop servicing offers that do not consume liquidity;
- strengthen relationship excellence with customers and partners.

2016 financial targets:

- 50% increase in the share of leasing and factoring in the financing of retail bank corporate customers;
- synergies with international retail banks: revenues +€20 million;
- cost/income ratio: -4 pts to 53%;
- customer recommendation rate: 80%.

Payments: Consolidate the Group's European leadership in payments

The ambition of the Group's Payments division – which encompasses Crédit Agricole Cards & Payments, CA Paiement and Fia-Net Group – is to consolidate the Group's European leadership in payments in an environment of regulatory, competitive and technological change.

Strategic focuses:

- offer innovative payment services to individuals, originators and retailers, and corporates;
- improve operational efficiency by pooling payment volumes of the entire Group and developing outsourcing services for third-party customers.

2016 financial targets:

- impact from MT Plan initiatives: +€130 million revenues from payments in the Group's retail banks *vs* 2013;
- 30% decrease in the unit processing cost.

Corporate and investment banking

Strategic focuses:

CACIB has been significantly downsized in response to the crises that have hit the sector and, in a reinforcing regulatory climate, continues its transformation to become a distribute-to-originate debt house serving a clientele of borrowers and investors, as well as the Group. CACIB is targeting a ROTE of 12% in 2016, higher than the cost of equity, through three key drivers:

- increase revenues with limited risk:
  - a regional strategy to meet the bank's origination and distribution challenges,
  - strengthen sector-based coverage to help meet ambitious medium term growth targets,
  - Financing activities: strengthen its origination and distribution capability and its position as leader in Structured finance,
  - capital markets and investment banking: boost activity by leveraging the full potential of its product and client franchises,
  - strengthen synergies with the Group;
- improve operational efficiency and aim for excellence: develop industrial partnerships, simplify processes and optimise sourcing, transform CACIB into an industrial platform for Crédit Agricole Group for capital markets activities, develop a loan servicing loan activity for external clients;
- actively manage scarce resources: optimise risk weighted assets in a challenging regulatory environment, continue efforts to rationalise the balance sheet structure, maintain stable liquidity consumption from end-2013 to 2016.

2016 financial targets:

- For total CACIB:
  - revenues: +3% *per annum*(1),
  - cost/income ratio: 53% (among the industry's best peers),
  - VaR limit maintained at €30 million,
  - ROTE: 12% covering the cost of equity;
- For Financing activities:
  - revenues: +2% *per annum*(1),
  - cost/income ratio: 40%,
  - 65% of CIB RWAs;
- For Capital Markets and Investment Banking:
  - revenues: +7% *per annum*(2),
  - cost/income ratio: 64%,
  - 31% of CIB RWAs.

(1) *Including brokerage revenues (CLSA NY and Tokyo) reclassified under IFRS 5 in Q3-13 (€42m in H1-13),* pro forma *for equity accounting of UBAF (proportionate method in 2013), restated for loan hedges and CVA/DVA impacts.*

(2) *Ongoing Capital Markets and Investment Banking, including brokerage revenues (CLSA NY and Tokyo) reclassified under IFRS 5 in Q3-13, restated for CVA/DVA impacts.*

DISCLAIMER

This presentation may include prospective information on the Group, supplied as information on trends. This data does not represent forecasts within the meaning of European Regulation 809/2004 of 29 April 2004 (chapter 1, article 2, § 10).

This information was developed from scenarios based on a number of economic assumptions for a given competitive and regulatory environment. Therefore, these assumptions are by nature subject to random factors that could cause actual results to differ from projections.

Likewise, the financial statements are based on estimates, particularly in calculating market value and asset depreciation.

Readers must take all these risk factors and uncertainties into consideration before making their own judgement.

The figures presented are not audited. The calculations are based on the rules contained in Directive 2013/36/EU of 26 June 2013 on access to the activity of credit institutions and the prudential supervision of credit institutions and investment firms and in Regulation (EU) no. 575/2013 of 26 June 2013 on prudential requirements for credit institutions and investment firms (CRD4), as interpreted by Crédit Agricole S.A. at 31 December 2013.

Note:

The **Crédit Agricole Group** scope of consolidation comprises: the Regional Banks, the Local Banks and Crédit Agricole S.A. and their subsidiaries. This is the scope of consolidation used by the French and European regulatory authorities to assess the Group's liquidity and solvency.

Crédit Agricole S.A. is the listed entity. It owns c. 25% of the Regional Banks and the subsidiaries of its business lines (French retail banking, International retail banking, Savings management and Insurance, Specialised financial services, and Corporate and investment banking).

Recent events

Events after the reporting period are disclosed in Note 11 to the consolidated financial statements for the year ended 31 December 2013. In particular, on 22 January 2014, Crédit Agricole S.A. announced the signature of an agreement for the disposal of Crédit Agricole Bulgaria to Corporate Commercial Bank AD.

Information on parent company financial statements (Crédit Agricole S.A.)

ANALYSIS OF CRÉDIT AGRICOLE S.A. (PARENT COMPANY) RESULTS

In 2013, Crédit Agricole S.A. revenues stood at 0, down €3,790 million on 2012. This change was attributable to:

- a €1,073 million drop in the interest margin, in particular, following the reduction in net interest on debt securities resulting from Crédit Agricole S.A.'s buybacks, in February 2012, of deeply subordinated notes and following the drop in interest income relating to the reduction in refinancing granted by Crédit Agricole S.A. to Group subsidiaries (in particular, Crédit Agricole Consumer Finance). These falls were partially offset by the increase in interest income on macro-hedging instruments as a result of rate changes, by the drop in interest and similar expenses on deposits and by repayment of the majority of loans with Société de Financement de l'Économie Française (SFEF);
- a €1,604 million drop in dividends and related income from subsidiaries and associated companies was due to the lack of dividend payment by Crédit Agricole CIB, Delfinances and CA Consumer Finance and the reduced dividends paid by Crédit Agricole Assurances;
- a €27 million increase in net charges on fees and commissions;
- a €37 million increase in net income from the trading book;
- finally, a €1,114 million drop in investment portfolios as a result of a drop in net impairment reversals on short term investment securities and the recognition of a capital loss on the sale of Emporiki subsequent to its recapitalisation (prior to the sale of Emporiki's entire capital to Alpha Bank).

In 2013, Crédit Agricole S.A. recognised €672 million in operating expenses, down €17 million on 2012.

As a result of these changes, gross operating income recorded a loss of €684 million, down €3,770 million on 2012.

The cost of risk fell sharply and stood at €570 million for 2013, down €1,574 million on 2012. This change was attributable to reversals and utilisations of provisions in relation to Emporiki in 2013, compared with allocations to provisions in 2012.

"Net gains (losses) on fixed assets" amounted to €892 million in 2013, a change of €7,918 million from 2012 due, in particular, to the loss on the recapitalisation of Emporiki in 2012 (€3,612 million), reversals recorded in 2013 on Cariparma and Crédit Agricole CIB securities as a result of revised impairment tests (compared with allocations to provisions in 2012), and a positive change in impairment losses on CA Consumer Finance securities.

Tax gains, resulting largely from the tax consolidation mechanism in France, with Crédit Agricole S.A. at the head of the tax group, totalled €2,777 million in 2013, up €2,010 million on 2012. This significant change stemmed from the sharp increase in the total net income of the tax consolidation group. At 31 December 2013, 1,324 entities had signed tax consolidation agreements with Crédit Agricole S.A., compared with 1,311 at 31 December 2012.

The fund for banking liquidity and solvency risks was increased by €32 million in 2013.

Overall, the net income of Crédit Agricole S.A. recorded a gain of €3,531 million, compared with a loss of €4,235 million in 2012.

FIVE YEAR FINANCIAL SUMMARY

	2009	2010	2011	2012	2013
Equity at year end *(in euros)*	**6,958,739,811**	**7,204,980,873**	**7,494,061,611**	**7,494,061,611**	**7,504,769,991**
Number of shares outstanding	2,319,579,937	2,401,660,291	2,498,020,537	2,498,020,537	2,501,589,997
Operations and net income for the period *(in millions of euros)*					
Gross revenues	20,008	16,436	17,854	21,646	16,604
Earnings before tax, employee profit-sharing, depreciation, amortisation and provision expense	1,227	312	1,171	692	(9,884)
Employee profit-sharing	1	1	1	2	1
Income tax charge	(544)	(1,136)	(1,201)	(767)	(2,777)
Earnings after tax, employee profit-sharing, depreciation, amortisation and provision expense	1,066	(552)	(3,656)	(4,235)	3,531
Distributable earnings at the date of the General Meeting of Shareholders	1,044	1,081	-	-	881
Earnings per share *(in euros)*					
Earnings after tax & employee profit-sharing but before depreciation, amortisation and provision expense	0.760	0.600	0.949	0.583	(2.841)(1)
Earnings after tax, employee profit-sharing, depreciation, amortisation and provision expense	0.460	(0.230)	(1.464)	(1.695)	1.412(1)
Ordinary dividend	0.45	0.45	-	-	0.35
Loyalty dividend	-	-	-	-	0.385
Employees					
Average headcount(2)	3,259	3,316	3,295	2,757	2,571
Total payroll for the period *(in millions of euros)*	227	243	239	203	197
Cost of benefits paid during the period (costs and social welfare) *(in millions of euros)*	141	162	117	106	115

(1) Calculated based on the number of shares issued at the General Meeting of Shareholders on 21 May 2014, or 2,501,589,997 shares.

(2) Refers to headquarters employees.

INFORMATION ON ACCOUNTS PAYABLE

Under Article L. 441-6-1 of the French Commercial Code, companies whose parent company financial statements are certified by a Statutory Auditor are required to disclose in their management report the net amounts due to suppliers by due date, in accordance with the terms and conditions set out in Article D. 441-4 of Decree no. 2008-1492.

ACCOUNTS PAYABLE BY DUE DATE

(in millions of euros)	2013	2012
Due	**8 (1)**	**8 (2)**
Not yet due		
< 30 days	4	4
> 30 days < 45 days	-	1
> 45 days	-	-
TOTAL	**12**	**13**

(1) Including €7 million paid by 31 January 2014.

(2) Including €8 million paid by 31 January 2013.

RISK FACTORS AND PILLAR 3

5

Risk factors

This part of the management report sets out the type of risks to which the Group is exposed, their extent and the systems used to manage them.

The information presented in accordance with IFRS 7, relating to disclosures on financial instruments, covers the following types of risks[1]:

- credit risks (including country risks): risk of losses arising from a default by a counterparty leading to that counterparty's inability to meet its commitments to the Group;
- market risks: risks of losses arising from changes in market parameters (interest rates, exchange rates, prices, credit spreads);
- particular risks attributable to the financial crisis;
- structural asset/liability management risks: risks of losses arising from changes in interest rates (global interest rate risk) and exchange rates (foreign exchange risk) and the risk of not having the necessary resources to meet commitments (liquidity risk), including risks in the insurance sector.

In order to cover all risks inherent in the banking business, additional information is provided concerning:

- operational risks: risks of losses resulting primarily from the unsuitability or failure of processes, systems or people in charge of transaction processing;
- legal risks: risks arising from the Group's exposure to civil or criminal proceedings;
- non-compliance risks: risks relating to failure to comply with laws and regulations governing the Group's banking and financial activities.

In accordance with regulatory provisions and best professional practices, risk management within Crédit Agricole S.A. Group is reflected by a form of Governance in which the roles and responsibilities of each individual are clearly identified, as well as by effective and reliable risk management methodologies and procedures which make it possible to measure, supervise and manage all the risks to which the Group is exposed.

▶ GOVERNANCE AND ORGANISATION OF RISK MANAGEMENT

Risk appetite is defined as the level of risk that Crédit Agricole Group is prepared to take as part of its strategy. Risk appetite is defined at the bank's highest level, within the context of risk-taking strategies, or "Risk strategies", determined by business line or by entity. Risk strategies are exhaustive, covering all risk components (credit, market, liquidity, operational risks etc.) and are approved by the Group's executive management. In addition, market risk limits, portfolio strategies and short term liquidity risk are directly overseen by the Board of Directors.

Risk appetite thus defines Crédit Agricole Group's overall medium and long term risk tolerance and makes it possible to:

- define the Group's desired risk profile in an explicit and forward-looking manner;
- keep the Group's activities within the limits of the defined risk appetite and to make the risk practices implemented across the Group more consistent;
- monitor the Group's risk profile, thereby contributing to proactive, controlled and optimised management of risks, capital and liquidity;
- facilitate dialogue with the Board of Directors and the supervisory authorities.

Risk management, which is inherent in banking activities, lies at the heart of the Group's internal control system. All staff involved, from the initiation of transactions to their final maturity, play a part in this system.

Measuring and supervising risk is the responsibility of the dedicated Risk Management and Permanent Controls function (DRG – Group Risk Management department), which is independent from Group functions and reports directly to the Executive Management.

Although risk management is primarily the responsibility of the business lines which oversee growth in their own operations, DRG's task is to ensure that the risks to which the Group is exposed are consistent with the risk strategies defined by the business lines (in terms of global and individual limits and selection criteria) and compatible with the Group's growth and profitability targets.

DRG performs consolidated Group-wide monitoring of risks using a network of risk management and permanent Control Officers who report hierarchically to the head of Risk Management and Permanent Controls and functionally to the executive body of their entity or business line.

(1) *These disclosures are an integral part of the consolidated financial statements for the year ending at 31 December 2013 and as such are covered by the Statutory Auditors' Report.*

To ensure a consistent view of risks within the Group, DRG has the following duties:

- it defines and/or validates methods and procedures for analysing, measuring and monitoring credit, market and operational risks;
- it takes part in the critical analysis of the business lines' commercial development strategies, focusing on the risk impact of these strategies;
- it provides independent opinions to Executive Management on risk exposure arising from business lines' positions (credit transactions, setting of market risk limits) or anticipated by their risk strategy;
- it lists and analyses Group entities' risks, on which data are collected in risk information systems.

The Financial Management unit of the Group Finance department (FIG) manages structural asset/liability risk (interest rate, exchange rate and liquidity) along with the refinancing policy and supervision of capital requirements.

Supervision of these risks by Executive Management is carried out through ALM (Asset Liability Management) Committee Meetings, in which DRG takes part.

DRG keeps the executive and decision-making bodies informed of the degree of control of the development of Crédit Agricole Group and warns them of any risk of deviation from Development Plan objectives and from Risk strategies or policies approved by executive bodies. It informs them of the outcomes and performance of prevention measures, whose organisational principles are approved by them. It makes suggestions for any improvement of such measures that may be required as a result of changes to business lines and their environment. At consolidated level, this action falls within the remit of Crédit Agricole Group's governance bodies, in particular:

- the Audit and Risks Committee (a Board of Directors' sub-committee): quarterly presentation of the Group's risk management and permanent controls position; annual report and half-yearly information on internal control and risk measurement and supervision;
- the Group Internal Control Committee (CCIG) chaired by the Chief Executive Officer of Crédit Agricole S.A.: quarterly presentation of organisational principles and permanent control outcomes;
- the Group Risk Management Committee (CRG) chaired by the Chief Executive of Crédit Agricole S.A.: approval of Risk strategies and lending decisions at Crédit Agricole S.A. level, on the advice of the Risk Management and Permanent Controls business line; review of major risks and sensitive issues, feedback on Group entities' rating models and processes;
- the Basel Committee, chaired by the head of Crédit Agricole S.A.'s Risk Management and Permanent Controls department with participation from the Chief Executives of the Regional Banks and decision-makers from the Group's main entities, ensures that regulatory changes are taken on board by Group entities, that these are well coordinated and that the necessary budgets are in place, that schedules for change are respected, processes are put in place and changes to such processes are implemented;
- the Standards and Methodology Committee (CNM), the Group Security Committee (CSG) and the IT Systems Committee (COSI-DRG), chaired by the head of the Group Risk Management and Permanent Controls department, a member of the Crédit Agricole S.A. Executive Committee and reporting to the Chief Executive Officer of Crédit Agricole S.A.: approval of standards and methodologies in terms of management and permanent control of risks (CNM), physical security, IT systems and the business continuity plan (CSG) and the Risk Management and Permanent Controls department's IT systems architecture (COSI);
- the Regional Banks' Plenary Committee for Internal Control, chaired by a Chief Executive Officer of a Regional Bank: issues national recommendations on Regional Banks' internal control systems.

DRG organises a periodic review of the main credit and market risks through quarterly Risk Management Committee Meetings, which address the following main issues: policies on risk-taking, portfolio analysis and analysis of cost of risk, market limits and concentration limits.

In addition, each Group operating entity sets up a Risk Management and Permanent Controls function. Within each business line and legal entity:

- a Risk Management and Permanent Controls Officer (RCPR) is appointed;
- RCPRs supervise all the last-line control units within their areas of responsibility, covering oversight and permanent control of risks falling within the remit of the business line in question;
- RCPRs have access to appropriate human, technical and financial resources. RCPRs must be provided with the information required by their role and have systematic and permanent access to any information, document, body (committees, etc.), tools or even IT systems across their entire area of responsibility. RCPRs are associated with entity projects far enough in advance to be able to play their role effectively.

This principle of decentralising the Risk Management and Permanent Controls function to operating entities aims to ensure that the business lines' risk management and permanent controls systems operate efficiently.

Group risk management is also reliant on a certain number of tools which enable DRG and the bank's executive bodies to fully comprehend the risks being run:

- Robust IT and global risk consolidation system, within the 2016 trajectory defined by the Basel Committee on banking controls for global systemic institutions;

- generalised use of stress testing methodologies in Group credit, financial or operational risk procedures;
- formalised and up-to-date control standards and procedures, which define lending systems, based on an analysis of profitability and risks, monitoring of geographical, individual and sectoral concentrations, as well as limits on interest rate, foreign exchange and liquidity risks;
- exhaustive and up-to-date Recovery Plans, presented on an annual basis to the supervisory authorities, in accordance with regulatory requirements, in particular, the provisions of law no. 2013-672 of 26 July 2013 on the implementation of a banking resolution regime.

At last, the risk culture is spread right the way across the Group via diverse and effective channels:

- career and Talent Committees within the Risk function, thereby facilitating the mobility of both men and women with this expertise and enriching trajectories by diversifying skills portfolios;
- highly valued careers and experience sought after by other business sectors as a result of time spent within the Risk function;
- modules dealing with the subject of risk included in various training programmes and, in particular, forming part of young manager courses organised by the Crédit Agricole Training Institute (Ifcam).

CREDIT RISK

A credit risk is realised when a counterparty is unable to honour its obligations and when the carrying amount of these obligations in the bank's books is positive. The counterparty may be a bank, an industrial or commercial enterprise, a government and its various controlled entities, an investment fund, or an individual person.

The definition of default used in management, which is the same as the one used for regulatory calculations, complies with current prudential requirements in the various Group entities.

A debtor is, therefore, considered to be in default when at least one of the following conditions has been met:

- a payment is generally more than 90 days past due, unless specific circumstances point to the fact that the delay is due to reasons beyond the debtor's control;
- the entity believes that the debtor is unlikely to settle its credit obligations unless it avails itself of certain measures such as the provision of collateral surety.

The exposure may be a loan, debt security, deed of property, performance exchange contract, performance bond or unutilised confirmed commitment. The risk also includes the settlement risk inherent in any transaction entailing an exchange of cash or physical goods outside a secure settlement system.

In 2013 the Group improved its system for identifying loans restructured as a result of the borrower experiencing financial difficulties and for distinguishing between loans restructured as a result of risk and loans renegotiated for commercial reasons. Following the publication of ITS 2013-03, in 2013 Group entities launched initiatives aimed at defining and identifying, within their IT systems, "loans in forbearance" in accordance with the definition given by the European Banking Authority.

Performing restructured loans are reported in Note 3.1. to the financial statements. Principles of loan classification for accounting purposes are specified in Note 1.3. to the financial statements.

I. Objectives and policy

The risks taken by Crédit Agricole S.A. and its subsidiaries must comply with the risk strategies approved by the Group's Risk Management Committee, which is a sub-committee of Crédit Agricole S.A.'s Executive Committee and is chaired by its Chief Executive Officer. Risk strategies are adjusted to each business line and its development plan. They set out global limits, intervention criteria (types of eligible counterparties, nature and maturity of eligible products, collateral required) and arrangements for delegating decision-making authority. These risk strategies are adjusted as required for each business line, entity, business sector or country. Business lines are responsible for complying with these risk strategies, and compliance is controlled by the Risk Management and Permanent Control Officers.

Crédit Agricole S.A. and its subsidiaries seek to diversify their risks in order to limit their counterparty risk exposures, particularly in the event of a crisis affecting a particular industry or country. To achieve this, Crédit Agricole S.A. and its subsidiaries regularly monitor their total exposures by counterparty, by trading portfolio, by business sector and by country (taking into account internal calculation methods, depending on the type of exposure).

Crédit Agricole Corporate and Investment Bank, the Group's Corporate and investment banking arm, also carries out active portfolio management in order to reduce the main concentration risks borne by Crédit Agricole Group. The Group uses market instruments such as credit derivatives or securitisation mechanisms which reduce and diversify counterparty risk and enable it to optimise its use of capital. Similarly, potential risk concentration is mitigated by syndication of loans with outside banks and use of risk hedging instruments (credit insurance, derivatives, sharing risk with BPI France).

When the risk is recognised, an impairment policy is implemented, on an individual or portfolio basis.

II. Credit risk management

1. Risk-taking general principles

All credit transactions require in-depth analysis of the customer's ability to repay the debt and the most efficient way of structuring the transaction, particularly in terms of security and maturity. This analysis must comply with the risk strategy of the business line concerned and with all limits in force, both individual and aggregate. The final lending decision is based on an internal rating and is taken by the commitment units or by the Credit Committees, on the basis of an independent opinion given by a representative of the Risk Management and Permanent Control function as part of the authorisation system in place. The Group Risk Management Committee and its Chairman constitute the Group's ultimate decision-making authority.

Each lending decision requires an analysis of the risk taken in relation to the expected return. In Corporate and investment banking, an *ex ante* calculation of the transaction's expected return is carried out (on the basis of Raroc – *risk-adjusted return on capital*).

In addition, the principle of an individual risk limit applies to all types of counterparty, whether corporates, banks, financial institutions, public sector or semi-public sector entities.

2. Risk measurement methods and systems

2.1 INTERNAL RATING SYSTEMS AND CREDIT RISK CONSOLIDATION SYSTEMS

The internal rating systems cover all of the methods, procedures and controls used for assessment of credit risk, rating of borrowers and estimation of losses given default by the borrower. Governance of the internal rating system relies on the Standards and Methodologies Committee (CNM), chaired by the Group's head of Risk Management and Permanent Controls, whose task is to validate and spread standards and methodologies relating to measuring and controlling risks within Crédit Agricole Group. In particular, the Standards and Methodologies Committee reviews:

- rules for identifying and measuring risks, in particular, counterparty rating methods, credit scoring and Basel 2 risk parameter estimates (probability of default, credit conversion factor, loss given default LGD) and related organisational procedures;
- segmentation between retail customers and large institutional customers with related organisational procedures such as risk consolidation information system data entry;
- the performance of rating and risk assessment methods by reviewing backtesting results at least once a year;
- the use of ratings (validation of common syntaxes, glossaries and benchmarks).

For retail customers, including loans to individuals (in particular, home loans and consumer finance) and small businesses, each entity is responsible for defining, implementing and substantiating its rating system, in accordance with the Group standards established by Crédit Agricole S.A.

LCL and the consumer credit subsidiaries (Crédit Agricole Consumer Finance) have their own rating systems. The Regional Banks have common risk assessment models which are managed at Crédit Agricole S.A. level. Procedures for backtesting the parameters used in calculating the regulatory capital requirements have been defined and are operational in all entities. The internal models used by the Group are based on statistical models established on explanatory behavioural variables (e.g. average current account balance) and identifying variables (e.g. business sector). The approach taken can be either customer-centred (Individuals, Farmers, Small businesses) or product-centred. The estimated probability of default in year 1, to which the rating relates, is updated on a yearly basis.

For the large institutional customer category, a single fifteen-grade rating scale has been established on the basis of a segmentation of risk so as to provide a uniform view of default risk "over a full business cycle". It has thirteen ratings (A+ to E-) categorising counterparties not in default and two ratings (F and Z) categorising counterparties in default.

COMPARISON BETWEEN THE INTERNAL GROUP RATINGS AND THE RATING AGENCIES

Crédit Agricole Group rating	A+	A	B+	B	C+	C	C-	D+	D	D-	E+	E	E-
Indicative Moody's rating equivalent	Aaa	Aa1/Aa2	Aa3/A1	A2/A3	Baa1	Baa2	Baa3	Ba1	Ba2	Ba3	B1/B2	B3	Caa/Ca/C
Indicative Standard & Poor's rating equivalent	AAA	AA+/AA	AA-/A+	A/A-	BBB+	BBB	BBB-	BB+	BB	BB-	B+/B	B-	CCC/CC/C
Probability of default in year 1	0.001%	0.01%	0.02%	0.06%	0.16%	0.30%	0.60%	0.75%	1.25%	1.90%	5.0%	12.00%	20.00%

Within Crédit Agricole Group, the large institutional customer category comprises primarily sovereigns and central banks, corporates, local authorities, specialised financings as well as banks, insurance companies, asset management companies and other financial companies. An internal rating method tailored to each specific risk profile, based on financial and qualitative criteria, is applied to each type of large customer. For large institutional customers, Crédit Agricole Group entities have common internal rating methodologies. Counterparties are rated, at the latest, when they apply for assistance and the rating is updated with each renewal or upon any event that could affect risk quality. The rating assignment must be approved by a unit independent of the front *office*. The rating is reviewed at least annually. To ensure that each counterparty has a unique Crédit Agricole Group rating, a single

Group entity is responsible for rating said counterparty on behalf of all the entities providing it with assistance.

Whether relating to large institutional customers or retail customers, the rating oversight system implemented by Crédit Agricole S.A., its subsidiaries and the Regional Banks across the entire rating process aims to ensure:

- rules for identifying and measuring risks, in particular, methods used;
- uniformity in the handling of default events on a consolidated basis;
- proper utilisation of the internal rating methodologies;
- reliability of data substantiating the internal rating.

The Standards and Methodology Committee, amongst others, ensures that these principles are respected, in particular, when rating methodologies are approved and during annual backtestings.

Furthermore, Crédit Agricole S.A., its subsidiaries and the Regional Banks continue to focus on improving the risk-tracking system for:

- risk management of single clients and groups which is designed to ensure accurate identification of counterparties on which there is a risk within the entities and to improve cross-functional risk information management on single clients and groups, which is crucial to ensuring rating uniqueness and consistent allocation of exposures to Basel portfolios;
- the closing process, which aims to guarantee the quality of the process of production of the solvency ratio.

The French Prudential Supervisory and Resolution Authority (ACPR) has authorised Crédit Agricole Group to use internal rating systems to calculate regulatory capital requirements for credit risk of its retail and corporate loan portfolios on the greater part of its scope.

Having internal rating systems deployed throughout the Group enables it to implement counterparty risk management based on current prudential regulation-type risk indicators. For large institutional customers, the single rating system (identical tools and methods, shared data) which has been implemented for several years now, has helped to improve counterparty monitoring, in particular, for counterparties common to several Group entities. The system has also made it possible to have a common reference framework on which to base standards and procedures, governance tools, alert procedures and risk provisioning policies.

Finally, in the Corporate and investment banking businesses, expected loss, economic capital and risk-adjusted return measurements are used in the processes for making loan approval decisions, defining risk strategies and setting risk limits.

2.2 CREDIT RISK MEASUREMENT

The measurement of credit risk exposures includes both drawn facilities and confirmed unutilised facilities.

To measure counterparty risk on capital markets transactions, Crédit Agricole S.A. and its subsidiaries use different types of approaches to estimate the current and potential risk of derivative instruments (such as swaps and structured products).

Crédit Agricole CIB uses a specific internal methodology to estimate the risk of change in relation to such derivative instruments, using a net portfolio approach for each customer:

- current risk corresponds to the sum owing by the counterparty in the event of instantaneous default;
- the risk of change corresponds to our estimated maximum exposure over its remaining maturity, for a given confidence interval.

The methodology used is based on Monte Carlo-type simulations, enabling the risk of variation to be assessed on the basis of statistical calculations of the change in underlying market parameters. This model also makes it possible to consider the different risk reduction factors linked to the use of netting and collateralisation agreements negotiated with counterparties when documentation is drafted prior to transactions being conducted (see paragraph 4 below: "Credit risk mitigation mechanisms"). The risk of change calculated using this methodology is used to manage counterparty credit limits and also to calculate Basel 2 pillar 2 economic capital via the determination of an expected positive exposure which corresponds to an average risk profile using a global portfolio approach.

For other Group entities, the risk basis is the sum of the positive market value of the instrument and an add-on coefficient applied to the nominal amount. This add-on coefficient represents the potential credit risk arising from the change in market value of derivative instruments during their residual lifespan. It is calculated using the type and residual lifespan of the instrument, based on a statistical observation of movements in its underlying instruments. When the netting and collateralisation agreements with the counterparty allow, counterparty risk is measured for the portfolio net of eligible collateral. This method is used for the purposes of internal management of counterparty risk, and it differs:

- from the regulatory approach used to meet the measurement requirements of European and international solvency ratios or for reporting major risks;
- from the accounting policies and principles used to prepare the consolidated financial statements.

3. Supervision system of commitments

Rules for dividing and limiting risk exposures, along with specific processes relating to commitments and grant criteria, are used to prevent any excessive concentration of the portfolio and to limit the impact of any deterioration.

3.1 PROCESS FOR MONITORING CONCENTRATIONS BY COUNTERPARTY OR GROUP OF RELATED COUNTERPARTIES

The consolidated commitments of all Crédit Agricole Group's entities are monitored by counterparty and by group-related counterparties. A group of related counterparties is a set of French or foreign legal entities that are connected, regardless of their status and economic activity, in such a way that the total exposure to this group can be measured on the basis of exposure to one or more of these entities. Commitments to a counterparty or group of related counterparties include all loans granted by the Group as well as corporate finance transactions, bond portfolios, financing commitments and counterparty risks relating to capital market transactions. Exposure limits for counterparties and groups of related counterparties are recorded in the internal information systems of each subsidiary or business line. When several subsidiaries have a counterparty in common, a Group-level aggregate limit is set on the basis of commitment authorisation limits that depend on the internal rating.

Each operating entity reports the amount of its commitments by risk category on a monthly or quarterly basis to the Group Risk Management and Permanent Controls department. Exposures to major non-bank counterparties, *i.e.* those on which the aggregate commitments of Crédit Agricole Group exceed €300 million after netting, are reported separately to the Group Risk Management Committee.

At year-end 2013, lending commitments of Crédit Agricole S.A. and its subsidiaries to their ten largest non-sovereign, non-bank customers amounted to 6.8% of the total non-bank portfolio (compared with 6.4% at 31 December 2012). The diversification of the portfolio on an individual basis is still satisfactory, despite a slight increase in concentration.

Moreover, for the Regional Banks and LCL, major counterparty risks on the food-processing sector are monitored also via the Foncaris subsidiary. At 31 December 2013, Foncaris guaranteed 50% of the €7,2 billion outstanding portfolio due to major counterparties for these entities (€8,2 billion at 31 December 2012).

3.2 PORTFOLIO REVIEW AND SECTOR MONITORING PROCESS

Periodic portfolio reviews conducted by entity or business line strengthen the monitoring process, thus serving to improve the identification of counterparties whose credit quality is deteriorating, update counterparty ratings, monitor risk strategies and check on changes in concentration ratios, for instance, per business sector. Moreover, the Corporate and investment banking business has a portfolio modelling tool that it uses to test how well portfolios hold up under stress scenarios.

3.3 PROCESS FOR MONITORING COUNTERPARTIES IN DEFAULT AND ON CREDIT WATCH

Counterparties in default and on credit watch are monitored closely by the business lines, in collaboration with risk management and Permanent Control Officers. They are also the object of formal monitoring by the entities' Sensitive exposure Committees and of quarterly monitoring by the Group Risk Management Committee and the Audit Committee on a consolidated basis.

3.4 CONSOLIDATED RISK MONITORING PROCESS

Every quarter, the Group Risk Management Committee examines the risk report produced by the Group Risk Management and Permanent Controls department. This document gives the Committee a detailed review of the Group's risk situation on a consolidated basis across all business lines. In addition, detailed periodic reviews of banking risks, country risks and the main non-banking risks are conducted during Group Risk Management Committee Meetings.

The unfavourable economic environment led Crédit Agricole S.A. to maintain a Risk Monitoring Committee chaired by Executive Management. This Committee meets twice a month and reviews all risk alerts collected centrally by the Group Risk Management and Permanent Controls department in accordance with the internal alert procedures.

3.5 COUNTRY RISK MONITORING AND MANAGEMENT SYSTEM

Country risk is the risk that economic, financial, political, judicial or social conditions in a country will affect the Bank's financial interests. This risk does not differ in nature from "elementary" risk (credit, market and operational risks), but is an aggregate of risks resulting from vulnerability to a specific political, social, macroeconomic and financial environment.

The system for assessing and monitoring country risk within Crédit Agricole CIB is based on its own rating methodology. Internal country ratings are based on criteria relating to the financial soundness of the government, the banking system and the economy, ability and willingness to pay, governance and political stability.

Annually reviewed limits and risk strategies are applied to each country whose rating is lower than the threshold specified in the procedures.

The limits set at the end of 2011 for all countries with a sufficiently high volume of business, in line with procedures which are more or less stringent depending on the country's rating, were introduced in early 2013: country limits are set on an annual basis for non Investment Grade rated countries and are reviewed every two years for countries with higher ratings.

This approach is supplemented by scenario analyses aimed at testing the impact of adverse macroeconomic and financial assumptions. These tests provide the Group with an integrated view of the risks to which it may be exposed in situations of extreme tension.

The Group manages and controls its country risks according to the following principles:

- acceptable country risk exposure limits are determined through reviews of country strategies, depending on the vulnerability of the portfolio to country risk. The degree of vulnerability is determined by the type and structure of transactions, the quality of counterparties and the term of commitments. These exposure limits may be reviewed more frequently if developments in a particular country make it necessary. These strategies and limits are validated according to the level of risk by Crédit Agricole CIB's Strategy and Portfolio Committee (CSP) or Country Risk Committee (CRP) and by Crédit Agricole S.A.'s Group Risk Management Committee (CRG);
- the Corporate and investment banking business maintains a system for regular assessment of country risk and for updating the country risk rating quarterly for each country in which the Group does business. This rating is produced using an internal country rating model based on various criteria (structural solidity, governance, political stability, ability and willingness to pay). Specific events may cause ratings to be adjusted before the next quarterly review;
- Crédit Agricole CIB's Country and Portfolio Risk department validates transactions whose size, maturity and degree of country risk could affect the quality of the portfolio.

Country risk exposure is monitored and controlled in both quantitative (amount and term of exposure) and qualitative (portfolio vulnerability) terms through regular specific reporting on all exposures to risky countries.

European countries with an internal rating that qualifies them for country risk monitoring undergo a separate *ad hoc monitoring* procedure. Exposure to sovereign and non-sovereign risk in these countries is detailed in Note 6.8 to the consolidated financial statements.

3.6 STRESS SCENARIO IMPACTS

3.6.1 Global stress tests

Using stress tests to manage Crédit Agricole Group risk involves a range of different exercises. Global stress tests conducted on an annual basis as part of the budgetary process, aim to stress test all of the Group's portfolio risks by aggregating credit risk and market risk as well as measuring impact on the investment and securitisation portfolio.

In parallel with the cost of risk effect, revenues (margin and volume) are also stress tested to measure the impact on the Group's income statement. The object of this exercise is to estimate the consequences of a downgraded economic scenario over a 2-year period on the Group's profitability and solvency.

Unlike global stress tests, specific stress tests on certain income streams or portfolios are conducted for monitoring purposes or as an aid to setting limits.

3.6.2 Loan portfolio stress tests

Loan portfolio stress tests form an integral part of Crédit Agricole Group's risk management system. These are conducted either on the loan portfolio in its entirety or on an individual portfolio displaying a "risk pocket" to be studied (for example: commercial real estate portfolio).

A global credit risk stress test is conducted at least once a year as part of the Group's global stress tests. The works, coordinated by DRG, involve all Crédit Agricole Group entities and all Basel portfolios, whether they are "treated" for regulatory purposes using the IRBA, IRBF or Standard method. The time frame of analysis is 18 months, *i.e.* impact measurement at the end of year N+1 starting from the known position at 30/06 of year N.

This exercise is incorporated into the annual budgetary process. The economic scenarios taken into consideration are compiled for the Group as a whole. Two variants are usually studied:

- a baseline scenario corresponding to the budgetary scenario which is not, strictly speaking, part of the stress test but which serves as a point of reference for the adverse scenario;
- an adverse (or stressed) scenario which reflects a sharp, but plausible, downturn in the economic climate.

The stress testing process is part of corporate governance and aims to improve dialogue between risk and finance on the sensitivity of the cost of risk and capital requirements to a downturn in the economic climate.

As regards the IRB method, the impact of economic scenarios on Basel risk parameters (PD, LGD) is determined using statistical models which make it possible to estimate their reaction to changes in certain economic data deemed to be discriminatory (GDP, rate of unemployment, fluctuations in commodity prices). The impacts on certain portfolios for which the application of models is not appropriate are defined by expert appraisers. It is, therefore, possible to measure Expected Loss and risk weighted assets in relation to these economic scenarios, for each portfolio.

As regards the standard method, the impact of the economic scenarios is reflected by changes in doubtful loans and receivables and the provisioning rate set by expert appraisers. It is, therefore, possible to estimate the percentage of performing portfolios that would enter into default and the resultant requirement in terms of additional provisions and risk weighted assets.

Please note that a specific impact measurement was taken in respect of Corporate and investment banking regarding the impact of counterparty risk on market transactions and on banking book securitisation exposures.

In addition to being used to construct budgets and manage capital requirements, the results of global credit risk stress tests are also used to calculate economic capital (Pillar 2). They are reviewed by the Group Risk Management Committee or by the Executive Committee and are also reported to the Crédit Agricole S.A. Board of Directors.

Specific credit risk stress tests (mainly in Corporate and investment banking) are conducted to determine the risk of loss in the event of major deterioration in the economic and financial climate for a given business sector or a specific geographical area constituting a set of uniform risks.

The results of these stress tests are used within the context of the risk strategy, on the basis of Group Risk Management Committee decisions on global exposure limits.

INTERNAL PRESENTATION OF RESULTS TO THE GROUP'S AUDIT COMMITTEE

STAGE 1	STAGE 2	STAGE 3	STAGE 4
Macroeconomic scenario • Organisation of a working group, spanning all entities and Crédit Agricole S.A. (DRG, Economic research department) to manage macroeconomic impacts • Dialogue with entities regarding their risk parameter sensitivity assumptions	**Entities' determination of impacts** • Risk: The Group's main entities (Crédit Agricole CIB, CRCA, LCL, Crédit Agricole S.A., CACF.) look for correlations between macroeconomic factors on the one hand, and Basel PD and LGD parameters on the other. • In addition to the credit risk aspect, a stress test is conducted on the trading book using a scenario chosen for its consistency with the global macro scenario • DRG may also make use of expert appraisers • FIG supplements the information supplied by DRG on other stress factors (revenues, volume effect, refinancing)	**Centralised consolidation of results** • DRG ensures the consistency of the cost of credit risk forecasts forwarded by the entities with the parameters measured during the previous budgetary stress test • DRG provides the Group Finance department (FIG) with the consolidated cost of risk and risk weighted assets in order to take the volume effect into consideration • In the event of significant differences, dialogue with the entities	**Presentation to governance bodies** • Presentation of results to each entity's governance body • Presentation of consolidated results to the Group's Audit Committee

3.6.3 Stress tests on other types of risk (market, liquidity, operational risk)

Other types of stress testing are described in the paragraphs appertaining to each type of risk under consideration: market risk, liquidity and financing risk, operational risk.

4. Credit risk mitigation mechanisms

4.1 COLLATERAL AND GUARANTEES RECEIVED

Guarantees or collateral are intended to provide partial or full protection against credit risk.

The principles governing the eligibility, utilisation and management of collateral and guarantees received as security are defined by Crédit Agricole Group's Standards and Methodology Committee (CNM), in accordance with the CRD system of calculating the solvency ratio. This common framework ensures a consistent approach across the Group's various entities. The conditions for prudential consideration and the valuation and revaluation methods of all the credit risk mitigation techniques used are documented: collateral (notably on Financing of Assets: real estate, aircraft, vessels, etc.), personal collateral, public credit insurers for export financing, private credit insurers, financial guarantee bodies, credit derivatives, and cash pledges. The entities are in charge of implementing this framework at the operational level (management, monitoring of valuations, implementation).

Details of guarantee commitments received are presented in Note 3.1 and in Note 8 to the consolidated financial statements.

Regarding financial assets obtained by enforcement of guarantees or credit enhancement measures, the Group's policy on assets that have come into its possession by these means is to sell them as soon as possible.

4.2 USE OF NETTING CONTRACTS

If a "master" contract has been agreed with a counterparty and said counterparty defaults or enters bankruptcy proceedings, Crédit Agricole S.A. and its subsidiaries apply «close out netting», enabling them to terminate current contracts early and to calculate a net balance on the debts and debt obligations in respect of this counterparty. They also use collateralisation techniques to enable securities or cash to be transferred in the form of collateral or transfer of full ownership during the lifetime of the hedged transactions, which can be offset, in the event of default by one of the parties, in order to calculate the net balance of reciprocal debt and debt obligations resulting from the master contract signed with the counterparty.

4.3 USE OF CREDIT DERIVATIVES

In managing its banking book, the Group's Corporate and Investment bank uses credit derivatives and a range of risk-transfer instruments including namely securitisation. The aim is to reduce concentration of corporate credit exposure, diversify the portfolio and reduce loss levels.

The risks arising from such transactions are monitored using indicators such as VaR (Value at Risk) on all cash transactions to buy or sell protection for the bank's own account.

The notional amount of protection bought by Crédit Agricole CIB in the form of unitary credit derivatives outstanding at 31 December 2013 was €9.5 billion (€10.8 billion at 31 December 2012). The outstanding notional amount of protection sold by Crédit Agricole CIB was €284 million (€867 million at 31 December 2012).

III. Exposure

1. Maximum exposure

The maximum exposure to credit risk of Crédit Agricole S.A. and its subsidiaries corresponds to the net carrying amount of financial assets (loans and receivables, debt instruments and derivative instruments) before the effect of non-recognised netting agreements and collateral.

MAXIMUM EXPOSURE TO CREDIT AND COUNTERPARTY RISK OF CRÉDIT AGRICOLE S.A. GROUP

(in millions of euros)	31/12/2013	31/12/2012 Restated
Financial assets at fair value through profit or loss (excluding equity securities and assets backing unit linked contracts)	312,649	353,509
Hedging derivative instruments	28,750	41,850
Available-for-sale assets (excluding equity securities)	239,831	238,542
Loans and receivables to credit institutions (excluding internal operations)	120,383	118,333
Loans and receivables to customers	306,897	329,756
Held-to-maturity financial assets	14,660	14,602
Exposure of balance sheet commitments (net of impairment)	**1,023,170**	**1,101,494**
Financing commitments given (excluding internal operations)	151,508	149,217
Financial guarantee commitments given (excluding internal operations)	88,115	93,435
Provisions – financing commitments	(300)	(309)
Exposure of off-balance sheet commitments (net of provisions)	**239,323**	**242,343**
Maximum exposure to credit risk	**1,262,493**	**1,338,935**

This information takes netting effects into account (net balance between an asset and a liability on derivatives transacted in the same currency with the clearing house LCH Clearnet LTD Swapclear) which mitigate the amount of exposures.

The 2012 balance sheet was restated for the change in a limited number of complex derivatives and the fair value of treasury bills and unsubordinated fixed rate securities

At 31 December 2013, the maximum exposure to credit and counterparty risk of Crédit Agricole S.A. and its subsidiaries amounted to €1,262 billion (€1,344 billion at 31 December 2012), down 6.1% on 2012.

2. Concentration

An analysis of credit risk on commercial lending commitments excluding Crédit Agricole Group internal transactions and collateral given as part of repurchase agreements (loans and receivables to credit institutions, loans and receivables to customers, financing commitments given and guarantee commitments given for €689 billion) is presented below. In particular, this scope excludes derivative instruments, which are primarily monitored in VaR (see section on Market risks), and financial assets held by insurance companies (€191 billion – see section on Risks in the insurance sector).

2.1 PORTFOLIO DIVERSIFICATION BY GEOGRAPHIC AREA

On the commercial lending portfolio (including banking counterparties outside the Group), the breakdown by geographic area covers a total portfolio of €677,3 billion at 31 December 2013, compared with €675,8 billion at 31 December 2012. The breakdown reflects the country in which the commercial lending risk is based.

BREAKDOWN OF COMMERCIAL LENDING BY GEOGRAPHIC REGION OF CRÉDIT AGRICOLE S.A. GROUP

Geographic area of exposure	2013	2012
Africa and the Middle East	3%	3%
Central and South America	1%	1%
North America	10%	8%
Asia-Pacific (excluding Japan)	5%	4%
Eastern Europe	3%	3%
Western Europe excluding Italy	14%	18%
France (retail banking)	16%	16%
France (excluding retail banking)	35%	33%
Italy	11%	12%
Japan	2%	2%
TOTAL	**100%**	**100%**

In 2013, commercial lending for France increased to 51% of total commitments (49% in 2012), due in particular to the addition of security deposit accounts on market transactions. The sharp drop observed in Western Europe stems from the sale of Emporiki. Italy, the Group's second largest market reduced its lending slightly to 11% versus 12% in 2012.

Note 3.1 to the financial statements presents the breakdown of loans and receivables and commitments to customers and credit institutions by geographic area on the basis of accounting data.

2.2 PORTFOLIO DIVERSIFICATION BY BUSINESS SECTOR

On the commercial lending portfolio (including for bank counterparties outside the Group) the scope broken down by business sector amounted to €603.6 billion at 31 December 2013 versus €630.6 billion at 31 December 2012. These breakdowns reflect the business sector in which the commercial lending risk to customers is based.

BREAKDOWN OF COMMERCIAL LENDING BY BUSINESS SECTOR OF CRÉDIT AGRICOLE GROUP

Business sector	2013	2012
Air/Space	2%	2%
Agriculture and Food processing	2%	2%
Insurance	1%	1%
Automobile	3%	3%
Other financial activities (Non-banking)	5%	5%
Other industries	1%	2%
Other transportation	2%	2%
Banks	8%	8%
Construction	2%	2%
Retail/Consumer goods industries	3%	3%
Other	3%	3%
Energy	8%	8%
Real estate	3%	3%
Heavy industry	2%	2%
IT/Technology	1%	1%
Maritime	3%	3%
Media/Publishing	1%	1%
Healthcare/Pharmaceuticals	1%	1%
Non-trading services/Public sector/Collective	18%	16%
Telecommunications	1%	1%
Tourism/Hotels/Restaurants	1%	1%
Retail banking customers	29%	30%
TOTAL	**100%**	**100%**

Well diversified, the commercial lending portfolio breakdown by business sector continued to remain stable for 2013. The "Retail banking customers" business is the Group's leading business at 29%, compared to 30% in 2012. The "non-trading services/public sector/collective" industry, in second place, increased from 16% to 18%.

2.3 BREAKDOWN OF LOANS AND RECEIVABLES OUTSTANDING BY CUSTOMER TYPE

Concentrations by customer type of loans and receivables and commitments given to credit institutions and customers are presented in Note 3.1 to the consolidated financial statements.

The gross amount of loans and receivables outstanding, including accrued interest (€408 billion at 31 December 2013), fell by 11.5% in 2013 (from €461 billion at 31 December 2012). It is split mainly between large corporates and retail customers (respectively, 34.4% and 36.1%, compared with 31.4% and 32.8% at 31 December 2012). The proportion of institutions other than banks and credit institutions fell to 25.4% of these outstandings at 31 December 2013, compared with 29.2% at 31 December 2012.

2.2 EXPOSURE TO COUNTRY RISK

As anticipated at year-end 2012, the year 2013 saw a return to modest growth, albeit too slow but real in several countries, particularly in the United States, England and Japan in a context of full resilience in the emerging countries, although weaker than in previous years. Europe continues to be the weak link in global growth, even though after contracting for several quarters, business is showing some signs of recovery, aided by sensible management by the European Central Bank and the initial results of the stabilization measures taken in the countries of Southern Europe, in particular.

During 2013, socio-political tensions continued, primarily in several countries of the Middle East and between the countries bordering the China Sea, underscoring the importance of the risk policy in the country risk approach. Lastly, most commodities prices fell over the course of the same year, limiting the resources of the exporting countries by the corresponding amount.

Crédit Agricole Group's commercial lending (on and off balance sheet) to customers at risk in emerging counties comes mainly via Crédit Agricole CIB, UBAF (47% owned by Crédit Agricole CIB) and International retail banking. These exposures include guarantees received coming in deduction (export credit insurance, cash deposits, securities pledged, etc.).

As of 31 December 2013, commercial lending (including to bank counter-parties) excluding the weak countries of Western Europe (Italy, Spain, Portugal, Greece, Cyprus, Ireland and Iceland) totalled €49.2 billion versus €45.9 billion as of 31 December 2012.

The concentration of outstandings on emerging countries was slightly up in 2013. the top 20 countries accounted for 90.5% of the lending portfolio at year-end 2013 versus 88.3% at year-end 2012.

There are three predominant geographic areas. Middle East/ North Africa, Eastern Europe and Asia They are following by Latin America and Sub-Saharan Africa.

The Middle East and North Africa

The Middle East and North Africa comprise the primary major area in terms of exposure to the emerging countries, with 31.1% at 31 December 2013 (€15.3 billion outstanding) versus 34.4% at 31 December 2012 (€15.8 billion outstanding). The exposures are concentrated in Morocco, Egypt, the United Arab Emirates, Saudi Arabia and Algeria (80% of Middle Eastern and North African exposures). The decline noted in Q1 2013 is the result of the serious on-going crisis in several countries in the region.

Eastern Europe

Lending in this region accounted for 29.1% of emerging country risks with €14.3 billion. Lending is still focused on five countries (92% of the total outstandings in the region for Poland, Russia, Ukraine, Serbia and Hungary). At 31 December 2012, this region accounted for 29.6% of emerging country risks, or €13.6 billion.

Asia

Asia represented the third largest exposure among the emerging countries with 26.8% of outstandings at year-end 2013 (23.9% at year-end 2012) or €13.2 billion outstanding at year-end 2012 versus €11 billion at 31 December 2012. Business remained concentrated on two countries: China and India.

Latin America

At year-end 2013, this region accounted for 10.2% of emerging country exposure with outstandings of €5 billion (versus 8.7% at year-end 2012 with €4 billion), up 26.5% over year-end 2012, related to the increase in loans outstanding to Brazil and Mexico.

Sub-Saharan Africa

This region represented exposure at year-end 2013 of €1.4 billion or 2.8% of emerging country risks, around 30% of which on South Africa (versus €1.6 billion at year-end 2012 and 32.1% on South Africa). This slight decline was due largely to the closing of the local Crédit Agricole CIB entity and the resulting slowdown in business.

3. Credit quality

3.1 ANALYSIS OF LOANS AND RECEIVABLES BY CATEGORY

The breakdown of loans and receivables to credit institutions and customers is presented as follows:

Loans and receivables *(in millions of euros)*	**31/12/2013**	**31/12/2012**
Neither past due nor impaired	384,602	436,542
Past due but not impaired	6,938	7,011
Impaired	16,936	17,349
TOTAL	**408,476**	**460,902**

The portfolio of loans and receivables at 31 December 2013 consisted for 94.2% of amounts that were neither past due nor impaired (94.7% at 31 December 2012).

Under IFRS 7, a financial asset is past due when a counterparty has failed to make a payment when contractually due. The Group considers that there is no identified credit risk on loans and receivables that are less than 90 days past due, accounting for 91% of past due but not impaired loans.

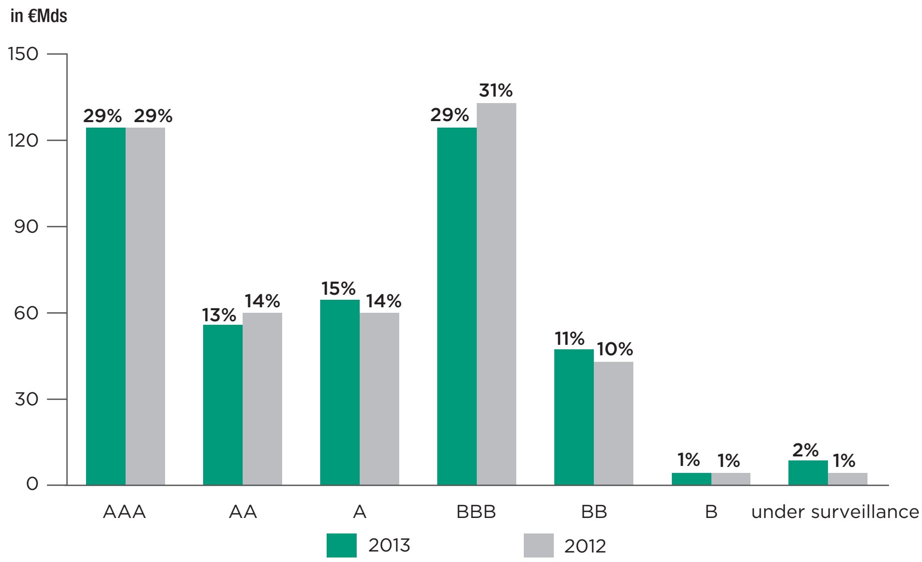
Details of financial assets that were past due or impaired are presented in Note 3.1 to the consolidated financial statements.

3.2 ANALYSIS OF OUTSTANDINGS BY INTERNAL RATING

The internal rating policy used by Crédit Agricole Group aims to cover the entire Group customer portfolio, *i.e.* retail customers, corporate customers, banks and financial institutions, government agencies and local authorities.

On the performing commercial lending portfolio excluding retail customers (€506.7 billion at 31 December 2013, compared with €503.7 billion at 31 December 2012), rated borrowers accounted for 74% of the total (compared with 75% at year-end 2012) (€375.6 billion at 31 December 2013, compared with €375.8 billion at 31 December 2012). The breakdown of this portfolio is presented according to the Standard & Poor's equivalents of the Group's internal ratings:

CHANGE IN THE PERFORMING NON-RETAIL BANKING COMMERCIAL LENDING PORTFOLIO OF CRÉDIT AGRICOLE S.A. GROUP BY INDICATIVE S&P EQUIVALENT OF 2013 INTERNAL RATING



This breakdown reflects a good quality loan book with a risk profile that changed marginally between 2012 and 2013. At 31 December 2013, 86% of exposures related to borrowers with investment-grade ratings (rating that is equal to or greater than BBB; 88% at 31 December 2012), and only 2% related to borrowers on watch.

3.3 IMPAIRMENT AND HEDGING OF RISK

3.3.1 Impairment and risk hedging policy

The policy for hedging loan loss risks is based on two kinds of impairment allowances:

- impairment allowances on an individual basis intended to cover probable losses on impaired receivables;
- collective impairment allowances under IAS 39, recognised when objective indications of impairment are identified on one or more homogeneous subgroups within the credit risk portfolio. These impairment allowances are intended to cover deterioration in the risk profile of exposures to certain countries, business sectors or counterparties, not because they are in default but because their rating has been lowered. Impairment losses on a portfolio basis are also made in retail banking. Collective impairments are, in the main, calculated on statistical bases on the amount of loss expected until the transactions mature, using Basel probability of default (PD) and loss given default (LGD) criteria.

3.3.2 Impaired financial assets

The breakdown of impaired loans and receivables due from credit institutions and customers by customer type and geographic area is presented in Note 3.1 to the financial statements.

At 31 December 2013, impaired lending commitments as a whole amounted to €16.9 billion versus €17.3 billion at 31 December 2012, down 2%. These consist of non-performing loans and commitments on which the Group sees potential non-recovery. Impaired assets accounted for 4% of the Group's gross recorded outstandings (3.8% at 31 December 2012). They were hedged by €9.1 billion in individual impairment allowances or 54% (€9.9 billion at 31 December 2012), including lease finance transactions but not including collective impairment allowances.

Performing loans and receivables that were renegotiated amounted to €2.5 billion at 31 December 2013 (€2.4 billion at 31 December 2012).

4. Cost of risk

The cost of risk to Crédit Agricole Group was €3 billion at 31 December 2013 versus €3.7 billion in 2012, or a decline of around 20%.

Details of the movements that affected the cost of risk are presented in Note 4.8 to the consolidated financial statements. This is broken down by business line in Note 5.1 to the consolidated financial statements.

5. Counterparty risk on derivative instruments

The counterparty risk on derivative instruments is established according to market value and potential credit risk calculated and weighted in accordance with regulatory standards. At 31 December 2013, the exposures of Crédit Agricole Group to counterparty risk on derivative instruments are presented in Note 3.1 to the consolidated financial statements.

MARKET RISK

Market risk is the risk of a negative impact on the income statement or balance sheet of adverse fluctuations in the value of financial instruments following changes in market parameters, particularly:

- interest rates: interest rate risk is the risk of a change in the fair value of a financial instrument or the future cash flows from a financial instrument due to a change in interest rates;
- foreign exchange: foreign exchange risk is the risk of a change in the fair value of a financial instrument due to a change in exchange rates;
- price risk is the risk of a change in the price or volatility of equities and commodities, baskets of equities or stock market indices. The instruments most exposed to this risk are equity securities, equity derivative instruments and commodity derivative instruments;
- credit spreads: credit risk is the risk of a change in the fair value of a financial instrument resulting from movement in the credit spreads for indices or issuers. For more complex credit products, there is also the risk of a change in fair value arising from a change in correlation between issuer defaults.

I. Objectives and policy

Crédit Agricole Group has a specific market risk management system with its own organisation independent of operational hierarchies, risk identification and measurement methods, monitoring and consolidation procedures.

The system hedges all market risk from market transactions. The investment portfolios of the Finance department are monitored and supervised appropriately.

In 2013, the Group continued to apply a prudent market risk management policy.

Moreover, its subsidiary Crédit Agricole CIB continued its plan to adapt and convert its model. In particular, Crédit Agricole Corporate and Investment Bank transferred the market risk from the equity derivatives activity to BNP Paribas. This business had been managed in run-off since the conversion plan was announced.

II. Risk management

1. Local and central organisation

Crédit Agricole Group has two distinct but complementary levels of market risk management:

- at the central level, the Group Risk Management and Permanent Controls department coordinates all Group-wide market risk supervision and control issues. It standardises data and data processing to ensure consistency of both consolidated risk measurement and controls. It keeps the executive bodies (Executive management of Crédit Agricole S.A.) and decision-making bodies (Board of Directors and Audit Committee) up-to-date on the market risk statement;
- at the local level, for each Crédit Agricole Group entity, a Risk Management and Permanent Controls Officer monitors and controls market risks arising from the entity's businesses. Within the Crédit Agricole CIB subsidiary, the Risk Management and Permanent Controls department relies on decentralised teams of risk controllers, generally based abroad. These control functions are performed by different teams:
  - **a)** Risk Management which is responsible for market risk monitoring and control for all product lines worldwide: proposed limits, which are validated by the Market Risk Committee and monitored for compliance, analysis of limits breached as well as significant changes in earnings, which are referred to the Market Risk Committee,
  - **b)** Monitoring of Activity: in charge of producing daily management income and risk indicators for all activities held to market risk limits and of monitoring and validating the market parameters used to produce net income and

risk indicators. This ensures an autonomous production process based on a market database updated daily, which is independent of the Front Office,

Lastly, the process is used in conjunction with the Finance department during monthly procedures to align net management income and net accounting income,

c) in addition to this system, cross-functional teams are responsible for coordinating methods and treatments between income lines and units. This team is responsible for reporting regulatory indicators produced independently by the RMD. This includes the following:

- quantitative research responsible for validating models,
- the team in charge of the internal model (VaR, Stressed VaR, Stress scenarios, etc.),
- Market Data Management - which is in charge of market data collection separate from Front Office data.

The computer architecture put in place within Crédit Agricole Corporate and Investment Bank for market risk management is based on sharing the platforms used in the Front Office, on which risk indicators are calculated. The independence of the process is based on the selection of market data and the validation of valuation models by the Risk Management department.

Operating agreements between the central and local levels determine the level of information, format and frequency of the reports that entities must transmit to Crédit Agricole S.A. (Group Risk Management and Permanent Controls).

2. Decision-making and Risk Monitoring Committees

Three governance bodies are involved in the management of market risk at Crédit Agricole Group level:

- the Group Risk Management Committee, chaired by the Chief Executive Officer of Crédit Agricole S.A., approves the aggregate limits on each entity's market risks when it presents its risk strategy and makes the main decisions in the matter of risk containment. The Committee examines the market situation and risks incurred on a quarterly basis, in particular through the utilisation of limits and any significant breaches of limits and incidents;
- the Risk Monitoring Committee, chaired by the Chief Executive Officer of Crédit Agricole S.A., reviews the main indicators of market risk twice a month;
- the Standards and Methodology Committee meets periodically and is chaired by the head of Group Risk Management and Permanent Controls. Its responsibilities include approving and disseminating standards and methods concerning the supervision and permanent control of market risks.

In addition, each entity has its own Risk Committee. The most important of these is Crédit Agricole CIB's Market Risk Management Committee (CRM), which meets twice a month and is chaired by the Executive Management member of the Committee in charge of risks. It is made up of Crédit Agricole CIB's head of market risk management and the risk managers responsible for specific activities. This Committee reviews Crédit Agricole CIB's positions and the results of its capital market activities and verifies compliance with the limits assigned to each activity. It is empowered to make decisions on requests for temporary increases in limits.

III. Market risk measurement and management methodology

1. Indicators

The market risk measurement and supervision system is based on a combination of several indicators, most of which are subject to global or specific limits. It draws principally on Value at Risk, stress scenarios and complementary indicators (risk factor sensitivity, combined qualitative and quantitative indicators). Moreover, following regulatory changes relating to the measurement of capital requirements for market risks, Crédit Agricole CIB has put in place indicators relating to the CRD 3 directive (stressed VaR, Incremental Risk Charge, Comprehensive Risk Measure).

The measurement system for the indicators relies on a process of evaluating positions for each entity that is subject to market risk. The permanent control process includes procedures for validating models and also procedures for structuring the back-testing of models.

1.1 VAR (VALUE AT RISK)

The central element of the market risk measurement system is the Value at Risk (VaR). VaR can be defined as the maximum theoretical loss on a portfolio in the event of adverse movements in market parameters over a given timeframe and for a given level of confidence. Crédit Agricole Group uses a confidence level of 99%, a timeframe of one day, and one year of historical data. In this way, market risks incurred by the Group in its trading activities can be monitored on a daily basis by quantifying the estimated maximum level of loss in 99 out of 100 cases, after inclusion of a number of risk factors (interest rate, foreign exchange, asset prices, etc.). The inter-correlation of such factors affects the maximum loss amount.

The netting figure is defined as the difference between total VaR and the sum of VaRs by risk factor. It represents the effects of netting among positions held simultaneously on different risk factors. A procedure known as back-testing (comparing each day's result against VaR estimated the day before) is used to confirm the relevance of the methodology.

The main method used to measure VaR is the historical VaR method. The Monte Carlo method is used only for a marginal portion of Crédit Agricole CIB's commodity-related activities.

The internal VaR model of Crédit Agricole CIB, which is the main contributor to the VaR of Crédit Agricole Group, has been approved by the regulatory authorities.

The process of measuring a historical VaR for risk positions on a given date D is based on the following principles:

- compilation of an historical database of risk factors on positions held by Crédit Agricole Group entities (interest rates, share prices, exchange rates, commodity prices, volatilities, credit spreads, correlation, etc.);
- determination of 261 scenarios corresponding to one-day changes in risk factors, observed over a rolling one-year period;
- adjustment of parameters corresponding to D date according to the 261 scenarios;
- remeasurement of the day's positions based on the 261 scenarios.

The 99% VaR figure based on the 261 scenarios is equal to the average of the second and third worst risks observed.

The VaR calculation methodology undergoes constant improvement and adjustment to take into account, among other things, the changing sensitivity of positions to risk factors and the relevance of the methods to new market conditions. For example, efforts are made to incorporate new risk factors and to achieve finer granularity on existing risk factors. In 2012, the mark-to-market measurement of positions backed by CSAs (Collateral Service Agreements) was improved by recognising collateral cost.

Limitations of the historical VaR calculation

The main methodological limitations of the VaR model are the following:

- the use of daily shocks assumes that all positions can be liquidated or covered in one day, which is not always the case for certain products and in certain crisis situations;
- the use of a 99% confidence interval excludes any losses that may occur after that period: hence VaR is a risk indicator under normal market conditions and excluding exceptional movements;
- VaR does not provide any information on amounts of exceptional losses (beyond the 99% confidence interval).

Back-testing

A back-testing *process* is applied to check the relevance of the VaR model for each of Crédit Agricole Group's entities which have capital market activities. This process verifies a posteriori whether the number of exceptions (days when actual losses exceeded estimated VaR) was within the 99% confidence interval (a daily loss should exceed the calculated VaR only two or three times a year). For Crédit Agricole CIB, for which the measurement of capital requirements for market risk partly depends on the number of exceptions observed over a rolling one-year period, two exceptions were seen at the level of regulatory VaR in 2013.

1.2 STRESS SCENARIOS

Stress scenarios complement the VaR measure which does not capture the impact of extreme market conditions. Stress scenarios are calculated following Group principles to simulate extreme market conditions and are the result of different complementary approaches:

- historical scenarios, which consist in replicating the impact on the current portfolio of major crises observed in the past. The past crises used in historical stress scenarios are the 1987 stock market crash; the 1994 bond market crisis; the 1998 credit market crisis coupled with falling equity markets, sharply rising interest rates and declining emerging-country currencies; the 2008 failure of Lehman Brothers (two stress scenarios measuring the impact of market movements after the failure);
- hypothetical scenarios, developed in collaboration with economists, anticipate the most likely shocks; they are hypothetical scenarios of an economic recovery (with rising equity and commodity markets, flattening interest rate curves, appreciation of the US dollar and narrowing credit spreads); liquidity crunch (with flattening interest rate curves, widening credit spreads and falling equity markets) and international tensions: scenario representing economic conditions in a context of international tensions between China and the United States (rising volatility and falling prices on the equity markets, falling futures prices and rising volatility on the commodities market, flattening interest rate curves, fall of US dollar against other currencies, widening credit spreads).

The stress scenarios are calculated weekly.

The risk levels of Crédit Agricole Group assessed through historical and hypothetical stress scenarios at year-end 2013 were as follows:

ESTIMATED LOSSES ASSOCIATED WITH STRESS SCENARIOS

In addition other types of stress tests are performed:

- at the level of the entities, adverse stress tests enabling evaluation of the impact of major and unfavourable market movements on the different business lines including businesses in run-off;
- at the level of Crédit Agricole Corporate and Investment Bank, extreme adverse stress tests, calculated since 2010, are used to measure the impact of even more severe market shocks.

1.3 COMPLEMENTARY INDICATORS

Other complementary indicators are also produced by the entities and can, as part of the risk containment system, be subject to limits. These include indicators of sensitivity to various risk factors, loss alerts, stop-loss indicators, nominal amounts, outstandings, remaining terms, etc. These indicators provide fine-grained measurements of exposure to different market risk factors, serve to identify atypical transactions and fill out the summary picture of risks supplied by VaR and global stress scenarios.

1.4 INDICATORS RELATED TO THE CRD 3 DIRECTIVE

Stressed VaR

So-called stressed VaR is intended to correct the pro-cyclical nature of the Company's historical VaR. This is calculated over the one-year period preceding the measurement date, and where the associated market parameters reflect calm market conditions with low volatility, it can display a low level.

Stressed VaR is calculated using a 99% confidence interval of one day and a period of tension corresponding to the worst period observed for the most significant risk factors. At year-end 2013, for Crédit Agricole Corporate and Investment Bank it corresponded to the period from July 2007 to July 2008. Under the CRD 3 directive, the equity requirement for the VaR is thus supplemented by an equity requirement for the stressed VaR.

Incremental Risk Charge

The IRC or Incremental Risk Charge is an additional equity requirement related to the risk of default and migration on so-called linear credit positions (*i.e.* not including credit correlation positions), required by the CRD 3 directive.

Its purpose is to quantify any unexpected losses caused by credit events on the issuers, *i.e.* default and migration of rating (and in the case of either a fall or a rise in credit rating).

The IRC is calculated with a confidence interval of 99.9% over a risk period of one year, by Monte Carlo simulations of migration scenarios based on three sets of data:

1) a one year transition matrix provided by S&P and adapted to the internal rating system of Crédit Agricole Corporate and Investment Bank. This matrix gives the transition probabilities of an issuer based on its initial credit rating to higher or lower credit ratings as well as its probability of default;
2) the correlation of issuers with systemic factors;
3) average spread curves by rating from which the shocks resulting from migrations are deducted.

These simulated credit default and migration scenarios then make it possible to value positions using the Crédit Agricole Corporate and Investment Bank models.

The IRC is then defined as the 99.9% quantile of the breakdown of the valuations thus obtained.

Comprehensive Risk Measure

Following the entry into force of CRD3 on 31 December 2011, Crédit Agricole CIB introduced the CRM (Comprehensive Risk Measure). This indicator relates to the correlation portfolio. Given that the correlation portfolio market risk had been transferred to an external counterparty, the CRM has shown a nil value since 31 December 2012.

These three indicators are measured using internal models with an identical governance to the one existing for the internal model related to the VaR.

2. Use of credit derivatives

The Crédit Agricole Corporate and Investment Bank credit derivatives market risk from the correlation portfolio was assigned to an investment fund managed by Blue Mountain Capital Management in 2012.

Nearly all the US RMBS underlying products, which were managed in run-off by Crédit Agricole CIB, were sold as at 31 December 2013.

CDS are used for hedging purposes in the following cases:

- management of the credit exposure from the loan portfolio or the derivatives portfolio (CVA);
- hedging of bond portfolio exposure;
- hedging of the exposure of hybrid derivatives portfolios (e.g. to hedge the issuance of credit-linked notes sold to investor customers).

IV. Exposure

VaR (Value at risk)

The VaR of Crédit Agricole Group is calculated by incorporating the impacts of diversification between the different entities of the Group.

Crédit Agricole CIB's capital market activities are taken to be those within the scope of the regulatory VaR measure (measured using an internal ACPR-approved model).

The change in VaR on the capital markets activities of Crédit Agricole Group between 31 December 2012 and 31 December 2013, broken down by major risk factor, is shown in the table below:

BREAKDOWN OF VAR (99%, ONE DAY)

(in millions of euros)	31/12/13	Minimum	Maximum	Average	31/12/12
Fixed income	7	4	11	7	7
Credit	6	4	11	7	4
Foreign Exchange	2	-	4	2	2
Equities	1	1	3	1	3
Commodities	-	-	-	-	-
Netting	(7)	-	-	(5)	(7)
VAR OF CRÉDIT AGRICOLE GROUP	**9**	**6**	**18**	**12**	**9**
For reference: Total VaR of all entities	14	8	21	14	11

At 31 December 2013 the Group's VaR stood at €9 million, stable compared with 31 December 2012. The netting offset (-€7 million) is defined as the difference between total VaR and the sum of the VaRs by risk factor. For reference, without accounting for the diversification effect between different entities, the total VaR would be €14 million (of which €8 million for Crédit Agricole Corporate and Investment Bank).

The "fixed income" VaR calculated on the scope of cash and fixed income derivative activities was stable at 31 December 2013 at €7 million in the context of rates that remained low. The main risk factor at 31 December 2013 for the Group's capital market activities was the rate factor.

The "Credit" VaR, calculated for credit market activities, increased to €6 million. This increase was related mainly to the development during 2013 of the risk management operations related to the CVA (Credit Valuation Adjustment).

"Equity" and "Exchange rate" VaRs made a more marginal contribution and, at 31 December 2013, stood at €1 million and €2 million respectively.

The Crédit Agricole Corporate and Investment Bank commodities activities had been sold in 2012.

The graph below shows the change in VaR during 2013, reflecting the maintaining of a conservative strategy in a period of significant market uncertainty:

CREDIT AGRICOLE S.A. GROUP VAR BETWEEN 01/01/2013 AND 31/12/2013

Stressed VaR

The stressed VaR is calculated on the scope of Crédit Agricole Corporate and Investment Bank.

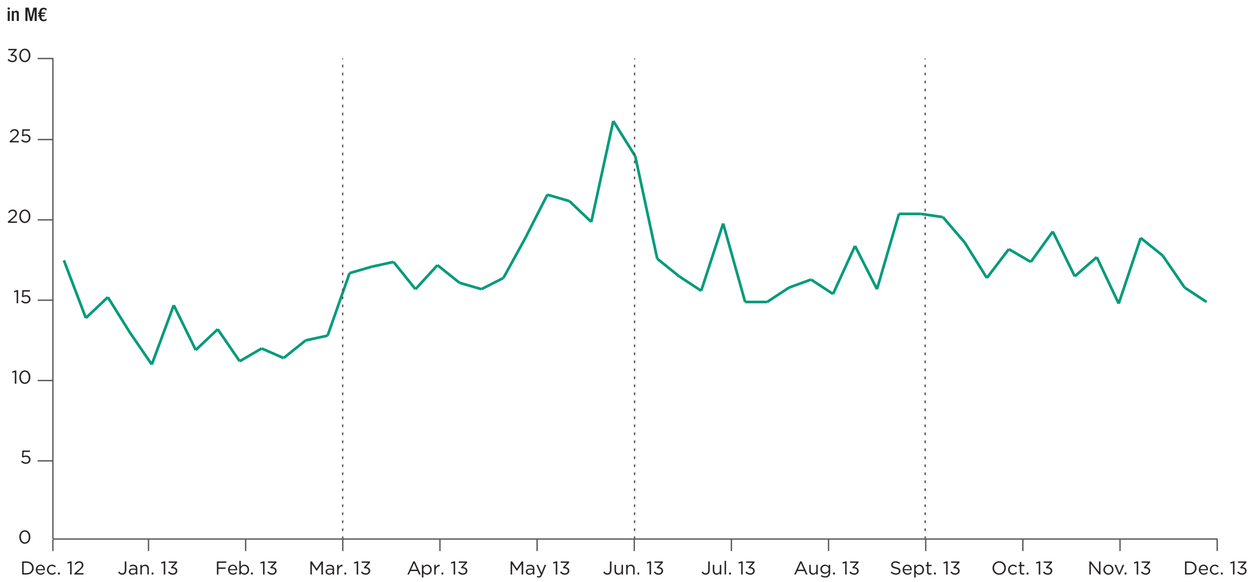
The table below shows the change in the regulatory stressed VaR on the market activities of Crédit Agricole CIB, between 31 December 2012 and 31 December 2013:

CHANGE IN THE STRESSED VAR (99%, ONE DAY)

(in millions of euros)	31/12/13	Minimum	Maximum	Average	31/12/12
Stressed VaR of Crédit Agricole CIB	15	11	26	17	17

The graph below shows the change in the regulatory stressed VaR of Crédit Agricole Corporate and Investment Bank over the 2013 financial year:

REGULATORY STRESSED VAR OF CREDIT AGRICOLE CIB BETWEEN 01/01/2013 AND 31/12/2013



At 31 December 2013 the regulatory stressed VaR of Crédit Agricole CIB was €15 million, down from 31 December 2012. The increase in the VaR observed in the second quarter comes from the widening credit spreads and the increase in US and European interest rates.

Capital requirements related to the IRC *(Incremental Risk Charge)*

The IRC is calculated on the scope of the so-called linear credit positions (*i.e.* excluding correlation positions) of Crédit Agricole CIB.

The table below shows the change in the IRC for the market activities of Crédit Agricole CIB, between 31 December 2012 and 31 December 2013:

(in millions of euros)	31/12/13	Minimum	Maximum	Average	31/12/12
IRC	291	291	835	629	489

Changes in the IRC during the year 2013 mainly reflected changes in positions on sovereign European bonds (namely Spain and Italy).

V. Equity risk

Equity risk arises in the trading and arbitrage of equity securities as well as on shares held in the investment portfolio and on treasury shares.

1. Equity risk from trading and arbitrage activities

Equity risk from trading and arbitrage *activities arises from positions* taken on shares and stock market indices via cash or derivatives markets (positions in exotic equity derivatives are being managed in run-off mode, and no new transactions of this kind are being made). The main risk factors are prices of shares and of stock indices, volatilities of those prices and smile parameters of those volatilities[(1)].

Measurement and containment of equity risk is addressed in the description of the processes indicated in section III above.

This risk is monitored by means of VaR. Equity VaRs during 2013 are shown in the table in section IV above. Equity VaR was €1 million at 31 December 2013 (€3 million at 31 December 2012).

2. Equity risk from other activities

A number of Crédit Agricole Group entities hold portfolios of available-for-sale financial assets that are invested partly in equities and structured products whose market value depends on prices of underlying equities and equity indices. At 31 December 2013, total outstandings exposed to equity risk via these portfolios primarily

(1) Smile is the parameter that takes into account the variability of volatility based on the exercise price of option-based products.

comprise available-for-sale financial assets for €20.7 billion (including insurance company portfolios for €17.9 billion) and financial assets at fair value through profit or loss held by insurance companies for €8.5 billion.

Note 6.4 to the financial statements gives figures in particular on outstandings of equities, and unrealised gains and losses on "available-for-sale financial assets". Information on market risk (including equity risk) on the portfolios held by the insurance companies is presented below in the section on "insurance sector risks".

3. Treasury shares

In accordance with the provisions of Articles L. 225-209 *et seq.* of the French Commercial Code and European Commission Regulation 2273/2003 of 22 December 2003, the Combined Ordinary and Extraordinary General Meeting of Shareholders of the Group may grant authority to the Board of Directors of Crédit Agricole S.A. to trade in its own shares. Crédit Agricole S.A. uses such an authorisation mainly to cover its commitments to employees under stock options or to stimulate the market by a share liquidity agreement.

Details of 2013 transactions in treasury shares under the share buy-back programme are provided in section 1 of this registration document, in the section "Purchase by the Company of its own shares."

At 31 December 2013, holdings of treasury shares amounted to 0.24% of share capital, compared with 0.29% at 31 December 2012 (see Note 8 to the parent company financial statements and Note 6.20 to the consolidated financial statements).

Details of the 2013 treasury share buy-back programme are provided in section 1 of this registration document, "Information on the share capital."

SENSITIVE EXPOSURES BASED ON THE FINANCIAL STABILITY BOARD RECOMMENDATIONS

The exposures below correspond to the recommendations of the Financial Stability Board. This information forms an integral part of Crédit Agricole Group's consolidated financial statements at 31 December 2013. For this reason it is covered by the Statutory Auditors' Report on the annual financial information.

I. Summary schedule of exposures

	Asset under loans and receivables					Assets at fair value			
(in millions of euros)	Gross exposure	Discount	Collective provisions	Net exposure	Accounting category	Gross exposure	Discount	Net exposure	Accounting category
RMBS	132	(15)	(16)	101	(1)	77	(38)	39	
CMBS	50	(3)	(15)	32		2	0	2	
Unhedged super senior CDOs	584	(564)	(20)	0		1,098	(1,088)	10	(3)
Unhedged mezzanine CDOs	51	(51)	0	0	(2)	345	(345)	0	
Unhedged CLOs	1,296	(15)	(11)	1,270		285	(5)	280	
Protection acquired from monolines						142	(102)	40	(4)
Protection acquired from CDPC						11	(1)	10	

(1) *Loans and receivables to credit institutions and to customers – Securities not listed on an active market (see Note 5.3 to the consolidated financial statements).*
(2) *Loans and receivables to customers – Securities not listed on an active market (see Note 5.3 to the consolidated financial statements).*
(3) *Financial assets at fair value through profit or loss – Bonds and other fixed income securities and derivatives (see Note 5.1 to the consolidated financial statements).*
(4) *Financial assets at fair value through profit or loss – Derivatives (see Note 5.1 to the consolidated financial statements).*

II. Mortgage Asset Backed Securities (ABS)

(in millions of euros)	United States		United Kingdom		Spain	
RMBS	**31/12/2013**	**31/12/2012**	**31/12/2013**	**31/12/2012**	**31/12/2013**	**31/12/2012**
Recognised under loans and receivables						
Gross exposure	27	339	56	181	49	100
Discount[1]	(21)	(161)	(5)	(32)	(5)	(26)
Net exposure in millions of euros	**6**	**178**	**51**	**149**	**44**	**74**
Recognised under assets measured at fair value						
Gross exposure	37	109	35	40	5	6
Discount	(33)	(97)	(5)	(5)	(0)	(1)
Net exposure in millions of euros	**4**	**12**	**30**	**35**	**5**	**5**
% underlying subprime on net exposure	100%	95%				
Breakdown of gross exposure, by rating						
AAA		5%				
AA		4%				
A		3%	100%	79%	97%	58%
BBB		5%			3%	13%
BB		3%		21%		
B		5%				7%
CCC		3%				
CC		3%				
C	14%	43%				
Not rated	86%	26%				22%

(in millions of euros)	United States		United Kingdom		Other	
CMBS	**31/12/2013**	**31/12/2012**	**31/12/2013**	**31/12/2012**	**31/12/2013**	**31/12/2012**
Recognised under loans and receivables						
Net exposure[1]			10	25	22	68
Recognised under assets measured at fair value						
Net exposure			0	5	2	3

(1) including a collective provision of €31 million at 31 December 2013, compared with €106 million at 31 December 2012.

Purchases of protection on RMBSs and CMBSs measured at fair value are as follows:

- 31 December 2013: nominal = €59 million; fair value = €51 million;
- 31 December 2012: nominal = €93 million; fair value = €79 million.

Mortgage ABSs are measured at fair value based on information provided by outside sources.

III. Measurement methodology for super senior CDO tranches with US residential mortgage underlyings

1. Super senior CDOs measured at fair value

Super senior CDOs are measured by applying a credit scenario to the underlyings (mainly residential mortgages) of the ABSs making up each CDO.

The final loss percentages on loans at the end of their term are:

- determined on the basis of the quality and origination date of each residential loan;
- expressed as a percentage of the nominal amount. In particular, this approach enables the assessment of loss assumptions on the basis of the risks present on the Bank's statement of financial position.

	Loss rates on subprime produced in		
Closing date	**2005**	**2006**	**2007**
31/12/2012	50%	60%	60%
31/12/2013	**50%**	**60%**	**60%**

The future cash flows obtained are then discounted at a rate which takes market liquidity into account.

2. Super senior CDOs at amortised cost

Since the fourth quarter of 2012, impairment has been calculated using the same methodology as for super senior CDOs measured at fair value, but the future cash flows obtained are discounted at actual interest rates on the reclassification date.

IV. Unhedged super senior CDOs with US residential mortgage underlyings

At 31 December 2013, Crédit Agricole CIB's net exposure to unhedged super senior CDOs was €10 million (after taking into account a collective provision of €20 million).

1. Breakdown of super senior CDOs

(in millions of euros)	Assets at fair value	Asset under loans and receivables
Nominal	**1,098**	**584**
Discount	1,088	564
Collective provisions	-	20
Net amount	**10**	**0**
Net amount at 31/12/2012	*18*	*744*
Discount rate(1)	99%	100%
Underlying		
% of underlying subprime assets produced before 2006	12%	0%
% of underlying subprime assets produced in 2006 and 2007	34%	0%
% of underlying Alt-A assets	3%	0%
% of underlying Jumbo assets	0%	0%

(1) After inclusion of fully written down tranches.

2. Other exposures at 31 December 2013

(in millions of euros)	Nominal	Discount	Collective provisions	Net
Unhedged CLOs measured at fair value	285	(5)		280
Unhedged CLOs recognised in loans and receivables	1,296	(15)	(11)	1,270
Unhedged Mezzanine CDOs measured at fair value	345	(345)		0
Unhedged Mezzanine CDOs recognised in loans and receivables[1]	51	(51)		0

(1) Mezzanine CDO tranches derived from the liquidation of a CDO previously recognised in loans and receivables.

V. Protection

1. Protection purchased from monolines at 31 December 2013

1.1 EXPOSURES TO MONOLINE COUNTERPARTY RISKS

	Monolines covering				
(in millions of euros)	US residential CDOs	Corporate CDOs	CLOs	Other underlying	Total protection acquired from monolines
Gross notional amount of purchased protection	58	1 317	264	302	1 941
Gross notional amount of hedged items	58	1 317	264	302	1 941
Fair value of hedged items	35	1 317	252	195	1 799
Fair value of protection before value adjustments and hedges	**23**	**-**	**12**	**107**	**142**
Value adjustments recognised on protection	(1)	-	(11)	(90)	(102)
Residual exposure to counterparty risk on monolines	**22**	**-**	**1**	**17**	**40**

1.2 BREAKDOWN OF NET EXPOSURE TO MONOLINES

Lowest rating issued
by Standard & Poor's or Moody's
at 31 December 2013

Baa1 & Baa2: Assured Guaranty
B+: Radian
B3: MBIA
N/R: CIFG

2. Protection purchased from CDPC (Credit Derivative Product Company)

At 31 December 2013 the net exposure to CDPC was €10 million (compared with €89 million at 31 December 2012), mainly on corporate CDOs, after taking into account a discount of €1 million (compared with €48 million at 31 December 2012).

ASSET/LIABILITY MANAGEMENT

I. Asset/liability management – Structural financial risks

Crédit Agricole S.A.'s Financial Management department defines the principles of financial management and ensures their consistent application within Crédit Agricole S.A. Group. It has responsibility for organising financial flows, defining and implementing refinancing rules, performing asset/liability management and managing prudential ratios.

Optimising financial flows within Crédit Agricole S.A. Group is an ongoing objective. Pooling of surplus resources and making it systematically possible to hedge the associated risks contribute to this objective.

Thus the principles of the Group's ALM approach ensure that any surpluses and shortfalls in terms of customer resources in particular at the Regional Banks are centralised in the books of Crédit Agricole S.A. This resource pooling helps in refinancing other Group entities as needed (including Crédit Agricole Leasing & Factoring and Crédit Agricole Consumer Finance).

This system for centralising the management of liquidity at Crédit Agricole S.A. serves to control and optimise cash management, especially since it is accompanied by partial interest rate matching.

Consequently, the Group has a high level of financial cohesion, with limited diffusion of financial risks, particularly liquidity risk. However, the Group's various entities are responsible for managing the risk that remains at their level, within the limits assigned to them.

Limits are defined by order of the Chief Executive Officer of Crédit Agricole S.A. in the framework of the Group Risk Management Committee, approved by the Board of Directors of Crédit Agricole S.A., and apply throughout Crédit Agricole S.A. Group:

- subsidiaries that carry asset/liability risks comply with limits set by Crédit Agricole S.A.'s Group Risk Management Committee;
- methods of measuring, analysing and managing assets and liabilities of the Group are defined by Crédit Agricole S.A. Regarding retail banking balance sheets in particular, a consistent system of conventions and flow models has been adopted for the Regional Banks, LCL and the foreign subsidiaries;
- Crédit Agricole S.A. consolidates the subsidiaries' measurements of their asset-liability risks. Results of these measures are monitored by Crédit Agricole S.A.'s Treasury and ALM Committee;
- Crédit Agricole S.A.'s Financial Management department and Risk Management and Permanent Controls department take part in meetings of the ALM Committees of the main subsidiaries.

II. Global interest rate risk

1. Objectives

Global interest rate risk management aims to protect the net asset value of Group entities and optimise and stabilise their interest margins over time.

Net asset value and interest margins vary according to the sensitivity of net present values of cash flows of financial instruments, held on or off the balance sheet, to changes in interest rates. This sensitivity arises when the interest rate reset dates on assets and liabilities do not coincide.

The scope for monitoring the global interest rate risk is made up of entities whose business generates an interest rate risk:

- Regional Banks;
- LCL Group;
- Crédit Agricole S.A.;
- International Retail Banking, such as Group Cariparma;
- Crédit Agricole Corporate and Investment Bank;
- Crédit Agricole Consumer Finance Group;
- Crédit Agricole Leasing & Factoring Group;
- CACEIS;
- Amundi.

The interest rate risk borne by the Insurance business is monitored using indicators specific to this business line.

2. Governance

2.1 INTEREST RATE RISK MANAGEMENT – ENTITIES

Each entity manages its exposures under the supervision of its ALM Committee, in accordance with the Group's limits and standards. The limits of Crédit Agricole S.A.'s subsidiaries are reviewed annually and validated by the Group Risks Committee.

The Financial Management department and the Risk Management and Permanent Controls department are represented on the main subsidiaries' ALM Committees. They ensure harmonisation of methods and practices across the Group and monitor compliance with the limits assigned to each of the subsidiaries' entities.

Each Regional Bank's situation as regards global interest rate risk is reviewed quarterly by the Regional Banks' Risk Management Committee.

2.2 INTEREST RATE RISK MANAGEMENT – GROUP

The Group's exposure to global interest rate risk is monitored by Crédit Agricole S.A.'s Treasury and ALM Committee.

This Committee is chaired by the Chief Executive Officer of Crédit Agricole S.A. and includes several members of the Executive Committee along with representatives of the Risk Management and Permanent Controls department:

- it examines the individual positions of Crédit Agricole S.A. and its main subsidiaries along with consolidated positions at each quarterly closing;
- it examines compliance with limits applicable to Crédit Agricole S.A. Group and to entities authorised to bear global interest rate risk;
- it validates the guidelines for global interest rate risk of Crédit Agricole S.A. managed by the Financial Management department.

Limits approved by Crédit Agricole S.A.'s Board of Directors govern the Group's exposure to global interest rate risk.

3. Measurement and management system

3.1 MEASUREMENT

The rate risk measurement is mainly based on the calculation of rate gaps or impasses.

This methodology consists of creating future projections of outstandings at known rates and inflation-indexed outstandings according to their contractual features (maturity date, amortisation profile) or by modelling out flows of outstandings where:

- the maturity profile is not known (products with no contractual maturity such as demand deposits, passbook accounts or capital);
- implicit options sold to customers are incorporated (early loan repayments, home purchase savings, etc.).

These models are usually defined based on a statistical analysis of past customer behaviour coupled with a qualitative analysis (economic and regulatory context, commercial strategy, etc.).

Consistency between the models used by the Group's various entities is ensured by the fact that the models must adhere to the modelling principles approved by the Standards and Methodology Committee. They are approved by the entity's ALM Committee and their relevance is monitored on an annual basis.

The reference gap is the gap observed at the end of the reporting period. This is the "static" gap. Forecasts of loan production can then be employed to generate a projected gap.

The gaps are consolidated quarterly at Group level. When their management requires it, some entities, particularly the major ones, measure their gaps more frequently.

The rules that apply in France to the *Livret A* interest rate, which is a benchmark for part of the deposits collected by the Group's retail banking business (regulated products and others), index a portion of the interest to inflation over a rolling 12-month period. As a result, the Group hedges the risk associated with these balance sheet items using instruments (carried on or off the balance sheet) for which the underlying is an inflation rate.

Option risks are included in the gaps using a delta-equivalent measure of the residual position. A portion of these risks is hedged using other option-based products, however.

These various measurements have been complemented by the implementation, for the Group's main entities, of the basis risk measurement, which relates to adjustable- and variable-rate transactions for which the rate-setting conditions are not consistent for both assets and liabilities.

This measurement system is applied to all significant currencies (mainly USD, GBP and CHF).

3.2 LIMITATION SYSTEM

The limits set at Group and entity levels put bounds on the extent of the maximum discounted loss over the next 30 years and the maximum annual loss over the next 15 years in the event of a rate shock.

The rules for setting limits are intended to protect the Group's net asset value in accordance with pillar 2 of the Basel 2/Basel 3 regulations regarding global interest rate risk and to limit the volatility, over time, of interest income by avoiding sizeable concentrations of risk on certain maturities. As well as being validated by the Group's Risks Committee, these limits must be approved by each entity's decision-making body.

Each entity (including Crédit Agricole S.A.) hedges the interest rate risks entailed by this method of financial organisation at its own level, by means of financial instruments (on- and-off-balance sheet, firm or optional).

3.3 ASSESSMENT OF INTERNAL CAPITAL REQUIREMENTS

Internal capital requirements with respect to the interest rate risk are measured, taking into account:

- the directional interest rate risk (calculated based on gaps);
- the interest rate risk (mainly gamma effect on caps);
- the behavioural risk (such as early fixed-rate loan repayments).

This measurement is performed using a set of internal interest rate shock hypotheses (incorporating interest rate curve distortions) that are calibrated using a method consistent with that used to assess the other risks measured under Pillar 2.

4. Exposure

The Group's interest rate gaps are broken down by type of risk (nominal rate/real rate) in the various currencies. They measure the surplus or deficit on sources of fixed-rate funds. By convention, a positive (negative) figure represents a downside (upside) risk on interest rates in the year considered. The figure indicates the economic sensitivity to a change in interest rates.

The results of these measures for Crédit Agricole S.A. Group in the aggregate at 31 December 2013 are as follows:

GAPS IN EUROS (AT 31 DECEMBER 2013)

(in billions of euros)	2014	2015-2019	2020-2024	> 2024
Gaps in euros	(3.6)	(4.5)	(5.4)	(1.3)

In terms of revenues sensitivity during the first year (2014), Crédit Agricole S.A. Group is exposed to a hike in interest rates (EONIA) in the eurozone and would lose €36.2 million in the event of a sustained hike of 100 basis points, giving a revenues sensitivity of 0.23% (reference revenues: €16.015 billion).

At 31 December 2012, in terms of revenues sensitivity in the first year (2013), Crédit Agricole S.A. Group was exposed to a hike in the eurozone interest rates (EONIA) and would have lost €10.8 million in the event of a sustained drop of 100 basis points, giving a revenues sensitivity of 0.07% (reference revenues of €15.954 billion).

Based on these sensitivity figures, the net present value of losses incurred over the next 30 years in the event of a 200-basis-point upward shift in the eurozone yield curve is 2.2% of Crédit Agricole S.A. Group's regulatory capital (Tier 1+Tier 2) after deduction of equity investments.

OTHER CURRENCY GAPS (AT 31 DECEMBER 2013)

(in billions of euros)	2014	2015-2019	2020-2024	> 2024
Other currency gaps[1]	2.6	0.8	0.4	0.1

(1) Sum of all gaps in all currencies in absolute values countervalued in billions of euros.

The aggregate sensitivity of the 2014 revenues to a change (primarily to a rise) in interest rates across all other currencies amounts to 0.16% of the reference (2013) revenues of Crédit Agricole S.A. Group. The main foreign currencies to which Crédit Agricole S.A. Group had exposure were the US dollar, the Polish zloty, the GBP and the EGP.

At 31 December 2012, the aggregate sensitivity of the revenues over the first year to a change (primarily to a rise) in interest rates across all other currencies amounted to 0.29% of the reference revenues.

III. Foreign exchange risk

Foreign exchange risk is treated differently depending on whether the currency position is structural or operational.

1. Structural foreign exchange risk

The Group's structural foreign exchange risk arises from long term investments by the Group in assets denominated in foreign currencies (equity of the foreign operating entities, whether resulting from acquisitions, transfers of funds from the head office, or capitalisation of local earnings), with the Group's reference currency being the euro.

At 31 December 2013, the Group's main structural foreign currency positions, on a gross basis before hedging, are in US dollars and currencies pegged to it (such as the Hong Kong dollar), sterling pounds, Swiss francs, Polish zlotys and Japanese yen.

Foreign exchange risks are borne mainly by Crédit Agricole S.A. and its subsidiaries. The Regional Banks retain only a residual risk. Positions are determined on the basis of financial statements.

In most cases, the Group's policy is to borrow in the currency in which the investment is made in order to immunise that asset against foreign exchange risk.

The Group's policy for managing structural foreign exchange positions has two overall objectives:

- first, to immunise the Group's solvency ratio against currency fluctuations. Unhedged structural foreign exchange positions are sized to obtain such immunisation;
- second, to hedge the risk of asset impairment due to changes in foreign exchange rates.

Five times a year, the Group's foreign exchange positions are presented to the Treasury and ALM Committee, which is chaired by the Chief Executive Officer. General decisions on how to manage positions are taken during these meetings. In this case, the Group documents net investment hedges in foreign currencies.

2. Operational foreign exchange risk

Operational foreign exchange risk arises from revenues and expenses of all kinds that are denominated in currencies other than the euro (provisions, net income generated by foreign subsidiaries and branches, dividends in foreign currencies, etc.), and from balance sheet imbalances.

Crédit Agricole S.A. manages the positions affected by foreign currency revenues and expenses that appear on its books, as does each entity within the Group that bears significant risk. The Foreign Subsidiaries' Treasury departments manage their operational foreign exchange risk in their local currency.

The Group's general policy is to limit its operational currency positions and not to hedge revenues that have not yet materialised, unless there is a strong probability that losses will materialise and unless the impairment risk is high.

In accordance with the foreign exchange risk monitoring and management procedures, operational currency exposure positions are updated monthly, or daily for foreign exchange trading operations.

IV. Liquidity and financing risk

Like all credit institutions, the Group is exposed to a risk of not having sufficient funds to honour its commitments. This risk may materialise, for example, in the event of massive withdrawals of customer deposits, a crisis of confidence or a general shortage of liquidity in the market (limited access to inter-bank and money markets).

1. Objectives and policy

The Group's primary objective in managing liquidity is to ensure that it has sufficient resources to meet its requirements in the event of a severe, prolonged liquidity crisis.

The Group relies on a system for assessing and monitoring liquidity risk based on maintaining liquidity reserves, organising its refinancing seeking to curb short term refinancing, achieve an appropriate long term refinancing timeframe and diversify sources of refinancing, and ensuring a balanced development between loans and deposits.

The system is underpinned by a series of limits, indicators and procedures.

It is applied consistently across Crédit Agricole Group, thereby allowing liquidity risk to be assessed and managed on a consolidated basis.

This system was approved by the Board of Directors of Crédit Agricole S.A. in February 2010. It aims to organise the funding of Crédit Agricole Group by bringing its structure (volume, components, maturities) into line with the liquidity risk tolerance thresholds the Group sets for itself. These tolerance thresholds are expressed by the Group's duration of resistance to different stresses. There are three aggregate limits on the liquidity risk relating to short term debt and one aggregate limit on long and medium term debt.

This internal approach complies with the liquidity ratio set out in the ministerial order of 5 May 2009 on identifying, measuring, monitoring and managing liquidity risks. This order applies to all of the Group's credit institutions. It also covers future compliance with the LCR and NSFR liquidity ratios defined by Basel and the European authorities.

2. Risk management

Crédit Agricole S.A. is responsible for rolling out and consolidating the risk management system across the entire Crédit Agricole Group.

Within Crédit Agricole S.A., this responsibility falls to both the Financial Management department which manages refinancing at an operational level, monitors reserves and coordinates Treasury departments; and the Risk Management department, which validates the risk management system and ensures that limits and other rules are respected.

The management of short term refinancing involves:

- setting spreads on short term funds raised under the various programmes (mainly negotiable CDs);
- centralising assets eligible for refinancing by the central banks of Group entities and specifying the terms and conditions of use in the framework of tenders;
- monitoring and forecasting cash positions.

The management of long term refinancing involves:

- surveying needs for long term funds and tradeoffs that might be made;
- planning refinancing programmes to meet these needs;
- executing and monitoring these programmes over the course of the year;
- reallocating the funds raised to Group entities;
- setting prices for liquidity in intragroup flows.

Long term refinancing programmes comprise various instruments. The main ones are shown, in detail, in item 3 below. The body in charge of these tasks at an operational level is the Group's Treasury and Liquidity Committee, which reviews all matters relating to liquidity issues ranging from intraday to medium/long term. It proposes policy directions for the Group's Asset-Liability Management and Capital Liquidity Committee.

The Asset-Liability Management and Capital Liquidity Committee, chaired by the Chief Executive Officer of Crédit Agricole S.A. (who is also informed of the Group's liquidity positions), is responsible for all key decisions concerning the management of funding programmes, the launch of new programmes, the validation of funding budgets, and management of the balance between loans and deposits.

The Group Risk Management Committee, chaired by the Chief Executive Officer of Crédit Agricole S.A., is responsible for approving aggregate liquidity limits.

If funding markets tighten, a Committee is set up by the Executive Management, the Group Risk Management and Permanent Controls department and the Group Finance department in order to keep a close watch on the Group's liquidity situation. This Committee continued to meet in 2013, but on a less frequent basis suited to the liquidity risk issues that now affect the Group's management in the long-run.

3. Funding conditions in 2013

The funding conditions, which were good in early 2013, once again showed some volatility during the first half of the year, with the crisis in Cyprus followed by worries surrounding the FED's Quantitative Easing policy. The volatility and the level of spreads dropped sharply in the second half of the year, allowing the funding conditions at end-2013 to return to the level seen at end-2010. In this generally favourable context, the Group continued to follow a prudent liquidity management policy and took into account the new standards issued since the 2008 crisis: cash balance sheet long term sources surplus, adaptation of entities' balance sheets to satisfy LCR constraints in advance. The Group also continued its medium and long term refinancing policy. Thus, in 2013, Crédit Agricole S.A. realised 129% of its senior market issuance programme, set at €12 billion for the year. Issues therefore exceeded the initial programme of €3.5 billion.

The Group continued its diversification policy on the various debt markets, launching the inaugural issue under its new Samurai program, which affords it better access to the Japanese market, in June 2013.

The senior unsecured debt issued by Crédit Agricole S.A. (EMTN, USMTN, Samurai, currency placements and private placements in euros) came to €11.1 billion, with an average maturity of 4.6 years.

In addition, debt issues and senior refinancing operations guaranteed by collateralised receivables represented €4.4 billion and had an average maturity of 9.4 years. These included:

- Crédit Agricole Home Loan SFH (formerly Crédit Agricole Covered Bonds): €1.5 billion;
- Crédit Agricole Public Sector SCF: €1 billion;
- CRH (*Caisse de refinancement de l'habitat*): €1.2 billion;
- Supranational organisations (CDC, EIB, CEDB): €0.7 billion.

As part of its plan to strengthen the Group's capital base, in September 2013, Crédit Agricole S.A. completed a contingent capital issue eligible for Tier 2 under CRD4, in the amount of US$1 billion dollars. This issue of hybrid securities, with a maturity of 20 years, includes an early redemption clause from the fifth year, at the initiative of Crédit Agricole S.A. This issue comes with a permanent depreciation clause on the total amount of the securities in the event that the 7% threshold of Crédit Agricole Group's fully phased-in Basel 3 Common Equity Tier 1 regulatory ratio is not met.

At the same time, the Group is developing access to additional funding, via its retail networks and specialised subsidiaries:

- the issue of Crédit Agricole S.A. bonds in the networks of the Regional Banks amounted to €2.6 billion in 2013 with an average maturity of 9.5 years;
- the issues carried out by LCL and Cariparma in their networks amounted to €2.2 billion in 2013;
- Crédit Agricole CIB issued €6.5 billion in 2013, mainly in structured private placements with its international customers;
- Crédit Agricole Consumer Finance raised €5 billion in 2013.

4. Methodology

Crédit Agricole Group's liquidity risk management and control system is built around indicators divided into four separate groups:

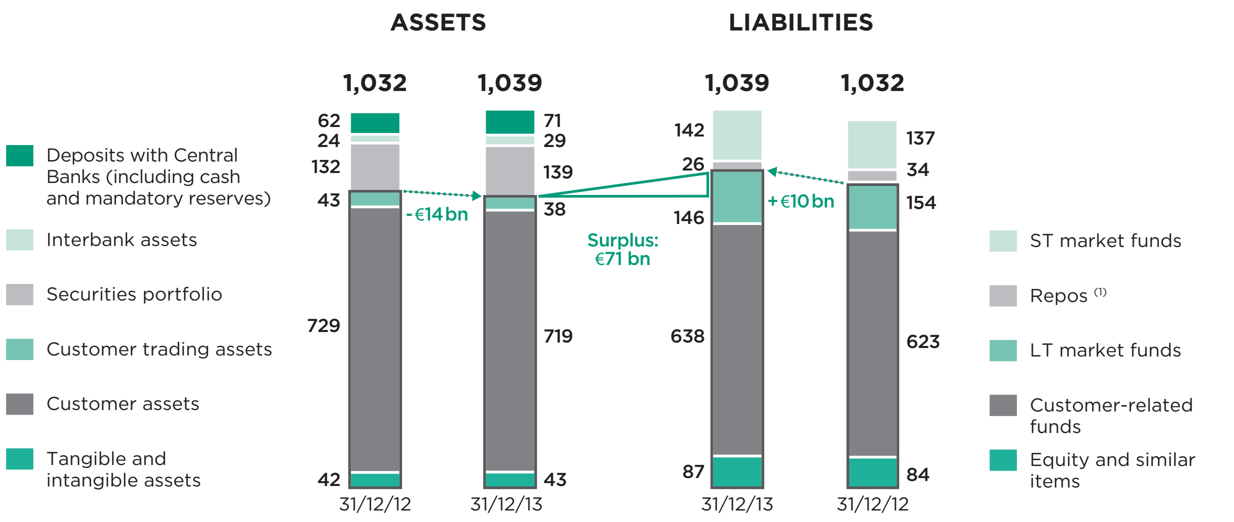
- short term indicators derived largely from simulations of crisis scenarios. The purpose of these is to schedule maturities and volumes of short term refinancings as a function of liquidity reserves, cash flow from commercial business and repayment of long term borrowings;
- long term indicators used to assess the risk of a rise in Crédit Agricole issue *spreads* and to schedule maturities of long term debt so as to anticipate Group funding requirements;
- diversification indicators which are used to limit concentration in sources of funding;
- cost indicators used to measure the short term and long term trends in the Group's issue spreads and evaluate the impact of a higher or lower liquidity cost.

The definition of these indicators and the way in which they are to be managed are set out in a series of standards which were reviewed and validated by the appropriate Group bodies.

In order to provide simple, pertinent and auditable information on the Group's liquidity situation, a new indicator has been defined: the cash balance sheet long term sources surplus.

CRÉDIT AGRICOLE GROUP'S BANK CASH BALANCE SHEET AT 31 DECEMBER 2012 AND 2013

(in billions of euros)



(1) Net of repos and reverse repos including Central Bank refinancing transactions.

This balance sheet is derived from Crédit Agricole Group's IFRS financial statements. It is based on the definition of a comparison table between the Group's IFRS chart of accounts and the sections of the cash balance sheet as they appear above, the definition of which corresponds to that commonly accepted.

Following this distribution of the IFRS financial statements in the sections of the cash balance sheet, netting was carried out on the assets and liabilities that have a symmetrical impact in terms of liquidity risk. The amount of €128 billion in repos/reverse repos was thus eliminated insofar as these outstandings reflect the activity of the securities desk in carrying out securities lending operations that offset each other.

A third restatement stage between the balance sheet sections was carried out to correct the outstandings that the accounting classification allocated to one section where they belong to another in a financial sense. The outstanding debt with the SFEF, posted under customer deposits, was restated to appear as *LT market funds* instead of *Customer deposits*.

5. Change in Crédit Agricole Group's bank cash balance sheet

Crédit Agricole Group's cash balance sheet totalled €1,039 billion at end-December 2013, compared with €1,032 billion at end-December 2012.

Short term debt, corresponding to outstanding debt due within a maximum of 369 days raised by the Group from market counterparties, excluding the netting of repos and excluding Central Bank refinancing (in the amount of €26 billion at end-2013 and €34 billion at end-2012), was €142 billion at 31 December 2013. It increased by €5 billion in 2013. All short term market funds, including repos, amounted to €168 billion at end-2013, a decrease of €3 billion over the year.

Balance sheet liquid assets, primarily deposits with Central Banks, interbank assets and the securities portfolio, came to €239 billion at end-2013, compared with €218 billion at end-2012.

Long term funding sources comprised long term market funds, customer-related funds and equity (and similar items). Long term funding sources increased by €10 billion in 2013, amounting to €871 billion at 31 December 2013.

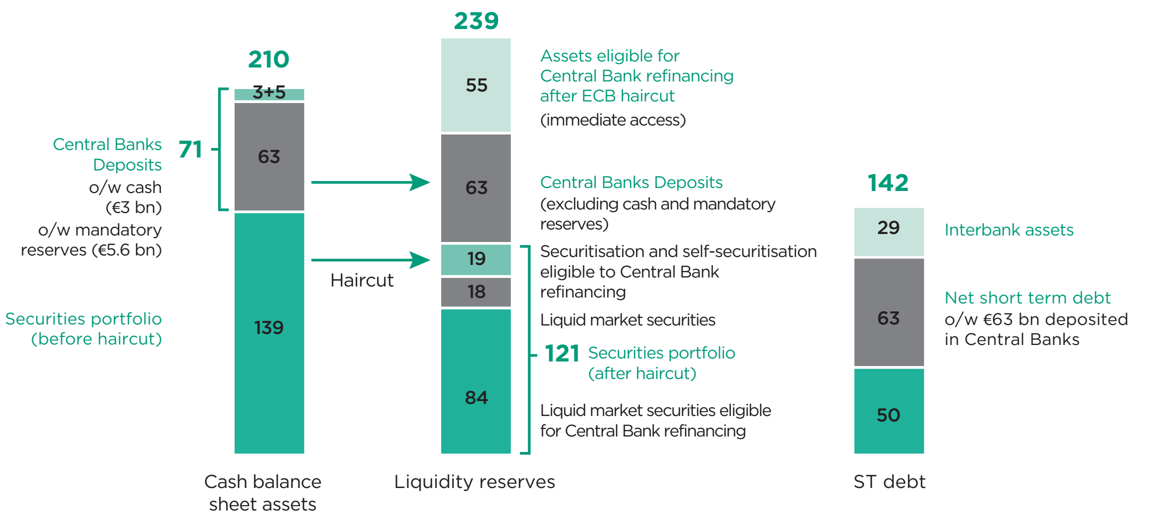
Long term uses of funds corresponded to funding requirements relating to customer trading assets, customer assets and tangible and intangible assets. They amounted to €800 billion at 31 December 2013, down by €14 billion compared with 31 December 2012.

The surplus of long term sources of funds over long term uses of funds at 31 December 2013 was €71 billion, an increase of €24 billion compared with 31 December 2012.

6. Change in Crédit Agricole Group's liquidity reserves

Liquidity reserves after haircut rose by €9 billion in 2013, reaching €239 billion. They covered 168% of gross short term debt at both end-2013 and end-2012.

LIQUIDITY RESERVES AT 31 DECEMBER 2013
(in billions of euros)



Available liquidity reserves at end-2013 comprised assets eligible for Central Bank refinancing in the amount of €55 billion after European Central Bank (ECB) haircut; they decreased by €3 billion over the year. These reserves also comprised deposits with Central Banks (excluding cash and mandatory reserves) in the amount of €63 billion at end-2013, an increase of €10 billion compared with 31 December 2012. Finally, they included a securities portfolio of €121 billion after haircut at end-2013, compared with €119 billion at end-2012. At 31 December 2013, this portfolio consisted of liquid market securities eligible for Central Bank refinancing for €84 billion, liquid market securities for €18 billion and securitisations and self-securitisations eligible to Central Banks, amounting to €19 billion once liquefied.

7. Liquidity ratios

Credit institutions in France are subject to the "standard" liquidity ratio set out in the ministerial order of 5 May 2009 and introduced in June 2010. This liquidity ratio is the ratio of cash and other short term assets to short term liabilities. It is calculated monthly, on a company basis, with the minimum figure being 100%. At 31 December 2013, the liquidity ratio of Crédit Agricole S.A. was 139%, compared with 150% at 31 December 2012.

As regards the LCR, Crédit Agricole Group pursued its convergence according to the planned schedule: Crédit Agricole S.A. Group's LCR was above 100% at 31 December 2013 (estimate based on the calculation process designated for declarations to the French Prudential Supervisory and Resolution Authority (ACPR) with effect from 31 March 2014). Crédit Agricole Group as a whole (including the Regional Banks) aims to have an LCR of 100% by the end of 2014. At that date, the regulatory limitation will be 60%.

V. Hedging policy

Within Crédit Agricole Group, derivative instruments are used for three main purposes:

- to meet demand from Group customers;
- to manage the Group's financial risks;
- to take positions for the Group's own account as part of specific trading activities.

Derivatives not held for hedging purposes (as defined by IAS 39) are recognised in the trading portfolio. Accordingly, these derivatives are monitored for market risk as well as counterparty risk, where applicable. Certain derivative instruments may be held for the economic hedging of financial risks, but without meeting the IAS 39 criteria (prohibition on equity hedging, etc.). For this reason, they are likewise recognised in the trading portfolio.

In all cases, the intent of the hedge is documented at the outset and verified quarterly by appropriate tests (forward-looking and backward-looking).

Each Group entity manages its financial risks within limits set by the Group Risk Management Committee chaired by the Chief Executive Officer of Crédit Agricole S.A.

The tables in Note 3.4 to the consolidated financial statements give the market values and notional amounts of hedging derivative instruments.

1. Fair value hedges and cash flow hedges

Global interest rate risk management aims to reconcile two approaches:

- protection of the Group's net asset value, which requires matching balance sheet and off-balance sheet items that are sensitive to interest *rate* variations (*i.e.* fixed rate items, for the sake of simplicity) against instruments that are also fixed-rate, so as to neutralise the variations in fair value that occur when interest rates change. If the matching is done by means of derivative instruments (mainly fixed rate swaps, inflation swaps and market caps), the derivatives are classified as **fair value hedges** if the instruments (micro FVHs) or groups of instruments (macro FVHs) identified as the hedged items (fixed rate assets and inflation: loans and receivables due to customers; fixed rate liabilities and inflation: demand deposits and savings deposits) are eligible under IAS 39. As mentioned above, these derivatives are recognised in the trading portfolio by default, even though they represent economic hedging of risk.

  To check hedging suitability, hedging instruments and hedged items are grouped by maturity using contract characteristics or, for certain balance sheet line items (particularly deposits), using assumptions based on the financial characteristics of the products and historical behaviour. The comparison between the two maturity schedules (hedges and hedged items) means that hedging can be documented in a forward-looking manner for each maturity;
- protection of the interest margin, which requires neutralising variations in future cash flows associated with instruments or related balance sheet items that are affected by interest rate resets on the instruments, either because they are indexed to interest rate indices that fluctuate or because they will be refinanced at market rates by some point in the future. If this neutralisation is effected using derivative instruments (mainly interest rate swaps), the derivative instruments are classified as **cash flow hedge (CFH)** instruments. This neutralisation can also be carried out for balance sheet items or instruments that are identified individually (micro CFHs) or portfolios of line items or instruments (macro CFHs).

The table below shows the amount of cash flows covered by cash flow hedges, broken down by projected maturity date, for the main relevant subsidiaries:

(in millions of euros)	At 31/12/2013			
Remaining time to maturity	**< 1 year**	**1 year to 5 years**	**≥ 5 years**	**Total**
Hedged cash flows	50	439	1,614	2,103

2. Net investment hedges in foreign currencies

A third category of hedging is protection of the Group's net asset value against fluctuations in exchange rates and resulting changes in the value of assets or liabilities held in currencies other than the Group's reference currency, which is the euro. The instruments used to manage this risk are classified in the **net investment hedge** category.

RISKS IN THE INSURANCE SECTOR

The Crédit Agricole Assurances Group markets savings, death and disability, property & casualty and creditor insurance in its French and foreign subsidiaries.

Four types of risks are monitored and managed by Crédit Agricole Assurances Group entities:

- market risks, mainly ALM related: interest rate, equity, foreign exchange, liquidity or redemption risks. These risks are measured based on the guarantees given to the customer (guaranteed minimum return, floor rate, etc.);
- counterparty risks on portfolio assets (issuer credit quality) and on reinsurers;
- technical risks associated with the insurance business, which vary depending on levels of claims and premiums. These mainly depend on pricing, marketing and medical screening. Part of these risks can be reinsured by paying a premium to reinsurance entities;
- operational risks, particularly in process execution. These risks may be specific to insurance, but are monitored and managed in accordance with Crédit Agricole S.A. Group standards and procedures.

Crédit Agricole Assurances Group risks are monitored under the current regulatory framework for solvency requirements, known as "Solvency I", which applies at entity level as well as at consolidated level. Crédit Agricole Assurances Group is in compliance with all applicable solvency requirements.

The adjusted solvency ratio calculated on the basis of the consolidated financial statements is reported annually to the French Prudential Supervision and Resolution Authority (ACPR).

At the same time, Crédit Agricole Assurances Group is preparing itself for "Solvency II".

It has planned and launched projects, at subsidiary and Group level, to implement the new rules and monitor their smooth progress towards full compliance with the directive.

All the French entities of Crédit Agricole Assurances Group took part in a preparation exercise bearing on the 2012 financial statements in 2013, at the initiative of the ACPR. Preparation exercises are designed to gradually prepare the market for future regulatory requirements. In this perspective, bodies subject to Solvency II were asked to deliver a selection of prudential reports and a qualitative questionnaire by 6 September 2013.

The main entities of Crédit Agricole Assurances Group took part in the European long term guarantees assessment (LTGA) on the financial statements for the year ended 31 December 2012, at the initiative of the European regulator, EIOPA. The aim of this assessment was to quantify the impact of various counter-cyclical measures on long term guarantees.

The simulations applied to the financial statements at 31 December 2012 showed that capital qualifying under the transitional rules covers the capital requirements defined by Solvency II.

I. Risk monitoring and management

1. Risk strategy

Crédit Agricole Assurances Group risks are managed as part of Crédit Agricole Group's insurance business risk strategy for common and uniform risks. Each entity in France and abroad applies it in order to draw up its risk strategy, based on a schematic mapping of its major risk exposures (market, technical, counterparty and operational risks specific to their business) and their valuation.

These risk strategies, coordinated at the level of the Crédit Agricole Assurances (CAA) holding company by its head of Risk Management and Permanent Controls, are the formal expression of the different policies used by entities to manage their risks (financial, subscription, pricing, provisioning, reinsurance, claims management policies, etc.). They notably fix global limits in between which these risk exposures are kept (through asset allocation, counterparty limits, hedging rules, for instance) and prescribe management and supervision procedures. They are reported to Crédit Agricole S.A.'s Group Risk Management department (DRG) in a process coordinated with Crédit Agricole Assurances' heads of Risk Management and Permanent Controls (RCPR) at each entity. They are submitted for validation to the Group Risk Management Committee chaired by Crédit Agricole S.A.'s CEO.

2. Operational risk management

Risk management policies defined by each company are reviewed at least once a year and approved by their Board of Directors.

Operational management of the risks specific to each entity's business is based around regular Committees (financial or investment Committees, ALM Committees in life insurance, technical Committees, reinsurance Committees in property & casualty, etc.). These Committees are responsible for monitoring the risk situation, based on the reporting system of the particular business line (investment, actuarial items, ALM reports, etc.), and presenting analyses to support the risk management process. If necessary, they can draw up proposals for action, which are then submitted to the Board of Directors.

Crédit Agricole Assurances has also drawn up a set of standards for foreign subsidiaries to be applied in each subsidiary. These define limits on the scope of decentralised decisions and lay down rules for the decision process.

3. Risk monitoring

Risk monitoring procedures within the entities implement the directives of Crédit Agricole S.A. Group as they apply to the insurance business. They are examined during meetings of the Internal Control or Risk Management and Permanent Control Committees, in light of the permanent and periodic control reports. The same Committees also examine the risk scoreboards which report relevant indicators for each risk type and monitor compliance with limits. The head of Risk Management and Permanent Controls can submit operational limits and alert thresholds to the Committees, in addition to the global limits set by the Risk strategy. Any alteration to these global limits must be resubmitted for approval to Crédit Agricole Group's Risk Management and Permanent Controls department.

Whenever execution of financial management is entrusted to investment service providers, delegation agreements are signed setting out in detail the risk management and control procedures as well as the monitoring methods (limit monitoring, monitoring of risk strategy targets, etc.).

Crédit Agricole Assurances has set up a group-wide Risk Management and Permanent Control Committee to make high-level policy for Risk Management and Permanent Controls in the insurance business and to monitor risks at consolidated level. Crédit Agricole Assurances thus produces a Group Risk scorecard on a quarterly basis, which is updated with entities' management indicators and provides an overall, consolidated view of the Group's risks.

Crédit Agricole Assurances has also strengthened its system with the establishment of a Risk Monitoring Committee Meeting twice monthly, providing a shared RCPR forum. This Committee analyses the occurrence of, and changes in, risks on an *ad hoc* basis and submits a summary report to the Crédit Agricole Assurances Executive Committee. In addition, the heads of Risk Management and Permanent Controls in Companies dealing with a major risk area play a cross-functional role as risk specialists for their area of expertise.

Lastly, as part of its consolidated supervision process, Crédit Agricole S.A. Group carries out quarterly risk reviews of the entities belonging to Crédit Agricole Assurances Group based on reports from the RCPRs to the Crédit Agricole S.A. Risk Department (DRG). Committees organised by DRG meet several times a year with each subsidiary. They are attended by the local CEO, local RCPRs and Crédit Agricole Assurances RCPRs to examine risk management and control processes, as well as any current risk issues affecting the entity. The RCPRs alert DRG of any breaches to global limits. An action plan is then drawn up to rectify the breach.

4. Risk measurement tool for the savings and retirement business

In the savings and retirement business, risk measurement relies on modelling to assess the entity's risks by simulating its asset-liability matching on the basis of economic methods. This modelling is used to make MCEV (Market Consistent Embedded Value) and capital requirement calculations under Solvency 2. This modelling tool is used in the main entities outside France active in savings and in the death and disability business (Italy, Greece and Japan).

It replicates the insurer's policy choices in different market environments (asset allocation, contract revaluation, fees charged, etc.) and the behaviour of policyholders (mortality tables, simulation of structural and cyclical redemption patterns, etc.). It also takes into account the regulatory constraints (minimum policyholder profit participation, technical provisions, asset class limits, etc.). Simulations carried out using this tool inform the major decisions made by each company, whether commercial (products, rates paid), financial (asset allocation, hedging, etc.) or underwriting (reinsurance) and fuel debate on governance issues.

II. Market risk

In each Crédit Agricole Assurances Group entity, transactions on financial markets are governed by policies appropriate to the entity's asset portfolio and matching of their liabilities (ALM). These take into account regulatory limits, internal limits (those approved under the Risk strategy or operational limits set by the entity), financial diagnosis based on the market outlook in a range of probable economic scenarios, and stress scenarios.

Crédit Agricole Assurances Group is continuously aware of the need to manage financial risks. Its strategy of diversifying allocations across all asset classes (fixed income, equities, alternative investment, real estate) allows it to control the total volatility of the value of its investment portfolio. Depending on portfolio size, profit targets and risk profiles, some types of investment may be forbidden or only authorised under certain conditions, e.g. via collective investment vehicles.

Crédit Agricole Assurances Group's savings, pension and death and disability businesses are particularly affected by market risks owing to the very large volume of financial assets held to cover policyholder liabilities. Market risks are tested under stress scenarios to see how changes in the main risk factors would impact profitability (policyholder participation in company profit or loss) and solvency: fall in equities, rise in rates, looking at their consequences for new inflows and redemptions (based on laws used in the internal modelling tool).

1. Interest rate risk

Interest rate risk is the risk of a change in the value of the fixed income portfolio due to interest rates level. Investments at floating rates expose the Group to fluctuations in future cash flows, whereas investments at fixed rates expose it to variations in the fair value of portfolio instruments.

A fall in rates may reduce the profitability of portfolios and ultimately create problems in meeting guaranteed minimum returns. A rate rise could make Crédit Agricole Assurances Group's savings policies less competitive and create a risk of mass redemptions (potentially leading to forced sales of part of the fixed income portfolio in unfavourable market conditions and at a loss).

The bond portfolio (excluding units and securities issued by Crédit Agricole S.A.) amounted to €191 billion at 31 December 2013, compared with €176 billion at 31 December 2012.

To address this risk, Crédit Agricole Assurances Group has drawn up the following hedging and management rules:

- risk of decline in interest rates, owing to the presence of liabilities that feature a minimum guaranteed return superior to zero: this risk is managed by setting a minimum allocation for bonds, and a minimum share in fixed rate bonds and hedging instruments (swaps, swaptions, floors);
- in France, regulation calls for recognition of a "provision for financial hazard" if the return on assets becomes insufficient to meet the insurer's liabilities to policyholders on guaranteed returns. No such provision was recognised by Crédit Agricole Assurances Group at 31 December 2013 or at 31 December 2012;
- risk of rate rises, to protect the entity against the risks of policyholders redeeming their policies in the event of a sharp and lasting rise in long term yields making savings policies uncompetitive compared with other savings vehicles. This risk is managed by caps against a rise in rates, which at end-2013 covered more than a quarter of assets managed under the fixed income portfolio and by keeping 16% of the portfolio invested in assets that can be quickly mobilised (liquid assets with low capital risk).

The sensitivity to rate risk of Crédit Agricole Assurances Group's fixed income portfolio excluding assets of unit-linked contracts, assuming a 100 basis point rise or fall in interest rates, is as follows (net of the impact on deferred policyholder surplus and tax):

	31/12/2013		31/12/2012	
(in millions of euros)	**Impact on net income**	**Impact on equity**	**Impact on net income**	**Impact on equity**
100 bp rise in risk-free rates	(25)	(814)	(18)	(720)
100 bp decline in risk-free rates	12	788	18	704

Impacts on securities held as available-for-sale financial assets are recognised in equity. Impacts on securities held-for-trading are recognised in profit or loss.

The Group's technical liabilities are largely insensitive to rate risks for the following reasons:

- savings reserves (over 90% of technical reserves excluding unit-linked policies): these are based on the pricing rate which is unchanging over time for any particular policy. As a result, a change in interest rates will have no impact on the value of these commitments;
- property and casualty reserves: these technical reserves are not discounted to present value and changes in interest rate therefore have no impact on the value of these commitments;
- mathematical reserves for benefits (personal injury, disability): the discount rate used in calculating these reserves is based on the interest rate in force at the calculation date. Therefore, the size of these commitments varies with interest rates. However, given the small amount of these technical commitments, they represent no significant risk for Crédit Agricole Assurances Group.

Borrowings arranged by Crédit Agricole Assurances pay fixed rates. Interest is therefore insensitive to rate changes.

2. Equity risk

Equity market risk is the risk of a decline in the value of investments in equities consequent to a decline in stock market indices.

Falls in equity asset values can have multiple consequences: a negative impact on income if values are significantly impaired, with implications for future profitability, guaranteed minimum return reserves and withdrawals.

Asset allocation studies performed on a regular basis have led the Group to cap the proportion of diversification assets based on the implied volatility of the equity markets. The optimal long term allocation is estimated accordingly.

Crédit Agricole Assurances Group has also defined rules for hedging and managing risks relative to the valuation of diversification assets and can use options to partially hedge the risk of a fall in equity markets.

Investments in equities (including mutual funds and excluding assets of unit-linked contracts) amounted to €26.5 billion at 31 December 2013, compared with €26 billion at 31 December 2012.

Crédit Agricole Assurances Group's sensitivity to equity risk, assuming a 10% rise or decline in equity markets, is as follows (impacts are shown net of deferred policyholder surplus and tax):

	31/12/2013		31/12/2012	
(in millions of euros)	Impact on net income	Impact on equity	Impact on net income	Impact on equity
10% rise in equity markets	59	91	60	95
10% decline in equity markets	(55)	(91)	(65)	(93)

These sensitivity measurements include the impact of changes in the benchmark equity index on assets measured at fair value, reserves for guaranteed minimum return and reserves for the right to withdraw from unit-linked policies as well as any additional impairment provisions required by a decline in equity markets.

Changes to the fair value of available-for-sale financial assets are recognised in reserves for unrealised gains or losses, all other items are recognised in profit or loss.

3. Foreign exchange risk

Foreign exchange risk is the risk of a change in the fair value of a financial instrument due to a change in exchange rates.

Crédit Agricole Assurances has one subsidiary that operates using a foreign currency: Crédit Agricole Life Insurance Japan. This investment is partially hedged by a loan denominated in yen.

The residual exposure to foreign exchange risk of this investment is negligible.

Furthermore, the diversification of investments to international financial markets (equities, fixed income) automatically creates exposure to foreign exchange risk. For dollar, yen and sterling pounds assets held through dedicated mutual funds, a minimum coverage ratio is set for each currency. Fixed income mutual funds are systematically hedged against foreign exchange risk, and direct holdings of securities (bonds, equities) are denominated in euros as a matter of course.

At year-end 2013, residual foreign exchange exposure was low.

4. Liquidity risk

Liquidity risk is the risk of not being able to cover liabilities when due, as a result of a mismatch between the cash requirement and the Group's available cash. It is a concern mainly for entities conducting savings and death and disability insurance business.

Liquidity risk can result from:

- illiquid investments. To deal with this risk, Crédit Agricole Assurances Group entities pay specific attention to liquidity when selecting their investments. Most are securities listed on liquid regulated markets. The valuation of other asset classes – private equity, over-the-counter derivatives, etc. – is monitored by the investment managers to whom responsibility has been delegated;
- a mismatch between the maturity schedules of investments (assets) and insurance contracts (liabilities). Crédit Agricole Assurances Group entities have established a prudential framework for managing liquidity as part of their ALM policy.

Furthermore, life entities have defined a "reactivity" ratio intended to reflect the entity's ability to come up with short term liquidity without risking loss of value. This indicator is calculated as the ratio of assets maturing in less than two years to the total portfolio. Liquid assets maturing in less than two years include cash, money-market mutual funds, fixed income mutual funds whose sensitivity is controlled, floating-rate and inflation-indexed bonds, as well as hedges on two- to five-year CMS indices and fixed rate bonds with a remaining maturity of less than two years. Also, a payability test analyses the ability of each subsidiary to meet massive outflows (tripling of historical redemptions).

Against a backdrop of significant uncertainty in terms of business and, therefore, net inflows, liquidity management may be adapted by setting targets for amounts of liquidity to be held in the very short term (weeks and months).

In the non-life business, internal simulations are also carried out to quantify any liquidity risk following shocks to liabilities (increase in claims) and/or assets (deterioration of financial markets).

III. Credit or counterparty risk

A second dimension of the policy for containing financial risks is containment of counterparty risk, that is, the risk of payment default by one or more issuers of instruments held in the investment portfolio. Counterparty risk on reinsurers is treated in the section on reinsurance (see section that follows).

As with market risks, each Crédit Agricole Assurances Group's entity has a policy on controlling credit or counterparty risks tailored to its own portfolio profile, covering both overall risk to the fixed-income portfolio and individual risks.

Accordingly, counterparty risk is contained in the first instance by aggregate limits based on issuer credit ratings (Solvency II rating corresponding to the second best of the three S&P, Moody's and Fitch ratings) defining allocation by rating levels.

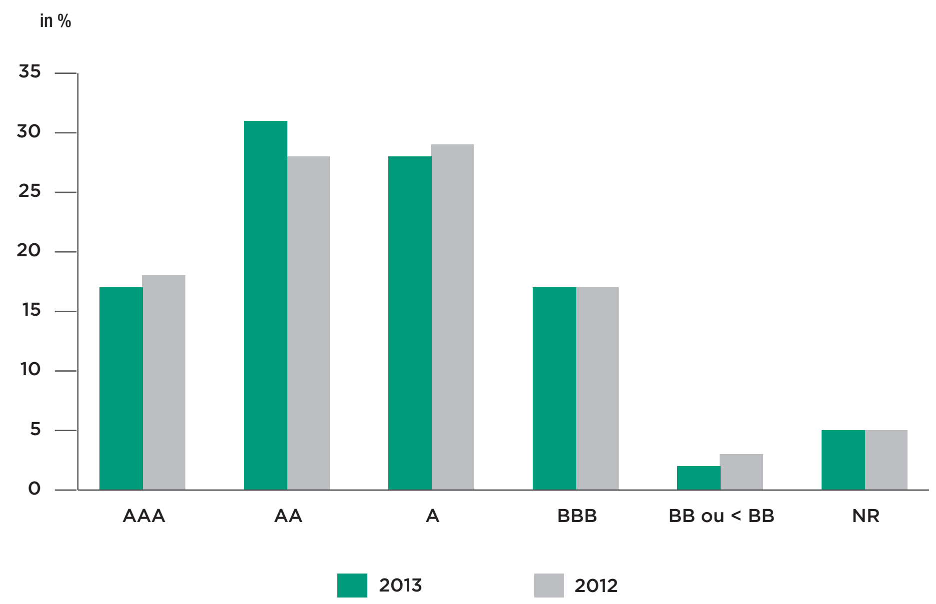
Crédit Agricole Assurances's rules do not allow direct holdings of securities rated lower than BBB, save in the exceptional case of a downgrade that occurred after the acquisition, and provided the repayment capacity of the issuer involved remains intact. Indirect investments via a specialist fund in high-yield securities, when permitted by investment rules, are subject to strict weighting constraints.

At 31 December 2013, non-investment grade bonds held either directly or indirectly made up 2% of Crédit Agricole Assurances Group's total portfolio, compared with 3% at end-2012.

In addition, this year some subsidiaries began to extend their bond investments to issuers not rated by at least one of the rating agencies (local authorities and mid-caps) but with an internal Crédit Agricole S.A. investment grade rating as a minimum requirement. These investments, which were minor in 2013 (€9.1 billion) are managed using specific risk policies.

In addition to the concentration ratios imposed by local regulations, entities have also defined risk limits for each name, calibrated against the portfolio's exposures in line with its credit quality.

The bond portfolio (excluding unit-linked policies) by credit rating breaks down as follows:



Additional diversification rules may be imposed (on sectors, bank deposits, etc.).

Crédit Agricole Assurances Group's investment policy remained very conservative in 2013.

Investments were focused on fixed rate bonds of corporate issuers of good standing. As such, €2.1 billion of innovative investments was invested in the financing of unrated local authorities or businesses, via private placements and funds. This strategy perfectly illustrates Crédit Agricole Group's goal of supporting the development of its territories.

Moreover, the residual exposure to the sovereign debt of weakened eurozone countries is set out in Note 6.8 to the consolidated financial statements.

IV. Technical risks

Underwriting risk takes different forms depending on the nature of the insurance, life or non-life.

Risks related to reinsurance are treated separately in the section below.

1. Technical risks from personal insurance

In the life business, underwriting risk results from the pricing of risks associated with the length of a human life and the hazards of life at the time the policy is written. It can also arise from mortality shocks (such as a pandemic).

The main businesses concerned are savings and death and disability insurance and creditor insurance as regards the death benefit feature of the policies.

Underwriting risk arises from the assumptions underlying the pricing of the benefits and the financial options that the policyholder can exercise.

These mainly consist of:

- four elementary biometric risks:
  - mortality risk (benefit paid in the event of death),
  - longevity risk (benefit paid in the event of survival, as on a life annuity or whole life policy, etc.),
  - morbidity risk (benefit paid in the event of disability and need for long term care),
  - disability risk (benefit paid in the event of inability to work);
- a behavioural risk is the risk of early redemption (or prorogation, arbitration, termination, etc.) of insurance policies compared with the expected level;
- the risk that expense charges will be insufficient to cover operating expenses and commission paid to distributors.

Underwriting risk is measured on the basis of observed gaps in these factors between the pricing elements used when the policy was written and the actual annual results on the policy portfolio:

- for biometric risks, statistical tables are established either from national or international statistics or from insurance portfolio statistics (experience tables);
- for redemption risk, probability criteria are constructed on the basis of observation on the portfolio (for structural redemptions) and primarily on expert opinion (for cyclical redemptions not amenable to statistical observation);
- for loading risk, the relevant gap is the difference between expenses actually charged and expenses borne by the insurer.

To limit behavioural risk, the policy compensation strategy, which is partly discretionary, takes into account market conditions on a forward-looking basis. The participation payout strategy relies on tests of sensitivity to market conditions or loss experience. Regularly conducted stress tests are used to evaluate different remuneration rate policies over the course of the next five years based on analyses of the impacts on earnings, reserves and solvency.

Similarly, modelling of policyholder behaviour and ex post analysis of their actual behaviour are used to adjust the duration of assets to the duration of liabilities at regular intervals, so as to limit the risk of an unexpected deviation in redemptions.

Given the weight and the general physiognomy of the portfolios (mass risk, average capital), only catastrophe risk is liable to have any real impact on results in individual or group death and disability insurance. The French life insurance subsidiary's portfolio benefits from BCAC cover (Bureau Commun des Assurances Collectives), both on Group death benefits (insured loans) and individual death and disability benefits (open group), as well as, in part, supplementary cover of disability risk.

As regards unit-linked contracts, variations in the value of the underlying assets are borne by the policyholders, provided there is no floor guarantee benefit payable under the policy. In the event that the insured dies, this guarantee entitles the beneficiaries to receive at least the amount invested by the insured, regardless of the value of the unit-linked account at the date of death. The insurer is thus exposed to a composite risk determined by (i) the probability of death of the insured and (ii) the financial risk on the value of the unit-linked account. A technical provision is recognised for the floor guarantee. It is measured using an economic model incorporating the two components.

The performance of unit-linked funds is monitored on a regular basis, via comparison with the competition for funds available on the open market, and in terms of how to apply formula-based funds.

As regards reinsurance, Crédit Agricole Group entities in the savings and death and disability business in France and internationally make little use of reinsurance. As it is:

- the bulk of their business is in individual savings products;
- the death and disability risk policies that they distribute are made up of a very large number of small risks, with the exception of the long term care policies;
- strong financials and prudent management enable them to exceed the minimum required solvency ratio by a comfortable margin.

2. Technical risks from property & casualty and creditor insurance

This mainly concerns the property & casualty business and non-life benefits included in creditor insurance policies.

The main risks from property & casualty and creditor insurance are as follows:

- poor selection of risks and under-priced premiums;
- claims management;
- concentration and catastrophe risks.

The technical risk is managed by means of six policies:

- underwriting policy, which is specific to each market or type of policy and which sets the rules that partners must apply in distributing policies;
- pricing policy, which is governed by the entity's development strategy, and for which pricing rules and procedures are formalised as part of the strategy;
- commercial policy, which is part of the Risk Strategy for managing the entity's financial equilibrium and long term solvency;
- partner compensation policy, which is governed by management agreements;
- claims management policy, which depends on manuals of procedures and controls to be applied by those in charge of managing claims;
- reinsurance policy.

The technical result on non-life business is measured mainly using the claims ratio, which is the ratio of claims paid to premiums earned on the business.

Claims ratios are calculated every month by product line. They are analysed by actuaries in terms of their variation from one quarter to the next and their closeness to the initial targets. They are presented to the relevant Management Committees.

Tracking claims ratios serves to identify products that are structurally unprofitable and therefore require solutions to improve underwriting results (new rate schedule, redefinition of the target customer or the underwriting rules, restriction of policy benefits, etc.), and to identify where efforts must be made on pricing, for example, when a product's sales volume is not satisfactory.

Monitoring of underwriting risk is supplemented by the analysis of portfolios from the standpoint of production over time (policyholder profile, etc.), breakdown of claims (frequency, average cost, etc.) and the trend in claims by year of occurrence.

Concentration risk in non-life insurance relates to a concentration of risks resulting in an aggregation of liabilities arising from a single claim.

Two types of concentration risks should be distinguished:

- underwriting concentration risk in which policies are written by one or more Group entities on the same risk;
- claim concentration risks, where policies are written by one or more Group entities on risks that are different, but liable to be triggered by a single covered event or the same primary cause.

This type of risk is hedged, first, by a policy of diversifying the risks written in a single region and, second, by reinsurance to limit the financial impact of major events (storms, natural disasters, civil liability claims, serial risks, unemployment, etc.). The reinsurance policy thus seeks to achieve a high level of protection against systemic and/or exceptional events, thereby reducing the volatility of net income and protecting capital (through a general hedge of retentions and any overruns in individual reinsurance agreements covering each type of risk).

3. Reinsurance risk

Reinsurance risks are of three types:

- inappropriate reinsurance (insufficient cover or, on the other hand, payment of too high a premium, which erodes technical margins and competitiveness);
- risk of a reinsurer defaulting and not being able to pay all their share of the claims;
- no or virtually no reinsurance on a given activity or guarantee given.

Risk containment measures have been implemented along four lines:

- monitoring the adequacy of reinsurance cover relative to the commitments to insurers;
- monitoring the reinsurers' credit rating;
- monitoring the dispersion of risk across reinsurers;
- monitoring results on each reinsurance agreement.

Reinsurance policy seeks to optimise protection through a good "cover/price" ratio.

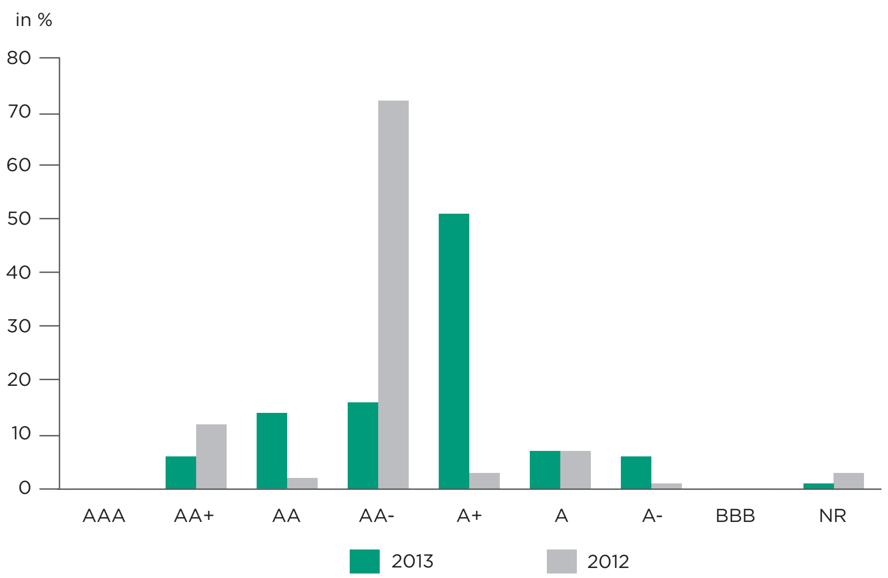
The terms and conditions of reinsurance (premium rates, nature of cover, types of limits, etc.) are for the most part reset annually when reinsurance agreements are renewed.

The reinsurance plan is reviewed annually by the Board of Directors at subsidiary level.

Since the entity will be left to pick up the liabilities of any reinsurer who defaults, financial robustness is a prime criterion in selecting reinsurers. Similarly, limits on the share of risks taken on by each reinsurer both globally and under each agreement, where possible, tends to reduce the impact of a default.

Net outstandings ceded to reinsurers (ceded reserves and current accounts with reinsurers net of cash deposits received) totalled €0.5 billion at 31 December 2013 and €0.4 billion at 31 December 2012, an increase of 19% compared with end-2012.

Their breakdown by rating is as follows:



V. Operational risk and non-compliance risk

Operational risk is the risk of loss resulting from shortcomings or failure in internal procedures, human error, information systems or external events. It includes legal risk but not strategic or reputational risk.

Non-compliance risk refers to a potential lack of adherence to rules governing financial and banking activities. These rules may be laws, regulations, professional or ethical standards, instructions, professional codes of conduct, or efforts to combat money-laundering, corruption or the financing of terrorism.

Crédit Agricole Assurances entities apply Crédit Agricole Group directives on operational and compliance risk management.

The operational risk management system is thus comprised of the following components:

- identification of the associated operational risks and processes, including a qualitative and quantitative assessment (cost) of each known or potential risk event. This mapping is updated annually by the entities that have already completed the roll-out;
- inventorying of losses arising from the realisation of an operational risk and early-warning system to report significant incidents. The roll-out of this collection process is complete in virtually all entities.

The Risk Management and Permanent Controls function and, more specifically, the Operational Risks Manager, under the responsibility of the RCPR (Risk Management and Permanent Controls Officer), coordinate this system in liaison with operational managers, and track progress on identified action plans in order to mitigate the impact of exceptional risks and the frequency of recurring risks. They may use the Crédit Agricole Group tools designed for operational risk management.

Summaries of the results of this system are presented to Management at the internal Control or Risk Management and Permanent Controls Committee.

Non-compliance risks are an integral part of operational risk mapping within entities. Within each entity the Compliance Officer is responsible for the dedicated monitoring system, which ensures that these risks are controlled and that their impact in terms of financial losses, or legal, administrative or disciplinary sanctions, is minimised. The common objective is to preserve the Group's reputation. In this respect, the new business and new products Committee (NAP) present in all entities is tasked with approving all new businesses and products.

VI. Legal risks

Insofar as Crédit Agricole Assurances is aware, there are no administrative, court or arbitration proceedings that could have or have had, within the previous 12 months, a substantial effect on the financial position or profitability of the Company and/or Group.

OPERATIONAL RISKS

Operational risk is the risk of loss resulting from shortcomings or failure in internal procedures, human error, information systems or external events. It includes legal risk but not strategic or reputational risk.

I. Objectives and policy

The operational risk system, adjusted to each Group entity, comprises the following components common to the entire Group:

- **governance of the Operational Risk Management function**: supervision of the system by Executive Management (*via* the Operational Risk Committee or the operational risk unit of the Group Risk Management Committee and the Internal Control Committee), oversight and co-ordination of the system by Risk Management and Permanent Control Officers (Crédit Agricole S.A. and entities), entities' responsibilities in controlling their risks through the network of Operational Risk Managers;
- **identification and qualitative assessment of risks** through risk mapping, and the use of indicators to monitor the most sensitive processes;
- **collection of operational loss data and an early-warning system** to report significant incidents, which are consolidated in a database used to measure and monitor the cost of risk;
- **annual calculation** (except for significant events: major loss, change in organisation, etc.) **and allocation of regulatory capital** for operational risks at both consolidated and entity levels;
- periodic production **of an operational risk scorecard** at entity level, plus a Group summary.

II. Risk management: organisation and supervision system

The organisation of operational risk management forms part of the overall Risk Management and Permanent Controls Group function: Operational Risk Officers, most of whom now cover permanent risk monitoring, report to the heads of Risk Management and Permanent Controls in the various entities.

Crédit Agricole Group uses an operational risk scorecard covering its major business lines. This scorecard shows the main sources of risk affecting the business lines, along with exposure profiles differentiated by entity and business line. The Group's risk profile is mainly focused on incidents relating to the following categories: "Execution, delivery, process management", followed by "Customers, products, commercial practices", followed by "External fraud", with a downgrade for "Customers, products, commercial practices" and an upgrade for the two other categories.

The change in operational risk also reflects the effect of action plans designed to reduce the impact of exceptional risks (*i.e.* by strengthening information systems and controls) when encountering high unit losses, as well as to reduce the frequency of recurring risks (electronic banking fraud and heightened monitoring of external fraud in the consumer finance and factoring businesses).

With respect to the **identification and qualitative assessment of risks component**, as every year, the risk mapping campaign was completed in 2013. The results of these risk mapping efforts will be analysed by each entity in the course of the first quarter of 2014 and will be presented to the operational Risk Management Committee.

To improve operational risk tools even further and promote overall consistency in the Risk Management and Permanent Controls function, the operational risk computer system supplies information on a quarterly basis to the Group's accounting consolidation tool, "Arpège". In response to the regulatory changes arising from CRD 4, the new COREP statuses relating to operational risk were adapted.

The RCP (Operational Risk and Permanent Control) platform contains the three essential elements (collection of loss data, operational risk mapping and permanent controls) sharing the same framework and thus making it possible to confirm the choices of methodology in the link between risk mapping and risk management (permanent controls, action plans, etc.).

Lastly, concerning the **calculation and allocation of computer system regulatory capital** component, after the securing and automation work carried out in 2011 and 2012, investment this year focused on managing the obsolescence of technical components. Alongside this, the upgrade plan for the operational risk computer system was continued in 2013, with a project to secure the reference systems and new features added to the backtesting tool.

A biannual Committee for back-testing the Advanced Measurement Approach (AMA) model is in place and analyses the model's sensitivity to changes in the risk profile of the entities. Every year, this Committee identifies areas where improvements are possible, and draws up corresponding action plans.

III. Methodology

The main entities of Crédit Agricole Group use the Advanced Measurement Approach (AMA): Crédit Agricole CIB, Amundi Group, LCL, Crédit Agricole Consumer Finance, Agos and all Regional Banks. The use of the AMA for these entities was approved by the French Prudential Supervision and Resolution Authority (ACPR) in 2007 and confirmed (following the change in legal status) for Amundi, Crédit Agricole Consumer Finance and Agos in 2010. This scope accounts for 81% of total capital requirements for operational risk.

For the entities that use the standardised approach (TSA), the regulatory weighting coefficients used in calculating the capital requirement are those recommended by the Basel Committee (percentage of revenues according on business line).

AMA regulatory capital requirements calculation

The AMA method for calculating capital requirements for operational risk has the following objectives:

- increase control over the cost of operational risk, and prevent exceptional risks across the Group's various entities;
- determine the level of capital needed for the measured risks;
- promote improvements in permanent controls through the monitoring of action plans.

The systems implemented within the Group aim for compliance with all qualitative criteria (making risk measurement an integral part of day-to-day management, independence of the Risk function, periodic disclosure of operational risk exposures, etc.) and Basel 2 quantitative criteria (99.9% confidence interval over a one-year period; incorporation of internal data, external data, scenario analyses and factors reflecting the operating environment; incorporation of risk factors that influence the statistical distribution, etc.).

The AMA model for calculating capital requirements is based on an actuarial model called the "**Loss Distribution Approach**" which is unique to the Group. The largest entities handle their own capital allocation to their subsidiaries based on centrally defined principles.

Internal factors (change in the entity's risk profile) are considered according to:

- organisational changes within the entity;
- changes in risk mapping;
- an analysis of the history of internal losses and the quality of the risk management system, in particular via the Permanent Controls function.

Concerning external factors, strategic monitoring of incidents observed in the other institutions is conducted through the analysis of the ORX consortium database, which catalogues losses at approximately 50 banks throughout the world including Crédit Agricole S.A. Depending on the results of this analysis, the stress tests developed in the various Group entities can then be reviewed. To supplement this process, a second external database, SAS OpRisk, was integrated in 2013.

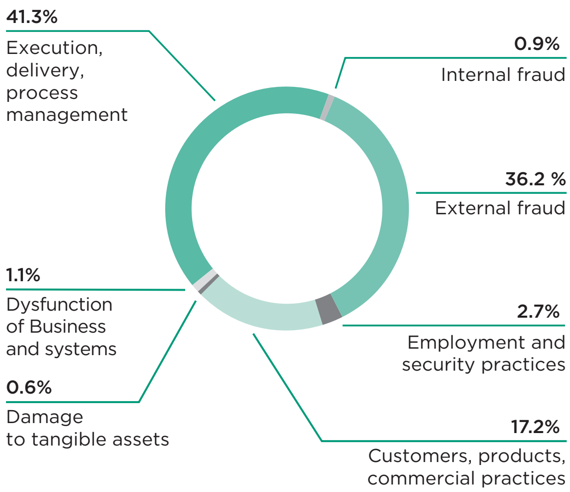
The model was designed and developed according to the following principles:

- it must form an integral part of the risk policy;
- it must be pragmatic, *i.e.* the methodology must be applicable to real operating conditions;
- it must have educational value, in order to be endorsed by senior management and business lines;
- it must be robust, *i.e.* it must be able to provide estimates that are realistic and stable from one year to the next.

The entire Operational Risks methodology was audited by the French Prudential Supervision and Resolution Authority (ACPR) in 2012, which evaluated progress made by the Group and areas for improvement. These areas underwent in-depth methodological studies in 2013.

IV. Exposure

BREAKDOWN (BY VALUE) OF OPERATIONAL LOSSES BY BASEL RISK CATEGORY (2011 TO 2013)



Generally, the exposure profile in terms of operational risks reflects the principal activities at Crédit Agricole Group:

- still overwhelming exposure to the Execution risk category, due to processing errors inherent in all activities;
- still significant exposure to external fraud, notably in connection with credit boundary operational risk which reflects the importance of the retail banking activity, including consumer finance;
- exposure to legal risks (commercial disputes).

V. Insurance and coverage of operational risks

Crédit Agricole Group has obtained insurance coverage for its operational risks to protect its assets and profits. For high-intensity risks, Crédit Agricole S.A. has taken out Group policies from major insurance companies. These policies harmonise the transfer of personal and property risks and to set up specific professional civil liability and fraud insurance programmes for each business line. Furthermore, business-line subsidiaries are responsible for managing lower intensity risks themselves.

In France, insurance of operating assets (property and IT equipment) also includes third-party liability coverage for all buildings exposed to this risk. Other third-party civil liability risks are supplemented by civil operating liability policies.

Insurance policies for operating loss, fraud and securities risks, Group professional civil liability, and civil liability for Executive Officers were renewed in 2013.

"Basel 2 eligible" policies contribute to reducing the amount of capital that must be held against operational risks (within the 20% authorised limit).

High-frequency and low-intensity risks on certain programmes that cannot be insured on satisfactory financial terms are retained in the form of deductibles or are pooled within Crédit Agricole Group ultimately through its captive reinsurance subsidiary (Crédit Agricole Réassurance CARE), and represent around 7.5% of the annual limit of all Group insurance programmes.

LEGAL RISKS

The main legal and tax proceedings outstanding at Crédit Agricole S.A. and its fully consolidated subsidiaries are described in the 2012 management report. The cases presented below are those that have evolved since 15 March 2013, the date on which registration document no. D. 13-0141 was filed with the AMF.

Any legal risks outstanding at 31 December 2013 that could have a negative impact on the Group's net assets have been covered by adequate provisions, which correspond to Executive Management's estimations, based on the information available to it.

To date, to the best of Crédit Agricole S.A.'s knowledge, there is no other governmental, judiciary or arbitration proceeding (or any proceeding known by the Company, in abeyance or that threatens it) that could have or has had, in the previous 12 months, any substantial effect on the financial situation or the profitability of the Company and/or the Group.

Litigation and exceptional events

IFI Dapta Mallinjoud Group

The *Commissaire à l'exécution du plan* (insolvency professional) acting for the companies of the IFI Dapta Mallinjoud group initiated joint proceedings against CDR and LCL on 30 May 2005 before the Commercial Court of Thiers. The suit alleges that CDR and LCL committed violations in arranging and financing the IFI group's acquisition of the Pinault Group's furniture business (ex-CIA). The Riom Court of Appeal, in its order dated 12 July 2006, referred the matter to the Paris Commercial Court.

In its ruling of 24 September 2007, the Paris Commercial Court:

- ordered CDR to pay €2.9 million for unjustified interest charges;
- ordered LCL to pay €5 million for improper financial support;
- ordered LCL and CDR to pay €50,000 under Article 700 of the French Code of Civil Procedure.

The Court did not make the judgement immediately enforceable.

The Commissaire à l'exécution du plan appealed against this decision and the Paris Court of Appeal issued an order on 19 December 2013, in the terms of which it:

- upheld the joint and several liability of the CDR (formerly Clinvest) for failing to fulfil its advisory duty and of LCL for failing to fulfil its duty of care, which for LCL consisted of granting a ruinously expensive loan from the start of the transaction in 1992;
- requested that the opposing party provide the documents and figures (already requested previously without success) that may justify and determine the amount of damages suffered, company by company;
- adjourned the case until 17 June 2014 for closure and 9 September 2014 for hearings.

Strauss/Wolf/Faudem

US citizens and members of their families who were victims of terrorist attacks attributed to Hamas and committed in Israel between 2001 and 2004 have brought proceedings against National Westminster Bank and Crédit Lyonnais before a New York court.

They claim that these banks gave support to terrorists as they each kept an account opened (in 1990 in the case of Crédit Lyonnais) by a charity providing aid to Palestinians. The plaintiffs allege that the account was used to transfer funds to Palestinian entities accused of financing Hamas. The plaintiffs, who have not put a figure on the damages they have suffered, are claiming compensation for "injury, anguish and emotional pain".

As the matter and the proceedings currently stand, the plaintiffs have not provided proof that the charity was actually linked to terrorists, nor that Crédit Lyonnais was aware that its client could have been involved (if it were to be proven) in financing terrorism. The Court nonetheless demanded that this be demonstrated by the plaintiffs if they are to win their case. LCL vigorously denies the plaintiffs' allegations.

Under a ruling made on 28 February 2013, the judge issued a Summary Judgement referring LCL and the plaintiffs to a jury trial on the merits, to begin in autumn 2014 at the earliest.

CIE case (Cheque Image Exchange)

In March 2008, LCL and Crédit Agricole S.A. and ten other banks were served notice of grievances on behalf of the *Conseil de la concurrence i.e.* the Competition Council (now the *Autorité de la concurrence*).

They are accused of colluding to implement and apply interchange fees for cashing cheques, since the passage of the Cheque Image Exchange system, *i.e.* between 2002 and 2007. In the opinion of the *Autorité de la concurrence*, these fees constitute anti-competitive price agreements in the meaning of Articles 81 §1 of the treaty establishing the European Community and Article L. 420-1 of the French Commercial Code, and allegedly caused damage to the economy.

In their defence, the banks categorically refuted the anti-competitiveness of the fees and contested the legality of the proceedings.

In a decision published on 20 September 2010, the *Autorité de la concurrence* stated that the Cheque Image Exchange fee (CEIC) was anti-competitive by its very aim and that it artificially increased the costs borne by remitting banks, which resulted in an unfavourable impact on the prices of banking services. Concerning one of the fees for related services, the fee for cancellation of wrongly cleared transactions (AOCT), the *Autorité de la Concurrence* called on the banks to revise their amount within six months of the notification of the decision.

The accused banks were sanctioned for an overall amount of €384.92 million.

LCL and Crédit Agricole were respectively sentenced to pay €20.7 million and €82.1 million for the CEIC and €0.2 million and €0.8 million for the AOCT.

All of the banks appealed the decision to the Paris Court of Appeal. By a decree of 23 February 2012, the Court overruled the decision, stating that the *Autorité de la concurrence* had not proven the existence of competition restrictions establishing the agreement as having an anti-competitive purpose.

The French Competition Authority filed an appeal with the Supreme Court on 23 March 2012. The French Supreme Court has not yet handed down its decision.

Office of Foreign Assets Control (OFAC)

United States laws and regulations require adherence to economic sanctions put in place by the Office of Foreign Assets Control (OFAC) on certain foreign countries, individuals and entities. The Department of Justice, the office of the District Attorney of New York County and other American governmental authorities would like to know how certain financial institutions made payments denominated in US dollars involving countries, individuals or entities that had been sanctioned.

Crédit Agricole S.A. and Crédit Agricole CIB Group are currently conducting an internal review of payments denominated in US dollars involving countries, individuals or entities that could have been subject to such sanctions and are cooperating with the American authorities as part of such requests.

It is currently not possible to know the outcome of these internal reviews and requests, nor the date when they will be concluded. If the US regulatory authorities deem it necessary based on the observations made during these reviews, they may impose enhanced compliance programmes, or financial penalties, as they have done for other financial institutions.

Crédit Agricole CIB sued by Intesa Sanpaolo

On 9 April 2012, Intesa Sanpaolo S.p.A ("Intesa") sued Crédit Agricole CIB, Crédit Agricole Securities (USA), a number of Magnetar Group companies and The Putnam Advisory Company LLC in the Federal Court of New York regarding a CDO structured by Crédit Agricole CIB, called Pyxis ABS CDO 2006-1.

Intesa, which had agreed a Credit Default Swap for a notional amount of US$180 million with Crédit Agricole CIB on the super senior tranche of the CDO, argues that it has suffered damage because of structuring of the CDO and is seeking US$180 million in compensation, plus interest on this sum as well as compensatory and punitive damages, repayment of fees, these sums not yet having been calculated. In September 2013, the Federal Court of New York rejected Intesa's claim and Intesa did not appeal.

Crédit Agricole CIB sued by Aozora LTD

On 18 June 2013, the Japanese bank Aozora Ltd ("Aozora"), sued Crédit Agricole CIB and Crédit Agricole Securities (U.S.A) in the Federal Court of New York regarding a CDO structured by Crédit Agricole CIB, called "Millstone IV". Aozora had invested US$34 million in this CDO and claims to have suffered losses as a result of the structuring of the CDO. Aozora is demanding repayment of the investment, damages of US$34 million and the repayment of charges and fees, the amounts of which have not yet been stated. Crédit Agricole CIB has contested this claim before the competent court.

Euribor/Libor and other indices

Crédit Agricole S.A. and its subsidiary Crédit Agricole CIB, in their capacity as contributors to a number of interbank rates, have received requests for information from a number of authorities as part of investigations into i) the calculation of the Libor (London Interbank Offered Rates) rate in a number of currencies, the Euribor (Euro Interbank Offered Rate) rate and certain other market indices, and ii) transactions connected with these rates and indices. These requests cover a number of periods running from 2005 to 2012.

As part of its cooperation with the authorities, Crédit Agricole S.A. and its subsidiary Crédit Agricole CIB carried out investigations in order to gather the information requested by these various authorities. This work will continue in 2014. It is not possible to predict the outcome of said work, nor the date at which it will end.

In Singapore, at the request of the Monetary Authority of Singapore (MAS), Crédit Agricole CIB has carried out a review of communications with other banks in relation to its contributions to local indices (SOR and SIBOR), as well as NDFs (Non-Deliverable Forwards) concerning certain regional currencies for the period from January 2007 to December 2011. On 14 June 2013, the MAS asked Crédit Agricole CIB and 19 other banks to reinforce their procedures regarding organisation and control of contributions to indices and involvement in the NDFs market. It also demanded that these banks increase their deposits in its books. The freeing up of these additional reserves is subject to the implementation of this organisational and control programme in a way that is satisfactory for the MAS.

Moreover, in October 2013, Crédit Agricole S.A. and Crédit Agricole CIB refused a settlement offered by the European Commission, further to its anti-competition investigation on the Euribor. Crédit Agricole S.A. and Crédit Agricole CIB are likely to receive a statement of objections from the European Commission.

Switzerland/US programme

The agreement signed by Switzerland and the United States in August 2013 enables the US authorities to examine the business conduct of Swiss banks with respect to US residents and to ensure that they do not maintain banking relationships that are not declared to the US tax authority (IRS).

Although Crédit Agricole Suisse has never sought to develop this customer segment, in December 2013 it decided to take part in the US tax programme in category 2, as it cannot rule out the possibility that, in the past, some of its customers may not have informed the bank of their status as US Persons and/or may not have entirely fulfilled their tax obligations with respect to the United States.

Crédit Agricole Suisse is therefore currently carrying out a review of the cases that may be involved and that may give rise to a penalty if any customers did not fulfil or intend to fulfil their tax obligations with respect to the United States.

Based on the current status of the review, its outcome cannot yet be ascertained.

Bell Group

The liquidators of Bell Group companies that owed money to a consortium of some twenty banks (the Banks), including Crédit Agricole S.A., LCL and Crédit Agricole CIB, brought proceedings in 1995 in order to challenge payments made to the Banks out of the proceeds of the sale of Bell Group assets given as collateral to said Banks.

In June 2013, the banking pool and Bell's liquidators reached an amicable final settlement agreement covering both the legal proceedings instigated in 1995 and the liquidation of Bell.

This agreement was signed on 19 September 2013. All conditions precedent have been lifted, with the exception of the requirement to obtain the consent of the bondholders.

Binding agreements

Crédit Agricole S.A. does not depend on any industrial, commercial or financial patent, license or contract.

NON-COMPLIANCE RISKS

Non-compliance risk refers to a potential lack of adherence to rules governing financial and banking activities. These rules may be laws, regulations, professional or ethical standards, instructions, professional codes of conduct, or efforts to combat money-laundering, corruption or the financing of terrorism.

A dedicated monitoring system ensures that these risks are controlled and that their impact in terms of financial losses, or legal, administrative or disciplinary sanctions, is minimised. The common objective is to preserve the Group's reputation.

The organisation and main actions relating to compliance are detailed in the key economic performance indicators section of the part of the registration document dealing with employee, social and environmental information related to Crédit Agricole S.A. Group.

The prevention, monitoring and control of compliance and reputational risks are detailed in the report of the Chairman of the Board of Directors to the General Meeting of Shareholders on the preparation and organisation of the Board's work and on the internal control procedures implemented within the Company, as required by the French Financial Security Act of 1 August 2003.

Basel 2 Pillar 3 disclosures

The decree of 20 February 2007 transposing Basel 2 regulations into French law requires relevant financial institutions (mainly credit institutions and investment firms) to disclose quantitative and qualitative information on their risk management activities. Crédit Agricole S.A. Group's risk management system and exposure levels are presented in this section and in the section entitled "Risk Factors". Crédit Agricole S.A. Group has chosen to disclose its Pillar 3 information in a separate section from its Risk Factors. This section provides information on capital requirements, constituents of capital and exposures to credit risk, market risk and operational risk.

Crédit Agricole Corporate and Investment Bank also discloses detailed information on Pillar 3 requirements on a sub-consolidated basis in its registration document.

In September 2012, the Financial Stability Board sponsored the creation of an international working group, the Enhanced Disclosure Task Force (EDTF). The EDTF, which draws its members from the private sector, producers and users of financial information, published a report in October 2012 that contained 32 recommendations for enhancing bank communication, in particular with respect to risk governance, capital adequacy, and exposure to liquidity and funding, market, credit and other risks.

In response to these recommendations, Crédit Agricole Group further improved the content of its financial communications. The table below presents an overview of the actions taken in response to the EDTF's recommendations and lists the relevant sections in the registration document.

CROSS-REFERENCE TABLE

		Registration document			
		Management report and others	Risk factors	Pillar 3	Consolidated financial statements
Introduction	Cross-reference table			p. 279	
	Risk terminology and measurement, key parameters used		Defined in the sections concerned	p. 295	
	Presentation of main risks and/or emerging risks		p. 232 to 277		p. 365 to 382
	New solvency regulatory framework and Group targets	p. 219 to 227		p. 280 and 285	
Risk management governance and strategy	Organisation of risk management and control	p. 114 to 116, 124 to 133	p. 232 to 234		
	Risk management strategy and implementation	p. 114 to 116, 124 to 133	p. 232 and 234		
	Risk mapping by business line			p. 293	
	Governance and management of internal credit and market stress testing process	p. 115	p. 234, 238 to 240, 247 and 248		
Capital requirements and risk weighted assets	Capital requirements by type of risk			p. 292 and 293	
	Reconciliation of accounting and regulatory balance sheets			p. 281 and 282	
	Reconciliation of accounting equity and regulatory capital			p. 291	
	Change in regulatory capital			p. 284, 288 and 289, 291	
	Capital planning and targeted ratios under CRD4	p. 219 to 227		p. 285	
	Risk weighted assets by business line and risk type			p. 293	
	Risk weighted assets and capital requirement by method and type of exposure			p. 292 to 294	
	Exposure to credit risk by type of exposure and internal rating		p. 235	p. 299 to 310	
	Change in risk weighted assets by type of risk			p. 292 to 294	
	Description of back-testing models and their reliability	p. 129	p. 235 and 236, 246 and 247, 272	p. 297, 298, 312	
Liquidity	Management of liquidity and cash balance sheet		p.259 to 262		
	Breakdown of financial assets and liabilities by contractual maturity				p. 434 and 435
	Management of liquidity and funding risks		p. 259		
Market risk	Market risk measurement		p. 245 to 249		
	Market risk management techniques		p. 246 and 249		
Credit risk	Maximum exposure, breakdown and diversification of credit risks		p. 234 to 245		p. 365 to 369
	Impairment and risk coverage policy	p. 203			p. 370, 371, 388
	Counterparty risk on derivative instruments		p. 236 and 245	p. 300	
	Credit risk mitigation mechanisms		p. 239 and 240	p. 313 and 314	
Operational Risks and legal risks	Other risks: risks in the insurance sector, operational risks and legal risks, security of IT systems and business continuity plans	p. 114 to 116	p. 266 to 277		
	Stated risks and ongoing actions with respect to operational and legal risks		p. 274 to 276		

REGULATORY BACKGROUND

I. Scope of application of the capital requirements for the purposes of prudential supervision

Credit institutions and investment firms are subject to solvency and large exposure ratios on an individual and, where applicable, sub-consolidated basis, although they may have an exemption under the provisions of Article 4 of Regulation no. 2000-03 of 6 September 2000, amended on 10 May 2013.

The French Prudential and Resolution Supervisory Authority (*Autorité de contrôle prudentiel et de résolution* – ACPR) has agreed that some of Crédit Agricole Group's subsidiaries may benefit from exemption on an individual or, where applicable, sub-consolidated basis.

As such, Crédit Agricole S.A. has been exempted by the ACPR on an individual basis, in accordance with the provisions of Article 4.2 of the aforesaid Regulation no. 2000-03.

II. Reform of solvency ratios

The decree of 20 February 2007, amended on 23 November 2011, transposing the European Capital Requirements directive (CRD 3) into French law, sets out the "capital requirements applicable to credit institutions and investment firms". In accordance with these provisions, Crédit Agricole S.A. Group has incorporated the impacts of the implementation of this directive into the management of its capital and its risks.

The French Prudential and Resolution Supervisory Authority ensures that the capital of credit institutions and investment firms is at least equal to 80% of the amount calculated using the Basel 1 ratio. The solvency ratio, calculated in accordance with the European Capital Requirements directive 3, is based on the assessment of weighted assets of credit risk, of market risk and of operational risk. The resulting capital requirements for each type of risk are set out below in the section entitled "Capital requirements by type of risk".

In accordance with the decree of 20 February 2007, exposure to credit risk is measured using two methods:

- the standardised approach, which is based on external credit ratings and fixed weightings for each Basel exposure class;
- the Internal Ratings Based approach (IRB), which is based on the bank's own internal rating system.

  There are two subsets of the IRB approach:

  - the "Foundation Internal Ratings-Based" approach, under which institutions may use exclusively their own default probability estimates;
  - the "Advanced Internal Ratings-Based" approach, under which institutions use all their internal estimates of the risk components: probability of default, loss given default, exposure given default, maturity.

Since late 2007, the ACPR has authorised Crédit Agricole S.A. Group to use its internal rating systems to calculate regulatory capital requirements for credit risk on Retail and Corporate exposures throughout almost all of its consolidation scope. In particular, at end-2013, the French Prudential and Resolution Supervisory Authority, in cooperation with the Bank of Italy, approved the use of the advanced IRB approach on all the "Retail banking" portfolios of Cariparma and FriulAdria in Italy.

In the Pillar 3 tables, LCL's portfolios have been included in the IRB scope, even where ratings have been obtained using Group's ratings methodology. The reason for this presentation choice is to provide precise information on the risk structure of LCL's portfolios. It should be noted, however, that these portfolios are risk weighted using the standardised method. An adjustment is then made to risk weighted assets to incorporate the difference between the two approaches and this adjustment is reported under the Pillar 3 standardised heading.

In addition, the ACPR has since 1 January 2008 authorised Crédit Agricole S.A.'s main entities to use the Advanced Measurement Approach (AMA) to calculate their regulatory capital requirements for operational risk. The Group's other entities use the standardised approach, in accordance with regulations.

The main Group entities or portfolios still using the standardised method for measuring credit and/or operational risk at 31 December 2013 were as follows:

- the Cariparma group portfolios still not validated (non-retail banking portfolios and Carispezia scope) as well as all other entities in the International Retail Banking division;
- Crédit Agricole Leasing & Factoring;
- some portfolios and foreign subsidiaries of Crédit Agricole Consumer Finance;
- the real estate professionals portfolio;
- the corporate portfolio on the LCL scope.

Pursuant to the Group's commitment to phase in the advanced method, agreed with the ACPR in May 2007 (rollout plan), work on the main entities or portfolios still under the standardised method continues. An update of the rollout plan is sent annually to the ACPR.

The use of internal models for calculating solvency ratios has strengthened Crédit Agricole S.A. Group's risk management. In particular, the development of "internal rating" methods has led to the systematic collection of reliable data in respect of historical default and loss for the majority of Group entities. The collection of historical data of this nature now makes it possible to quantify credit risk by giving each rating an average probability of default (PD) and, for "advanced internal rating" approaches, the loss given default (LGD).

In addition, the parameters of the "internal rating" models are used in the definition, implementation and monitoring of entities' risk and credit policies. On the scope of large customers, the Group's unique rating system (identical methods and tools, shared data), in place for many years, has contributed to strengthening and standardising the use of ratings and the associated risk parameters within the entities. The uniqueness of ratings in the Large customers' scope thereby provides a shared framework on which to base standards and procedures, management tools, provisioning and risk-hedging policies, as well as alerts and close monitoring procedures. Due to their role in the monitoring and managing of risk within the various entities, ratings are subject to quality controls and regular monitoring at all stages of the rating process.

Internal models for measuring risks accordingly promote the development of sound risk-management practices among Group entities and improve the efficiency of the process of capital allocation by allowing a more accurate measurement of its consumption by business line and by entity.

RISK MANAGEMENT

The policies and procedures for managing each category of risk are described under "Risk factors".

REGULATORY RATIOS

I. Regulatory scope

Crédit Agricole S.A. Group is required to provide the French Prudential and Resolution Supervisory Authority, ACPR, with consolidated regulatory reporting. That is why the Pillar 3 report is compiled on a consolidated basis in accordance with regulations. Information on these entities and their consolidation method for accounting purposes is provided in Note 12 to the consolidated financial statements, "Scope of consolidation at 31 December 2013".

In fact, the consolidated financial statements include the financial statements of Crédit Agricole S.A. and those of all companies over which, in compliance with IAS 27, IAS 28 and IAS 31, Crédit Agricole S.A. exercises control. This control is presumed when Crédit Agricole S.A. holds, directly or indirectly, at least 20% of existing or potential voting rights.

Difference between the accounting and regulatory scopes of consolidation

TABLE 1: DIFFERENCES IN THE TREATMENT OF EQUITY INVESTMENTS BETWEEN THE ACCOUNTING AND PRUDENTIAL SCOPES

Type of equity investment	Accounting treatment	Basel 2 prudential treatment
Subsidiaries with financial operations	Fully or proportionally consolidated	Capital requirement in respect of the subsidiary's operations.
Subsidiaries with insurance operations	Fully or proportionally consolidated	End of the transitional method relating to the treatment of equity investments in insurance companies for financial conglomerates: ● deduction of the consolidated reserves and OCI at 100% from Tier 1 and subordinated notes and available-for-sale securities, 50% from Tier 1 and 50% from Tier *2*. This new treatment makes it possible to move close to the future treatment of these notes during the CRD4 phase-in period; ● capital requirement for the difference between the equity-accounted value and consolidated reserves and OCI weighted as an "equity" exposure. In turn, as in the past, Crédit Agricole S.A. Group is subject to additional capital requirements and capital adequacy ratios applying to financial conglomerates.
Equity investments of over 10% with operations that are financial in nature	● Equity accounted ● Equity investments in credit institutions	Deduction from capital (50% Tier 1 and 50% Tier 2).
Equity investments less than or equal to 10% with operations that are financial in nature	Equity investments and available-for-sale securities	Capital requirement, up to a limit of 10% of total capital before the deduction of equity investments.

TABLE 2: RECONCILIATION BETWEEN THE STATED AND REGULATORY CONSOLIDATED BALANCE SHEETS

Insurance companies consolidated in the financial statements are not included in the regulatory scopes of consolidation. These insurance companies do not present a lack of capital.

(in millions of euros)	Accounting scope	Regulatory adjustments(1)	Regulatory scope(2)
Cash, central banks	68,184	(7)	68,177
Financial assets at fair value through profit or loss	360,325	(69,753)	290,572
Hedging derivative instruments	28,750	(118)	28,632
Available-for-sale financial assets	260,775	(168,338)	92,437
Loans and receivables due from credit institutions	369,035	(3,848)	365,187
Loans and receivables due from customers	301,111	3,685	304,796
Revaluation adjustment on interest rate hedged portfolios	10,650	-	10,650
Held-to-maturity financial assets	14,660	(14,341)	319
Current and deferred tax assets	4,737	466	5,203
Accruals, prepayments and sundry assets	50,226	(4,124)	46,102
Non-current assets held-for-sale	25,951	(4)	25,947
Investments in equity-accounted entities	19,096	10,747	29,843
Fixed assets	9,639	(4,023)	5,616
Goodwill	13,734	(1,199)	12,535
ASSETS	**1,536,873**	**(250,857)**	**1,286,016**
Central banks	2,852	-	2,852
Liabilities at fair value through profit or loss	296,944	1,577	298,521
Hedging derivative instruments	31,172	199	31,371
Due to credit institutions	153,940	(8,750)	145,190
Due to customers	484,620	(357)	484,263
Debt securities	147,933	15,826	163,759
Revaluation adjustment on interest rate hedged portfolios	7,323	(608)	6,715
Current and deferred tax liabilities	2,126	14	2,140
Accruals, deferred income and sundry liabilities	48,398	(4,249)	44,149
Liabilities associated with non-current assets held-for-sale	25,290	-	25,290
Insurance company technical reserves	255,457	(255,457)	-
Provisions	4,575	(160)	4,415
Subordinated debt	28,354	1,013	29,367
Total liabilities	**1,488,984**	**(250,952)**	**1,238,032**
Total equity	**47,889**	**95**	**47,984**
Equity, Group share	42,294	132	42,426
Non-controlling interests	5,595	(37)	5,558
EQUITY AND LIABILITIES	**1,536,873**	**(250,857)**	**1,286,016**

(1) Equity-accounted insurance companies, subsidiaries excluded from the regulatory scope and reintegration of inter-company transactions connected with these subsidiaries.

(2) FINREP disclosures.

II. Regulatory ratios at 31 December 2013

The table below shows the European CRD solvency ratio and details Crédit Agricole S.A. Group's risk weighted assets and the regulatory capital requirements calculated in accordance with the applicable regulations.

The total solvency ratio is calculated as the ratio between total regulatory capital and the sum of:

- credit risk weighted assets;
- regulatory capital requirements for market and operational risks multiplied by 12.5.

(in millions of euros)	31/12/2013	31/12/2012
TIER 1 CAPITAL (A)	**38,303**	**36,358**
Equity capital and reserves Group share	40,814	38,594
Tier 1 capital as agreed by the French Prudential and Resolution Supervisory Authority	958	958
Non-controlling interests (excluding hybrid)	3,620	3,351
Hybrid instruments included in Tier 1 capital as agreed by the French Prudential and Resolution Supervisory Authority	8,462	9,329
Deduction from Tier 1 capital including intangible assets	(15,551)	(15,874)
TIER 2 CAPITAL (B)	**19,472**	**20,304**
TIER 3 CAPITAL	**-**	**-**
DEDUCTIONS FROM TIER 1 AND 2 CAPITAL	**(10,434)**	**(4,898)**
Deductions from Tier 1 capital (C)	(5,564)	(2,171)
Deductions from Tier 2 capital (D)	(4,870)	(2,727)
Including equity investments in credit and financial institutions amounting to more than 10% of their capital (excluding subordinated debt) or which provide significant influence over these institutions (at 100%)	*(3,295)*	*(3,650)*
Including subordinated debt and other capital items held in credit or financial institutions amounting to more than 10% of their capital	*(487)*	*(483)*
Including equity investments in insurance companies	*(1,244)*	-
Including other capital items held in insurance companies	*(4,256)*	-
Including securitisation exposures weighted at 1,250%	*(64)*	*(714)*
Including, for institutions using IRB approaches, the negative difference between the sum of valuation adjustments and collective impairment losses on the relevant exposures and the expected losses	*(1,088)*	*(51)*
DEDUCTIONS OF INSURANCE COMPANIES' CAPITAL	**-**	**(13,176)**
TOTAL NET AVAILABLE CAPITAL	**47,341**	**38,588**
Tier 1 (A+C)	*32,739*	*34,187*
Tier 2 (B+D)	*14,602*	*17,577*
Tier 3	-	-
TOTAL RISK WEIGHTED ASSETS	**299,569**	**293,132**
Credit risk	265,762	257,134
Market risk	10,012	13,134
Operational Risk	23,795	22,864
TIER 1 SOLVENCY RATIO	**10.9%**	**11.7%**
TOTAL SOLVENCY RATIO	**15.8%**	**13.2%**

At 31 December 2013, Crédit Agricole S.A. Group's total CRD solvency ratio under Basel 2 was 15.8%, including a Tier 1 ratio of 10.9% after deduction of the relevant equity investments (Tier 1), compared with ratios of 13.2% and 11.7%, respectively, at 31 December 2012.

Changes in the various components of the ratio, particularly impacted by new treatment for insurance companies, are analysed below:

- **net available capital** totalled €47.3 billion at 31 December 2013, up €8.8 billion compared with 31 December 2012:
  - Tier 1 capital amounted to €32.7 billion at 31 December 2013, a decline of €1.4 billion compared with end-2012,
  - equity capital and reserves Group share rose €2.2 billion, with the major impact being the €2.4 billion regulatory result for the period. Furthermore, there is a fall in unrealised gains and losses of a little less than €0.1 billion.

    Since 31 March 2008, this item has included a shareholders' advance made available to Crédit Agricole S.A. by the Regional Banks. It has amounted to €958 million since 23 December 2011, when part of it was repaid with the implementation of the first tranche of the "Switch" transaction, which reduced the regulatory requirements on Crédit Agricole S.A. in respect of the 25% minority interest held in the capital of the Regional Banks. As neither this advance nor the "T3CJs" were eligible under CRD4, they were fully replaced with new guarantees that took effect on 2 January 2014,
  - Tier 1 capital also includes non-controlling interests in equity investments held, which rose by €0.3 billion. For reference, it notably includes the "T3CJs" (see Note 6.11 to the consolidated financial statements), hybrid capital securities issued by Crédit Agricole S.A. and subscribed for by the Regional Banks. Outstandings amounted to €470 million since 23 December 2011, when part of it was repaid with the implementation of the first tranche of the Switch transaction,
  - hybrid securities included in Tier 1 capital as agreed by the ACPR decreased by €0.9 billion due mainly to the repayment on 27 June 2013 of a deeply subordinated note issued by Crédit Agricole S.A. for €650 million, the remainder being basically due to translation adjustments,
  - intangible assets and other Tier 1 deductions decreased by €0.3 billion as a result in particular of a €0.2 billion reduction in the deduction for return on correlation book and a €0.1 billion change in other intangible assets,
  - deductions for equity investments rose €5.5 billion:
    - deductions for equity investments in insurance companies were presented in 2013 as Tier 1 and Tier 2 deductions for a total of €5.5 billion. As indicated previously, it includes, as a result of the end of the transitional method for insurance holdings, i) the consolidated reserves and OCI for insurance companies totalling €1.2 billion and which are deducted in full from Tier 1, and ii) the subordinated notes held in the insurance companies, which at end-2013 were 50% deducted from Tier 1 and 50% from Tier 2. At end-December, this amounted to €4.3 billion,[1]
    - in addition, the deductions for banking investments decreased by €0.4 billion, of which €0.3 billion as a result of the disposal of Bankinter (equity investment of over 10% at end-2012),
    - securitisation exposures decreased a substantial €0.7 billion through the disposal and amortisation of US CDOs and RMBSs (CDO with residential underlyings) at Crédit Agricole CIB,
    - finally, the negative difference between the sum of valuation adjustments and collective impairment losses on the relevant exposures and the expected losses increased €1 billion under the CRD3 calculation, as a result of the roll out to the IRB approach of Cariparma's Retail portfolio and an adjustment to the calculation parameters within the Agos scope,
  - Tier 2 capital decreased €0.8 billion overall. The main changes stemmed from the €0.5 billion redemption of perpetual subordinated notes (TSDI) and the issue of contingent capital securities totalling €0.7 billion that will qualify for Tier 2 under CRD4. The remainder consisted of regulatory discounts and maturity dates,
  - Tier 3 capital was zero at 31 December 2013, following the repayment of the debt on 31 March 2010,
  - Crédit Agricole S.A. Group no longer deducts the capital of insurance companies from total capital following, as discussed above, the end of the transitional method relating to the treatment of equity investments in insurance companies for financial conglomerates. The impact of this change on total capital, aside from the deduction of the consolidated reserves and OCI and subordinated notes discussed above, is thus the cancellation of the deduction which, at 31 December 2012, amounted to €13.2 billion;
- Basel 2 risk weighted assets totalled €299.6 billion at 31 December 2013, up 2.2% on the assets at end-December 2012 (€293.1 billion):
  - credit risk, which totalled €265.8 billion at 31 December 2013, rose by €8.6 billion over the period. This increase was due to the risk weighting of insurance holdings for €31.0 billion (end of the transitional method for insurance holdings at 31 December 2012) partly offset by the disposal of Emporiki finalised on 1 February (-€15.5 billion) and the realisation of methodological gains (-€4.8 billion) primarily due to the effect of rolling out the Cariparma Retail customer portfolio to the IRB approach,

(1) With the change to CRD4, on 1 January 2014 these deductions were removed in favour of a weighting, which resulted in a guarantee from the Regional Banks on 2 January 2014.

- market risk, which totalled €10.0 billion at 31 December 2013, recorded a reduction of €3.1 billion over the year, attributable mainly to the impact of hedging designed to reduce the sensitivity of the IRC by means of CDSs, undertaken in the Corporate and investment bank,
- operational risk, which totalled €23.8 billion, was up slightly on 2012.

The risk weighted assets associated with investments in the Regional Bank's CCIs/CCAs increased by €2.7 billion compared with 31 December 2012 in line with the increase in the equity-accounted value of the Regional Banks.[1]

III. Basel 3 solvency

Summary of the main changes introduced by Basel 3 (CRD4) compared with Basel 2

Strengthening the regulatory framework, Basel 3 raises the quality and level of required regulatory capital and adds new risks to the regulatory framework. The legislation governing the regulatory requirements applicable to credit institutions and investment firms was published in the Official Journal of the European Union on 26 June 2013 (directive 2013/36/EU and Regulation (EU) no. 575/2013 of the European Parliament and of the Council) and will apply from 1 January 2014 on the basis of the transitional provisions provided for in the legislation.

1) **Solvency ratio numerator**: Basel 3 defines three levels of capital:

- Common Equity Tier 1 (CET1);
- Tier One which is comprised of Common Equity Tier One and additional Tier 1 capital;
- capital consisting of Tier 1 and Tier 2 capital.

CET1 is calculated having regard to the following changes, which will be introduced on a "phased" basis:

- the elimination of most prudential filters, in particular as regards unrealised gains and losses on equity instruments and other available-for-sale financial assets (*i.e.* debt securities), except for sovereign debt securities as long as IAS 39 is in force;
- deduction of deferred tax assets for loss carryforwards (previously risk weighted at 0%);
- deduction of negative amounts resulting from any shortfall of provisions compared with expected losses (they were previously deducted 50% from Tier 1 and 50% from Tier 2);
- deduction of deferred tax assets arising from temporary differences (previously risk weighted at 0%) above a threshold below which they are included in risk weighted assets;
- deduction of financial investments (these were previously deducted 50% from Tier 1 and 50% from Tier 2) above the thresholds below which they are included in risk weighted assets.

Tier 1 and Tier 2 capital includes instruments that must satisfy more demanding criteria before being recognised under Basel 3. For the purposes of calculating the phased-in ratio they benefit from a grandfathering provision should they not be eligible under Basel 3, such that they are progressively eliminated from capital over a period of ten years.

2) **Solvency ratios denominator**: Basel 3 makes changes to the calculation of credit and counterparty risk weighted assets, and in particular factors in:

- the risk of market price movements as a result of the credit rating of the counterparty (CVA "Credit Valuation Adjustment");
- central counterparty risks (clearing houses);
- external ratings for weighting financial counterparties under the standardised method;
- an increase in the correlation of default of large financial sector entities for treatment under the Internal Rating Based approach;
- preferential treatment of exposures on small and medium-sized firms (SME).

Furthermore, risk weighted assets include, for the validated conglomerate scope, the equity-accounted value of insurance investments, weighted at 370%.

3) **Overall, under Basel 3, three levels of solvency ratio are calculated** (a CET1 ratio, a Tier 1 ratio, a total capital ratio). The calculation of these ratios will be phased-in so as to progressively manage the transition from Basel 2 calculation rules to those under Basel 3.

In addition to the mandatory minimum ratio levels, "capital buffers" will be progressively introduced. They are designed to strengthen the resilience of the banking sector. They include in particular the capital conservation buffer, the countercyclical buffer and the systemic risk buffer for institutions of systemic importance.

Basel 3 ratios

With a view to the Medium Term Plan that will be the subject of an investor day on 20 March 2014, Crédit Agricole S.A. presented on 7 November 2013, in tandem with the publication of its financial statements at end-September 2013, its capital structure and solvency trajectory under CRD4 both for Crédit Agricole S.A. and Crédit Agricole Group. They reflect the ongoing goal to make all parts of the Group more financially sound.

(1) *This increase does not give rise to the updating of the guarantee given by the Regional Banks in respect of the first "Switch" contracts.*

Since 1 January 2014, Crédit Agricole S.A. has exceeded its own target of a non-phased Common Equity Tier 1 ratio (CET1) of between 7.8% and 8%. The non-phased CRD4 Common Equity Tier 1 ratio was thus calculated at 8.3% *pro forma* in early January 2014, the date on which the new regulations came into force. This level reflects:

- the weighting at 370% of the capital and reserves of Crédit Agricole Assurances;
- specific guarantees (Switch)(1), under which the Regional Banks undertake to bear the regulatory requirements resulting from Crédit Agricole S.A.'s equity investments in the Regional Banks and their extension in early 2014 to Crédit Agricole S.A.'s equity investment in Crédit Agricole Assurances (CAA);
- a target payout ratio of 35%, and the undertaking by SAS Rue La Boétie to opt for the payment of scrip dividends.

CAPITAL, CAPITAL REQUIREMENTS AND CAPITAL ADEQUACY

I. Composition of capital

Regulatory capital is calculated in accordance with Regulation no. 90-02 of 23 February 1990, amended by the decree of 23 November 2011, published by the *Comité de la réglementation bancaire et financière* related to capital. It is divided into three categories: Tier 1 capital, Tier 2 capital and Tier 3 capital, from which various types of deductions are made.

Categories of capital are broken down on the basis of the following criteria: decreasing degree of robustness and stability, duration, degree of subordination.

1. Tier 1 capital

This includes:

A. PERMANENT EQUITY (CAPITAL, RESERVES, NON-CONTROLLING INTERESTS) AFTER DEDUCTIONS

- issued capital;
- reserves, including revaluation adjustments and other comprehensive income.

  Unrealised gains or losses on available-for-sale financial assets are recognised for accounting purposes in other comprehensive income and are restated as follows:

  - for equity instruments, net unrealised gains are deducted from Tier 1 capital, net of the amount of tax already deducted for accounting purposes, and are then added, before tax, to Tier 2 capital in the amount of 45%. Net unrealised losses are not restated;
  - other comprehensive income from cash flow hedges are neutralised;
  - other comprehensive income from other financial instruments, including debt instruments or loans and receivables, are also neutralised;
  - impairment losses on available-for-sale assets recognised through profit or loss are not restated;
  - finally, other comprehensive income representing own credit risk recognised for issues designated as at fair value through profit or loss are neutralised;
- share and merger premiums;
- retained earnings;
- net earnings for the current financial year, *i.e.* net income Group share, less a provision for estimated dividends (unless a dividend payment is not planned);
- funds deemed by the French Prudential and Resolution Supervisory Authority (ACPR) to fulfil the conditions for inclusion in Tier 1 capital, and which are not hybrid instruments such as those referred to below. At 31 December 2013, Crédit Agricole S.A.'s Tier 1 capital included a shareholders' advance from the Regional Banks, partly repaid (see comment above);

(1) *By the amendment signed on 19 December 2013, Crédit Agricole S.A. and the Regional Banks decided to extend the guarantee base granted by the Regional Banks to Crédit Agricole S.A. on 23 December 2011 to Crédit Agricole S.A.'s equity investment in Crédit Agricole Assurances. The new guarantees were effective from 2 January 2014 and now allow the transfer of regulatory requirements related to the shares held by Crédit Agricole S.A. in Regional Banks (CCI/CCA) and in Crédit Agricole Assurances. The guarantee amounts to €14.7 billion for CCI/CCA and €9.2 billion for Crédit Agricole Assurances.*

At the same time, on 2 January 2014, Crédit Agricole S.A. repaid the entire remaining balance on the shareholder advance agreed by the Regional Banks and the hybrid capital securities "T3CJ", i.e. a total of €1.4 billion.

- non-controlling interests: these include the non-controlling interests in Crédit Agricole S.A.'s equity investments as well as the T3CJs (see Note 6.11 to the consolidated financial statements), which the ACPR has exempted from inclusion in the hybrid securities category below (see comment above);
- the following items are deducted:
  - treasury shares held, valued at their net carrying amount,
  - intangible assets including start-up costs and goodwill.

B. HYBRID INSTRUMENTS (INCLUDING PREFERRED SHARES)

These include non-innovative capital instruments and innovative capital instruments, the latter with a strong repayment incentive notably via a step-up mechanism. Hybrid instruments consist of the deeply subordinated notes issued under the terms of Article L. 228-97 of the French Commercial Code, as amended by the French Financial Security Act of 1 August 2003, and preferred securities issued under UK and US laws, which come from the consolidation of *ad hoc* vehicles for the indirect issue of hybrid instruments.

Note 6.20 to the consolidated financial statements "Equity" presents, in particular, the capital composition and details of the preferred shares. Hybrid instruments are subject to certain limits relative to Tier 1 capital:

- "innovative" hybrid instruments, as defined above, are limited to 15% of Tier 1 capital subject to prior approval from the SGACPR, provided they meet the criteria for eligibility as Tier 1 capital;
- total hybrid instruments – both innovative and non-innovative – may not exceed 35% of Tier 1 capital;
- hybrid instruments (including the aforementioned preferred shares), and the aforementioned minority interests, taken collectively, may not exceed 50% of Tier 1 capital.

DEEPLY SUBORDINATED NOTES AND PREFERRED SHARES AT 31 DECEMBER 2013

ISIN	Issuer	Date of issue	Amount on issue (in millions)	Currency	Compensation	Description Call	*Step-up* (Y/N)	Regulatory treatment	Eligible under CRD4 (Y/N)	Coupon suspension conditions	Write-down condition	Regulatory amount at 31/12/2013 (in millions of euros)[(1)]	Regulatory amount at 31/12/2012 (in millions of euros)[(1)]
Deeply subordinated notes at 31/12/2013													
FR0010161026	Crédit Agricole S.A.	04/02/2005	600	EUR	6% then starting 04/02/2006, 10y CMS+0.025%, cap at 7.75%	04/02/2015 then annual	N	T1	N	A	C	371	371
FR0010248641	Crédit Agricole S.A.	09/11/2005	600	EUR	4.13% then starting 09/11/2015, E3M +1.65%	09/11/2015 then quarterly	Y	T1	N	A	C	329	329
FR0010291997	Crédit Agricole S.A.	24/02/2006	500	GBP	5.136% then starting 24/02/2016, Libor 3M GBP +1.575%	24/02/2016 then quarterly	Y	T1	N	A	C	238	243
FR0010359794	Crédit Agricole S.A.	11/08/2006	400	CAD	5.5% then starting 11/08/2016, CDOR 3M Cad +1.75%	11/08/2016 then quarterly	Y	T1	N	A	C	40	45
US225313AA37	Crédit Agricole S.A.	31/05/2007	1500	USD	6.637% then starting 31/05/2017, Libor 3M USD +1.2325%	31/05/2017 then every ten years	N	T1	N	A	C	644	673
FR0010533554	Crédit Agricole S.A.	19/10/2007	500	USD	7.375%	19/10/2012 then semi-annually	N	T1	N	A	C	363	379
NZCASD0001S5	Crédit Agricole S.A.	19/12/2007	250	NZD	10.035% then starting 19/12/2012, 5.04%, then starting 19/12/2017, NZD 3M +1.90%	19/12/2017 then quarterly	N	T1	N	A	C	148	155
FR0010564161	Crédit Agricole S.A.	27/12/2007	650	EUR	7.625% then starting 27/12/2012, E3M +3.10%	27/12/2012 then quarterly	N	T1	N	A	C	-	650
FR0010575654	Crédit Agricole S.A.	30/01/2008	400	GBP	7.589% then starting 30/01/2020, Libor 3M GBP +3.55%	30/01/2020 then quarterly	Y	T1	N	A	C	206	210
FR0010603159	Crédit Agricole S.A.	31/03/2008	850	EUR	8.2% then starting 31/03/2018, E3M +4.80%	31/03/2018 then quarterly	Y	T1	N	A	C	849	849
FR0010670422	Crédit Agricole S.A.	30/09/2008	500	EUR	10.653% then starting 30/09/2018, E3M +6.80%	30/09/2018 then quarterly	Y	T1	N	A	C	500	499
FR0010772244	Crédit Agricole S.A.	26/06/2009	1350	USD	9.75%	26/12/2014 then semi-annually	N	T1	N	A	C	977	1,020
USF22797FK97	Crédit Agricole S.A.	13/10/2009	1000	USD	8.375% then starting 13/10/2019, Libor 3M USD +6.982%	13/10/2019 then quarterly	Y	T1	N	A	C	722	754
FR0010814418	Crédit Agricole S.A.	26/10/2009	300	GBP	8.125% then starting 26/10/2019, Libor 3M GBP +6.146%	26/10/2019 then quarterly	Y	T1	N	A	C	348	355
FR0010814434	Crédit Agricole S.A.	26/10/2009	550	EUR	7.875% then starting 26/10/2019, E3M +6.424%	26/10/2019 then quarterly	Y	T1	N	A	C	548	547
-	CACEIS S.A.	28/11/2007	80	EUR	6.315% then starting 28/11/2017, E3M +2.80%	28/11/2017 then quarterly	Y	T1	N	A	C	40	40
XS0406757525	Newedge Group	23/12/2008	205	USD	8.60% then starting 23/12/2013, Libor 3M +6.5%	23/12/2013 then quarterly	N	T1	N	A	C	74	78
IT0004743818	Cariparma	29/06/2011	120	EUR	E3M +7.29%	28/06/2016 then quarterly	N	T1	N	D	E	29	29
Preferred shares (equivalent to deeply subordinated notes)													
XS0161441000	CA Preferred Funding LLC	30/01/2003	1500	USD	7.00%	30/01/2009 then quarterly	N	T1	N	B		1,088	1,137
XS0173838847	CA Preferred Funding LLC	08/08/2003	550	USD	7.00%	30/07/2009 then quarterly	N	T1	N	B		399	417
NL0000113868	CA Preferred Funding LLC	19/12/2003	550	EUR	6.00%	30/07/2009 then quarterly	N	T1	N	B		550	550
TOTAL												**8,463**	**9,330**

(1) *Amounts used for the Corep declaration.*

NB: *The total Tier 1 amount is eligible for grandfathering up to the step-up date for innovative securities or up to the recognition cut-off date indicated in the legislation.*

Key:

A At the issuer and supervisor's discretion; non-cumulative dividend pusher.

B Non-cumulative dividend pusher.

C When the minimum regulatory threshold applicable to the total capital ratio is breached downward or upon the intervention of the supervisory authority ("Supervision event"), accrued interest and the notional are impaired up to a maximum of 0.01 units of the issue currency.

D At the discretion of the issuer and supervisor and non-cumulative dividend stopper on certain junior securites or securities of the same ranking, otherwise dividend pusher.

E At Cariparma's discretion, or in the event that the total capital ratio falls below the 6% threshold or another minimum regulatory threshold as applicable, or upon the intervention of the supervisory authority, the notional is impaired up to a maximum of 0.01 units of the issue currency.

2. Tier 2 capital

This includes in particular:

- funds from subordinated debt instruments that meet the conditions set out in Article 4c of Regulation no. 90-02 on capital (perpetual subordinated notes and participating securities);
- funds from subordinated debt instruments that meet the conditions set out in Article 4d of Regulation no. 90-02 (redeemable subordinated notes);
- 45% of net unrealised gains on equity instruments transferred before tax into Tier 2 capital;
- the positive difference between the sum of valuation adjustments and collective impairment related to these exposures and expected losses calculated using the internal ratings-based approach, capped at 0.6% of the risk weighted assets.

PERPETUAL SUBORDINATED NOTES AND PARTICIPATING NOTES AS AT 31 DECEMBER 2013

ISIN	Issuer	Date of issue	Amount on issue *(in millions)*	Currency	Compensation	Description Call	*Step-up* (Y/N)	Regulatory treatment	Eligible under CRD4 (Y/N)	Regulatory amount at 31/12/2013 *(in millions of euros)*(1)	Regulatory amount at 31/12/2012 *(in millions of euros)*(1)
Perpetual subordinated notes at 31/12/2013											
-	Crédit Agricole S.A.	20/12/2001	937	EUR	5.641% then starting 20/12/2011, E3M +0.75%	20/12/2011 then quarterly	N	T2	N	937	937
FR0000181307	Crédit Agricole S.A.	07/03/2003	636	EUR	5.2% then starting 07/03/2015, 12-year govt. lending rate +1.50% (revised every 12 years)	07/03/2015 then every 12 years	Y	T2	N	583	583
FR0000475790	Crédit Agricole S.A.	20/06/2003	1,050	GBP	5% then starting 20/06/2018, 5 Y UKT +0.97% +1%	20/06/2018 then every five years	Y	T2	N	184	187
FR0000189268	Crédit Agricole S.A.	30/06/2003	497	EUR	4.7% then starting 03/07/2016 until 03/07/2029, 13-year govt. lending rate +1% then starting 03/07/2029, 13-year govt. lending rate +1.25% (revised every 13 years)	03/07/2016 then every 13 years	Y	T2	N	447	447
FR0010036087	Crédit Agricole S.A.	24/12/2003	505	EUR	5% then starting 24/12/2015, 12-year govt. lending rate +0.75% (revised every 12 years)	24/12/2015 then every 12 years	Y	T2	N	423	422
FR0010353151	Crédit Agricole S.A.	30/06/2006	500	EUR	4.61% then starting 30/06/2011 until 30/06/2016, E3M +1.29%, then starting 30/06/2016, E3M +2.04%	June 2011 then quarterly	Y	T2	N	-	500
FR0000584997	LCL	04/11/1985	229	EUR	Average of average monthly rates of return for payment of govt.-guaranteed and similar loans (INSEE publication) -0.15%	-	N	T2	N	96	97
FR0000165912	LCL	05/01/1987	229	EUR	Average of average monthly rates of return for payment of govt.-guaranteed and similar loans (INSEE publication) -0.30%	05/01/1994 then annual	N	T2	N	110	115
Participating notes											
FR0000140071	LCL	22/10/1984	305	EUR	40% TMO +33% TMO x (Net income for (N-1)/Net income for 1983)	-	N	T2	Y	120	142
TOTAL										**2,900**	**3,430**

(1) Amounts used for the Corep declaration.

In addition, subordinated debts at 31 December 2013 also include (see Note 6.11 to the consolidated financial statements “Debt securities in issue and subordinated debt”):

- mutual security deposits;
- participating notes and loans;
- redeemable subordinated notes (TSR).

3. Deductions from capital

Deductions are described in Articles 6, 6 bis and 6 quater of Regulation no. 90-02 on capital. They include equity investments representing more than 10% of the equity capital of a credit institution or investment firm, as well as subordinated debt holdings and any other equity-based instruments. 50% of the amounts concerned is deducted from Tier 1 capital and 50% from Tier 2 capital.

Since 31 December 2010, the equity-accounted interests held by Crédit Agricole S.A. in the capital of the Regional Banks are no longer included in deductions under the terms of Article 67 of the "New methods of calculating solvency ratios", which, since 2011, has stipulated that Article 6 III of Regulation no. 90-02 applies to intra-group investments by cooperative and mutual banks held in the form of cooperative investment certificates (CCI) and cooperative associate certificates (CCA). Consequently, Crédit Agricole S.A. no longer deducts 50% of the amount of its interests in the Regional Banks and their financial subsidiaries from Tier 1 capital and 50% from Tier 2 capital, but adds them to the total risk weighted assets after applying weightings.

At the end of 2011, Crédit Agricole S.A. set up the first tranche of the "Switch" transaction, reducing the prudential requirements on Crédit Agricole S.A. for the 25% minority interests held in the Regional Banks.

In return, Crédit Agricole S.A. repaid 74.5% of the shareholder advance agreed by the Regional Banks and 74.5% of the hybrid capital securities "T3CJ", *i.e.* a total of €4.2 billion.

In accordance with Article 6 bis of the aforementioned Regulation no. 90-02, the deductions include securitisation exposures weighted at 1,250% held by institutions subject to that regulation when these exposures are not included in the calculation of risk weighted assets.

Finally, these deductions also include the deduction for expected losses on the share portfolio, and, where relevant, the negative difference for institutions using internal ratings-based approaches between the collective impairments and the expected losses.

Tier 1 consists of Tier 1 capital after the relevant deductions. Symmetrically, Tier 2 consists of supplementary capital after the related relevant deductions.

On the other hand, Crédit Agricole S.A.'s equity investments in insurance companies, as well as its subordinated debt holdings and any other equity-based instruments are no longer wholly deducted from total capital. Since 1 January 2013, an institution identified as being a financial conglomerate by the ACPR applies the regulatory treatment defined in the table in sub-section I of the "regulatory ratios" section.

4. Tier 3 capital

This includes subordinated debt with an initial term equal to or more than two years, within the regulatory limits imposed. The Group no longer holds any Tier 3 capital.

5. Reconciliation of accounting and regulatory capital

(in millions of euros)	31/12/2013	31/12/2012 Restated
EQUITY, GROUP SHARE (CARRYING AMOUNT)[1]	**42,294**	**40,174**
Non-controlling and assimilated interests		
Non-controlling interests (carrying amount)	5,597	5,505
Deduction of preferred shares reclassified as “other components of Tier 1 capital”	(2,036)	(2,104)
Regulatory adjustments to Tier 1 capital	-	-
Anticipated dividend payment	(382)	-
Other equity instruments[2]	1,428	1,428
Goodwill and intangible assets	(15,551)	(15,874)
Unrealised gains/losses on cash flow hedges	(290)	(507)
Unrealised gains/(losses) on available-for-sale equity and debt securities	(1,189)	(1,167)
Expected losses (50% of the total on Tier 1)	(544)	(26)
Deduction of securitisation exposures (50% of the total on Tier 1)	(32)	(357)
Deductions in respect of investments in credit or financial institutions (Tier 1 portion)[4]	(1,630)	(1,788)
Deductions of differences in equity-accounted interests in insurance entities (100% Tier 1)	(1,230)	-
Deduction of subordinated debt of insurance companies (50% of the total on Tier 1)	(2,128)	-
Other regulatory adjustments	(29)	(425)
Other components of Tier 1 capital		
Hybrid equity instruments	6,425	7,225
Preferred shares	2,036	2,104
Total Tier 1 capital	**32,739**	**34,187**
Tier 2 funds		
Items, securities and borrowings complying with Articles 4b and 4c (perpetual) of Regulation no. 90-02	3,040	3,565
Securities and borrowings complying with Articles 4d (fixed term) of Regulation no. 90-02	16,120	16,330
Regulatory adjustments to Tier 2 capital		
Regulatory adjustments to other equity instruments[3]	312	297
Surplus of collective impairment expense in relation to expected losses	-	112
Deduction of securitisation exposures (50% of the total on Tier 2)	(32)	(357)
Expected losses (50% of the total on Tier 2)	(544)	(26)
Deductions in respect of investments in credit or financial institutions (Tier 2 portion)[4]	(2,166)	(2,344)
Deduction of subordinated debt of insurance companies (50% of the total on Tier 2)	(2,128)	-
Total Tier 2 capital	**14,602**	**17,577**
Investments in insurance companies	**-**	**(13,176)**
TOTAL COMPREHENSIVE CAPITAL	**47,341**	**38,588**

(1) The valuation adjustment of a limited number of complex derivatives impacted the consolidated reserves for -€252 million in the year ended 31 December 2012 and net income for the year for €82 million in the year ended 31 December 2012. The fair value adjustment at 31 December 2012 of treasury bills and unsubordinated fixed income securities classified as available-for-sale financial assets impacted gains and losses recognised directly in equity for €617 million.

(2) Includes the SAS Rue La Boétie shareholders' advance to Crédit Agricole S.A. in the amount of €958 million and super-subordinated loan notes issued by Crédit Agricole S.A. in favour of the Regional Banks in the amount of €470 million, which received the special approval of the French Prudential and Resolution Supervisory Authority.

(3) Regulatory adjustment to Upper Tier 2 capital of 45% of unrealised gains on available-for-sale equity securities.

(4) Includes equity interests of more than 20% in insurance companies.

The variations in the above table are described in the table of regulatory ratios contained in the “Regulatory ratios” section, in point II, “Regulatory ratios at 31 December 2013”. The following points should also be noted:

- the anticipated dividend includes the dividend payable in respect of the financial year, subject to approval by the General Meeting of Shareholders of 21 May 2014, and reflects SAS Rue La Boétie's commitment to opt for the payment of its dividend in shares;
- all unrealised gains and losses are included in statutory capital, whereas they are for the most part filtered out of regulatory capital;
- in the line “Other regulatory adjustments”, revenues stemming from own credit risk on certain Crédit Agricole Corporate and Investment Bank structured products are subject to prudential filters that affect net income.

II. Capital requirements by type of risk

The capital requirements set out below by risk type, by approach and by exposure class (for credit risk) correspond to 8% of the risk weighted assets set out in the table of prudential ratios, which represents the regulatory minimum. Risk weighted assets are calculated by applying a weighting ratio to each exposure at risk.

The risk weighted assets in respect of credit risk, market risk and operational risk were €299.6 billion at 31 December 2013, compared with €293.1 billion at 31 December 2012.

1. Capital requirements and risk weighted assets under Pillar 1

	31/12/2013		31/12/2012	
(in billions of euros)	Risk weighted assets	Capital requirements	Risk weighted assets	Capital requirements
Credit risk	**265.8**	**21.2**	**257.1**	**20.6**
Market risk – standardised approach	**104.0**	**8.2**	**128.7**	**10.3**
Central governments and central banks	2.8	0.2	2.4	0.2
Institutions	10.1	0.8	10.7	0.9
Corporates	52.7	4.2	62.4	5.0
Retail customers	20.1	1.5	36.6	2.9
Small and medium businesses	*3.0*	*0.2*	*7.1*	*0.6*
Revolving credit	*5.5*	*0.4*	*6.6*	*0.5*
Home loans	*1.4*	*0.1*	*7.8*	*0.6*
Other exposures	*10.2*	*0.8*	*15.1*	*1.2*
Equities	1.9	0.2	2.2	0.2
Securitisations	0.2	-	0.2	-
Other non-credit obligation assets	16.2	1.3	14.2	1.1
Market risk – internal ratings-based approach	**161.8**	**13.0**	**128.4**	**10.3**
Central governments and central banks	1.2	0.1	2.0	0.2
Institutions	9.5	0.8	10.5	0.8
Corporates	68.8	5.5	71.5	5.7
Retail customers	32.5	2.6	26.9	2.2
Small and medium businesses	6.8	0.5	5.0	0.4
Revolving credit	*3.0*	*0.2*	*3.1*	*0.2*
Home loans	*7.0*	*0.6*	*5.7*	*0.5*
Other exposures	*15.7*	*1.3*	*13.1*	*1.1*
Equities	45.1	3.6	10.5	0.8
Simple risk weighting approach	45.1	3.6	10.5	0.8
Private equity exposures in sufficiently diversified portfolios (190% weighting)	*2.0*	*0.2*	*1.9*	*0.2*
Listed equity exposures (290% weighting)	*3.4*	*0.3*	*3.4*	*0.3*
Other equity exposures (370% weighting)	*39.7*	*3.1*	*5.2*	*0.3*
Internal models method	-	-	-	-
Securitisations	4.7	0.4	7.0	0.6
Other non-credit obligation assets	-	-	-	-

(in billions of euros)	31/12/2013 Risk weighted assets	31/12/2013 Capital requirements	31/12/2012 Risk weighted assets	31/12/2012 Capital requirements
Market risk	**10.0**	**0.8**	**13.1**	**1.1**
Market risk under standardised approach	**2.3**	**0.2**	**3.3**	**0.3**
Interest rate risk	*0.9*	*0.1*	*1.6*	*0.2*
Equity position risk	*0.1*	*-*	*0.1*	*-*
Foreign exchange risk	*1.2*	*0.1*	*1.5*	*0.1*
Commodities risk	*0.1*	*-*	*0.1*	*-*
Market risk measured using internal models	**7.7**	**0.6**	**9.8**	**0.8**
VaR	*1.4*	*0.1*	*1.4*	*0.1*
Stressed VaR	*2.7*	*0.2*	*2.3*	*0.2*
IRC	*3.6*	*0.3*	*6.1*	*0.5*
CRM	*-*	*-*	*-*	*-*
of which additional capital requirements arising from exceeding the large exposures limits				
Operational risk	**23.8**	**2.0**	**22.9**	**1.8**
Operational risk under the standardised approach	6.9	0.6	8.5	0.7
Operational risk under the advanced measurement approach	16.9	1.4	14.4	1.1
TOTAL	**299.6**	**24.0**	**293.1**	**23.5**
of which standardised approach	113.2	9.0	140.5	11.3
of which IRB approach	186.4	15.0	152.6	12.2

2. Risk weighted assets by business line

31/12/2013 *(in millions of euros)*	Credit risk Standardised approach	Credit risk Foundation IRB	Credit risk Advanced IRB	Credit risk	Operational Risk	Market risk	Total risk weighted assets
French retail banking	5,630	5,453	27,473	38,556	2,103	2	40,661
International retail banking	27,558	-	4,212	31,770	2,884	93	34,747
Specialised financial services	36,686	63	14,718	51,467	2,255	22	53,744
Savings management and insurance	11,444	30,852	699	42,995	3,600	87	46,682
Corporate and investment banking	13,188	3,028	67,787	84,003	12,238	8,392	104,633
Corporate centre	9,447	5,620	1,904	16,971	715	1,416	19,102
TOTAL RISK WEIGHTED ASSETS	**103,953**	**45,016**	**116,793**	**265,762**	**23,795**	**10,012**	**299,569**

31/12/2012 *(in millions of euros)*	Credit risk Standardised approach	Credit risk Foundation IRB	Credit risk Advanced IRB	Credit risk	Operational Risk	Market risk	Total risk weighted assets
French retail banking	7,119	2,989	28,427	38,535	1,964	2	40,501
International retail banking	52,104	-	-	52,104	3,850	305	56,259
Specialised financial services	38,162	59	12,422	50,643	2,495	52	53,190
Savings management and insurance	12,227	-	505	12,732	3,821	102	16,655
Corporate and investment banking	9,362	2,355	74,073	85,790	10,004	11,295	107,089
Corporate centre	9,796	5,082	2,452	17,330	730	1,378	19,438
TOTAL RISK WEIGHTED ASSETS	**128,770**	**10,485**	**117,879**	**257,134**	**22,864**	**13,134**	**293,132**

3. Change in risk weighted assets

The table below shows change in Crédit Agricole S.A. Group's risk weighted assets in 2013:

(in billions of euros)	**Amount**
Risk weighted assets at 31 December 2012	**293.1**
Disposal of Emporiki	(15.5)
Classification of insurance in risk weighted assets	31.0
Foreign exchange effect (USD)	(1.4)
Updating of models and methodological developments	(4.8)
Organic change[1]	(2.8)
Risk weighted assets at 31 December 2013	**299.6**

(1) Change in exposures and credit migration.

III. Assessment of internal capital adequacy

The Group has implemented an internal capital adequacy assessment system covering Crédit Agricole Group, Crédit Agricole S.A. Group and the Group's main French and foreign entities. This approach is designed to meet the requirements of Pillar 2 of the Basel agreement, and more particularly the Internal Capital Adequacy Assessment Process (ICAAP), implemented under the responsibility of individual institutions.

Its main purpose is to ensure that the Group's capital, calculated at the level of the financial conglomerate, and that of its main entities, is adequate for the risks incurred, while ensuring the quality of risk controls and checks.

The risks quantified for the purposes of internal capital are:

- risks covered by Pillar 1 (credit and counterparty risk, market risk and operational risk);
- risks covered by Pillar 2 (interest-rate risk in the banking portfolio and credit concentration risk);
- insurance risks.

Liquidity risk is not included in the assessment as the Group takes a qualitative approach to liquidity risk through its management and supervision systems, as well as to its liquidity continuity plan.

In addition to these risks, the internal capital approach requires banks to ensure that their capital requirements calculated under Pillar 1 adequately cover all residual risk related to risk mitigation techniques and securitisation transactions. Failing that, for internal capital purposes, a risk adjustment to Pillar 1 requirements must be made by any entities exposed to these risks.

The quantitative approach used to calculate internal capital is incremental compared with Pillar 1 requirements. Measures implemented refer to the target rating of the Group. This approach consists in:

- adjusting capital requirements calculated under Pillar 1 so that internal capital adequately reflects, from an economic standpoint, all the material risks in each business activity;
- supplementing Pillar 1 requirements to take Pillar 2 risks into account;
- taking into account, on a prudent basis, the impacts of diversification resulting from the broad spread of business activities within the same group, including between banking and insurance.

Internal capital for credit risk exposures excluding retail banking is based on an internal economic capital model, enabling in particular a better comprehension of concentrations in credit portfolios.

Internal capital exposure to retail banking credit risk is calculated, for the French scope, on the basis of measurements based on macro-economic scenarios, the severity of which is graded in line with the Group's target rating. This approach will be extended to entities located outside France.

For market risk, which is monitored through VaR, internal capital fully integrates regulatory developments under Pillar 1 (stressed VaR, IRC). The horizon of capital measurement is made consistent with that used for other risks.

In calculating internal capital for interest rate risk in the banking portfolio, Crédit Agricole S.A. Group applies interest rate and inflation shocks, the severity of which is graded in line with the Group's target rating. In respect of the interest rate shocks applied, impacts on all directional, optional and behavioural risks are measured for each of the significant currencies. The calculation of internal capital also includes the offsetting impact provided by the lesser of (i) annual net interest income and (ii) annual gross operating income, capped at 20% of equity.

Insurance risks are taken into account in the Group's internal capital based on the measures taken under the current and future regimes applicable to insurance companies (Solvency 1, Solvency 2).

Diversification between risks is measured by an internal model to quantify the correlations between the different classes of risk. They were updated in 2013 to reflect the sovereign debt crisis in the eurozone.

A prospective approach is implemented to measure internal capital requirements, so as to integrate the effects of the Basel 3 reform, both for the calculation of available capital and for measuring capital requirements.

Crédit Agricole S.A. Group entities subject to the requirement to measure internal capital within their scope are responsible for doing so in accordance with standards and methodologies defined by the Group. More specifically, they must ensure that their ICAAP is appropriately organised and managed. Internal capital determined by the entities is reported in detail to Crédit Agricole S.A.

In addition to the quantitative aspect, the Group's approach relies on a qualitative component supplementing the calculation of internal capital with indicators of the business lines' exposure to risk and their permanent controls. The qualitative part of the ICAAP has three objectives:

- regularly assess the appropriateness of the risk management and control mechanisms of the Group's most significant entities;
- continuously improve the system of risk management and permanent control in the business lines;
- complete the analyses in the quantitative section of the ICAAP.

CREDIT RISK

I. Exposure to credit risk

Definitions:

- **probability of default (PD):** the probability that a counterparty will default within a period of one year;
- **exposure at default (EAD):** exposure amount in the event of default. The concept of exposure encompasses balance sheet assets plus a proportion of off-balance sheet commitments;
- **loss given default (LGD):** ratio between the loss incurred upon counterparty default and the amount of the exposure at the time of default;
- **gross exposure:** amount of the exposure (balance sheet + off-balance sheet), after the impacts of netting and before the application of any credit risk mitigation techniques (guarantees and collateral) and the credit conversion factor (CCF);
- **credit conversion factor (CCF):** ratio between the unused portion of a commitment that will be drawn and at risk at the time of default and the unused portion of the commitment calculated on the basis of the authorised limit or, where applicable, the unauthorised limit if higher;
- **expected losses (EL):** the amount of the average loss the bank expects to have to recognise in its loan portfolio within one year;
- **risk weighted assets (RWA):** risk weighted assets are calculated by applying a weighting ratio to each exposure. The ratio is a function of the characteristics of the exposure and the calculation method used (IRB or standardised);
- **valuation adjustments:** impairment losses on a specific asset due to credit risk, recognised either through a partial write-down or a deduction from the carrying amount of the asset;
- **external credit ratings:** credit ratings provided by an external credit rating agency recognised by the French Prudential and Resolution Supervisory Authority (ACPR).

Credit exposures are classified by counterparty type and financial product type, based on the seven exposure classes shown in the table below and set out in Article 40-1 of the decree of 20 February 2007 on capital requirements applicable to credit institutions and investment firms:

- in addition to exposures to Central governments or central banks, the Central government or central banks class includes exposures to certain regional and local authorities and public sector agencies that are treated as central government agencies, as well as multilateral development banks and international organisations;
- the Institutions class comprises exposure to credit institutions and investment firms, including those recognised in other countries. It also includes some exposures to regional and local authorities, public sector agencies and multilateral development banks that are not classified under central governments;
- the Corporates class is divided into large corporates and small and medium-sized businesses, which are subject to different regulatory treatments;
- the Retail customer class is broken down into home loans, revolving credits, other retail loans and small businesses loans;
- the Equity class comprises exposures that convey a residual, subordinated claim on the assets or income of the issuer or have a similar economic substance;
- the Securitisation class includes exposures to securitisation operations or structures, including those resulting from interest rate or exchange rate derivatives, independently of the institution's role (whether it is the originator, *sponsor or* investor);
- the Other non-credit obligation assets class mainly includes fixed assets and accruals, prepayments and sundry assets.

In accordance with Basel 2, risk weighted assets in the Central governments and central banks, Institutions, Corporate and Retail customers classes are calculated by applying a prescribed formula, the main parameters of which are the EAD, PD, LGD and the maturity associated with each exposure:

- for exposures to Large customers (Central governments and central banks, Institutions and Corporates), the formula is given in Article 47 of the Order dated 20 February 2007;
- for exposures to Retail customers, the formula is given in Article 54-1 of the Order dated 20 February 2007.

Risk weighted assets in the Equities category are calculated by applying standardised weightings to the carrying amount of the exposures. These weightings, prescribed in Article 58-1 of the Order dated 20 February 2007, are a function of the nature of the relevant equities: 190% for capital investment exposures in the case of a diversified portfolio, 290% for exposures to listed equities and 370% for all other "Equities".

The calculation of risk weighted assets in respect of Securitisation exposures is set out in the dedicated section below.

Risk weighted assets relating to exposures in respect of "Other assets not corresponding to a credit obligation" are calculated by applying a standardised weighting of 100% to the carrying amount of the exposures in question.

Parameters that fall into the formulas cited above are estimated using historical default and loss data collected internally by Crédit Agricole S.A. The definition of default used for the calculation of these parameters has a significant influence on the value thereof.

Exposure at Default (EAD) is the amount of exposure to a counterparty at the time of said counterparty's default. For balance sheet items, EAD corresponds to exposure net of provisions for items covered by the standardised approach to credit risk, and to gross amounts for items covered by internal ratings. In the case of limits and financing commitments not used by the counterparty, a fraction of the total commitment is taken into account by applying a credit conversion factor (CCF). The CCF is estimated using an internal method validated by the supervisory authority for retail banking portfolios. The internal CCF is estimated on the basis of the average CCF observed in cases of default by class of exposure. For other portfolios, a standard CCF of 20%, 50% or 100% is applied, depending on the nature of the commitment and its term.

For Large customers, default is defined on a customer-by-customer basis. It accordingly factors in the principle of contagion: an exposure to a defaulting customer causes the classification under default of all of the said customer's assets within the entity responsible for the uniformity of the rating and all of its debts to Crédit Agricole Group.

For Retail customers, the default can be recorded at the level of the transaction. When applied to the debtor, it factors in the principle of contagion. Contagion rules are defined and precisely documented by the entity (joint account, outstandings of individual, professionals, notion of risk group, etc.).

Moreover, the historical default and loss data are themselves highly dependent on the characteristics of the products marketed and the markets in which the Group's various subsidiaries operate. As such, it may be difficult or misleading to compare these parameters between each other or to compare weighted assets calculated using these parameters for a given class of exposure.

Differences in market characteristics may be of various kinds:

- maturity of the market: risk parameters in respect of large customers vary significantly depending on whether the customer or its shareholder is located in a developed or an emerging country; in the former, the rating of the counterparty will depend solely on the specific characteristics of the customer or its reference shareholder; in the latter, the rating of the country will be an important factor in the rating (the rating of a counterparty may only be greater than that of the country in which it is based in very specific cases, the ratings of companies located in emerging markets are generally capped by the rating of the country in question);
- structure of the market: risk parameters vary depending on the type of products marketed, the risk weighted assets calculated on certain products (e.g. home loans) are structurally lower than those calculated on other products (e.g. consumer loans) for the same rating class; consequently, in some countries where home loans account for a very significant part of outstandings, the risk weighted assets of subsidiaries located in these countries tend to be below the Group average;
- position in the cycle: as GDP growth cycles are not synchronous in all countries in which the Group operates, the PD and LGD parameters do not necessarily follow the same trend for all subsidiaries; for instance, PD and LGD estimates on home loans will tend to increase for subsidiaries operating in markets experiencing or having experienced a real estate crisis, while remaining stable elsewhere;
- demographic and cultural differences: the place of private property in the culture of a country, the level of per capita income and demographic characteristics are other factors influencing risk parameters; accordingly, for instance, subsidiaries operating in countries in which the population is better off tend to have lower risk weighted assets than elsewhere, due to the fact that debt-to-income ratios will tend to be lower.

Products marketed may also vary from one subsidiary to another or from one country to another, potentially resulting in divergent risk parameters and risk weighted assets for the same type of customer. The type of products marketed can influence risk parameters in various ways:

- nature of products: products marketed may be very different in nature; as such, home loans may vary from one country to another as a function of their average maturity or the average ratio between the amount of the loan and the value of the financed property (loan-to-value ratio, LTV); the longer the maturity or the higher the LTV, the higher the risk parameters and risk weighted assets;
- business model: Crédit Agricole S.A.'s business model consists in holding loans granted to customers to maturity, whereas other banking models consist in selling large portions of their outstanding loans to securitisation vehicles; Crédit Agricole S.A. consequently keeps all home loans on its balance sheet, where they are generally blended with the lower risk parameters and risk weighted assets of other asset classes, resulting in a structurally lower level of average risk weighted assets than for banks that sell this type of loan;
- collateral: loans granted can be secured by collateral or personal guarantees, the value and quality of which will be reflected in lower risk parameters than those of unsecured loans.

In addition, the type of customers may also vary significantly depending on the distribution channel: in the case of revolving credit, for instance, the customer (and the associated risk parameters) will differ depending on whether the products are marketed by Crédit Agricole Group Regional Banks to their customers or through subsidiaries specialising in consumer credit.

The pertinence and reliability of the rating data used are guaranteed by a process consisting in the initial validation and subsequent maintenance of internal models based on a structured and documented organisation implemented throughout the Group and involving entities, the Risk Management and Permanent Controls department and the Audit function.

The set of internal models used in Crédit Agricole Group was presented for approval to the Standards and Methodology Committee before internal validation by the Group Control function. The internal validation is deemed to be a pre-validation, as it pre-dates the application for formal approval to the French Prudential and Resolution Supervisory Authority. The process of constructing and validating an internal rating model requires work over a period generally spanning three to five years, involving several on-site pre-validation and validation assignments.

After validation, systems governing internal ratings and the calculation of risk parameters are subject to permanent and periodic control within each Group entity.

With regard to permanent control, a back-testing Committee has been established within each entity. This Committee (which may, for some entities, be a specific agenda item for the Risk Committee) is chaired by the Risk Management department of the relevant entity and includes a representative from the Group Risk Management and Permanent Controls department. It meets at least twice a year and is the subject of reports to the Chief Executive Officer and the head of the entity's Risk Management department, as well as the Group Risk Management and Permanent Controls department.

Periodic inspection is conducted annually by the Internal Audit function or any third party specifically authorised by it. The audit plan covers:

- systems for calculating ratings and estimating risk parameters, as well as compliance with minimum requirements;
- systems functioning (correct implementation).

The corresponding reports are sent to the person responsible for monitoring the relevant entity within the Group Risk Management and Permanent Controls department.

The entity performs internal controls (permanent and periodic) bear on:

- the quality of input and output data within the system;
- the conceptual and technical quality of systems for calculating ratings and estimating risk parameters;
- the completeness of data used for the calculation of risk weighted assets.

Back-testing is critical in maintaining the pertinence and performance of rating models. A first phase of analysis is based chiefly on the quantitative analysis of the predictive model as a whole and its main explanatory variables.

This exercise can also detect significant change in the structure and behaviour of portfolios and customers. Back-testing then results in decisions to adjust or recast models in order to factor in the new structural elements. This allows changes in non-cyclical behaviour or change in the franchise to be identified, revealing the impact of commercial or risk strategies implemented by the Bank.

Across the Group as a whole, each rating method is back-tested at least once annually by the unit responsible for the method (Risk Management and Permanent Controls department or its delegate). This formalises the procedures and operating methods adopted in a precise manner. Back-testing work can be performed in accordance with differing periodicities, depths and times, each with different objectives:

- quarterly back-testing: this type of back-testing, systematically performed on the large customer scope, has two objectives: the first is to ensure as far upstream as possible the absence of drift in the application of methodologies; the second is to maintain the business of user entities thanks to these results;

- annual back-testing: the analysis conducted in accordance with the requirements of Article 145 *et seq.* of the Order of 20 February 2007 aims to ensure that the models used on scopes either authorised or in the process of authorisation yield the anticipated results.

These ex-post controls are performed through-the-cycle on historical data covering as long a period as possible. The results of back-testing are ultimately expressed in a summary document containing critical analysis of the discriminating properties of the rating method and estimated default rates associated with each rating calculated by the model.

This critical analysis of the pertinence of the method and its implementation is performed in reference to the actual scope of application of the methodology in Crédit Agricole Group. It must analyse in sufficient depth to detect and describe any possible dysfunctions.

Three types of analysis are carried out systematically:

- control of the stability of the population;
- monitoring of the performance of the rating system: analysis of the discriminating character of the rating grid, for example through the ROC curve, the Gini index and/or the Kolmogorov-Smirnov curve and index;
- monitoring of deviations in respect of default rates: in particular, the review of default rates among Retail customers by batch and by generation of production is a key factor in assessing the quality of the rating system. The gaps between estimated default rates are recognised and assessed by batch on the basis of a confidence interval.

As such, the back-testing of estimated and real default rates performed on Crédit Agricole CIB's corporate banking portfolio in 2013 underlines the pertinence of the PD models: the estimated one-year PD is confirmed by, or even higher than default rates observed over the period under review.

(in millions of euros)	**EAD**	**RWA**	**Estimated PD**	**Observed default rates in 2013**
Corporates	156,247	52,637	1.08%	0.73%
Banks	61,321	7,045	0.26%	0.29%

The unit responsible for the method submits annually to the Group, via the Standards and Methodologies Committee, the result of back-testing after review by an *ad hoc* Committee aimed at confirming the correct application of the statistical methods selected and the validity of the results. The summary document recommends, if necessary, appropriate corrective measures (revision of methodology, recalibration, training effort, control recommendations, etc.).

1. Breakdown of exposures

1.1 EXPOSURES BY TYPE OF RISK

The table below shows Crédit Agricole S.A. Group's exposure to global risk by exposure class for the standardised and internal ratings based approaches. This exposure is the amount of gross exposure after the impact of netting and before the application of any credit risk mitigation techniques (guarantees and collateral).

GLOBAL RISK EXPOSURE (CREDIT, COUNTERPARTY, DILUTION, SETTLEMENT AND DELIVERY) BY CATEGORY AND METHOD OF EXPOSURE AT 31/12/2013

	31/12/2013									
	Standardised			IRB			Total			
(in billions of euros)	Gross exposure	EAD	RWA	Gross exposure	EAD	RWA	Gross exposure	EAD	RWA	Capital requirements
Central governments and central banks	41.4	38.7	2.7	149.6	149.3	1.2	191.0	188.0	3.9	0.3
Institutions	342.6	295.8	10.1	119.0	104.2	9.5	461.6	400.0	19.6	1.6
Corporates	84.9	76.9	52.8	224.7	188.7	68.8	309.6	265.6	121.5	9.7
Retail customers	37.1	28.3	20.1	136.7	132.6	32.6	173.8	160.9	52.7	4.2
Equities	2.2	1.3	1.9	27.9	12.9	45.0	30.1	14.2	46.9	3.8
Securitisations	0.4	0.4	0.2	41.8	41.3	4.7	42.2	41.7	4.9	0.4
Other non-credit obligation assets	22.9	22.1	16.2	-	-	-	22.9	22.1	16.2	1.3
TOTAL	**531.5**	**463.5**	**104.0**	**699.7**	**629.0**	**161.8**	**1,231.2**	**1,092.5**	**265.8**	**21.3**

GLOBAL RISK EXPOSURE (CREDIT, COUNTERPARTY, DILUTION, SETTLEMENT AND DELIVERY) BY CATEGORY AND METHOD OF EXPOSURE AT 31/12/2012

	31/12/2012									
	Standardised			IRB			Total			
(in billions of euros)	Gross exposure	EAD	RWA	Gross exposure	EAD	RWA	Gross exposure	EAD	RWA	Capital requirements
Central governments and central banks	43.0	40.1	2.4	148.2	147.8	2.0	191.2	187.9	4.4	0.3
Institutions	344.2	287.8	10.7	124.1	112.6	10.5	468.3	400.4	21.2	1.7
Corporates	97.3	81.7	62.4	237.4	199.9	71.5	334.7	281.6	133.9	10.7
Retail customers	72.8	55.9	36.6	118.0	113.7	26.9	190.8	169.6	63.5	5.1
Equities	3.4	1.7	2.2	18.9	3.6	10.5	22.3	5.3	12.7	1.0
Securitisations	0.5	0.5	0.2	56.3	55.6	7.0	56.8	56.1	7.2	0.6
Other non-credit obligation assets	45.1	44.2	14.2	-	-	-	45.1	44.2	14.2	1.1
TOTAL	**606.3**	**511.9**	**128.7**	**702.9**	**633.2**	**128.4**	**1,309.2**	**1,145.1**	**257.1**	**20.5**

The Institutions category, which includes €304.4 billion of internal transactions within Crédit Agricole Group at end-December 2013 (€300.4 billion at end-December 2012) remains, as in 2012, the Group's leading category of exposure. Excluding these internal transactions, gross exposure for the loan book totalled €927 billion at end-December 2013, a reduction of 8.1% year-on-year.

In terms of gross exposure, the Group's overall outstandings fell significantly, notably due to the disposal of Emporiki finalised in 2013. Outstanding loans on the Retail customer and Corporate portfolios were reduced significantly (by -8.9% and -7.5% respectively). The policy of reducing the securitisation portfolio initiated in 2012 was continued (-25.6%).

The loan book's overall EAD decreased by 4.6% over the year.

Counterparty risk on market transactions

Crédit Agricole S.A. and its subsidiaries calculate counterparty risk for all their exposures, whether in the banking book or the trading book. For items in the trading book, counterparty risk is calculated in accordance with the provisions relating to the regulatory supervision of market risk.

The regulatory treatment of counterparty risk on future derivative financial instruments in the banking portfolio is defined in the French transposition (decree of 20 February 2007) of the European directive. Crédit Agricole S.A. Group uses the market price method to measure its exposure to counterparty risk on future derivative financial instruments in the banking portfolio.

EXPOSURE TO COUNTERPARTY RISK BY APPROACH AND CLASS OF EXPOSURE AT 31 DECEMBER 2013

	31/12/2013									
	Standardised			IRB			Total			
(in billions of euros)	Gross exposure	EAD	RWA	Gross exposure	EAD	RWA	Gross exposure	EAD	RWA	EFP
Central governments and central banks	3.3	3.3	0.2	3.7	3.7	0.2	7.0	7.0	0.4	-
Institutions	12.2	12.2	1.5	39.4	27.0	3.0	51.6	39.2	4.5	0.4
Corporates	1.5	1.5	1.6	18.3	18.3	6.2	19.8	19.8	7.8	0.6
Retail customers							-	-	-	-
Equities							-	-	-	-
Securitisations							-	-	-	-
Other non-credit obligation assets							-	-	-	-
TOTAL	**17.0**	**17.0**	**3.3**	**61.4**	**49.0**	**9.4**	**78.4**	**66.0**	**12.7**	**1.0**

EXPOSURE TO COUNTERPARTY RISK BY APPROACH AND CLASS OF EXPOSURE AT 31 DECEMBER 2012

	31/12/2012									
	Standardised			IRB			Total			
(in billions of euros)	Gross exposure	EAD	RWA	Gross exposure	EAD	RWA	Gross exposure	EAD	RWA	EFP
Central governments and central banks	11.8	11.8	0.2	3.2	3.2	0.2	15.0	15.0	0.4	-
Institutions	24.0	24.0	2.4	41.0	33.1	4.2	65.0	57.1	6.6	0.5
Corporates	10.3	10.3	2.5	25.1	24.3	9.3	35.4	34.6	11.8	0.9
Retail customers							-	-	-	-
Equities							-	-	-	-
Securitisations							-	-	-	-
Other non-credit obligation assets							-	-	-	-
TOTAL	**46.1**	**46.1**	**5.1**	**69.3**	**60.6**	**13.7**	**115.4**	**106.7**	**18.8**	**1.4**

Securities exposed to counterparty risk were valued at €66 billion at 31 December 2013 (€46.6 billion in the form of derivatives and €19.4 billion in the form of securities financing transactions).

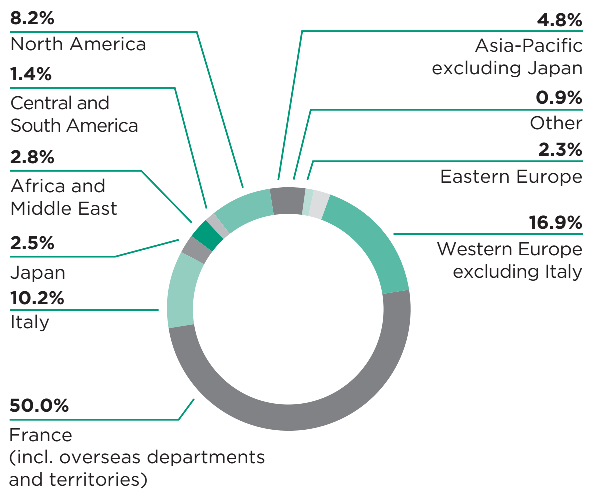
Information on exposure to forwards/futures is also provided in Note 3.1 “Credit risk” to the consolidated financial statements.

1.2 EXPOSURE BY GEOGRAPHIC AREA

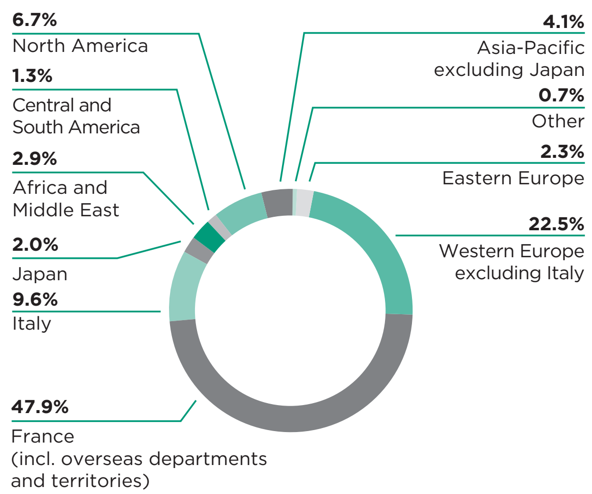
The breakdown by geographical area includes all Crédit Agricole S.A. Group's exposures except for securitisations assets and other non-credit obligation assets.

At 31 December 2013, total exposure for the scope defined above was €861.9 billion (excluding Crédit Agricole Group internal transactions), compared with €906.9 billion at 31 December 2012. The amount allocated by geographical area was €822.6 billion, compared with €880.9 billion at 31 December 2012.

BREAKDOWN OF THE CRÉDIT AGRICOLE S.A. GROUP SCOPE AT 31 DECEMBER 2013



BREAKDOWN OF THE CRÉDIT AGRICOLE S.A. GROUP SCOPE AT 31 DECEMBER 2012



(in %) **Geographic area of exposure**	**Central governments and central banks**		**Institutions**		**Corporates**		**Retail customers**		**Equities**	
	31/12/2013	**31/12/2012**	**31/12/2013**	**31/12/2012**	**31/12/2013**	**31/12/2012**	**31/12/2013**	**31/12/2012**	**31/12/2013**	**31/12/2012**
France (incl. Overseas departments and territories)	52.2	58.0	49.9	48.7	41.8	36.0	61.7	57.2	84.6	79.9
Western Europe excluding Italy	13.5	14.3	28.0	32.9	19.9	27.6	5.9	13.0	2.4	8.0
North America	15.8	11.5	5.9	5.5	9.2	8.5	-	-	2.7	2.0
Italy	4.1	4.2	2.9	1.7	8.4	8.2	26.4	24.6	6.2	4.1
Japan	5.7	4.1	2.4	2.7	2.0	1.5	-	-	1.5	0.5
Other	3.7	3.3	-	-	-	-	-	-	-	-
Asia-Pacific excluding Japan	2.5	1.7	6.2	4.7	8.1	7.2	0.5	0.5	-	5.1
Africa and Middle East	1.1	1.3	2.4	2.5	4.6	4.9	2.0	1.4	2.0	0.2
Central and South America	0.7	1.0	1.5	0.4	2.4	2.6	0.3	0.3	-	-
Eastern Europe	0.7	0.6	0.8	0.9	3.6	3.5	3.2	3.0	0.6	0.2
	100.0	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**

The proportion of the credit portfolio represented by France increased in 2013 (50.0%). The proportion represented by Italy also increased, from 9.6% to 10.2% of the total portfolio at 31 December 2013.

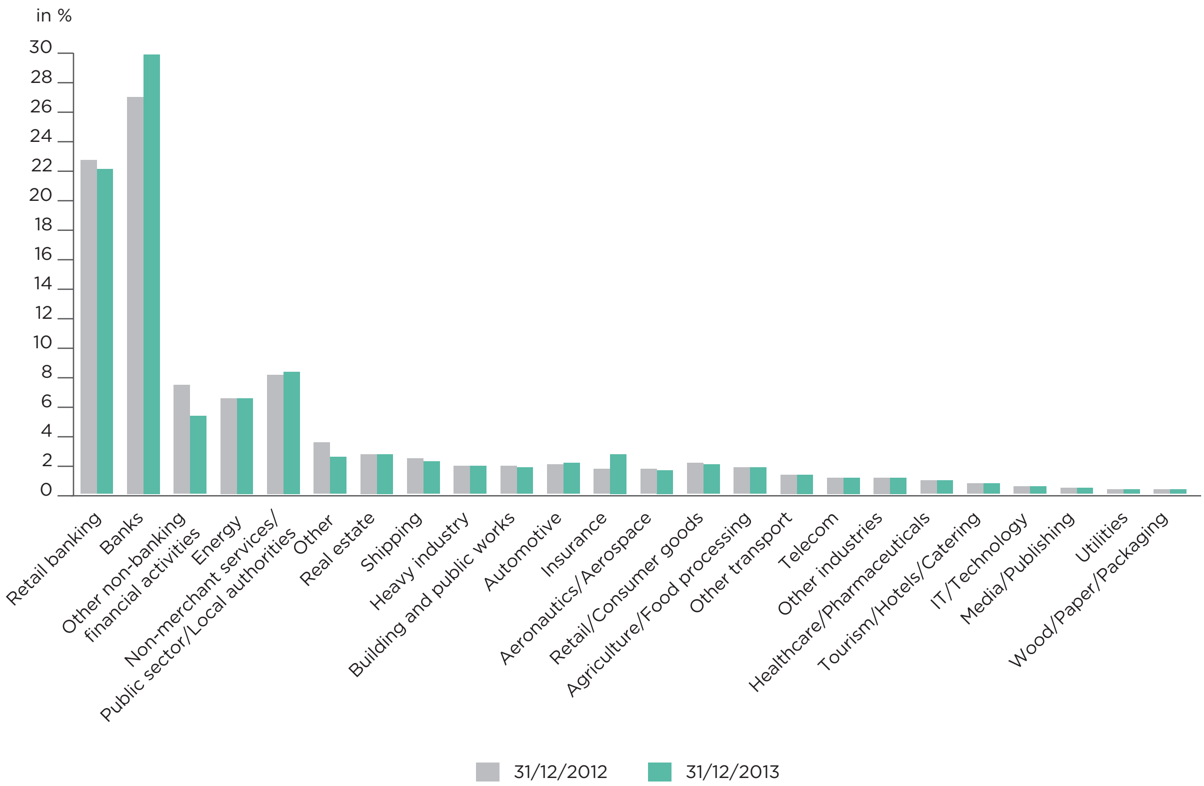
Retail customers account for 25.9% of total exposure in France (+0.2 percentage point year-on-year) and Corporates 31.6% (+2.9 percentage points year-on-year). In Italy, Crédit Agricole Group's second largest foreign market, the Retail customer loan book accounted for 54.4% of total exposure and Corporates 31.1%.

1.3 EXPOSURES BY BUSINESS SECTOR

The breakdown by business sector covers Crédit Agricole S.A. Group's exposures to Central governments and central banks, Institutions, Corporates and Retail customers. The Retail customer portfolio is also broken down by Basel sub-portfolio (home loans, revolving credit, other small business loans, farmers and other retail).

At 31 December 2013, total exposure for the scope defined above was €831.7 billion (excluding Crédit Agricole Group internal transactions), compared with €884.7 billion at 31 December 2012. The amount allocated by business sector was €785.8 billion at 31 December 2013, compared with €836.3 billion at 31 December 2012.

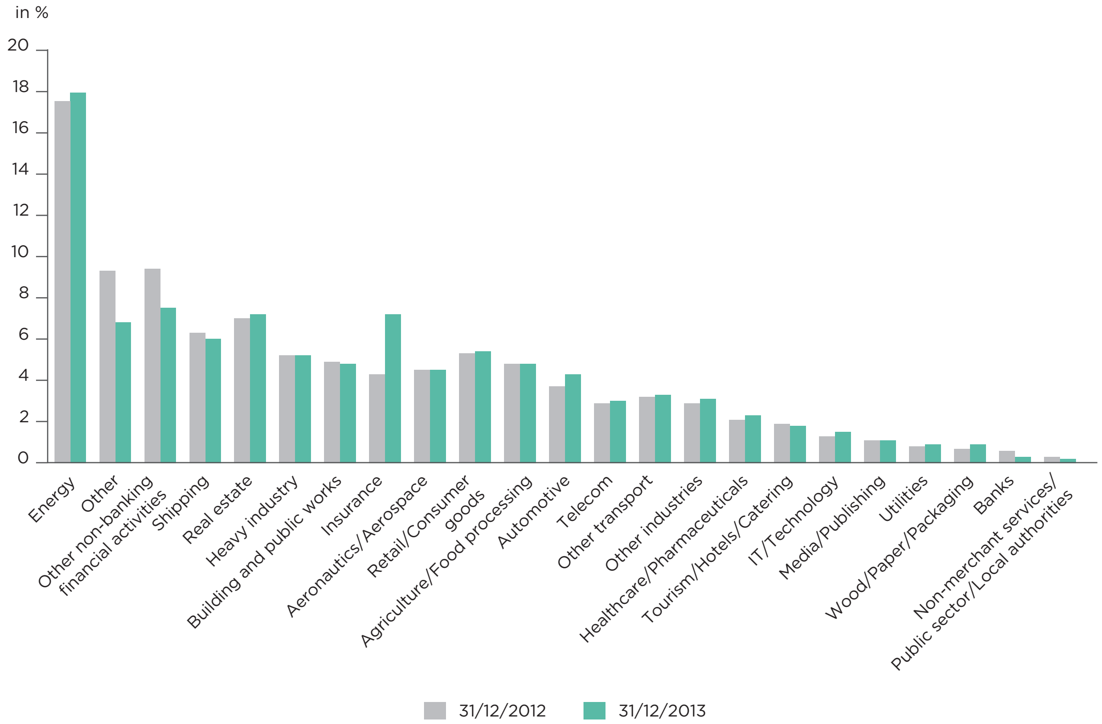
BREAKDOWN OF CRÉDIT AGRICOLE S.A. GROUP PORTFOLIO



Regulatory scope defined above, including Central governments and central banks, Institutions, Corporates and Retail customers.

The breakdown of the loan book by business sector changed little in 2013, and still shows a good level of risk diversification. Excluding Retail customers and the financial and public sectors, the Corporate loan book shows a satisfactory level of risk diversification.

BREAKDOWN OF CORPORATE PORTFOLIO



Within the Corporate portfolio, which has shown an overall decrease, the sectors whose relative proposition fell most sharply in 2013 were non-banking financial activities.

Breakdown of exposures – Retail customer portfolio

The chart below shows a breakdown of Crédit Agricole S.A.'s Retail customer portfolio exposures by Basel sub-portfolio (outstandings of €173.8 billion at 31 December 2013 compared with €190.8 billion at 31 December 2012, a reduction of 8.9%).

BREAKDOWN OF RETAIL CUSTOMERS PORTFOLIO

The breakdown of the Retail customer portfolio by Basel sub-portfolio was marked by an increase in the share of home loans and loans to small and medium businesses, to the detriment of consumer loans ("other exposures" class) and revolving credit, which saw a sizeable fall in outstandings in 2013 (-18.3%).

1.4 EXPOSURES BY RESIDUAL MATURITY

The breakdown of exposures by residual maturity and by financial instrument is disclosed on an accounting basis in Note 3.3 to the consolidated financial statements on “Liquidity and financing risk”.

2. Quality of exposures

2.1 QUALITY OF EXPOSURES IN STANDARDISED APPROACH

Credit risk exposure in standardised approach

For Central governments and central banks and Institutions in the standardised approach, Crédit Agricole S.A. Group has chosen to use Moody’s ratings for the sovereign risk and the correspondence grid with the French Prudential Supervisory and Resolution Authority’s (ACPR) credit quality assessment scale.

The Group does not use external credit rating agencies for Corporate exposures. Consequently, in accordance with the applicable regulation, Corporate exposures are assigned a 100% weighting or a 150% weighting when exposure to the country in which the Company is based has a 150% weighting, with the exception of the LCL scope, for which calculation of additional capital requirements under the standardised approach factors in the ratings provided by the Bank of France.

Breakdown of exposures and exposures at default by credit quality level

CENTRAL GOVERNMENTS AND CENTRAL BANKS

(in billions of euros)	31/12/2013		31/12/2012	
Credit quality level	**Exposure amount**	**Exposure at risk**	**Exposure amount**	**Exposure at risk**
1	31.3	28.6	32.7	30.0
2	0.7	0.7	0.4	0.4
3	7.5	7.5	7.2	7.2
4	0.5	0.5	0.6	0.6
5	0.2	0.2	1.5	1.5
6	1.2	1.2	0.6	0.5
TOTAL AMOUNT	**41.4**	**38.7**	**43.0**	**40.2**

Pursuing the trend observed in 2012, exposure to Central governments and central banks under the standardised approach recorded a slight drop in 2013 (-3.7%). The top credit quality level continued to account for the vast majority of the portfolio (75.6%), while the proportion represented by levels 5 and 6 remained very low, accounting for less than 4% of total exposures.

INSTITUTIONS

(in billions of euros)	31/12/2013		31/12/2012	
Credit quality level	**Exposure amount**	**Exposure at risk**	**Exposure amount**	**Exposure at risk**
1	338.0	291.3	340.8	284.7
2	0.2	0.2	-	-
3	3.4	3.4	1.7	1.7
4	0.2	0.2	0.3	0.3
5	0.1	0.1	0.9	0.8
6	0.7	0.6	0.5	0.3
TOTAL AMOUNT	**342.6**	**295.8**	**344.2**	**287.8**

Exposure to Institutions under the standardised approach remained, as in previous years, almost entirely concentrated on the top credit quality level, reflecting the extent of business with institutions of very high quality institutions: the percentage of institutions ranked level 2 and above was 1.3%.

2.2 QUALITY OF EXPOSURES UNDER THE INTERNAL RATINGS-BASED APPROACH (IRB)

Presentation of the internal ratings system and procedure

The internal ratings systems and procedures are described in the section entitled "Risk Factors – Credit Risk – Risk Measurement methods and systems".

EXPOSURE TO CREDIT RISK BY CLASS OF EXPOSURE AND INTERNAL RATING AT 31 DECEMBER 2013

(in millions of euros)	Internal rating of counterparty	Probability of default	Gross exposure	EAD	EAD Balance sheet	EAD Off-balance sheet	RWA	Average LGD *(in %)*	Average RW *(in %)*	Expected Losses (EL)
Central governments and central banks	A+ to B+	-	142,167.0	143,342.4	140,008.7	3,333.7	47.8	19.8%	-	-
	B	0.06%	3,455.2	3,456.0	3,435.6	20.4	297.7	16.9%	8.6%	0.4
	C+	0.16%	665.7	791.2	548.0	243.2	89.2	13.7%	11.3%	0.2
	C	0.30%	1,738.3	718.9	558.6	160.3	84.7	11.0%	11.8%	0.2
	C-	0.60%	502.8	434.1	367.4	66.7	63.1	10.0%	14.5%	0.3
	D+	0.75%	494.0	280.8	164.2	116.6	188.4	39.0%	67.1%	0.7
	D	1.25%	13.3	7.5	0.3	7.2	8.9	45.0%	119.3%	-
	D-	1.90%	194.4	163.4	79.7	83.7	194.2	45.3%	118.8%	1.4
	E+	5.00%	92.2	15.7	15.7	-	37.0	56.7%	235.1%	0.4
	E	12.00%	134.1	13.2	6.9	6.3	42.2	65.4%	319.3%	1.0
	E-	20.00%	91.9	19.0	18.4	0.6	111.0	94.6%	585.6%	3.6
	F, Z	100.00%	17.6	17.6	16.2	1.4	0.9	45.0%	5.0%	14.9
Subtotal		**0.03%**	**149,566.5**	**149,259.8**	**145,219.7**	**4,040.1**	**1,165.1**	**19.7%**	**0.8%**	**23.1**
Institutions	A+ to B+	-	82,698.9	70,577.4	58,334.9	12,242.5	1,639.4	8.1%	2.3%	1.3
	B	0.06%	16,510.8	16,117.8	7,133.3	8,984.5	1,737.9	25.1%	10.8%	2.2
	C+	0.16%	8,596.8	8,070.8	4,948.7	3,122.1	2,034.6	33.5%	25.2%	4.4
	C	0.30%	6,004.4	5,377.2	3,371.4	2,005.8	2,048.9	33.9%	38.1%	5.5
	C-	0.60%	2,120.4	1,755.6	765.9	989.7	796.2	35.7%	45.4%	3.1
	D+	0.75%	1,149.5	755.9	271.4	484.5	517.0	41.6%	68.4%	2.4
	D	1.25%	618.0	528.6	254.4	274.2	332.4	30.7%	62.9%	2.0
	D-	1.90%	408.0	332.3	105.0	227.3	239.3	29.2%	72.0%	1.8
	E+	5.00%	66.5	17.0	0.1	16.9	28.3	52.0%	166.2%	0.4
	E	12.00%	8.8	20.8	15.0	5.8	19.6	87.9%	94.2%	7.5
	E-	20.00%	266.3	237.4	3.3	234.1	104.9	25.0%	44.2%	3.7
	F, Z	100.00%	583.4	422.4	421.1	1.3	13.1	45.0%	3.1%	404.4
Subtotal		**0.54%**	**119,031.8**	**104,213.2**	**75,624.5**	**28,588.7**	**9,511.6**	**15.2%**	**9.1%**	**438.7**
Corporates	A+ to B+	-	36,606.8	42,193.1	19,224.4	22,968.7	2,392.5	27.8%	5.7%	1.5
	B	0.06%	49,003.1	36,687.8	14,241.8	22,446.0	6,870.2	39.5%	18.7%	7.2
	C+	0.16%	32,597.6	28,317.5	16,543.1	11,774.4	8,733.3	34.6%	30.8%	15.4
	C	0.30%	37,539.7	29,602.4	18,244.7	11,357.7	12,222.9	32.6%	41.3%	28.6
	C-	0.60%	21,961.9	15,659.2	9,527.7	6,131.5	9,220.4	33.3%	58.9%	30.8
	D+	0.75%	15,679.5	11,365.9	7,166.2	4,199.7	7,567.9	34.8%	66.6%	27.5
	D	1.25%	10,962.4	8,563.3	5,347.0	3,216.3	7,039.2	35.9%	82.2%	38.6
	D-	1.90%	8,340.4	6,327.5	4,432.7	1,894.8	6,053.6	35.6%	95.7%	42.6
	E+	5.00%	3,452.7	2,758.8	2,372.6	386.2	2,969.4	31.0%	107.6%	42.8
	E	12.00%	2,039.5	1,618.7	1,292.8	325.9	2,018.3	26.0%	124.7%	49.8
	E-	20.00%	2,365.1	1,849.9	1,046.9	803.0	3,403.0	36.3%	184.0%	116.1
	F, Z	100.00%	4,197.2	3,801.7	3,384.3	417.4	325.4	45.0%	8.6%	2,042.5
Subtotal		**2.32%**	**224,745.9**	**188,745.8**	**102,824.2**	**85,921.6**	**68,816.1**	**33.8%**	**36.5%**	**2,443.4**
TOTAL		**1.28%**	**493,344.2**	**442,218.8**	**323,668.4**	**118,550.4**	**79,492.8**	**24.7%**	**18.0%**	**2,905.2**

EXPOSURE TO CREDIT RISK BY CLASS OF EXPOSURE AND INTERNAL RATING AT 31 DECEMBER 2012

(in millions of euros)	Internal rating of counterparty	Probability of default	Gross exposure	EAD	EAD Balance sheet	EAD Off-balance sheet	RWA	Average LGD *(in %)*	Average RW *(in %)*	Expected Losses (EL)
Central governments and central banks	A+ to B+	-	139,433.9	140,554.2	137,408.4	3,145.8	50.6	20.2%	-	-
	B	0.06%	4,375.7	4,536.6	4,383.0	153.6	492.1	21.2%	10.8%	0.6
	C+	0.16%	1,187.5	1,113.7	703.6	410.1	269.6	32.3%	24.2%	0.6
	C	0.30%	1,627.9	516.4	203.9	312.5	132.9	23.9%	25.7%	0.4
	C-	0.60%	475.8	407.1	375.3	31.8	123.0	20.8%	30.2%	0.5
	D+	0.75%	500.8	387.9	338.9	49.0	322.5	42.8%	83.2%	1.2
	D	1.25%	60.3	18.6	2.0	16.6	20.2	45.0%	108.6%	0.1
	D-	1.90%	211.1	151.3	48.1	103.2	197.2	45.0%	130.4%	1.3
	E+	5.00%	187.5	29.5	19.7	9.8	69.8	59.2%	236.5%	0.9
	E	12.00%	17.6	0.5	0.5	-	1.5	60.0%	309.5%	-
	E-	20.00%	127.1	65.7	42.3	23.4	316.4	77.6%	481.7%	10.2
	F, Z	100.00%	17.0	17.0	17.0	-	0.5	45.0%	3.0%	16.2
Subtotal		**0.03%**	**148,222.2**	**147,798.5**	**143,542.7**	**4,255.8**	**1,996.3**	**20.5%**	**1.4%**	**32.0**
Institutions	A+ to B+	-	84,066.6	76,332.6	58,718.5	17,614.1	1,792.5	35.5%	2.3%	1.2
	B	0.06%	20,296.0	19,611.2	8,939.3	10,671.9	2,153.1	25.8%	11.0%	2.7
	C+	0.16%	7,806.2	6,793.2	2,822.4	3,970.8	1,597.7	30.6%	23.5%	3.3
	C	0.30%	5,195.1	4,682.0	2,611.2	2,070.8	1,695.0	33.8%	36.2%	9.3
	C-	0.60%	2,831.2	2,294.7	1,039.0	1,255.7	960.7	26.2%	41.9%	3.8
	D+	0.75%	1,135.3	717.9	240.6	477.3	444.9	36.9%	62.0%	1.9
	D	1.25%	834.3	700.0	241.6	458.4	462.7	28.6%	66.1%	2.5
	D-	1.90%	691.1	538.0	165.0	373.0	235.2	17.0%	43.7%	1.7
	E+	5.00%	122.7	43.4	0.8	42.6	54.1	40.8%	124.7%	0.9
	E	12.00%	2.2	7.8	6.8	1.0	2.3	82.8%	29.0%	1.1
	E-	20.00%	579.9	369.0	89.0	280.0	1,074.2	49.6%	291.1%	36.6
	F, Z	100.00%	610.2	545.2	542.6	2.6	17.7	45.0%	3.2%	549.1
Subtotal		**0.64%**	**124,170.8**	**112,635.0**	**75,416.8**	**37,218.2**	**10,490.1**	**33.2%**	**9.3%**	**614.1**
Corporates	A+ to B+	-	40,384.5	46,816.6	21,790.6	25,026.0	2,667.1	26.8%	5.7%	2.9
	B	0.06%	48,227.4	38,098.9	12,943.1	25,155.8	6,343.5	37.9%	16.7%	7.0
	C+	0.16%	38,755.1	31,422.6	17,697.4	13,725.2	9,675.5	35.0%	30.8%	16.8
	C	0.30%	39,100.7	29,371.6	18,321.4	11,050.2	12,018.5	34.3%	40.9%	27.6
	C-	0.60%	26,737.9	19,827.0	12,354.2	7,472.8	11,874.1	32.0%	59.9%	37.5
	D+	0.75%	12,860.6	9,954.5	6,518.0	3,436.5	6,962.9	36.6%	69.9%	26.2
	D	1.25%	11,973.4	9,116.5	6,187.7	2,928.8	7,416.2	34.5%	81.3%	38.3
	D-	1.90%	7,897.0	5,987.7	4,261.1	1,726.6	5,734.8	35.6%	95.8%	39.9
	E+	5.00%	3,739.2	2,582.1	2,158.4	423.7	2,822.6	31.3%	109.3%	39.9
	E	12.00%	1,251.1	1,141.1	973.7	167.4	1,344.6	26.7%	117.8%	36.9
	E-	20.00%	2,641.6	2,263.0	1,208.9	1,054.1	4,409.3	34.4%	194.8%	154.2
	F, Z	100.00%	3,792.7	3,328.4	3,093.0	235.4	181.8	46.0%	5.5%	2,061.2
Subtotal		**2.32%**	**237,361.2**	**199,910.0**	**107,507.5**	**92,402.5**	**71,450.9**	**33.4%**	**35.7%**	**2,488.4**
TOTAL		**1.17%**	**509,754.2**	**460,343.5**	**326,467.0**	**133,876.5**	**83,937.4**	**29.2%**	**18.2%**	**3,134.5**

As exposure to Retail customers credit risk categories do not use the same internal ratings as the other categories, they are presented separately.

The breakdown of the Large corporates portfolios (exposure class: Central governments and central banks, Institutions and Corporates) by internal rating continues to reflect good overall quality: almost 90% of exposures are classified as investment grade (internal rating of A to C).

EXPOSURE TO RETAIL CUSTOMER CREDIT RISK BY EXPOSURE CLASS AND INTERNAL RATING AT 31 DECEMBER 2013

Internal rating of counterparty	Probability of default	Average PD	Gross exposure	EAD	EAD Balance sheet	EAD Off-balance sheet	Average CCF	RWA	Average LGD *(in %)*	Average RW *(in %)*	Expected Losses (EL)
Home loans											
1	0.03%<PD<0.04%	-	-	-	-	-	-	-	-	-	-
2	0.04%<PD<0.08%	0.07%	17.1	17.1	16.1	1.0	100.0%	0.4	12.4%	2.4%	-
3	0.08%<PD<0.17%	0.10%	27,985.5	27,985.5	27,108.4	877.1	100.0%	811.8	11.7%	2.9%	3.2
4	0.17%<PD<0.32%	0.21%	4,331.9	4,331.9	4,325.7	6.2	100.0%	352.1	18.5%	8.1%	1.7
5	0.32%<PD<0.64%	0.45%	15,427.5	15,427.5	14,940.8	486.7	100.0%	1,342.7	11.3%	8.7%	8.0
6	0.64%<PD<0.96%	0.82%	28.2	28.2	28.2	-	-	6.4	19.4%	22.6%	-
7	0.96%<PD<1.28%	1.04%	5,051.0	5,051.0	4,788.3	262.7	100.0%	744.3	10.8%	14.7%	5.7
8	1.28%<PD<2.56%	1.93%	6,064.2	6,064.2	5,840.4	223.8	100.0%	1,392.6	11.5%	23.0%	13.3
9	2.56%<PD<5.12%	4.21%	3,162.3	3,162.3	2,831.1	331.2	100.0%	1,173.4	11.8%	37.1%	15.5
10	5.12%<PD<15%	9.19%	1,168.6	1,168.6	1,142.3	26.3	100.0%	767.6	14.3%	65.7%	15.2
11	15%<PD<22%	18.71%	117.7	117.7	117.7	-	100.0%	118.2	23.7%	100.5%	3.6
12	22%<PD<34%	22.80%	148.9	148.9	147.2	1.7	100.0%	108.1	11.9%	72.6%	4.1
13	34%<PD<65%	43.73%	195.6	195.6	193.6	2.0	102.9%	174.3	15.4%	89.1%	12.7
14	65%<PD<99%	65.45%	1.7	1.7	1.7	-	-	1.3	19.3%	78.0%	0.2
15	99%<PD<100%	100.00%	997.4	997.4	995.5	1.9	100.0%	-	34.8%	-	346.9
Subtotal	**2.56%**		**64,697.6**	**64,697.6**	**62,477.0**	**2,220.6**	**100.0%**	**6,993.2**	**12.4%**	**10.8%**	**430.1**
Revolving credit											
1	0.03%<PD<0.04%	0.04%	3.0	2.3	0.1	2.2	77.4%	-	41.1%	1.0%	-
2	0.04%<PD<0.08%	0.07%	1,569.1	489.0	-	489.0	31.2%	13.0	55.1%	2.7%	0.2
3	0.08%<PD<0.17%	0.10%	1,446.8	883.6	149.2	734.4	56.6%	43.2	76.7%	4.9%	0.7
4	0.17%<PD<0.32%	0.22%	1,393.7	373.2	80.1	293.1	22.3%	24.4	53.3%	6.5%	0.4
5	0.32%<PD<0.64%	0.47%	1,559.5	942.7	301.0	641.7	51.0%	136.9	65.0%	14.5%	2.9
6	0.64%<PD<0.96%	0.76%	307.3	123.6	84.3	39.3	17.6%	22.4	55.1%	18.2%	0.5
7	0.96%<PD<1.28%	1.03%	430.5	365.5	152.5	213.0	76.6%	98.0	64.5%	26.8%	2.4
8	1.28%<PD<2.56%	1.75%	1,611.3	1,236.5	778.4	458.1	55.0%	448.2	58.2%	36.2%	12.9
9	2.56%<PD<5.12%	3.79%	1,789.0	1,695.4	1,338.1	357.3	79.2%	1,066.8	58.6%	62.9%	38.1
10	5.12%<PD<15%	9.08%	673.6	665.6	586.4	79.2	90.8%	693.1	55.6%	104.1%	34.5
11	15%<PD<22%	20.03%	135.2	133.0	125.2	7.8	78.2%	229.7	62.0%	172.6%	16.6
12	22%<PD<34%	25.09%	20.5	20.7	16.8	3.9	103.6%	36.9	60.2%	178.2%	3.1
13	34%<PD<65%	42.26%	114.1	111.4	110.0	1.4	35.1%	200.2	56.7%	179.8%	26.2
14	65%<PD<99%	78.45%	31.9	31.7	31.6	0.1	30.6%	34.9	59.2%	110.2%	14.6
15	99%<PD<100%	100.00%	547.8	545.3	545.2	0.1	2.8%	-	81.6%	-	445.1
Subtotal	**10.59%**		**11,633.3**	**7,619.5**	**4,298.9**	**3,320.6**	**45.3%**	**3,047.7**	**62.6%**	**40.0%**	**598.2**

Internal rating of counterparty	Probability of default	Average PD	Gross exposure	EAD	EAD Balance sheet	EAD Off-balance sheet	Average CCF	RWA	Average LGD (in %)	Average RW (in %)	Expected Losses (EL)
Other exposures											
1	0.03%<PD<0.04%	0.04%	678.5	678.3	677.5	0.8	76.5%	3.8	5.8%	0.6%	-
2	0.04%<PD<0.08%	0.07%	2,404.4	2,404.4	2,403.2	1.2	94.4%	21.9	4.7%	0.9%	0.1
3	0.08%<PD<0.17%	0.10%	6,426.7	6,415.6	6,184.5	231.1	95.4%	291.2	17.7%	4.5%	1.1
4	0.17%<PD<0.32%	0.22%	2,369.0	2,363.0	2,313.8	49.2	89.1%	279.8	26.0%	11.8%	1.4
5	0.32%<PD<0.64%	0.51%	4,539.4	4,536.7	4,398.0	138.7	98.1%	1,146.7	32.9%	25.3%	7.7
6	0.64%<PD<0.96%	0.84%	1,173.2	1,173.1	1,155.4	17.7	99.1%	435.7	37.4%	37.1%	3.7
7	0.96%<PD<1.28%	1.10%	2,806.9	2,811.5	2,737.9	73.6	106.7%	1,253.0	39.7%	44.6%	12.3
8	1.28%<PD<2.56%	2.16%	7,147.5	7,160.5	7,023.4	137.1	110.5%	4,453.8	44.8%	62.2%	71.1
9	2.56%<PD<5.12%	4.32%	5,543.8	5,545.2	5,483.8	61.4	102.2%	3,942.7	46.1%	71.1%	112.0
10	5.12%<PD<15%	8.95%	3,203.7	3,203.4	3,185.8	17.6	98.0%	2,487.8	44.9%	77.7%	127.3
11	15%<PD<22%	18.74%	487.8	486.7	481.0	5.7	83.4%	306.1	27.2%	62.9%	25.4
12	22%<PD<34%	29.71%	489.8	489.8	489.2	0.6	101.7%	309.1	23.7%	63.1%	33.6
13	34%<PD<65%	42.19%	563.9	563.9	563.5	0.4	110.7%	633.2	40.6%	112.3%	95.6
14	65%<PD<99%	74.73%	154.6	154.6	154.6	-	-	136.8	48.5%	88.5%	56.2
15	99%<PD<100%	100.00%	3,623.0	3,622.6	3,617.4	5.2	92.4%	47.5	67.3%	1.3%	2,506.8
Subtotal	**11.95%**		**41,612.2**	**41,609.3**	**40,869.0**	**740.3**	**99.6%**	**15,749.1**	**36.4%**	**37.8%**	**3,054.3**
Small and medium businesses											
1	0.03%<PD<0.04%	0.03%	0.2	0.2	-	0.2	100.0%	-	89.5%	9.4%	-
2	0.04%<PD<0.08%	-	-	-	-	-	-	-	-	-	-
3	0.08%<PD<0.17%	0.13%	725.2	701.3	643.6	57.7	70.7%	86.6	39.1%	12.4%	0.3
4	0.17%<PD<0.32%	0.22%	2,031.5	2,027.3	1,924.5	102.8	96.0%	429.3	29.2%	21.2%	1.3
5	0.32%<PD<0.64%	0.52%	4,565.4	4,528.4	4,379.3	149.1	80.1%	1,375.4	31.9%	30.4%	7.3
6	0.64%<PD<0.96%	0.92%	1,397.0	1,391.6	1,358.8	32.8	85.9%	441.8	25.5%	31.7%	3.2
7	0.96%<PD<1.28%	1.15%	560.4	550.4	506.4	44.0	81.6%	268.9	42.7%	48.9%	2.7
8	1.28%<PD<2.56%	1.71%	2,292.3	2,283.0	2,211.2	71.8	88.5%	1,003.3	28.5%	43.9%	11.7
9	2.56%<PD<5.12%	3.53%	2,411.9	2,408.8	2,277.7	131.1	97.7%	1,076.7	24.5%	44.7%	20.9
10	5.12%<PD<15%	7.75%	2,012.7	2,003.0	1,926.0	77.0	88.8%	1,196.7	29.7%	59.7%	45.5
11	15%<PD<22%	18.79%	806.0	803.1	765.0	38.1	92.9%	675.9	32.1%	84.2%	48.3
12	22%<PD<34%	28.96%	34.1	34.0	32.0	2.0	96.5%	40.4	40.9%	118.8%	4.0
13	34%<PD<65%	38.24%	226.9	224.2	219.2	5.0	65.3%	244.1	38.5%	108.9%	32.6
14	65%<PD<99%	79.77%	1.9	1.9	1.9	-	-	1.6	55.8%	84.2%	0.9
15	99%<PD<100%	100.00%	1,691.8	1,687.5	1,662.4	25.1	85.6%	-	73.2%	-	1,234.5
Subtotal	**12.14%**		**18,757.3**	**18,644.7**	**17,908.0**	**736.7**	**86.7%**	**6,840.7**	**34.0%**	**36.7%**	**1,413.2**
TOTAL	**7.32%**		**136,700.4**	**132,571.1**	**125,552.9**	**7,018.2**	**63.0%**	**32,630.7**	**25.9%**	**24.6%**	**5,495.8**

EXPOSURE TO RETAIL CUSTOMER CREDIT RISK BY EXPOSURE CLASS AND INTERNAL RATING AT 31 DECEMBER 2012

Internal rating of counterparty	Probability of default	Average PD	Gross exposure	EAD	EAD Balance sheet	EAD Off-balance sheet	Average CCF	RWA	Average LGD *(in %)*	Average RW *(in %)*	Expected Losses (EL)
Home loans											
1	0.03%<PD<0.04%	-	-	-	-	-	-	-	-	-	-
2	0.04%<PD<0.08%	-	-	-	-	-	-	-	-	-	-
3	0.08%<PD<0.17%	0.11%	22,230.7	22,230.7	21,267.0	963.7	100.0%	608.0	10.1%	2.7%	2.5
4	0.17%<PD<0.32%	0.25%	180.4	180.4	174.8	5.6	100.0%	12.4	13.8%	6.9%	0.1
5	0.32%<PD<0.64%	0.39%	8,612.1	8,612.1	8,269.4	342.7	100.0%	618.9	10.3%	7.2%	3.5
6	0.64%<PD<0.96%	0.64%	4,759.7	4,759.7	4,581.6	178.1	100.0%	472.1	10.1%	9.9%	3.1
7	0.96%<PD<1.28%	1.10%	5,023.5	5,023.5	4,749.3	274.2	100.0%	716.8	10.1%	14.3%	5.6
8	1.28%<PD<2.56%	2.09%	6,301.2	6,301.2	6,033.1	268.1	100.0%	1,360.7	10.3%	21.6%	13.4
9	2.56%<PD<5.12%	4.70%	3,503.7	3,503.7	3,159.7	344.0	100.0%	1,197.8	10.1%	34.2%	16.7
10	5.12%<PD<15%	9.77%	1,022.7	1,022.7	993.4	29.3	100.0%	501.5	10.3%	49.0%	10.3
11	15%<PD<22%	16.46%	3.9	3.9	3.8	0.1	100.0%	4.3	19.3%	110.3%	0.1
12	22%<PD<34%	23.47%	197.1	197.1	194.2	2.9	100.0%	123.3	10.2%	62.5%	4.7
13	34%<PD<65%	52.48%	136.9	136.9	135.8	1.1	100.0%	72.6	10.3%	53.0%	7.4
14	65%<PD<99%	65.51%	0.5	0.5	0.5	-	-	0.4	21.0%	84.6%	0.1
15	99%<PD<100%	100.00%	568.8	568.8	566.8	2.0	100.0%	-	25.8%	-	146.8
Subtotal	**2.34%**		**52,541.2**	**52,541.2**	**50,129.4**	**2,411.8**	**100.0%**	**5,688.8**	**10.3%**	**10.8%**	**214.3**
Revolving credit											
1	0.03%<PD<0.04%	0.03%	3.2	2.9	0.1	2.8	90.3%	-	41.0%	1.0%	-
2	0.04%<PD<0.08%	0.07%	1,505.4	504.5	-	504.5	33.5%	13.6	54.5%	2.7%	0.2
3	0.08%<PD<0.17%	0.11%	1,635.6	1,024.2	146.3	877.9	58.9%	52.2	72.1%	5.1%	0.8
4	0.17%<PD<0.32%	0.22%	1,286.4	341.5	48.4	293.1	23.7%	21.3	52.1%	6.2%	0.4
5	0.32%<PD<0.64%	0.42%	1,804.5	856.3	312.9	543.4	36.4%	103.9	60.0%	12.1%	2.1
6	0.64%<PD<0.96%	0.70%	790.5	481.0	215.7	265.3	46.2%	88.0	60.0%	18.3%	2.0
7	0.96%<PD<1.28%	1.16%	952.2	668.8	394.9	273.9	49.1%	164.2	54.5%	24.5%	4.2
8	1.28%<PD<2.56%	1.94%	1,135.8	994.7	529.9	464.8	76.7%	376.5	56.7%	37.9%	11.1
9	2.56%<PD<5.12%	3.83%	2,016.4	1,940.2	1,487.0	453.2	85.6%	1,052.1	50.2%	54.2%	37.8
10	5.12%<PD<15%	8.94%	798.1	797.6	684.1	113.5	99.6%	734.0	50.1%	92.0%	35.9
11	15%<PD<22%	19.27%	147.1	144.1	135.4	8.7	74.4%	180.2	45.7%	125.1%	12.7
12	22%<PD<34%	25.21%	34.4	36.1	27.2	8.9	123.6%	62.7	58.1%	173.6%	5.2
13	34%<PD<65%	42.15%	130.7	127.4	125.2	2.2	40.0%	190.5	47.5%	149.5%	25.6
14	65%<PD<99%	77.08%	39.4	39.2	39.1	0.1	33.3%	35.7	48.2%	91.0%	14.6
15	99%<PD<100%	100.00%	628.6	626.2	626.0	0.2	7.8%	-	75.5%	-	472.4
Subtotal	**10.82%**		**12,908.3**	**8,584.7**	**4,772.2**	**3,812.5**	**46.9%**	**3,074.9**	**57.5%**	**35.8%**	**625.0**

Internal rating of counterparty	Probability of default	Average PD	Gross exposure	EAD	EAD Balance sheet	EAD Off-balance sheet	Average CCF	RWA	Average LGD *(in %)*	Average RW *(in %)*	Expected Losses (EL)
Other exposures											
1	0.03%<PD<0.04%	0.03%	425.7	425.7	425.5	0.2	100.0%	1.5	3.8%	0.3%	-
2	0.04%<PD<0.08%	0.07%	2,185.7	2,184.8	2,183.8	1.0	52.6%	21.2	5.5%	1.0%	0.1
3	0.08%<PD<0.17%	0.11%	5,565.8	5,563.8	5,328.2	235.6	99.2%	187.4	12.1%	3.4%	0.7
4	0.17%<PD<0.32%	0.23%	1,817.6	1,817.1	1,786.1	31.0	98.4%	131.5	13.4%	7.2%	0.6
5	0.32%<PD<0.64%	0.50%	3,640.4	3,640.9	3,568.5	72.4	100.7%	858.0	30.9%	23.6%	5.7
6	0.64%<PD<0.96%	0.77%	1,785.3	1,788.1	1,741.7	46.4	106.4%	509.8	29.5%	28.5%	4.2
7	0.96%<PD<1.28%	1.11%	2,846.3	2,851.8	2,791.0	60.8	109.9%	1,136.1	35.4%	39.8%	11.2
8	1.28%<PD<2.56%	2.15%	7,357.0	7,371.8	7,227.1	144.7	111.4%	3,650.8	35.8%	49.5%	57.3
9	2.56%<PD<5.12%	4.41%	5,822.0	5,835.8	5,730.0	105.8	115.0%	3,311.8	36.8%	56.8%	94.3
10	5.12%<PD<15%	9.03%	3,493.1	3,493.3	3,473.7	19.6	101.0%	2,248.7	37.2%	64.4%	115.3
11	15%<PD<22%	18.48%	259.9	259.9	255.9	4.0	100.0%	132.3	22.2%	50.9%	10.8
12	22%<PD<34%	28.00%	694.3	694.3	693.2	1.1	100.0%	524.5	28.7%	75.5%	55.4
13	34%<PD<65%	45.26%	387.8	387.8	387.1	0.7	100.0%	331.8	31.2%	85.6%	54.8
14	65%<PD<99%	74.89%	124.5	124.5	124.5	-	-	90.7	40.2%	72.9%	37.5
15	99%<PD<100%	100.00%	3,393.8	3,393.8	3,390.3	3.5	99.7%	45.1	56.3%	1.3%	2,212.4
Subtotal	**11.83%**		**39,799.2**	**39,833.4**	**39,106.6**	**726.8**	**104.9%**	**13,181.2**	**30.5%**	**33.1%**	**2,660.3**
Small and medium businesses											
1	0.03%<PD<0.04%	0.03%	0.4	0.4	-	0.4	100.0%	-	88.4%	9.3%	-
2	0.04%<PD<0.08%	-	-	-	-	-	-	-	-	-	-
3	0.08%<PD<0.17%	0.14%	16.0	15.6	14.6	1.0	71.4%	2.9	30.9%	18.8%	-
4	0.17%<PD<0.32%	0.25%	1,729.8	1,728.0	1,634.0	94.0	98.1%	390.1	29.2%	22.6%	1.3
5	0.32%<PD<0.64%	0.63%	2,618.9	2,616.5	2,537.0	79.5	97.1%	870.4	27.1%	33.3%	4.5
6	0.64%<PD<0.96%	0.65%	59.0	57.7	51.0	6.7	83.8%	13.3	22.3%	23.1%	0.1
7	0.96%<PD<1.28%	1.00%	1,075.4	1,073.7	1,049.6	24.1	93.4%	327.4	22.3%	30.5%	2.4
8	1.28%<PD<2.56%	1.75%	1,928.4	1,926.7	1,859.8	66.9	97.5%	744.0	23.8%	38.6%	8.1
9	2.56%<PD<5.12%	3.71%	2,308.5	2,306.8	2,177.1	129.7	98.7%	1,048.6	24.4%	45.5%	20.7
10	5.12%<PD<15%	7.96%	1,733.6	1,730.9	1,669.5	61.4	95.8%	1,036.9	27.8%	59.9%	37.2
11	15%<PD<22%	19.48%	602.8	602.8	574.9	27.9	100.0%	500.5	29.2%	83.0%	34.2
12	22%<PD<34%	27.45%	9.3	9.4	5.3	4.1	102.5%	10.5	41.9%	111.6%	1.1
13	34%<PD<65%	46.93%	63.3	63.3	59.2	4.1	100.0%	56.3	31.7%	89.0%	9.4
14	65%<PD<99%	76.34%	1.9	1.9	1.9	-	-	1.9	57.7%	99.7%	0.8
15	99%<PD<100%	100.00%	588.5	588.0	574.7	13.3	96.4%	-	64.5%	-	379.4
Subtotal	**8.08%**		**12,735.8**	**12,721.7**	**12,208.6**	**513.1**	**97.3%**	**5,002.8**	**27.9%**	**39.3%**	**499.2**
TOTAL	**6.95%**		**117,984.5**	**113,681.0**	**106,216.8**	**7,464.2**	**63.4%**	**26,947.7**	**22.9%**	**23.7%**	**3,998.8**

The breakdown of the Retail customer portfolio exposures by credit quality level confirmed its stability in 2013, showing the same disparities between the Retail customer categories already observed in previous years: 74% of the gross exposures for "home loans" are in internal ratings 1 to 5 (PD of less than 0.64%), whilst this figure is 39% for small and medium businesses in the Group's IRB – retail portfolio.

As in previous years, there were significant disparities in the Retail portfolio processed using the IRB method in terms of contribution to total expected losses; this was due in particular to significant adjustments in the LGD level by portfolio: exposures to residential real estate accounted for 47.3% of total retail customer exposure but 7.8% of expected losses (EL).

3. Impaired exposures and valuation adjustments

IMPAIRED EXPOSURES AND VALUATION ADJUSTMENTS AT 31 DECEMBER 2013

	31/12/2013					
		Impaired exposures				
(in billions of euros)	Gross exposure	Standardised approach(1)	IRB approach	Total	Individual valuation adjustments	Collective valuation adjustments
Central governments and central banks	191.0	-	-	-	-	
Institutions	461.6	0.1	0.6	0.7	0.5	
Corporates	309.7	4.2	4.2	8.4	3.7	
Retail customers	173.8	2.5	6.9	9.4	5.4	
Small and medium businesses	*23.0*	*0.4*	*1.7*	*2.1*	*1.1*	
Revolving credit	*26.0*	*0.7*	*0.6*	*1.3*	*0.9*	
Home loans	*68.5*	*0.2*	*1.0*	*1.2*	*0.3*	
Other exposures	*56.3*	*1.2*	*3.6*	*4.8*	*3.1*	
TOTAL	**1,136.1**	**6.8**	**11.7**	**18.5**	**9.6**	**2.1**

(1) More than 90 days past due.

IMPAIRED EXPOSURES AND VALUATION ADJUSTMENTS AT 31 DECEMBER 2012

	31/12/2012					
		Impaired exposures				
(in billions of euros)	Gross exposure	Standardised approach(1)	IRB approach	Total	Individual valuation adjustments	Collective valuation adjustments
Central governments and central banks	191.3	0.1	-	0.1	-	
Institutions	468.3	0.1	0.6	0.7	0.7	
Corporates	334.7	5.8	3.8	9.6	4.9	
Retail customers	190.8	10.5	5.2	15.7	9.3	
Small and medium businesses	*24.2*	*2.1*	*0.6*	*2.7*	*1.5*	
Revolving credit	*31.8*	*2.0*	*0.6*	*2.6*	*1.9*	
Home loans	*72.4*	*2.9*	*0.6*	*3.5*	*1.0*	
Other exposures	*62.4*	*3.5*	*3.4*	*6.9*	*4.9*	
TOTAL	**1,185.1**	**16.5**	**9.6**	**26.1**	**14.9**	**1.9**

(1) More than 90 days past due.

Impaired exposure amounted to €18.5 billion at 31 December 2013, a substantial decrease of 29.1% compared to December 2012 and significantly higher than the change in gross exposure, which fell by 4.1% over the period. Impaired exposure on Retail customers saw a very high drop (-40.2%), mainly caused by the exit of Emporiki from the Group's regulatory scope of consolidation.

At the same time, individual valuation adjustments fell by 35.6%, while collective valuation adjustments rose by €0.2 million.

IMPAIRED EXPOSURES AND VALUATION ADJUSTMENTS BY GEOGRAPHIC AREA

31/12/2013 *(in billions of euros)*	Standardised approach	Internal ratings approach
	Past due	Exposure at default
Africa and Middle East	0.4	0.8
Central and South America	-	0.3
North America	-	0.2
Asia-Pacific excluding Japan	-	0.3
Eastern Europe	1.1	0.1
Western Europe excluding Italy	0.7	1.5
France (Incl. Overseas departments and territories)	1.5	4.1
Italy	3.1	4.1
Japan	-	0.1
TOTAL	**6.8**	**11.5**

31/12/2012 *(in billions of euros)*	Standardised approach	Internal ratings approach
	Past due	Exposure at default
Africa and Middle East	0.3	0.8
Central and South America	-	0.3
North America	-	0.5
Asia-Pacific excluding Japan	-	0.2
Eastern Europe	0.7	0.3
Western Europe excluding Italy	9.4	1.0
France (Incl. Overseas departments and territories)	1.8	3.8
Italy	4.3	2.5
Japan	-	0.1
TOTAL	**16.5**	**9.5**

Total exposure in default (using the standardised and IRB approaches) is mainly concentrated in Italy, France and Western Europe excluding Italy. These regions account for 39%, 31% and 12% respectively of the total amount of this type of exposure. Total exposure in default fell by 30% compared with end-2012, with a sharp decrease in the Western Europe excluding Italy (-79%) mainly due to the exit of Emporiki from the Group's regulatory scope of consolidation.

4. Comparison between estimated and actual losses:

The ratio of Expected Losses (EL) to Exposure at Default (EAD) was 1.86% at 31 December 2013, an increase on the 1.58% ratio registered at 31 December 2012. This ratio is calculated for the Central government and central banks, Institutions, Corporates, Retail customer and Equity portfolios.

The Pillar 3 working group of the European Banking Federation (EBF) suggests comparing the EL/EAD ratio with the amount of provisions as a percentage of gross exposure (*see "Final Version of the EBF Paper on Alignment of Pillar 3 Disclosures"*). The latter ratio was 1.63% at 31 December 2013, compared to 1.67% in 2012.

II. Credit risk mitigation techniques

Definitions:

- **collateral:** a security interest giving the bank the right to liquidate, keep or obtain title to certain amounts or assets in the event of default or other specific credit events affecting the counterparty, thereby reducing the credit risk on an exposure;
- **personal guarantee:** undertaking by a third party to pay the sum due in the event of the counterparty's default or other specific credit events, therefore reducing the credit risks on an exposure.

1. Collateral management system

The main categories of collateral taken by the bank are described in the section entitled "Risk Factors – Credit Risk – Collateral and guarantees received".

When a credit is granted, collateral is analysed to assess the value of the asset, its volatility and the correlation between the value of the collateral and the quality of the counterparty financed. Regardless of collateral quality, the first criterion in the lending decision is always the borrower's ability to repay sums due from cash flow generated by its operating activities, except for specific trade finance transactions.

For financial collateral, a minimum exposure coverage ratio is usually included in loan contracts, with readjustment clauses. Financial collateral is revalued according to the frequency of margin calls and the variability of the underlying value of financial assets transferred as collateral or quarterly, as *a minimum*.

The minimum coverage ratio (or the haircut applied to the value of the collateral under Basel 2) is determined by measuring the pseudo-maximum deviation of the value of the securities on the revaluation date. This measurement is calculated with a 99% confidence interval over a time horizon covering the period between each revaluation, the period between the default date and the date on which asset liquidation starts, and the duration of the liquidation period. This haircut also applies for currency mismatch risk when the securities and the collateralised exposure are denominated in different currencies. Additional haircuts are applied when the size of the stocks position implies a block sale or when the borrower and the issuer of the collateral securities belong to the same risk group.

The initial value of real estate assets granted as collateral is based on acquisition or construction cost. It may subsequently be revalued using a statistical approach based on market indices, or on the basis of an expert appraisal performed at least annually.

For retail banking (LCL, Cariparma), revaluation is automatic based on changes in the property market indices. Conversely, for project-type property financing, assets are mainly revalued on the basis of an expert appraisal combining various approaches (asset value, rental value, etc.) and including external benchmarks.

For minimum coverage ratios (or the haircut applied to the collateral value under Basel 2), Crédit Agricole CIB projects the value of the real estate asset between the revaluation date and the date on which the collateral is realised by modelling the asset value, and includes the repossession costs over that period. Assumptions regarding liquidation periods depend on the type of financing (project, property investment companies, property developers, etc.).

Other types of asset may also be pledged as non recourse financial assets. This is notably the case for certain activities such as aircraft, shipping or commodities financing. These businesses are conducted by middle offices, which have specific expertise in valuing the assets financed.

2. Protection providers

Two major types of guarantee are mainly used (other than intra-Group guarantees): export credit insurance taken out by the Bank and unconditional payment guarantees.

The main guarantee providers (excluding credit derivatives – see section below) are export credit agencies, most of which enjoy a good quality sovereign rating. The three major ones are Coface (France), Sace S.p.A. (Italy), Euler Hermes (Germany) and Korea Export Insur (Korea).

FINANCIAL HEALTH RATINGS AVAILABLE FROM EXPORT CREDIT AGENCIES

	Moody's	Standard & Poor's	Fitch Ratings
	Rating [outlook]	Rating [outlook]	Rating [outlook]
Coface S.A.	A2 [stable]		AA- [stable]
Euler Hermès	Aa3 [negative]	AA- [stable]	
Sace Spa			A- [negative]

Moreover, the guarantees received from mutual guarantee companies cover a substantial portion of the loans in the Group's "residential real estate" portfolio in France (see table hereinafter). These outstandings are backed by guarantees granted by Crédit Logement (rated AA by S&P) or by the Group's subsidiary insurance company, CAMCA (rated A- by Fitch). The guarantors themselves are supervised by the French Prudential and Resolution Supervisory Authority (ACPR) and are subject to prudential regulation applying to either financing companies, for Crédit Logement, or insurance companies (Solvency 1, and 2), for CAMCA.

AMOUNTS IN OUTSTANDING PROPERTY LOANS GUARANTEED BY CAMCA AND *CRÉDIT LOGEMENT*

	Outstandings at 31/12/2013		Outstandings at 31/12/2012	
(in millions of euros)	Amount in outstandings guaranteed	% of guaranteed loans in the "residential real estate loans" portfolio in France	Amount in outstandings guaranteed	% of guaranteed loans in the "residential real estate loans" portfolio in France
Coverage by financial guarantee insurance companies (Crédit Logement, CAMCA)	43,810	82.6%	41,697	80.4%

Where *Crédit Logement* is concerned, the guarantee granted covers, with no deductible, the payment of all amounts legally due by defaulting borrowers in principal, interest, insurance premiums and costs. When the guarantee is granted, the guarantor applies an independent selection policy in addition to that already implemented by the bank. Where CAMCA is concerned, the guarantee mechanism is broadly similar to that of *Crédit Logement*, with the difference that the payments made by CAMCA with respect to the guarantee arise once the bank's means of recourse against the borrower have been exhausted. In the end, these guarantee provisions significantly enhance the quality of the property loans guaranteed and constitute a full transfer of risk in respect of these outstandings.

3. Use of credit derivatives for hedging purposes

Credit derivatives used for hedging purposes are described in the section entitled "Risk Factors – Credit Risk – Credit Risk Mitigation Mechanisms – Use of Credit Derivatives".

III. Securitisation transactions

The credit risk on securitisation transactions is presented in the Securitisation chapter below.

IV. Equity exposures in the banking portfolio

Crédit Agricole S.A. Group's equity exposures, excluding the trading book, consist of securities "that convey residual, subordinated claims on the assets or income of the issuer or have a similar economic substance". These mainly include:

- listed and non-listed equities and shares in investment funds;
- options implicit in convertible, redeemable or exchangeable bonds;
- stock options;
- deeply subordinated securities.

Non-consolidated equity interests are acquired for management purposes (financial assets at fair value through profit or loss or designated as at fair value through profit or loss or held-for-trading, available-for-sale financial assets, held-to-maturity investments, loans and receivables) as described in Note 1.3 to the financial statements entitled "Accounting policies and principles.

The accounting policies and valuation methods used are described in Note 1.3 to the financial statements "Accounting policies and principles".

GROSS EXPOSURE AND EXPOSURE AT DEFAULT BY EXPOSURE CLASS

	31/12/2013		31/12/2012	
(in billions of euros)	Gross exposure	Exposure at default	Gross exposure	Exposure at default
Equity exposures under the internal ratings-based approach	**27.9**	**12.9**	**18.9**	**3.6**
Private equity exposures in sufficiently diversified portfolios	1.0	1.0	1.0	1.0
Listed equity exposures	2.5	1.2	2.5	1.2
Other equity exposures	24.4	10.7	15.4	1.4
Equity exposures under the standardised approach	**2.2**	**1.3**	**3.4**	**1.7**
TOTAL EQUITY EXPOSURE	**30.1**	**14.2**	**22.3**	**5.3**

Equity exposures under the internal ratings based approach mainly consist of the portfolios of Crédit Agricole S.A., Crédit Agricole CIB and Crédit Agricole Investissement et Finance.

The value of the equity exposures under the internal ratings based approach amounted to €27.9 billion at 31 December 2013 (compared with €18.9 billion at 31 December 2012).

The cumulative amount of realised gains or losses on sales and settlements over the period under review is presented in Note 4 to the financial statements "Notes to the income statement".

SECURITISATION

I. Definitions

Crédit Agricole Group carries out securitisation transactions as an originator, arranger or as an investor according to the Basel 2.5 criteria (Basel 2 rules incorporating the requirements of CRD 3).

The securitisation transactions listed below are transactions as defined in the decree of 20 February 2007, transposing the CRD (Capital Requirements Directive) into French law. They cover operations or structures under which the credit risk associated with an exposure or pool of exposures is sub-divided into tranches with the following features:

- payments depend on collected cash flows realised from the underlying exposure or pool of exposures;
- the subordination of tranches determines how losses are allocated over the life of the operation or structure.

Securitisation transactions include:

- traditional securitisations: imply the economic transfer of the securitised exposures to a special purpose vehicle that issues notes. The operation or structure implies the transfer of ownership of the securitised exposures by the reporting originating bank or via a sub-participation. The notes issued do not represent payment obligations for the reporting originating bank;
- synthetic securitisations: the credit risk is transferred through the use of credit derivatives or guarantees and the pool of exposures is kept on the balance sheet of the reporting originating bank.

The securitisation exposures detailed below cover all securitisation exposures (recorded on or off-balance sheet) that generate risk weighted assets (RWA) and capital requirements with respect to the Group's regulatory portfolio, according to the following typologies:

- originator programmes, deemed efficient under Basel 2.5 insofar as there is a significant transfer of risks;
- programmes as arranger/sponsor, in which the Group has maintained positions;
- programmes issued by third parties in which the Group has invested.

The securitisation transactions on own account carried out as part of non-derecognised collateralised financing operations, are not described below. Their impact on the consolidated financial statements is detailed in Notes 2.3 and 6.6 to the financial statements "Securitisation transactions".

It should be noted that most securitisation transactions on behalf of European customers involve *Ester Finance Titrisation*, a fully-owned banking subsidiary of Crédit Agricole CIB, which finances the purchase of receivables. By definition, securitisation transactions on behalf of customers using this structure are classified under the role of originator.

II. Purpose and strategy

1. Securitisation transactions on own account

Crédit Agricole Group's securitisation transactions on own account are the following:

COLLATERALISED FINANCING TRANSACTIONS

Depending on the cases, these transactions can be wholly or partially placed with investors, sold under repurchase agreements or kept on the issuer's balance sheet as liquid securities reserves that can be used to manage refinancing. This activity relates to several of the Group's entities, mainly CACF and its subsidiaries.

ACTIVE MANAGEMENT OF CRÉDIT AGRICOLE CIB'S CORPORATE FINANCING PORTFOLIO

This activity consists of using securitisations and credit derivatives to manage the credit risk of Crédit Agricole CIB's corporate financing portfolio. It entails purchasing credit derivatives on single exposures (see section on Risk factors – Credit risks section – Use of credit derivatives) and protections on asset portfolio tranches to reduce the risk. It also entails selling credit derivatives and senior tranches for the purpose of diversification and to reduce the sensitivity of the protection portfolio.

Such credit risk management aims at reducing the concentration of outstanding loans to companies, freeing up resources to favour origination and cutting loss levels. This business is managed by Crédit Agricole CIB's Credit Portfolio Management team. The approach used to calculate the risk weighted exposures on proprietary securitisation positions is the regulatory formula approach. In this business, the bank does not systematically purchase protection on all tranches, as the management goal is to cover some of the more risky financing portfolio tranches whilst keeping part of the overall risk.

CRÉDIT AGRICOLE CIB BUSINESSES IN RUN-OFF

These consist of investments in securitisation tranches that are either managed in run-off, or exposures for which the risk is considered to be low and that Crédit Agricole CIB is willing to carry for the long term. These were segregated into a dedicated regulatory banking book in 2009. These activities generate no market risk.

2. Securitisation transactions carried out on behalf of customers as arranger/sponsor, intermediary or originator

Within Crédit Agricole Group, only Crédit Agricole CIB carries out securitisation transactions on behalf of customers.

Securitisation transactions on behalf of customers within Global Markets activities allow Crédit Agricole CIB to raise funds or manage a risk exposure on behalf of its customers. When carrying out these activities, Crédit Agricole CIB can act as an originator, sponsor/arranger or investor:

- as a sponsor/arranger, Crédit Agricole CIB establishes and manages a securitisation programme that refinances assets of the bank's customers, mainly via ABCP (Asset Backed Commercial Paper) conduits, LMA in Europe and Atlantic in the United States. These specific entities are bankruptcy-remote and are not consolidated at Group level with respect to the SIC12 criteria of standard IAS 27, applicable as at 31 December 2013. Standard IFRS 10, which came into force on 1 January 2014, supersedes IAS 27 and SIC 12 and introduces a common framework for analysing control. The main impact of the first-time application of IFRS 10 was the entry into the scope of consolidation of the two multi-seller ABCP conduits, LMA and Atlantic. The roles of Crédit Agricole CIB Group as a sponsor of the conduits and a manager and provider of liquidity facilities bestow it with power directly linked to the variability of the activity's yields. The liquidity facilities protect the investors against credit risk and guarantee the liquidity of the conduits. The entry of these entities into the scope of consolidation will lead to an increase in the size of the balance sheet of less than €10 billion (estimate at 1 January 2013), with the resulting impact deemed non-material;
- as an originator, Crédit Agricole CIB participates directly or indirectly in the original agreement on the assets, which are subsequently used as underlyings for the securitisation transaction, mainly for the purpose of refinancing. This is the case for the securitisation programmes involving *Ester Finance Titrisation*;
- as an investor, the Group invests directly in certain securitisation exposures and is a liquidity provider or counterparty of derivative exposures.

2.1 ACTIVITIES CARRIED OUT AS ARRANGER/SPONSOR

Crédit Agricole CIB carries out securitisation transactions on behalf of its customers. At 31 December 2013, there were two active non-consolidated multi-seller vehicles (LMA and Atlantic), structured by the Group on behalf of third parties. This ABCP conduits activity finances the working capital requirements of some of the Group's customers by backing short term financing with traditional assets, such as commercial or financial loans. The amount of the assets held by these vehicles and financed through the issuance of marketable securities amounted to €14.1 billion at 31 December 2013 (€13.6 billion at 31 December 2012).

The default risk on the assets held by these vehicles is borne by the sellers of the underlying receivables through credit enhancement or by insurers for certain types of risk upstream of the ABCP conduits. Crédit Agricole CIB bears part of the risk, through credit enhancement by granting letters of credit in the amount of €436 million (€490 million at 31 December 2012) for Atlantic and via liquidity facilities in the amount of €18.5 million at the same date (€17 million at 31 December 2012) for the two ABCP conduits. It should be noted that the Securitisation business has never sponsored any SIVs (Structured Investment Vehicles)).

The conduits activity was sustained throughout 2013 and the newly securitised outstandings mainly relate to commercial and financial loans.

For part of this conduits activity, Crédit Agricole CIB acts as the originator insofar as the structures involve the entity *Ester Finance Titrisation*, which is a consolidated Group entity.

Thus, by excluding this part of the transactions, the amount committed to liquidity facilities granted to LMA and Atlantic, as arrangers and sponsors, amounted to €11.2 billion (€9.8 billion at 31 December 2012).

2.2 ACTIVITIES CARRIED OUT AS ORIGINATOR

This activity relates to all securitisation programmes on behalf of customers for which the underlying receivables are transferred to *Ester Finance Titrisation*, which is a consolidated Group entity. Although the financing is carried out via ABCP conduits, as described above, the fact that the receivables are accounted for through the Group's balance sheet allows Crédit Agricole to be classed as an originator for these transactions.

This activity is carried out in Europe only and the exposure amount was €7.3 billion at 31 December 2013 (€7.2 billion at 31 December 2012).

2.3 ACTIVITIES CARRIED OUT AS INVESTOR

As part of its sponsor activities, the Group can grant guarantees and liquidity facilities to securitisation vehicles or act as a counterparty for derivatives in *ad hoc* securitisation transactions. These activities are recorded in the banking portfolio as investor activities.

Moreover, Crédit Agricole CIB may be called upon to directly finance on its balance sheet some securitisation transactions on behalf of its customers. In this case, Crédit Agricole CIB is deemed to be an investor. Overall, this activity corresponded to outstandings of €1.8 billion, at 31 December 2013 (€2.3 billion at 31 December 2012), including €1.1 billion in acquired securities.

2.4 INTERMEDIARY ACTIVITIES

Crédit Agricole CIB participates in pre-securitisation financing, in the structuring and in the placement of securities, backed by client asset pools and to be placed with investors.

In this business, the bank retains a relatively low risk via the possible contribution of back-up lines to securitisation vehicles or via a share of the notes issued.

III. Risk monitoring and recognition

1. Risk monitoring

The management of risks related to securitisation transactions follows the rules established by the Group, according to which these assets are recorded in the banking portfolio (credit and counterparty risk) or in the trading book (market and counterparty risk).

Outside Crédit Agricole CIB, the Group's only securitisation transactions are standard securitisations that the Group carries out on own account as an originator, as part of collateralised financing transactions. The monitoring of the risk in respect of the underlying assets is not modified by these transactions.

The development, sizing and targeting of securitisation transactions are periodically reviewed by Portfolio Strategy Committees specific to those activities and the countries to which they relate.

Risks on securitisation transactions are measured against the capacity of the assets transferred over to financing structures to generate sufficient flows to cover the costs, mainly, financial of these structures.

Crédit Agricole CIB's securitisation exposures are treated in accordance with he IRB-securitisation framework approach, *i.e.*:

- Ratings-Based Approach (RBA) for exposures with a public external rating (directly or inferred) from an agency approved by the Committee of European Banking Supervisors (CEBS). The external agencies used are Standard & Poor's, Moody's, Fitch Ratings and Dominion Bond Rating Services (DBRS);
- Internal Assessment Approach (IAA): the Bank's internal rating methodology approved by Crédit Agricole S.A.'s Standards and Methodology Committee for the main asset classes (particularly commercial loans) when there are no agency ratings for the exposure under consideration;
- Supervisory Formula Approach (SFA): in residual cases where there are neither public external ratings nor any possibility of applying the IAA method for exposures with no public external rating.

These ratings cover all types of risks generated by these securitisation transactions: intrinsic risks on receivables (debtor insolvency, payment delays, dilution, offsetting of receivables) or risks on the structuring of transactions (legal risks, risks relating to the receivables collection circuit, risks relating to the quality of information supplied periodically by managers of transferred receivables, etc.).

These critically examined ratings are only a tool for making decisions pertaining to these transactions; such decisions are taken by credit Committees at various levels.

Credit decisions relate to transactions that are reviewed at least once a year by the same Committees. Committee decisions incorporate varying limits according to the evolution of the acquired portfolio (arrears rate, loss rate, rate of sector-based or geographical concentration, rate of dilution of receivables or periodic valuation of assets by independent experts, etc.); non-compliance with these limits may cause the structure to become stricter or place the transaction in early amortisation.

These credit decisions also include, in liaison with the Bank's other credit Committees, an assessment focusing on the risk generated by the sellers of the receivables and the possibility of substituting the manager by a new one in the event of a failure in the management of those receivables.

Like all credit decisions, these decisions include aspects of compliance and "country risk".

The liquidity risk associated with securitisation activities is monitored by the business lines in charge, but also centrally by Crédit Agricole CIB's Market Risk and Asset and Liability Management Departments. The impact of these activities is incorporated into the Internal Liquidity Model indicators, mainly stress scenarios, liquidity ratios and liquidity gaps. The management of liquidity risk is described in more detail in the paragraph entitled "Liquidity and financing risk" of the Risk Factors section in this chapter.

The management of structural currency risk with respect to securitisation activities does not differ from that of the Group's other assets. As regards interest rate risk management, securitised assets are refinanced through *ad hoc* vehicles according to interest rate matching rules similar to those applying to other assets.

For assets managed in run-off mode, each transfer of position is first approved by Crédit Agricole CIB's Market Risk Department.

2. Accounting policies

Under securitisation transactions, a derecognition test is carried out with respect to IAS 39.

In the case of synthetic securitisations, the assets are not derecognised in that they remain under the control of the institution. The assets are still recognised according to their classification and original valuation method.

The standard securitisations of its financial assets that the Group carries out on own account are performed as part of collateralised financing operations that are not derecognised (neither from an accounting nor a regulatory perspective).

Moreover, investments made in securitisation instruments (cash or synthetic) are recognised according to their classification and the associated valuation method.

These elements are presented in Note 1.3 to the consolidated financial statements, on accounting principles and methods.

IV. Summary of activity on behalf of customers in 2013

Crédit Agricole CIB's Securitisation activity in 2013 was characterised by:

- support of the development of the public ABS market in the United States and its reopening in Europe. Crédit Agricole CIB structured and organised the placement (arranger and bookrunner) of a significant number of primary ABS issues on behalf of its major "Financial institutions" customers, in particular in the car industry and consumer financing;
- on the ABCP conduits market, Crédit Agricole CIB maintained its ranking as one of the leaders on this segment, both in Europe and in the American market. This was achieved via the renewal and implementation of new securitisation operations for commercial or financial loans on behalf of its mainly Corporate customers, while ensuring that the profile of risks borne by the Bank remained good. The strategy of Crédit Agricole CIB, focused on the financing of its customers, is well perceived by investors and resulted in financing conditions that remained competitive.

At 31 December 2013, Crédit Agricole CIB had no early-redemption securitisation programmes and no assets awaiting securitisation.

V. Exposures

1. Exposure at default to securitisation operation risks in the Banking Book that generate risk weighted assets

1.1 SECURITISATION TRANSACTIONS USING INTERNAL RATING-BASED APPROACH

EXPOSURE AT DEFAULT TO SECURITISATION OPERATION RISKS BY ROLE

Underlyings *(in millions of euros)*	Securitised EAD at 31/12/2013						
	Traditional			Synthetic			
	Investor	Originator	Sponsor	Investor	Originator	Sponsor	Total
Residential real estate loans	174	-	216	143	-	-	533
Commercial real estate loans	25	39	138	42	-	-	244
Credit card loans	-	-	-	-	-	-	-
Leasing	-	-	1,923	-	-	-	1,923
Loans to corporates and SMEs	330	1,120	-	17,346	145	-	18,941
Personal loans	14	492	1,927	-	-	-	2,433
Trade receivables	-	6,749	5,434	-	-	-	12,183
Secondary securitisation	70	104	30	25	-	-	229
Other assets	8	389	3,078	67	-	-	3,542
TOTAL	**621**	**8,893**	**12,746**	**17,623**	**145**	**-**	**40,028**

EXPOSURE AT DEFAULT TO SECURITISATION OPERATION RISKS BY RISK WEIGHTING APPROACH

Underlyings *(in millions of euros)*	Securitised EAD at 31/12/2013			
	SFA	IAA	RBA	Total
Residential real estate loans	-	-	533	533
Commercial real estate loans	-	-	244	244
Credit card loans	-	-	-	-
Leasing	-	1,586	337	1,923
Loans to corporates and SMEs	17,227	-	1,714	18,941
Personal loans	-	2,186	247	2,433
Trade receivables	106	12,077	-	12,183
Secondary securitisation	-	-	229	229
Other assets	1,196	775	1,571	3,542
TOTAL	**18,529**	**16,624**	**4,875**	**40,028**

EXPOSURE AT DEFAULT TO SECURITISATION OPERATION RISKS BY ACCOUNTING CLASSIFICATION

Underlyings *(in millions of euros)*	Securitised EAD at 31/12/2013		
	Balance sheet	Off-balance sheet	Total
Residential real estate loans	213	320	533
Commercial real estate loans	36	208	244
Credit card loans	-	-	-
Leasing	-	1,923	1,923
Loans to corporates and SMEs	1,456	17,485	18,941
Personal loans	14	2,419	2,433
Trade receivables	81	12,102	12,183
Secondary securitisation	204	25	229
Other assets	1,093	2,449	3,542
TOTAL	**3,097**	**36,931**	**40,028**

EXPOSURE AT DEFAULT TO SECURITISATION OPERATION RISKS BY APPROACH AND BY RISK WEIGHTING APPROACH

Weighting *(in millions of euros)*	31/12/2013		31/12/2012	
	Exposure at default (EAD)[1]	Capital requirements	Exposure at default (EAD)[1]	Capital requirements
	Securitisation	Securitisation	Securitisation	Securitisation
External ratings based approach	**4,875**	**144**	**7,156**	**250**
Weighting 6-10%	2,441	23	4,123	24
Weighting 12-35%	1,968	25	1,984	28
Weighting 40-75%	118	5	384	17
Weighting 100-650%	271	46	580	126
Weighting 1,250%	77	45	85	55
Internal Assessment Approach	**16,624**	**118**	**15,907**	**125**
Average weighting	8.84%	8.84%	9.98%	9.98%
Supervisory Formula Approach	**18,529**	**112**	**30,132**	**185**
Average weighting	7.58%	7.58%	7.67%	7.67%
Transparency approach	**-**	**-**	**-**	**-**
BANKING PORTFOLIO TOTAL	**40,028**	**374**	**53,195**	**560**

(1) *Exposure at default of exposures subject to weightings.*

EXPOSURE AT DEFAULT TO SECURITISATION OPERATION RISKS ON OWN ACCOUNT AND ON BEHALF OF THIRD PARTIES

The exposure at default to securitisation operation risks amounted to €19,566 million on own account and €20,462 million on behalf of third parties at 31 December 2013.

Underlyings *(in millions of euros)*	Securitised EAD at 31/12/2013				
	Own account		On behalf of third parties		
	Traditional	Synthetic	Traditional	Synthetic	Total
Residential real estate loans	174	143	216	-	533
Commercial real estate loans	36	42	166	-	244
Credit card loans	-	-	-	-	-
Leasing	-	-	1,923	-	1,923
Loans to corporates and SMEs	1,450	17,491	-	-	18,941
Personal loans	14	-	2,419	-	2,433
Trade receivables	-	-	12,183	-	12,183
Secondary securitisation	174	25	30	-	229
Other assets	8	9	3,467	58	3,542
TOTAL	**1,856**	**17,710**	**20,404**	**58**	**40,028**

TOTAL EXPOSURE HELD DEDUCTIBLE FROM BASEL 2.5 CAPITAL

At 31 December 2013, the total exposure held deductible from Basel 2.5 capital amounted to €64 million.

1.2 SECURITISATION TRANSACTIONS USING THE STANDARDISED APPROACH

TOTAL SECURITISATION EXPOSURES

(in millions of euros)	31/12/2013	31/12/2012
TOTAL SECURITISATION EXPOSURES	**438.1**	**528.5**
Traditional securitisations	438.1	528.5
Synthetic securitisations	-	-

AGGREGATE OF SECURITISATION EXPOSURES HELD OR ACQUIRED (EXPOSURE AT DEFAULT)

(in millions of euros)	31/12/2013	31/12/2012
AGGREGATE OF SECURITISATION EXPOSURES HELD OR ACQUIRED	**364.9**	**499.4**
With external credit rating	**358.4**	**493.6**
Weighting 20%	173.3	381.8
Weighting 40%	-	-
Weighting 50%	174.9	105.4
Weighting 100%	6.9	4.3
Weighting 225%	-	-
Weighting 350%	3.3	2.1
Weighting 650%	-	-
Weighting 1,250%	**6.5**	**5.8**
Transparency approach	**-**	**-**

2. Exposure at default to securitisation operation risks in the Trading Book generating risk weighted assets under the standardised approach

2.1 EXPOSURE AT DEFAULT TO SECURITISATION OPERATION RISKS BY ROLE UNDER THE STANDARDISED APPROACH

Underlyings *(in millions of euros)*	Securitised EAD at 31/12/2013						
	Traditional			Synthetic			
	Investor	Originator	Sponsor	Investor	Originator	Sponsor	Total
Residential real estate loans	47	-	-	-	-	-	47
Commercial real estate loans	7	-	-	-	-	-	7
Credit card loans	-	-	-	-	-	-	-
Leasing	-	-	-	135	-	-	135
Loans to corporates and SMEs	58	-	-	-	143	-	201
Personal loans	-	-	-	-	-	-	-
Trade receivables	-	-	-	-	-	-	-
Secondary securitisation	129	2	-	463	-	-	594
Other assets	5	-	-	-	-	-	5
TOTAL	**246**	**2**	**-**	**598**	**143**	**-**	**989**

2.2 EXPOSURE AT DEFAULT TO SECURITISATION OPERATION RISKS BY APPROACH AND BY WEIGHTING

Risk weighting tranche *(in millions of euros)*	31/12/2013			31/12/2012		
	Long positions	Short positions	Capital requirements	Long positions	Short positions	Capital requirements
EAD subject to weighting						
Weightings 7-10%	5	-	-	18	-	-
Weightings 12-18%	-	-	-	3	-	-
Weightings 20-35%	320	-	1	395	-	1
Weightings 40-75%	356	-	-	368	-	-
Weightings 100%	6	-	-	8	-	-
Weightings 150%	-	-	-	-	-	-
Weightings 200%	-	-	-	-	-	-
Weightings 225%	-	-	-	-	-	-
Weightings 250%	11	-	-	7	-	-
Weightings 300%	55	-	-	80	-	-
Weightings 350%	-	-	-	-	-	-
Weightings 425%	13	-	1	15	-	1
Weightings 500%	-	-	-	-	-	-
Weightings 650%	-	-	-	-	-	-
Weightings 750%	-	-	-	-	-	-
Weightings 850%	-	-	-	-	-	-
Weightings 1250%	223	-	11	239	-	9
Internal Assessment Approach	**989**	**-**	**13**	**1,133**	**-**	**11**
Supervisory Formula Approach	-	-	-	-	-	-
Transparency approach	-	-	-	-	-	-
NET TOTAL DEDUCTIONS FROM CAPITAL						
1,250%/Positions deducted from capital	**-**	**-**	**-**	**-**	**-**	**-**
TRADING BOOK TOTAL	**989**	**-**	**13**	**1,133**	**-**	**11**

2.3 CAPITAL REQUIREMENTS RELATING TO SECURITISATIONS HELD OR ACQUIRED

	31/12/2013				31/12/2012			
(in millions of euros)	Long positions	Short positions	Total weighted positions	Capital requirements	Long positions	Short positions	Total weighted positions	Capital requirements
EAD subject to weighting	**989**	**-**	**266**	**13**	**1,133**	**-**	**292**	**11**
Securitisation	410	-	43	5	478	-	48	5
Secondary securitisation	579	-	223	8	655	-	244	6
Deductions from capital	-	-	-	-	-	-	-	-
TRADING BOOK TOTAL	**989**	**-**	**266**	**13**	**1,133**	**-**	**292**	**11**

MARKET RISK

I. Internal model market risk measurement and management methodology

Market risk measurement and management internal methods are described in the section entitled "Risk factors – Market risk – Market risk measurement and management methodology".

II. Rules and procedures for valuing the trading book

The rules for valuing the various items in the trading book are described in Note 1.3 to the financial statements, "Accounting policies and principles".

Measurement models are reviewed periodically as described in the section entitled "Risk factors – Market risk – Market risk measurement and management methodology".

III. Interest rate risk from transactions other than those included in the trading book – Global interest rate risk

The nature of interest rate risk, the main underlying assumptions retained and the frequency of interest rate risk measurements are described in the section entitled "Risk factors – Asset/Liability Management - Global interest rate risk".

OPERATIONAL RISK

I. Advanced measurement approach

The scope of application of the advanced measurement and standardised approaches and a description of the advanced measurement approach methodology are provided in the section entitled "Risk factors – Operational risk - Methodology".

II. Insurance techniques for reducing operational risk

The insurance techniques used to reduce operational risk are described in the section entitled "Risk factors - Operational risk Insurance and coverage of operational risks".

CONSOLIDATED FINANCIAL STATEMENTS

as at 31 December 2013, approved by the Crédit Agricole S.A. Board of Directors on 18 February 2014 and submitted to shareholders for approval at the General Meeting of Shareholders of 21 May 2014

6

The consolidated financial statements consist of the general framework, the consolidated financial statements and the notes to the consolidated financial statements.

General framework

LEGAL PRESENTATION OF THE ENTITY

Since the Extraordinary General Meeting of Shareholders of 29 November 2001, the Company's name is: **Crédit Agricole S.A.**

Address of the Company's registered office: 12 place des États-Unis 92127 Montrouge Cedex, France

Registration number: 784 608 416, Nanterre Trade and Companies Registry

NAF code: 6419Z

Crédit Agricole S.A. is a French Public Limited Company *(Société Anonyme)* with a Board of Directors governed by ordinary company law and more specifically by Book II of the French Commercial Code.

Crédit Agricole S.A. is also subject to the provisions of the French Monetary and Financial Code and more specifically Articles L. 512-47 *et seq*. thereof.

Crédit Agricole S. A. was licensed as an authorised lending institution in the mutual and co-operative banks category on 17 November 1984. As such, it is subject to oversight by the banking supervisory authorities, and more particularly by the French Prudential and Resolution Supervisory Authority (ACPR).

Crédit Agricole S.A. shares are admitted for trading on Euronext Paris. Crédit Agricole S.A. is subject to the prevailing stock market regulations particularly with respect to public disclosure obligations.

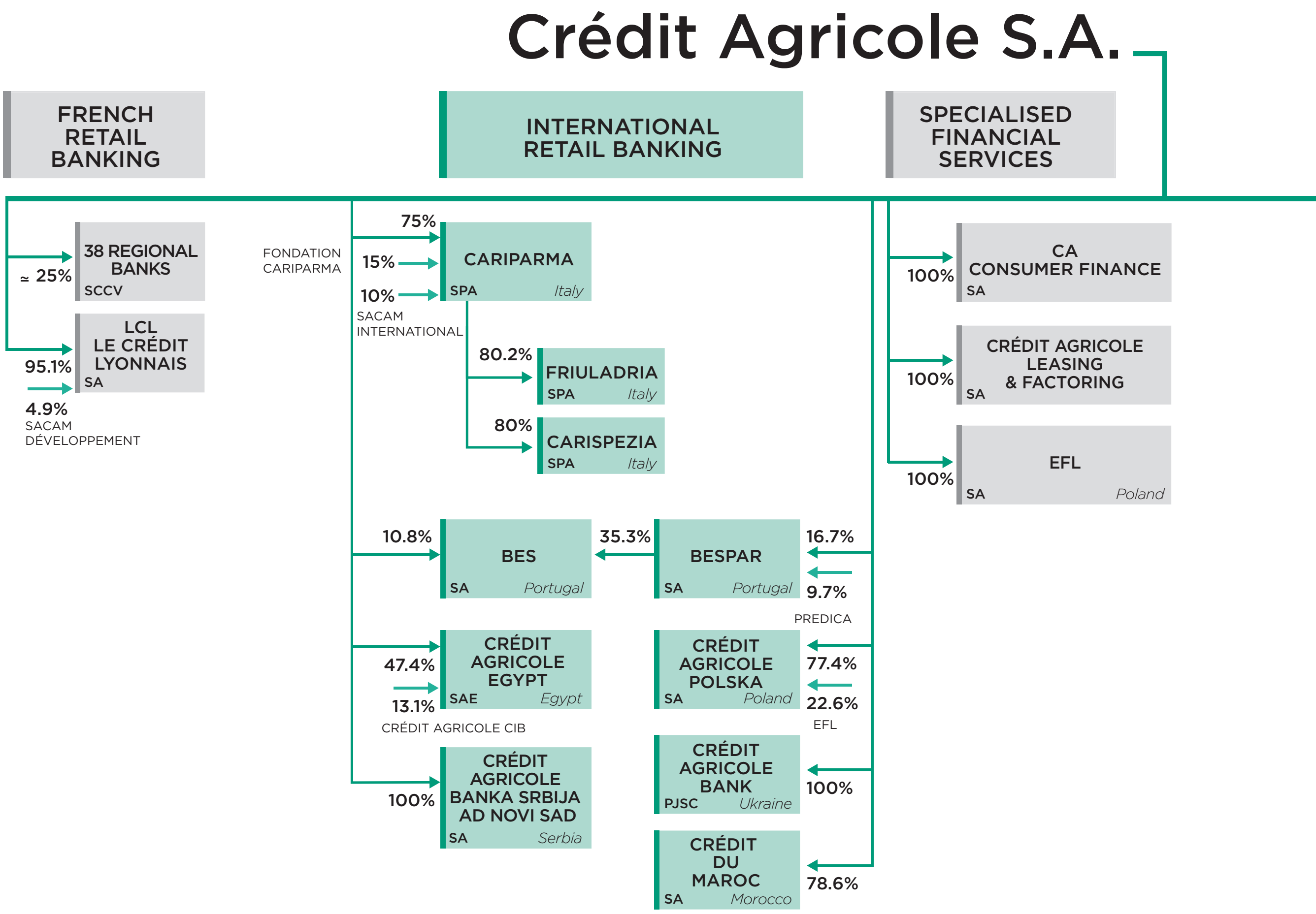
A bank with mutual roots

Crédit Agricole is organised in a unified yet decentralised structure. Its financial, commercial and legal cohesion go hand-in-hand with decentralised responsibility. The Local Banks *(Caisses Locales)* form the bedrock of the Group's mutual organisation. Their share capital is held by almost 7.4 million mutual shareholders electing 31,000 Directors. They play a key part in maintaining a strong local presence and close relationships with clients. The Local Banks hold the bulk of the capital of the Regional Banks, which are co-operative entities with variable capital and fully-fledged Regional Banks.

SAS Rue La Boétie, which is wholly owned by the Regional Banks, holds the majority of Crédit Agricole S.A.'s share capital. Shares in SAS Rue La Boétie may not be transferred outside the Regional Banks' network. Furthermore, any trading in these shares between Regional Banks is governed by a liquidity agreement that in particular sets out the procedures for determining the transaction price. This encompasses both disposals of shares between the Regional Banks and capital increases at SAS Rue La Boétie.

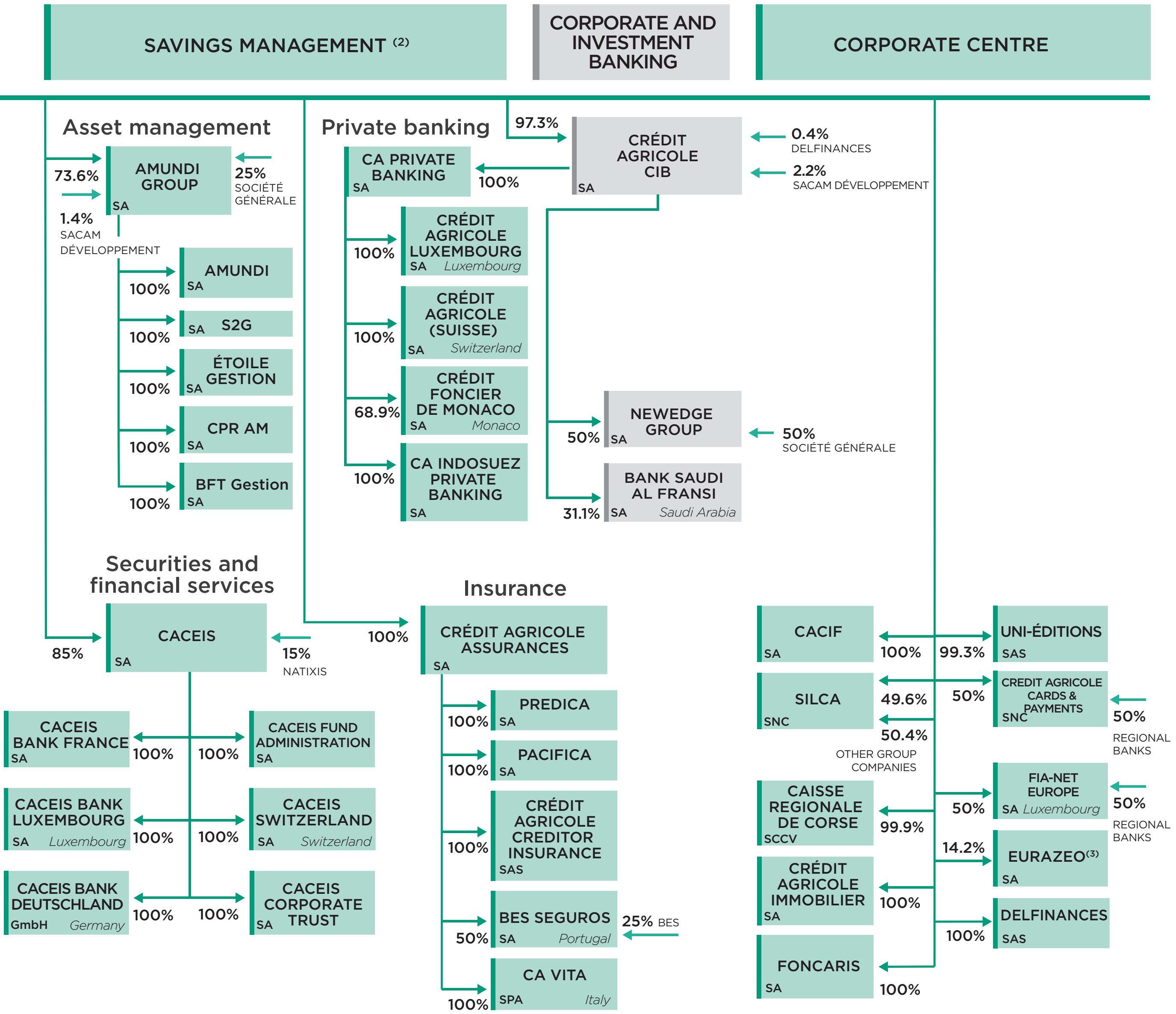
The *Fédération Nationale du Crédit Agricole* (FNCA) acts as a consultative and representative body, and as a communication forum for the Regional Banks.

In accordance with the provisions of the French Monetary and Financial Code (Articles L. 511-31 and L. 511-32), as the central body of the Crédit Agricole network, Crédit Agricole S.A. is responsible for exercising administrative, technical and financial control over the institutions affiliated to it in order to maintain a cohesive network (as defined in Article R. 512-18 of the French Monetary and Financial Code) and to ensure their proper functioning and their compliance with all regulations and legislation governing them. As such, Crédit Agricole S.A. may take all necessary measures, notably to guarantee the liquidity and solvency of both the network as a whole and of each of the members of the Crédit Agricole network as defined by the French Monetary and Financial Code.



(1) Direct % interest held by Crédit Agricole S.A. and its subsidiaries.
(2) Combines the asset management, insurance and private banking business lines.
(3) % interest of 14.82% excluding treasury shares.

at 31/12/2013 (% interest)[1]



CRÉDIT AGRICOLE INTERNAL RELATIONS

Internal financing mechanisms

Crédit Agricole has instituted a number of internal financing mechanisms specific to the Group.

Regional Banks' current accounts

Each Regional Bank holds a current account with Crédit Agricole S.A., which records the financial movements resulting from internal financial transactions within the Group. This account, which may be in credit or debit, is presented in the balance sheet under "Crédit Agricole internal transactions – Current Accounts" and integrated on a specific line item, either "Loans and receivables due from credit institutions" or "Due to credit institutions".

Special savings accounts

Funds held in special savings accounts (popular savings plans and accounts, sustainable development passbook accounts *(Livret de développement durable)*, home purchase savings plans and accounts, youth passbook accounts and *Livret A* passbook savings accounts) are collected by the Regional Banks on behalf of Crédit Agricole S.A. These funds are required to be transferred to the latter. Crédit Agricole S.A. recognises them on its balance sheet as "Due to customers".

Term deposits and advances

The Regional Banks also collect savings funds (passbook accounts, bonds, certain term accounts and related accounts, etc.) on behalf of Crédit Agricole S.A. These funds are transferred to Crédit Agricole S.A. and are recognised as such on its balance sheet.

Special savings accounts and term deposits and advances are used by Crédit Agricole S.A. to make "advances" (loans) to the Regional Banks, with a view to funding their medium and long term loans.

A series of four internal financial reforms has been implemented. These reforms have permitted the transfer back to the Regional Banks, in the form of "advances" (loans) of a specific percentage of the funds collected by them (first 15%, 25%, then 33% and with effect since 31 December 2001, 50%), *via* "mirror advances" with maturities and interest rates precisely matching those of the savings funds received, and which they are free to use at their discretion.

Since 1 January 2004, the financial margins generated by the centralised management of funds collected (and not transferred back *via* mirror advances) are shared by the Regional Banks and Crédit Agricole S.A. and are determined by using replacement models and applying market rates.

Furthermore, 50% of new loans written since 1 January 2004 and falling within the field of application of financial relations between Crédit Agricole S.A. and the Regional Banks may be refinanced in the form of advances negotiated at market rates with Crédit Agricole S.A.

Hence, there are currently two types of advances, advances governed by financial rules before 1 January 2004 and those governed by the new rules.

Crédit Agricole S.A. may also make additional financing available to the Regional Banks at market rates.

Transfer of Regional Banks' liquidity surpluses

The Regional Banks may use their "monetary" deposits (demand deposits, non-centralised term deposits and negotiable certificates of deposit) to finance lending to their customers. Surpluses must be transferred to Crédit Agricole S.A. where they are booked as current or term accounts, under "Crédit Agricole internal transactions".

Investment of Regional Banks' surplus capital with Crédit Agricole S.A.

Regional Banks' available surplus capital may be invested with Crédit Agricole S.A. in the form of three-to ten-year instruments, with the same characteristics of interbank money market transactions in all respects.

Foreign currency transactions

Crédit Agricole S.A. represents the Regional Banks with respect to the Bank of France and centralises their foreign currency transactions.

Medium and long term notes issued by Crédit Agricole S.A.

These are placed mainly on the market or by the Regional Banks with their customers. They are booked by Crédit Agricole S.A. under liabilities either as Debt securities or as Subordinated debt, depending on the type of security issued.

Hedging of liquidity and solvency risks

In 2001, ahead of Crédit Agricole S.A.'s initial public offering, CNCA (which subsequently became Crédit Agricole S.A.) entered into an agreement with the Regional Banks governing internal relations within Crédit Agricole Group. The agreement notably provided for the creation of a Fund for Bank Liquidity and Solvency Risks (FRBLS) designed to enable Crédit Agricole S.A. to fulfil its role as central body by providing assistance to any member of the Crédit Agricole network as defined by the French Monetary Financial Code experiencing difficulties. The main provisions of this agreement are set out in Chapter III of the registration document filed by Crédit Agricole S.A. with the *Commission des opérations de Bourse* on 22 October 2001 under number R.01-453. The fund had originally €609.8 million in assets. It stood at €971 million at 31 December 2013, having been increased by €32 million over the year.

Furthermore, since CNCA's reorganisation as a mutual company in 1988, the Regional Banks have committed to making up any shortfall suffered by creditors should Crédit Agricole S.A. become insolvent or experience similar financial difficulties. The Regional Banks' commitment under this guarantee is equal to the sum of their share capital and reserves.

Specific guarantees provided by the Regional Banks to Crédit Agricole S.A. *(Switch)*

The "Switch" mechanism established on 23 December 2011 forms part of the financial arrangements between Crédit Agricole S.A., as central body, and the mutual network of the Crédit Agricole Regional Banks.

Crédit Agricole S.A. uses the equity method to account for its investments in the Regional Banks. These investments are risk weighted at 290% (CCI) or 370% (CCA) in Crédit Agricole S.A.'s solvency ratio.

By means of the "Switch" mechanism, the Regional Banks commit to supporting the capital requirements resulting from the equity investments of Crédit Agricole S.A. in the Regional Banks up to the maximum commitment of €14.7 billion, and the associated economic risks, providing compensation where necessary.

The effectiveness of the mechanism is secured by a cash deposit paid by the Regional Banks to Crédit Agricole S.A.

If a drop in value is observed, the guarantee mechanism is activated and Crédit Agricole S.A. receives compensation drawn from the cash guarantee deposit. If the overall equity-accounted value later recovers, Crédit Agricole S.A. returns previously paid compensation in accordance with a clawback provision.

As a result, from a regulatory perspective:

- Crédit Agricole S.A. reduces its capital requirements in proportion to the amount of the guarantee provided by the Regional Banks;
- the Regional Banks symmetrically record additional capital requirements matching those offloaded by Crédit Agricole S.A.

This mechanism, which is neutral at Crédit Agricole Group level, enables the rebalancing of capital allocation between Crédit Agricole S.A. and the Regional Banks.

This contract can be analysed in substance as a complementary right attached to the 25% stake held by Crédit Agricole S.A. in the CCI/CCA of Regional Banks. As such, it is related to the significant influence that Crédit Agricole S.A. exercises over the Regional Banks.

The initial term of the guarantee is 15 years and can be extended by tacit consent. This guarantee may be terminated early, in certain circumstances and with the prior agreement of the French Prudential and Resolution Supervisory Authority (ACPR, *Autorité de contrôle prudentiel et de résolution*).

The guarantee deposits are remunerated at a fixed rate based on conditions prevailing for long term liquidity. The guarantee bears a fixed remuneration covering the present value of the risk and cost of capital of the Regional Banks.

The arrangement is reported in the consolidated financial statements on the basis of the substance of the transaction: the compensation received at the exercising of guarantees and its redemption at the exercising of a clawback provision are recognised in the consolidated reserves of the Regional Banks and under Share of net income of equity-accounted entities in Crédit Agricole S.A.'s consolidated financial statements, reflecting the significant influence exercised by Crédit Agricole S.A. The security deposits are carried as a receivable at amortised cost by the Regional Banks and as a payable at amortised cost by Crédit Agricole S.A. Remunerations are recognised correspondingly in revenues, except for remuneration of the guarantee, which is posted under Share of net income of equity accounted entities at Crédit Agricole S.A.

By the amendment signed on 19 December 2013, Crédit Agricole S.A. and the Regional Banks decided to extend the guarantee base granted by the Regional Banks to Crédit Agricole S.A. on 23 December 2011 to Crédit Agricole S.A.'s equity investment in Crédit Agricole Assurances (CAA). The new guarantees were effective on 2 January 2014 and allow the transfer of prudential requirements related to the shares held by Crédit Agricole S.A. in Regional Banks (CCI/CCA) and in Crédit Agricole Assurances (CAA), which is accounted for using the equity method for regulatory needs. The guarantee amounts to €14.7 billion for CCI/CCA and €9.2 billion for Crédit Agricole Assurances (CAA).

In this context, the deposit guarantees paid to Crédit Agricole S.A. by the Regional Banks were supplemented on 2 January 2014.

The maturity of the total guarantees remains unchanged (1 March 2027) but earlier total or partial termination capacities have been added.

The general mechanism for the system is similar to the first tranche of the transaction, but the substance of the contract is now treated as an insurance contract, due to the existence of an overall insurance risk, according to IFRS 4.

Capital ties between Crédit Agricole S.A. and the Regional Banks

The capital ties between Crédit Agricole S.A. and the Regional Banks are governed by an agreement entered into by the parties prior to Crédit Agricole S.A.'s initial public offering.

Under the terms of this agreement, the Regional Banks exercise their control over Crédit Agricole S.A. through SAS Rue La Boétie, a holding company wholly-owned by them. The purpose of SAS Rue La Boétie is to hold enough shares to ensure that it always owns at least 50% of the share capital and voting rights of Crédit Agricole S.A.

In addition, under the agreement, Crédit Agricole S.A. directly owns approximately 25% of the share capital of each Regional Bank (except for the *Caisse Régionale de la Corse* which is owned at 100%).

Its holding is in the form of *Certificats coopératifs d'associés* and *Certificats coopératifs d'investissement*, both types of non-voting shares which are issued for a term equal to the Company's lifetime and which give the holders a right in the Company's net assets in proportion to the amount of share capital they represent.

Crédit Agricole S.A., the central body of the Crédit Agricole network, also holds one mutual share in each Regional Bank, which gives it the status of member.

These arrangements enable Crédit Agricole S.A., as the central body of the Crédit Agricole network, to account for the Regional Banks using the equity method.

Given the Group's equity structure and the resulting break in the chain of control, the Regional Banks' interests in SAS Rue La Boétie are recovered in the consolidated financial statements of Crédit Agricole S.A. at its share in the Regional Banks.

However, dividends from SAS Rue La Boétie received by the Regional Banks are eliminated from income with a corresponding entry in reserves within each Regional Bank's contribution, given that these dividends represent a portion of the income already recognised in the consolidated financial statements of Crédit Agricole S.A.

In the consolidated financial statements of the Regional Banks, and consequently in their equity-accounted value in the consolidated financial statements of Crédit Agricole S.A., shares in SAS Rue La Boétie must be measured at fair value. These shares are not quoted in an active market and establishing a valuation that takes account of all the rights and obligations associated with owning shares in SAS Rue La Boétie is complicated by the difficulty to appraise the valuation of intangible and non-marketable items such as:

- the Group's stable capital structure, which gives the Regional Banks permanent collective control over Crédit Agricole S.A.;
- the hedging of the liquidity and solvency risks of the Regional Banks;
- Crédit Agricole Group's internal economic and financial relations;
- the pooling of resources; and
- the promotion, development and use of the Crédit Agricole brand.

As a result, and pursuant to IAS 39, where valuation models do not enable a reliable valuation, shares in SAS Rue La Boétie are valued at cost. Where there are objective indications of impairment, the shares are impaired when the share's carrying amount exceeds a reference value determined using a multi-criteria approach, which is designed to value the expected future cash flows discounted at a rate that would be applied in the market for a similar asset in accordance with paragraph 66 of IAS 39. This approach combines a valuation of the future expected cash flows from the various Group businesses discounted at a market rate, a valuation of the Group's net asset value, a valuation of the Group's businesses by reference to recently observed transaction prices for similar businesses, a valuation based on the Crédit Agricole S.A. stock price plus a control premium and, where necessary, a valuation by reference to internal transactions.

RELATED PARTIES

Parties related to Crédit Agricole S.A. Group are those companies that are fully consolidated, proportionately consolidated or accounted for using the equity method, and Senior Executives of the Group.

In accordance with the internal financial mechanisms at Crédit Agricole, transactions between Crédit Agricole S.A. and the Regional Banks are presented as Crédit Agricole internal transactions in the balance sheet and income statement (Note 6.5 "Loans and receivables due from credit institutions and due from customers", 4.1 "Interest and expenses" and 4.2 "Net fees and commissions").

Other shareholders' agreements

Signature of an agreement between Banco Popolare and Crédit Agricole S.A.

CA Consumer Finance, a consumer finance subsidiary of Crédit Agricole Group, and Banco Popolare signed an agreement on Agos Ducato, which is 61% owned by CA Consumer Finance and 39% by Banco Popolare.

The main point of the agreement relates to increasing the Company's equity by €450 million, of which €300 million will take the form of a capital increase subscribed by the two shareholders proportional to their current holdings, the balance being in the form of subordinated loans.

Extension of the FGA Capital auto financing partnership between Fiat Group Automobiles and Crédit Agricole S.A.

Fiat Group Automobiles (FGA), Crédit Agricole S.A. and Crédit Agricole Consumer Finance reached an agreement to extend their equal joint Venture in FGA Capital (FGAC) until 31 December 2021.

Newedge/Amundi: Crédit Agricole CIB signed an agreement with Société Générale

Crédit Agricole CIB signed an agreement on 20 December 2013 with Société Générale with a view to the disposal by Crédit Agricole CIB of its 50% stake in Newedge Group, their brokerage joint venture, for €272 million, and the concurrent acquisition by Crédit Agricole S.A. from Société Générale of a 5% stake in Amundi, their joint asset management company.

Relationships between controlled companies affecting the consolidated balance sheet

A list of Crédit Agricole S.A. Group companies can be found in Note 12 "Scope of consolidation at 31 December 2013". Transactions and outstandings at the period end and between fully consolidated companies are eliminated in full on consolidation. Therefore, the Group's consolidated financial statements are only affected by those transactions between fully consolidated companies and proportionately consolidated companies to the extent of the interests held by other shareholders.

The main corresponding outstandings in the consolidated balance sheet at 31 December 2013 relate to the Newedge, UBAF, Menafinance, FGA Capital and Forso groups for the following amounts:

- loans and receivables due from credit institutions: €1,551 million;
- loans and receivables due from customers: €2,152 million;
- due to credit institutions: €542 million;
- due to customers: €629 million.

The transactions entered into with these groups did not have a material effect on the income statement for the period.

Management of retirement, early retirement and end-of-career allowance commitments: Internal hedging contracts within the Group

As presented in Note 1.3 "Accounting policies and principles", employees are provided with various types of post-employment benefits. These include:

- end-of-career allowances;
- retirement plans, which may be either "defined-contribution" or "defined-benefit" plans.

Its liability in this respect is partially funded by collective insurance contracts taken out with Predica, Crédit Agricole Group's life insurance company.

These contracts govern:

- the setting up by the insurance company of mutual funds for investing contributions made by the employer to build up sufficient funds to cover end-of-career allowances or retirement benefits;
- the management of the funds by the insurance company;
- the payment to the beneficiaries of the allowances and of the benefits due under the various plans.

Information on post-employment benefits is provided in Note 7 "Employee benefits and other compensation" in paragraphs 7.3 and 7.4.

Relations with senior management

Detailed information on senior management compensation is provided in Note 7 "Employee benefits and other compensation" in paragraph 7.7 as well as in the part "Compensation policy", chapter 3 "Corporate governance" of the registration document.

There exist no material transactions between Crédit Agricole S.A. and its senior management, their families or the companies they control and which are not included in the Group's scope of consolidation.

Consolidated financial statements

INCOME STATEMENT

(in millions of euros)	Notes	31/12/2013	31/12/2012 Restated
Interest and similar income	4.1	28,881	32,210
Interest and similar expenses	4.1	(16,003)	(17,616)
Fee and commission income	4.2	7,564	7,540
Fee and commission expenses	4.2	(5,044)	(5,162)
Net gains (losses) on financial instruments at fair value through profit or loss[1]	4.3	3,410	5,418
Net gains (losses) on available-for-sale financial assets	4.4 - 6.4	2,009	(147)
Income on other activities	4.5	28,655	28,027
Expenses on other activities	4.5	(33,457)	(34,316)
Revenues		**16,015**	**15,954**
Operating expenses	4.6 - 7.1 - 7.4 - 7.6	(10,610)	(10,919)
Depreciation, amortisation and impairment of property, plant & equipment and intangible assets	4.7	(667)	(705)
Gross operating income		**4,738**	**4,330**
Cost of risk	4.8	(2,961)	(3,703)
Operating income		**1,777**	**627**
Share of net income of equity-accounted entities	2.2	1,074	503
Net gains (losses) on other assets	4.9	116	177
Change in value of goodwill	2.5	-	(3,027)
Pre-tax income		**2,967**	**(1,720)**
Income tax charge[1]	4.10	(140)	(391)
Net income from discontinued or held-for-sale operations	6.15	54	(4,320)
Net income		**2,881**	**(6,431)**
Non-controlling interests		376	(42)
NET INCOME GROUP SHARE		**2,505**	**(6,389)**
Basic earnings per share (in euros)[2]	**6.20**	**1.008**	**(2.580)**
Diluted earnings per share (in euros)[2]	**6.20**	**1.008**	**(2.580)**

(1) *The correction to the valuation of a limited number of complex derivative instruments had an impact on Net gains (losses) on financial instruments at fair value through profit and loss of €125 million at 31 December 2012, and on Income tax of -€43 million at 31 December 2012.*

(2) *Corresponds to income including Net income from discontinued and held-for-sale operations.*

To ensure comparability of financial statements, pursuant to IFRS 5, the contributions at 31 December 2012 of the financial statements of Newedge, of CA Consumer Finance Nordic entities and of Crédit Agricole Bulgaria in Crédit Agricole S.A. Group's income statement were reclassified under Net income from discontinued or held-for-sale operations.

NET INCOME AND OTHER COMPREHENSIVE INCOME

(in millions of euros)	Notes	31/12/2013	31/12/2012 Restated
Net income (A)		**2,881**	**(6,431)**
Actuarial gains and losses on post-employment benefits	4.11	35	(270)
Gains and losses on non current-assets held-for-sale	4.11	2	-
Pre-tax other comprehensive income on items that will not be reclassified to profit and loss excluding equity-accounted entities		**37**	**(270)**
Pre-tax other comprehensive income on items that will not be reclassified to profit and loss on equity-accounted entities	**4.11**	**(38)**	**(39)**
Income tax related to items that will not be reclassified to profit and loss excluding equity-accounted entities	**4.11**	**(14)**	**91**
Income tax related to items that will not be reclassified to profit and loss on equity-accounted entities	**4.11**	**-**	**10**
Other comprehensive income on items that will not be reclassified subsequently to profit and loss net of income tax (B)		**(15)**	**(208)**
Gains and losses on translation adjustements	4.11	(346)	(141)
Gains and losses on available-for-sale financial assets[1]	4.11	(72)	5,592
Gains and losses on hedging derivative instruments	4.11	(325)	201
Gains and losses on non current-assets held-for-sale	4.11	16	60
Pre-tax other comprehensive income on items that may be reclassified to profit and loss excluding equity-accounted entities[1]		**(727)**	**5,712**
Pre-tax other comprehensive income on items that may be reclassified to profit and loss on equity-accounted entities, Group Share	**4.11**	**(150)**	**183**
Income tax related to items that may be reclassified to profit and loss excluding equity-accounted entities[1]	**4.11**	**225**	**(1,655)**
Income tax related to items that may be reclassified to profit and loss on equity-accounted entities	**4.11**	**-**	**(25)**
Other comprehensive income on items that may be reclassified subsequently to profit and loss net of income tax[1] (C)		**(652)**	**4,215**
OTHER COMPREHENSIVE INCOME NET OF INCOME TAX (B+C)		**(667)**	**4,007**
NET INCOME AND OTHER COMPREHENSIVE INCOME (A+B+C)		**2,214**	**(2,424)**
of which Group share		1,923	(2,519)
of which non-controlling interests		291	95

(1) The correction at 31 December 2012 of the fair value of treasury bills and unsubordinated fixed-income securities had an impact of +€941 million on Gains and losses on available-for-sale financial assets and resulted in a deferred tax liability of €324 million i.e. a net impact in Other comprehensive income of +€617 million.

Reclassification of discontinued or held-for-sale operations had no material impact on the presentation of Other comprehensive income at 31 December 2012 and at 31 December 2013.

BALANCE SHEET – ASSETS

(in millions of euros)	Notes	31/12/2013	31/12/2012 Restated
Cash, central banks	6.1	68,184	42,714
Financial assets at fair value through profit or loss(1)(3)	6.2 - 6.8	360,325	399,918
Hedging derivative instruments	3.2 - 3.4	28,750	41,850
Available-for-sale financial assets(2)	6.4 - 6.6 - 6.7 - 6.8	260,775	260,620
Loans and receivables due from credit institutions	3.1 - 3.3 - 6.5 - 6.7 - 6.8	369,035	385,567
Loans and receivables due from customers	3.1 - 3.3 - 6.5 - 6.7 - 6.8	301,111	329,756
Revaluation adjustment on interest rate hedged portfolios		10,650	14,292
Held-to-maturity financial assets	6.7 - 6.8 - 6.10	14,660	14,602
Current and deferred tax assets(1)	6.13	4,737	7,268
Accruals, prepayments and sundry assets(3)	6.14	50,226	57,544
Non-current assets held-for-sale	6.15	25,951	21,496
Deferred participation benefits	6.18	-	-
Investments in equity-accounted entities	2.2	19,096	18,561
Investment property	6.16	3,570	3,041
Property, plant and equipment	6.17	4,465	4,517
Intangible assets	6.17	1,604	1,700
Goodwill	2.5	13,734	13,983
TOTAL ASSETS		**1,536,873**	**1,617,429**

(1) *The correction to the valuation of a limited number of complex derivative instruments had an impact on Financial assets at fair value through profit or loss of -€273 million at 31 December 2012, and on Deferred tax assets of €90 million at 31 December 2012.*

(2) *The correction at 31 December 2012 of the fair value of treasury bills and unsubordinated fixed-income securities had an impact of +€941 million on Available-for-sale financial assets.*

(3) *This information takes offsetting effects into account: net balance between an asset and a liability on derivatives transacted in the same currency with the clearing house "LCH Clearnet LTD Swapclear". The offsetting reduces the size of the consolidated balance sheet but has no impact on the consolidated income statement or consolidated net assets. The impact of offsetting comes to €158,691 million at 31 December 2013 and €225,690 million at 31 December 2012.*

BALANCE SHEET – LIABILITIES

(in millions of euros)	Notes	31/12/2013	31/12/2012 Restated
Central banks	6.1	2,852	1,061
Financial liabilities at fair value through profit or loss[(1) (3)]	6.2	296,944	350,255
Hedging derivative instruments	3.2 - 3.4	31,172	42,411
Due to credit institutions	3.3 - 6.9	153,940	160,651
Due to customers	3.1 - 3.3 - 6.9	484,620	483,638
Debt securities	3.2 - 3.3 - 6.11	147,933	150,390
Revaluation adjustment on interest rate hedged portfolios		7,323	12,777
Current and deferred tax liabilities[(2)]	6.13	2,126	5,545
Accruals, deferred income and sundry liabilities[(3)]	6.14	48,398	63,683
Liabilities associated with non-current assets held-for-sale	6.15	25,290	22,015
Insurance company technical reserves	6.18	255,457	244,578
Provisions	6.19	4,575	4,766
Subordinated debt	3.2 - 3.3 - 6.11	28,354	29,980
Total liabilities		**1,488,984**	**1,571,750**
Equity		**47,889**	**45,679**
Equity, Group share		42,294	40,174
Share capital and reserves		30,780	30,538
Consolidated reserves[(1)]		7,052	13,486
Other comprehensive income[(2)]		1,997	2,591
Other comprehensive income on non-current assets held-for-sale and discontinued operations		(40)	(52)
Net income/(loss) for the year[(1)]		2,505	(6,389)
Non-controlling interests		5,595	5,505
TOTAL EQUITY AND LIABILITIES		**1,536,873**	**1,617,429**

(1) The correction to the valuation of a limited number of complex derivative instruments had an impact on Financial liabilities at fair value through profit or loss of -€13 million at 31 December 2012, on Consolidated reserves of -€252 million at 31 December 2012, and on Net income/(loss) for the period of +€82 million at 31 December 2012.

(2) The correction at 31 December 2012 of the fair value of treasury bills and unsubordinated fixed-income securities classified as Available-for-sale financial assets had an impact of +€324 million on Deferred tax liabilities and of +€617 million on Other comprehensive income.

(3) This information takes offsetting effects into account: net balance between an asset and a liability on derivatives transacted in the same currency with the clearing house "LCH Clearnet LTD Swapclear". The offsetting reduces the size of the consolidated balance sheet but has no impact on the consolidated income statement or consolidated net assets. The impact of offsetting comes to €158,691 million at 31 December 2013 and €225,690 million at 31 December 2012.

STATEMENT OF CHANGES IN EQUITY

	Group share						
	Share capital and reserves				Other comprehensive income		
(in millions of euros)	Share capital	Share premium and consolidated reserves[2]	Elimination of treasury shares	**Total capital and consolidated reserves**	Other comprehensive income on items that may be reclassified to profit and loss	Other comprehensive income on items that will not be reclassified to profit and loss	**Total other comprehensive income**
Equity at 1 January 2012 restated[1]	**7,494**	**36,748**	**(366)**	**43,876**	**(1,146)**	**(185)**	**(1,331)**
Capital increase	-	-	-	-	-	-	-
Changes in treasury shares held	-	-	(4)	(4)	-	-	-
Dividends paid in 2012	-	-	-	-	-	-	-
Dividends received from Regional Banks and subsidiaries	-	-	-	-	-	-	-
Impact of acquisitions/disposals on non-controlling interests[3]	-	(96)	-	(96)	-	-	-
Changes due to share-based payments	-	8	-	8	-	-	-
Changes due to transactions with shareholders	**-**	**(88)**	**(4)**	**(92)**	**-**	**-**	**-**
Changes in other comprehensive income[4]	**-**	**-**	**-**	**-**	**3,909**	**(168)**	**3,741**
Share of changes in equity of equity-accounted entities	-	29	-	29	158	(29)	129
Net income at 31 December 2012	-	-	-	-	-	-	-
Other changes	-	211	-	211	-	-	-
Equity at 31 December 2012[1]	**7,494**	**36,900**	**(370)**	**44,024**	**2,921**	**(382)**	**2,539**
Appropriation of 2012 net income	-	(6,389)	-	(6,389)	-	-	-
Equity at 1 January 2013	**7,494**	**30,511**	**(370)**	**37,635**	**2,921**	**(382)**	**2,539**
Capital increase	11	(11)	-	-	-	-	-
Changes in treasury shares held	-	-	210	210	-	-	-
Dividends paid in 2013	-	-	-	-	-	-	-
Dividends received from Regional Banks and subsidiaries	-	-	-	-	-	-	-
Impact of acquisitions/disposals on non-controlling interests[5]	-	52	-	52	-	-	-
Changes due to share-based payments	-	(11)	-	(11)	-	-	-
Changes related to transactions with shareholders	**11**	**30**	**210**	**251**	**-**	**-**	**-**
Changes in other comprehensive income	**-**	**-**	**-**	**-**	**(422)**	**23**	**(399)**
Share of changes in equity-accounted entities	-	(10)	-	(10)	(145)	(38)	(183)
Net income at 31 December 2013	-	-	-	-	-	-	-
Other changes[6]	-	(44)	-	(44)	-	-	-
EQUITY AT 31 DECEMBER 2013	**7,505**	**30,487**	**(160)**	**37,832**	**2,354**	**(397)**	**1,957**

(1) *The impact of the correction to the valuation of a limited number of complex derivative instruments on Consolidated reserves came to -€252 million at 1 January 2012, while the impact on Income for the period was €82 million at 31 December 2012.*

(2) *Consolidated reserves before elimination of treasury shares.*

(3) *The impact of acquisitions/disposals on non-controlling interests during the 2012 financial year was mainly due to the capital increase at Agos, to which minority interests subscribed €92 million, the redemption of capital at CL Preferred Capital for -€750 million following its liquidation, the buying out of minority interests in BES Vida for -€151 million and the buying out of minority interests in Emporiki as part of the plan to dispose of it for €76 million.*

		Non-controlling interests					
			Other comprehensive income				
Net income	Total equity	Capital, associated reserves and income	Other comprehensive income on items that may be reclassified to profit and loss	Other comprehensive income on items that will not be reclassified to profit and loss	Total other comprehensive income	Total equity	Total consolidated equity
-	**42,545**	**6,715**	**(219)**	**(1)**	**(220)**	**6,495**	**49,040**
-	-	-	-	-	-	-	-
-	(4)	-	-	-	-	-	(4)
-	-	(375)	-	-	-	(375)	(375)
-	-	-	-	-	-	-	-
-	(96)	(703)	-	-	-	(703)	(799)
-	8	1	-	-	-	1	9
-	**(92)**	**(1,077)**	**-**	**-**	**-**	**(1,077)**	**(1,169)**
-	**3,741**	**-**	**148**	**(11)**	**137**	**137**	**3,878**
-	158	-	-	-	-	-	158
(6,389)	(6,389)	(42)	-	-	-	(42)	(6,431)
-	211	(8)	-	-	-	(8)	203
(6,389)	**40,174**	**5,588**	**(71)**	**(12)**	**(83)**	**5,505**	**45,679**
6,389	-	-	-	-	-	-	-
-	**40,174**	**5,588**	**(71)**	**(12)**	**(83)**	**5,505**	**45,679**
-	-	-	-	-	-	-	-
-	210	-	-	-	-	-	210
-	-	(302)	-	-	-	(302)	(302)
-	-	-	-	-	-	-	-
-	52	114	-	-	-	114	166
-	(11)	-	-	-	-	-	(11)
-	**251**	**(188)**	**-**	**-**	**-**	**(188)**	**63**
-	**(399)**	-	**(80)**	**-**	**(80)**	**(80)**	**(479)**
-	(193)	(16)	(5)	-	(5)	(21)	(214)
2,505	2,505	376	-	-	-	376	2,881
-	(44)	3	-	-	-	3	(41)
2,505	**42,294**	**5,763**	**(156)**	**(12)**	**(168)**	**5,595**	**47,889**

(4) The correction at 31 December 2012 of the fair value of treasury bills and unsubordinated fixed-income securities classified as Available-for-sale financial assets had an impact of +€617 million on Other comprehensive income.

(5) The impact of acquisitions/disposals on non-controlling interests during the 2013 financial year was mainly due to the capital increase at Agos, to which minority interests subscribed €117 million.

(6) The application of the amendment, IAS 19 revised, had no material impact in the consolidated financial statements of Crédit Agricole S.A. Group.

CASH FLOW STATEMENT

The cash flow statement is presented using the indirect method.

Operating activities show the impact of cash inflows and outflows arising from Crédit Agricole S.A. Group's income-generating activities, including those associated with assets classified as held-to-maturity financial assets.

Tax inflows and outflows are included in full within operating activities.

Investment activities show the impact of cash inflows and outflows associated with purchases and sales of investments in consolidated and non-consolidated companies, property, plant and equipment and intangible assets. This section includes strategic equity investments classified as available-for-sale financial assets.

Financing activities show the impact of cash inflows and outflows associated with equity and long term borrowing.

The net cash flows attributable to the operating, investment and financing **activities of discontinued operations** are presented on separate lines in the cash flow statement.

Net cash and cash equivalents include cash, debit and credit balances with central banks and debit and credit demand balances with credit institutions.

(in millions of euros)	Notes	31/12/2013	31/12/2012 Restated
Pre-tax income		**2,967**	**(1,720)**
Net depreciation and impairment of property, plant & equipment and intangible assets		683	779
Impairment of goodwill and other fixed assets	2.5	-	3,027
Net depreciation charges to provisions		14,378	6,946
Share of net income (loss) of equity-accounted entities		(1,074)	(503)
Net income (loss) from investment activities		(192)	275
Net income (loss) from financing activities		4,042	4,313
Other movements		(3,940)	3,903
Total non-cash and other adjustment items included in pre-tax income		**13,897**	**18,740**
Change in interbank items		(16,591)	(11,752)
Change in customer items		39,232	24,575
Change in financial assets and liabilities		(26,004)	(20,763)
Change in non-financial assets and liabilities		(2,679)	12,136
Dividends received from equity-accounted entities[1]		311	339
Tax paid		(698)	325
Net change in assets and liabilities used in operating activities		**(6,429)**	**4,860**
Cash provided (used) by discontinued operations		**(131)**	**(2,547)**
Total net cash flows from (used by) operating activities (A)		**10,304**	**19,333**
Change in equity investments[2]		**(17)**	**215**
Change in property, plant & equipment and intangible assets		**(616)**	**(391)**
Cash provided (used) by discontinued operations		**(59)**	**86**
Total net cash flows from (used by) investment activities (B)		**(692)**	**(90)**
Cash received from (paid to) shareholders[3]		**8**	**(3,311)**
Other cash provided (used) by financing activities[4]		**(2,342)**	**590**
Cash provided (used) by discontinued operations		**(34)**	**2,468**
Total cash flows from (used by) financing activities (C)		**(2,368)**	**(253)**
Impact of exchange rate changes on cash and cash equivalent (D)		**(2,977)**	**(971)**
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT (A+B+C+D)		**4,267**	**18,019**
Cash and cash equivalents at beginning of period		**54,039**	**36,020**
Net cash accounts and accounts with central banks *		42,059	28,335
Net demand loans and deposits with credit institutions **		11,980	7,685
Cash and cash equivalents at end of period		**58,306**	**54,039**
Net cash accounts and accounts with central banks *		65,422	42,059
Net demand loans and deposits with credit institutions **		(7,116)	11,980
NET CHANGE IN CASH AND CASH EQUIVALENT		**4,267**	**18,019**

* *Consisting of the net balance of the Cash and central banks item, excluding accrued interest and including cash of entities reclassified as held-for-sale operations.*

** *Consisting of the balance of Performing current accounts in debit and Performing overnight accounts and advances as detailed in Note 6.5 and Current accounts in credit and Current accounts and overdrafts as detailed in Note 6.9 (excluding accrued interest).*

(1) *Dividends received from equity-accounted entities: at 31 December 2013, this amount mainly comprised payment of dividends by the Regional Banks for €261 million.*

(2) *Change in equity investments: this line item shows the net effects on cash of acquisitions and disposals of equity investments. These external operations are described in Note 2.1.*

The net impact of acquisitions and disposals of consolidated equity investments (subsidiaries and equity-accounted entities) on Group cash at 31 December 2013 is €114 million. The main operations relate in particular to the disposal of Eurazeo securities for €174 million, and the acquisition of securities of Credit Agricole Bulgaria (formerly Emporiki Bank Bulgaria EAD), Credit Agricole Romania (formerly Emporiki Bank Romania S.A.) and Crédit Agricole Bank Albania S.A. (formerly Emporiki Bank Albania S.A.) in the amount of -€55 million.

In the same period, the net impact of acquisitions and disposals of non-consolidated equity investments on the Group's cash came to -€131 million, primarily related to the acquisitions carried out as part of the programme of insurance company investments for -€535 million, less the disposal of Bankinter securities for €415 million.

(3) *Cash received from (paid to) shareholders: this line includes -€272 million in dividends, excluding dividends paid in shares, paid by the subsidiaries of Crédit Agricole S.A. to their minority shareholders, the capital increase of Agos S.p.a. subscribed by the minority shareholders for €117 million and the cash flows related to treasury shares for €159 million.*

(4) *Other cash provided (used) by financing activities: as at 31 December 2013, bond issues totalled €22,887 million and redemptions totalled €20,249 million. Subordinated debt issues totalled €2,012 million and redemptions €2,857 million.*

This line also includes cash flows from interest payments on subordinated debt and bonds, (cf. Note 2.1 "Major transactions and material events occurring in 2013", part IV "Issue of Crédit Agricole S.A. subordinated bonds").

Notes to the financial statements

Detailed summary of the notes

NOTE 1 Group accounting policies and principles, assessments and estimates

1.1 Applicable standards and comparability

Pursuant to Regulation EC no. 1606/2002, the annual financial statements have been prepared in accordance with IAS/IFRS and IFRIC applicable at 31 December 2013 and as adopted by the European Union (carve-out version), thus using certain exceptions in the application of IAS 39 on macro-hedge accounting.

These standards and interpretations are available on the European Commission website at: http://ec.europa.eu/internal_market/accounting/ias/index_en.htm.

The standards and interpretations are the same as those applied and described in the Group's financial statements for the year ended 31 December 2012.

They have been supplemented by the IFRS as adopted by the European Union at 31 December 2013 and that must be applied for the first time in the 2013 financial year. These cover the following:

Standards, Amendments or Interpretations	Date published by the European Union	Date of first-time application: financial years from	Applicable in the Group
Amendment to IAS 1 regarding the presentation of items of other comprehensive income, breakdown of equity	5 June 2012 (EU no. 475/2012)	1 January 2013	Yes
Amendment to IAS 19 on Employee Benefits (Defined Benefit Plans)	5 June 2012 (EU no. 475/2012)	1 January 2013	Yes
IFRS 13 regarding fair value measurement	11 December 2012 (EU no. 1255/2012)	1 January 2013	Yes
Amendment to IAS 12 on deferred taxes: recovery of underlying assets	11 December 2012 (EU no. 1255/2012)	1 January 2013	No
IFRIC 20 on stripping costs in the production phase of a surface mine	11 December 2012 (EU no. 1255/2012)	1 January 2013	No
Amendment to IFRS 1 on severe hyperinflation	11 December 2012 (EU no. 1255/2012)	1 January 2013	No
Amendments to IFRS 7 on disclosures regarding the offsetting of financial assets and financial liabilities	13 December 2012 (EU no. 1256/2012)	1 January 2013	Yes
Amendment to IFRS 1 (government loans)	4 March 2013 (EU no. 183/2013)	1 January 2013	No
Amendments in connection with the annual improvements to IFRS, 2009-2011 cycle amending the following standards: IFRS 1, IAS 1, IAS 16, IAS 32, IAS 34, IFRIC 2	27 March 2013 (EU no. 301/2013)	1 January 2013	Yes

IFRS 13 establishes a general framework for fair value measurement, employing a new definition based on an exit price and requires enhanced disclosures on fair value measurements in the notes.

This standard mainly aims at taking account of non-performance risk for derivative liabilities (Debit Valuation Adjustment or DVA or own credit risk), and, using a symmetrical treatment, counterparty credit risk for derivative assets (Credit Valuation Adjustment or CVA).

The impact on revenues of the first-time application of IFRS 13 within Crédit Agricole S.A. Group was -€132 million (CVA = -€382 million/DVA = +€250 million).

The application of the other provisions had no material impact on income or equity for the period.

As it is:

- the Amendment to IAS 1 permits a recyclable/non-recyclable items distinction in other comprehensive income. The impact of the application of this amendment is purely in terms of presentation;
- the main change introduced by the amendment to IAS 19 is the obligation to recognise actuarial gains and losses on defined benefit plans in other comprehensive income. Since the Group had already applied this method (optional in the previous version of IAS 19), the effects of this amendment are very limited and not material (recognised in other comprehensive income in the financial statements at 31 December 2013);
- the amendment to IFRS 7 which is meant to reconcile IFRS offsetting rules as defined in IAS 32, with US GAAP offsetting rules, requires the disclosure of the effects of offsetting arrangements on financial assets and liabilities. This amendment requires the inclusion of an additional note (Note 6.12 "Information on the offsetting of financial assets and financial liabilities") in the notes to the financial statements at 31 December 2013.

Moreover, where the early application of standards and interpretations adopted by the European Union is optional for a period, this option is not selected by the Group, unless otherwise stated.

This in particular applies to:

Standards, Amendments or Interpretations	Date published by the European Union	Date of first-time mandatory application: financial years from	Subsequently applicable in the Group
IFRS 10 on consolidated financial statements	11 December 2012 (EU no. 1254/2012)	1 January 2014	Yes
IFRS 11 on joint arrangements	11 December 2012 (EU no. 1254/2012)	1 January 2014	Yes
IFRS 12 on disclosure of interests in other entities	11 December 2012 (EU no. 1254/2012)	1 January 2014	Yes
Amended IAS 27 on parent company's financial statements	11 December 2012 (EU no. 1254/2012)	1 January 2014	No
Amended IAS 28 on investments in associates and joint ventures	11 December 2012 (EU no. 1254/2012)	1 January 2014	Yes
Amendments to IAS 32: Presentation of financial assets and financial liabilities offsetting effects	13 December 2012 (EU no. 1256/2012)	1 January 2014	Yes
Amendments relating to transitional provisions for IFRS 10: consolidated financial statements, IFRS 11: joint arrangements and IFRS 12: disclosure of interests in other entities	4 April 2013 (EU no. 313/2013)	1 January 2014	Yes
Amendments to IFRS 10 and 12 relating to investment entities	20 November 2013 (EU no. 1174/2013)	1 January 2014	No
Amendment to IAS 36 on recoverable amount disclosures for non-financial assets	19 December 2013 (EU no. 1374/2013)	1 January 2014	Yes
Amendments to IAS 39 on financial instruments: recognition and measurement relating to the novation of derivatives and continuation of hedge accounting	19 December 2013 (EU no. 1375/2013)	1 January 2014	Yes

The consolidation standards, IFRS 10, 11 and 12 and IAS 28 amended, come into effect on 1 January 2014, and will apply retrospectively. They require the nature of equity interests to be reviewed in light of the new control model, changes to the consolidation method in the event of joint control, and disclosures in the notes.

IFRS 10 supersedes IAS 27 and SIC 12 and establishes a common analytical framework for control based on three cumulative criteria: (1) the holding of power on the relevant activities of the investee, (2) exposure or rights to variable returns and (3) the ability to use the power over the investee to affect its returns.

The main impact of the first-time application of IFRS 10 is the inclusion of the following entities within the scope of consolidation:

- two multi-seller ABCP conduits (LMA and Atlantic) designed to refinance on the market securitisation transactions on behalf of customers, in Europe and in the United States. Indeed, the conduit sponsor and liquidity provider roles played by Crédit Agricole S.A. Group give it power directly connected with the variability of returns from the business. The liquidity facilities protect investors from credit risk and guarantee the liquidity of the conduits.

  The inclusion of these entities within the scope of consolidation will inflate the balance sheet by less than €10 billion (estimates at 1 January 2013) with no material impact on income;

- 172 funds backing unit-linked insurance contracts. Although the investment is done on behalf of the policyholders, Crédit Agricole S.A. Group nevertheless remains directly exposed to the variability of returns from the funds. Control is deemed when the percentage control is considered significant using the relative approach.

  The inclusion of these funds within the scope of consolidation will inflate the balance sheet by approximately €2.8 billion, but is not expected to have a material impact on income.

For the asset management business, all managed funds were reviewed in light of the new decision-making criteria introduced by IFRS 10. Thus, when Crédit Agricole S.A. Group acts as fund manager, it may have decision-making powers that, combined with a certain level of exposure to the variability of returns, indicates that it is acting as principal and that it has control. Otherwise, Crédit Agricole S.A. Group acts as agent. This analysis did not result in a material change in the scope of consolidation of this business.

IFRS 11 supersedes IAS 31 and SIC 13. It outlines how joint control is exercised through two forms of arrangements: joint operation and joint venture.

In joint operations, the parties must recognise the assets and liabilities in proportion to their rights and obligations. Conversely, joint ventures in which the parties share the rights to the net assets will no longer be proportionally consolidated, but will instead be accounted for under the equity method in accordance with IAS 28 amended;

- at 31 December 2013, Crédit Agricole S.A. Group was a joint venturer in 37 entities.

  The change in consolidation method associated with the first-time application of IFRS 11 and IAS 28 amended, will mean that the share of interests in such entities will be presented on a single line in the balance sheet, income statement and other comprehensive income. The impact on the size of the balance sheet and on the breakdown of income is not considered material.

  IFRS 12 encompasses all necessary disclosures of interests in other consolidated entities and in unconsolidated structured entities, in order to assess the associated risks and the impact on the financial position, performance and cash flows.

  The main impact of the first-time application of IFRS 12 is operational in nature, with an adaptation of the systems used to collect and report the information in the notes.

  The Group does not expect the application of the other standards to have a material impact on its income and equity.

  Furthermore, standards and interpretations that have been published by the IASB, but not yet been adopted by the European Union, will become mandatory only as from the date of such adoption. The Group has not applied them at 31 December 2013.

1.2 Presentation of financial statements

In the absence of a required presentation format under IFRS, Crédit Agricole S.A. Group's complete set of financial statements (balance sheet, income statement, statement of comprehensive income, statement of changes in equity and cash flow statement) has been presented in the format set out in ANC Recommendation 2013-04 of 7 November 2013.

1.3 Accounting policies and principles

USE OF ASSESSMENTS AND ESTIMATES TO PREPARE THE FINANCIAL STATEMENTS

Estimates made to draw up the financial statements are by their nature based on certain assumptions and involve risks and uncertainties as to whether they will be achieved in the future.

Future results may be influenced by many factors, including:

- activity in domestic and international markets;
- fluctuations in interest and exchange rates;
- the economic and political climate in certain industries or countries;
- changes in regulations or legislation.

This list is not exhaustive.

Accounting estimates based on assumptions are principally used in the following assessments:

- financial instruments measured at fair value;
- investments in non-consolidated companies;
- retirement plans and other post-employment benefits;
- stock option plans;
- long term depreciation of available-for-sale financial assets and held-to-maturity investments;
- impairment of loans;
- provisions;
- impairment of goodwill;
- deferred tax assets;
- valuation of equity-accounted entities;
- deferred participation benefits.

The procedures for the use of assessments or estimates are described in the relevant sections below.

FINANCIAL INSTRUMENTS (IAS 32 AND 39)

Financial assets and liabilities are treated in the financial statements in accordance with IAS 39 as endorsed by the European Commission.

At the time of initial recognition, financial assets and financial liabilities are measured at fair value including trading costs (with the exception of financial instruments recognised at fair value through profit or loss). Subsequently, financial assets and financial liabilities are measured according to their classification, either at fair value or at amortised cost based on the effective interest rate method.

IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants, on the principal or the most advantageous market, at the measurement date.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to obtain the net carrying amount of the financial asset or financial liability.

Securities

Classification of financial assets

Under IAS 39, securities are divided into four categories:

- financial assets at fair value through profit or loss and financial assets designated at fair value through profit or loss;
- held-to-maturity financial assets;
- loans and receivables;
- available-for-sale financial assets.

Financial assets at fair value through profit or loss and financial assets designated at fair value through profit or loss

According to IAS 39, this portfolio comprises securities that are classified under financial assets designated at fair value through profit or loss either as a result of a genuine intention to trade them or of being designated at fair value by Crédit Agricole S.A. Group.

Financial assets at fair value through profit or loss are assets acquired or generated by the enterprise primarily with the aim of disposal in the short term or which are included in a portfolio of financial instruments managed as a unit and with the purpose of making a profit from short term price fluctuations or an arbitrage margin.

Financial assets may be designated at fair value through profit or loss when such designation meets the conditions defined in the standard in the following three cases: for hybrid instruments containing one or more embedded derivatives, to reduce any distortion of accounting treatment or in the case of a group of managed financial assets whose performance is measured at fair value. This method is generally used so that derivatives embedded in hybrid instruments do not have to be recognised and measured separately.

To this end, Crédit Agricole S.A. Group has designated the following assets at fair value through profit or loss:

- assets backing unit-linked contracts;
- private equity business portfolio.

Securities that are classified under financial assets at fair value through profit or loss are recognised at fair value at inception, excluding transaction costs attributable directly to their acquisition (which are taken directly to profit or loss) and including accrued interest.

They are subsequently carried at fair value and changes in fair value are taken to profit or loss.

No impairment losses are booked for this category of securities.

Outstanding syndication securities held-for-sale are recognised as Financial assets at fair value through profit and loss and are marked to market.

Held-to-maturity financial assets

The category Held-to-maturity financial assets (applicable to securities with fixed maturities) includes securities with fixed or determinable payments that Crédit Agricole S.A. Group has the intention and ability to hold until maturity other than:

- securities that are initially designated as financial assets at fair value through profit or loss at the time of initial recognition by Crédit Agricole S.A. Group;
- securities that fall into the “Loans and receivables” category. Hence, debt securities that are not traded in an active market cannot be included in the “Held-to-maturity financial assets” category.

Classification as Held-to-maturity means that the entity must abide by the prohibition on the sale of securities prior to maturity, except where allowed under IAS 39.

Hedging of interest rate risk for this category of securities is not allowed for hedge accounting under IAS 39.

Held-to-maturity financial assets are initially recognised at acquisition cost, including transaction costs that are directly attributable to the acquisition and including accrued interest.

They are subsequently measured at amortised cost with amortisation of any premium or discount using the effective interest method.

Impairment rules for this financial asset category are disclosed in the specific section on “Impairment of securities” for securities measured at amortised cost.

Loans and receivables

Loans and receivables comprise unlisted financial assets that generate fixed or determinable payments.

Securities of the Loans and receivables portfolio are initially recognised at acquisition cost, including transaction costs that are directly attributable to the acquisition and including accrued interest.

They are subsequently measured at amortised cost with amortisation of any premiums or discounts using the effective interest method adjusted for any impairment losses.

Impairment rules for this financial asset category are disclosed in the specific section on “Impairment of securities” for securities measured at amortised cost.

Available-for-sale financial assets

IAS 39 defines Available-for-sale financial assets as assets that are other designated as available-for-sale or as the default category.

Available-for-sale financial assets are initially recognised at fair value, including transaction costs that are directly attributable to the acquisition and including accrued interest.

Available-for-sale financial assets are later measured at fair value and subsequent changes in fair value are recorded in other comprehensive income.

If the securities are sold, these changes are transferred to the income statement.

Amortisation of any premiums or discounts on fixed income securities is recognised in the income statement using the effective interest rate method.

Impairment rules for this financial asset category are disclosed in the specific section dedicated to Impairment of securities.

Impairment of securities

Impairment shall be booked when there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the securities, other than assets measured as at fair value through profit or loss.

Objective evidence of loss corresponds to a prolonged or significant decline in the value of the security for equity securities or the appearance of significant deterioration in credit risk evidenced by a risk of non-recovery for debt securities.

For equity securities, Crédit Agricole S.A. Group uses quantitative criteria as indicators of potential impairment. These quantitative criteria are mainly based on a loss of 30% or more of the value of the equity instrument over a period of six consecutive months. Crédit Agricole S.A. Group may also take account of other factors such as financial difficulties of the issuer, or short term prospects, etc.

Notwithstanding the above-mentioned criteria, Crédit Agricole S.A. Group recognises an impairment loss when there is a decline in the value of the equity instrument, higher than 50% or prolonged over three years.

For debt securities, impairment criteria are the same as for loans and receivables.

Such impairment is only recognised when it translates into a probable loss of all or part of the amount invested:

- for securities measured at amortised cost through the use of an impairment account, the amount of the loss is recognised in the income statement, and may be reversed in case of subsequent improvements;
- for available-for-sale securities, the amount of the aggregate loss is transferred from other comprehensive income to the income statement; in the event of subsequent recovery in the price of the securities, the loss previously transferred to the income statement may be reversed when justified by circumstances for debt instruments.

Recognition date of securities

Crédit Agricole S.A. records securities classified in the following three categories: Held-to-maturity financial assets and Loans and receivables as well as securities sold/bought under repurchase agreements and securities lending/borrowing at fair value through profit or loss on the settlement date since 2012. Other securities, regardless of type or classification, are recognised on the trading date.

Reclassification of financial assets

In accordance with the amendment to IAS 39 as published and adopted by the European Union in October 2008, the following reclassifications are now allowed:

- from the Financial assets held-for-trading and Available-for-sale financial assets categories to the Loans and receivables category, if the entity now has the intention and ability to hold the financial asset for the foreseeable future or until maturity and if the classification criteria for this category are met upon the transfer date (in particular, financial asset not quoted in an active market);
- in rare documented circumstances, from Financial assets held-for-trading to Available-for-sale financial assets or Held-to-maturity financial assets if the eligibility criteria are met upon the transfer date for each category.

The fair value on the date of reclassification becomes the new cost or amortised cost, as applicable, of the reclassified financial asset.

Information on reclassifications made by Crédit Agricole S.A. Group under the terms of the amendment to IAS 39 is provided in Note 9 “Reclassification of financial instruments”.

Temporary investments in/disposals of securities

Within the meaning of IAS 39, temporary sales of securities (securities lending/borrowing, repurchase agreements) do not fulfil the derecognition conditions of IAS 39 and are regarded as collateralised financing.

Assets lent or sold under repurchase agreements are kept on the balance sheet. If applicable, the amounts received, representing the liability to the transferee, are recognised on the liability side of balance sheet.

Items borrowed or bought under repurchase agreements are not recognised on the balance sheet of the transferee. A receivable is recognised for the amount paid. If the security is subsequently sold, the transferee recognises a liability in respect of their obligation to return the security under the repurchase agreement.

Revenue and expenses relating to such transactions are posted to profit and loss on a *pro rata temporis basis*, except in the case of assets and liabilities recognised at fair value through profit or loss.

Lending operations

Loans are principally allocated to the Loans and receivables category. In accordance with IAS 39, they are initially valued at fair value and subsequently valued at amortised cost using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash payments to the original net loan amount. This rate includes the discounts and any transaction income or transaction costs that are an integral part of the effective interest rate.

Syndication loans held-for-trading are classified as Financial assets held-for-trading and are marked to market.

Subordinated loans and repurchase agreements (represented by certificates or securities) are included under the various categories of loans and receivables according to counterparty type.

Income calculated based on the effective interest rate is recognised in the balance sheet under accrued interests in the income statement.

Advances made by Crédit Agricole S.A. to the Regional Banks do not represent a direct risk for Crédit Agricole S.A. with respect to the corresponding customer loans made by the Regional Banks. They do, however, represent a potential indirect risk with respect to the financial strength of the Regional Banks. Crédit Agricole S.A. has not made any provisions for such advances to the Regional Banks.

Impairment of loans

In accordance with IAS 39, loans classified under Loans and receivables are impaired whenever there is objective indication of impairment as a result of one or more loss events occurring after the initial recognition of these loans, such as:

- borrower in serious financial difficulties;
- a breach of contract such as a default on the payment of interest or principal;

- the granting by the lender to the borrower, for economic or legal reasons connected with the borrower's financial difficulties, of a facility that the lender would not have envisaged under other circumstances (loan restructuring);
- increasing probability of bankruptcy or other financial restructuring of the borrower.

Impairment may be individual or collective, or in the form of discounts on loans that have been restructured due to customer default.

Impairment charges and reversals of impairment losses for non-recovery risk are recognised in cost of risk and any increase in the carrying amount of the loan arising from the accretion of the impairment or amortisation of the restructured loan discount is recognised in interest margin.

Impairment losses are discounted and estimated on the basis of several factors, notably business- or sector-related. It is possible that future assessments of the credit risk may differ significantly from current estimates, which may lead to an increase or decrease in the amount of the impairment.

Probable losses in respect of off-balance sheet commitments are covered by provisions recognised as liabilities.

Loans individually assessed for impairment

Each loan is first individually assessed for known risk of loss. Projected losses are thus measured by means of individual impairment losses for all types of loans, including guaranteed, where there is objective indication of impairment. The amount of impairment losses is the difference between the carrying amount of loans (amortised cost) and the sum of estimated future flows, discounted at the original effective interest rate.

Possible losses in respect of portfolios of small loans with similar characteristics may be estimated on a statistical basis rather than on an individual assessment.

Loans collectively assessed for impairment

Statistical and historical customer default experience shows that there is an identified risk of partial uncollectibility of loans non individually impaired. To cover these risks, which cannot by nature be allocated to individual loans, Crédit Agricole S.A. Group takes various collective impairment charges, calculated using models developed on the basis of these statistical data, by way of deduction from asset values. These are determined for each homogenous class of loans displaying similar credit risk characteristics.

- Calculation of impairment losses using Basel 2 models

Under Basel 2 regulations, each Crédit Agricole S.A. Group's entity calculates the amount of losses anticipated within one year, using statistical tools and databases, based on a variety of observation criteria that meet the definition of a "loss event" within the meaning of IAS 39.

The amount of impairment is based on the probability of default in each rating class assigned to borrowers, and also on management's experienced judgement.

The amount of this impairment is obtained by applying to the amount of anticipated losses calculated using the Basel 2 models, a maturity correction factor designed to take account of the need to record impairment charges for the anticipated losses up to maturity.

- Other loans collectively assessed for impairment

Crédit Agricole S.A. Group also sets aside collective impairment charges to cover customer risks that are not allocated to individual loans, such as sector or country impairment losses. These provisions are intended to cover estimated risks based on a sector or geographical analysis for which there is statistical or historical risk of partial non-recovery.

Loan restructuring

Loans restructured due to customer default are loans classified as being in default upon restructuring for which the entity changed the initial financial terms (interest rate, term) for economic or legal reasons connected with the borrower's financial difficulties, in a manner that would not have been considered under other circumstances.

This excludes loans renegotiated for commercial reasons, with a view to developing or preserving a commercial relationship, and not due to the counterparty's financial difficulties.

The reduction of future flows granted to a counterparty, which may notably stem from these flows being postponed as part of the restructuring, results in the recognition of a discount. It represents future loss of cash flow discounted at the original effective interest rate.

It is equal to the difference between:

- the nominal value of the loan; and
- the sum of theoretical future cash flows from the restructured loan, discounted at the original effective interest rate (defined at the date of the financing commitment).

The discount recognised when a loan is restructured is recorded under cost of risk. Its amortisation then affects the interest margin.

Restructured loans are monitored based on ratings in accordance with Basel rules and are impaired on the basis of the estimated credit risk. They are individually impaired upon the first missed payment.

Watch list loans

Watch list loans consist of loans for which payment arrears have been recorded but for which no individual impairment has been set aside.

Subsidised loans (IAS 20)

Under French Government measures to support the agricultural and rural sector and to help home buyers, certain Crédit

Agricole S.A. Group entities grant subsidised loans at rates fixed by the Government. Consequently, the Government pays these entities the difference between the subsidised lending rate and a predetermined benchmark rate.Accordingly, no discounts are recognised against subsidised loans.

The subsidy system is periodically reviewed by the Government.

In accordance with IAS 20, subsidies received from the Government are recorded under Interest and similar income and spread over the life of the corresponding loans.

Financial liabilities

IAS 39 as endorsed by the European Union recognises three categories of financial liabilities:

- financial liabilities at fair value through profit or loss. Fair value changes on this portfolio are recognised in profit or loss at accounting end-periods;
- financial liabilities designated at fair value through profit or loss. Financial liabilities may be designated at fair value through profit or loss when such designation meets the conditions defined in the standard in the following three cases: for hybrid instruments containing one or more embedded derivatives, to reduce any distortion of accounting treatment or in the case of groups of managed financial liabilities whose performance is measured at fair value. This method is generally used so that derivatives embedded in hybrid instruments do not have to be recognised and measured separately;
- other financial liabilities: this category includes all other financial liabilities. These liabilities are initially measured at fair value (including transaction income and costs) and subsequently at amortised cost using the effective interest method.

The structured issues of Crédit Agricole CIB, classified as Financial liabilities held-for-trading, were reclassified under Financial liabilities designated at fair value through profit or loss at 1 January 2013.

These issues were not intended for short term repurchase to generate profits on price fluctuations as part of a trading activity. However, these structured issues are hedged for economic risks using financial instruments managed within trading portfolios. In application of IAS 39, the classification of structured issues as designated at fair value through profit or loss is consistent with the accounting treatment of all related transactions, whose overall performance is monitored at fair value.

The reclassification carried out in 2013 therefore better reflects the investment strategy and performance monitoring of the instruments (structured issues and economic hedging instruments) and is considered a correction due to a change in accounting treatment as defined by IAS 8.

Revaluation adjustments related to credit risk are measured using models based on the Group's refinancing conditions, as established at the end of the corresponding reporting period. They also take account of the residual term of the relevant liabilities.

Securities classified as financial liabilities or equity

Distinction between liabilities and equity

A debt instrument or financial liability is a contractual obligation to:

- deliver cash or another financial asset;
- exchange instruments under potentially unfavourable conditions.

An equity instrument is a contract evidencing a residual interest in an enterprise after deduction of all of its liabilities (net assets).

Treasury shares buy-back

Treasury shares (or equivalent derivative instruments, such as stock options) bought back by Crédit Agricole S.A. Group, including shares held to cover stock option plans, do not meet the definition of a financial asset and are deducted from equity. They do not generate any impact on the income statement.

Deposits

All deposits are recorded under the category "Due to customers" in spite of the characteristics of the collection system within Crédit Agricole Group, with deposits originating from the Regional Banks centralised at Crédit Agricole S.A. For the Group, the ultimate counterparty for these deposits is indeed the end customer.

The deposits are initially measured at fair value and subsequently at amortised cost.

Regulated savings products are by nature deemed to be at market rates.

Provisions are taken where necessary against home purchase savings plans and accounts as set out in Note 6.19 "Provisions".

Derivative instruments

Derivative instruments are financial assets or liabilities and are recognised on the balance sheet at fair value at inception of the transaction. At the end of each reporting period, derivatives are measured at fair value, whether they are held-for-trading purposes or used for hedging.

Any change in the value of derivatives on the balance sheet is recorded in the income statement (except in the special case of a cash flow hedging relationship).

Hedge accounting

Fair value hedges are intended to provide protection from exposure to a change in the fair value of an asset or of a liability that has been recognised, or of a firm commitment that has not been recognised.

Cash flow hedges are intended to provide protection from a change in future cash flows from financial instruments associated with a recognised asset or liability (for example, with all or part of future interest payments on a floating-rate debt) or a projected transaction that is considered to be highly probable.

Hedges of net investments in a foreign operation are intended to provide protection from the risk of an adverse movement in fair value arising from the foreign exchange risks associated with a foreign investment in a currency other than the euro.

Hedges must meet the following criteria in order to be eligible for hedge accounting:

- the hedging instrument and the instrument hedged must be eligible;
- there must be formal documentation from inception, primarily including the individual identification and characteristics of the hedged item, the hedging instrument, the nature of the hedging relationship and the nature of the hedged risk;
- the effectiveness of the hedge must be demonstrated, at inception and retrospectively, by testing at each reporting date.

For interest rate hedges for a portfolio of financial assets or financial liabilities, Crédit Agricole S.A. Group documents the hedging relationship for fair value hedges in accordance with the carve-out version of IAS 39 as endorsed by the European Union.

The Group also documents these hedging relationships based on its gross position in derivative instruments and hedged items.

The effectiveness of the hedging relationships is measured by maturity schedules.

The change in value of the derivative is recorded in the financial statements as follows:

- fair value hedges: the change in value of the derivative is recognised in the income statement symmetrically with the change in value of the hedged item in the amount of the hedged risk. Only the net amount of any ineffective portion of the hedge is recognised in the income statement;
- cash flow hedges: the change in value of the derivative is recognised in the balance sheet through a specific account in other comprehensive income for the efficient portion and any inefficient portion of the hedge is recognised in the income statement. Any profits or losses on the derivative accrued through other comprehensive income are then reclassified in the income statement when the hedged cash flows occur;
- hedge of a net investment in a foreign operation: the change in value of the derivative is recognised in the balance sheet in the translation adjustment equity account and any ineffective portion of the hedge is recognised in the income statement.

Where the conditions for benefiting from hedge accounting are no longer met, the following accounting treatment must be applied prospectively.

- fair value hedges: only the hedging instrument continues to be revalued through profit or loss. The hedged item is wholly accounted for according to its classification. For available-for-sale securities, changes in fair value subsequent to the ending of the hedging relationship are recorded in other comprehensive income. For hedged items valued at amortised cost, which were interest rate hedged, the revaluation adjustment is amortised over the remaining life of those hedged items;
- cash flow hedges: the hedging instrument is valued at fair value through profit or loss. The amounts accumulated in other comprehensive income under the effective portion of the hedging remain in other comprehensive income until the hedged element affects profit or loss. For interest rate hedged instruments, profit or loss is affected according to the payment of interest. The revaluation adjustment is therefore amortised over the remaining life of those hedged items;
- hedges of net investments in a foreign operation: the amounts accumulated in other comprehensive income under the effective portion of the hedging remain in other comprehensive income while the net investment is held. The income is recorded once the net investment in a foreign operation exits the scope of consolidation.

Embedded derivatives

An embedded derivative is a component of a hybrid contract that meets the definition of a derivative product. Embedded derivatives must be accounted for separately from the host contract if the following three conditions are met:

- the hybrid contract is not measured at fair value through profit or loss;
- the embedded component taken separately from the host contract has the characteristics of a derivative;
- the characteristics of the derivative are not closely related to those of the host contract.

Determination of the fair value of financial instruments

When determining the fair value of financial instruments observable inputs must be prioritised. It is presented using the hierarchy defined in IFRS 13.

IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants, on the principal or the most advantageous market, at the measurement date.

Fair value applies individually to each financial asset or financial liability. A portfolio exemption may be used where the management and risk monitoring strategy so allow and are appropriately documented. Thus, certain fair value parameters are calculated on a net basis when a group of financial assets and financial liabilities is managed on the basis of its net exposure to market or credit risks. This is notably true of the CVA/DVA calculation.

The Group considers that the best evidence of fair value is reference to quoted prices published in an active market.

When such quoted prices are not available, fair value is established by using valuation techniques based on observable data or unobservable inputs.

Fair value of structured issues

In accordance with IFRS 13, the Group values its structured issues, recognised at fair value, by taking as a reference the issuer spread that specialist participants agree to receive to acquire new Group issues.

Fair value of derivatives

Crédit Agricole S.A. Group incorporates into fair value the assessment of counterparty risk for derivative assets (Credit Valuation Adjustment or CVA) and, using a symmetrical treatment, the non-performance risk for derivative liabilities (Debt Valuation Adjustment or DVA or own credit risk).

The CVA makes it possible to determine the expected losses due to the counterparty from the perspective of Crédit Agricole Group, and DVA, the expected losses due to Crédit Agricole Group from the perspective of the counterparty.

The calculation of the CVA/DVA is based on estimated expected losses having regard to the probability of default and the loss given default. The methodology used maximises the use of observable entry data. It is primarily based on market data such as registered and listed CDS (or Single Name CDS) or index CDS in the absence of registered CDS on the counterparty. In certain circumstances, historical default data can be used.

Fair value hierarchy

The standard classifies fair value into three levels based on the observability of inputs used in valuation techniques.

Level 1: fair value corresponding to quoted prices (unadjusted) in active markets

Level 1 is composed of financial instruments that are directly quoted in active markets for identical assets and liabilities that the entity can access at the measurement date. These are stocks and bonds quoted in active markets (such as the Paris Stock Exchange, the London Stock Exchange or the New York Stock Exchange, etc.) and also fund securities quoted in an active market and derivatives traded on an organised market, in particular futures.

A market is regarded as being active if quoted prices are readily and regularly available from an exchange, broker, dealer, pricing service or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

For financial assets and liabilities with offsetting market risks, Crédit Agricole S.A. Group uses mid-prices as a basis for establishing fair values for the offsetting risk positions. The Group applies the current bid price to asset held or liability to be issued (open long position) and the current asking price to asset to be acquired or liability held (open short position).

Level 2: fair value measured using directly or indirectly observable inputs other than those in Level 1

These inputs that are observable, either directly (*i.e.* as prices) or indirectly (*i.e.* derived from prices) generally meet the following characteristics: they are not entity-specific data but available and obtainable public data accordingly used by market participants.

Level 2 is composed of:

- stocks and bonds quoted in an inactive market or non quoted in an active market but for which fair value is established using a valuation methodology usually used by market participants (such as discounted cash flow techniques or the Black & Scholes model) and based on observable market data;
- instruments that are traded over the counter, the fair value of which is measured with models using observable market data, *i.e.* derived from various and independent available external sources which can be obtained on a regular basis. For example, the fair value of interest rate swaps is generally derived from the yield curves of market interest rates as observed at the reporting date.

When the models are consistent notably with standard models based on observable market data (such as interest rate yield curves or implied volatility surfaces), the day one gain or loss resulting from the initial fair value measurement of the related instruments is recognised in profit or loss at inception.

Level 3: fair value that is measured using significant unobservable inputs

For some complex instruments that are not traded in an active market, fair value measurement is based on valuation techniques using assumptions *i.e.* that cannot be observed on the market for an identical instrument. These instruments are disclosed within Level 3.

This mainly concerns complex interest rate instruments, equity derivatives, structured credit instruments which fair value measurement includes for instance correlation or volatility inputs that are not directly benchmarkable.

Since the transaction price is deemed to reflect the fair value at initial recognition, any day one gain or loss recognition is deferred.

The day one gain or loss relating to these structured financial instruments is generally recognised through profit or loss over the period during which inputs are deemed unobservable. When market data become "observable", the remaining margin to be deferred is immediately recognised in profit or loss.

Valuation methodologies and models used for financial instruments that are disclosed within Levels 2 and 3 incorporate all factors that market participants would consider in setting a price. They shall be beforehand validated by an independent control. Fair value measurement notably includes both liquidity risk and counterparty risk.

Absence of accepted valuation method to determine equity instruments' fair value

In accordance with IAS 39 principles, if there is no satisfactory method or if the estimates obtained using the various methods differ excessively, the security is valued at cost and stays recorded under available-for-sale financial assets because its fair value cannot be reliably measured. In this case, the Group does not report a fair value, in accordance with the applicable recommendations of

IFRS 7. These primarily include equity investments in companies that are not quoted in an active market of which fair value is difficult to measure reliably.

Net gains (losses) on financial instruments

Net gains (losses) on financial instruments at fair value through profit or loss

For financial instruments designated at fair value through profit or loss and financial assets and liabilities held-for-trading, this heading mainly includes the following income statement items:

- dividends and other revenues from equities and other variable-income securities which are classified under financial assets at fair value through profit or loss;
- changes in fair value of financial assets or liabilities at fair value through profit or loss;
- gains and losses on disposal of financial assets at fair value through profit or loss;
- changes in fair value and gains and losses on disposal or termination of derivative instruments not included in a fair value or cash flow hedging relationship.

This heading also includes the inefficient portion of fair value hedges, cash flow hedges and hedges of net investments in foreign currencies.

Net gains (losses) on available-for-sale financial assets

For available-for-sale financial assets, this heading mainly includes the following income statement items:

- dividends and other revenues from equities and other variable-income securities which are classified under available-for-sale financial assets;
- gains and losses on disposal of fixed income and variable-income securities which are classified under available-for-sale financial assets;
- losses in value of variable-income securities;
- net income on disposal or termination of instruments used for fair value hedges of available-for-sale financial assets when the hedged item is sold;
- gains and losses on disposal or termination of loans and receivables and held-to-maturity securities in those cases provided for by IAS 39.

Offsetting of financial assets and financial liabilities

In accordance with IAS 32, Crédit Agricole S.A. Group nets a financial asset and a financial liability and reports the net amount when, and only when, it has a legally enforceable right to offset the amounts reported and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Since 31 December 2013, the derivative instruments handled by Crédit Agricole CIB with clearing houses that meet the two criteria required by IAS 32 have been offset on the balance sheet.

This correction in presentation reduces the size of the consolidated balance sheet but has no impact on the consolidated income statement or consolidated net assets. It is a result of changes in standards (IFRS 7) and regulations (EMIR), which has led to a detailed analysis of the operating rules of clearing houses of which Crédit Agricole CIB is a member.

The effect of this offsetting is presented in the table in Note 6.12 on the amendment to IFRS 7 on disclosures regarding the offsetting of financial assets and financial liabilities.

Financial guarantees given

A financial guarantee contract is a contract that calls for specific payments to be made by the issuer to reimburse the holder for a loss incurred due to a specified debtor's failure to make a payment when due under the initial or amended terms of a debt instrument.

Financial guarantee contracts are recognised at fair value initially then subsequently at the higher of:

- the amount calculated in accordance with IAS 37 "Provisions, Contingent Liabilities and Contingent Assets"; or
- the amount initially recognised, less any depreciation recognised in accordance with IAS 18 "Income on ordinary activities".

Financing commitments that are not designated as fair value through profit or loss or not treated as derivative instruments within the meaning of IAS 39 are not recognised on the balance sheet. They are, however, covered by provisions in accordance with IAS 37.

Derecognition of financial instruments

A financial asset (or group of financial assets) is fully or partially derecognised if:

- the contractual rights to the cash flows from the financial asset expire or are transferred or are deemed to have expired or been transferred because they belong *de facto* to one or more beneficiaries; and
- substantially all the risks and rewards of ownership in the financial asset are transferred.

In this case, any rights or obligations created or retained at the time of transfer are recognised separately as assets and liabilities.

If the contractual rights to the cash flows are transferred but some of the risks and rewards of ownership as well as control are retained, the financial assets continue to be recognised to the extent of the Group's continuing involvement in the asset.

A financial liability is fully or partially derecognised only if the liability is settled.

PROVISIONS (IAS 37 AND 19)

Crédit Agricole S.A. Group has identified all obligations (legal or constructive) resulting from a past event for which it is probable that an outflow of resources will be required to settle the obligation, and for which the due date or amount of the settlement is uncertain but can be reliably estimated. These estimates are discounted where applicable whenever there is a material impact.

For obligations other than those related to credit risk, Crédit Agricole S.A. Group has set aside general provisions to cover:

- operational risks;
- employee benefits;
- financing commitment execution risks;
- claims and liability guarantees;
- tax risks;
- risks in connection with home purchase savings plans.

The latter provision is designed to cover the Group's obligations in the event of unfavourable movements in home purchase savings schemes. These obligations are: i) to pay a fixed rate of interest on the savings contract from inception for an undefined period of time; and ii) to grant a loan to home purchase savings plan savers at a rate fixed at inception of the contract. The provision is calculated for each generation of a home purchase savings plan and for all home purchase savings accounts, with no netting of obligations between generations.

The amount of these obligations is calculated taking account notably of:

- saver behaviour models, based on assumptions regarding customer behaviour drawn from historical experience, which may not necessarily reflect actual trends in future behaviour;
- an estimate of the amount and term of the loans that will be granted in the future, based on historical experience over an extended period of time;
- the yield curve for market rates and reasonably foreseeable trends.

Certain estimates may be made to determine the amount of the following provisions:

- the reserve for operational risks, which although subject to examination for identified risks, requires Management to make assessments with regard to incident frequency and the potential financial impact;
- the reserve for legal risks, which is based on Management's best estimate in light of the information in its possession at the end of the reporting period.

Detailed information is provided in Note 6.19.

EMPLOYEE BENEFITS (IAS 19)

In accordance with IAS 19, employee benefits are recorded in four categories:

- short term employee benefits, such as salaries, social security contributions, annual leave, profit-sharing, incentive plans and variable compensation payable in full within 12 months after the end of the period in which the employees have rendered the related services;
- long term employee benefits (long-service awards, variable compensation and compensation payable 12 months or more after the end of the period);
- termination benefits;
- post-employment benefits, classed in two categories described below: defined-benefit plans and defined-contribution plans.

Long term employee benefits

Long term employee benefits are employee benefits other than post-employment benefits or termination benefits but not fully due to employees within twelve months after the end of the period in which the related services have been rendered.

These include, in particular, bonuses and other deferred compensation payable twelve or more months after the end of the period in which they were earned, but which are not share-based.

The measurement method is similar to the one used by the Group for post-employment benefits with defined-benefit plans.

Post-employment benefits

Defined-benefit plans

At each reporting date, Crédit Agricole S.A. Group sets aside reserves to cover its liabilities for retirement and similar benefits and all other employee benefits falling in the category of defined-benefit plans.

In keeping with IAS 19, these commitments are stated based on a set of actuarial, financial and demographic assumptions, and in accordance with the projected Unit Credit Method. Under this method, for each year of service, a charge is booked in an amount corresponding to the employee's vested benefits for the period. The charge is calculated based on the discounted future benefit.

Liabilities for retirement and other employee benefits are based on assumptions made by Management with respect to the discount rate, staff turnover rate and probable increases in salary and social security costs. If the actual figures differ from the assumptions made, the retirement liability may increase or decrease in future years (see Note 7.4 "Post-employment benefits, defined-benefit plans").

Discount rates are determined based on the average term of the commitment, that is, the arithmetical average of the terms calculated between the valuation date and the payment date weighted by employee turnover assumptions.

The anticipated return on plan assets is also estimated by Management. Returns are estimated on the basis of expected returns on fixed income securities, and notably bonds.

The expected return on plan assets is determined using discount rates applied to measure the defined benefit obligation.

Crédit Agricole S.A. Group does not apply the optional "corridor method" and all actuarial gains or losses are recognised in other comprehensive income.

The amount of the provision is equal to:

- the present value of the obligation to provide the defined-benefits at the end of the reporting period, calculated in accordance with the actuarial method recommended by IAS 19;
- if necessary, reduced by the fair value of the assets allocated to covering these commitments. These may be represented by an eligible insurance policy. In the event that 100% of the obligation is covered by a policy that meets exactly the expense amount payable over the period for all or part of a defined-benefit plan, the fair value of the policy is deemed to be the value of the corresponding obligation, *i.e.* the amount of the corresponding actuarial liability.

For such obligations that are not covered, a provision for retirement benefits is recognised under Provisions on the liabilities side of the balance sheet. This provision is equal to Crédit Agricole S.A., Group's liabilities towards employees in service at year-end, governed by the Crédit Agricole Group collective agreement that came into effect on 1 January 2005.

A provision to cover the cost of early retirement commitments is also listed under Provisions. This provision covers the additional discounted cost of the various early retirement agreements signed by Crédit Agricole Group entities under which employees of eligible age may take early retirement.

Lastly, certain Group companies are liable to pay supplementary retirement benefits. A provision is calculated on the basis of the Company's actuarial liability for these benefits. These provisions are also shown on the liabilities side of the balance sheet under Provisions.

Defined contribution plans

Employers contribute to a variety of compulsory pension schemes. Plan assets are managed by independent organisations and the contributing companies have no legal or implied obligation to pay additional contributions if the funds do not have sufficient assets to cover all benefits corresponding to services rendered by employees during the year and during prior years. Consequently, Crédit Agricole S.A. Group has no liabilities in this respect other than their on-going contributions.

SHARE-BASED PAYMENT (IFRS 2)

IFRS 2 on Share-based payment requires valuation of share-based payment transactions in the Company's income statement and balance sheet. This standard applies to transactions with employees and more specifically to:

- share-based payment transactions settled in equity instruments;
- share-based payment transactions settled in cash.

Share-based payment plans initiated by Crédit Agricole S.A. Group that are eligible for IFRS 2, are mainly transactions settled in equity instruments (stock options, free share allocation plans, variable compensation settled in cash indexed or in shares, etc.).

Options granted are measured at their fair value on the date of grant primarily using the Black & Scholes model. These options are recognised as a charge under Employee expenses, with a corresponding adjustment to equity, spread over the vesting period (four years for existing plans).

Employee share issues offered to employees as part of the Employee Saving Plan are also subject to the IFRS 2 standard. Shares may be offered to employees with a discount of no more than 20%. These plans have no vesting period but the shares are subject to a lock-up period of five years. The benefit granted to employees is measured as the difference between the fair value per share acquired taking account of the lock-up period and the purchase price paid by the employee on the issue date multiplied by the number of shares issued.

A more detailed description of the method, existing plans and valuation methods is provided in Note 7.6 "Share-based payment".

The Group carried out a capital increase reserved for employees in 2013.

The cost of stock options settled in Crédit Agricole S.A. equity instruments and the cost of share subscriptions are now recognised in the financial statements of the entities that employ the plan beneficiaries. The impact is recorded under Employee expenses, with a corresponding increase in Consolidated reserves (Group share).

CURRENT AND DEFERRED TAXES

In accordance with IAS 12, the income tax charge includes all income taxes, whether current or deferred.

IAS 12 defines current tax liability as "the amount of income tax payable (recoverable) in respect of the taxable profit (tax loss) for a reporting period". Taxable income is the profit (or loss) for a given accounting period measured in accordance with the rules determined by the taxation authorities.

The applicable rates and rules used to measure the current tax liability are those in effect in each country where the Group's companies are established.

The current tax liability relates to any income due or that will become due, for which payment is not subordinated to the completion of future transactions, even if payment is spread over several years.

The current tax liability must be recognised as a liability until it is paid. If the amount that has already been paid for the current year and previous years exceeds the amount due for these years, the surplus must be recognised under assets.

Moreover, certain transactions carried out by the entity may have tax consequences that are not taken into account in measuring the current tax liability. IAS 12 defines a difference between the carrying amount of an asset or liability and its tax basis as a temporary difference.

This standard requires that deferred taxes be recognised in the following cases:

- A deferred tax liability should be recognised for any taxable temporary differences between the carrying amount of an asset or liability on the balance sheet and its tax base, unless the deferred tax liability arises from:
  - initial recognition of goodwill,
  - the initial recognition of an asset or a liability in a transaction that is not a business combination and that does not affect either the accounting or the taxable profit (taxable loss) at the transaction date;
- A deferred tax asset should be recognised for any deductible temporary differences between the carrying amount of an asset or liability on the balance sheet and its tax base, insofar as it is deemed probable that a future taxable profit will be available against which such deductible temporary differences can be allocated;
- A deferred tax asset should also be recognised for carrying forward unused tax losses and tax credits insofar as it is probable that a future taxable profit will be available against which the unused tax losses and tax credits can be allocated.

The tax rates applicable in each country are used.

Deferred taxes are not discounted.

Taxable unrealised gains on securities do not generate any taxable temporary differences between the carrying amount of the asset and the tax base. As a result, deferred tax is not recognised on these gains. When the relevant securities are classified as available-for-sale securities, unrealised gains and losses are recognised directly through other comprehensive income. The tax charge or saving effectively borne by the entity arising from these unrealised gains or losses is reclassified as a deduction from these gains.

In France, all but 12% of long term capital gains on the sale of equity investments, as defined by the General Tax Code, are exempt from tax as from the tax year commencing on 1 January 2007; the 12% of long term capital gains are taxed at the normally applicable rate. Accordingly, unrealised gains recognised at the end of the year generate a temporary difference requiring the recognition of deferred tax on this share.

Current and deferred tax is recognised in net income for the year, unless the tax arises from:

- either a transaction or event that is recognised directly through other comprehensive income, during the same year or during another year, in which case it is directly debited or credited to other comprehensive income; or
- a business combination.

Deferred tax assets and liabilities are offset against each other if, and only if:

- the entity has a legally enforceable right to offset current tax assets against current tax liabilities; and
- the deferred tax assets and liabilities apply to income taxes assessed by the same tax authority:
  - either for the same taxable entity, or
  - on different taxable entities that intend either to settle current tax assets and liabilities on a net basis, or to settle their tax assets and liabilities at the same time during each future financial year in which it is expected that substantial deferred tax assets or liabilities will be paid or recovered.

When tax credits on income from securities portfolios and amounts receivable are effectively used to pay income tax due for the year, they are recognised under the same heading as the income with which they are associated. The corresponding tax charge continues to be recognised under the Income tax charge heading in the income statement.

However, given that the legislative intent when introducing the tax credit for competitiveness and employment (*Crédit d'Impôts pour la Compétitivité et l'Emploi* – CICE) was to reduce employee expenses, Crédit Agricole S.A. Group chose to recognise the CICE (Article 244 *quater* C of the French General Tax Code – CGI) as a reduction in employee expenses rather than a tax reduction.

TREATMENT OF FIXED ASSETS (IAS 16, 36, 38, AND 40)

Crédit Agricole S.A. Group applies component accounting for all of its property, plant and equipment. In accordance with the provisions of IAS 16, the depreciable amount takes account of the potential residual value of property, plant and equipment.

Land is measured at cost less any impairment losses.

Property used in operations, investment property and equipment are measured at cost less accumulated depreciation and impairment losses since the time they were placed in service.

Purchased software is measured at purchase price less accumulated depreciation and impairment losses since acquisition.

Proprietary software is measured at cost less accumulated depreciation and impairment losses since completion.

Apart from software, intangible assets are mainly assets acquired during a business combination resulting from contract law (*e.g.* distribution agreement).

Fixed assets are depreciated over their estimated useful lives.

The following components and depreciation periods have been adopted by Crédit Agricole S.A. Group following the application of the measures on component accounting for property, plant and equipment. These depreciation periods are adjusted according to the type of asset and its location:

Component	Depreciation period
Land	Not depreciable
Structural works	30 to 80 years
Non-structural works	8 to 40 years
Plant and equipment	5 to 25 years
Fixtures and fittings	5 to 15 years
Computer equipment	4 to 7 years
Special equipment	4 to 5 years

Exceptional depreciation charges corresponding to tax-related depreciation and not to any real impairment in the value of the asset are eliminated in the consolidated financial statements.

Based on available information, Crédit Agricole S.A. Group has concluded that impairment testing would not lead to any change in the existing amount of its fixed assets at the end of the reporting period.

FOREIGN CURRENCY TRANSACTIONS (IAS 21)

In accordance with IAS 21, a distinction is made between monetary and non-monetary items.

On the reporting date, foreign-currency denominated monetary assets and liabilities are translated into Crédit Agricole S.A. Group's functional currency on the closing date. The resulting translation adjustments are recorded in the income statement. There are two exceptions to this rule:

- for available-for-sale financial assets, only the translation adjustments calculated on amortised cost is taken to the income statement; the balance is recorded in equity;
- translation adjustments on elements designated as cash flow hedges or forming part of a net investment in a foreign entity are recognised in other comprehensive income.

Non-monetary items are treated differently depending on the type of items:

- items at historical cost are measured at the exchange rate on the transaction date;
- items at fair value are measured at the exchange rate at the closing rate at the end of the reporting period.

Translation adjustments on non-monetary items are recognised:

- in the income statement if the gain or loss on the non-monetary item is recorded in the income statement;
- in other comprehensive income if the gain or loss on the non-monetary item is recorded in other comprehensive income.

FEES AND COMMISSIONS (IAS 18)

Fee and commission income and expenses are recognised in income based on the nature of services with which they are associated:

- fees and commissions that are an integral part of the effective yield on a financial instrument are recognised as an adjustment to the yield on the instrument and included in its effective interest rate;
- when the result from a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction is recognised in Fees and commissions by reference to the stage of completion of the transaction at the end of the reporting period:
  - fees and commissions paid or received in consideration for non-recurring services are fully recognised in the income statement.

    Fees and commissions payable or receivable that are contingent upon meeting a performance target are recognised only if all the following conditions are met:

    - the amount of fees and commissions can be reliably estimated,
    - it is probable that the future economic benefits from the services rendered will flow to the Company,
    - the stage of completion of the service can be reliably estimated, and the costs incurred for the service and the costs to complete it can be reliably estimated,
  - fees and commissions in consideration for on-going services, such as fees and commissions on payment instruments, are recognised in the income statement and spread over the duration of the service rendered.

INSURANCE BUSINESSES (IFRS 4)

Liabilities remain partially valued under French GAAP, as permitted by IAS and IFRS regulations, pending further amendments to the existing standards. Financial assets held by Crédit Agricole S.A. Group's insurance companies have been reclassified into the financial assets categories set out in IAS 39.

Contracts containing discretionary participation features are collectively classified as a liability under insurance Company's technical reserves. They are recognised in the same way as insurance contracts. Premiums on these contracts are recognised as income and the increase in obligations to policyholders is recognised as an expense.

Life insurance technical reserves are conservatively estimated based on the technical rates defined in the contracts. Liabilities associated with contracts with or without discretionary participation features or guaranteed elements, are measured based on the fair value of the underlying assets or its equivalent at the end of the reporting period and are recorded under financial liabilities.

The financial margin on these policies is taken to profit or loss, after reversing out the technical items (premiums, benefits, etc.), according to deposit accounting principles.

Property and casualty insurance policy liabilities are estimated at the end of the reporting period, without applying any discount. Claims management costs associated with technical reserves are charged to a provision in the financial statements at the reporting date.

For non-life insurance contracts, acquisition costs are recognised as and when the premium is earned. For life insurance contracts, directly identifiable acquisition costs are deferred over the profit generation period.

Total expenses related to the insurance business are presented in Note 4.5 "Net income (expenses) on other activities".

As permitted by the extension of local GAAP specified by IFRS 4 and CRC Regulation 2000-05 pertaining to consolidated financial statements for insurance companies, "shadow accounting" is used to account for insurance liabilities for contracts with discretionary participation features. Under this practice, positive or negative valuation differences in the corresponding financial assets that will potentially revert to policyholders are recognised in a "Deferred profit sharing" account.

The deferred profit sharing is recognised on the liabilities side of the balance sheet under insurance company's technical reserves or on the asset side with an offsetting entry in the income statement or in the valuation reserve, in the same way as unrealised gains and losses on the underlying assets.

The deferred profit sharing is determined in two stages:

- by allocating unrealised gains and losses on the assets to insurance contracts with participation features on the basis of a three-year historic average;
- then by applying to the remeasurements of insurance contracts with participation features a historical distribution key observed over the past three years for redeemable securities and a 100% key for the other financial assets.

To determine whether the deferred profit-sharing asset is recoverable, tests are carried out to determine whether any unrealised losses can be applied to future surpluses before testing for liability shortfall in accordance with the CNC recommendation of 19 December 2008.

These tests are based:

- first, on liquidity analyses of the Company, which show the enterprise's capacity to access funding sources to meet its obligations and its ability to hold assets with unrealised losses even if new production declines. The tests were performed with and without new production;
- second, on a comparison between the average value of future services measured by the internal model replicating the Company's management decisions and the value of the assets representing the obligations at fair value. This shows the enterprise's ability to meet its obligations.

Lastly, sensitivity tests on the ability to activate the deferred profit sharing are also carried out:

- in the event of a uniform 15% increase in redemptions applied to redemption rates drawn from scenarios similar to those used by the French Prudential and Resolution Supervisory Authority;
- in the event of an additional 10% decline in the equity markets.

In accordance with IFRS 4, at each reporting date, the Group also ascertains that insurance liabilities (net of deferred acquisition costs and associated intangible assets) are adequate to meet estimated future cash flows.

The liability adequacy test used to verify this must meet the following minimum requirements, as defined in paragraph 16 of the standard:

- it must consider current estimates of all future contractual cash flows, including associated management costs, fees and commissions as well as options and guarantees implicit in these contracts;
- if the test shows that the liability is inadequate, it is wholly recognised in profit or loss.

LEASES (IAS 17)

As required by IAS 17, leases are analysed in accordance with their substance and financial reality. They are classified as operating leases or finance leases.

Finance lease transactions are treated as an acquisition of a fixed asset by the lessee financed by a loan from the lessor.

In the lessor's financial statements, analysis of the economic substance of the transactions results in the following:

- recognition of a financial receivable from the customer, which is amortised by the lease payments received;
- lease payments are broken down into interest and principal, known as financial amortisation;
- recognition of a net lease reserve. This is equal to the difference between:
  - the net lease receivable: amount owed by the lessee, comprising outstanding finance lease receivable and accrued interest at the reporting date,
  - the net carrying amount of the leased fixed assets,
  - the provision for deferred taxes.

In the lessee's financial statements, finance leases are restated such that they are recognised in the same way as if the asset had been purchased on credit, by recognising a financial liability, recording the purchased asset under assets and depreciating the asset.

In the income statement, the theoretical depreciation charge (the charge that would have been recognised if the asset had been purchased) and the finance expenses (incurred in connection with the financing) are recorded in the place of the lease payments.

For operating leases, the lessee recognises payments as expenses and the lessor records the corresponding income under rents, and the leased assets on its balance sheet.

NON-CURRENT ASSETS HELD-FOR-SALE AND DISCONTINUED OPERATIONS (IFRS 5)

A non-current asset (or a disposal group) is classified as held-for-sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use.

For this to be the case, the asset (or disposal group) must be available for immediate sale in its present condition and its sale must be highly probable.

The relevant assets and liabilities are shown separately on the balance sheet under Non-current assets held-for-sale and Liabilities associated with non-current assets held-for-sale.

A non-current asset (or disposal group) classified as held-for-sale is measured at the lower of its carrying amount and fair value less costs of sale. A charge for impairment of unrealised gains is recognised in the income statement. Unrealised gains are no longer amortised when they are reclassified.

If the fair value of a disposal group less selling costs is under its carrying amount after impairment of non-current assets, the difference is allocated to other disposal group assets including the financial assets and is recognised under net income of held-for-sale operations.

A discontinued operation is a component that the Group has either disposed of, or is classified as held-for-sale, according to the following situations:

- it represents a separate major business line or geographical area of operations;
- it is part of a single coordinated plan to dispose of a separate major business line or geographical area of operations; or
- it is a subsidiary acquired exclusively with a view to resale.

The following are disclosed on a separate line of the income statement:

- the profit or loss from discontinued operations until the date of disposal, net of tax;
- the gain or loss recognised on the disposal or on measurement to fair value less costs of sale of the assets and liabilities constituting the discontinued operations, net of tax.

1.4 Consolidation principles and methods (IAS 27, 28 and 31)

SCOPE OF CONSOLIDATION

The consolidated financial statements include the financial statements of Crédit Agricole S.A. and those of all companies over which, in compliance with IAS 27, IAS 28 and IAS 31, Crédit Agricole S.A. exercises control. This control is presumed when Crédit Agricole S.A. holds, directly or indirectly, at least 20% of existing or potential voting rights.

Definitions of control

In compliance with international standards, all entities under exclusive control, under joint control or under significant influence are consolidated, provided that their contribution is deemed material and that they are not covered under the exclusions below.

Materiality is assessed in the light of three main criteria representing a percentage of the consolidated balance sheet, the consolidated net assets and the consolidated results.

Exclusive control is presumed to exist when Crédit Agricole S.A. holds over half of the existing or potential voting rights in an entity, whether directly or indirectly through subsidiaries, except in exceptional circumstances when it can be clearly demonstrated that such ownership does not give it control. Exclusive control also exists when Crédit Agricole S.A. owns half or less than half of the voting rights or potential voting rights in an entity, but holds majority power within management bodies.

Joint control is exercised in joint ventures in which each of the two or more co-owners are bound by a contractual contribution that provides for joint control.

Significant influence is defined as the power to influence but not control a company's financial and operational policies. Crédit Agricole S.A. is presumed to have significant influence if it owns 20% or more of the voting rights in an entity, whether directly or indirectly through subsidiaries.

Consolidation of Special Purpose Entities

The consolidation of Special Purpose Entities (entities created to manage a given transaction or a set of similar transactions), and more specifically of funds held under exclusive control, is specified by SIC 12 (Standing Interpretations Committee).

In accordance with this interpretation, Special Purpose Entities (SPE) are consolidated when Crédit Agricole S.A. Group exercises control in substance over the entity, even if there is no equity relationship. This applies primarily to dedicated UCITS.

Whether or not a Special Purpose Entity is controlled in substance is determined by considering the following criteria:

- activities of Special Purpose Entities are organised on behalf of a company in Crédit Agricole S.A. Group depending on its specific business needs, such that this company obtains benefits from the SPE's activities;
- the company has the decision-making powers to obtain a majority of the benefits of the SPE's activities or has

delegated such decision-making powers by establishing an "autopilot" mechanism;

- the company has rights to obtain a majority of the benefits of the SPE's activities and as a result may be exposed to the risks related to the SPE's activities; or
- the company retains the majority of the residual risks or risks arising from ownership relating to the SPE or its assets, in order to obtain benefits from its activities.

Exclusions from the scope of consolidation

In accordance with IAS 28 § 1 and IAS 31 § 1, minority interests held by venture capital entities are excluded from the scope of consolidation insofar as they are classified under financial assets at fair value through profit or loss (including financial assets at fair value through profit or loss and financial assets designated at fair value through profit or loss).

CONSOLIDATION METHODS

The methods of consolidation are respectively defined by IAS 27, 28 and 31. They depend on the type of control exercised by Crédit Agricole S.A. over the entities that can be consolidated, regardless of activity or whether or not they have legal entity status:

- full consolidation, for entities under exclusive control, including entities with different financial statement structures, even if their business is not an extension of that of Crédit Agricole S.A.;
- proportionate consolidation, for entities under joint control, including entities with different financial statement structures, even if their business is not an extension of that of Crédit Agricole S.A.;
- the equity method, for the entities over which Crédit Agricole S.A. exercises significant influence.

Full consolidation consists in substituting for the value of the shares each of the assets and liabilities carried by each subsidiary. The equity and income attributable to non-controlling interests is presented separately in the consolidated balance sheet and income statement.

Non-controlling interests are as defined by IAS 27 and incorporate instruments representing present ownership interests and that give right to a proportional share of the net assets in the event of liquidation and the other equity instruments issued by the subsidiary and not held by the Group.

Proportionate consolidation consists in substituting for the value of the share, the carrying proportion of the asset, liability and net income of the consolidated company representing the consolidating company's interest.

The equity method consists in substituting for the value of shares the Group's proportional share of the equity and income of the companies concerned.

The change in the carrying amount of these shares includes changes in goodwill.

In the event of incremental share purchases or partial disposals with continued joint control or significant influence, Crédit Agricole S.A. Group recognises:

- in the case of an increase in the percentage of interest, additional goodwill;
- in the case of a reduction in the percentage of interest, a gain or loss on disposal/dilution in profit or loss.

RESTATEMENTS AND ELIMINATIONS

Adjustments are made to harmonise the methods of valuing the consolidated companies, unless they are deemed to be non-material.

Group internal transactions affecting the consolidated balance sheet and income statement are eliminated.

Capital gains or losses arising from intra-Group asset transfers are eliminated; any potential lasting impairment measured at the time of disposal in an internal transaction is recognised.

TRANSLATION OF FOREIGN SUBSIDIARIES' FINANCIAL STATEMENTS (IAS 21)

Financial statements of subsidiaries denominated in foreign currencies are translated into euros in two stages:

- if applicable, the local currency in which the financial statements are prepared is translated into the functional currency (currency of the main business environment of the entity). The translation is made as if the information had been recognised initially in the functional currency (same translation principles as for foreign currency transactions);
- the functional currency is translated into euros, the currency in which the Group's consolidated financial statements are presented. Assets and liabilities are translated at the closing rate. Income and expenses included in the income statement are translated at the average exchange rate for the period. Translation adjustments for assets, liabilities and income statement items are recorded under a specific item in equity. These translation differences are recognised as income during the total or partial transfer of the entity. In the event of the sale of a subsidiary (exclusive control), the reclassification of equity as income takes place only in the event of a loss of control.

BUSINESS COMBINATIONS – GOODWILL

Business combinations are accounted for using the acquisition method in accordance with IFRS 3, except for business combinations under common control (in particular mergers of Regional Banks) which are excluded from the field of application of IFRS 3. Pursuant to IAS 8, these transactions are entered at carrying amount using the pooling of interests method, with reference to US standard ASU805-50 which seems to comply with the IFRS general principles.

On the date of acquisition the identifiable assets, liabilities and contingent liabilities of the acquired entity which satisfy the conditions for recognition set out in IFRS 3 are recognised at their fair value.

Notably, restructuring liabilities are only recognised as a liability of the acquired entity if, at the date of acquisition, the acquiree is under an obligation to complete the restructuring.

Price adjustment clauses are recognised at fair value even if their application is not probable. Subsequent changes in the fair value of clauses if they are financial liabilities are recognised in the income statement. Only price adjustment clauses relating to transactions where control was obtained at the latest by 31 December 2009 may still be recorded against goodwill, because these transactions were accounted for under IFRS 3 pre revision (2004).

The non-controlling interests that are shares of current interests giving rights to a share of the net assets in the event of liquidation may be measured, at acquirer's choice, in two ways:

- at fair value on the date of acquisition;
- the share of the identifiable assets and liabilities of the acquired company revalued at fair value.

The option may be exercised at each acquisition.

The balance of interests not allowing control (equity instruments issued by the subsidiary and not held by the Group) should be recognised for its fair value on the date of acquisition.

The initial assessment of assets, liabilities and contingent liabilities may be revised within a maximum period of twelve months after the date of acquisition.

Some transactions relating to the acquired entity are recognised separately from the business combination. This applies primarily to:

- transactions that end an existing relationship between the acquired company and the acquiring company;
- transactions that compensate employees or shareholders of the acquired company for future services;
- transactions whose aim is to have the acquired company or its former shareholders repay expenses borne by the acquirer.

These separate transactions are generally recognised in the income statement at the acquisition date.

The transferred consideration at the time of a business combination (the acquisition cost) is measured as the total of fair values transferred by the acquirer, on the date of acquisition in exchange for control of the acquired entity (for example: cash, equity instruments, etc.).

The costs directly attributable to the business combination shall be recognised as expenses, separately from the business combination. If the transaction has very strong possibilities of occurring, they are recognised under the heading Net gains (losses) on other assets, otherwise they are recognised under the heading General operating expenses.

The difference between the cost of acquisition and non-controlling interests and the net balance on the date of acquisition of acquired identifiable assets and liabilities taken over, valued at their fair value is recognised, when it is positive, in the assets side of the consolidated balance sheet, under the heading Goodwill when the acquired entity is fully or proportionately consolidated and in the heading Investments in equity-accounted entities when the acquired company is consolidated using the equity method of accounting. Any negative change in value of goodwill is recognised immediately through profit or loss.

Goodwill is carried in the balance sheet at its initial amount in the currency of the acquired entity and translated at the closing rate at the end of the reporting period.

When control is taken by stages, the interest held before taking control is revalued at fair value through profit or loss at the date of acquisition and the goodwill is calculated once, using the fair value at the date of acquisition of acquired assets and liabilities taken over.

It is tested for impairment whenever there is objective evidence of a loss of value and at least once a year.

The choices and assumptions used in assessing the holdings that do not allow control at the date of acquisition may influence the amount of initial goodwill and any impairment resulting from a loss of value.

For the purpose of impairment testing, goodwill is allocated to the Group Cash Generating Units (CGUs) that are expected to benefit from the business combination. The CGUs have been defined within the Group's business lines as the smallest identifiable group of assets and liabilities functioning in a single business model. Impairment testing consists of comparing the carrying amount of each CGU, including any goodwill allocated to it, with its recoverable amount.

The recoverable amount of the CGU is defined as the higher of market value and value in use. The value in use is the present value of the future cash flows of the CGU, as set out in medium term business plans prepared by the Group for management purposes.

When the recoverable amount is lower than the carrying amount, a corresponding impairment loss is recognised for the goodwill allocated to the CGU. This impairment is irreversible.

In the case of an increase in the percentage of interest of the Group in an entity that is already exclusively controlled, the difference between the acquisition cost and the share of net assets acquired is recognised under the item Consolidated reserves, Group share; In the event that the Group's percentage of ownership interest in an entity that remains under its exclusive control declines, the difference between the selling price and the carrying amount of the share of net assets sold is also recognised directly under Consolidated reserves, Group share. The expenses arising from these transactions are recognised in equity.

The accounting treatment of sale options granted to minority shareholders is as follows:

- when a sale option is granted to the minority shareholders of a fully consolidated subsidiary, a liability is recognised in the balance sheet; on initial recognition, the liability is measured at the estimated present value of the exercise price of the options granted. Against this liability, the share of net assets belonging to the minority shareholders concerned is reduced to zero and the remainder is deducted from equity;
- subsequent changes in the estimated value of the exercise price will affect the amount of the liability, offset by an equity adjustment. Symmetrically, subsequent changes in the share of net assets due to minority shareholders are cancelled, offset in equity.

When there is a loss of control, the proceeds from the disposal are calculated on the entirety of the entity sold and any investment share kept is recognised in the balance sheet at its fair value on the date control was lost.

NOTE 2 Significant information for the financial year

The scope of consolidation and changes to it at 31 December 2013 are shown in detail at the end of the notes in Note 12 "Scope of consolidation at 31 December 2013".

2.1 Major transactions and material events occurring in 2013

2.1.1 DISPOSALS AND PLANNED DISPOSALS OF CONSOLIDATED EQUITY INVESTMENTS

In line with the strategy of Crédit Agricole S.A. Group to strengthen its financial structure and refocus its business, several disposal projects, initiated in 2012, were finalised during the 2013 financial year.

Pursuant to IFRS 5, the assets and liabilities of Emporiki Group, Crédit Agricole Cheuvreux and CLSA were reclassified on the balance sheet at 31 December 2012 under Non-current assets held-for-sale and Liabilities associated with non-current assets held-for-sale, and their net income was reclassified under Net income from discontinued or held-for-sale operations.

The income statement and balance sheet at 31 December 2012 and 31 December 2013 of entities accounted for under IFRS 5 are presented in Note 6.15 "Assets, liabilities and income from held-for-sale and discontinued operations".

Disposal of Emporiki Group

The disposal of the entire capital of Emporiki Group to Alpha Bank was finalised on 1 February 2013. On 28 January 2013, Crédit Agricole S.A. carried out a capital increase in respect of its subsidiary, Emporiki, for €585 million. The equity issued under this capital increase was not acquired as a long term holding but purely in order to enable the disposal of Emporiki to Alpha Bank. This equity was therefore recognised under short term investment securities and the losses on it, amounting to €588 million (including €3 million of tax), were tax-deducted under ordinary law.

Disposal of Crédit Agricole Cheuvreux

The deal to dispose of all the equity of Crédit Agricole Cheuvreux to Kepler Capital Markets was completed on 29 April 2013. Crédit Agricole CIB acquired a 15% holding in the newly created Kepler Cheuvreux.

Crédit Agricole Cheuvreux's contribution to income at 31 December 2013, recognised in Net income from discontinued or held-for-sale operations, amounted to a loss of €22 million, essentially comprising the operating income of Crédit Agricole Cheuvreux at the date the transaction was completed.

At 31 December 2012, the contribution of Crédit Agricole Cheuvreux to Net income from discontinued or held-for-sale operations was a loss of €192 million, including a loss of €21 million in operating income and a loss of €171 million in income related to the disposal estimated on this date.

Disposal of CLSA

Citics International acquired 19.9% of CLSA from Crédit Agricole CIB on 20 July 2012. Following the firm agreement signed on 5 November 2012 for the sale of Crédit Agricole CIB's remaining 80.1% interest to Citics, and having obtained the required regulatory approvals, the transaction was completed on 31 July 2013, making CLSA a wholly-owned subsidiary of Citics.

Two CLSA entities were not sold:

- CA Securities Taiwan: Crédit Agricole CIB holds an option to sell CA Securities Taiwan to Citics within a period of two years. Exercise of this option is dependent upon changes in the laws of Taiwan;
- CLSA Financial Products which will be subject to run-off management.

The disposal price paid by the buyer for 100% of CLSA was $1,066 million. The proceeds of the sale, excluding Operating income for the period amounted to €330 million at 31 December 2013.

Planned disposal of Newedge (IFRS 5)

On 20 December 2013, Crédit Agricole CIB signed an agreement with Société Générale for the disposal by Crédit Agricole CIB of its 50% holding in Newedge Group, their brokerage joint venture, for €272 million, and the concomitant purchase by Crédit Agricole S.A. from Société Générale of a 5% interest in Amundi, their joint asset management company.

In view of these transactions and negotiations in the third quarter of 2013, Newedge was recognised in accordance with IFRS 5 from 30 September 2013, since the conditions for the application of this standard were met.

Pursuant to IAS 31, entities under joint control that meet the definition of non-current assets held-for-sale must be accounted for according to IFRS 5 and may no longer be consolidated under the proportionate method:

- assets and liabilities are reclassified as Non-current assets held-for-sale and as Liabilities associated with non-current assets held-for-sale, in proportion to the Group's stake. The 48.9% share in Newedge's assets are classified as Non-current assets held-for-sale in the amount of €24,438 million and the share of liabilities are classified as Liabilities associated with non-current assets held-for-sale in the amount of €24,189 million;

- net income from discontinued operations, totalling a loss of €162 million, includes income from ordinary activities of Newedge, as well as the difference between the fair value of the share of Newedge's assets held by Crédit Agricole CIB and the carrying amount of these assets. No operating income or change in the value of recyclable reserves was recognised subsequent to the classification under IFRS 5.

Since IFRS 5 applies retrospectively, the income statement at 31 December 2012 was restated to include the reclassification of Newedge's operating income under Net income from discontinued or held-for-sale operations for an amount of -€345 million.

Planned disposal of Crédit Agricole Bulgaria (IFRS 5)

Wholly owned by IUB Holding, a subsidiary of Credit Agricole S.A., the disposal of Credit Agricole Bulgaria was initiated in late 2013: the conditions for the application of IFRS 5 were fulfilled at 31 December 2013.

Pursuant to IFRS 5, "Non-current assets held-for-sale and discontinued operations", the assets, liabilities and net income of Crédit Agricole Bulgaria are recognised in the dedicated financial statements at 31 December 2013 in the amount of €211 million in assets, €232 million in debt and -€39 million in the income statement.

Since IFRS 5 applies retrospectively, 2012 operating income of Crédit Agricole Bulgaria was restated in the income statement of the consolidated financial statements at 31 December 2012 in the amount of -€9 million.

Planned disposal of Nordic entities of CA Consumer Finance (IFRS 5)

A binding offer for the disposal of Finaref AB and DanAktiv, CA Consumer Finance's subsidiaries in Sweden, Norway, Finland and Denmark, was signed at the end of December 2013, for €150 million. Completion of the transaction is subject to obtaining the necessary approvals from the relevant regulators and the consultation with the relevant workers council.

At 31 December 2013, the entities' contribution to the consolidated financial statements was reclassified in accordance with IFRS 5:

- the assets and liabilities were transferred to Non-current assets held-for-sale and Liabilities associated with non-current assets held-for-sale in the amount of €468 million in assets and €331 million in liabilities;
- net income from discontinued or held-for-sale operations, which totalled -€76 million, includes the income for the financial year from the ordinary operations of the group of entities held-for-sale, as well as the negative difference between the sale price, net of costs, and the consolidated net carrying amount of these entities for -€99 million in estimated proceeds of sale.

Since IFRS 5 applies retrospectively, the consolidated financial statements at 31 December 2012 were restated in the amount of +€25 million corresponding to 2012 operating income.

Planned disposal of Crédit Agricole Immobilier (IFRS 5)

The plans for the transformation of Crédit Agricole S.A. Group's real estate value chain are based on the acquisition by Sacam Immobilier, which is wholly owned by the Regional Banks, of 50% of Crédit Agricole Immobilier from Crédit Agricole S.A., and the merger of the activities of Crédit Agricole Immobilier and Sacam Square Habitat.

The first transaction includes signature of a shareholders' agreement to ensure a balance of power between Crédit Agricole S.A. and Sacam Immobilier.

At the end of this restructuring operation, Crédit Agricole Immobilier will be consolidated under the equity method.

At 31 December 2013, under IFRS 5, this transaction falls under Assets held-for-sale. Consequently, the entity's contribution to the interim management balances of the income statement is retained and any proceeds arising will be recognised only when the sale is finalised.

However, €477 million in assets of Crédit Agricole Immobilier is recognised on a separate line in the consolidated balance sheet, Non-current assets held-for-sale, and €223 million in liabilities is recognised on a separate line of the balance sheet, Liabilities associated with non-current assets held-for-sale.

The consolidated financial statements at 31 December 2012 were not restated for this transaction.

Planned divestment of BNI Madagascar (IFRS 5)

IUB Holding, a wholly-owned subsidiary of Crédit Agricole S.A., confirmed its intention to dispose of 51% of the equity of BNI Madagascar. Discussions continued during 2013 with potential buyers, and the regulatory approval process is underway.

Pursuant to IFRS 5 "Non-current assets held-for-sale and discontinued operations", BNI Madagascar's assets, liabilities and net income were retained under Non-current assets and liabilities held-for-sale, with €339 million under assets (compared with €386 million at 31 December 2012), €316 million under liabilities (compared with €389 million at 31 December 2012), and €12 million under Net income from discontinued or held-for-sale operations, (up from €9 million at 31 December 2012).

2.1.2 DISPOSAL OF BANKINTER EQUITY INVESTMENTS

Continuing its strategy of disengagement launched in 2012, which led Crédit Agricole S.A. Group to declare that it had lost significant influence over Bankinter at 30 September 2012, the Group launched a series of disposals of its share portfolio in 2013:

- in January 2013, the disposal took the form of an accelerated private placement to institutional investors;

- followed by disposals of Bankinter shares from the end of July to September 2013, in favourable market conditions. On 4 September 2013, Crédit Agricole S.A. completed the disposal of its remaining shares block.

On 11 November 2013, all the convertible bonds held by Crédit Agricole S.A. were converted into equities.

The consequence of these operations is a positive impact of €226 million in revenues for the year 2013. At 31 December 2013, Crédit Agricole S.A. only held 0.27% of Bankinter's share capital.

Sales of Bankinter shares continued in the market in the early part of January 2014. The position was fully liquidated on Monday 6 January with a marginal impact on 2014 results.

2.1.3 TRANSACTIONS RELATING TO THE EURAZEO STOCK

On 22 November 2013, Crédit Agricole S.A. sold 4.85% of the share capital of Eurazeo for €174 million. The related consolidated capital gain amounted to €20 million. Following this transaction, Crédit Agricole S.A. holds 14.05% of the share capital and 20.57% of the voting rights.

In November 2013, Crédit Agricole S.A. also issued three-year zero-coupon bonds redeemable at par or exchangeable for Eurazeo shares (Bonds Exchangeable for Shares) in the amount of €337 million and representing 7.03% of Eurazeo's share capital. The settlement date was 6 December 2013.

These listed bonds are hybrid instruments designated at fair value through profit or loss.

On 12 December 2013, Eurazeo completed the buyback and cancelation of 5.1% of its share capital. This transaction resulted in Crédit Agricole S.A.'s percentage control rising to 21.43% for an interest of 14.82%.

In view of the significant influence retained by Crédit Agricole S.A., this interest continues to be accounted for under the equity method in the consolidated financial statements at 31 December 2013.

2.1.4 ISSUE OF CRÉDIT AGRICOLE S.A. SUBORDINATED BONDS

To strengthen the Group's equity, in September 2013, Crédit Agricole S.A. completed a contingent capital issue (Tier 2 under CRD 4 rules) of $1 billion. This issue of hybrid securities maturing in 20 years includes an early redemption clause from year five, on Crédit Agricole S.A.'s initiative, subject to prior approval from the ACPR.

The issue also contains a write-down clause in the event that Crédit Agricole Group's phased-in Common Equity Tier 1 (CET1) Capital ratio falls below 7%.

2.2 Investments in equity-accounted entities

	31/12/2013					
(in millions of euros)	Equity-accounted value	Share in market value	Total assets	Revenues	Restated total net income	Share of net income
Bank Al Saudi Al Fransi	1,370	1,898	32,879	1,012	482	112
BES(1)	816	840	79,855	2,105	(502)	(105)
Regional banks and subsidiaries	16,117	-	-	-	-	1,071
Eurazeo(2)	449	529	12,649	4,989	168	44
Other	344	-	-	-	-	(48)
NET CARRYING AMOUNT OF INVESTMENTS IN EQUITY-ACCOUNTED ENTITIES	**19,096**	-	-	-	-	**1,074**

(1) The data for Total assets, revenues and Net income are based on figures reported by the Company for the period ended 30 September 2013.

(2) The data for Total assets, revenues and Net income are based on figures reported by the Company for the period ended 30 June 2013.

The market value shown in the above table is the quoted price of the shares on the market at 31 December 2013. This value may not be representative of the selling value since the value in use of equity-accounted entities may be different from the equity-accounted value determined pursuant to IAS 28.

Investments in equity-accounted entities were subject to impairment tests using the same methodology as for goodwill, *i.e.*, by using expected future cash flow estimates of the companies in question and by using the valuation parameters described in Note 2.5 "Goodwill".

	31/12/2012 Restated					
(in millions of euros)	**Equity-accounted value**	**Share in market value**	**Total assets**	**Revenues**	**Restated total net income**	**Share of net income**
Bank Al Saudi Al Fransi	1,360	1,671	31,884	1,033	622	164
BES	974	729	81,866	1,875	90	(238)
Regional banks and subsidiaries	15,344	-	-	-	-	839
Bankinter[(1)]	-	-	-	-	-	(175)
Eurazeo[(2)]	581	430	15,088	4,440	(129)	(24)
Other	302	-	-	-	-	(63)
NET CARRYING AMOUNT OF INVESTMENTS IN EQUITY-ACCOUNTED ENTITIES	**18,561**	-	-	-	-	**503**

(1) The data for Total assets, revenues and Net income are based on figures reported by the Company for the period ended 31 December 2012.

(2) The data for Total assets are based on figures reported by the Company for the period ended 31 December 2012. The data for revenues and Net income are based on figures reported by the Company for the second half of 2012.

2.3 Securitisation transactions

SECURITISATION TRANSACTIONS ON OWN ACCOUNT

Various Group entities conduct securitisation operations on their own account as part of collateralised refinancing transactions. Depending on the circumstances, these transactions can be wholly or partially placed with investors, sold under repurchase agreements or kept on the issuer's balance sheet as liquid securities reserves that can be used to manage refinancing. According to the IAS 39 decision tree, these transactions are considered to form part of a deconsolidating or non-deconsolidating transaction for non-deconsolidating transactions, the assets are retained on the consolidated balance sheet of Crédit Agricole S.A. Group.

At 31 December 2013, CA Consumer Finance managed 23 consolidated vehicles for securitisation of retail consumer loans and dealer financing in Europe. Securitisation transactions carried out within CA Consumer Finance Group are not considered to form part of a deconsolidation transaction under IFRS and have therefore been reintegrated into Crédit Agricole S.A. Group's consolidated financial statements.

The carrying amounts of the relevant assets (net of related liabilities) amounted to €9,016 million at 31 December 2013. They include, in particular, outstanding customer loans with a net carrying amount of €14,093 million. The amount of securities mobilised on the market stood at €5,077 million. The value of securities still available to be mobilised stood at €4,679 million at 31 December 2013.

At 31 December 2013, Cariparma managed two mortgage securitisation vehicles. These securitisation transactions are not considered to form part of a deconsolidation transaction under IFRS and have therefore been reintegrated into Crédit Agricole S.A. Group's consolidated financial statements.

The carrying amounts of the relevant assets amounted to €8,170 million at 31 December 2013.

2.4 Investments in non-consolidated companies

These investments, which are included in the portfolio of Available-for-sale financial assets, consist of variable-income securities representing a significant percentage of the share capital of the companies that issued them and are intended to be held for the long term.

This line item amounts to €6,135 million at 31 December 2013, compared with €5,665 million at 31 December 2012. At 31 December 2013, the main investments in non-consolidated companies where percentage of control is greater than 20% and which have significant value on the balance sheet are Crédit Logement (shares A and B), Altarea and Korian. The Group's investment in these companies amounts to €489 million, €397 million and €322 million, respectively.

These shares represent 33% of *Crédit Logement's* share capital, 27% of Altarea's, and 32% of Korian's, but do not confer any significant influence on these entities, which are jointly held by various French banks and companies.

2.5 Goodwill

(in millions of euros)	31/12/2012 Restated Gross	31/12/2012 Restated Net	Increases (Acquisitions)	Decreases (Divestments)	Impairment losses during the period	Translation adjustments	Other movements	31/12/2013 Gross	31/12/2013 Net
French Retail Banking	**5,263**	**5,263**	**-**	**-**	**-**	**-**	**-**	**5,263**	**5,263**
o/w LCL Group	5,263	5,263	-	-	-	-	-	5,263	5,263
Specialised financial services	**3,493**	**1,615**	**-**	**-**	**-**	**4**	**(186)**	**3,266**	**1,433**
o/w Consumer finance[1]	1,939	1,134	-	-	-	5	(186)	1,714	953
o/w Consumer finance – Agos	569	-	-	-	-	-	-	569	-
o/w Consumer finance – Automotive partnerships	532	411	-	-	-	-	-	531	411
o/w *factoring*	453	70	-	-	-	(1)	-	452	69
Savings management	**4,539**	**4,539**	**30**	**-**	**-**	**(16)**	**(1)**	**4,552**	**4,552**
o/w asset management	2,034	2,034	30	-	-	(15)	-	2,049	2,049
o/w investor services	655	655	-	-	-	-	-	655	655
o/w insurance	1,215	1,215	-	-	-	-	(1)	1,214	1,214
o/w international private banking	635	635	-	-	-	(1)	-	634	634
Corporate and investment banking	**2,365**	**476**	**-**	**-**	**-**	**-**	**-**	**1,701**	**476**
o/w corporate and investment banking (excluding brokers)	1,701	476	-	-	-	-	-	1,701	476
o/w brokers, other[2]	664	-	-	-	-	-	-	-	-
International retail banking	**3,450**	**2,018**	**-**	**-**	**-**	**(8)**	**-**	**3,425**	**2,010**
o/w Italy	2,872	1,660	-	-	-	-	-	2,872	1,660
o/w Poland	265	265	-	-	-	-	-	265	265
o/w Ukraine	124	-	-	-	-	-	-	115	-
o/w other countries	190	93	-	-	-	(8)	-	173	85
Corporate centre[3]	**72**	**72**	**-**	**-**	**-**	**-**	**(72)**	**-**	**-**
TOTAL	**19,182**	**13,983**	**30**	**-**	**-**	**(20)**	**(259)**	**18,207**	**13,734**
Group Share	**18,747**	**13,739**	**22**	-	-	**(18)**	**(258)**	**17,782**	**13,485**
Non-controlling interests	**435**	**244**	**8**	**-**	**-**	**(2)**	**(1)**	**425**	**249**

(1) Gross goodwill of CA Consumer Finance Nordic entities of €232 million, written down by -€46 million, reclassified in Non-current assets held-for-sale at 31 December 2013.

(2) Gross goodwill of Newedge of €664 million, written down in full at 31 December 2012, reclassified in Non-current assets held-for-sale at 30 September 2013.

(3) Gross goodwill of CA Immobilier of €72 million, reclassified in Non-current assets held-for-sale at 31 December 2013 within the scope of Crédit Agricole S.A.

After the total depreciation of goodwill on the CGU CA Consumer Finance – Agos in 2012, only two Cash Generating Units (CGU) in the Consumer finance business line carry goodwill at 31 December 2013:

- consumer finance France and other international subsidiaries (excluding Agos and Automotive partnerships);
- automotive partnerships.

Goodwill was subject to impairment tests based on the assessment of the value in use of the cash generating units (CGU) to which it is associated. The determination of value in use was calculated by discounting the CGU's estimated future cash flows calculated from the Medium Term Plans developed for Group management purposes.

The following assumptions were used:

- **estimated future flows:** projected data over three years based on budgets and forecasts approved by the entity's governance. Five-year projected data can be used for some CGUs in order to take into account the longer economic cycle of the CGUs in question.

  Business line plan projections were prepared using the end-of-September 2013 economic scenario, based on the following assumptions:

  - *a weak and fragile upturn:* growth is weak and vulnerable to shocks while past financial excesses are being ironed out. In industrialised countries growth is expected to return to its potential rhythm by 2014-2015. However, the crisis will leave its mark, with growth potential revised downwards (approaching 2% in the US and 1% in Eurozone). Worldwide growth is changing: growth rates will be lower (driven down by industrialised countries) and the balance will move towards emerging countries,

- *industrialised countries:* growth is characterised by increased private saving (lower consumption and credit) and lower foreign trade deficits. Both private and public debt inventories need to be cleaned up, a long and painful process (deflationist adjustments),
- *emerging countries:* growth is characterised by higher consumption and lower foreign trade surpluses (increasingly autonomous growth). Releasing this potential (driving growth by domestic demand) requires, in particular, change in other policies (estimation of currency trends) and social reforms (safety net to absorb shocks and dissuade precautionary saving),
- *trend toward low long term rates* in the developed world, given the weak non-inflationist growth regime, the ultra-accommodating monetary policies, another way of accommodating on-going economic adjustments;

- **the equity allocated** to the various business lines corresponds, at 31 December 2013, to 8% of risk weighted assets for banking activity and 80% of the solvency margin for insurance activities;
- **perpetual growth rates and discount rate:** rates varying depending on the CGU, as shown in the table below:

In 2013	Perpetual growth rates	Discount rate
French Retail Banking	2.0%	9.2%
International retail banking	2.0 to 5.0%	10.0 to 16.9%
Specialised financial services	2.0%	9.2 to 10.1%
Savings management	2.0%	9.2 to 9.7%
Corporate and investment banking	2.0%	12.6%

The discount rates for CGUs were adjusted to take into account sovereign risk developments and notably those in Southern European countries and the consequences of these developments on our assessment of the value of the entities in these countries.

Consequently, discount rates were lowered for International retail banking, between 2012 and 2013 from 10.4% to 10.0% for Italy and from 11.1% to 10.5% for Poland, respectively. A change in Italian sovereign risk also had an impact on the discount rates applied to well-established specialised financial services in Italy (automotive partnerships).

Sensitivity tests were conducted on goodwill – Group share with changes in the main valuation parameters applied equally for all CGUs.

- With regard to financial parameters, these showed that:
  - a variation of +50 basis points in the discount rates would lead to an impairment charge of about €325 million:
    - €60 million for consumer finance GGUs,
    - €265 million for the Corporate and investment bank CGU;
  - a variation of +50 basis points in the level of equity allocated to the banking CGUs would lead to an impairment charge of about €380 million:
    - €10 million for consumer finance GGUs,
    - €370 million for the Corporate and investment bank CGU;
  - a variation of +/-50 basis points in the perpetual growth rate would not lead to any impairment charge.
- With regard to operational parameters, these showed that:
  - a variation of +1% in the cost-income ratio of CGUs in the final year would lead to an impairment charge of approximately €80 million on the Corporate and investment bank CGU;
  - a variation of +10 basis points in the cost of risk in the final year would lead to an impairment charge of approximately €500 million:
    - €20 million for consumer finance GGUs,
    - €480 million for the Corporate and investment bank CGU.

None of these scenarios would lead to impairment charges on the other CGUs.

2.6 Investments in joint ventures

LIST AND DESCRIPTION OF INVESTMENTS IN JOINT VENTURES

At 31 December 2013, the main investment in joint ventures is FGA Capital S.p.A., which is 50% consolidated, and whose contribution to the consolidated balance sheet amounted to €7,464 million, with €678 million in total expenses, and €766 million in total income.

LIABILITIES IN RESPECT OF INVESTMENTS IN JOINT VENTURES

At 31 December 2013, there were no material liabilities for investments in joint ventures.

NOTE 3 Financial management, risk exposure and hedging policy

Crédit Agricole S.A.'s Financial Management department is responsible for organising financial flows within Crédit Agricole S.A. Group, defining and implementing refinancing rules, asset and liability management, and managing regulatory ratios. It sets out the principles and ensures a cohesive financial management system throughout the Group.

The Group's management of banking risks is handled by the Group Risk Management and Permanent Controls department (DRG). This department reports to the Chief Executive Officer of Crédit Agricole S.A. and its task is to control credit, financial and operational risks.

A description of these processes and commentary now appear in the chapter on "Risk factors" in the management report, as allowed by IFRS 7. Nonetheless, the accounting breakdowns are still presented in the financial statements.

3.1 Credit risk

(See chapter "Risk factors – Credit Risk")

Credit risk is realised when a counterparty is unable to honour its obligations and when the carrying amount of these obligations in the bank's books is positive. The counterparty may be a bank, an industrial or commercial enterprise, a government and its various controlled entities, an investment fund, or an individual person.

The exposure may be a loan, debt security, deed of property, performance exchange contract, performance bond or unused confirmed commitment. The risk also includes the settlement risk inherent in any transaction entailing an exchange of cash or physical goods outside a secure settlement system.

MAXIMUM EXPOSURE TO CREDIT RISK

An entity's maximum exposure to credit risk is the gross carrying amount, net of any offset amount and any recognised loss of value.

(in millions of euros)	31/12/2013	31/12/2012 Restated
Financial assets at fair value through profit or loss (excluding equity securities and assets backing unit-linked contracts)	312,649	353,509
Hedging derivative instruments	28,750	41,850
Available-for-sale assets (excluding equity securities)	239,831	238,542
Loans and receivables due from credit institutions (excluding internal transactions)	120,383	118,333
Loans and receivables due from customers	306,897	329,756
Held-to-maturity financial assets	14,660	14,602
Exposure to on-balance sheet commitments (net of impairment losses)	**1,023,170**	**1,096,592**
Financing commitments given (excluding internal operations)	151,508	149,217
Financial guarantee commitments given (excluding internal operations)	88,115	93,435
Provisions – Financing commitments	(300)	(309)
Exposure to off-balance sheet financing commitments (net of provisions)	**239,323**	**242,343**
MAXIMUM EXPOSURE TO CREDIT RISK	**1,262,493**	**1,338,935**

Guarantees and other credit enhancements amount to:

(in millions of euros)	31/12/2013	31/12/2012 Restated
Loans and receivables due from credit institutions (excluding internal transactions)	4,907	4,405
Loans and receivables due from customers	139,272	139,388
Financing commitments given (excluding internal operations)	10,079	13,541
Guarantee commitments given (excluding internal operations)	4,579	5,058

The amounts presented represent the amounts of guarantees and collateral used in the calculation of capital requirements for the purposes of the solvency ratio. They are valued by the Risk department on the basis of rules drawn up by the Standards and Methodology Committee of Crédit Agricole S.A. Group. The method used to update this valuation and the frequency at which it is done depends on the nature of the collateral, and is done at least once a year. The amount declared with respect to guarantees received shall be no greater than the amount of assets covered.

BREAKDOWN OF LOAN ACTIVITY BY CUSTOMER TYPE

LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS AND DUE FROM CUSTOMERS BY CUSTOMER TYPE (EXCLUDING CRÉDIT AGRICOLE INTERNAL TRANSACTIONS)

	31/12/2013				
(in millions of euros)	Gross outstanding	o/w gross loans and receivables individually impaired	Individual impairment	Collective impairment	Total
Central governments	3,378	22	18	33	3,327
Central banks	13,493	2	1	-	13,492
Credit institutions	82,448	650	408	-	82,040
Institutions other than credit institutions	21,312	3,057	1,414	307	19,591
Large corporates	140,493	5,439	2,852	1,480	136,161
Retail customers	147,352	7,766	4,431	889	142,032
TOTAL LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS AND DUE FROM CUSTOMERS[1]	**408,476**	**16,936**	**9,124**	**2,709**	**396,643**

(1) Of which €2,487 million in restructured (unimpaired) performing loans.

	31/12/2012 Restated				
(in millions of euros)	Gross outstanding	o/w gross loans and receivables individually impaired	Individual impairment	Collective impairment	Total
Central governments	4,961	62	56	28	4,877
Central banks	25,500	-	-	-	25,500
Credit institutions	93,392	648	557	-	92,835
Institutions other than credit institutions	41,272	2,571	1,214	646	39,412
Large corporates	144,469	5,297	2,786	1,333	140,350
Retail customers	151,308	8,771	5,337	856	145,115
TOTAL LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS AND DUE FROM CUSTOMERS[1]	**460,902**	**17,349**	**9,950**	**2,863**	**448,089**

(1) Of which €2,389 million in restructured (unimpaired) performing loans.

COMMITMENTS GIVEN TO CUSTOMERS BY CUSTOMER TYPE

(in millions of euros)	31/12/2013	31/12/2012 Restated
Financing commitments given to customers		
Central governments	2,960	3,383
Institutions other than credit institutions	34,499	17,255
Large corporates	75,962	95,911
Retail customers	20,810	26,053
TOTAL LOAN COMMITMENTS	**134,231**	**142,602**
Guarantee commitments given to customers		
Central governments	404	325
Institutions other than credit institutions	11,777	9,098
Large corporates	35,983	38,405
Retail customers	29,990	34,844
TOTAL GUARANTEE COMMITMENTS	**78,154**	**82,672**

DUE TO CUSTOMERS BY CUSTOMER TYPE

(in millions of euros)	31/12/2013	31/12/2012 Restated
Central governments	8,325	10,862
Institutions other than credit institutions	49,258	58,587
Large corporates	117,436	111,011
Retail customers	309,601	303,178
TOTAL AMOUNT DUE TO CUSTOMERS	**484,620**	**483,638**

BREAKDOWN OF LOAN ACTIVITY BY GEOGRAPHICAL AREA

LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS AND DUE FROM CUSTOMERS BY GEOGRAPHICAL AREA (EXCLUDING CRÉDIT AGRICOLE INTERNAL TRANSACTIONS)

	31/12/2013				
(in millions of euros)	Gross outstanding	o/w gross loans and receivables individually impaired	Individual impairment	Collective impairment	Total
France (including overseas departments and territories)	190,610	5,415	2,861	963	186,786
Other European Union countries	116,316	8,804	4,631	1,072	110,613
Other European countries	15,280	372	174	96	15,010
North America	11,819	304	157	84	11,578
Central and South America	12,050	589	522	35	11,493
Africa and Middle East	20,595	1,142	688	222	19,685
Asia-Pacific (ex. Japan)	25,304	222	33	204	25,067
Japan	16,502	89	58	33	16,411
Supranational organisations	-	-	-	-	-
TOTAL[1] LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS AND DUE FROM CUSTOMERS	**408,476**	**16,937**	**9,124**	**2,709**	**396,643**

(1) *Of which €2,487 million in restructured (unimpaired) performing loans.*

	31/12/2012 Restated				
(in millions of euros)	Gross outstanding	o/w gross loans and receivables individually impaired	Individual impairment	Collective impairment	Total
France (including overseas departments and territories)	213,388	5,398	2,852	965	209,571
Other European Union countries	126,185	8,798	5,075	1,019	120,091
Other European countries	16,050	461	233	97	15,720
North America	39,540	507	343	361	38,836
Central and South America	12,744	880	658	17	12,069
Africa and Middle East	18,279	998	705	181	17,393
Asia-Pacific (ex. Japan)	18,541	198	17	126	18,398
Japan	16,175	109	67	97	16,011
Supranational organisations	-	-	-	-	-
TOTAL[1] LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS AND DUE FROM CUSTOMERS	**460,902**	**17,349**	**9,950**	**2,863**	**448,089**

(1) *Of which €2,389 million in restructured (unimpaired) performing loans.*

COMMITMENTS GIVEN TO CUSTOMERS: GEOGRAPHICAL ANALYSIS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Financing commitments given to customers		
France (including overseas departments and territories)	59,737	70,924
Other European Union countries	34,267	32,290
Other European countries	4,606	6,790
North America	22,960	19,084
Central and South America	3,634	4,010
Africa and Middle East	2,037	1,769
Asia-Pacific (ex. Japan)	6,353	6,862
Japan	637	873
TOTAL LOAN COMMITMENTS	**134,231**	**142,602**
Guarantee commitments given to customers		
France (including overseas departments and territories)	47,703	55,139
Other European Union countries	11,963	12,632
Other European countries	2,058	3,627
North America	9,452	5,337
Central and South America	637	559
Africa and Middle East	1,395	1,360
Asia-Pacific (ex. Japan)	3,737	3,123
Japan	1,209	895
TOTAL GUARANTEE COMMITMENTS	**78,154**	**82,672**

DUE TO CUSTOMERS: GEOGRAPHICAL ANALYSIS

(in millions of euros)	31/12/2013	31/12/2012 Restated
France (including overseas departments and territories)	344,740	340,783
Other European Union countries	75,195	74,415
Other European countries	10,648	11,745
North America	21,777	26,133
Central and South America	4,427	3,583
Africa and Middle East	15,994	13,747
Asia-Pacific (ex. Japan)	6,591	9,212
Japan	5,248	4,020
TOTAL AMOUNT DUE TO CUSTOMERS	**484,620**	**483,638**

INFORMATION ON WATCH LIST OR INDIVIDUALLY IMPAIRED FINANCIAL ASSETS

ANALYSIS OF WATCH LIST OR IMPAIRED FINANCIAL ASSETS BY CUSTOMER TYPE

	31/12/2013						
	Payment arrears on watch list loans					Net carrying amount of individually impaired financial assets	Impairment of individually and collectively tested financial assets
(in millions of euros)	≤ 90 days	> 90 days ≤ 180 days	> 180 days ≤ 1 year	> 1 year	Net carrying amount of watch list financial assets		
Equity instruments	**-**	**-**	**-**	**-**	**-**	**2,875**	**2,728**
Debt instruments	**-**	**-**	**-**	**-**	**-**	**274**	**455**
Central governments	-	-	-	-	-	1	1
Central banks	-	-	-	-	-	-	-
Credit institutions	-	-	-	-	-	-	1
Institutions other than credit institutions	-	-	-	-	-	260	414
Large corporates	-	-	-	-	-	13	39
Retail customers	-	-	-	-	-	-	-
Loans and receivables	**6,334**	**349**	**167**	**88**	**6,938**	**7,813**	**11,514**
Central governments	41	1	-	1	43	4	25
Central banks	-	-	-	-	-	1	-
Credit institutions	35	-	-	-	35	243	406
Institutions other than credit institutions	1,066	98	75	45	1,284	1,643	1,521
Large corporates	2,424	114	22	18	2,578	2,587	4,343
Retail customers	2,768	136	70	24	2,998	3,335	5,219
TOTAL WATCH LIST OR INDIVIDUALLY IMPAIRED FINANCIAL ASSETS	**6,334**	**349**	**167**	**88**	**6,938**	**10,962**	**14,697**

(in millions of euros)	31/12/2012 Restated						
	Payment arrears on watch list loans					Net carrying amount of individually impaired financial assets	Impairment of individually and collectively tested financial assets
	≤ 90 days	> 90 days ≤ 180 days	> 180 days ≤ 1 year	> 1 year	Net carrying amount of watch list financial assets		
Equity instruments	**-**	**-**	**-**	**-**	**-**	**2,770**	**1,936**
Debt instruments	**-**	**-**	**-**	**-**	**-**	**591**	**569**
Central governments[1]	-	-	-	-	-	-	-
Central banks	-	-	-	-	-	1	8
Credit institutions	-	-	-	-	-	444	501
Institutions other than credit institutions	-	-	-	-	-	146	60
Large corporates	-	-	-	-	-	-	-
Retail customers	-	-	-	-	-	-	-
Loans and receivables	**6,254**	**312**	**370**	**75**	**7,011**	**7,401**	**12,395**
Central governments	51	2	4	2	59	6	60
Central banks	-	-	-	-	-	-	-
Credit institutions	108	33	223	-	365	91	553
Institutions other than credit institutions	774	41	25	3	843	1,357	1,140
Large corporates	2,060	131	69	63	2,322	2,511	4,551
Retail customers	3,261	105	49	7	3,422	3,436	6,091
TOTAL WATCH LIST OR INDIVIDUALLY IMPAIRED FINANCIAL ASSETS	**6,254**	**312**	**370**	**75**	**7,011**	**10,762**	**14,900**

(1) Greek government securities were exchanged under the sovereign debt restructuring plan announced by the Greek government on 21 February 2012. This operation was the reason for the reduction in impairments of -€5 billion and in net book value for -€2 billion.

3.2 Market risk

(See chapter on "Risk factors – Market risk")

Market risk is the risk of a negative impact on the income statement or balance sheet of adverse fluctuations in the value of financial instruments following changes in market parameters, particularly:

- interest rates: interest rate risk is the risk of a change in the fair value of a financial instrument or the future cash flows from a financial instrument due to a change in interest rates;
- foreign exchange: foreign exchange risk is the risk of a change in the fair value of a financial instrument due to a change in exchange rates;
- prices: price risk is the risk of a change in the price or volatility of equities and commodities, baskets of equities and stock indices. The instruments most exposed to this risk are variable-income securities, equity derivatives and commodity derivatives.

DERIVATIVE INSTRUMENTS: ANALYSIS BY REMAINING MATURITY

The breakdown of market values of derivative instruments is shown by remaining contractual maturity.

HEDGING DERIVATIVE INSTRUMENTS – FAIR VALUE OF ASSETS

	31/12/2013							31/12/2012 Restated
	Exchange-traded			Over-the-counter				
(in millions of euros)	≤ 1 year	> 1 year ≤ 5 years	> 5 years	≤ 1 year	> 1 year ≤ 5 years	> 5 years	Total market value	Total market value
Interest rate instruments	**-**	**-**	**-**	**3,310**	**10,380**	**14,726**	**28,416**	**40,907**
Interest rate swaps	-	-	-	3,245	10,108	14,583	27,936	40,449
Interest rate options	-	-	-	-	-	-	-	-
Caps-floors-collars	-	-	-	65	272	143	480	458
Other options	-	-	-	-	-	-	-	-
Currency and gold	**-**	**-**	**-**	**72**	**12**	**34**	**118**	**531**
Currency futures	-	-	-	71	12	34	117	529
Currency options	-	-	-	1	-	-	1	2
Other instruments	**-**	**-**	**-**	**58**	**7**	**1**	**66**	**32**
Equity and index derivatives	-	-	-	58	7	1	66	32
Subtotal	**-**	**-**	**-**	**3,440**	**10,399**	**14,761**	**28,600**	**41,470**
Forward currency transactions	-	-	-	39	27	84	150	380
TOTAL FAIR VALUE OF HEDGING DERIVATIVES – ASSETS	**-**	**-**	**-**	**3,479**	**10,426**	**14,845**	**28,750**	**41,850**

HEDGING DERIVATIVE INSTRUMENTS – FAIR VALUE OF LIABILITIES

	31/12/2013							31/12/2012 Restated
	Exchange-traded			Over-the-counter				
(in millions of euros)	≤ 1 year	> 1 year ≤ 5 years	> 5 years	≤ 1 year	> 1 year ≤ 5 years	> 5 years	Total market value	Total market value
Interest rate instruments	**-**	**-**	**-**	**2,570**	**10,663**	**17,603**	**30,836**	**41,828**
Interest rate swaps	-	-	-	2,483	10,426	17,512	30,421	41,391
Interest rate options	-	-	-	-	-	-	-	5
Caps-floors-collars	-	-	-	84	236	90	410	425
Other options	-	-	-	3	1	1	5	7
Currency and gold	**-**	**-**	**-**	**125**	**31**	**5**	**161**	**368**
Currency futures	-	-	-	124	31	5	160	366
Currency options	-	-	-	1	-	-	1	2
Other instruments	**-**	**-**	**-**	**7**	**-**	**1**	**8**	**17**
Equity and index derivatives	-	-	-	7	-	1	8	17
Subtotal	**-**	**-**	**-**	**2,702**	**10,694**	**17,609**	**31,005**	**42,213**
Forward currency transactions	-	-	-	149	12	6	167	198
TOTAL FAIR VALUE OF HEDGING DERIVATIVES – LIABILITIES	**-**	**-**	**-**	**2,851**	**10,706**	**17,615**	**31,172**	**42,411**

DERIVATIVE INSTRUMENTS HELD-FOR-TRADING – FAIR VALUE OF ASSETS

	31/12/2013							31/12/2012 Restated
	Exchange-traded			Over-the-counter				
(in millions of euros)	≤1 year	> 1 year ≤ 5 years	> 5 years	≤1 year	> 1 year ≤ 5 years	> 5 years	Total market value	Total market value
Interest rate instruments	**2**	**6**	**-**	**16,909**	**37,385**	**64,829**	**119,131**	**160,572**
Futures	1	-	-	-	-	-	1	-
FRAs	-	-	-	252	135	-	387	774
Interest rate swaps	-	-	-	16,021	27,434	38,458	81,913	109,500
Interest rate options	-	-	-	51	2,938	22,316	25,305	35,701
Caps-floors-collars	-	-	-	585	6,878	3,941	11,404	14,589
Other options	1	6	-	-	-	114	121	8
Currency and gold	**-**	**-**	**-**	**3,205**	**2,781**	**3,190**	**9,176**	**10,378**
Currency futures	-	-	-	1,998	1,199	1,154	4,351	3,582
Currency options	-	-	-	1,207	1,582	2,036	4,825	6,796
Other instruments	**36**	**119**	**8**	**3,527**	**8,214**	**882**	**12,786**	**18,714**
Equity and index derivatives	36	119	8	1,643	4,621	624	7,051	7,103
Precious metal derivatives	-	-	-	13	-	-	13	27
Commodities derivatives	-	-	-	-	-	-	-	588
Credit derivatives	-	-	-	1,871	3,593	258	5,722	10,996
Other	-	-	-	-	-	-	-	-
Subtotal	**38**	**125**	**8**	**23,641**	**48,380**	**68,901**	**141,093**	**189,664**
Forward currency transactions	-	-	-	8,136	871	212	9,219	9,093
TOTAL FAIR VALUE OF TRANSACTION DERIVATIVES – ASSETS	**38**	**125**	**8**	**31,777**	**49,251**	**69,113**	**150,312**	**198,757**

DERIVATIVE INSTRUMENTS HELD-FOR-TRADING – FAIR VALUE OF LIABILITIES

	31/12/2013							31/12/2012 Restated
	Exchange-traded			Over-the-counter				
(in millions of euros)	≤1 year	> 1 year ≤ 5 years	> 5 years	≤1 year	> 1 year ≤ 5 years	> 5 years	Total market value	Total market value
Interest rate instruments	**-**	**-**	**-**	**17,816**	**35,158**	**64,689**	**117,663**	**157,446**
Futures	-	-	-	-	-	-	-	1
FRAs	-	-	-	252	127	-	379	730
Interest rate swaps	-	-	-	16,594	23,266	36,428	76,288	100,688
Interest rate options	-	-	-	137	3,615	23,382	27,134	37,983
Caps-floors-collars	-	-	-	822	8,135	4,801	13,758	17,931
Other options	-	-	-	11	15	78	104	113
Currency and gold	**-**	**-**	**-**	**3,268**	**2,969**	**2,709**	**8,946**	**10,285**
Currency futures	-	-	-	1,542	1,325	784	3,651	3,289
Currency options	-	-	-	1,726	1,644	1,925	5,295	6,996
Other instruments	**29**	**128**	**2**	**3,664**	**8,382**	**921**	**13,126**	**19,790**
Equity and index derivatives	29	128	2	1,494	4,587	561	6,801	7,543
Precious metal derivatives	-	-	-	14	1	-	15	31
Commodities derivatives	-	-	-	-	-	-	-	550
Credit derivatives	-	-	-	2,137	3,794	360	6,291	11,646
Other	-	-	-	19	-	-	19	20
Subtotal	**29**	**128**	**2**	**24,748**	**46,509**	**68,319**	**139,735**	**187,521**
Forward currency transactions	-	-	-	7,854	1,493	143	9,490	8,571
TOTAL FAIR VALUE OF TRANSACTION DERIVATIVES – LIABILITIES	**29**	**128**	**2**	**32,602**	**48,002**	**68,462**	**149,225**	**196,092**

DERIVATIVE INSTRUMENTS: TOTAL COMMITMENTS

(in millions of euros)	31/12/2013 Total notional amount outstanding	31/12/2012 Restated Total notional amount outstanding
Interest rate instruments	**12,413,410**	**11,614,034**
Futures	1,951,696	385,345
FRAs	96,953	1,309,145
Interest rate swaps	8,074,879	7,386,997
Interest rate options	1,304,230	1,434,031
Caps-floors-collars	985,523	1,098,473
Other options	129	43
Currency and gold	**2,444,153**	**2,414,807**
Currency futures	1,971,497	1,890,181
Currency options	472,656	524,626
Other instruments	**756,371**	**1,195,451**
Equity and index derivatives	75,309	110,805
Precious metal derivatives	594	811
Commodities derivatives	-	7,235
Credit derivatives	680,465	1,076,273
Other	3	327
Subtotal	**15,613,934**	**15,224,292**
Forward currency transactions	254,789	323,499
TOTAL NOTIONAL AMOUNT	**15,868,723**	**15,547,791**

FOREIGN EXCHANGE RISK

ANALYSIS OF THE CONSOLIDATED BALANCE SHEET BY CURRENCY

	31/12/2013		31/12/2012 Restated	
(in millions of euros)	Assets	Liabilities	Assets	Liabilities
EUR	1,211,236	1,217,639	1,275,045	1,274,582
Other European Union currencies	34,916	41,454	29,928	25,976
USD	209,516	213,358	227,994	232,358
JPY	30,457	24,790	30,199	40,435
Other currencies	50,748	39,632	54,263	44,078
TOTAL	**1,536,873**	**1,536,873**	**1,617,429**	**1,617,429**

BREAKDOWN OF BONDS AND SUBORDINATED DEBT BY CURRENCY

	31/12/2013			31/12/2012 Restated		
(in millions of euros)	Bonds	Dated subordinated debt	Undated subordinated debt	Bonds	Dated subordinated debt	Undated subordinated debt
EUR	67,707	16,097	5,806	65,934	17,825	5,814
Other European Union currencies	1,253	978	1,010	1,612	1,209	1,031
USD	6,903	1,138	2,730	4,795	536	2,929
JPY	1,735	-	-	2,039	-	-
Other currencies	1,701	143	190	2,319	155	201
TOTAL	**79,299**	**18,356**	**9,736**	**76,699**	**19,725**	**9,975**

3.3 Liquidity and financing risk

(See chapter on "Risk factors – Asset/Liability Management")

Liquidity and financing risk is the risk of loss if the Company is unable to meet its financial commitments in timely fashion or to renew its borrowings at reasonable prices when they reach maturity.

These commitments include obligations to depositors and suppliers, as well as commitments in respect of loans and investments.

LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS AND DUE FROM CUSTOMERS BY RESIDUAL MATURITY

	31/12/2013					
(in millions of euros)	≤ 3 months	> 3 months up to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Loans and receivables due from credit institutions (including Crédit Agricole internal transactions)	112,375	76,942	116,645	62,162	1,320	369,444
Loans and receivables due from customers (o/w finance leases)	70,925	34,934	109,950	92,202	4,524	312,535
Total	**183,300**	**111,876**	**226,595**	**154,364**	**5,844**	**681,979**
Impairment						**(11,833)**
TOTAL LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS AND DUE FROM CUSTOMERS						**670,146**

	31/12/2012 Restated					
(in millions of euros)	≤ 3 months	> 3 months up to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Loans and receivables due from credit institutions (including Crédit Agricole internal transactions)	144,069	63,956	108,679	64,769	4,651	386,124
Loans and receivables due from customers (o/w finance leases)	87,019	33,828	118,358	98,510	4,297	342,012
Total	**231,088**	**97,784**	**227,037**	**163,279**	**8,948**	**728,136**
Impairment						**(12,813)**
TOTAL LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS AND DUE FROM CUSTOMERS						**715,323**

DUE TO CREDIT INSTITUTIONS AND CUSTOMERS BY RESIDUAL MATURITY

	31/12/2013					
(in millions of euros)	≤ 3 months	> 3 months up to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Due to credit institutions (including Crédit Agricole internal transactions)	81,524	14,810	36,655	20,252	699	153,940
Due to customers	401,818	41,724	29,871	7,470	3,737	484,620
TOTAL AMOUNT DUE TO CUSTOMERS AND DUE TO CREDIT INSTITUTIONS	**483,342**	**56,534**	**66,526**	**27,722**	**4,436**	**638,560**

(in millions of euros)	31/12/2012 Restated ≤ 3 months	> 3 months up to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Due to credit institutions (including Crédit Agricole internal transactions)	69,037	12,929	56,003	19,968	2,714	160,651
Due to customers	405,907	31,924	34,658	7,480	3,669	483,638
TOTAL AMOUNT DUE TO CUSTOMERS AND DUE TO CREDIT INSTITUTIONS	**474,944**	**44,853**	**90,661**	**27,448**	**6,383**	**644,289**

DEBT SECURITIES AND SUBORDINATED DEBT

(in millions of euros)	31/12/2013 ≤ 3 months	> 3 months up to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Debt securities						
Interest bearing notes	112	67	-	-	-	179
Money-market instruments	-	2,544	7,704	10,129	-	20,377
Negotiable debt securities	29,451	13,611	1,402	255	-	44,719
Bonds	8,601	8,645	42,090	19,963	-	79,299
Other debt securities	1,444	1,408	423	84	-	3,359
TOTAL DEBT SECURITIES	**39,608**	**26,275**	**51,619**	**30,431**	**-**	**147,933**
Subordinated debt						
Dated subordinated debt	585	540	5,045	12,186	-	18,356
Undated subordinated debt	-	-	-	-	9,736	9,736
Mutual security deposits	-	-	-	-	141	141
Participating securities and loans	-	-	-	1	120	121
TOTAL SUBORDINATED DEBT	**585**	**540**	**5,045**	**12,187**	**9,997**	**28,354**

(in millions of euros)	31/12/2012 Restated ≤ 3 months	> 3 months up to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Debt securities						
Interest bearing notes	137	61	-	-	-	198
Money-market instruments	-	1,991	8,364	10,236	-	20,591
Negotiable debt securities	32,557	14,630	1,399	352	-	48,938
Bonds	7,657	8,922	42,104	18,016	-	76,699
Other debt securities	1,725	1,611	430	198	-	3,964
TOTAL DEBT SECURITIES	**42,076**	**27,215**	**52,297**	**28,802**	**-**	**150,390**
Subordinated debt						
Dated subordinated debt	288	1,554	2,730	15,153	-	19,725
Undated subordinated debt	4	1	-	211	9,759	9,975
Mutual security deposits	-	-	-	-	136	136
Participating securities and loans	1	-	-	2	141	144
TOTAL SUBORDINATED DEBT	**293**	**1,555**	**2,730**	**15,366**	**10,036**	**29,980**

FINANCIAL GUARANTEES AT RISK GIVEN BY EXPECTED MATURITY

The amounts presented correspond to the expected amount of the call of financial guarantees at risk, *i.e.* guarantees that have been impaired or are on a watch-list.

	31/12/2013					
(in millions of euros)	≤ 3 months	> 3 months to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Financial guarantees given	201	340	-	-	-	541

	31/12/2012 Restated					
(in millions of euros)	≤ 3 months	> 3 months to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Financial guarantees given	174	372	-	-	-	546

The remaining contractual maturities of derivative instruments are shown in Note 3.2 "Market Risk".

3.4 Cash flow and fair value interest rate and foreign exchange hedging

(See chapter on "Risk factors – Asset/Liability Management")

Derivative financial instruments used in **a hedging relationship** are designated according to the intended purpose:

- fair value hedge;
- cash flow hedge;
- hedge of a net investment in foreign currency.

Each hedging relationship is formally documented describing the strategy, item hedged and hedging instrument, and method of measuring effectiveness.

FAIR VALUE HEDGES

A fair value hedge modifies the risk caused by changes in the fair value of a fixed-rate financial instrument as a result of changes in interest rates. Fair value hedges transform fixed-rate assets or liabilities into floating-rate assets or liabilities.

Items hedged are principally fixed-rate loans, securities, deposits and subordinated debt.

FUTURE CASH FLOW HEDGES

A cash flow hedge modifies the risk related to variability in cash flows arising from floating-rate financial instruments.

Items hedged are principally floating-rate loans and deposits.

HEDGE OF A NET INVESTMENT IN FOREIGN CURRENCY

A hedge of a net investment in foreign currency modifies the risk inherent in exchange rate fluctuations connected with foreign currency investments in subsidiaries.

HEDGING DERIVATIVE INSTRUMENTS

	31/12/2013			31/12/2012 Restated		
	Market value		Notional amount	Market value		Notional amount
(in millions of euros)	Positive	Negative		Positive	Negative	
Fair value hedges	**27,575**	**30,868**	**1,124,011**	**40,247**	**42,276**	**1,172,979**
Interest rate	27,333	30,613	1,063,922	39,417	41,796	1,101,015
Equity instruments	11	2	9	13	2	356
Foreign Exchange	231	253	50,300	817	478	71,608
Credit	-	-	9,769	-	-	-
Commodities	-	-	11	-	-	-
Other	-	-	-	-	-	-
Future cash flow hedges	**1,154**	**288**	**45,192**	**1,575**	**121**	**27,489**
Interest rate	1,084	223	30,475	1,490	31	14,480
Equity instruments	55	6	196	19	15	90
Foreign Exchange	15	59	14,521	66	75	12,919
Credit	-	-	-	-	-	-
Commodities	-	-	-	-	-	-
Other	-	-	-	-	-	-
Hedges of net investments in foreign operations	**21**	**16**	**3,246**	**28**	**14**	**3,695**
TOTAL HEDGING DERIVATIVE INSTRUMENTS	**28,750**	**31,172**	**1,172,449**	**41,850**	**42,411**	**1,204,163**

3.5 Operational Risks

(See chapter on "Risk factors – Operational risks")

Operational risk is the possibility of loss resulting from failings in internal procedures or inadequate systems, human error or external events that are not linked to a credit, market or liquidity risk.

3.6 Capital management and regulatory ratios

The amendment to IAS 1 adopted by the European Union on 11 January 2006 requires disclosure of information on the entity's capital and management of its capital. The purpose of the amendment is to disclose to users information on the entity's objectives, policies and processes for managing capital. It requires disclosure of qualitative and quantitative information in the notes to the financial statements, namely summary quantitative data about what the entity manages as capital, a description of any externally imposed requirements on the entity's capital (such as regulatory requirements), indication as to whether the entity has complied with regulatory requirements, and, if it has not complied, the consequences of such non-compliance.

In accordance with regulatory regulations applicable to banks, which transpose into French law the European Directives on "the capital adequacy of investment firms and credit institutions" and "financial conglomerates", Crédit Agricole S.A. Group must comply with the solvency ratio, with liquidity ratios and with rules on the division of risks and balance sheet management.

Crédit Agricole S.A. Group manages its capital so as to comply with regulatory capital requirements within the meaning of

Regulation 90/02 as required by the French Prudential and Resolution Supervisory Authority (ACPR) so as to cover risk weighted assets for credit risk, operational risk and market risk.

The decree of 20 February 2007 transposed the European CRD (Capital Requirements Directive) (2006/48/EC and 2006/49/EC) into French regulations. The decree defines the “capital requirements applicable to credit institutions and investment companies” and the methods of calculating the solvency ratio as from 1 January 2008.

In compliance with these provisions, Crédit Agricole S.A. Group incorporated, in 2007, the impacts of the transition to the new European CRD Directive into its capital and risk management processes.

However, the regulator maintained the additional capital requirements until 31 December 2011 relating to floors (the Basel 2 requirement cannot be less than 80% of the Basel 1 requirement). In 2012, the floor was eliminated. However, information on Basel 1 requirements remain mandatory.

Regulatory capital breaks down into three categories:

- Tier 1 capital, calculated based on the Group’s equity and adjusted notably for unrealised gains and losses;
- Tier 2 capital, which is limited to 100% of the amount of Tier 1 capital and consists primarily of subordinated debt;
- Tier 3 capital included in the ratio, which consists primarily of subordinated debt with a shorter maturity.

Deductions for equity investments in other credit institutions reduce the total of this capital and are now allocated directly to the amount of Tier 1 and Tier 2 capital, in accordance with regulations.

In accordance with regulations, Crédit Agricole S.A. Group must maintain a core capital fund ratio of at least 4% and a solvency ratio of 8%.

In 2013, as in 2012, Crédit Agricole S.A. Group met these regulatory requirements.

NOTE 4 Notes to the income statement and comprehensive income

To ensure comparability of financial statements, pursuant to IFRS 5, the contributions at 31 December 2012 of the financial statements of Newedge, of CA Consumer Finance Nordic entities and of Crédit Agricole Bulgaria in Crédit Agricole S.A. Group's income statement were reclassified under Net income from discontinued or held-for-sale operations.

Moreover, restated financial statements at 31 December 2012 include the correction to the valuation of derivatives on a limited number of complex transactions.

4.1 Interest income and expenses

(in millions of euros)	31/12/2013	31/12/2012 Restated
Interbank transactions	1,121	1,073
Crédit Agricole internal transactions	5,063	6,196
Customer transactions	12,540	13,481
Accrued interest receivable on available-for-sale financial assets	6,964	7,164
Accrued interest receivable on held-to-maturity investments	623	763
Accrued interest receivable on hedging instruments	1,605	1,948
Finance leases	938	1,099
Other interest income	27	486
INTEREST AND SIMILAR INCOME[(1)]	**28,881**	**32,210**
Interbank transactions	(931)	(1,239)
Crédit Agricole internal transactions	(1,419)	(1,646)
Customer transactions	(6,546)	(7,635)
Debt securities	(4,327)	(4,052)
Subordinated debt	(1,476)	(1,141)
Accrued interest receivable on hedging instruments	(1,121)	(1,802)
Finance leases	(199)	(239)
Other interest expense	16	138
INTEREST AND SIMILAR EXPENSES	**(16,003)**	**(17,616)**

(1) Including €204 million on individually impaired loans at 31 December 2013, compared with €188 million at 31 December 2012.

The redemption of subordinated debt of Crédit Agricole S.A. at 31 December 2012 had an impact on "Other interest income" and on "Interest expense" on subordinated debt, for a combined impact of +€864 million.

4.2 Net fees and commissions

(in millions of euros)	31/12/2013 Income	31/12/2013 Expense	31/12/2013 Net	31/12/2012 Restated Income	31/12/2012 Restated Expense	31/12/2012 Restated Net
Interbank transactions	243	(48)	195	237	(96)	141
Crédit Agricole internal transactions	563	(1,115)	(552)	496	(1,014)	(518)
Customer transactions	1,681	(169)	1,512	1,684	(184)	1,500
Securities transactions	184	(167)	17	270	(238)	32
Foreign exchange transactions	32	(13)	19	41	(18)	23
Derivative instruments and other off-balance sheet items	242	(125)	117	205	(130)	75
Payment instruments and other banking and financial services	1,966	(2,711)	(745)	2,012	(2,827)	(815)
Mutual funds management, fiduciary and similar operations	2,653	(696)	1,957	2,595	(655)	1,940
NET FEES AND COMMISSIONS	**7,564**	**(5,044)**	**2,520**	**7,540**	**(5,162)**	**2,378**

4.3 Net gains (losses) on financial instruments at fair value through profit or loss

(in millions of euros)	31/12/2013	31/12/2012 Restated
Dividends received	435	353
Unrealised or realised gains (losses) on assets/liabilities at fair value through profit or loss[(1)]	26	(462)
Unrealised or realised gains (losses) on assets/liabilities designated at fair value through profit or loss[(2)]	2,524	5,325
Net gains (losses) on foreign exchange transactions and similar financial instruments (excluding gains or losses on hedges of net investments in foreign operations)	525	224
Gains (losses) from hedge accounting	(100)	(22)
NET GAINS (LOSSES) ON FINANCIAL INSTRUMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS	**3,410**	**5,418**

(1) *The impact of the correction to the value of a limited number of complex derivative instruments on Unrealised or realised gains or losses on assets/liabilities at fair value through profit or loss amounted to €125 million at 31 December 2012 (cf. Note 6.2 "Financial assets and liabilities at fair value through profit or loss").*

(2) *The income from Financial assets held by insurance companies totalled €3,191 million at 31 December 2013 compared with €6,367 million at 31 December 2012. This line item mainly comprises the change in the value of assets backing unit-linked contracts (€2,046 million at 31 December 2013 up from €3,976 million at 31 December 2012).*

The structured issues by Crédit Agricole CIB, which are classified under Financial liabilties held-for-trading, were reclassified under Financial liabilities designated at fair value through profit or loss.

As a result, the issuer spread on these issues is classified under Unrealised gains or losses on liabilities designated at fair value through profit or loss at 31 December 2013 in the amount of -€529 million. At 31 December 2012, the impact of -€933 million was recognised in Unrealised gains or losses on liabilities designated at fair value through profit or loss.

Analysis of net gains (losses) from hedge accounting:

	31/12/2013		
(in millions of euros)	Gains	Losses	Net
Fair value hedges	**10,109**	**(10,128)**	**(19)**
Change in fair value of hedged items attributable to hedged risks	4,250	(5,729)	(1,479)
Change in fair value of hedging derivatives (including termination of hedges)	5,859	(4,399)	1,460
Cash flow hedges	**-**	**-**	**-**
Change in fair value of hedging derivatives – ineffective portion	-	-	-
Hedges of net investments in foreign operations	**-**	**-**	**-**
Change in fair value of hedging derivatives – ineffective portion	-	-	-
Fair value hedge of the interest rate exposure of a portfolio of financial instruments	**24,983**	**(24,978)**	**5**
Change in fair value of hedged items	12,806	(12,041)	765
Change in fair value of hedging derivatives	12,177	(12,937)	(760)
Cash flow hedge of the interest rate exposure of a portfolio of financial instruments	**10**	**(96)**	**(86)**
Change in fair value of hedging instrument – ineffective portion	10	(96)	(86)
TOTAL GAINS (LOSSES) FROM HEDGE ACCOUNTING	**35,102**	**(35,202)**	**(100)**

	31/12/2012 Restated		
(in millions of euros)	Gains	Losses	Net
Fair value hedges	**6,356**	**(6,372)**	**(16)**
Change in fair value of hedged items attributable to hedged risks	3,678	(3,078)	600
Change in fair value of hedging derivatives (including termination of hedges)	2,678	(3,294)	(616)
Cash flow hedges	**-**	**-**	**-**
Change in fair value of hedging derivatives – ineffective portion	-	-	-
Hedges of net investments in foreign operations	**-**	**-**	**-**
Change in fair value of hedging derivatives – ineffective portion	-	-	-
Fair value hedge of the interest rate exposure of a portfolio of financial instruments	**28,885**	**(28,891)**	**(6)**
Change in fair value of hedged items	13,675	(15,215)	(1,540)
Change in fair value of hedging derivatives	15,210	(13,676)	1,534
Cash flow hedge of the interest rate exposure of a portfolio of financial instruments	**-**	**-**	**-**
Change in fair value of hedging instrument – ineffective portion	-	-	-
TOTAL GAINS (LOSSES) FROM HEDGE ACCOUNTING	**35,241**	**(35,263)**	**(22)**

4.4 Net gains (losses) on available-for-sale financial assets

(in millions of euros)	31/12/2013	31/12/2012 Restated
Dividends received	620	681
Realised gains (losses) on available-for-sale financial assets[1]	1,783	199
Permanent impairment losses on equity investments	(394)	(855)
Gains (losses) on disposal of held-to-maturity investments and on loans and receivables	-	(172)
NET GAINS (LOSSES) ON AVAILABLE-FOR-SALE FINANCIAL ASSETS	**2,009**	**(147)**

(1) Excluding realised gains or losses on permanently impaired fixed income securities recognised as available-for-sale financial assets mentioned in Note 4.8 "Cost of risk".

The rise in Realised gains or losses on available-for-sale financial assets of €1,584 million compared to 31 December 2012 was mainly due to the higher gains on disposals proceeds generated by insurance companies.

4.5 Net income (expenses) on other activities

(in millions of euros)	31/12/2013	31/12/2012 Restated
Gains (losses) on fixed assets not used in operations	56	43
Policyholder profit sharing	-	-
Other net income from insurance activities[1]	6,910	2,947
Change in insurance technical reserves[2]	(12,170)	(9,929)
Net income from investment property	117	148
Other net income (expense)	285	502
INCOME (EXPENSE) RELATED TO OTHER ACTIVITIES	**(4,802)**	**(6,289)**

(1) The increase of €3,963 million in Other net income from insurance activities stems primarily from the increase in life insurance premiums issued for €3,133 million in relation with the development of the business, and the reduction in benefits paid in respect of claims for €891 million.

(2) The €2,241 decrease in insurance technical provisions relates mainly to an allocation -€1,808 million to mathematical provisions. -€3,435 million of this provision was attributable to euro contracts, and €1,626 million to unit-linked contracts.

4.6 Operating expenses

(in millions of euros)	31/12/2013	31/12/2012 Restated
Employee expenses	(6,399)	(6,613)
Taxes other than on income or payroll-related	(509)	(461)
External services and other operating expenses	(3,702)	(3,845)
OPERATING EXPENSES	**(10,610)**	**(10,919)**

FEES PAID TO STATUTORY AUDITORS

The breakdown of fees paid to Statutory Auditors by firm and type of engagement by fully and proportionately consolidated Crédit Agricole S.A. Group companies was as follows in 2013:

	2013							2012 Restated
(In thousands of euros excluding taxes)	Ernst & Young	Pricewaterhouse Coopers	Mazars	KPMG	Deloitte	Others	Total	Total
Independent audit, certification, review of parent company and consolidated financial statements	14,472	11,632	1,238	226	45	740	28,353	30,483
Ancillary assignements and services directly linked to the mission of independent audit	7,195	5,439	20	206	9	9	12,878	8,564
TOTAL STATUTORY AUDITORS' FEES	**21,667**	**17,071**	**1,258**	**432**	**54**	**749**	**41,231**	**39,047**

4.7 Depreciation, amortisation and impairment of property, plant & equipment and intangible assets

(in millions of euros)	31/12/2013	31/12/2012 Restated
Depreciation charges and amortisation	**(669)**	**(695)**
Property, plant and equipment	(389)	(430)
Intangible assets	(280)	(265)
Impairment losses (reversals)	**2**	**(10)**
Property, plant and equipment	3	(10)
Intangible assets	(1)	-
DEPRECIATION, AMORTISATION AND IMPAIRMENT OF PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS	**(667)**	**(705)**

4.8 Cost of risk

(in millions of euros)	31/12/2013	31/12/2012 Restated
Charges to provisions and impairment losses	**(4,415)**	**(5,798)**
Fixed income available-for-sale financial assets	(13)	(21)
Loans and receivables	(3,976)	(4,658)
Held-to-maturity financial assets	-	-
Other assets	(17)	(30)
Financing commitments	(58)	(184)
Risks and expenses	(351)	(905)
Reversals of provisions and impairment losses	**1,951**	**3,736**
Fixed income available-for-sale financial assets	19	1,101
Loans and receivables	1,612	2,198
Held-to-maturity financial assets	-	-
Other assets	5	3
Financing commitments	47	76
Risks and charges	268	358
Net charges to reversals of impairment losses and provisions	**(2,464)**	**(2,062)**
Realised gains (losses) on impaired fixed income available-for-sale financial assets	(12)	(1,145)
Bad debts written off, not impaired	(576)	(622)
Recoveries on bad debts amortised	211	201
Discounts on restructured loans	(38)	(51)
Losses on financing commitments	2	-
Other losses	(84)	(24)
COST OF RISK	**(2,961)**	**(3,703)**

At 31 December 2013, provisions and impairment charges on loans and receivables include charges to provisions on CDOs and RMBS portfolios for -€123 million. Reversals of provisions on loans and receivables include €316 million in net reversals of collective provisions on CDOs and RMBS portfolios. Losses on Loans and receivables include -€209 million of losses on CDOs and RMBS disposals. The impacts were €212 million and -€348 million, respectively, at 31 December 2012.

The costs incurred by the Greek debt restructuring had an impact of -€53 million on the cost of risk at 31 December 2012.

4.9 Net gains (losses) on other assets

(in millions of euros)	31/12/2013	31/12/2012 Restated
Property, plant & equipment and intangible assets used in operations	**86**	**134**
Gains on disposals	108	147
Losses on disposals	(22)	(13)
Consolidated equity investments	**21**	**43**
Gains on disposals	27	52
Losses on disposals	(6)	(9)
Net income (expense) on combinations	**9**	**-**
NET GAINS (LOSSES) ON OTHER ASSETS	**116**	**177**

4.10 Income tax charge

INCOME TAX CHARGE

(in millions of euros)	31/12/2013	31/12/2012 Restated
Current tax charge	587	(450)
Deferred tax charge	(727)	59
TAX CHARGE FOR THE PERIOD	**(140)**	**(391)**

RECONCILIATION OF THEORETICAL TAX RATE AND EFFECTIVE TAX RATE

AT 31 DECEMBER 2013

(in millions of euros)	Base	Tax rate	Tax
Pre-tax income, goodwill impairment, discontinued operations and share of net income of equity-accounted entities	1,892	38.00%	(719)
Impact of permanent differences		10.10%	(191)
Impact of different tax rates on foreign subsidiaries		(6.66%)	126
Impact of losses for the year, utilisation of tax loss carryforwards and temporary differences		(1.85%)	35
Impact of reduced tax rate		(17.28%)	327
Impact of other items		(14.90%)	282
EFFECTIVE TAX RATE AND TAX CHARGE		**7.40%**	**(140)**

The theoretical tax rate is the tax rate applicable under ordinary law (including the additional social contribution and the exceptional contribution to corporate income tax) to taxable profits in France for the year ended 31 December 2013.

AT 31 DECEMBER 2012

(in millions of euros)	Base	Tax rate	Tax
Pre-tax income, goodwill impairment, discontinued operations and share of net income of equity-accounted entities	805	36.10%	(291)
Impact of permanent differences[1]		9.44%	(76)
Impact of different tax rates on foreign subsidiaries		2.98%	(24)
Impact of losses for the year, utilisation of tax loss carryforwards and temporary differences		11.68%	(94)
Impact of reduced tax rate		(2.24%)	18
Impact of other items		(9.19%)	74
EFFECTIVE TAX RATE AND TAX CHARGE		**48.77%**	**(393)**

(1) Including -€128 million related to the new tax regulations for the insurance capitalisation reserve.

The theoretical tax rate is the tax rate applicable under ordinary law (including the additional social contribution and the exceptional contribution to corporate income tax) to taxable profits in France for the year ended 31 December 2012.

4.11 Change in other comprehensive income

(in millions of euros)	31/12/2013	31/12/2012 Restated
Other comprehensive income on items that may be reclassified subsequently to profit and loss		
Gains and losses on translation adjustements	**(346)**	**(141)**
Revaluation adjustment of the period	-	-
Reclassified to profit and loss	-	-
Other reclassifications	(346)	(141)
Gains and losses on available-for-sale financial assets[(1)]	**(72)**	**5,592**
Revaluation adjustment of the period	388	4,896
Reclassified to profit and loss	(450)	457
Other reclassifications	(10)	239
Gains and losses on hedging derivative instruments	**(325)**	**201**
Revaluation adjustment of the period	(391)	200
Reclassified to profit and loss	6	5
Other reclassifications	60	(4)
Gains and losses on non current-assets held-for-sale	**16**	**60**
Revaluation adjustment of the period	-	-
Reclassified to profit and loss	-	-
Other reclassifications	16	60
Pre-tax other comprehensive income on items that may be reclassified to profit and loss on equity-accounted entities	**(150)**	**183**
Income tax related to items that may be reclassified to profit and loss excluding equity-accounted entities[(1)]	**225**	**(1,655)**
Income tax related to items that may be reclassified to profit and loss on equity-accounted entities	**-**	**(25)**
Other comprehensive income on items that may be reclassified subsequently to profit and loss net of income tax[(1)]	**(652)**	**4,215**
Other comprehensive income on items that will not be reclassified subsequently to profit and loss		
Actuarial gains and losses on post-employment benefits	35	(270)
Gains and losses on non current-assets held-for-sale	2	-
Other comprehensive income on items that will not be reclassified to profit and loss on equity-accounted entities	(38)	(39)
Income tax related to items that will not be reclassified excluding equity-accounted entities	(14)	91
Income tax related to items that will not be reclassified on equity-accounted entities	-	10
Other comprehensive income on items that will not be reclassified subsequently to profit and loss net of income tax	**(15)**	**(208)**
OTHER COMPREHENSIVE INCOME NET OF INCOME TAX	**(667)**	**4,007**
Of which Group share	(582)	3,870
Of which non-controlling interests	(85)	137

(1) *The correction at 31 December 2012 of the fair value of treasury bills and unsubordinated fixed-income securities had an impact of +€941 million on Gains and losses on available-for-sale financial assets and resulted in a deferred tax liability of €324 million i.e. a net impact in Other comprehensive income of +€617 million.*

BREAKDOWN OF TAX IMPACTS RELATED TO OTHER COMPREHENSIVE INCOME

	31/12/2012 Restated				Change				31/12/2013			
(in millions of euros)	Gross	Income tax charge	Net of income tax	Net of income tax o/w Group share	Gross	Income tax charge	Net of income tax	Net of income tax o/w Group share	Gross	Income tax charge	Net of income tax	Net of income tax o/w Group share
Other comprehensive income on items that may be reclassified subsequently to profit and loss												
Gains and losses on translation adjustements	(125)	-	(125)	(53)	(346)	-	(346)	(238)	(471)	-	(471)	(291)
Gains and losses on available-for-sale financial assets[(1)]	3,039	(803)	2,236	2,244	(72)	80	8	(23)	2,967	(723)	2,244	2,221
Gains and losses on hedging derivative instruments	872	(329)	543	530	(325)	147	(178)	(173)	547	(182)	365	357
Gains and losses on non-current assets held-for-sale	(57)	-	(57)	(51)	16	(2)	14	12	(41)	(2)	(43)	(39)
Other comprehensive income on items that may be reclassified to profit and loss excluding equity-accounted entities[(1)]	**3,729**	**(1,132)**	**2,597**	**2,670**	**(727)**	**225**	**(502)**	**(422)**	**3,002**	**(907)**	**2,095**	**2,248**
Other comprehensive income on items that may be reclassified to profit and loss on equity-accounted entities	**314**	**(60)**	**254**	**252**	**(150)**	**-**	**(150)**	**(145)**	**164**	**(60)**	**104**	**107**
Other comprehensive income on items that may be reclassified subsequently to profit and loss[(1)]	**4,043**	**(1,192)**	**2,851**	**2,922**	**(877)**	**225**	**(652)**	**(567)**	**3,166**	**(967)**	**2,199**	**2,355**
Other comprehensive income on items that will not be reclassified subsequently to profit and loss												
Actuarial gains and losses on-post-employment benefits	(327)	100	(227)	(216)	35	(14)	21	22	(292)	86	(206)	(194)
Gains and losses on non-current assets held-for-sale	(2)	-	(2)	(1)	2	-	2	1	-	-	-	-
Other comprehensive income on items that will not be reclassified to profit and loss excluding equity-accounted entities	**(329)**	**100**	**(229)**	**(217)**	**37**	**(14)**	**23**	**23**	**(292)**	**86**	**(206)**	**(194)**
Other comprehensive income on items that will not be reclassified to profit and loss on equity-accounted entities	**(174)**	**10**	**(164)**	**(165)**	**(38)**	**-**	**(38)**	**(38)**	**(212)**	**10**	**(202)**	**(203)**
Other comprehensive income on items that will not be reclassified to profit and loss	**(503)**	**110**	**(393)**	**(382)**	**(1)**	**(14)**	**(15)**	**(15)**	**(504)**	**96**	**(408)**	**(397)**
OTHER COMPREHENSIVE INCOME	**3,540**	**(1,082)**	**2,458**	**2,540**	**(878)**	**211**	**(667)**	**(582)**	**2,662**	**(871)**	**1,791**	**1,958**

(1) The correction at 31 December 2012 of the fair value of treasury bills and unsubordinated fixed-income securities had an impact of +€941 million on Gains and losses on available-for-sale financial assets and resulted in a deferred tax liability of €324 million i.e. a net impact in Other comprehensive income of +€617 million.

NOTE 5 Segment reporting

DEFINITION OF OPERATING SEGMENTS

According to IFRS 8, information disclosed is based on the internal reporting that is used by the Executive Committee to manage Crédit Agricole S.A., to assess performance and to make decisions about resources to be allocated to the identified operating segments.

Operating segments according to the internal reporting consist of the business lines of the Group.

Crédit Agricole S.A.'s activities are organised into seven operating segments:

- **six business lines:**
  - French retail banking – Regional Banks,
  - French retail banking – LCL Network,
  - International retail banking,
  - Savings management,
  - Specialised financial services,
  - Corporate and investment banking;
- as well as the "Corporate centre".

BUSINESS LINES

1. French retail banking – Regional Banks

This business line comprises the Regional Banks and their subsidiaries.

The Regional Banks provide banking services for individual customers, farmers, small businesses, corporates and local authorities, with a very strong local presence.

The Crédit Agricole Regional Banks provide a full range of banking and financial services, including savings products (money market, bonds, equity), life insurance, lending (particularly mortgage loans and consumer finance), and payment services. In addition to life insurance, they also provide a broad range of property and casualty and death & disability insurance.

2. French retail banking – LCL Network

This business line comprises the LCL branch network in France, which has a strong focus on urban areas and a segmented customer approach (individual customers, small businesses and small- and medium-sized enterprises).

LCL offers a full range of banking products and services, together with asset management, insurance and wealth management products.

3. International retail banking

This business line encompasses foreign subsidiaries and investments – fully consolidated or equity-accounted entities – that are mainly involved in retail banking.

These subsidiaries and investments are mostly in Europe: Cariparma, FriulAdria and Carispezia in Italy, Crédit Agricole Polska in Poland, Banco Espirito Santo in Portugal, Bankoa in Spain, Crelan S.A. in Belgium, PJSC Crédit Agricole Bank in Ukraine, Crédit Agricole Banka Srbija A.D. Novi Sad in Serbia, Credit Agricole Romania, Credit Agricole Bank Albania S.A., as well as Crédit Agricole Bulgaria classified under Net income from discontinued or held-for-sale operations, in accordance with IFRS 5.

The subsidiaries are, to a lesser extent, in the Middle East and Africa (Crédit du Maroc, Crédit Agricole Egypt, etc.). The foreign subsidiaries in consumer finance, lease finance and factoring (subsidiaries of CA Consumer Finance, of Crédit Agricole Leasing & Factoring and EFL in Poland, etc.) are however not included in this division but are reported in the "Specialised financial services" segment.

4. Savings management

This business line encompasses:

- the asset management activities of the Amundi group, offering savings solutions for individuals and investment solutions for institutions;
- asset servicing for institutions: CACEIS Bank for custody and CACEIS Fund Administration for fund administration;
- life-insurance and personal insurance (Predica and Médicale de France in France and CA Vita in Italy);
- property & casualty insurance (Pacifica and BES Seguros in Portugal);
- creditor insurance activities (conducted by Crédit Agricole Creditor Insurance);
- private banking activities conducted mainly by CA Indosuez Private Banking and by Crédit Agricole CIB subsidiaries (Crédit Agricole Suisse, Crédit Agricole Luxembourg, Crédit Foncier de Monaco, etc.).

5. Specialised financial services

Specialised financial services comprises the Group subsidiaries that provide banking products and services to individual customers, small businesses, corporates and local authorities in France and abroad. These include:

- consumer finance companies around Crédit Agricole Consumer Finance in France and through its subsidiaries or partnerships outside France (Agos S.p.A, Forso, Credit-Plus, Ribank, Credibom, Interbank Group, Emporiki Credicom and FGA Capital S.p.A., as well as Finaref AB and Dan-Aktiv classified under Net income from discontinued or held-for-sale operations, in accordance with IFRS 5);
- specialised financial services for companies such as factoring and lease finance (Crédit Agricole Leasing & Factoring Group, EFL).

6. Corporate and investment banking

Corporate and investment banking breaks down into three major businesses, most of which are carried out by Crédit Agricole CIB:

- financing activities comprise traditional commercial banking and structured finance in France and abroad: project financing, aeronautical financing, shipping finance, acquisition finance, real estate financing, and international trade;
- capital markets and investment, banking activities bring together capital market activities (treasury, foreign exchange, interest rate derivatives, debt markets), investment banking (merger and acquisitions consulting and primary equity) and equity brokerage activities conducted by Crédit Agricole Cheuvreux and CLSA and futures activities by Newedge (classified under Net income from discontinued or held-for-sale operations, in accordance with IFRS 5);
- since the new organisation of Crédit Agricole CIB was established in the third quarter of 2012, following the adjustment plan, businesses in run-off now include the correlation business, the CDO, CLO and ABS portfolios, equity derivatives excluding corporates and convertibles, exotic rate derivatives, and the impaired portfolios with residential underlyings.

7. Corporate centre

This segment mainly encompasses Crédit Agricole S.A.'s central body function, asset and liability management and management of debt connected with acquisitions of subsidiaries or equity investments.

It also includes the results of the private equity business and results of various other Crédit Agricole S.A. Group companies (Uni-Éditions, Foncaris, etc.).

This segment also includes the income from management companies, real-estate companies holding properties used in operations by several business lines and by activities undergoing reorganisation.

Lastly, it also incorporates the net impact of tax consolidation for Crédit Agricole S.A. as well as the revaluation of structured debt issued by Crédit Agricole CIB.

5.1 Operating segment information

Transactions between operating segments are effected at arm's length.

Segment assets are calculated on the basis of accounting items comprising the balance sheet for each operating segment.

To ensure that the Group's segment information is consistent with internal management data used to assess the performance of each Group business line, as of 2013, the impact of the change in issuer spread from Crédit Agricole CIB issues was recognised under the Corporate centre instead of under Corporate and investment banking.

The segment information by operating segment at 31 December 2012 was restated as a result.

	31/12/2013							
	French Retail Banking							
(in millions of euros)	Regional Banks	LCL network	International retail banking	Specialised financial services	Savings management	Corporate and investment banking	Corporate centre[1] [2]	Total
Revenues		3,811	2,436	3,218	5,130	3,595	(2,175)	16,015
Operating expenses		(2,514)	(1,517)	(1,548)	(2,494)	(2,305)	(899)	(11,277)
Gross operating income		**1,297**	**919**	**1,670**	**2,636**	**1,290**	**(3,074)**	**4,738**
Cost of risk[1]		(304)	(604)	(1,514)	(27)	(509)	(3)	(2,961)
Operating income		**993**	**315**	**156**	**2,609**	**781**	**(3,077)**	**1,777**
Share of net income of equity-accounted entities	1,064	-	(98)	29	16	115	(52)	1,074
Net gains (losses) on other assets		5	9	-	2	18	82	116
Change in value of goodwill		-	-	-	-	-	-	-
Pre-tax income	**1,064**	**998**	**226**	**185**	**2,627**	**914**	**(3,047)**	**2,967**
Income tax charge		(368)	(91)	(68)	(901)	(279)	1,567	(140)
Net income from discontinued or held-for sale operations		-	(26)	(76)	-	156	-	54
Net income for the period	**1,064**	**630**	**109**	**41**	**1,726**	**791**	**(1,480)**	**2,881**
Non-controlling interests	-	31	61	(43)	163	16	148	376
Net income Group share	**1,064**	**599**	**48**	**84**	**1,563**	**775**	**(1,628)**	**2,505**
Segment assets								
of which investments in equity-accounted entities	15,895	-	1,036	259	87	1,370	449	19,096
of which goodwill	-	5,263	2,009	1,434	4,552	476	-	13,734
TOTAL ASSETS[2]	**9,389**	**109,134**	**58,621**	**96,249**	**394,582**	**680,544**	**188,354**	**1,536,873**

(1) *The cost of risk of the Corporate centre contains the provisions recognised by Crédit Agricole S.A. for the guarantees granted to its subsidiaries.*

(2) *The Crédit Agricole CIB issuer spread is classified under the Corporate centre for -€529 million in Revenues, +€182 million in Income tax charge, -€347 million in Net income including -€8 million in non-controlling interests.*

(in millions of euros)	31/12/2012 Restated							
	French Retail Banking							
	Regional Banks	LCL network	International retail banking	Specialised financial services	Savings management	Corporate and investment banking[3]	Corporate centre[1] [3]	Total
Revenues[2]	-	3,891	2,463	3,364	5,160	3,725	(2,649)	15,954
Operating expenses	-	(2,522)	(1,696)	(1,576)	(2,401)	(2,513)	(916)	(11,624)
Gross operating income	**-**	**1,369**	**767**	**1,788**	**2,759**	**1,212**	**(3,565)**	**4,330**
Cost of risk[1]	-	(311)	(515)	(2,082)	(55)	(465)	(275)	(3,703)
Operating income	**-**	**1,058**	**252**	**(294)**	**2,704**	**747**	**(3,840)**	**627**
Share of net income of equity-accounted entities	824	-	(393)	19	10	165	(122)	503
Net gains (losses) on other assets	-	1	(3)	-	28	28	123	177
Change in value of goodwill	-	-	(1,066)	(1,495)	-	(466)	-	(3,027)
Pre-tax income	**824**	**1,059**	**(1,210)**	**(1,770)**	**2,742**	**474**	**(3,839)**	**(1,720)**
Income tax charge[2]	-	(361)	(50)	(93)	(848)	(171)	1,132	(391)
Net income from discontinued or held-for-sale operations	-	-	(3,751)	25	-	(594)	-	(4,320)
Net income for the period	**824**	**698**	**(5,011)**	**(1,838)**	**1,894**	**(291)**	**(2,707)**	**(6,431)**
Non-controlling interests	-	35	(131)	(225)	174	(10)	115	(42)
Net income Group share	**824**	**663**	**(4,880)**	**(1,613)**	**1,720**	**(281)**	**(2,822)**	**(6,389)**
Segment assets								
of which investments in equity-accounted entities	15,071	-	1,246	210	86	1,367	581	18,561
of which goodwill	-	5,263	2,018	1,615	4,539	476	72	13,983
TOTAL ASSETS[2]	**8,580**	**115,394**	**71,259**	**107,453**	**390,294**	**797,210**	**127,239**	**1,617,429**

(1) The cost of risk of the Corporate centre contains the provisions recognised by Crédit Agricole S.A. for the guarantees granted to its subsidiaries.

(2) The correction the valuation of a limited number of complex derivative instruments had an impact on Revenues of +€125 million at 31 December 2012, on income tax of -€43 million at 31 December 2012, and on Total assets of -€183 million at 31 December 2012.

(3) The Crédit Agricole CIB issuer spread is reclassified from Corporate and investment banking to the Corporate centre for -€933 million in Revenues, +€321 million in Income tax charge, -€612 million in Net income including – €14 million in Non-controlling interests.

5.2 Segment information: geographical analysis

The geographical analysis of segment assets and results is based on the place where operations are booked for accounting purposes.

(in millions of euros)	31/12/2013				31/12/2012 Restated			
	Net income Group share	Revenues	Segment assets	o/w goodwill	Net income Group share	Revenues	Segment assets	o/w goodwill
France (including overseas departments and territories)	876	8,175	1,232,815	10,276	(1,137)	7,636	1,299,559	10,305
Other European Union countries	804	5,224	151,405	2,761	(5,865)	5,701	168,104	2,992
Other European countries	145	692	18,474	508	203	768	18,573	507
North America	295	794	75,956	55	221	804	82,605	27
Central and South America	4	39	2,209	21	(1)	43	268	22
Africa and Middle East	211	418	9,654	85	113	423	10,044	94
Asia-Pacific (ex-Japan)	149	489	21,432	-	100	411	16,679	-
Japan	21	184	24,928	28	(23)	168	21,597	36
TOTAL	**2,505**	**16,015**	**1,536,873**	**13,734**	**(6,389)**	**15,954**	**1,617,429**	**13,983**

5.3 Insurance specificities

GROSS INCOME FROM INSURANCE ACTIVITIES

(in millions of euros)	31/12/2013	31/12/2012 Restated
Premiums written	25,701	22,563
Change in unearned premiums	(26)	(53)
Earned premiums	**25,675**	**22,510**
Other operating income	**107**	**184**
Investment income	7,763	7,784
Investment expenses	(250)	(375)
Gains (losses) on disposals of investments net of impairment and amortisation reversals	1,237	(331)
Change in fair value of investments at fair value through profit or loss	2,381	5,592
Change in impairment on investments	(311)	(331)
Investment income after expenses	**10,820**	**12,339**
Claims paid[(1)]	**(31,207)**	**(29,580)**
Income on business ceded to reinsurers	390	391
Expenses on business ceded to reinsurers	(493)	(507)
Net income (expense) on business ceded to reinsurers	**(103)**	**(116)**
Contract acquisition costs	(1,899)	(1,832)
Amortisation of investment securities and similar	(3)	(4)
Administration costs	(1,204)	(1,169)
Other current operating income (expense)	(313)	(607)
Other operating income (expense)	-	28
Operating income	**1,873**	**1,753**
Financing costs	(270)	(177)
Share of net income of associates	-	-
Income tax charge	(608)	(491)
Consolidated net income	**995**	**1,085**
Non-controlling interests	**3**	**4**
NET INCOME GROUP SHARE	**992**	**1,081**

(1) *Including -€18.6 billion of cost of buybacks and claims at 31 December 2013 (-€19.5 billion in 2012), -€0.8 billion of changes in policyholders' profit-sharing at 31 December 2013 (-€0.4 billion in 2012) and -€11.6 billion of changes in technical reserves at 31 December 2013 (-€9.5 billion in 2012).*

INSURANCE COMPANY INVESTMENTS

(in millions of euros)	31/12/2013			31/12/2012 Restated		
	Carrying amount	Gains recognised in other comprehensive income	Losses recognised in other comprehensive income	Carrying amount	Gains recognised in other comprehensive income	Losses recognised in other comprehensive income
Available-for-sale financial assets	**168,391**	**12,602**	**(1,689)**	**154,982**	**14,429**	**(2,395)**
Treasury bills and similar securities	16,739	415	(240)	11,918	426	(485)
Bonds and other fixed income securities	133,801	9,357	(1,254)	124,431	11,675	(1,301)
Equities and other variable-income securities	13,967	2,148	(194)	15,615	1,871	(552)
Non-consolidated equity investments	3,884	682	(1)	3,018	457	(57)

(in millions of euros)	31/12/2013		31/12/2012 Restated	
	Carrying amount	Market value	Carrying amount	Market value
Assets held-to-maturity	**14,340**	**16,245**	**14,602**	**17,474**
Bonds and other fixed income securities	3,171	3,655	3,162	3,906
Treasury bills and similar securities	11,169	12,590	11,440	13,568
Impairment	-	-	-	-
Loans and receivables	**5,547**	**5,484**	**8,503**	**8,936**
Investment properties	**3,493**	**5,527**	**2,968**	**5,106**

(in millions of euros)	31/12/2013	31/12/2012 Restated
	Carrying amount	Carrying amount
Financial assets at fair value through profit or loss or financial assets designated at fair value through profit or loss	**69,878**	**67,110**
Assets backing unit-linked contracts	34,619	33,433
Securities bought under repurchase agreements	-	-
Treasury bills and similar securities	5,941	5,726
Bonds and other fixed income securities	19,777	19,437
Equities and other variable-income securities	8,466	7,574
Derivative instruments	1,075	940

(in millions of euros)	31/12/2013	31/12/2012 Restated
	Carrying amount	Carrying amount
TOTAL INSURANCE COMPANY INVESTMENTS	**261,649**	**248,165**

5.4 French retail banking – Regional Banks

OPERATIONS AND CONTRIBUTION OF THE REGIONAL BANKS AND THEIR SUBSIDIARIES

(in millions of euros)	31/12/2013	31/12/2012 Restated
Revenues	**14,172**	**12,870**
Operating expenses	(7,658)	(7,652)
Gross operating income	**6,514**	**5,218**
Cost of risk	(1,005)	(853)
Operating income	**5,509**	**4,365**
Other income	5	15
Income tax charge	(2,032)	(1,808)
Adjusted aggregate net income of Regional Banks	**3,482**	**2,572**
Ajusted aggregate net income of Regional Banks' subsidiaries	**46**	**50**
Net aggregate income (100%)	**3,528**	**2,622**
Net aggregate income contributed before restatements	**906**	**674**
Increase in share of Regional Banks' net income[1]	152	160
Income from dilution/accretion on charges in share capital	5	(11)
Other consolidation restatements and eliminations	1	1
SHARE OF NET INCOME OF EQUITY-ACCOUNTED ENTITIES	**1,064**	**824**

(1) Difference between dividends actually paid by the Regional Banks to Crédit Agricole S.A. and dividends calculated on the basis of Crédit Agricole S.A.'s percentage ownership of the Regional Banks.

NOTE 6 Notes to the balance sheet

6.1 Cash, central banks

	31/12/2013		31/12/2012 Restated	
(in millions of euros)	Assets	Liabilities	Assets	Liabilities
Cash	1,387	-	1,306	-
Central banks	66,797	2,852	41,408	1,061
CARRYING AMOUNT	**68,184**	**2,852**	**42,714**	**1,061**

6.2 Financial assets and liabilities at fair value through profit or loss

PRESENTATION OF THE STRUCTURED ISSUES OF CRÉDIT AGRICOLE CIB

The structured issues of Crédit Agricole CIB, classified as Financial liabilities held-for-trading, were reclassified under Financial liabilities designated at fair value through profit or loss at 1 January 2013. These structured issues amounted to €30,029 million at 31 December 2013.

These issues were not intended for short term repurchase to generate profits on price fluctuations as part of a trading activity. However, these structured issues are hedged for economic risks using financial instruments managed within trading portfolios. In application of IAS 39, the classification of structured issues as designated at fair value through profit or loss is consistent with the accounting treatment of all related transactions, whose overall performance is monitored at fair value.

The reclassification carried out in 2013 therefore better reflects the investment strategy and performance monitoring of the instruments (structured issues and financial hedging instruments) and is considered a correction due to a change in accounting treatment as defined by IAS 8.

This correction involving €31,071 million at 1 January 2013, has no impact on net income nor on the presentation of the consolidated balance sheet. Moreover, in line with the requirements of IFRS 7 that apply to liabilities designated at fair value through profit or loss, the Group systematically reports the impact of credit risk on the revaluation of these issues.

In accordance with IFRS 13, the Group values its structured issues, recognised at fair value, by taking as a reference the issuer spread that specialist participants agree to receive to acquire new Group issues.

The change in issuer spread on structured issues issued by Crédit Agricole CIB, and valued on the basis of the last end-of-period share issue table, generated:

- at 31 December 2013: an expense of -€529 million deducted from Revenues and a loss of -€347 million recognised in Net income;
- at 31 December 2012: an expense of -€933 million deducted from Revenues and a loss of -€612 million recognised in Net income.

To ensure that the Group's segment information is consistent with internal management data used to assess the performance of each Group business line, as of 2013, the impact of the change in issuer spread from Crédit Agricole CIB issues was recognised under Corporate centre instead of Corporate and investment banking.

OFFSETING OF DERIVATIVE INSTRUMENTS ON THE BALANCE SHEET

Since 31 December 2013, the derivative instruments handled by Crédit Agricole CIB with clearing houses that meet the two criteria required by IAS 32 have been offset on the balance sheet.

This correction in presentation reduces the size of the consolidated balance sheet but has no impact on the consolidated income statement or consolidated net assets. It is a result of changes in standards (IFRS 7) and regulations (EMIR), which has led to a detailed analysis of the operating rules of clearing houses of which Crédit Agricole CIB is a member.

The impact of offseting comes to €153,354 million at 31 December 2013 and to €219,790 million at 31 December 2012 for financial assets at fair value through profit or loss and to €158,666 million at 31 December 2013 and to €222,269 million at 31 December 2012 for financial liabilities at fair value through profit or loss.

FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Financial assets held-for-trading	281,628	330,102
Financial assets designated at fair value through profit or loss	78,697	69,816
CARRYING AMOUNT	**360,325**	**399,918**
Of which lent securities	*1*	*435*

FINANCIAL ASSETS HELD-FOR-TRADING

(in millions of euros)	31/12/2013	31/12/2012 Restated
Loans and receivables due from customers	358	253
Securities bought under repurchase agreements	85,156	82,642
Securities held-for-trading	45,802	48,722
Treasury bills and similar securities	*35,360*	*34,920*
Bonds and other fixed income securities	*7,091*	*9,442*
Equities and other variable income securities	*3,350*	*4,360*
Derivative instruments(1)	150,312	198,485
CARRYING AMOUNT	**281,628**	**330,102**

(1) The correction to the valuation of a limited number of complex derivative instruments amounted to -€273 million at 31 December 2012.

Securities acquired under repurchase agreements include those that the entity is authorised to use as collateral.

FINANCIAL ASSETS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Loans and receivables due from credit institutions	1,087	-
Loans and receivables due from customers	206	222
Assets backing unit-linked contracts	34,620	33,433
Securities designated at fair value through profit or loss	42,784	36,161
• Treasury bills and similar securities	5,941	5,726
• Bonds and other fixed income securities	27,137	21,819
• Equities and other variable income securities	9,706	8,616
CARRYING AMOUNT	**78,697**	**69,816**

FINANCIAL LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Financial liabilities held-for-trading	266,479	350,255
Financial liabilities designated at fair value through profit or loss	30,465	-
CARRYING AMOUNT	**296,944**	**350,255**

FINANCIAL LIABILITIES HELD-FOR-TRADING

(in millions of euros)	31/12/2013	31/12/2012 Restated
Securities sold short	30,246	32,503
Securities sold under repurchase agreements	87,007	90,602
Debt securities	-	31,071
Derivative instruments[1]	149,226	196,079
CARRYING AMOUNT	**266,479**	**350,255**

(1) The correction to the valuation of a limited number of complex derivative instruments amounted to -€13 million at 31 December 2012.

FINANCIAL LIABILITIES DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS

	31/12/2013		31/12/2012 Restated	
(in millions of euros)	Fair value on balance sheet	Difference between carrying amount and due at maturity	Fair value on balance sheet	Difference between carrying amount and due at maturity
Deposits from credit institutions	-	-	-	-
Other deposits	-	-	-	-
Debt securities	30,465	(16)	-	-
Subordinated Debt	-	-	-	-
Other financial liabilities	-	-	-	-
TOTAL FINANCIAL LIABILITIES DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS	**30,465**	**(16)**	**-**	**-**

6.3 Hedging derivative instruments

Detailed information is provided in Note 3.4 on cash flow and fair value hedges, and more particularly with respect to interest rates and foreign exchange rates.

6.4 Available-for-sale financial assets

(in millions of euros)	31/12/2013			31/12/2012 Restated		
	Carrying amount	Gains recognised in other comprehensive income	Losses recognised in other comprehensive income	Carrying amount	Gains recognised in other comprehensive income	Losses recognised in other comprehensive income
Treasury bills and similar securities(1)	65,072	1,224	(584)	67,280	2,312	(1,771)
Bonds and other fixed income securities(1)	174,759	9,805	(1,329)	171,239	12,564	(1,938)
Equities and other variable-income securities	14,809	2,332	(255)	16,413	2,028	(612)
Non-consolidated equity investments	6,135	1,189	(183)	5,665	965	(7)
Total available-for-sale securities	**260,775**	**14,550**	**(2,351)**	**260,597**	**17,869**	**(4,328)**
Available-for-sale receivables	-	-	-	23	-	-
Total available-for-sale receivables	**-**	**-**	**-**	**23**	**-**	**-**
Carrying amount of available-for-sale financial assets(2)	**260,775**	**14,550**	**(2,351)**	**260,620**	**17,869**	**(4,328)**
Income tax charge	-	(4,712)	736	-	(5,898)	1,489
GAINS AND LOSSES ON AVAILABLE-FOR-SALE FINANCIAL ASSETS RECOGNISED IN OTHER COMPREHENSIVE INCOME (NET OF INCOME TAX)(3)	**-**	**9,838**	**(1,615)**	**-**	**11,971**	**(2,839)**

(1) *The correction at 31 December 2012 of the fair value of treasury bills and unsubordinated fixed income securities had an impact of +€695 million on treasury bills and of +€246 million on unsubordinated fixed income securities.*

(2) *The carrying amount of impaired available-for-sale debt securities is €190 million (€318 million at 31 December 2012) and the carrying amount of impaired net variable-income available-for-sale securities is €2,574 million (€2,768 million at 31 December 2012).*

(3) *At 31 December 2013, a net unrealised gain of €8,223 million (net unrealised gain of €9,132 million at 31 December 2012) is offset by the after-tax deferred profit-sharing liability of €6,221 million for Group insurance companies (€6,896 million at 31 December 2012); the balance of €2,002 million corresponds to net unrealised gains recognised in other comprehensive income at 31 December 2013 (net unrealised gain of €2,236 million at 31 December 2012).*

6.5 Loans and receivables due from credit institutions and due from customers

LOANS AND RECEIVABLES DUE FROM CREDIT INSTITUTIONS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Credit institutions		
Loans and receivables	61,029	84,462
of which performing current accounts in debit	*6,703*	*24,431*
of which performing overnight accounts and advances	*4,603*	*18,483*
Pledged securities	200	240
Securities bought under repurchase agreements	29,156	30,780
Subordinated loans	459	409
Securities not traded in an active market	5,007	2,887
Other loans and receivables	90	112
Gross amount	**95,941**	**118,890**
Impairment	(409)	(557)
Net value of loans and receivables due from credit institutions	**95,532**	**118,333**
Crédit Agricole internal transactions		
Current accounts	2,043	2,227
Term deposits and advances	271,460	265,007
Subordinated loans	-	-
Securities not traded in an active market	-	-
Net value of loans and receivables within Crédit Agricole	**273,503**	**267,234**
CARRYING AMOUNT	**369,035**	**385,567**

LOANS AND RECEIVABLES DUE FROM CUSTOMERS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Customers		
Trade receivables	14,880	13,921
Other customer loans	260,778	269,877
Securities bought under repurchase agreements	2,066	16,718
Subordinated loans	139	216
Securities not traded in an active market	2,807	5,486
Insurance receivables	487	1,312
Reinsurance receivables	277	203
Advances in associates current accounts	126	328
Current accounts in debit	14,606	16,721
Gross amount	**296,166**	**324,782**
Impairment	(10,832)	(11,681)
Net value of loans and receivables due from customers	**285,334**	**313,101**
Finance Leases		
Property leasing	7,184	7,510
Equipment leases, operating leases and similar transactions	9,186	9,720
Gross amount	**16,370**	**17,230**
Impairment	**(593)**	**(575)**
Net value of lease financing operations	**15,777**	**16,655**
CARRYING AMOUNT	**301,111**	**329,756**

6.6 Transferred assets not derecognised or derecognised with on-going involvement

TRANSFERRED ASSETS NOT DERECOGNISED IN FULL AT 31 DECEMBER 2013

	Transferred assets,				
	Transferred assets				
Nature of transferred assets	Carrying amount	o/w securisation (non-deconsolidating)	o/w securities sold/bought under repurchase agreements	o/w other[1]	Fair value[2]
Held-for-trading	**25,902**	**-**	**25,902**	**-**	**25,902**
Equity instruments	-	-	-	-	-
Debt securities	25,902	-	25,902	-	25,902
Loans and receivables	-	-	-	-	-
At fair value through profit or loss	**472**	**-**	**472**	**-**	**457**
Equity instruments	-	-	-	-	-
Debt securities	472	-	472	-	457
Loans and receivables	-	-	-	-	-
Available-for-sale	**13,649**	**-**	**11,676**	**1,974**	**13,574**
Equity instruments	383	-	-	383	383
Debt securities	13,266	-	11,676	1,591	13,191
Loans and receivables	-	-	-	-	-
Loans and receivables	**17,169**	**14,629**	**2,404**	**136**	**17,169**
Debt securities	2,540	-	2,404	136	2,540
Loans and receivables	14,629	14,629	-	-	14,629
Held-to-maturity	**1,915**	**-**	**1,915**	**-**	**1,869**
Debt securities	1,915	-	1,915	-	1,869
Loans and receivables	-	-	-	-	-
Total financial assets	**59,107**	**14,629**	**42,369**	**2,110**	**58,971**
Finance leases	**-**	**-**	**-**	**-**	**-**
TOTAL TRANSFERRED ASSETS	**59,107**	**14,629**	**42,369**	**2,110**	**58,971**

(1) *Including securities lending without cash collateral.*

(2) *In the case when guarantee given by the related parties to the agreement leading to associated liabilities is limited to transferred financial* assets *(IFRS 7.42D.(d)).*

but still fully recognised						Transferred assets, but recognised to the extent of the entity's continuing involvement		
Associated liabilities					Assets and associated liabilities			
Carrying amount	o/w securisation (non-deconsolidating)	o/w securities sold/bought under repurchase agreements	o/w other	Fair value (2)	Net fair value (2)	Initial total carrying amount of assets prior to transfer	Carrying amount of asset still recognised (continuing involvement)	Carrying amount of associated liabilities
25,838	**-**	**25,838**	**-**	**25,838**	**64**	**-**	**-**	**-**
-	-	-	-	-	-	-	-	-
25,838	-	25,838	-	25,838	64	-	-	-
-	-	-	-	-	-	-	-	-
472	**-**	**472**	**-**	**472**	**(15)**	**-**	**-**	**-**
-	-	-	-	-	-	-	-	-
472	-	472	-	472	(15)	-	-	-
-	-	-	-	-	-	-	-	-
11,687	**-**	**11,613**	**74**	**11,687**	**1,887**	**-**	**-**	**-**
74	-	-	74	74	309	-	-	-
11,613	-	11,613	-	11,613	1,578	-	-	-
-	-	-	-	-	-	-	-	-
10,170	**7,875**	**2,295**	**-**	**10,170**	**6,999**	**563**	**-**	**-**
2,295	-	2,295	-	2,295	245	-	-	-
7,875	7,875	-	-	7,875	6,754	563	-	-
1,915	**-**	**1,915**	**-**	**1,915**	**(46)**	**-**	**-**	**-**
1,915	-	1,915	-	1,915	(46)	-	-	-
-	-	-	-	-	-	-	-	-
50,082	**7,875**	**42,133**	**74**	**50,082**	**8,889**	**563**	**-**	**-**
-	-	-	-	-	-	-	-	-
50,082	**7,875**	**42,133**	**74**	**50,082**	**8,889**	**563**	**-**	**-**

TRANSFERRED ASSETS NOT DERECOGNISED IN FULL AT 31 DECEMBER 2012

	Transferred assets,				
	Transferred assets				
Nature of transferred assets	Carrying amount	o/w securisation (non-deconsolidating)	o/w securities sold/bought under repurchase agreements	o/w other[1]	Fair value[2]
Held-for-trading	**24,546**	**-**	**24,503**	**43**	**24,546**
Equity instruments	1,189	-	1,146	43	1,189
Debt securities	23,357	-	23,357	-	23,357
Loans and receivables	-	-	-	-	-
At fair value through profit or loss	**-**	**-**	**-**	**-**	**-**
Equity instruments	-	-	-	-	-
Debt securities	-	-	-	-	-
Loans and receivables	-	-	-	-	-
Available-for-sale	**12,954**	**-**	**8,891**	**4,064**	**13,197**
Equity instruments	1,423	-	-	1,423	1,423
Debt securities	11,531	-	8,891	2,641	11,774
Loans and receivables	-	-	-	-	-
Loans and receivables	**16,850**	**15,678**	**651**	**521**	**16,929**
Debt securities	1,172	-	651	521	1,172
Loans and receivables	15,678	15,678	-	-	15,757
Held-to-maturity	**-**	**-**	**-**	**-**	**-**
Debt securities	-	-	-	-	-
Loans and receivables	-	-	-	-	-
Total financial assets	**54,350**	**15,678**	**34,045**	**4,628**	**54,672**
Finance leases	**-**	**-**	**-**	**-**	**-**
TOTAL TRANSFERRED ASSETS	**54,350**	**15,678**	**34,045**	**4,628**	**54,672**

(1) Including securities lending without cash collateral.

(2) In the case when guarantee given by the related parties to the agreement leading to associated liabilities is limited to transferred financial assets (IFRS 7.42D.(d)).

	but still fully recognised						Transferred assets, but recognised to the extent of the entity's continuing involvement		
	Associated liabilities					Assets and associated liabilities			
	Carrying amount	o/w securisation (non-deconsolidating)	o/w securities sold/bought under repurchase agreements	o/w other	Fair value(2)	Net fair value(2)	Initial total carrying amount of assets prior to transfer	Carrying amount of asset still recognised (continuing involvement)	Carrying amount of associated liabilities
	24,546	**-**	**24,503**	**43**	**24,546**	**-**	**-**	**-**	**-**
	1,189	-	1,146	43	1,189	-	-	-	-
	23,357	-	23,357	-	23,357	-	-	-	-
	-	-	-	-	-	-	-	-	-
	-	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
	9,532	**-**	**8,574**	**958**	**9,532**	**3,665**	**-**	**-**	**-**
	958	-	-	958	958	465	-	-	-
	8,574	-	8,574	-	8,574	3,200	-	-	-
	-	-	-	-	-	-	-	-	-
	16,329	**15,438**	**891**	**-**	**16,346**	**583**	**-**	**-**	**-**
	651	-	651	-	651	521	-	-	-
	15,678	15,438	240	-	15,695	62	-	-	-
	-	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
	50,407	**15,438**	**33,968**	**1,001**	**50,424**	**4,248**	**-**	**-**	**-**
	-	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	50,407	**15,438**	**33,968**	**1,001**	**50,424**	**4,248**	**-**	**-**	**-**

6.7 Impairment deducted from financial assets

(in millions of euros)	31/12/2012 Restated	Changes in scope	Depreciation	Reversals and utilisations	Translation adjustment	Transfers in non-current assets held-for-sale	Other movements	31/12/2013
Loans and receivables due from credit institutions	557	-	11	(139)	(20)	-	-	409
Loans and receivables due from customers	11,681	(1)	3,891	(4,521)	(142)	(88)	12	10,832
of which collective provisions	*2,864*	-	*333*	*(428)*	*(55)*	-	*(5)*	*2,709*
Finance leases	575	(2)	244	(224)	(1)	-	1	593
Securities held-to-maturity	-	-	-	-	-	-	-	-
Available-for-sale financial assets	2,270	54	407	(813)	(12)	(7)	(15)	1,884
Other financial assets	128	-	19	(10)	(12)	(6)	-	119
TOTAL IMPAIRMENT OF FINANCIAL ASSETS	**15,210**	**51**	**4,572**	**(5,707)**	**(187)**	**(101)**	**(2)**	**13,836**

(in millions of euros)	31/12/2011	Changes in scope	Depreciation	Reversals and utilisations	Translation adjustment	Transfers in non-current assets held-for-sale	Other movements	31/12/2012 Restated
Loans and receivables due from credit institutions	568	-	10	(11)	(10)	-	-	557
Loans and receivables due from customers	15,895	(5)	4,965	(5,097)	(11)	(4,104)	38	11,681
of which collective provisions	*3,541*	-	*735*	*(1,165)*	*(17)*	*(210)*	*(20)*	*2,864*
Finance leases	542	-	287	(256)	1	-	1	575
Securities held-to-maturity	57	-	-	(57)	-	-	-	-
Available-for-sale financial assets[(1)]	7,515	25	851	(5,844)	95	(349)	(23)	2,270
Other financial assets	125	-	35	(29)	(8)	-	5	128
TOTAL IMPAIRMENT OF FINANCIAL ASSETS	**24,702**	**20**	**6,148**	**(11,294)**	**66**	**(4,453)**	**21**	**15,210**

(1) Reversals and utilisations of long term depreciation on available-for-sale assets concern mainly depreciation on Greek government securities recorded in insurance activities.

6.8 Exposure to sovereign and non-sovereign risk in European countries under watch

Crédit Agricole S.A. Group's exposure to certain European countries is presented below.

EXPOSURE TO SOVEREIGN RISK IN GREECE, IRELAND, PORTUGAL, ITALY, SPAIN, CYPRUS AND HUNGARY

Exposures to sovereign risk in Cyprus and Hungary were immaterial at 31 December 2012 and 31 December 2013.

The scope of sovereign exposures recorded covers exposures to Government, but does not include local authorities. Tax debt is excluded from these amounts.

Exposure to sovereign debt corresponds to an exposure net of impairment (carrying amount) presented both gross and net of hedging.

Banking activity

31/12/2013 (in millions of euros)	Exposures net of impairment							
	o/w banking portfolio							
	Held-to maturity financial assets	Available-for sale financial assets	Financial assets at fair value through profit or loss	Loans and receivables	o/w trading book (excluding derivatives)	Total Banking activity before hedging	Hedging Available-for-sale financial assets	Total banking activity after hedging
Spain	-	-	13	-	-	13	-	13
Greece	-	-	-	-	-	-	-	-
Ireland	-	91	-	-	-	91	-	91
Italy	-	4,880	7	154	-	5,041	(182)	4,859
Portugal	-	-	-	1	-	1	-	1
TOTAL (1)	**-**	**4,971**	**20**	**155**	**-**	**5,146**	**(182)**	**4,964**

(1) *Exposure at 31 December 2013 does not include the accounts from entities reclassified pursuant to IFRS 5 (CA Bulgaria, CACF Nordic entities and Newedge).*

31/12/2012 Restated (in millions of euros)	Exposures net of impairment							
	o/w banking portfolio							
	Held-to maturity financial assets	Available-for sale financial assets	Financial assets at fair value through profit or loss	Loans and receivables	o/w trading book (excluding derivatives)	Total Banking activity before hedging	Hedging Available-for sale financial assets	Total banking activity after hedging
Spain	-	-	-	-	61	61	-	61
Greece	-	-	-	-	-	-	-	-
Ireland	-	96	-	-	-	96	-	96
Italy	-	4,252	8	173	47	4,480	(375)	4,105
Portugal	-	146	-	1	27	174	(3)	171
TOTAL(1)	**-**	**4,494**	**8**	**174**	**135**	**4,811**	**(378)**	**4,433**

(1) *Exposure at 31 December 2012 does not include the accounts from entities reclassified pursuant to IFRS 5 (Emporiki, CA Cheuvreux and CLSA).*

Insurance activity

For insurance activity, exposure to sovereign debt is presented as a value net of impairment, before hedging, and corresponds to an exposure before application of sharing mechanisms between insurer and policyholder specific to life insurance.

31/12/2013 (in millions of euros)	Gross exposure
Spain	592
Greece	-
Ireland	576
Italy	4,920
Portugal	954
TOTAL EXPOSURE	**7,042**

31/12/2012 Restated (in millions of euros)	Gross exposure
Spain	979
Greece	-
Ireland	1,045
Italy	4,387
Portugal	1,560
TOTAL EXPOSURE	**7,971**

SOVEREIGN DEBT BEFORE HEDGING FOR BANKING AND INSURANCE ACTIVITIES – MATURITIES

Gross exposure *(in millions of euros)*		Residual maturities			
		Banking (banking portfolio)		Insurance	
		31/12/2013	31/12/2012 Restated	31/12/2013	31/12/2012 Restated
Spain	One year	12	-	-	-
	Two years	-	-	-	-
	Three years	-	-	-	-
	Five years	-	-	-	-
	Ten years	1	-	1	1
	Over ten years	-	-	591	978
	Total	**13**	**-**	**592**	**979**
Greece	One year	-	-	-	-
	Two years	-	-	-	-
	Three years	-	-	-	-
	Five years	-	-	-	-
	Ten years	-	-	-	-
	Over ten years	-	-	-	-
	Total	**-**	**-**	**-**	**-**
Ireland	One year	91	-	-	19
	Two years	-	96	-	-
	Three years	-	-	-	-
	Five years	-	-	-	-
	Ten years	-	-	576	1,018
	Over ten years	-	-	-	8
	Total	**91**	**96**	**576**	**1,045**
Italy	One year	247	217	208	235
	Two years	279	92	279	342
	Three years	519	277	483	372
	Five years	1,455	1,343	561	644
	Ten years	2,435	1,199	2,284	1,206
	Over ten years	106	1,305	1,105	1,588
	Total	**5,041**	**4,433**	**4,920**	**4,387**
Portugal	One year	1	147	3	3
	Two years	-	-	-	3
	Three years	-	-	-	4
	Five years	-	-	-	110
	Ten years	-	-	951	21
	Over ten years	-	-	-	1,419
	Total	**1**	**147**	**954**	**1,560**
TOTAL		**5,146**	**4,676**	**7,042**	**7,971**

SOVEREIGN DEBT – BANKING ACTIVITY – CHANGES BETWEEN 31 DECEMBER 2012 AND 31 DECEMBER 2013

Changes in exposures before hedging *(in millions of euros)*	**Outstanding at 31/12/2012 Restated**	**Change in fair value**	**Recycling of available-for-sale reserves**	**Accrued interest**	**Maturing debts**	**Disposals net of reversals of provisions**	**Acquisitions**	**Outstanding at 31/12/2013**
Spain	-	-	-	-	-	-	-	-
Greece	-	-	-	-	-	-	-	-
Ireland	-	-	-	-	-	-	-	-
Italy	-	-	-	-	-	-	-	-
Portugal	-	-	-	-	-	-	-	-
Held-to-maturity financial assets	**-**	**-**	**-**	-	-	-	**-**	**-**
Spain	-	-	-	-	-	-	-	-
Greece	-	-	-	-	-	-	-	-
Ireland	96	(2)	-	(3)	-	-	-	91
Italy	4,252	83	-	(19)	(37)	(642)	1,243	4,880
Portugal	146	(4)	-	(2)	-	(140)	-	-
Available-for-sale financial assets	**4,494**	**77**	**-**	**(24)**	**(37)**	**(782)**	**1,243**	**4,971**
Spain	-	-	-	-	-	-	13	13
Greece	-	-	-	-	-	-	-	-
Ireland	-	-	-	-	-	-	-	-
Italy	8	-	-	-	-	(8)	7	7
Portugal	-	-	-	-	-	-	-	-
Financial assets at fair value through profit or loss	**8**	**-**	**-**	**-**	**-**	**(8)**	**20**	**20**
Spain	-	-	-	-	-	-	-	-
Greece	-	-	-	-	-	-	-	-
Ireland	-	-	-	-	-	-	-	-
Italy	173	-	-	-	(27)	-	8	154
Portugal	1	-	-	-	-	-	-	1
Loans and receivables	**174**	**-**	**-**	**-**	**(27)**	**-**	**8**	**155**
Spain	61	-	-	-	-	(61)	-	-
Greece	-	-	-	-	-	-	-	-
Ireland	-	-	-	-	-	-	-	-
Italy	47	-	-	-	-	(47)	-	-
Portugal	27	-	-	-	-	(27)	-	-
Trading book portfolio (excluding derivatives)	**135**	**-**	**-**	**-**	**-**	**(135)**	**-**	**-**
TOTAL BANKING ACTIVITY[1]	**4,811**	**77**	**-**	**(24)**	**(64)**	**(925)**	**1,271**	**5,146**

(1) *Exposure does not include the accounts from entities reclassified pursuant to IFRS 5 (CA Bulgaria, CA Consumer Finance Nordic entities and Newedge at 31 December 2013 and Emporiki, CA Cheuvreux and CLSA at 31 December 2012).*

SOVEREIGN DEBT – INSURANCE ACTIVITY – CHANGES BETWEEN 31 DECEMBER 2012 AND 31 DECEMBER 2013

Changes in exposures before hedging *(in millions of euros)*	Outstanding at 31/12/2012 Restated	Change in fair value	Recycling of available-for-sale reserves	Accrued interest	Maturing debts	Disposals net of reversals of provisions	Acquisitions	Outstanding at 31/12/2013
Spain	979	114	(3)	(21)	-	(494)	17	592
Greece	-	-	-	-	-	-	-	-
Ireland	1,045	70	(26)	(16)	-	(497)	-	576
Italy	4,387	178	7	10	(21)	(1,717)	2,076	4,920
Portugal	1,560	82	90	(7)	-	(771)	-	954
TOTAL INSURANCE ACTIVITY	**7,971**	**444**	**68**	**(34)**	**(21)**	**(3,479)**	**2,093**	**7,042**

EXPOSURE TO NON-SOVEREIGN RISK IN GREECE, IRELAND, PORTUGAL, ITALY, SPAIN, CYPRUS AND HUNGARY

Crédit Agricole S.A. Group's risk to non-sovereign risk in European countries under supervision is shown below. It involves portfolios of debt instruments and loans and receivables due from customers and credit institutions. Exposures held-for-trading and off-balance sheet commitments are not included in this analysis. Breakdown by country is by counterparty risk country.

Banking activity – Credit risk

	31/12/2013					31/12/2012 Restated
(in millions of euros)	Gross outstanding loans	o/w impaired gross outstanding loans	Individual and collective impairment	Rate of provisioning of gross outstanding	Net outstanding loans	Net outstanding loans
Cyprus	**23**	**-**	**-**	**0.00%**	**23**	**28**
Banks	*-*	*-*	*-*	*0.00%*	*-*	*-*
Retail customers	*17*	*-*	*-*	*0.00%*	*17*	*19*
Corporate and large corporate excluding semi-public	*6*	*-*	*-*	*0.00%*	*6*	*9*
Corporate and large corporate semi-public	*-*	*-*	*-*	*0.00%*	*-*	*-*
Local authorities	*-*	*-*	*-*	*0.00%*	*-*	*-*
Spain	**5,663**	**454**	**415**	**7.33%**	**5,248**	**5,417**
Banks	*210*	*-*	*-*	*0.00%*	*210*	*274*
Retail customers	*434*	*20*	*18*	*4.15%*	*416*	*458*
Corporate and large corporate excluding semi-public	*4,676*	*432*	*395*	*8.45%*	*4,281*	*4,298*
Corporate and large corporate semi-public	*-*	*-*	*-*	*0.00%*	*-*	*-*
Local authorities	*343*	*2*	*2*	*0.58%*	*341*	*387*
Greece[(1)]	**3,729**	**557**	**274**	**7.35%**	**3,455**	**4,087**
Banks	*69*	*-*	*-*	*0.00%*	*69*	*68*
Retail customers	*445*	*172*	*101*	*22.70%*	*344*	*566*
Corporate and large corporate excluding semi-public	*3,215*	*385*	*173*	*5.38%*	*3,042*	*3,453*
Corporate and large corporate semi-public	*-*	*-*	*-*	*0.00%*	*-*	*-*
Local authorities	*-*	*-*	*-*	*0.00%*	*-*	*-*
Hungary	**184**	**-**	**-**	**0.00%**	**184**	**264**
Banks	*-*	*-*	*-*	*0.00%*	*-*	*25*
Retail customers	*2*	*-*	*-*	*0.00%*	*2*	*1*
Corporate and large corporate excluding semi-public	*170*	*-*	*-*	*0.00%*	*170*	*212*
Corporate and large corporate semi-public	*12*	*-*	*-*	*0.00%*	*12*	*26*
Local authorities	*-*	*-*	*-*	*0.00%*	*-*	*-*

(in millions of euros)	31/12/2013 Gross outstanding loans	o/w impaired gross outstanding loans	Individual and collective impairment	Rate of provisioning of gross outstanding	Net outstanding loans	31/12/2012 Restated Net outstanding loans
Ireland	**1,176**	**-**	**2**	**0.17%**	**1,174**	**2,127**
Banks	*27*	*-*	*-*	*0.00%*	*27*	*11*
Retail customers	*-*	*-*	*-*	*0.00%*	*-*	*2*
Corporate and large corporate excluding semi-public	*1,149*	*-*	*2*	*0.17%*	*1,147*	*2,114*
Corporate and large corporate semi-public	*-*	*-*	*-*	*0.00%*	*-*	*-*
Local authorities	*-*	*-*	*-*	*0.00%*	*-*	*-*
Italy	**60,955**	**6,498**	**3,590**	**5.89%**	**57,365**	**61,923**
Banks	*1,223*	*-*	*-*	*0.00%*	*1,223*	*1,195*
Retail customers	*40,496*	*4,104*	*2,592*	*6.40%*	*37,904*	*40,669*
Corporate and large corporate excluding semi-public	*18,444*	*2,180*	*884*	*4.79%*	*17,560*	*19,253*
Corporate and large corporate semi-public	*114*	*19*	*16*	*14.04%*	*98*	*197*
Local authorities	*678*	*195*	*98*	*14.45%*	*580*	*609*
Portugal	**1,497**	**215**	**118**	**7.88%**	**1,379**	**1,582**
Banks	*15*	*-*	*-*	*0.00%*	*15*	*15*
Retail customers	*1,167*	*190*	*96*	*8.23%*	*1,071*	*1,216*
Corporate and large corporate excluding semi-public	*315*	*25*	*22*	*6.98%*	*293*	*351*
Corporate and large corporate semi-public	*-*	*-*	*-*	*0.00%*	*-*	*-*
Local authorities	*-*	*-*	*-*	*0.00%*	*-*	*-*
TOTAL EXPOSURE CREDIT RISK(2)	**73,227**	**7,724**	**4,399**	**6.01%**	**68,828**	**75,428**

(1) Including €2.8 billion in assets relating to CACIB's shipping activity at 31 December 2013 versus €3 billion at 31 December 2012.

(2) Exposure does not include the accounts from entities reclassified pursuant to IFRS 5 (CA Bulgaria, CA Consumer Finance Nordic entities and Newedge at 31 December 2013 and Emporiki, CA Cheuvreux and CLSA at 31 December 2012).

Banking activity – Debt instruments

The amounts shown include the carrying amount of debt instruments classified as Available-for-sale financial assets and Held-to-maturity financial assets.

	31/12/2013			31/12/2012 Restated
(in millions of euros)	Exposure to bonds net of impairment	Exposure to other debt instruments net of impairment	Net exposure of debt instruments	Net exposure of debt instruments
Cyprus	**-**	**-**	**-**	**-**
Banks	-	-	-	-
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	-	-	-	-
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	-
Spain	**1,140**	**-**	**1,140**	**1,228**
Banks	*1,009*	-	*1,009*	*1,101*
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	*131*	-	*131*	*127*
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	-
Greece	**150**	**-**	**150**	**-**
Banks	*150*	-	*150*	-
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	-	-	-	-
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	-
Hungary	**-**	**-**	**-**	**-**
Banks	-	-	-	-
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	-	-	-	-
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	-
Ireland	**2**	**-**	**2**	**36**
Banks	-	-	-	*1*
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	*2*	-	*2*	*4*
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	*31*
Italy	**1,107**	**-**	**1,107**	**1,634**
Banks	*855*	-	*855*	*1,345*
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	*252*	-	*252*	*172*
Corporate and large corporate semi-public	-	-	-	*117*
Local authorities	-	-	-	-

(in millions of euros)	31/12/2013 Exposure to bonds net of impairment	31/12/2013 Exposure to other debt instruments net of impairment	31/12/2013 Net exposure of debt instruments	31/12/2012 Restated Net exposure of debt instruments
Portugal	**166**	**-**	**166**	**284**
Banks	*153*	*-*	*153*	*192*
Retail customers	*-*	*-*	*-*	*-*
Corporate and large corporate excluding semi-public	*13*	*-*	*13*	*92*
Corporate and large corporate semi-public	*-*	*-*	*-*	*-*
Local authorities	*-*	*-*	*-*	*-*
TOTAL EXPOSURE DEBT INSTRUMENTS[1]	**2,565**	**-**	**2,565**	**3,182**

(1) Exposure does not include the accounts from entities reclassified pursuant to IFRS 5 (CA Bulgaria, CA Consumer Finance Nordic entities and Newedge at 31 December 2013 and Emporiki, CA Cheuvreux and CLSA at 31 December 2012).

Insurance activity – Debt instruments

The amounts shown include the carrying amount of debt instruments classified as Available-for-sale financial assets and Held-to-maturity financial assets.

	31/12/2013			31/12/2012 Restated
(in millions of euros)	Exposure to bonds net of impairment	Exposure to other debt instruments net of impairment	Net exposure of debt instruments	Net exposure of debt instruments
Cyprus	**-**	**-**	**-**	**-**
Banks	-	-	-	-
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	-	-	-	-
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	-
Spain	**3,902**	**-**	**3,902**	**3,923**
Banks	*1,639*	-	*1,639*	*2,057*
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	*1,542*	-	*1,542*	*1,495*
Corporate and large corporate semi-public	*478*	-	*478*	*155*
Local authorities	*243*	-	*243*	*216*
Greece	**-**	**-**	**-**	**-**
Banks	-	-	-	-
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	-	-	-	-
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	-
Hungary	**4**	**-**	**4**	**3**
Banks	-	-	-	-
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	*4*	-	*4*	*3*
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	-
Ireland	**265**	**-**	**265**	**332**
Banks	*195*	-	*195*	*330*
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	*70*	-	*70*	*2*
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	-
Italy	**3,344**	**-**	**3,344**	**3,660**
Banks	*1,069*	-	*1,069*	*1,760*
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	*2,275*	-	*2,275*	*1,900*
Corporate and large corporate semi-public	-	-	-	-
Local authorities	-	-	-	-
Portugal	**669**	**-**	**669**	**541**
Banks	*367*	-	*367*	*472*
Retail customers	-	-	-	-
Corporate and large corporate excluding semi-public	*262*	-	*262*	*69*
Corporate and large corporate semi-public	*40*	-	*40*	-
Local authorities	-	-	-	-
TOTAL EXPOSURE – DEBT INSTRUMENTS	**8,184**	**-**	**8,184**	**8,459**

6.9 Due to credit institutions and to customers

DUE TO CREDIT INSTITUTIONS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Credit institutions		
Accounts and deposits	74,031	88,263
of which current accounts in credit	*11,145*	*15,298*
of which overnight accounts and deposits	*8,176*	*5,937*
Pledged securities	-	-
Securities sold under repurchase agreements	30,788	22,320
Total	**104,819**	**110,583**
Credit Agricole internal transactions		
Current accounts in credit	3,144	2,044
Term deposits and advances	45,977	48,024
Total	**49,121**	**50,068**
CARRYING AMOUNT	**153,940**	**160,651**

DUE TO CUSTOMERS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Current accounts in credit	123,442	121,179
Special saving accounts	234,616	226,294
Other amounts due to customers	113,604	113,006
Securities sold under repurchase agreements	11,265	21,476
Insurance liabilities	709	745
Reinsurance liabilities	353	380
Cash deposits received from cedants and retrocessionaires against technical insurance commitments	631	558
CARRYING AMOUNT	**484,620**	**483,638**

6.10 Held-to-maturity financial assets

(in millions of euros)	31/12/2013	31/12/2012 Restated
Treasury bills and similar securities	11,489	11,440
Bonds and other fixed income securities	3,171	3,162
Total	**14,660**	**14,602**
Impairment	-	-
CARRYING AMOUNT	**14,660**	**14,602**

6.11 Debt securities and subordinated debt

(in millions of euros)	31/12/2013	31/12/2012 Restated
Debt securities		
Interest bearing notes	179	198
Money-market instruments	20,377	20,591
Negotiable debt securities	44,719	48,938
Bonds(1)	79,298	76,699
Other debt securities	3,360	3,964
CARRYING AMOUNT	**147,933**	**150,390**
Subordinated debt		
Dated subordinated debt(2)	18,355	19,725
Undated subordinated debt(3)	9,736	9,975
Mutual security deposits	141	136
Participating securities and loans	122	144
CARRYING AMOUNT	**28,354**	**29,980**

(1) *Includes issues of covered bonds.*

(2) *Includes issues of dated subordinated notes "TSR".*

(3) *Includes issues of deeply subordinated notes "TSS", undated subordinated notes "TSDI", hybrid capital instruments "T3CJ" and shareholder advances agreed by SAS Rue La Boétie.*

At 31 December 2013, deeply subordinated notes totalled €5,386 million, down from €5,536 million at 31 December 2012.

At 31 December 2013, as at 31 December 2012, the shareholder advance granted by SAS La Boétie stood at €958 million and "T3CJ" notes outstanding stood at €470 million. Both amounts were entirely refunded on 2 January 2014.

The debt instruments issued by Crédit Agricole S.A. and subscribed for by Crédit Agricole S.A. Group insurance companies were eliminated for euro contracts. They were eliminated for the portion backing unit-linked contracts with financial risk borne by the policyholder.

SUBORDINATED DEBT ISSUES

All banks adjust the volume and nature of their liabilities continuously according to developments in their uses of funds.

Subordinated debt thus plays a part in regulatory capital management while contributing to refinancing all of Crédit Agricole S.A.'s operations.

Management of regulatory capital was impacted by significant regulatory changes, including the implementation of new Basel 3 rules through the Directive and Regulation CRD 4/CRR that came into force on 1 January 2014. CRD 4 provides more restrictive conditions to be met by the new instruments issued to benefit from the status of regulatory capital and a gradual disqualification scheduled between 1 January 2014 and 1 January 2022 of old instruments that will no longer meet these new criteria.

Crédit Agricole S.A. Group has issued various types of subordinated debt securities, which are described below.

Dated subordinated notes (TSR) and contingent capital securities

Dated Subordinated Notes (TSR) issued by Crédit Agricole S.A. are usually fixed-rate and pay interest on a quarterly or annual basis.

They are issued either on the French market under French law or on the international markets under UK law, under the Euro Medium Term Notes programme (EMTN).

These notes differ from traditional bonds in terms of their ranking as defined by the subordination clause.

In the case of notes issued by Crédit Agricole S.A., in the event of liquidation, dated subordinated notes (TSR) will be repaid after all other secured and unsecured creditors, but before either participating loans provided to the issuer, or any participating notes issued by the Bank, as well as any deeply subordinated notes according to Article L. 228-97 of the French Commercial Code. Interest payments are not usually subject to a subordination clause. Where one exists, it generally refers to events outside the Company's control.

To strengthen the Group's equity, in September 2013, Crédit Agricole S.A. completed a contingent capital issue (Tier 2 under CRD 4 rules) of 1 billion USD. This issue of hybrid securities maturing in 20 years includes an early redemption clause from year five, on Crédit Agricole S.A.'s initiative, subject to prior approval from the ACPR. The issue also contains a full and permanent write-down clause in the event that Crédit Agricole Group's phased-in Common Equity Tier 1 (CET1) Capital ratio falls below 7%.

Undated subordinated notes (TSDI)

Undated subordinated notes (TSDI) issued by Crédit Agricole S.A. are usually fixed-rate and pay interest quarterly. They are only redeemable in the event of the issuer's liquidation or on expiry of the issuer's term as indicated in Crédit Agricole S.A.'s Articles of Association, unless they contain a contractually defined early redemption clause. The subordination clause may apply to principal and interest. Namely, the coupon may be suspended if the General Meeting of Shareholders duly notes that there were no distributable earnings for the relevant financial year.

Note: TSDI rank senior to shares, T3CJ, TSS and participating notes and securities issued by the issuer; they rank *pari passu* with TSR and are subordinated to all other debt.

Deeply subordinated notes (TSS)

Deeply Subordinated Notes (TSS) issued by Crédit Agricole S.A. are either fixed or floating-rate and undated (unless they contain a contractually defined early redemption clause). They are senior to shares and T3CJ but subordinated to all other subordinated debt.

Deeply subordinated notes are generally fixed-rate then floating-rate beyond a certain maturity and include early repayment options at the issuer's discretion after that maturity.

The coupons are non-cumulative and payment of a dividend, or coupon for T3CJ, by Crédit Agricole S.A. involves the obligation to pay the coupon on the deeply subordinated notes for a period of one year. However, the coupons may not be paid if Crédit Agricole S.A. experiences a regulatory event, *i.e.*, falls below the legal minimum equity ratio, or if the French Prudential and Resolution Supervisory Authority (ACPR) anticipates such an event in the near future.

The new CRD 4 requirements in respect of coupon payment and loss absorption necessitate a change of format for new equity securities eligible under Tier 1 capital.

Early redemption at the issuer's discretion

Dated subordinated notes (TSR), undated subordinated notes (TSDI) and deeply subordinated notes (TSS) may be early redeemed, through buy-back transactions, either on the market through public takeover bids or exchange offers or over-the-counter, subject to prior approval by the regulatory authority and at the issuer's initiative, in accordance with the contractual clauses applicable to each issue.

Furthermore, after securing approval from the regulatory authority, Crédit Agricole S.A. is entitled to redeem the subordinated notes prior to their maturity, by the exercise of an early redemption clause at the issuer's request (call option) under the conditions and at the times defined by the contractual terms of the issue, in the event that the issuance agreement for the securities contains such a clause.

Early payability

Existing debt instruments may become due and payable immediately under certain circumstances, for example upon non-payment of principal and interest, after a predetermined grace period has elapsed, following which they become due and payable, the insolvency of Crédit Agricole S.A. as issuer and in the case of breach by Crédit Agricole S.A. of its other contractual obligations. TSS contain no early repayment clauses, except in the event of the liquidation of Crédit Agricole S.A.

Hybrid capital instruments

Crédit Agricole S.A.'s T3CJ *(Titres de créances complexes de capital jumelés)* issue is a private placement entirely taken up by the Regional Banks. T3CJs are debt securities issued on the basis of Articles L. 228-40 of the French Commercial Code and are not transferable.

The €1,839 million issue was made in 2003 and carries a coupon that is payable only if Crédit Agricole S.A. generates a positive provisional result for the financial year. Since the result was negative for 2012, no coupon was paid to the Regional Banks in 2013.

Moreover, as part of the "Switch" transaction, €1,369 million of T3CJs was repaid on 23 December 2011, bringing the amount outstanding of the T3CJs to €470 million at 31 December 2013. In addition, the balance of the T3CJ issue was repaid in advance, in whole on 2 January 2014, at the initiative of Crédit Agricole S.A.

COVERED BOND-TYPE ISSUES

To increase the amount of medium to long term financing, the Group issues covered bonds through two subsidiaries:

- Crédit Agricole Home Loan SFH, whose initial issue was launched in January 2009. A total of €25 billion had thus been raised at 31 December 2013;
- Crédit Agricole Public Sector SCF, whose initial issue was launched in October 2012. A total of €2 billion had thus been raised at 31 December 2013.

6.12 Information on the offsetting of financial assets and financial liabilities

OFFSETTING – FINANCIAL ASSETS

Type of financial instrument *(in millions of euros)*	31/12/2013						
	Offsetting effects on financial assets covered by master netting agreement and similar agreements						
				Other amounts that can be offset under given conditions			
	Gross amounts of recognised financial assets before offsetting	Gross amounts of recognised financial liabilities set off in the financial statements[4]	Net amounts of financial assets presented in the financial statements	Gross amounts of financial liabilities covered by master netting agreement	Amounts of other financial instruments received as collateral, including security deposit	Net amount after all offsetting effects	Net amounts of financial assets presented in the financial statements
Derivatives[1]	330,438	158,731	171,707	156,067	5,408	10,232	179,062
Reverse repurchase agreements[2]	53,101	-	53,101	43,156	1,332	8,613	116,579
Securities lent[3]	3,878	-	3,878	-	383	3,495	6,113
Other financial instruments	-	-	-	-	-	-	-
TOTAL FINANCIAL ASSETS SUBJECT TO OFFSETTING	**387,417**	**158,731**	**228,686**	**199,223**	**7,123**	**22,340**	

(1) *The amount of derivatives subject to offsetting represents 95.89% of the derivatives on the asset side of the balance sheet at the end of the reporting period.*

(2) *The amount of reverse repurchase agreements subject to offsetting represents 45.55% of the reverse repurchase agreements on the asset side of the balance sheet at the end of the reporting period.*

(3) *The amount of securities lent subject to offsetting represents 63.45% of the securities lent on the asset side of the balance sheet at the end of the reporting period.*

(4) *Including margin calls.*

Type of financial instrument *(in millions of euros)*	31/12/2012 Restated						
	Offsetting effects on financial assets covered by master netting agreement and similar agreements						
				Other amounts that can be offset under given conditions			
	Gross amounts of recognised financial assets before offsetting	Gross amounts of recognised financial liabilities set off in the financial statements[4]	Net amounts of financial assets presented in the financial statements	Gross amounts of financial liabilities covered by master netting agreement	Amounts of other financial instruments received as collateral, including security deposit	Net amount after all offsetting effects	Net amounts of financial assets presented in the financial statements
Derivatives[1]	442,251	225,731	216,520	197,406	3,141	15,973	234,430
Reverse repurchase agreements[2]	82,525	-	82,525	44,236	29,751	8,538	130,380
Securities lent[3]	9,180	-	9,180	-	1,423	7,757	11,555
Other financial instruments	-	-	-	-	-	-	-
TOTAL FINANCIAL ASSETS SUBJECT TO OFFSETTING	**533,956**	**225,731**	**308,225**	**241,642**	**34,315**	**32,268**	

(1) *The amount of derivatives subject to offsetting represents 92.36% of the derivatives on the asset side of the balance sheet at the end of the reporting period.*

(2) *The amount of reverse repurchase agreements subject to offsetting represents 63.30% of the reverse repurchase agreements on the asset side of the balance sheet at the end of the reporting period.*

(3) *The amount of securities lent subject to offsetting represents 79.45% of the securities lent on the asset side of the balance sheet at the end of the reporting period.*

(4) *Including margin calls.*

OFFSETTING – FINANCIAL LIABILITIES

Type of financial instrument (in millions of euros)	31/12/2013						
	Offsetting effects on financial liabilities covered by master netting agreement and similar agreements						
				Other amounts that can be offset under given conditions			
	Gross amounts of recognised financial liabilities before offsetting	Gross amounts of recognised financial assets set off in the financial statements(3)	Net amounts of financial liabilities presented in the financial statements	Gross amounts of financial assets covered by master netting agreement	Amounts of other financial instruments given as guarantee, including security deposits	Net amount after all offsetting effects	Net amounts of financial liabilities presented in the financial statements
Derivatives(1)	337,965	158,710	179,255	156,067	7,911	15,277	180,399
Repurchase agreements(2)	78,655	-	78,655	43,156	16,895	18,604	129,064
Securities borrowed	-	-	-	-	-	-	2
Other financial instruments	-	-	-	-	-	-	-
TOTAL FINANCIAL LIABILITIES SUBJECT TO OFFSETTING	**416,620**	**158,710**	**257,910**	**199,223**	**24,806**	**33,881**	

(1) *The amount of derivatives subject to offsetting represents 99.37% of the derivatives on the asset side of the balance sheet at the end of the reporting period.*

(2) *The amount of repurchase agreements subject to offsetting represents 60.94% of the repurchase agreements on the asset side of the balance sheet at the end of the reporting period.*

(3) *Including margin calls.*

Type of financial instrument (in millions of euros)	31/12/2012 Restated						
	Offsetting effects on financial liabilities covered by master netting agreement and similar agreements						
				Other amounts that can be offset under given conditions			
	Gross amounts of recognised financial liabilities before offsetting	Gross amounts of recognised financial assets set off in the financial statements(3)	Net amounts of financial liabilities presented in the financial statements	Gross amounts of financial assets covered by master netting agreement	Amounts of other financial instruments given as guarantee, including security deposits	Net amount after all offsetting effects	Net amounts of financial liabilities presented in the financial statements
Derivatives(1)	459,355	225,696	233,659	197,405	25,882	10,372	235,068
Repurchase agreements(2)	61,552	-	61,552	44,236	5,144	12,172	134,398
Securities borrowed	-	-	-	-	-	-	330
Other financial instruments	-	-	-	-	-	-	-
TOTAL FINANCIAL LIABILITIES SUBJECT TO OFFSETTING	**520,907**	**225,696**	**295,211**	**241,641**	**31,026**	**22,544**	

(1) *The amount of derivatives subject to offsetting represents 99.40% of the derivatives on the asset side of the balance sheet at the end of the reporting period.*

(2) *The amount of repurchase agreements subject to offsetting represents 45.80% of the repurchase agreements on the asset side of the balance sheet at the end of the reporting period.*

(3) *Including margin calls.*

Since 31 December 2013, the derivative instruments handled by Crédit Agricole CIB with clearing houses that meet the two criteria required by IAS 32 have been offset on the balance sheet.

This correction in presentation reduces the size of the consolidated balance sheet but has no impact on the consolidated income statement or consolidated net assets. It is a result of changes in standards (IFRS 7) and regulations (EMIR), which has led to a detailed analysis of the operating rules of clearing houses of which Crédit Agricole CIB is a member.

The impact of offsetting comes to €158,691 million at 31 December 2013 and €225,690 million at 31 December 2012.

6.13 Current and deferred tax assets and liabilities

At 31 December 2012, the correction to the valuation of a limited number of complex derivative instruments had an impact on Deferred tax assets of +€90 million and the correction of the fair value of treasury bills and unsubordinated fixed-income securities had an impact of +€324 million on Deferred tax liabilities.

(in millions of euros)	31/12/2013	31/12/2012 Restated
Current tax	1,961	3,292
Deferred tax	2,776	3,976
TOTAL CURRENT AND DEFERRED TAX ASSETS	**4,737**	**7,268**
Current tax	821	3,967
Deferred tax	1,305	1,578
TOTAL CURRENT AND DEFERRED TAX LIABILITIES	**2,126**	**5,545**

Net deferred tax assets and liabilities break down as follows:

(in millions of euros)	31/12/2013	31/12/2012 Restated
Temporary timing differences	**2,553**	**3,865**
Non-deductible accrued expenses	303	295
Non-deductible provisions for liabilities and charges	2,582	2,850
Other temporary differences(1)	(332)	720
Deferred tax on unrealised gains or losses	**(468)**	**(621)**
Available-for-sale assets	(1,165)	(1,157)
Cash flow hedges	610	446
Gains and losses on actuarial differences	87	90
Deferred tax on income and reserves	**(614)**	**(846)**
TOTAL DEFERRED TAX	**1,471**	**2,398**

(1) The portion of deferred tax related to tax loss carry-forwards is 352 million for 2013 compared to €293 million for 2012.

Deferred tax assets are netted on the balance sheet by taxable entity.

In order to assess the level of deferred tax assets to be recognised, Crédit Agricole S.A. takes into account for each company or tax group concerned the dedicated tax status and the earnings projections established during the budgetary process.

6.14 Accrued income and expenses and other assets and liabilities

ACCRUALS, PREPAYMENTS AND SUNDRY ASSETS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Other assets	**42,433**	**49,851**
Inventory accounts and miscellaneous	148	118
Collective management of *Livret de développement durable* (LDD) savings account securities	-	-
Sundry debtors[1]	35,118	43,363
Settlement accounts	5,657	4,919
Due from shareholders – unpaid capital	13	13
Other insurance assets	286	310
Reinsurer's share of technical reserves	1,211	1,128
Accruals and deferred income	**7,793**	**7,693**
Items in course of transmission from other banks	2,506	1,726
Adjustment and suspense accounts	1,943	2,958
Accued income	1,827	1,569
Prepaid expenses	414	412
Other accruals prepayments and syndry assets	1,103	1,028
CARRYING AMOUNT	**50,226**	**57,544**

(1) *This information takes offsetting effects into account on derivative instruments transacted with the clearing houses of which Crédit Agricole CIB is a member ("LCH Clearnet LTD Swapclear") . The offsetting reduces the size of the consolidated balance sheet by €5,337 million at 31 December 2013 and by €5,905 million at 31 December 2012.*

ACCRUALS, DEFERRED INCOME AND SUNDRY LIABILITIES

(in millions of euros)	31/12/2013	31/12/2012 Restated
Other liabilities	**35,988**	**48,887**
Settlement accounts	9,940	11,993
Sundry creditors[1]	25,985	36,848
Liabilities related to trading securities	24	7
Other insurance liabilities	39	39
Other	-	-
Accruals and deferred income	**12,410**	**14,796**
Items in course of transmission from other banks	5,213	2,578
Adjustment and suspense accounts	930	4,787
Unearned income	1,641	2,177
Accrued expenses	3,569	3,638
Other accruals prepayments and sundry liabilities	1,057	1,616
CARRYING AMOUNT	**48,398**	**63,683**

(1) *This information takes offsetting effects into account on derivative instruments transacted with the clearing houses of which Crédit Agricole CIB is a member ("LCH Clearnet LTD Swapclear") . The offsetting reduces the size of the consolidated balance sheet by €25 million at 31 December 2013 and by €3,421 million at 31 December 2012.*

6.15 Assets, liabilities and income from discontinued or held-for-sale operations

INCOME STATEMENT FROM DISCONTINUED OPERATIONS

Pursuant to IFRS 5, the contribution at 31 December 2013 and 31 December 2012 of Newedge Group, CLSA, Crédit Agricole Cheuvreux, CA Consumer Finance Nordic entities, Crédit Agricole Bulgaria and BNI Madagascar, and at 31 December 2012 of Emporiki Group, in Crédit Agricole S.A. Group's income statement was reclassified under Net income from discontinued or held-for-sale operations.

In the absence of reclassification, these entities would have contributed to Crédit Agricole S.A. Group's income statement at 31 December 2013 and 31 December 2012 in the following amounts:

(in millions of euros)	31/12/2013	31/12/2012 Restated
Revenues	**662**	**1,342**
Operating expenses	(555)	(1,454)
Depreciation, amortisation and impairment of property, plant & equipment and intangible assets	(28)	(64)
Cost of risk	(39)	(1,789)
Pre-tax income	**40**	**(1,965)**
Share of income of equity-accounted entities	-	(2)
Net gains (losses) on other assets	-	11
Change in value of goodwill	-	(368)
Income tax charge	(29)	(135)
Net income	**11**	**(2,459)**
Income associated with fair value adjustments of discountinued operations	43	(1,862)
Net income from discontinued operations	**54**	**(4,321)**
Non-controlling interests	(11)	56
NET INCOME FROM DISCONTINUED OPERATIONS – GROUP SHARE	**43**	**(4,265)**
Basic earnings per share	**0.017**	**(1.707)**
Diluted earnings per share	**0.017**	**(1.707)**

BALANCE SHEET OF DISCONTINUED OR HELD-FOR-SALE OPERATIONS

Pursuant to IFRS 5, the contribution at 31 December 2013 of Newedge Group, CA Consumer Finance Nordic entities, Crédit Agricole Bulgaria, BNI Madagascar and Crédit Agricole Immobilier to Crédit Agricole S.A. Group's balance sheet was reclassified under Non-current assets held-for-sale and Liabilities associated with non-current assets held-for-sale. The entities concerned by this reclassification at 31 December 2012 were Emporiki Group, Crédit Agricole Cheuvreux, CLSA and BNI Madagascar.

In the absence of reclassification, these entities would have contributed to Crédit Agricole S.A. Group's balance sheets at 31 December 2013 and 31 December 2012 in the following amounts:

(in millions of euros)	31/12/2013	31/12/2012 Restated
Cash, central banks	96	411
Financial assets at fair value through profit or loss	3,572	1,248
Hedging derivative instruments	13	-
Available-for-sale financial assets	78	611
Loans and receivables due from credit institutions	12,503	989
Loans and receivables due from customers	7,338	15,354
Revaluation adjustment on interest rate hedged portfolios	-	70
Held-to-maturity financial assets	-	7
Current and deferred tax assets	51	22
Accruals, prepayments and sundry assets	2,043	2,364
Investments in equity-accounted entities	7	-
Investment property	13	116
Property, plant and equipment	49	265
Intangible assets	26	39
Goodwill	162	-
Total assets	**25,951**	**21,496**
Central banks	-	-
Financial liabilities at fair value through profit or loss	1,334	1,265
Hedging derivative instruments	4	-
Due to credit institutions	5,913	1,273
Due to customers	10,264	13,132
Debt securities	5	848
Revaluation adjustment on interest rate hedged portfolios	-	21
Current and deferred tax liabilities	21	-
Accruals, deferred income and sundry liabilities	7,337	2,524
Provisions	62	339
Subordinated debt	310	16
Adjustment to fair value of assets held-for-sale (excluding taxes)	40	2,597
Total equity and liabilities	**25,290**	**22,015**
NET ASSET FROM DISCONTINUED OR HELD-FOR-SALE OPERATIONS	**661**	**(519)**

At 31 December 2012, net assets of discontinued operations includes operating income of -€2,129 million and the fair value measurement of discontinued operations of -€2,597 million before tax, to which a €735 million tax benefit must be added (see Income statement, Net income from discontinued operations).

DISCONTINUED OPERATIONS CASH FLOW STATEMENT

(in millions of euros)	31/12/2012	31/12/2012 Restated
Net cash flows from (used by) operating activities	(131)	(2,598)
Net cash flows from (used by) investment activities	(59)	85
Net cash flows from (used by) financing activities	(34)	2,469
TOTAL	**(224)**	**(44)**

6.16 Investment property

(in millions of euros)	31/12/2012 Restated	Changes in scope	Transfers in non-current assets held-for-sale	Increases (acquisitions)	Decreases (disposals and redemptions)	Translation adjustment	Other movements	31/12/2013
Gross amount	3,176	(22)	(13)	605	(168)	-	59	3,637
Amortisation and impairment	(135)	44	-	(3)	66	-	(39)	(67)
NET CARRYING AMOUNT(1)	**3,041**	**22**	**(13)**	**602**	**(102)**	**-**	**20**	**3,570**

(1) *Including investment property let to third parties.*

(in millions of euros)	31/12/2011	Changes in scope(2)	Transfers in non-current assets held-for-sale	Increases (acquisitions)	Decreases (disposals and redemptions)	Translation adjustment	Other movements	31/12/2012 Restated
Gross amount	2,839	389	(125)	311	(514)	-	276	3,176
Amortisation and impairment	(157)	17	4	(17)	223	-	(205)	(135)
NET CARRYING AMOUNT(1)	**2,682**	**406**	**(121)**	**294**	**(291)**	**-**	**71**	**3,041**

(1) *Including investment property let to third parties.*

(2) *The change in scope is explained by the sale of BES Vida in the first half of 2012 for -€58 million and by the transfer of securities and current accounts net of accrued interest of the OPCI Commerce, Bureau et Habitation, from Available-for-sale financial assets due to their consolidation in the first half of 2012.*

Investment property is valued by expert appraisers. The market value of investment property recognised at amortised cost, as valued by expert appraisers, was €5,667 million at 31 December 2013 compared to €5,263 million at 31 December 2012.

FAIR VALUE OF INVESTMENT PROPERTY CLASSIFIED BY VALUATION MODEL

(in millions of euros)	Estimated market value at 31/12/2013	Quoted prices in active markets for identical instruments: level 1	Valuation based on observable data: level 2	Valuation based on unobservable data: level 3
Investment property not measured at fair value in the balance sheet				
Investment property	5,667	23	5,642	1
TOTAL INVESTMENT PROPERTY WHICH FAIR VALUE IS INDICATED	**5,667**	**23**	**5,642**	**1**

6.17 Property, plant & equipment and intangible assets (excluding goodwill)

(in millions of euros)	31/12/2012 Restated	Changes in scope	Transfers in non-current assets held-for-sale	Increases (Acquisitions, business combinations)	Decreases (disposals and redemptions)	Translation adjustment	Other movements	31/12/2013
Property, plant & equipment used in operations								
Gross amount	8,554	39	(95)	724	(946)	(47)	226	8,455
Depreciation and impairment[(1)]	(4,037)	1	72	(536)	589	28	(107)	(3,990)
CARRYING AMOUNT	**4,517**	**40**	**(23)**	**188**	**(357)**	**(19)**	**119**	**4,465**
Intangible assets								
Gross amount	4,629	(4)	(59)	424	(203)	(11)	(32)	4,744
Amortisation and impairment	(2,929)	4	43	(331)	120	9	(56)	(3,140)
CARRYING AMOUNT	**1,700**	**-**	**(16)**	**93**	**(83)**	**(2)**	**(88)**	**1,604**

(1) *Including depreciation on fixed assets let to third parties.*

(in millions of euros)	31/12/2011	Changes in scope	Transfers in non-current assets held-for-sale	Increases (Acquisitions, business combinations)	Decreases (disposals and redemptions)	Translation adjustment	Other movements	31/12/2012 Restated
Property, plant & equipment used in operations								
Gross amount	9,592	(29)	(544)	763	(1,459)	(1)	232	8,554
Depreciation and impairment[(1)]	(4,422)	15	241	(621)	871	3	(124)	(4,037)
CARRYING AMOUNT	**5,170**	**(14)**	**(303)**	**142**	**(588)**	**2**	**108**	**4,517**
Intangible assets								
Gross amount	4,670	(98)	(188)	478	(221)	-	(12)	4,629
Amortisation and impairment	(2,802)	41	126	(410)	115	1	-	(2,929)
CARRYING AMOUNT	**1,868**	**(57)**	**(62)**	**68**	**(106)**	**1**	**(12)**	**1,700**

(1) *Including depreciation on fixed assets let to third parties.*

6.18 Insurance contracts technical reserves

BREAKDOWN OF INSURANCE TECHNICAL RESERVES

	31/12/2013				
(in millions of euros)	Life	Non-life	International	Creditor	Total
Insurance contracts	126,890	2,913	10,340	1,437	141,580
Investment contracts with discretionary participation features	95,531	-	6,683	-	102,214
Investment contracts without discretionary participation features	1,928	-	785	-	2,713
Deferred participation benefits (liability)(1)	8,804	-	146	-	8,950
Other technical reserves	-	-	-	-	-
Total technical reserves	**233,153**	**2,913**	**17,954**	**1,437**	**255,457**
Deferred participation benefits (asset)	-	-	-	-	-
Reinsurers' share of technical reserves	(666)	(208)	(38)	(298)	(1,210)
NET TECHNICAL RESERVES(2)	**232,487**	**2,705**	**17,916**	**1,139**	**254,247**

(1) Including deferred liability on revaluation of available-for-sale securities of €9,423 million before tax, i.e. €6,221 million after tax (see Note 6.4 "Available-for-sale financial assets").

(2) Reinsurers' share in technical reserves and other insurance liabilities is recognised under "Accruals, prepayments and sundry assets".

	31/12/2012 Restated				
(in millions of euros)	Life	Non-life	International	Creditor	Total
Insurance contracts	116,701	2,662	9,905	1,445	130,712
Investment contracts with discretionary participation features	96,244	-	5,337	-	101,581
Investment contracts without discretionary participation features	1,824	-	840	-	2,664
Deferred participation benefits (liability)(1)	9,606	-	14	-	9,620
Other technical reserves	-	-	-	-	-
Total technical reserves	**224,376**	**2,662**	**16,096**	**1,445**	**244,578**
Deferred participation benefits (asset)	-	-	-	-	-
Reinsurers' share of technical reserves	(574)	(199)	(89)	(265)	(1,128)
NET TECHNICAL RESERVES(2)	**223,801**	**2,463**	**16,006**	**1,179**	**243,450**

(1) Including deferred liability on revaluation of available-for-sale securities of €10,517 million before tax, i.e. €6,896 million after tax (see Note 6.4 "Available-for-sale financial assets").

(2) Reinsurers' share in technical reserves and other insurance liabilities is recognised under "Accruals, prepayments and sundry assets".

Deferred participation benefits at 31 December 2013 and 31 December 2012 breaks down as follows:

Deferred participation benefits	31/12/2013 Deferred participation benefits in liabilities	31/12/2012 Restated Deferred participation benefits in liabilities
Deferred participation on revaluation of held-for-sale securities and hedging derivatives(1)	9,809	10,952
Deferred participation on revaluation of trading securities	(960)	(1,071)
Other deferred participation (liquidity risk reserve cancellation)	101	(261)
TOTAL	**8,950**	**9,620**

(1) At 31 December 2013 deferred liability participation on revaluation of held-for-sale securities was €9,423 million before tax, i.e. €6,221 million after tax. At 31 December 2012, the deferred liability on revaluation of available-for-sale securities amounted to €10,517 million before tax, i.e. €6,896 million after tax (see Note 6.4 "Available-for-sale financial assets").

6.19 Provisions

(in millions of euros)	31/12/2012 Restated	Changes in scope	Depreciation charges	Reversals, amounts used	Reversals, amounts not used	Translation adjustment	Transfers in non-current assets held-for-sale	Other movements	31/12/2013
Home purchase savings plans risks	334	-	77	-	(78)	-	-	-	333
Financing commitment execution risks	309	-	58	(5)	(47)	(15)	-	-	300
Operational risks	70	-	24	(3)	(24)	-	-	(2)	65
Employee retirement and similar benefits	1,721	-	121	(140)	(79)	(5)	(20)	(2)	1,596
Litigation	1,092	-	312	(43)	(57)	(32)	(1)	(61)	1,210
Equity investments	55	-	4	(2)	(33)	-	(3)	(13)	8
Restructuring	33	-	17	(6)	(3)	-	-	(11)	30
Other risks	1,153	-	330	(233)	(289)	(5)	(19)	97	1,034
TOTAL	**4,766**	**-**	**943**	**(432)**	**(610)**	**(57)**	**(43)**	**8**	**4,575**

At 31 December 2013, employee retirement and similar benefits include €230 million of provisions arising from social costs of the adaptation plans and the provision for restructuring include the non-social costs of those plans.

(in millions of euros)	31/12/2011	Changes in scope	Depreciation charges	Reversals, amounts used	Reversals, amounts not used	Translation adjustment	Transfers in non-current assets held-for-sale	Other movements	31/12/2012 Restated
Home purchase savings plans risks	380	-	54	-	(101)	-	-	-	334
Financing commitment execution risks	219	-	184	(7)	(76)	(9)	-	(1)	309
Operational risks	73	-	18	(5)	(12)	-	-	(4)	70
Employee retirement and similar benefits(1)	1,861	(2)	270	(99)	(245)	(1)	(336)	274	1,721
Litigation	1,208	(18)	379	(124)	(265)	(5)	(62)	(22)	1,092
Equity investments	25	-	36	(2)	(6)	-	-	1	55
Restructuring	80	-	8	(12)	(13)	-	-	(31)	33
Other risks	952	(2)	760	(93)	(395)	1	(50)	(20)	1,153
TOTAL	**4,798**	**(23)**	**1,709**	**(342)**	**(1,112)**	**(14)**	**(448)**	**198**	**4,766**

(1) Employee retirement and similar benefits include in "other movements" €255 million on actuarial differences at 31 December 2012 associated with the significant decline in benchmark rates used to measure commitments related to long term benefit schemes and -€17 million at Crédit Agricole S.A. in respect of actuarial differences on externally managed commitments.

TAX AUDITS

LCL tax audit

In 2010 and 2011, LCL was the object of an audit of accounts covering years 2007, 2008 and 2009 as well as an audit on regulated savings. All the resulting financial consequences have been paid, with only one adjustment currently being the subject of a dispute.

On-going Crédit Agricole CIB Paris tax audit

In 2012 and 2013, Crédit Agricole CIB was the object of an audit of accounts covering years 2008, 2009 and 2010.

It received an adjustment notice in November 2013. In January 2014, Crédit Agricole CIB challenged virtually all of the proposed adjustments. A provision was recognised to cover the estimated risk.

Merisma tax audit

Merisma, a Crédit Agricole CIB subsidiary, consolidated by Crédit Agricole S.A. Group for tax purposes, has been the object of tax adjustment notices for financial years 2006 to 2010, plus surcharges for abuse of law.

Although challenged in their entirety, provisions have been set aside for the adjustments.

Crédit Agricole CIB Milan tax audit

At the end of the last four financial years, following audits of its accounts, the Italian branch of Crédit Agricole CIB received tax adjustment notices issued by the Italian tax authorities for financial years 2005, 2006, 2007 and 2008. Crédit Agricole CIB challenged the proposed adjustments. At the same time, it has referred the case to the competent French and Italian authorities with regard to 2005, 2006 and 2007. It will shortly do the same for 2008.

A provision was recognised to cover the estimated risk.

Crédit Agricole CIB Seoul tax audit

In 2013, Crédit Agricole CIB Seoul was the object of an audit of accounts covering years 2008 to 2012.

All the resulting financial consequences have been paid, with one adjustment currently being the subject of a dispute.

Crédit Agricole Assurances tax audit

Crédit Agricole Assurances underwent a tax audit covering the years 2008 and 2009. The adjustment notified was not material, and it has been fully challenged. It was not provisioned, given the opinion of Crédit Agricole S.A. Group Tax department.

Pacifica tax audit

Pacifica underwent a tax audit covering the years 2009 and 2010.

Although challenged on all counts by the Company, provisions have been set aside for all the adjustments notices it has received.

The amount of provisions for significant tax risk and disputes amount to €457 millions at 31 December 2013.

HOME PURCHASE SAVING PLAN PROVISION

DEPOSITS COLLECTED UNDER HOME PURCHASE SAVINGS ACCOUNTS AND PLANS DURING THE SAVINGS PHASE

(in millions of euros)	31/12/2013	31/12/2012 Restated
Home purchase savings plans		
Under four years old	13,502	7,383
Between four and ten years old	24,831	24,811
Over ten years old	32,736	36,710
Total home purchase savings plans	**71,069**	**68,904**
Total home purchase savings accounts	**12,718**	**13,293**
TOTAL DEPOSITS COLLECTED UNDER HOME PURCHASE SAVINGS CONTRACTS	**83,787**	**82,197**

Age of plan is determined in accordance with CRC Regulation 2007-01 of 14 December 2007.

Customer deposits outstanding, excluding government subsidies, are based on carrying amount at the end of November 2013 for the financial statements at 31 December 2013 and at the end of November 2012 for the financial statements at 31 December 2012.

OUTSTANDING LOANS GRANTED TO HOLDERS OF HOME PURCHASE SAVINGS ACCOUNTS AND PLANS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Home purchase savings plans	34	48
Home purchase savings accounts	196	250
TOTAL OUTSTANDING LOANS GRANTED UNDER HOME PURCHASE SAVINGS CONTRACTS	**230**	**298**

PROVISION FOR HOME PURCHASE SAVINGS ACCOUNTS AND PLANS

(in millions of euros)	31/12/2013	31/12/2012 Restated
Home purchase savings plans		
Under four years old	1	-
Between four and ten years old	5	1
Over ten years old	327	309
Total home purchase savings plans	**333**	**310**
Total home purchase savings accounts	**-**	**24**
TOTAL PROVISION FOR HOME PURCHASE SAVINGS CONTRACTS	**333**	**334**

(in millions of euros)	31/12/2012 Restated	Depreciation charges	Reversals	Other movements	31/12/2013
Home purchase savings plans	310	23	-	-	333
Home purchase savings accounts	24	-	(24)	-	-
TOTAL PROVISION FOR HOME PURCHASE SAVINGS CONTRACTS	**334**	**23**	**(24)**	**-**	**333**

Age plan is determined based on the date of the midway point in the generation of plans to which they belong.

All of the home purchase savings plans and accounts collected by the Regional Banks are recognised at 100% as liabilities in the consolidated financial statements of Crédit Agricole S.A. Group.

Half of the amount of outstanding loans related to home purchase savings plans and accounts is recognised by Crédit Agricole S.A. Group and the other half by the Regional Banks in the table above.

The amounts recognised under provisions represent the portion of risk borne by Crédit Agricole S.A. and LCL. The risk borne by the Regional Banks is recognised based on their consolidation using the equity method.

Consequently, the ratio between the provision booked and the outstanding amounts shown on Crédit Agricole S.A. Group's balance sheet is not representative of the level of provisioning for home purchase savings risk.

6.20 Equity

OWNERSHIP STRUCTURE AT 31 DECEMBER 2013

At 31 December 2013, to the knowledge of Crédit Agricole S.A., the distribution of capital and voting rights is as follows:

Shareholders	Number of shares at 31/12/2013	% of the share capital	% of voting rights
S.A.S. Rue La Boétie	**1,405,263,364**	**56.18%**	**56.31%**
Treasury shares	**6,022,703**	**0.24%**	**-**
Employees (ESOP)	**107,424,604**	**4.29%**	**4.30%**
Public	**982,879,326**	**39.29%**	**39.39%**
Institutional investors	723,507,726	28.92%	29.00%
Individual shareholders	259,371,600	10.37%	10.39%
TOTAL	**2,501,589,997**	**100.00%**	**100.00%**

SAS Rue La Boétie is wholly owned by the Regional Banks. Given the Group's equity structure and the resulting break in the chain of control, the Regional Banks' interests in SAS Rue La Boétie are recovered in the consolidated financial statements of Crédit Agricole S.A. at its share in the Regional Banks.

The treasury shares are held as part of Crédit Agricole S.A.'s share buyback programme designed to cover stock options and as part of a share liquidity agreement.

Concerning Crédit Agricole S.A. stock, a liquidity agreement was signed on 25 October 2006 with Crédit Agricole Cheuvreux S.A., acquired by Kepler, renamed Kepler Cheuvreux (*cf.* Note 2.1 "Major transactions and material events occurring in 2013"). This agreement is automatically renewed every year. So that the operator can conduct the operations stipulated in the agreement with complete independence the agreement has been allocated an amount of €50 million.

The par value of the shares is three euros. All the shares are fully paid up.

To the Company's knowledge, no other shareholder owns 5% or more of the share capital or voting rights, either directly or indirectly or with others.

On 31 December 2013, Crédit Agricole S.A.'s share capital amounted to €7,504,769,991 shares divided into 2,501,589,997 ordinary shares each with a par value of three euros.

PREFERRED SHARES

Issuer	Issue date	Issue amount *(in millions of dollars)*	Issue amount *(in millions of euros)*	31/12/2013 *(in millions of euros)*	31/12/2012 Restated *(in millions of euros)*
CA Preferred Funding LLC	January 2003	1,500	-	1,088	1,137
CA Preferred Funding LLC	July 2003	550	-	399	417
CA Preferred Funding LLC	December 2003	-	550	550	550
TOTAL		**2,050**	**550**	**2,037**	**2,104**

EARNINGS PER SHARE

	31/12/2013	31/12/2012 Restated
Net income Group share for the period *(in millions of euros)*	2,505	(6,389)
Weighted average number of ordinary shares in circulation during the period	2,485,108,178	2,476,072,634
Adjustment ratio	1.000	1.000
Weighted average number of ordinary shares for calculation of diluted earnings per share	2,485,108,178	2,476,072,634
BASIC EARNINGS PER SHARE *(in euros)*	**1.008**	**(2.580)**
Basic earnings per share from ongoing activities *(in euros)*	**0.986**	**(0.836)**
Basic earnings per share from discontinuing operations *(in euros)*	**0.022**	**(1.744)**
DILUTED EARNINGS PER SHARE *(in euros)*	**1.008**	**(2.580)**
Diluted earnings per share from ongoing activities *(in euros)*	**0.986**	**(0.836)**
Diluted earnings per share from discontinuing operations *(in euros)*	**0.022**	**(1.744)**

Taking into consideration the change in the average price of Crédit Agricole S.A. share, all Crédit Agricole S.A. stock option plans are non-dilutive.

Without any dilutive issue by Crédit Agricole S.A., the basic earnings per share are identical to the diluted earnings per share.

DIVIDENDS

In respect of 2013, Crédit Agricole S.A. Board of Directors Meeting of 18 February 2014 decided to recommend the General Meeting of Shareholders of 21 May 2014 to pay a scrip dividend of 0.35 euro, corresponding to a pay out ratio of 35% (excluding treasury shares), with a 10% loyalty bonus for the shares eligible to a loyalty dividend at the date the dividend is paid.

Two dividend payment options will be proposed to shareholders: full payment in cash; **or** payment in new Crédit Agricole S.A. shares. The option applies to 100% of the dividend. The price of newly issued shares will not be less than 90% of the average stock prices over the 20 stock market trading days preceding the General Meeting decision date, less the net amount of the dividend. The discount of 10% corresponds to the maximum discount authorised by Article L. 232-19 of the French Commercial Code regarding dividend payments in the form of shares.

(in euros)	**2013**	**2012**	**2011**	**2010**	**2009**
Ordinary dividend	0.35	-	-	0.45	0.45
Loyalty dividend	0.385	-	-	-	-

DIVIDENDS PAID DURING THE REPORTING PERIOD

In respect of 2012, Crédit Agricole S.A.'s Board of Directors Meeting on 19 February 2013 decided to propose to the General Meeting of Shareholders of 23 May 2013 that no dividend would be distributed.

APPROPRIATION OF NET INCOME

The proposed net income appropriation is set out in the resolutions to be presented by the Board of Directors at Crédit Agricole S.A.'s Combined Ordinary and Extraordinary General Meeting of Shareholders of Wednesday 21 May 2014.

Crédit Agricole S.A. posted net income of €3,531,339,588.27 in 2013.

The Board of Directors proposes that the General Meeting of Shareholders agree:

- to allocate the entire profit in respect of the past year to the partial clearance of the « Retained earnings » account, exhibiting a debit balance of -€5,176,629,104.34. After such allocation, the "Retained earnings" account will amount to -€1,645,289,516.07;
- to impute the residual debit balance of the "Retained earnings" account to the "Share premium account" and to recognise that the new balance of the "Retained earnings" account is nil;
- to set a dividend, before the loyalty bonus, at 0.35 euro per share, and a loyalty dividend at 0.385 euro per share, rounded to the lower rounding figure, for shares meeting the eligibility conditions for the loyalty dividend at the date of the actual dividend payment;
- to distribute the dividend paid by debiting the "Discretionary reserves" account for a maximum amount of €880,542,562.38.

From this amount shall be deducted the entire loyalty bonus (0.035 euro per share) associated with those giving the right to a loyalty dividend at 31 December 2013, which will have been sold between 1 January 2014 and the date of the actual dividend payment.

6.21 Breakdown of financial assets and liabilities by contractual maturity

The breakdown of balance sheet financial assets and liabilities is made according to maturity date.

The maturities of derivative instruments held-for-trading and for hedging correspond to their date of contractual maturity.

Equities and other variable-income securities are by nature without maturity; they are classified "Indefinite".

Value adjustments on interest rate risk hedged portfolios are considered to have an indefinite maturity given the absence of a defined maturity.

	31/12/2013					
(in millions of euros)	≤ 3 months	> 3 months up to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Cash, central banks	68,184	-	-	-	-	68,184
Financial assets at fair value through profit or loss	114,190	23,804	73,783	91,564	56,984	360,325
Hedging derivative instruments	2,119	1,359	10,426	14,846	-	28,750
Available-for-sale financial assets	18,540	18,623	76,806	123,867	22,939	260,775
Loans and receivables due from credit institutions	112,112	76,913	116,645	62,045	1,320	369,035
Loans and receivables due from customers	65,122	34,234	108,647	90,854	2,254	301,111
Value adjustment on interest rate risk hedged portfolios	10,650	-	-	-	-	10,650
Held-to-maturity financial assets	141	69	4,631	9,819	-	14,660
TOTAL FINANCIAL ASSETS BY MATURITY	**391,058**	**155,002**	**390,938**	**392,995**	**83,497**	**1,413,490**
Central banks	2,852	-	-	-	-	2,852
Financial liabilities at fair value through profit or loss	114,742	17,559	76,599	88,044	-	296,944
Hedging derivative instruments	1,773	1,080	10,707	17,612	-	31,172
Due to credit institutions	81,524	14,810	36,655	20,252	699	153,940
Due to customers	401,818	41,724	29,871	7,470	3,737	484,620
Debt securities	39,609	26,275	51,619	30,430	-	147,933
Subordinated debt	588	657	5,045	13,397	8,667	28,354
Value adjustment on interest rate risk hedged portfolios	7,323	-	-	-	-	7,323
TOTAL FINANCIAL LIABILITIES BY MATURITY	**650,229**	**102,105**	**210,496**	**177,205**	**13,103**	**1,153,138**

(in millions of euros)	31/12/2012 Restated					
	≤ 3 months	> 3 months up to ≤ 1 year	> 1 year up to ≤ 5 years	> 5 years	Indefinite	Total
Cash, central banks	42,714	-	-	-	-	42,714
Financial assets at fair value through profit or loss	107,289	23,891	86,624	126,998	55,115	399,917
Hedging derivative instruments	2,556	2,044	12,884	24,362	4	41,850
Available-for-sale financial assets	16,648	24,960	82,899	112,212	23,901	260,620
Loans and receivables due from credit institutions	144,040	63,720	108,670	64,486	4,651	385,567
Loans and receivables due from customers	80,510	33,049	116,356	96,704	3,137	329,756
Value adjustment on interest rate risk hedged portfolios	14,292	-	-	-	-	14,292
Held-to-maturity financial assets	-	280	3,584	10,738	-	14,602
TOTAL FINANCIAL ASSETS BY MATURITY	**408,049**	**147,944**	**411,017**	**435,500**	**86,808**	**1,489,318**
Central banks	1,061	-	-	-	-	1,061
Financial liabilities at fair value through profit or loss	117,342	16,914	89,063	128,379	(1,443)	350,255
Hedging derivative instruments	1,747	1,808	12,146	26,587	123	42,411
Due to credit institutions	69,037	12,929	56,003	19,968	2,714	160,651
Due to customers	405,907	31,924	34,658	7,480	3,669	483,638
Debt securities	42,076	27,476	52,297	28,541	-	150,390
Subordinated debt	292	1,555	2,730	15,428	9,975	29,980
Value adjustment on interest rate risk hedged portfolios	12,777	-	-	-	-	12,777
TOTAL FINANCIAL LIABILITIES BY MATURITY	**650,239**	**92,606**	**246,897**	**226,383**	**15,038**	**1,231,163**

NOTE 7 Employee benefits and other compensation

7.1 Analysis of employee expenses

(in millions of euros)	31/12/2013	31/12/2012 Restated
Salaries[(1)]	(4,279)	(4,501)
Contributions to defined-contribution plans	(368)	(364)
Contributions to defined-benefit plans	(30)	(26)
Other social security expenses	(1,098)	(1,146)
Profit-sharing and incentive plans	(232)	(231)
Payroll-related tax	(392)	(345)
TOTAL EMPLOYEE EXPENSES	**(6,399)**	**(6,613)**

(1) Salaries include the following expenses related to shared-based payments:

- *in respect of share-based compensation, Crédit Agricole Group recognised the liquidation of the 2009 plan for €16 million at 31 December 2013 (including €5 million related to the bonus share allocation plan) compared to €8 million at 31 December 2012 (including €7 million related to the bonus share allocation plan);*
- *in respect of deferred variable compensation paid to market professionals, Crédit Agricole S.A. Group recognised an expense of €57 million at 31 December 2013 compared to €70 million at 31 December 2012.*

7.2 Headcount at year-end

Number of employees	31/12/2013	31/12/2012
France	39,276	40,341
International	36,253	38,941
TOTAL	**75,529**	**79,282**

7.3 Post-employment benefits, defined contribution plans

Employers contribute to a variety of compulsory pension schemes. Plan assets are managed by independent organisations and the contributing companies have no legal or implied obligation to pay additional contributions if the funds do not have sufficient assets to cover all benefits corresponding to services rendered by employees during the year and during prior years. Consequently, Crédit Agricole S.A. Group companies have no liability in this respect other than the contributions payable.

Within the Group, there are several compulsory defined-contribution plans, the main ones being Agirc/Arrco, which are French supplementary retirement plans, and some supplementary plans in place notably within UES Crédit Agricole S.A.

ANALYSIS OF SUPPLEMENTARY PENSION PLANS IN FRANCE

Business Line	Entity	Compulsory supplementary pension plans	Number of employees covered Estimate at 31/12/2013	Number of employees covered Estimate at 31/12/2012
Central Support functions	UES Crédit Agricole S.A.	Agriculture industry plan 1.24%	3,063	3,027
Central Support functions	UES Crédit Agricole S.A.	“Article 83” Group Executive managers plan	213	210
French retail banking	LCL	“Article 83” Group Executive managers plan	310	306
Corporate and investement banking	Crédit Agricole CIB	“Article 83” type plan	4,928	5,037
Corporate and investement banking	IPB/IG/CAPB(1)	“Article 83” type plan	433	495
Insurance	Predica/CAA/Caagis/Pacifica/Sirca	Agriculture industry plan 1.24%	3,004	3,119
Insurance	Predica/CAA/Caagis/Pacifica/CACI	“Article 83” Group Executive managers plan	76	62
Insurance	CACI	“Article 83” type plan	212	183

(1) Indosuez Private Banking/Indosuez Gestion/CA Private Banking.
Number of employees on the payroll.

7.4 Post-employment benefits, defined-benefit plans

CHANGE IN ACTUARIAL LIABILITY

	31/12/2013			31/12/2012 Restated
(in millions of euros)	Eurozone	Outside Eurozone	All zones	All zones
Actuarial liability at 31/12/N-1	1,304	1,196	2,500	2,331
Translation adjustments	-	(30)	(30)	8
Current service cost during the period	44	34	78	69
Financial cost	33	36	69	86
Employee contributions	-	10	10	11
Benefit plan changes, withdrawals and settlement	(33)	-	(33)	(81)
Changes in scope	23	-	23	(41)
Benefits paid (mandatory)	(55)	(48)	(103)	(146)
Taxes, administrative expenses, and bonuses	-	-	-	-
Actuarial (gains)/losses arising from changes in demographic assumptions(1)	(3)	12	9	263
Actuarial (gains)/losses arising from changes in financial assumptions	(5)	(27)	(32)	-
ACTUARIAL LIABILITY AT 31/12/N	**1,308**	**1,183**	**2,491**	**2,500**

BREAKDOWN OF NET CHARGE RECOGNISED IN THE INCOME STATEMENT

	31/12/2013			31/12/2012 Restated
(in millions of euros)	Eurozone	Outside Eurozone	All zones	All zones
Service cost	11	34	45	2
Net interests	18	4	22	34
IMPACT IN PROFIT AND LOSS AT 31/12/N	**29**	**38**	**67**	**36**

BREAKDOWN OF CHARGE RECOGNISED IN OCI THAT WILL NOT BE RECLASSIFIED TO PROFIT AND LOSS

	31/12/2013			31/12/2012 Restated
(in millions of euros)	Eurozone	Outside Eurozone	All zones	All zones
Revaluation from net liabilities (from net assets)	-	-	-	-
TOTAL AMOUNT OF ACTUARIAL GAINS OR LOSSES RECOGNISED IN OCI THAT WILL NOT BE RECLASSIFIED TO PROFIT AND LOSS AT 31/12/N-1	**86**	**163**	**249**	**345**
Translation adjustment	-	(3)	(3)	-
Actuarial gains/losses on assets	-	(11)	(11)	(14)
Actuarial (gains)/losses arising from changes in demographic assumptions (1)	(3)	12	9	263
Actuarial (gains)/losses arising from changes in financial assumptions (1)	(6)	(26)	(32)	-
Adjustment of assets restriction's impact	-	-	-	-
IMPACT IN OCI AT 31/12/N	**(9)**	**(28)**	**(37)**	**249**

(1) Of which actuarial gains/losses related to experience adjustment.

CHANGE IN FAIR VALUE OF ASSETS

(in millions of euros)	31/12/2013			31/12/2012 Restated
	Eurozone	Outside Eurozone	All zones	All zones
Fair value of assets at 31/12/N-1	**323**	**1,028**	**1,351**	**1,274**
Translation adjustments	-	(26)	(26)	9
Interests on asset (income)	9	32	41	52
Actuarial gains/(losses)	1	11	12	14
Employer contributions	7	27	34	76
Employee contributions	-	10	10	11
Benefit plan changes, withdrawals and settlement	-	-	-	(15)
Changes in scope	(4)	-	(4)	(14)
Taxes, administrative expenses, and bonuses	-	-	-	-
Benefits paid out under the benefit plan	(21)	(46)	(67)	(56)
FAIR VALUE OF ASSETS AT 31/12/N	**315**	**1,036**	**1,351**	**1,351**

CHANGE IN FAIR VALUE OF REIMBURSEMENT RIGHTS

(in millions of euros)	31/12/2013			31/12/2012 Restated
	Eurozone	Outside Eurozone	All zones	All zones
Fair value of reimbursement rights at 31/12/N-1	**188**	**-**	**188**	**213**
Translation adjustments	-	-	-	-
Interests on reimbursement rights (income)	6	-	6	7
Actuarial gains/(losses)	(1)	-	(1)	(5)
Employer contributions	15	-	15	3
Employee contributions	-	-	-	-
Benefit plan changes, withdrawals and settlement	-	-	-	-
Changes in scope	28	-	28	(15)
Taxes, administrative expenses, and bonuses	-	-	-	-
Benefits paid out under the benefit plan	(1)	-	(1)	(15)
FAIR VALUE OF REIMBURSEMENT RIGHTS AT 31/12/N	**235**	**-**	**235**	**188**

NET POSITION

(in millions of euros)	31/12/2013			31/12/2012 Restated
	Eurozone	Outside Eurozone	All zones	All zones
Closing actuarial liability	**1,308**	**1,183**	**2,491**	**(2,500)**
Impact of asset restriction	-	-	-	-
Fair value of assets at end of period	**(315)**	**(1,036)**	**(1,351)**	**1,351**
NET POSITION OF ASSETS/(LIABILITIES) AT END OF PERIOD	**(993)**	**(147)**	**(1,140)**	**(1,149)**
Unrecognised past service costs (plan changes)	-	-	-	2
NET POSITION OF ASSETS/(LIABILITIES) AT 31/12/2012	**-**	**-**	**-**	**(1,147)**

DEFINED-BENEFIT PLANS: MAIN ACTUARIAL ASSUMPTIONS

	31/12/2013	31/12/2012 Restated
Discount rate(1)	2.83% to 3.43%	1% to 13%
Actual return on plan assets and on reimbursement rights	2.74% to 4.46%	2.07% to 5.05%
Expected salary increase rates(2)	1.94% to 2.62%	1.5% to 8.6%
Rate of change in medical costs	4.5%	N/A

(1) *Discount rates are determined as a function of the average duration of the commitment, that is the arithmetic mean of durations calculated between the assessment date and the payment date weighted by assumptions of staff turnover. The underlying use is the discount rate by reference to the iBoxx AA.*

(2) *Depending on the employees concerned (managers or non-managers).*

INFORMATION OF PLAN ASSETS: ALLOCATION OF ASSETS

	31/12/2013								
	Eurozone			Outside Eurozone			All zones		
(in millions of euros)	%	Amount	o/w listed	%	Amount	o/w listed	%	Amount	o/w listed
Equities	8.9%	49	38	22.2%	230	230	17.6%	279	268
Bonds	79.6%	436	426	51.8%	538	538	61.4%	974	964
Property/Real estate	4.0%	22	-	7.2%	75	-	6.1%	97	-
Other	7.5%	41	-	18.8%	195	-	14.9%	236	-

At 31 December 2013, the sensitivity analysis showed that:

- a 50 basis point increase in discount rates would reduce the commitment by 6.48%;
- a 50 basis point decrease in discount rates would increase the commitment by 6.86%.

7.5 Other employee benefits

Among the various collective variable compensation plans within Crédit Agricole S.A. Group, the *Rémunération variable collective* (RVC) is a global plan encompassing the discretionary incentive scheme and the compulsory profit-sharing scheme. The amount is calculated in accordance with the Company's performance as measured on the basis of Crédit Agricole S.A.'s net income Group share.

A given level of net income Group share will give rise to an entitlement equal to a given percentage of the total payroll.

The amount of the profit-sharing component is calculated in accordance with the standard legal formula and is deducted from the total RVC to obtain the amount of the discretionary incentive entitlement.

Other employee benefits: in France, the Group's main entities pay long-service awards. The amounts vary according to practices and collective bargaining agreements in place.

7.6 Share-based payments

7.6.1 STOCK OPTION PLAN

The Board of Directors of Crédit Agricole S.A. has implemented various stock option plans using the authorisations granted by the Extraordinary General Meeting of Shareholders of 17 May 2006.

The Board of Directors of Crédit Agricole S.A. implemented two stock option plans prior to 2013. No new plans were implemented in 2013.

The 2006 stock option plan expired on 5 October 2013. The exercise price was not reached.

2007 Stock option plan

Pursuant to the authorisation granted by the Extraordinary General Meeting of Shareholders of 17 May 2006, at its meeting of 17 July 2007, the Board of Directors of Crédit Agricole S.A. created a stock option plan for six employees who had joined the Group, at the exercise price of €29.99 per share, which is equal to the average price quoted during the twenty trading sessions preceding the date of the Board Meeting, with no discount.

2008 Stock option plan

Pursuant to the authorisation granted by the Extraordinary General Meeting of Shareholders of 17 May 2006, at its meeting of 15 July 2008, the Board of Directors of Crédit Agricole S.A. created a stock option plan, effective on 16 July 2008, for three employees who had joined the Group, at the exercise price of €14.42 per share, which is equal to the higher of 1) the undiscounted average opening price quoted during the 20 trading sessions preceding the date of the Board Meeting, or 2) 80% of the average purchase price for Crédit Agricole S.A. treasury shares.

Following the capital transactions of January 2007 and June 2008, the Board of Directors of Crédit Agricole S.A. adjusted the number of options and the exercise prices under the plan implemented in 2007.

The following tables show the attributes and general terms and conditions of the plans in place at 31 December 2013:

DESCRIPTION OF CRÉDIT AGRICOLE S.A. STOCK OPTION PLANS

Crédit Agricole S.A. stock option plans	**2007**	**2008**	**Total**
Date of General Meeting of Shareholders that authorised the plan	**17/05/2006**	**17/05/2006**	
Date of Board Meeting	17/07/2007	15/07/2008	
Option attribution date	17/07/2007	16/07/2008	
Life period	7 years	7 years	
Lock-up period	4 years	4 years	
First exercise date	17/07/2011	16/07/2012	
Expiry date	16/07/2014	15/07/2015	
Number of beneficiaries	6	3	
Number of options granted	136,992	74,000	210,992
Exercise price	€27.91	€14.42	
Performance conditions	no	no	
Conditions in case of departure from Group			
Resignation	forfeit	forfeit	
Dismissal	forfeit	forfeit	
Retirement	retain	retain	
Death	retain(1)	retain(1)	
Number of options			
Granted to Executive Officers	-	-	
Granted to the ten largest grantees	136,992	74,000	
Exercises in 2013	-	-	-
Forfeited and exercised since inception	32,233	-	32,233
NUMBER OF OPTIONS IN PLACE AT 31 DECEMBER 2013	**104,759**	**74,000**	**178,759**
Fair value (as a % of purchase price)	**22.70%**	**24.30%**	
Valuation method used	Black & Scholes	Black & Scholes	

(1) If heirs and successors exercise within 6 months following death.

STATISTICS ON CRÉDIT AGRICOLE S.A. STOCK OPTION PLANS

	2006	**2007**	**2008**	
Crédit Agricole S.A. stock option plans	**06/10/2006**	**17/07/2007**	**16/07/2008**	**Total**
Options in place at 31 December 2012	**11,539,550**	**104,759**	**74,000**	**11,718,309**
Options cancelled or matured in 2013	11,539,550	32,233	-	11,571,783
Options exercised in 2013	-	-	-	-
OPTIONS IN PLACE AT 31 DECEMBER 2013	**-**	**72,526**	**74,000**	**146,526**

Key assumptions used to value the stock option plans

Crédit Agricole S.A. values the options granted and recognises an expense determined on the date of grant of the plans based on the market value of the options on that date. The only assumptions that may be revised during the vesting period giving rise to an adjustment to the expense are those relating to the beneficiaries (options forfeited on resignation or dismissal).

STOCK OPTION PLANS

Date of grant	17/07/2007	16/07/2008
Estimated life	7 years	7 years
Rate of forfeiture	1.25%	1.25%
Estimated dividend rate	4.20%	6.37%
Volatility on the date of grant	28%	40%

The Black & Scholes model has been used for all Crédit Agricole S.A. stock option plans.

7.6.2. EMPLOYEE BONUS SHARE PLAN

Pursuant to the authorisations granted by the Extraordinary General Meeting of Shareholders of 18 May 2011, at its meeting of 9 November 2011, the Board of Directors decided to implement a bonus share plan to allow all employees of Crédit Agricole S.A. Group to participate in the Company's capital and success.

This plan provides for individual grants of 60 shares each to more than 82,000 Crédit Agricole S.A. employees in 58 countries. No condition of performance is required. The plan includes, however, two-restrictions: attendance during the vesting period and the prohibition to transfer or sell the shares during the lock-up period.

In France and a few other countries, the vesting period and the lock-up period each last for two years. Other countries have specific durations for these periods, tailored to local circumstances: such as a three-year lock-up period (in Spain and Italy) and a four-year vesting period (with no lock-up period in this case).

2013 marked the end of the vesting period of the plan set up in countries with a two-year vesting period, notably France, Italy and Poland. Consequently, Crédit Agricole S.A. increased its capital on 12 November 2013 and issued 3,569,460 new shares delivered to more than 59,000 employees. At the time of vesting on 12 November 2013, the Crédit Agricole S.A. share price stood at €9.126 compared with €5.03 when they were first granted on 9 November 2011.

7.6.3 DEFERRED VARIABLE COMPENSATION PAID IN SHARES OR IN CASH INDEXED TO THE SHARE PRICE

The deferred compensation plans implemented by the Group in respect of services rendered in 2012 comprise:

- equity-settled plans;
- cash-settled plans indexed on Crédit Agricole S.A. share price.

In both cases, variable compensation is subject to conditions of attendance and performance and deferred by thirds to March 2014, March 2015 and March 2016.

The expense related to these plans is recognised in compensation expenses on a straight-line basis over the vesting period to reflect the condition of attendance, along with an entry to:

- equity, in the case of equity-settled plans, with the expense being revalued solely on the basis of the estimated number of shares to be paid (in relation to the conditions of attendance and performance);
- liabilities to employees, in the case of cash-settled plans, with periodical revaluation of the liability through profit or loss until the settlement date, depending on the evolution of the share price and on vesting conditions (conditions of attendance and performance).

7.7 Executive compensation

Top Executives include all members of the Executive Committee, namely the Chief Executive Officer and Deputy Chief Executive Officers of Crédit Agricole S.A., the Chief Executive Officers of the main subsidiaries and the heads of the Group's core business activities.

Compensation and benefits paid to the members of the Executive Committee in 2013 were as follows:

- short term benefits: €29 million for fixed and variable compensation (€1,6 million of which paid in shares), including social security expenses and benefits in kind;
- post-employment benefits: €3.9 million for end-of-career benefits and for the supplementary pension plan for Group Senior Executive Officers;
- other long term benefits: the amount of long-service awards granted was not material;
- employment contract termination indemnities: not material;
- other payment in shares: not applicable.

Total Directors' fees paid to members of Crédit Agricole S.A. Board of Directors in 2013 in consideration for serving as Directors of Crédit Agricole S.A. amounted to €524,088.

These amounts include compensation and benefits paid to the Chief Executive Officer and Deputy Chief Executive Officers of Crédit Agricole S.A. shown in the section "Compensation policy", chapter 3 "Corporate governance" of the present registration document.

NOTE 8 Financing and guarantee commitments and other guarantees

Financing and guarantee commitments and other guarantees include discontinued or held-for-sale operations.

COMMITMENTS GIVEN AND RECEIVED

(in millions of euros)	31/12/2013	31/12/2012 Restated
Commitments given		
Financing commitments	**180,251**	**192,398**
Commitments given to credit institutions	46,020	49,796
Commitments given to customers	134,231	142,602
● Confirmed credit lines	111,329	114,787
Documentary credits	*6,836*	*9,613*
Other confirmed credit lines	*104,493*	*105,174*
● Other commitments given to customers	22,902	27,815
Guarantee commitments	**91,043**	**95,092**
Credit institutions	12,889	12,420
● Confirmed documentary credit lines	2,373	2,546
● Other	10,516	9,874
Customers	78,154	82,672
● Property guarantees	2,525	2,701
● Other customer guarantees	75,629	79,971
Commitments received		
Financing commitments	**107,195**	**106,458**
Commitments received from credit institutions	93,460	84,698
Commitments received from customers	13,735	21,760
Guarantee commitments	**201,687**	**264,353**
Commitments received from credit institutions(1)	67,104	67,463
Commitments received from customers	134,583	196,890
● Guarantees received from government bodies or similar institutions	16,868	19,853
● Other guarantees received	117,715	177,037

(1) *This line includes €14.7 billion of guarantee commitments related to the "Switch"* mechanism.

FINANCIAL INSTRUMENTS GIVEN AND RECEIVED AS COLLATERAL

(in millions of euros)	31/12/2013	31/12/2012 Restated
Carrying amount of financial assets provided as collateral (including transferred assets)		
Securities and receivables provided as collateral for the refinancing structures (SFEF, Banque de France, CRH, etc.)	182,179	189,389
Securities lent	6,113	11,555
Security deposits on market transactions	19,591	33,992
Securities sold under repurchase agreements	129,064	134,398
TOTAL CARRYING AMOUNT OF FINANCIAL ASSETS PROVIDED AS COLLATERAL	**336,947**	**369,334**
Fair value of instruments received as reusable and reused collateral		
Securities borrowed	2	330
Securities bought under repurchase agreements	270,453	286,213
Securities sold short	30,244	32,173
TOTAL FAIR VALUE OF INSTRUMENTS RECEIVED AS REUSABLE AND REUSED COLLATERAL	**300,699**	**318,716**

GUARANTEES HELD

Guarantees held and assets received as collateral by Crédit Agricole S.A. Group which it is allowed to sell or to use as collateral are mostly within Crédit Agricole S.A. for €127.5 billion. The majority of these are receivables pledged as collateral by the Regional Banks to Crédit Agricole S.A., as Crédit Agricole S.A. acts as the centralising body with regard to the external refinancing organisations. Crédit Agricole CIB also has €136.4 billion in assets received as collateral.

The majority of these guarantees consists of mortgage liens, collateral or guarantees received, regardless of the quality of the assets guaranteed. They are mainly related to repurchase agreements and securities pledged to guarantee brokerage transactions.

Crédit Agricole S.A. Group policy is to sell seized collateral as soon as possible. Crédit Agricole CIB and Crédit Agricole S.A. had no such assets at 31 December 2013.

RECEIVABLES RECEIVED AND PLEDGED AS COLLATERAL

At 31 December 2013, Crédit Agricole S.A. deposited €88.8 billion of receivables (mainly on behalf of the Regional Banks) for refinancing transactions to the Banque de France, compared to €95.5 billion at 31 December 2012, and €16.8 billion of receivables were deposited directly by subsidiaries.

At 31 December 2013, Crédit Agricole S.A. deposited €21.7 billion of receivables for refinancing transactions to the *Caisse de Refinancement de l'Habitat* on behalf of the Regional Banks, down from €22.1 billion at 31 December 2012, and €7.2 billion of receivables were deposited directly by LCL.

At 31 December 2013, €10.8 billion of receivables were still pledged as collateral by Crédit Agricole S.A. Group for 2009 refinancing transactions to SFEF (compared with €10.7 billion at 31 December 2012).

At 31 December 2013, €34.8 billion of Regional Banks and LCL receivables had been pledged as collateral for the covered bond issues of Crédit Agricole Home Loan SFH, a financial company wholly owned by Crédit Agricole S.A.

These processes, for which there is no transfer of contractual cash flows, do not form part of the asset transfers mentioned in item 6.6 "Transferred assets not derecognised or derecognised with on-going involvement".

NOTE 9 Reclassification of financial instruments

In 2013, the Group did not implement any reclassifications permitted by the amendment to IAS 39. Information on previous reclassifications is shown below.

The table below shows their value on the reclassification date, as well as the value, at 31 December 2013, of assets reclassified before this date and still included in the Group's assets at that date:

(in millions of euros)	Total reclassified assets		Assets reclassified in 2013			Assets reclassified before			
	Carrying amount 31/12/2013	Estimated market value at 31/12/2013	Reclassification value	Carrying amount 31/12/2013	Estimated market value 31/12/2013	Carrying amount 31/12/2013	Estimated market value 31/12/2013	Carrying amount 31/12/2012 Restated	Estimated market value 31/12/2012 Restated
Financial assets at fair value through profit or loss reclassified as loans and receivables	2,786	2,755	-	-	-	2,786	2,755	4,872	4,556
Available-for-sale financial assets reclassified as loans and receivables	-	-	-	-	-	-	-	-	-
TOTAL RECLASSIFIED ASSETS	**2,786**	**2,755**	**-**	**-**	**-**	**2,786**	**2,755**	**4,872**	**4,556**

CHANGE IN FAIR VALUE OF RECLASSIFIED ASSETS RECOGNISED IN PROFIT OR LOSS

No change in fair value has been recognised in profit or loss on assets reclassified since 2011.

CONTRIBUTION OF RECLASSIFIED ASSETS TO NET INCOME SINCE THE RECLASSIFICATION DATE

The contribution of the reclassified assets since the date of reclassification to net income for the year includes all gains, losses, income and expenses recognised in profit or loss or in other comprehensive income.

Analysis of the impact of the transferred assets:

IMPACT ON PRE-TAX INCOME SINCE RECLASSIFICATION DATE

	Reclassified assets in 2013		Assets reclassified before					
	Impact in 2013		Cumulative impact at 31/12/2012 Restated		Impact in 2013		Cumulative impact at 31/12/2013	
	Actual income and expenses recognised	If asset had been retained in its former category (change in fair value)	Actual income and expenses recognised	If asset had been retained in its former category (change in fair value)	Actual income and expenses recognised	If asset had been retained in its former category (change in fair value)	Actual income and expenses recognised	If asset had been retained in its former category (change in fair value)
Financial assets at fair value through profit or loss reclassified as loans and receivables	-	-	(171)	(541)	67	367	(104)	(174)
Available-for-sale financial assets reclassified as loans and receivables	-	-	-	-	-	-	-	-
TOTAL RECLASSIFIED ASSETS	**-**	**-**	**(171)**	**(541)**	**67**	**367**	**(104)**	**(174)**

NOTE 10 Fair value of financial instruments

Fair value is the price that would be received at the sale of an asset or paid to transfer a liability in a standard transaction between market participants at the measurement date.

Fair value is defined on the basis of an exit price.

The fair values shown below are estimates made on the reporting date using observable market data wherever possible. These are subject to change in subsequent periods due to developments in market conditions or other factors.

The calculations represent best estimates. They are based on a number of valuation models and assumptions. It is assumed that market participants act in their best economic interest. To the extent that these models contain uncertainties, the fair values shown may not be achieved upon actual sale or immediate settlement of the financial instruments concerned.

10.1 Fair value of financial assets and liabilities measured at amortised cost

Amounts presented below include accruals and prepayments and are net of impairment.

FINANCIAL ASSETS RECOGNISED AT COST AND MEASURED AT FAIR VALUE ON THE BALANCE SHEET

(in millions of euros)	Fair value at 31 December 2013	Quoted prices in active markets for identical instruments: level 1	Valuation based on observable data: level 2	Valuation based on unobservable data: level 3
Financial assets not measured at fair value on balance sheet				
Loans and receivables	**657,829**	**255**	**433,235**	**224,332**
Loans and receivables due from credit institutions	**372,832**	**181**	**366,889**	**5,762**
Current accounts and overnight loans	12,927	-	12,921	6
Accounts and term deposits	325,237	126	319,738	5,373
Pledged securities	53	-	11	42
Securities bought under repurchase agreements	28,977	-	28,977	-
Subordinated loans	556	55	167	334
Securities not quoted in an active market	4,992	-	4,985	7
Other loans and receivables	90	-	90	-
Loans and receivables due from customers	**284,997**	**74**	**66,346**	**218,577**
Trade receivables	14,006	-	168	13,838
Other customer loans	236,777	74	39,392	197,311
Securities bought under repurchase agreements	2,003	-	1,969	34
Subordinated loans	136	-	5	131
Securities not quoted in an active market	2,807	-	1	2,806
Insurance receivables	488	-	-	488
Reinsurance receivables	277	-	-	277
Advances in associates current accounts	15,155	-	11,903	3,252
Current accounts in debit	13,348	-	12,908	440
Held-to-maturity financial assets	**16,564**	**16,564**	**-**	**-**
Treasury bills and similar securities	12,909	12,909	-	-
Bonds and other fixed income securities	3,655	3,655	-	-
TOTAL FINANCIAL ASSETS OF WHICH FAIR VALUE IS DISCLOSED	**674,393**	**16,819**	**433,235**	**224,339**

The fair value hierarchy of financial assets is broken down according to the general observability criteria of the valuation inputs, pursuant to the principles defined under IFRS 13.

Level 1 applies to the fair value of financial assets quoted in active markets.

Level 2 applies to the fair value of financial assets with observable inputs. This includes market data relating to interest rate risk or credit risk when the latter can be revalued based on Credit Default Swaps (CDS) prices. Repurchase agreements with underlyings quoted in an active market are also included in level 2 of the hierarchy, as are financial assets with a demand component for which fair value is measured at unadjusted amortised cost.

Level 3 indicates the fair value of financial assets with unobservable inputs or for which some data can be revalued using internal models based on historical data. This mainly includes market data relating to credit risk or early redemption risk.

FINANCIAL LIABILITIES RECOGNISED AT COST AND MEASURED AT FAIR VALUE ON THE BALANCE SHEET

(in millions of euros)	Fair value at 31 December 2013	Quoted prices in active markets for identical Instruments: level 1	Valuation based on observable data: level 2	Valuation based on unobservable data: level 3
Financial liabilities not measured at fair value on balance sheet				
Due to credit institutions	**156,146**	**1,380**	**153,637**	**1,129**
Current accounts and overnight borrowing	22,831	1,088	21,738	5
Accounts and term deposits	102,650	292	101,234	1,124
Pledged securities	-	-	-	-
Securities sold under repurchase agreements	30,665	-	30,665	-
Due to customers	**477,137**	**3,063**	**364,732**	**109,342**
Current accounts in credit	120,829	-	120,716	113
Special savings accounts	233,564	-	197,025	36,539
Other amounts due to customers	109,791	124	38,667	71,000
Securities sold under repurchase agreements	11,263	2,939	8,324	-
Insurance liabilities	706	-	-	706
Reinsurance liabilities	353	-	-	353
Cash deposits received from cedants and retrocessionaires against technical insurance commitments	631	-	-	631
Debt securities	**156,462**	**75,005**	**81,312**	**145**
Subordinated debt	**29,501**	**25,229**	**4,272**	**-**
TOTAL FINANCIAL LIABILITIES OF WHICH FAIR VALUE IS DISCLOSED	**819,246**	**104,677**	**603,953**	**110,616**

The fair value hierarchy of financial liabilities is broken down according to the general observability criteria of the valuation inputs, pursuant to the principles defined under IFRS 13.

Level 1 applies to the fair value of financial liabilities quoted in active markets.

Level 2 applies to the fair value of financial liabilities with relevant observable inputs. This includes market data relating to interest rate risk or credit risk when the latter can be revalued based on Credit Default Swaps (CDS) prices. Repurchase agreements with underlyings quoted in an active market are also included in level 2 of the hierarchy, as are financial liabilities with a demand component for which fair value is measured at unadjusted amortised cost.

Level 3 indicates the fair value of financial liabilities with unobservable inputs or for which some data can be revalued using internal models based on historical data. This mainly includes market data relating to credit risk or early redemption risk.

In some cases, market values are close to carrying amounts. This applies primarily to:

- assets or liabilities at variable rates for which interest rate changes do not have a significant influence on the fair value, since the rates on these instruments frequently adjust themselves to the market rates;
- short term assets or liabilities where the redemption value is considered to be close to the market value;
- regulated instruments (*e.g.* regulated savings accounts) where prices are fixed by the government;
- demand assets or liabilities;
- transactions for which there are no reliable observable data.

10.2 Information about financial instruments measured at fair value

VALUATION METHODS

Financial instruments are valued by management information systems and checked by a team that reports to the Risk Management department and is independent from the market operators.

Valuations are based on the following:

- prices or inputs obtained from independent sources and/or validated by the Market Risk department using a series of available sources such as pricing service vendors, market consensus data and brokers;
- models validated by the Market Risk department's quantitative teams.

The valuation produced for each instrument is a mid-market valuation, which does not take account of the direction of the trade, the bank's aggregate exposure, market liquidity or counterparty quality. Adjustments are then made to the market valuations to incorporate those factors, as well as the potential uncertainties inherent in the models or inputs used.

The main types of valuation adjustments are the following:

Mark-to-market adjustments: these adjustments correct any potential variance between the mid-market valuation of an instrument obtained using internal valuation models and the associated inputs and the valuation obtained from external sources or market consensus data. These adjustments can be positive or negative.

Bid/ask reserves: these adjustments incorporate the bid/ask spread for a given instrument in order to reflect the price at which the position could be reversed. These adjustments are always negative.

Input uncertainty reserves: these adjustments incorporate any uncertainty that might exist as regards one or more of the inputs used. They differ from the mark-to-market adjustments described above in that they are not intended to correct an actual variance but to protect against an uncertainty. These adjustments are therefore always negative.

Model uncertainty reserves: these adjustments incorporate any uncertainty that might exist due to the choice of model used. These adjustments are always negative.

Furthermore, Crédit Agricole S.A. makes a credit valuation adjustment (CVA) to its derivative assets to reflect counterparty risk and a debit valuation adjustment or own credit risk (DVA) to its derivative liabilities to reflect the risk of non-execution.

The CVA factors in the credit risk associated with the counterparty (risk of non-payment of sums due in the event of default). It is calculated on an aggregate basis by counterparty according to the future exposure profile of the transactions after deducting any collateral. This adjustment is always negative and is deducted from the fair value of the financial assets.

The DVA factors in the risk carried by our counterparties. It is calculated on an aggregate basis by counterparty according to the future exposure profile of the transactions. This adjustment is always positive and is deducted from the fair value of the financial liabilities.

The CVA/DVA is calculated on the basis of an estimate of expected losses based on the probability of default and loss given default. The methodology used maximises the use of observable market inputs. It is based first and foremost on market inputs such as quoted CDSs when they are considered to be sufficiently liquid. In certain circumstances and in the absence of observable or relevant market inputs, historical default data may also be used.

BREAKDOWN OF FINANCIAL INSTRUMENTS AT FAIR VALUE BY VALUATION MODEL

FINANCIAL ASSETS MEASURED AT FAIR VALUE

(in millions of euros)	31/12/2013	Quoted prices in active markets for identical instruments: level 1	Valuation based on observable data: level 2	Valuation based on unobservable data: level 3
Financial assets held-for-trading	**281,627**	**45,610**	**231,868**	**4,149**
Loans and receivables due from customers	358	-	-	358
Securities bought under repurchase agreements	85,156	-	85,156	-
Securities held-for-trading	45,801	45,531	253	17
Treasury bills and similar securities	*35,360*	*35,170*	*190*	-
Bonds and other fixed income securities	*7,091*	*7,011*	*63*	*17*
Equities and other variable-income securities	*3,350*	*3,350*	-	-
Derivative instruments	150,312	79	146,459	3,774
Financial assets designated at fair value through profit or loss	**78,697**	**50,460**	**24,251**	**3,986**
Loans and receivables due from credit institutions	1,087	-	1,087	-
Loans and receivables due from customers	206	-	-	206
Assets backing unit-linked contracts	34,620	21,538	13,023	59
Securities designated at fair value through profit or loss	42,784	28,922	10,141	3,721
Treasury bills and similar securities	*5,941*	*5,941*	-	-
Bonds and other fixed income securities	*27,137*	*21,804*	*5,332*	*1*
Equities and other variable-income securities	*9,706*	*1,177*	*4,809*	*3,720*
Available-for-sale financial assets[(1)]	**260,730**	**229,005**	**28,836**	**2,889**
Treasury bills and similar securities	65,072	64,037	1,035	-
Bonds and other fixed income securities	174,759	151,601	22,251	907
Equities and other variable-income securities	20,899	13,367	5,550	1,982
Available-for-sale receivables	-	-	-	-
Hedging derivative instruments	**28,750**	**1,628**	**27,105**	**17**
TOTAL FINANCIAL ASSETS MEASURED AT FAIR VALUE	**649,804**	**326,703**	**312,060**	**11,041**
Transfers from level 1: Quoted prices in active markets for identical instruments			222	-
Transfers from level 2: Valuation based on observable data		3,780		4,146
Transfers from level 3: Valuation based on unobservable data		-	72	
TOTAL TRANSFERS TO EACH LEVEL		**3,780**	**294**	**4,146**

(1) *Excluding €45 million of SAS Rue La Boétie shares measured at amortised cost.*

Level 2 to Level 1 transfers mainly involve bonds whose characteristics meet the criteria specified for Level 1.

Level 2 to Level 3 transfers mainly involve interest rate derivatives.

(in millions of euros)	31/12/2012 Restated	Quoted prices in active markets for identical instruments: level 1	Valuation based on observable data: level 2	Valuation based on unobservable data: level 3
Financial assets held-for-trading	**330,102**	**47,922**	**279,161**	**3,019**
Loans and receivables due from customers	253	-	253	-
Securities bought under repurchase agreements	82,642	-	82,642	-
Securities held-for-trading	48,722	47,085	1,619	18
Treasury bills and similar securities	*34,920*	*34,903*	*17*	-
Bonds and other fixed income securities	*9,442*	*8,043*	*1,381*	*18*
Equities and other variable-income securities	*4,360*	*4,139*	*221*	-
Derivative instruments	198,485	837	194,647	3,001
Financial assets designated at fair value through profit or loss	**69,816**	**44,723**	**21,513**	**3,580**
Loans and receivables due from customers	222	-	-	222
Assets backing unit-linked contracts	33,433	21,001	12,369	63
Securities designated at fair value through profit or loss	36,161	23,722	9,144	3,295
Treasury bills and similar securities	*5,726*	*5,726*	-	-
Bonds and other fixed income securities	*21,819*	*16,786*	*5,032*	*1*
Equities and other variable-income securities	*8,616*	*1,210*	*4,112*	*3,294*
Available-for-sale financial assets	**260,620**	**223,279**	**36,066**	**1,275**
Treasury bills and similar securities	67,280	65,973	1,307	-
Bonds and other fixed income securities	171,239	142,802	28,165	272
Equities and other variable-income securities	22,078	14,504	6,571	1,003
Available-for-sale receivables	23	-	23	-
Hedging derivative instruments	**41,850**	**2,740**	**39,110**	**-**
TOTAL FINANCIAL ASSETS MEASURED AT FAIR VALUE	**702,388**	**318,664**	**375,850**	**7,874**

Transfers from level 1: Quoted prices in active markets for identical instruments			-	-
Transfers from level 2: Valuation based on observable data		-		-
Transfers from level 3: Valuation based on unobservable data		-	-	
TOTAL TRANSFERS TO EACH LEVEL		**-**	**-**	**-**

FINANCIAL LIABILITIES MEASURED AT FAIR VALUE

(in millions of euros)	31/12/2013	Quoted prices in active markets for identical instruments: level 1	Valuation based on observable data: level 2	Valuation based on unobservable data: level 3
Financial liabilities held-for-trading	**266,479**	**31,209**	**230,294**	**4,976**
Securities sold short	30,246	30,246	-	-
Securities sold under repurchase agreements	87,007	391	86,616	-
Debt securities	-	-	-	-
Derivative instruments	149,226	572	143,678	4,976
Financial liabilities designated at fair value through profit or loss	**30,465**	**1,840**	**23,406**	**5,219**
Hedging derivative instruments	**31,172**	**563**	**30,446**	**163**
TOTAL FINANCIAL LIABILITIES MEASURED AT FAIR VALUE	**328,116**	**33,612**	**284,146**	**10,358**

Transfers from level 1: Quoted prices in active markets for identical instruments			-	-
Transfers from level 2: Valuation based on observable data		-		8,039
Transfers from level 3: Valuation based on unobservable data		-	79	
TOTAL TRANSFERS TO EACH LEVEL		**-**	**79**	**8,039**

Level 2 to Level 3 transfers mainly involve interest rate derivatives and liabilities designated as at fair value through profit or loss with a Level 3 embedded derivative.

(in millions of euros)	31/12/2012 Restated	Quoted prices in active markets for identical instruments: level 1	Valuation based on observable data: level 2	Valuation based on unobservable data: level 3
Financial liabilities held-for-trading	**350,255**	**29,746**	**317,671**	**2,838**
Securities sold short	32,503	28,491	4,012	-
Securities sold under repurchase agreements	90,602	-	90,602	-
Debt securities	31,071	-	31,071	-
Derivative instruments	196,079	1,255	191,986	2,838
Financial liabilities designated at fair value through profit or loss	**-**	**-**	**-**	**-**
Hedging derivative instruments	**42,411**	**999**	**41,412**	**-**
TOTAL FINANCIAL LIABILITIES MEASURED AT FAIR VALUE	**392,666**	**30,745**	**359,083**	**2,838**

Transfers from level 1: Quoted prices in active markets for identical instruments			-	-
Transfers from level 2: Valuation based on observable data		-		-
Transfers from level 3: Valuation based on unobservable data		-	-	
TOTAL TRANSFERS TO EACH LEVEL		**-**	**-**	**-**

Financial instruments classified in level 1

Level 1 comprises all derivatives quoted in an active market (options, futures, etc.), regardless of their underlying (interest rate, exchange rate, precious metals, key stock indices), as well as equities and bonds quoted in an active market.

Corporate and government bonds and agencies that are valued on the basis of prices obtained from independent sources and updated regularly are classified in Level 1. This covers the bulk of all sovereign, agency and corporate bonds held. Issuers whose bonds are not quoted are classified in Level 3.

Financial instruments classified in level 2

The main financial instruments classified in Level 2 are:

- liabilities designated at fair value

  Financial liabilities designated at fair value are classified in Level 2 when their embedded derivative is deemed to be classified in Level 2;

- over-the-counter derivatives

  The main OTC derivatives classified in Level 2 are those valued using inputs considered to be observable and where the valuation technique does not generate any significant exposure to a model risk.

Level 2 therefore mainly includes:

- linear derivative products such as interest rate swaps, currency swaps and forward FX. They are valued using simple models widely used in the market, based either on directly observable inputs (foreign exchange rates, interest rates), or inputs derived from observable market prices (currency swaps);
- non-linear vanilla instruments such as caps, floors, swaptions, currency options, equity options and credit default swaps, including digital options. They are valued using simple models widely used in the market, based either on directly observable inputs (foreign exchange rates, interest rates, share prices) or inputs that can be derived from observable market prices (volatilities);
- simple exotic single-underlying instruments such as cancellable swaps, currency baskets of major currencies. They are valued using models that are sometimes slightly more complex but still widely used in the market. The inputs are mainly observable inputs and market prices, obtained notably from brokers and/or market consensus data, which can be used to corroborate internal valuations.

Financial instruments classified in level 3

Financial instruments classified in Level 3 are those which do not meet the conditions for classification in Level 1 or 2. They are therefore mainly financial instruments with a high model risk whose valuation requires substantial use of unobservable inputs.

The initial margin on all new transactions classified in Level 3 is reserved at the date of initial recognition. It is reintegrated in the profit or loss account either spread over the period during which the inputs are considered to be unobservable or in full on the date when the inputs become observable.

Level 3 therefore mainly comprises:

- Securities

  Level 3 securities are mainly unquoted equities or bonds for which no independent valuation is available;

- Liabilities designated at fair value through profit or loss

  Liabilities designated at fair value through profit or loss are classified in Level 3 when their embedded derivative is considered to be classified in Level 3;

- OTC derivatives

  Products that are not observable due to their underlying: some products, which are mostly classified in Level 2, may be considered to fall within Level 3 due to their underlying currency or maturity. An observability table defines the maximum maturity considered to be observable for each instrument/currency pair. Observability is a function of the input's liquidity and the availability of observable sources enabling its valuation.

Level 3 mainly comprises:

- interest-rate exposures or very long-dated currency swaps;
- exposures to non-linear long-dated products (interest rate, currency or shares) on key currencies/indices. It also includes vanilla options and simple exotic derivatives such as cancellable swaps;
- non-linear exposures to emerging market currencies.

Complex derivatives are classified in Level 3 as their valuation requires the use of unobservable inputs. The main exposures involved are:

- products whose underlying is the difference between two interest rates, such as options, binary options or exotic products. These products are based on a correlation between the two rates, which is considered to be unobservable due to reduced liquidity. The valuation of these exposures is nonetheless adjusted at the month-end on the basis of correlation levels derived from market consensus data;
- securitisation swaps generating an exposure to the prepayment rate. The prepayment rate is determined on the basis of historical data on similar portfolios. The assumptions and inputs used are checked regularly on the basis of actual prepayments;
- hybrid long term interest rate/FX products, such as Power Reverse Dual Currency notes, which mainly involve the USD/JPY currency pair or products whose underlying is a basket of currencies. The correlation parameters between interest rates and currencies as well as between the two interest rates are determined using an internal methodology based on historical data. Results are cross-checked against market consensus data to ensure that the overall method is coherent;
- multiple-underlying products generating an exposure to correlations, regardless of the underlyings concerned (interest rates, equities, credit, FX, inflation). This category includes cross-asset products such as dual range, emerging market currency baskets and credit default baskets. Correlations are determined conservatively as a function of the bank's aggregate exposure, based on historical data. If the diversity of correlations is high, exposures to each one remain measured;
- CDOs based on corporate credit baskets. The valuation model for these products uses both observable inputs (CDS prices) and unobservable inputs (default correlations). For the least liquid Senior tranches, the bank has introduced valuation inputs that are tailored to its assessment of the intrinsic risk of these exposures. Market risk of the CDO derivatives book was sold to a fund managed by Blue Mountain Capital in 2012;
- market risk on complex equity derivative portfolios was transferred to an external counterparty on 31 December 2013.

For most of these products, the table below shows the valuation techniques and the main unobservable inputs with their value interval. This analysis has been carried out on CIB's derivative instruments.

Instrument classes	Carrying amount *(in millions of euros)* Assets	Liabilities	Main product types comprising Level 3	Valuation technique used	Main unobservable inputs	Unobservable data interval
Interest rate derivatives	2,819	4,027	Long-dated cancellable products (cancellable swaps, cancellable zero coupon swaps)	Interest rate options valuation model	Forward volatility	-
			Options on interest rate differentials		CMS correlations	0%/100%
			Securitisation swaps	Prepayment modelling and discounted future cash flows	Prepayment rate	0%/50%
			Long-dated hybrid interest rate/exchange rate products (PRDC)	Interest rate/FX hybrid product valuation model	Interest rate/interest rate correlation	50%/80%
					Interest rate/FX correlation	-50%/50%
			Multiple-underlying products (dual range, etc.)	Valuation models for instruments with multiple underlyings	Fx/equity correlation	-50%/75%
					FX/FX correlation	-20%/50%
					Interest rate/equity correlation	-25%/75%
					Interest rate/interest rate correlation	-10%/100%
					Interest rate/FX correlation	-75%/75%
Credit derivatives	605	561	CDOs indexed to corporate credit baskets	Correlation projection techniques and expected cash flow modelling	Default correlations	50%/90%

NET VARIATIONS IN FINANCIAL INSTRUMENTS MEASURED AT FAIR VALUE ACCORDING TO LEVEL 3

FINANCIAL ASSETS MEASURED AT FAIR VALUE ACCORDING TO LEVEL 3

		Financial assets held-for-trading				
			Securities held-for-trading			
(in millions of euros)	**Total**	**Loans and receivables due from customers**	Bonds and other fixed income securities	Equities and other variable-income securities	**Total securities held-for-trading**	**Derivative instruments**
Opening balance (01/01/2013)	**7,874**	**-**	**18**	**-**	**18**	**3,001**
Gains or losses for the period	(1,064)	-	(8)	-	(8)	(1,153)
Recognised in profit or loss[1]	*(1,096)*	-	*(8)*	-	*(8)*	*(1,153)*
Recognised in other comprehensive income[1]	*32*	-	-	-	-	-
Purchases	2,002	-	-	-	-	948
Sales	(1,043)	-	(1)	-	(1)	(85)
Issues	-	-	-	-	-	-
Settlements	(802)	-	-	-	-	(800)
Reclassifications	3	-	-	-	-	-
Changes associated with scope	(3)	-	-	-	-	-
Transfers	4,074	358	8	-	8	1,863
Transfers to level 3	*4,146*	*358*	*8*	-	*8*	*1,935*
Transfers from level 3	*(72)*	-	-	-	-	*(72)*
CLOSING BALANCE (31/12/2013)	**11,041**	**358**	**17**	**-**	**17**	**3,774**

(1) Gains and losses arising from financial assets on the balance sheet at closing date amount to €302 million.

Financial assets designated at fair value through profit or loss					Available-for-sale financial assets			
		Securities designated at fair value through profit or loss						
Assets backing unit-linked contracts	**Loans and receivables due from customers**	Bonds and other fixed income securities	Equities and other variable-income securities	**Total securities designated at fair value through profit or loss**	**Treasury bills and similar securities**	**Bonds and other fixed income securities**	**Equities and other variable-income securities**	**Hedging derivative instruments**
63	**222**	**1**	**3,294**	**3,295**	**-**	**272**	**1,003**	**-**
5	(16)	-	61	61	-	15	32	-
5	*(16)*	-	*61*	*61*	-	*15*	-	-
-	-	-	-	-	-	-	*32*	-
-	-	-	784	784	-	-	270	-
(9)	-	-	(559)	(559)	-	(126)	(263)	-
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	(2)	-
-	-	-	-	-	-	-	3	-
-	-	-	-	-	-	-	(3)	-
-	-	-	140	140	-	746	942	17
-	-	-	*140*	*140*	-	*746*	*942*	*17*
-	-	-	-	-	-	-	-	-
59	**206**	**1**	**3,720**	**3,721**	**-**	**907**	**1,982**	**17**

Financial liabilities measured at fair value according to Level 3

(in millions of euros)	Total	Financial liabilities held-for-trading: Derivative instruments	Financial liabilities designated at fair value through profit or loss	Hedging derivative instruments
Opening balance (01/01/2013)	**2,838**	**2,838**	**-**	**-**
Gains or losses for the period	(478)	(478)	-	-
Recognised in profit or loss[1]	*(478)*	*(478)*	-	-
Recognised in other comprehensive income[1]	-	-	-	-
Purchases	650	650	-	-
Sales	(147)	(147)	-	-
Issues	130	-	-	130
Settlements	(592)	(592)	-	-
Reclassifications	-	-	-	-
Changes associated with scope	-	-	-	-
Transfers	7,960	2,708	5,219	33
Transfers to level 3	*8,039*	*2,787*	*5,219*	*33*
Transfers out of level 3	*(79)*	*(79)*	-	-
CLOSING BALANCE (31/12/2013)	**10,361**	**4,979**	**5,219**	**163**

(1) *Gains and losses on financial liabilities held in the balance sheet at the closing date stood at -€616 million.*

The net change in fair value of assets and liabilities classified in Level 3 amounts to -€4,356 million at 31 December 2013 and comprises the following :

- change in gains and losses of the period for -€586 millions;
- net purchases of +€456 millions;
- net issues of -€130 millions;
- net settlements for -€210 million, largely linked to the deleveraging plan in respect of interest rate activities in run-off;
- net transfers of financial instruments in the amount of -€3,886 million, of which -€850 million related to transfers from Level 2 to Level 3, of interest rate derivatives with CMS correlation in Euro and USD, +€358 million in respect of customer assets and +€1,688 million in securities accounted for as available-for-sale assets and -€5,219 related to liabilities designated at fair value through profit or loss.

The fair value amount (and variation) on these products alone is not however representative. Indeed, these products are largely hedged by others, more simple and individually valued, using data considered as observable. The valuations (and variations) of these hedging products, largely symmetrical with those of products valued on the basis of data considered as unobservable, do not appear in the table above.

SENSITIVITY ANALYSIS FOR FINANCIAL INSTRUMENTS MEASURED USING LEVEL 3 VALUATION TECHNIQUES

The use of unobservable inputs introduces uncertainty, which we have assessed below using a sensitivity calculation on instruments valued using these inputs. This analysis was carried out on CIB's derivative instruments.

As regards interest-rate derivatives, two key inputs are considered to be unobservable, requiring products valued on this basis to be classified in Level 3: correlation and prepayment rates (*i.e.* early repayment).

Correlation

Many products are sensitive to a correlation input. However, this input is not unique and there are many different types of correlation including:

- forward correlation between two successive index in the same currency: *e.g.* 2-year CMS/10-year CMS;
- interest rate/interest rate correlation (different indices): *e.g.* Libor 3M USD/Libor 3M EUR;
- interest rate/FX correlation (or Quanto): *e.g.* USD/JPY – USD;
- equity/equity correlation;
- equity/FX correlation;
- equity/interest rate correlation;
- FX/FX correlation.

Although correlation positions involving equity indices have increased compared with end-2012, the two key exposures to correlation remain:

- interest rate/FX correlation, mainly USD/JPY-USD, USD/JPY-JPY on the Long term FX book (ex PRDC) and EUR/GBP-EUR on the Hybrid instruments book;
- interest rate/interest rate correlation.

Prepayment rate

The prepayment rate is the rate of early repayment on securitisation portfolios, whether voluntary or involuntary (default). As the nominal amount of securitisation swaps is adjusted automatically to the nominal amount of the underlying portfolio, with no mark-to-market payment, the prepayment rate plays a significant part in their valuation.

However, although this input is not observable, the valuation model used is extremely conservative. The valuation used is defined as the lower of the valuation obtained using the fastest prepayment rate and that obtained using a slower than expected prepayment rate. A "normal" variation in the prepayment rate will therefore have no material impact on the valuation.

The results presented below have been obtained by applying the following shocks:

- correlations between successive index in the same currency (*i.e.* CMS correlations): 3%;
- cross-asset correlations (*e.g.* Equity/FX or IR/Equity) and between two interest-rate curves in different currencies: 5%;

The result of the stress test is obtained by adding up the absolute values obtained. For each correlation type, we took the absolute values by currency and by book, therefore assuming that the correlations were not correlated among themselves. For the CMS correlations, we considered the various underlyings independently (*e.g.* 1y10y, 2y10y).

Taking account of the fact that correlations are updated regularly and are checked periodically notably against market consensus data, the shocks used at 31/12/2013 appear sufficient to cover the extent of uncertainty that could exist over their level on the reporting date.

At 31/12/2013, sensitivity to the inputs used in the interest rate derivative models therefore came to +/- €14.4 million.

The scope other than interest rate derivatives concerns the super senior ABS CDO tranches: the extent of uncertainty is estimated at a flat rate (10% change in loss scenarios).

At 31 December 2013, sensitivity to inputs used to value CDOs with US mortgage underlyings was +/- €2 million.

The table below summarises the sensitivity impacts. This analysis was carried out on CIB's derivative instruments.

(in millions of euros)	Impacts on valuation at 31/12/2013
Interest rate derivatives	**+/-14.4**
Long Term FX	+/-3.5
Hybrid instruments	+/-3.2
Structured interest rate instruments	+/-6.2
Cross assets	+/-1.2
Other	+/-0.3
Super senior ABS CDO tranches	**+/-2**
TOTAL	**+/-16.4**

10.3 Estimated impact of inclusion of the margin at inception

The deferred margin is the portion of the margin that is not booked upon initial recognition. It comprises the difference between the transaction price paid or received for a financial instrument upon initial recognition and its fair value on that date.

It concerns Level 3 financial instruments for which fair value is determined on the basis of complex valuation models using unobservable inputs.

The deferred margin is reintegrated in the profit or loss account either spread over the period during which the inputs are considered to be unobservable or in full on the date when the inputs become observable.

(in millions of euros)	31/12/2013	31/12/2012 Restated
Deferred margin at 1 January	**102**	**162**
Margin generated by new transactions during the period	15	32
Recognised in net income during the period	-	-
Amortisation and cancelled/reimbursed/matured transactions	(55)	(92)
Effects of inputs or products reclassified as observable during the period	-	-
DEFERRED MARGIN AT THE END OF THE PERIOD	**62**	**102**

NOTE 11 Events after the reporting period

11.1 Specific guarantees provided by the Regional Banks to Crédit Agricole S.A. (Switch)

By the amendment signed on 19 December 2013, Crédit Agricole S.A. and the Regional Banks decided to extend the guarantee base granted by the Regional Banks to Crédit Agricole S.A. on 23 December 2011 to Crédit Agricole S.A.'s equity investment in Crédit Agricole Assurances (CAA). The new guarantees are effective from 2 January 2014 and allow the transfer of the regulatory requirements related to the shares held by Crédit Agricole S.A. in the Regional Banks (CCI/CCA) and in Crédit Agricole Assurances (CAA). The guarantee amounts to €14.7 billion for CCI/CCA and €9.2 billion for Crédit Agricole Assurances (CAA).

At the same time, on 2 January 2014, Crédit Agricole S.A. repaid the entire remaining balance of the shareholders' advance agreed by the Regional Banks and of the hybrid capital securities "T3CJ", *i.e.* a total of €1.4 billion.

As of 2 January 2014, the guarantees transfer to the Regional Banks the risk of a decrease in the equity-accounted value of shares held by Crédit Agricole S.A. in the Regional Banks (CCI/CCA) and in Crédit Agricole Assurances (CAA), which is accounted for using the equity method. They cover a fixed equity-accounted value of €23.9 billion (€14.7 billion for CCI/CCA since 23 December 2011 and €9.2 billion for CAA since 2 January 2014).

The guarantees are backed by €8.1 billion in security deposits, which will be used over the long term to replenish the cash repaid for the T3CJ and the shareholder advance (€4.2 billion in 2011 and €1.4 billion on 2 January 2014) and provide additional long term funds.

The security deposits are calibrated to show the capital savings generated by Crédit Agricole S.A.

In the event of a decrease in the equity-accounted value, the Regional Banks bear the loss in value for up to the maximum amount covered, *i.e.* €23.9 billion, with a clawback provision.

If the guarantees are used, the corresponding compensation is deducted by Crédit Agricole S.A. from the security deposits, which are in turn replenished by the Regional Banks in line with new regulatory requirements.

The maturity of the total guarantees remains unchanged (1 March 2027).

The general mechanism for the system is similar to the first tranche of the transaction, but the substance of the contract is now treated as an insurance contract, due to the existence of an overall insurance risk, according to IFRS 4.

11.2 The asset quality review of the European Central Bank (AQR)

Before transferring the supervision of approximately 130 European banks to the ECB in November 2014, European supervisors announced that a quality review of banks' balance sheets, and particularly their assets (AQR or "Asset Quality Review"), would be conducted between October 2013 and October 2014.

Crédit Agricole Group is among the banks included in this assessment. Consequently, the Group's Finance and Risk departments have begun to prepare for this review, which will be conducted by the supervisory authorities. Moreover, the closing of Crédit Agricole S.A. Group's accounts at 31 December 2013 was prepared in line with current IFRS standards and accounting principles applicable within the Group.

NOTE 12 Scope of consolidation at 31 December 2013

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
French retail banking							
Banking and financial institutions							
Banque Chalus		France	Equity	25.0	25.0	25.0	25.0
Banque Thémis		France	Full	100.0	100.0	95.1	95.1
Caisse régionale Alpes Provence		France	Equity	25.2	25.2	25.2	25.2
Caisse régionale Alsace Vosges		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Aquitaine		France	Equity	29.3	29.3	29.3	29.3
Caisse régionale Atlantique Vendée		France	Equity	25.6	25.6	25.6	25.6
Caisse régionale Brie Picardie		France	Equity	27.3	27.2	27.3	27.2
Caisse régionale Centre Est		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Centre France		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Centre Loire		France	Equity	27.7	27.7	27.7	27.7
Caisse régionale Centre-Ouest		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Champagne Bourgogne		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Charente Maritime - Deux Sèvres		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Charente Périgord		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Côtes d'Armor		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale de l'Anjou et du Maine		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale des Savoie		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Finistère		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Franche Comté		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Guadeloupe		France	Equity	27.2	27.2	27.2	27.2
Caisse régionale Ille et Vilaine		France	Equity	26.0	26.0	26.0	26.0
Caisse régionale Languedoc		France	Equity	25.7	25.7	25.7	25.7
Caisse régionale Loire - Haute Loire		France	Equity	25.4	25.4	25.4	25.4
Caisse régionale Lorraine		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Martinique		France	Equity	28.2	28.2	28.2	28.2
Caisse régionale Morbihan		France	Equity	27.7	27.5	27.7	27.5
Caisse régionale Nord de France		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Nord Midi-Pyrénées		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Nord-Est		France	Equity	26.4	26.4	26.4	26.4
Caisse régionale Normandie		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Normandie Seine		France	Equity	25.6	25.6	25.6	25.6
Caisse régionale Paris et Île de France		France	Equity	25.5	25.5	25.5	25.5
Caisse régionale Provence - Côte d'Azur		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Pyrénées Gascogne		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Réunion		France	Equity	25.0	25.0	25.0	25.0
Caisse régionale Sud Méditerranée		France	Equity	25.0	25.0	25.0	25.0
CRCAM *Sud Med. Suc.*	O	Spain	Equity	25.0	25.0	25.0	25.0
Caisse régionale Sud Rhône Alpes		France	Equity	25.7	25.8	25.7	25.8
Caisse régionale Toulouse 31		France	Equity	26.5	26.5	26.5	26.5

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control		% interest	
				31/12/2013	31/12/2012	31/12/2013	31/12/2012
Caisse régionale Touraine Poitou		France	Equity	26.3	26.2	26.3	26.2
Caisse régionale Val de France		France	Equity	25.0	25.0	25.0	25.0
Cofam		France	Equity	25.4	25.4	25.4	25.4
Interfimo		France	Full	99.0	99.0	94.1	94.1
LCL		France	Full	95.1	95.1	95.1	95.1
Mercagentes		Spain	Equity	25.0	25.0	20.6	20.6
Sircam		France	Equity	25.4	25.4	25.4	25.4
Lease financing companies							
Locam		France	Equity	25.4	25.4	25.4	25.4
Investment companies							
Bercy Participations		France	Equity	25.5	25.5	25.5	25.5
CA Centre France Développement		France	Equity	25.0	25.0	20.8	20.8
CACF Immobilier		France	Equity	25.0	25.0	25.0	25.0
CADS Développement		France	Equity	25.0	25.0	25.0	25.0
Calixte Investissement		France	Equity	25.0	25.0	25.0	25.0
Crédit Agricole Centre Est Immobilier		France	Equity	25.0	25.0	25.0	25.0
L'Immobilière d'À Côté		France	Equity	25.2	25.2	25.2	25.2
Nord Capital Investissement		France	Equity	25.0	25.0	26.6	26.6
Nord-Est Champagne Agro Partenaires		France	Equity	26.4	26.4	26.4	26.4
Nord Est Expansion		France	Equity	26.4	26.4	26.4	26.4
Prestimmo		France	Equity	25.0	25.0	25.0	25.0
Sepi		France	Equity	25.0	25.0	25.0	25.0
Sequana		France	Equity	25.0	25.0	25.0	25.0
Socadif		France	Equity	25.5	25.5	25.7	25.7
Crédit Agricole FC Investissement	I1	France	Equity	25.0	-	25.0	-
CAM Énergie SAS	I1	France	Equity	25.0	-	25.0	-
Other							
Adret Gestion		France	Equity	25.0	25.0	25.0	25.0
Alsace Élite		France	Equity	25.0	25.0	23.7	23.7
Anjou Maine Gestion		France	Equity	25.0	25.0	25.0	25.0
Aquitaux Rendement		France	Equity	29.3	29.3	29.3	29.3
CL Verwaltungs und Beteiligungsgesellschaft GmbH		Germany	Full	100.0	100.0	95.1	95.1
CA Aquitaine Agences Immobilières		France	Equity	29.3	29.3	29.3	29.3
CA Aquitaine Immobilier		France	Equity	29.3	29.3	29.3	29.3
CA Participations		France	Equity	25.0	25.0	25.0	25.0
Caapimmo 4		France	Equity	25.2	25.2	24.9	24.9
Caapimmo 6		France	Equity	25.2	25.2	25.2	25.2
CAP Actions 2		France	Equity	25.2	25.2	25.2	25.2
CAP Obligataire		France	Equity	25.2	25.2	25.2	25.2
CAP Régulier 1		France	Equity	25.2	25.2	25.2	25.2
CAPI Centre-Est		France	Equity	25.0	25.0	25.0	25.0
Caryatides Finance		France	Equity	25.0	25.0	25.0	22.0
Centre France Location Immobilière		France	Equity	25.0	25.0	25.0	25.0
Crédit Lyonnais Développement Économique (CLDE)		France	Full	100.0	100.0	95.1	95.1

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
Crédit Lyonnais Europe	E4	France	Full	-	100.0	-	95.1
Emeraude Croissance		France	Equity	26.0	26.0	26.0	26.0
Europimmo		France	Equity	25.0	25.0	25.0	25.0
Financière PCA		France	Equity	25.0	25.0	25.0	25.0
Finarmor Gestion		France	Equity	25.0	25.0	25.0	25.0
Fonds dédié Elstar		France	Equity	25.0	25.0	25.0	25.0
Force Alsace		France	Equity	25.0	25.0	25.0	25.0
Force CACF	E1	France	Equity	-	25.0	-	25.1
Force Charente Maritime – Deux Sèvres		France	Equity	25.0	25.0	25.0	25.0
Force Iroise		France	Equity	25.0	25.0	25.0	25.0
Force Languedoc		France	Equity	25.7	25.7	26.4	25.8
Force Lorraine Duo		France	Equity	25.0	25.0	25.0	25.0
Force Profile 20		France	Equity	25.6	25.6	25.7	25.7
Force Run		France	Equity	25.0	25.0	25.0	25.0
Force Toulouse Diversifié		France	Equity	26.5	26.5	26.5	26.5
Force 4		France	Equity	25.0	25.0	25.0	25.0
Green Island		France	Equity	25.0	25.0	25.0	25.0
Immobilière de Picardie		France	Equity	27.3	27.2	27.3	27.2
Inforsud Gestion		France	Equity	25.0	25.0	22.2	22.2
Morbihan Gestion		France	Equity	27.7	27.5	27.7	27.6
Nacarat		France	Equity	25.0	25.0	7.7	7.7
NMP Gestion		France	Equity	25.0	25.0	25.0	25.0
Nord de France Immobilier		France	Equity	25.0	25.0	25.0	25.0
NS Immobilier Finance		France	Equity	25.0	25.0	25.0	25.0
Ozenne Institutionnel		France	Equity	26.5	26.5	26.5	26.6
PCA IMMO		France	Equity	25.0	25.0	25.0	25.0
PG IMMO		France	Equity	25.0	25.0	25.0	25.0
Pyrénées Gascogne Altitude		France	Equity	25.0	25.0	25.0	25.0
Pyrénées Gascogne Gestion		France	Equity	25.0	25.0	25.0	25.0
S.A.S. Immnord		France	Equity	25.0	25.0	25.0	25.0
SAS Brie Picardie Expansion		France	Equity	27.3	27.2	27.3	27.2
SCI Euralliance Europe		France	Equity	25.0	25.0	25.0	25.0
SCI Les Fauvins		France	Equity	25.2	25.2	25.2	25.2
Scica HL		France	Equity	25.4	25.4	25.1	25.1
Square Habitat Lorraine	E2	France	Equity	-	25.0	-	25.0
Sud Rhône Alpes Placement		France	Equity	25.7	25.8	25.9	26.0
Toulouse 31 Court Terme		France	Equity	26.5	26.5	26.5	26.5
Val de France Rendement		France	Equity	25.0	25.0	25.0	25.0
Voix du Nord Investissement		France	Equity	25.0	25.0	6.3	6.3
PG Invest	I1	France	Equity	25.0	-	25.0	-
Tourism - property development							
Franche Comté Développement Foncier		France	Equity	25.0	25.0	25.0	25.0
Franche Comté Développement Immobilier		France	Equity	25.0	25.0	25.0	25.0
Nord Est Optimmo S.A.S.		France	Equity	26.4	26.4	26.4	26.4
S.A. Foncière de l'Erable		France	Equity	25.0	25.0	25.0	25.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control		% interest	
				31/12/2013	31/12/2012	31/12/2013	31/12/2012
S.A.S. Arcadim Fusion		France	Equity	25.0	25.0	25.0	25.0
SCI Crystal Europe		France	Equity	25.0	25.0	25.0	25.0
SCI Quartz Europe		France	Equity	25.0	25.0	25.0	25.0
Aquitaine Immobilier Investissement	I2	France	Equity	29.3	-	29.3	-
Normandie Seine Foncière	I1	France	Equity	25.6	-	25.6	-
International retail banking							
Banking and financial institutions							
Banca Popolare Friuladria S.p.A.		Italy	Full	80.2	80.2	60.1	60.1
Bankoa		Spain	Equity	30.0	30.0	28.7	28.7
BES (Banco Espirito Santo)		Portugal	Equity	10.8	10.8	20.1	20.2
BNI Madagascar	O4	Madagascar	Full	51.0	51.0	51.0	51.0
Cariparma		Italy	Full	75.0	75.0	75.0	75.0
Carispezia		Italy	Full	80.0	80.0	60.0	60.0
Centea	E4	Belgium	Equity	-	5.0	-	22.1
Crédit Agricole Bank Polska S.A.		Poland	Full	100.0	100.0	100.0	100.0
Crédit Agricole Banka Srbija a.d. Novi Sad		Serbia	Full	100.0	100.0	100.0	100.0
Crédit Agricole Egypt S.A.E.		Egypt	Full	60.5	60.5	60.2	60.2
Crédit Agricole Financement		Switzerland	Equity	36.4	40.0	33.3	35.9
Crédit Agricole Polska S.A.		Poland	Full	100.0	100.0	100.0	100.0
Credit Agricole Romania		Romania	Full	99.7	99.7	99.7	99.7
Crédit du Maroc		Morocco	Full	78.6	77.4	78.6	77.4
Emporiki Bank	E2	Greece	Full	-	100.0	-	100.0
Credit Agricole Bank Albania S.A.		Albania	Full	100.0	100.0	100.0	100.0
Crédit Agricole Bulgaria	O4	Bulgaria	Full	100.0	100.0	100.0	100.0
Emporiki Bank Cyprus	E2	Cyprus	Full	-	85.2	-	85.2
Europabank		Belgium	Equity	5.0	5.0	22.1	22.1
Lukas Finanse S.A.		Poland	Full	100.0	100.0	100.0	100.0
PJSC Crédit Agricole		Ukraine	Full	100.0	100.0	100.0	100.0
Crelan SA	O1	Belgium	Equity	5.0	5.0	22.1	22.1
Crelan Insurance SA	O	Belgium	Equity	5.0	5.0	22.1	22.1
Credit Agricole Serivce sp z o.o.	O	Poland	Full	100.0	100.0	100.0	100.0
Other							
Belgium CA S.A.S.		France	Equity	10.0	10.0	33.1	33.1
Bespar		Portugal	Equity	26.4	26.4	26.4	26.4
Emporiki Group Finance P.l.c.	E2	United Kingdom	Full	-	100.0	-	100.0
IUB Holding		France	Full	100.0	100.0	100.0	100.0
Keytrade		Belgium	Equity	5.0	5.0	22.1	22.1
Specialised financial services							
Banking and financial institutions							
Aetran Administrative Dientverlening B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Agos S.p.A.		Italy	Full	61.0	61.0	61.0	61.0
Alsolia		France	Equity	20.0	20.0	20.0	20.0
Antera Incasso B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Assfibo Financieringen B.V.		Netherlands	Full	100.0	100.0	100.0	100.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
BCC Credito Consumo		Italy	Equity	40.0	40.0	24.4	24.4
Climauto	E3	France	Full	-	100.0	-	100.0
Crealfi		France	Full	51.0	51.0	51.0	51.0
Credibom		Portugal	Full	100.0	100.0	100.0	100.0
Credicom Consumer Finance Bank S.A.		Greece	Full	100.0	100.0	100.0	100.0
Crediet Maatschappij “De Ijssel” B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Crédit Agricole Commercial Finance Polska S.A.		Poland	Full	100.0	100.0	100.0	100.0
Crédit Agricole Consumer Finance		France	Full	100.0	100.0	100.0	100.0
Crédit Agricole Consumer Finance Nederland		Netherlands	Full	100.0	100.0	100.0	100.0
Creditplus Bank AG		Germany	Full	100.0	100.0	100.0	100.0
Credium Slovakia, a.s.		Slovaquie	Full	100.0	100.0	100.0	100.0
Dan-Aktiv	O4	Denmark	Full	100.0	100.0	100.0	100.0
De Kredietdesk B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Dealerservice B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
DMC Groep N.V.		Netherlands	Full	100.0	100.0	100.0	100.0
DNV B.V.	O2	Netherlands	Full	-	100.0	-	100.0
EFL Services		Poland	Full	100.0	100.0	100.0	100.0
Eurofactor AG (Germany)		Germany	Full	100.0	100.0	100.0	100.0
Eurofactor France	E4	France	Full	-	100.0	-	100.0
Eurofactor Italia S.p.A.		Italy	Full	100.0	100.0	100.0	100.0
Eurofactor S.A./NV (Belgium)	E4	Belgium	Full	-	100.0	-	100.0
Eurofactor Hispania S.A.	O1	Spain	Full	100.0	100.0	100.0	100.0
Eurofactor S.A. (Portugal)		Portugal	Full	100.0	100.0	100.0	100.0
Eurofintus Financieringen B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Euroleenlijn B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
FC France S.A.		France	Proportionate	50.0	50.0	50.0	50.0
FGA Bank Germany GmbH		Germany	Proportionate	50.0	50.0	50.0	50.0
FGA Bank GmbH		Austria	Proportionate	50.0	50.0	50.0	50.0
FGA Capital Belgium S.A.		Belgium	Proportionate	50.0	50.0	50.0	50.0
FGA Capital Danmark A/S		Denmark	Proportionate	50.0	50.0	50.0	50.0
FGA Capital Hellas S.A.		Greece	Proportionate	50.0	50.0	50.0	50.0
FGA Capital IFIC		Portugal	Proportionate	50.0	50.0	50.0	50.0
FGA Capital Ireland Plc		Ireland	Proportionate	50.0	50.0	50.0	50.0
FGA Capital Netherlands B.V.		Netherlands	Proportionate	50.0	50.0	50.0	50.0
FGA Capital Re Limited	O1	Ireland	Proportionate	50.0	50.0	50.0	50.0
FGA Capital S.p.A.		Italy	Proportionate	50.0	50.0	50.0	50.0
FGA Capital Spain EFC S.A.		Spain	Proportionate	50.0	50.0	50.0	50.0
FGA Capital UK Ltd.		United Kingdom	Proportionate	50.0	50.0	50.0	50.0
FGA Distribuidora		Portugal	Proportionate	50.0	50.0	50.0	50.0
FGA Insurance Hellas S.A.		Greece	Proportionate	50.0	50.0	50.0	50.0
FGA Leasing Polska		Poland	Proportionate	50.0	50.0	50.0	50.0
FGA Leasing GmbH		Austria	Proportionate	50.0	50.0	50.0	50.0
FGA Wholesale UK Ltd.		United Kingdom	Proportionate	50.0	50.0	50.0	50.0
FGA BANK Polska	O1	Poland	Proportionate	50.0	50.0	50.0	50.0
Fidis Finance Polska Sp. Zo.o.	E4	Poland	Proportionate	-	50.0	-	50.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
Fidis Finance S.A.		Switzerland	Proportionate	50.0	50.0	50.0	50.0
Financierings Data Netwerk B.V.		Netherlands	Full	44.0	44.0	44.0	44.0
Financieringsmaatschappij Mahuko N.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Finaref AB	O4	Sweden	Full	100.0	100.0	100.0	100.0
Finaref AS	O4	Norway	Full	100.0	100.0	100.0	100.0
Finaref OY	O4	Finland	Full	100.0	100.0	100.0	100.0
Finata Bank N.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Finata Sparen N.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Finata Zuid-Nederland B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
FL Auto SNC		France	Proportionate	50.0	50.0	50.0	50.0
FL Location SNC		France	Proportionate	50.0	50.0	50.0	50.0
FORSO Denmark		Denmark	Proportionate	50.0	50.0	50.0	50.0
FORSO Finland		Finland	Proportionate	50.0	50.0	50.0	50.0
FORSO Norway		Norway	Proportionate	50.0	50.0	50.0	50.0
FORSO Sweden		Sweden	Proportionate	50.0	50.0	50.0	50.0
GAC – Sofinco Auto Finance Co. Ltd.		China	Equity	50.0	50.0	50.0	50.0
IDM Finance B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
IDM Financieringen B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
IDM lease maatschappij N.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Iebe Lease B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
InterBank N.V.	O2	Netherlands	Full	-	100.0	-	100.0
J.J.P. Akkerman Financieringen B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Krediet '78 B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Logos Finanziaria S.p.A.	E4	Italy	Full	-	94.8	-	57.8
Mahuko Financieringen B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Matriks N.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Menafinance		France	Proportionate	50.0	50.0	50.0	50.0
Money Care B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
New Theo		United Kingdom	Full	100.0	100.0	100.0	100.0
NVF Voorschotbank B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Regio Kredietdesk B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Ribank	O2	Netherlands	Full	-	100.0	-	100.0
Sedef		France	Full	100.0	100.0	100.0	100.0
Tunisie Factoring		Tunisia	Equity	36.4	36.4	36.4	36.4
Ucalease	E3	France	Full	-	100.0	-	100.0
VoordeelBank B.V.		Netherlands	Full	100.0	100.0	100.0	100.0
Wafasalaf		Morocco	Equity	49.0	49.0	49.0	49.0
Theofinance LTD	O	Mauritius	Full	100.0	100.0	100.0	100.0
Theofinance SA	O	Uruguay	Full	100.0	100.0	100.0	100.0
Theofinance AG	O	United Kingdom	Full	100.0	100.0	100.0	100.0
Lease financing companies							
Auxifip		France	Full	100.0	100.0	100.0	100.0
Carefleet S.A.		Poland	Full	100.0	100.0	100.0	100.0
Crédit Agricole Leasing & Factoring		France	Full	100.0	100.0	100.0	100.0
CAL Espagne	O	France	Full	100.0	100.0	100.0	100.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
Crédit Agricole Leasing Italia		Italy	Full	100.0	100.0	78.7	78.7
Crédit du Maroc Leasing		Morocco	Full	100.0	100.0	85.7	84.9
Credium		Czech Republic	Full	100.0	100.0	100.0	100.0
CAL Hellas	O1	Greece	Full	100.0	100.0	100.0	100.0
Emporiki Rent Long Term Leasing of Vehicles S.A.		Greece	Full	100.0	99.7	100.0	99.7
Etica	E4	France	Full	-	100.0	-	100.0
Europejski Fundusz Leasingowy (E.F.L.)		Poland	Full	100.0	100.0	100.0	100.0
FAL Fleet Services S.A.S.		France	Proportionate	50.0	50.0	50.0	50.0
FGA Capital Services Spain S.A.		Spain	Proportionate	50.0	50.0	50.0	50.0
FGA Contracts UK Ltd.		United Kingdom	Proportionate	50.0	50.0	50.0	50.0
Finamur		France	Full	100.0	100.0	100.0	100.0
Green FCT Lease		France	Full	100.0	100.0	100.0	100.0
Leasys S.p.A.		Italy	Proportionate	50.0	50.0	50.0	50.0
Lixxbail		France	Full	100.0	100.0	100.0	100.0
Lixxcourtage		France	Full	100.0	100.0	100.0	100.0
Lixxcredit		France	Full	100.0	100.0	100.0	100.0
NVA (Négoce Valorisation des actifs)	E4	France	Full	-	99.9	-	99.9
Unifergie		France	Full	100.0	100.0	100.0	100.0
Ucafleet	I2	France	Equity	35.0	-	35.0	-
Investment companies							
Argence Investissement S.A.S.		France	Full	100.0	100.0	100.0	100.0
Argence Participation	E3	France	Full	-	100.0	-	100.0
Nordic Consumer Finance A/S	O4	Denmark	Full	100.0	100.0	100.0	100.0
Insurance							
ARES Reinsurance Ltd.		Ireland	Full	100.0	100.0	61.0	61.0
Other							
CCDS (Carte Cadeaux Distribution Services)		France	Equity	49.0	49.0	49.0	49.0
Crédit LIFT		France	Full	100.0	100.0	100.0	100.0
Eda		France	Full	100.0	100.0	100.0	100.0
EFL Finance S.A.		Poland	Full	100.0	100.0	100.0	100.0
Emporiki Credicom Insurance Brokers S.A.	E3	Greece	Full	-	100.0	-	100.0
GEIE Argence Développement	E3	France	Full	-	100.0	-	100.0
Sofinco Participations		France	Full	100.0	100.0	100.0	100.0
Teotys		France	Full	100.0	100.0	100.0	100.0
Savings management							
Banking and financial institutions							
ABC-CA Fund Management CO		China	Equity	33.3	33.3	24.5	24.5
Amundi		France	Full	100.0	100.0	73.6	73.6
Amundi London Branch	O3	United Kingdom	Full	100.0	100.0	73.6	73.6
Amundi AI London Branch	O3	United Kingdom	Full	100.0	100.0	73.6	73.6
Amundi Nederland (Amsterdam)	O	Netherlands	Full	100.0	100.0	73.6	73.6
Amundi Deutschland	O	Germany	Full	100.0	100.0	73.6	73.6
Amundi Hong-Kong branch	O	Hong Kong	Full	100.0	100.0	73.6	73.6
Amundi (UK) Ltd.		United Kingdom	Full	100.0	100.0	73.6	73.6

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
Amundi AI Holding	E4	France	Full	-	100.0	-	73.6
Amundi AI S.A.S.		France	Full	100.0	100.0	73.6	73.6
Amundi Finance		France	Full	100.0	100.0	73.6	73.6
Amundi Group		France	Full	73.6	73.6	73.6	73.6
Amundi Hellas MFMC S.A.		Greece	Full	100.0	100.0	73.6	73.6
Amundi Hong Kong Ltd.		Hong Kong	Full	100.0	100.0	73.6	73.6
Amundi Iberia S.G.I.I.C S.A.		Spain	Full	100.0	100.0	84.5	84.5
Amundi Immobilier		France	Full	100.0	100.0	73.6	73.6
Amundi India Holding		France	Full	100.0	100.0	73.6	73.6
Amundi Intermédiation		France	Full	100.0	100.0	73.6	73.6
Amundi Investment Solutions	E4	France	Full	-	100.0	-	73.6
Amundi Investments USA LLC		United States	Full	100.0	100.0	73.6	73.6
Amundi Japan		Japan	Full	100.0	100.0	73.6	73.6
Amundi Japan Holding		Japan	Full	100.0	100.0	73.6	73.6
Amundi Japan Securities Cy Ltd.		Japan	Full	100.0	100.0	73.6	73.6
Amundi Luxembourg S.A.		Luxembourg	Full	100.0	100.0	73.6	73.6
Amundi Private Equity Funds		France	Full	100.0	100.0	73.6	73.6
Amundi Real Estate Italia SGR S.p.A.		Italy	Full	100.0	100.0	73.6	73.6
Amundi SGR S.p.A.		Italy	Full	100.0	100.0	73.6	73.6
Amundi Singapore Ltd.		Singapore	Full	100.0	100.0	73.6	73.6
Amundi Singapore Ltd Brunei Branch	O	Brunei	Full	100.0	100.0	73.6	73.6
Amundi Suisse		Switzerland	Full	100.0	100.0	73.6	73.6
Amundi Tenue de Comptes		France	Full	100.0	100.0	73.6	73.6
Amundi USA Inc		United States	Full	100.0	100.0	73.6	73.6
Amundi Malaysia Sdn Bhd	I1	Malaysia	Full	100.0	-	73.6	-
WAFA Gestion	I1	Morocco	Equity	34.0	-	25.0	-
BFT Gestion		France	Full	100.0	100.0	73.6	73.6
CA (Suisse) S.A.		Switzerland	Full	100.0	100.0	97.8	97.8
CA (Suisse) Hong Kong Branch	O	Hong Kong	Full	100.0	100.0	97.8	97.8
CA (Suisse) Singapour Branch	O	Singapore	Full	100.0	100.0	97.8	97.8
CA Brasil DTVM		Brazil	Full	100.0	100.0	97.8	97.8
CA Indosuez Gestion		France	Full	100.0	100.0	97.8	97.8
CA Indosuez Private Banking		France	Full	100.0	100.0	97.8	97.8
CA Luxembourg		Luxembourg	Full	100.0	100.0	97.8	97.8
Crédit Agricole Luxembourg (Espagne)	O3	Spain	Full	100.0	100.0	97.8	97.8
Crédit Agricole Luxembourg (Belgique)	I2	Belgium	Full	100.0		97.8	
CACEIS (Canada) Ltd.		Canada	Full	100.0	100.0	85.0	85.0
CACEIS FA USA Inc.	E4	United States	Full	-	100.0	-	85.0
CACEIS (USA) Inc.		United States	Full	100.0	100.0	85.0	85.0
CACEIS Bank Deutschland GmbH		Germany	Full	100.0	100.0	85.0	85.0
CACEIS BANK France		France	Full	100.0	100.0	85.0	85.0
CACEIS Bank Luxembourg		Luxembourg	Full	100.0	100.0	85.0	85.0
CACEIS Bank Luxembourg, Dublin Branch	O	Ireland	Full	100.0	100.0	85.0	85.0
CACEIS Bank Luxembourg, Amsterdam Branch	O	Netherlands	Full	100.0	100.0	85.0	85.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
CACEIS Bank Luxembourg, Brussels Branch	O	Belgium	Full	100.0	100.0	85.0	85.0
CACEIS Bank Luxembourg, Milan Branch	O	Italy	Full	100.0	100.0	85.0	85.0
CACEIS Belgium		Belgium	Full	100.0	100.0	85.0	85.0
CACEIS Corporate Trust		France	Full	100.0	100.0	85.0	85.0
CACEIS Fund Administration		France	Full	100.0	100.0	85.0	85.0
CACEIS Ireland Limited		Ireland	Full	100.0	100.0	85.0	85.0
CACEIS Netherlands N.V.	E4	Netherlands	Full	-	100.0	-	85.0
CACEIS Switzerland S.A.		Switzerland	Full	100.0	100.0	85.0	85.0
Clam Philadelphia		France	Full	100.0	100.0	73.6	73.6
CPR AM		France	Full	100.0	100.0	73.6	73.6
Crédit Agricole Suisse (Bahamas) Ltd.		Bahamas	Full	100.0	100.0	97.8	97.8
Crédit Foncier de Monaco		Monaco	Full	70.1	70.1	67.4	67.4
Etoile Gestion		France	Full	100.0	100.0	73.6	73.6
Finanziaria Indosuez International Ltd.		Switzerland	Full	100.0	100.0	97.8	97.8
Fund Channel		Luxembourg	Equity	50.0	50.0	36.8	36.8
IKS KB		Czech Republic	Full	100.0	100.0	73.6	73.6
Investor Service House S.A.		Luxembourg	Full	100.0	100.0	85.0	85.0
NH-CA Asset Management Ltd.		South Korea	Equity	40.0	40.0	29.4	29.4
Partinvest S.A.		Luxembourg	Full	100.0	100.0	85.0	85.0
Société Générale Gestion (S2G)		France	Full	100.0	100.0	73.6	73.6
State Bank of India Fund Management		India	Equity	37.0	37.0	27.2	27.2
Amundi Polska	I2	Poland	Full	100.0	-	73.6	-
Amundi Smith Breeden	I3	United States	Full	100.0	-	73.6	-
Amundi Finance Emissions	I1	France	Full	100.0	-	73.6	-
Acajou	O	France	Full	100.0	100.0	73.6	73.6
Stockbrokers							
Crédit Agricole Van Moer Courtens	E4	Luxembourg	Full	-	92.2	-	90.1
Investment companies							
CACEIS S.A.		France	Full	85.0	85.0	85.0	85.0
Insurance							
Predica		France	Full	100.0	100.0	100.0	100.0
Predica - Prévoyance Dialogue du Crédit Agricole	O	Spain	Full	100.0	100.0	100.0	100.0
Pacifica		France	Full	100.0	100.0	100.0	100.0
Médicale de France		France	Full	99.8	99.8	99.8	99.8
Assurances Mutuelles Fédérales		France	Full	100.0	100.0	100.0	100.0
Foncière Hypersud	E3	France	Proportionate	-	51.4	-	51.4
BES Seguros		Portugal	Full	50.0	50.0	55.0	55.1
CA Assicurazioni		Italy	Full	100.0	100.0	100.0	100.0
CACI Life Limited		Ireland	Full	100.0	100.0	100.0	100.0
CACI Vie	O	France	Full	100.0	100.0	100.0	100.0
CACI Vita	O	Italy	Full	100.0	100.0	100.0	100.0
CACI Non Life Limited		Ireland	Full	100.0	100.0	100.0	100.0
CACI Non Vie	O	France	Full	100.0	100.0	100.0	100.0
CACI DANNI	O	Italy	Full	100.0	100.0	100.0	100.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
CACI Reinsurance Ltd.		Ireland	Full	100.0	100.0	100.0	100.0
Space Holding (Ireland) Limited		Ireland	Full	100.0	100.0	100.0	100.0
Space Lux		Luxembourg	Full	100.0	100.0	100.0	100.0
Crédit Agricole Assurances (CAA)		France	Full	100.0	100.0	100.0	100.0
Crédit Agricole Creditor Insurance (CACI)		France	Full	100.0	100.0	100.0	100.0
Spirica		France	Full	100.0	100.0	100.0	100.0
Crédit Agricole Life		Greece	Full	100.0	100.0	100.0	100.0
Crédit Agricole Life Insurance Company Japan Ltd.		Japan	Full	100.0	100.0	100.0	100.0
Crédit Agricole Life Insurance Europe		Luxembourg	Full	100.0	100.0	99.9	99.9
CALI Europe Succursale France	O	France	Full	100.0	100.0	99.9	99.9
CALI Europe Succursale Pologne	O	Poland	Full	100.0	100.0	99.9	99.9
Crédit Agricole Reinsurance S.A.		Luxembourg	Full	100.0	100.0	100.0	100.0
Crédit Agricole Vita S.p.A.		Italy	Full	100.0	100.0	100.0	100.0
Dolcea Vie		France	Full	100.0	100.0	100.0	100.0
Finaref Risques Divers		France	Full	100.0	100.0	100.0	100.0
Finaref Vie		France	Full	100.0	100.0	100.0	100.0
Finaref Assurances		France	Full	100.0	100.0	100.0	100.0
UCITS							
Federval		France	Full	100.0	100.0	100.0	100.0
GRD1		France	Full	100.0	100.0	100.0	100.0
GRD2		France	Full	100.0	100.0	100.0	100.0
GRD3		France	Full	100.0	100.0	100.0	100.0
GRD4		France	Full	100.0	100.0	100.0	100.0
GRD5		France	Full	100.0	100.0	100.0	100.0
GRD7		France	Full	100.0	100.0	100.0	100.0
GRD8		France	Full	94.7	94.7	94.7	94.7
GRD9		France	Full	98.5	98.5	98.5	98.5
GRD10		France	Full	100.0	100.0	100.0	100.0
GRD11		France	Full	100.0	100.0	100.0	100.0
GRD12		France	Full	100.0	100.0	100.0	100.0
GRD13	I1	France	Full	100.0	-	100.0	-
GRD14		France	Full	100.0	100.0	100.0	100.0
GRD16		France	Full	100.0	100.0	100.0	100.0
GRD17		France	Full	100.0	100.0	100.0	100.0
GRD18		France	Full	100.0	100.0	100.0	100.0
GRD19		France	Full	100.0	100.0	100.0	100.0
GRD20		France	Full	100.0	100.0	100.0	100.0
GRD21	I1	France	Full	100.0	-	100.0	-
Predicant A1 FCP		France	Full	100.0	100.0	100.0	100.0
Predicant A2 FCP		France	Full	100.0	100.0	100.0	100.0
Predicant A3 FCP		France	Full	100.0	100.0	100.0	100.0
BFT opportunité		France	Full	100.0	100.0	100.0	100.0
Edram opportunités		France	Full	100.0	100.0	100.0	100.0
FCPR CAA COMP	O	France	Full	100.0	100.0	100.0	100.0
Predica 2005 FCPR A		France	Full	100.0	100.0	100.0	100.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
Predica 2006 FCPR A		France	Full	100.0	100.0	100.0	100.0
FCPR Predica 2007	O	France	Full	100.0	100.0	100.0	100.0
FCPR Predica 2008	O	France	Full	100.0	100.0	100.0	100.0
FCPR Predica Secondaire I	O	France	Full	100.0	100.0	100.0	100.0
FCPR Predica Secondaires II	O	France	Full	100.0	100.0	100.0	100.0
Predica Secondaires III	I3	France	Full	100.0	-	100.0	-
FCPR Roosevelt Investissements		France	Full	100.0	100.0	100.0	100.0
Predica 2010	O	France	Full	100.0	100.0	100.0	100.0
Predica 2006-2007 FCPR		France	Full	100.0	100.0	100.0	100.0
Amundi GRD 22 FCP	I1	France	Full	99.0	-	99.0	-
Prediquant Stratégies	I1	France	Full	100.0	-	100.0	-
Prediquant Opportunité		France	Full	100.0	100.0	100.0	100.0
FCPR UI Cap Santé A		France	Full	100.0	100.0	100.0	100.0
FCPR CAA France croissance 2 A		France	Full	100.0	100.0	100.0	100.0
CAA Priv.Financ.	O	France	Full	100.0	100.0	100.0	100.0
Amundi Corporate 3 Anni	I2	Italy	Full	89.0	-	89.0	-
FCPR UI CAP AGRO	I2	France	Full	100.0	-	100.0	-
FCPR CAA 2013	I2	France	Full	100.0	-	100.0	-
Objectif Long Terme FCP	I1	France	Full	100.0	-	100.0	-
Premium Green TV 26/07/22	I1	Ireland	Full	100.0	-	100.0	-
Premium Green 4.7% EMTN 08/08/21	I1	Ireland	Full	100.0	-	100.0	-
Premium Green 4.54%06-13.06.21	I1	Ireland	Full	100.0	-	100.0	-
Premium Green TV 22	I1	Ireland	Full	100.0	-	100.0	-
Premium Green 4.5575%21 EMTN	I1	Ireland	Full	100.0	-	100.0	-
Premium GR 0% 28	I3	Ireland	Full	94.9	-	94.9	-
Premium Green 4.56%06-21	I1	Ireland	Full	100.0	-	100.0	-
Premium Green 4.52%06-21 EMTN	I1	Ireland	Full	100.0	-	100.0	-
Premium Green TV 06/22	I1	Ireland	Full	100.0	-	100.0	-
Premium Green TV 07/22	I1	Ireland	Full	100.0	-	100.0	-
Premium Green TV06-16 EMTN	I1	Ireland	Full	100.0	-	100.0	-
Premium Green 4.72%12-250927	O	Ireland	Full	78.9	78.9	78.9	78.9
Premium Green TV2027	O	Ireland	Full	75.9	75.9	75.9	75.9
Premium Green TV07-17 EMTN	I1	Ireland	Full	100.0	-	100.0	-
Premium Green TV 07-22	I1	Ireland	Full	100.0	-	100.0	-
Premium Green TV23/05/2022 EMTN	I1	Ireland	Full	100.0	-	100.0	-
Premium Green PLC 4.30%2021	I1	Ireland	Full	100.0	-	100.0	-
Premium Green 4.33%06-29/10/21	I1	Ireland	Full	100.0	-	100.0	-
CAA 2013-3	I3	France	Full	100.0	-	100.0	-
LRP – CPT janvier 2013 0.30 13-21 11/01A	I3	Luxembourg	Full	84.2	-	84.2	-
Real estate collective investment fund							
Predica OPCI Bureau		France	Full	100.0	100.0	100.0	100.0
Predica OPCI Commerces		France	Full	100.0	100.0	100.0	100.0
Predica OPCI Habitation		France	Full	100.0	100.0	100.0	100.0
OPCI Camp Invest	I1	France	Full	69.0	-	69.0	-
OPCI Iris Invest 2010	I1	France	Full	80.0	-	80.0	-

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
OPCI Messidor	I1	France	Full	94.0	-	94.0	-
SCI							
SCI Le Village Victor Hugo	O	France	Full	96.4	96.4	96.4	96.4
SCI Federlondres	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 139	I1	France	Full	100.0	-	100.0	-
CAA 2013-2	I3	France	Full	100.0	-	100.0	-
CNP ACP OBLIG	I1	France	Proportionate	50.3	-	50.3	-
SCI Fédérale Pereire Victoire	O	France	Full	99.0	99.0	99.0	99.0
SCI Fédérale Villiers	O	France	Full	100.0	100.0	100.0	100.0
SCI Federcom	O	France	Full	100.0	100.0	100.0	100.0
SCI Federpierre	O	France	Full	100.0	100.0	100.0	100.0
CNP ACP 10 FCP	I1	France	Proportionate	50.2	-	50.2	-
SCI Federlog	O	France	Full	99.9	99.9	99.9	99.9
SCI Valhubert	O	France	Full	100.0	100.0	100.0	100.0
SCI Porte des Lilas – Frères Flavien	O	France	Full	100.0	100.0	100.0	100.0
SCI MEDI Bureaux	O	France	Full	100.0	100.0	100.0	100.0
SCI BMEDIC Habitation	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 1	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 4	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 5	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 6	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 11	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 13	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 17	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 18	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 20	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 32	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 33	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 34	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 35	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 36	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 37	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 38	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 39	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 42	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 43	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 44	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 47	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 48	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 51	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 52	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 54	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 57	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 58	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 60	O	France	Full	100.0	100.0	100.0	100.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
SCI Imefa 61	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 62	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 63	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 64	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 67	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 68	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 69	O	France	Full	100.0	100.0	100.0	100.0
SA Resico	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 72	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 73	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 74	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 76	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 77	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 78	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 79	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 80	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 82	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 84	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 85	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 89	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 91	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 92	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 96	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 100	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 101	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 102	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 103	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 104	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 105	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 107	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 108	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 109	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 110	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 112	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 113	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 115	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 116	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 117	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 118	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 120	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 121	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 122	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 123	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 126	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 128	O	France	Full	100.0	100.0	100.0	100.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
SCI Imefa 129	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 131	O	France	Full	100.0	100.0	100.0	100.0
SCI Imefa 132	O	France	Full	100.0	100.0	100.0	100.0
SCI Pacifica Hugo	O	France	Full	100.0	100.0	100.0	100.0
SCI Grenier Vellef	O	France	Full	100.0	100.0	100.0	100.0
Other							
Amundi Informatique Technique Services		France	Full	99.8	99.5	75.9	75.7
CACI Gestion		France	Full	100.0	100.0	99.0	99.0
Crédit Agricole Private Banking		France	Full	100.0	100.0	97.8	97.8
SAS Caagis		France	Full	50.0	50.0	62.9	62.9
SCI La Baume		France	Full	100.0	100.0	97.8	97.8
Via Vita		France	Full	100.0	100.0	100.0	100.0
Corporate and investment banking							
Banking and financial institutions							
Al BK Saudi Al Fransi - BSF		Saudi Arabia	Equity	31.1	31.1	30.4	30.4
Crédit Agricole CIB Algérie Bank Spa	O1	Algeria	Full	100.0	100.0	97.8	97.8
Crédit Agricole CIB Australia Ltd.		Australia	Full	100.0	100.0	97.8	97.8
Crédit Agricole CIB China Ltd.		China	Full	100.0	100.0	97.8	97.8
Crédit Agricole CIB Merchant Bank Asia Ltd.	E1	Singapore	Full	-	100.0	-	97.8
Crédit Agricole CIB S.A.		France	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Gulf)		United Arab Emirates	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (South Korea)		South Korea	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Spain)		Spain	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (India)		India	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Japan)		Japan	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Singapore)		Singapore	Full	97.8	97.8	97.8	97.8
Credit Agricole CIB (Bangkok)	E1	Thailand	Full	-	97.8	-	97.8
Crédit Agricole CIB (UK)		United Kingdom	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Hong-Kong)		Hong Kong	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (New-York)		United States	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Taipei)		Taiwan	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Luxembourg)		Luxembourg	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Finland)		Finland	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Vietnam)		Vietnam	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Germany)		Germany	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Sweden)		Sweden	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB (Italy)		Italy	Full	97.8	97.8	97.8	97.8
Crédit Agriciole CIB (Belgium)		Belgium	Full	97.8	97.8	97.8	97.8
Credit Agricole CIB S.A. Oddzial w Polsce	E1	Poland	Full	-	97.8	-	97.8
Crédit Agricole CIB (Miami)		United States	Full	97.8	97.8	97.8	97.8
Crédit Agricole CIB Services Private Ltd.		India	Full	100.0	100.0	97.8	97.8
Crédit Agricole CIB ZAO Russia		Russia	Full	100.0	100.0	97.8	97.8
Himalia Plc		United Kingdom	Full	100.0	100.0	97.8	97.8

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
Newedge Group	O4	France	Proportionate	50.0	50.0	48.9	48.9
Newedge (Dubai)	O	United Arab Emirates	Proportionate	50.0	50.0	48.9	48.9
Newedge (Honk-Kong)	O	Hong Kong	Proportionate	50.0	50.0	48.9	48.9
Newedge (Geneva)	O	Switzerland	Proportionate	50.0	50.0	48.9	48.9
Newedge (Zurich)	O	Switzerland	Proportionate	50.0	50.0	48.9	48.9
Newedge Financial Singapore Pte Ltd.	O	Singapore	Proportionate	50.0	50.0	48.9	48.9
Altura Markets	O	Spain	Proportionate	50.0	25.0	48.9	24.4
Newedge Broker Hong-Kong Ltd.	O	Hong Kong	Proportionate	50.0	50.0	48.9	48.9
Newedge Financial Hong-Kong Ltd.	O	Hong Kong	Proportionate	50.0	50.0	48.9	48.9
Newedge Australia PTY Ltd.	O	Australia	Proportionate	50.0	50.0	48.9	48.9
Newedge Representações Ltda.	O	Brazil	Proportionate	50.0	50.0	48.9	48.9
Newedge Canada Inc.	O	Canada	Proportionate	50.0	50.0	48.9	48.9
Citic Calyon Financial Brokerage Corp, Ltd	O	China	Equity	42.0	21.0	41.1	20.5
Newedge UK Financial Ltd.	O	United Kingdom	Proportionate	50.0	50.0	48.9	48.9
Cube Financial Holding Ltd.	O	United Kingdom	Proportionate	50.0	50.0	48.9	48.9
Newedge Broker India PTE Ltd.	O	India	Proportionate	50.0	50.0	48.9	48.9
Newedge Japan Inc.	O	Japan	Proportionate	50.0	50.0	48.9	48.9
Newedge USA LLC	O	United States	Proportionate	50.0	50.0	48.9	48.9
Newedge Facilities Management Inc.	O	United States	Proportionate	50.0	50.0	48.9	48.9
Stockbrokers							
Crédit Agricole Cheuvreux Espana S.A.	E2	Spain	Full	-	100.0	-	97.8
Crédit Agricole Cheuvreux International Ltd.	E2	United Kingdom	Full	-	100.0	-	97.8
Crédit Agricole Cheuvreux Nordic AB	E2	Sweden	Full	-	100.0	-	97.8
Crédit Agricole Cheuvreux North America Inc.	E2	United States	Full	-	100.0	-	97.8
Crédit Agricole Cheuvreux S.A.	E2	France	Full	-	100.0	-	97.8
Crédit Agricole Securities Asia BV (Tokyo)		Japan	Full	100.0	100.0	97.8	97.8
CLSA Americas LLC	I2/E2	United States	Full	-	-	-	-
Investment companies							
Banco Crédit Agricole Brasil S.A.		Brazil	Full	100.0	100.0	97.8	97.8
Calyce Plc		United Kingdom	Full	100.0	100.0	97.8	97.8
Clifap		France	Full	100.0	100.0	97.8	97.8
Clinfim	E3	France	Full	-	100.0	-	97.8
Compagnie Française de l'Asie (CFA)		France	Full	100.0	100.0	97.8	97.8
Crédit Agricole CIB Air Finance S.A.		France	Full	100.0	100.0	97.8	97.8
Crédit Agricole Securities Asia BV	O1	Netherlands	Full	100.0	100.0	97.8	97.8
Crédit Agricole CIB Finance (Guernsey) Ltd.		United Kingdom	Full	99.9	99.9	97.7	97.7
Crédit Agricole CIB Financial Prod. (Guernsey) Ltd.		United Kingdom	Full	99.9	99.9	97.7	97.7
Crédit Agricole CIB Global Banking		France	Full	100.0	100.0	97.8	97.8
Crédit Agricole Global Partners Inc.	O1	United States	Full	100.0	100.0	97.8	97.8
Crédit Agricole CIB Holdings Ltd.		United Kingdom	Full	100.0	100.0	97.8	97.8
Crédit Agricole Securities USA Inc.		United States	Full	100.0	100.0	97.8	97.8
Crédit Lyonnais Securities Asia BV	E2	Netherlands	Full	-	100.0	-	97.8
Doumer Finance S.A.S.		France	Full	100.0	100.0	97.8	97.8
Ester Finance		France	Full	100.0	100.0	97.8	97.8

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
Fininvest		France	Full	98.3	98.3	96.1	96.1
Fletirec		France	Full	100.0	100.0	97.8	97.8
I.P.F.O.		France	Full	100.0	100.0	97.8	97.8
CLSA Financial Products Ltd	O3	Bermuda	Full	100.0	-	97.8	-
Crédit Agricole Securities Taiwan (CAST)	O3	Taiwan	Full	100.0	-	97.8	-
Indosuez CM II Inc.	O	United States	Full	100.0	100.0	97.8	97.8
L.F. Investment L.P.	O	United States	Full	100.0	100.0	97.8	97.8
Crédit Agricole North America Inc.	O	United States	Full	100.0	100.0	97.8	97.8
L.F. Investment Inc.	O	United States	Full	100.0	100.0	97.8	97.8
Insurance							
CAIRS Assurance S.A.		France	Full	100.0	100.0	97.8	97.8
Other							
CAL Conseil	O1	Luxembourg	Full	100.0	100.0	97.8	97.8
Calixis Finance		France	Full	100.0	100.0	97.8	97.8
Calliope SRL		Italy	Full	100.0	100.0	97.8	65.5
Crédit Agricole Asia Shipfinance Ltd.		Hong Kong	Full	100.0	100.0	97.8	97.8
Crédit Agricole CIB Financial Solutions		France	Full	99.7	99.8	97.5	97.5
Crédit Agricole CIB Preferred Funding II LLC	E1	United States	Full	-	100.0	-	99.5
Crédit Agricole CIB Preferred Funding LLC	E1	United States	Full	-	100.0	-	99.6
DGAD International SARL		Luxembourg	Full	100.0	100.0	97.8	97.8
European NPL S.A.	E1	Luxembourg	Full	-	60.0	-	65.5
Immobilière Sirius S.A.		Luxembourg	Full	100.0	100.0	97.8	97.8
Indosuez Holding SCA II		Luxembourg	Full	100.0	100.0	97.8	97.8
Indosuez Management Luxembourg II		Luxembourg	Full	100.0	100.0	97.8	97.8
Island Refinancing SRL		Italy	Full	100.0	100.0	97.8	65.5
LSF Italian Finance Cpy SRL	E3	Italy	Full	-	100.0	-	65.5
Merisma		France	Full	100.0	100.0	97.8	97.8
Sagrantino	E1	Netherlands	Full	-	100.0	-	65.5
Sagrantino Italy SRL		Italy	Full	100.0	100.0	97.8	65.5
Semeru Asia Equity High Yield Fund	O1	Cayman Islands	Full	70.9	74.8	69.3	73.1
SNC Doumer	E3	France	Full	-	99.9	-	97.7
UBAF		France	Proportionate	47.0	47.0	46.0	46.0
UBAF (Japon)	O	Japan	Proportionate	47.0	47.0	46.0	46.0
UBAF (Corée du Sud)	O	South Korea	Proportionate	47.0	47.0	46.0	46.0
UBAF (Singapour)	O	Singapore	Proportionate	47.0	47.0	46.0	46.0
Benelpart	O	Belgium	Full	99.0	99.0	96.3	96.3
Financière des Scarabées	O	Belgium	Full	100.0	100.0	97.6	97.6
Lafina	O	Belgium	Full	100.0	100.0	96.6	96.6
SNGI Belgium	O	Belgium	Full	100.0	100.0	97.8	97.8
Sococlabecq	O	Belgium	Full	100.0	100.0	96.6	96.6
Sofipac	O	Belgium	Full	99.0	99.0	97.3	97.3
Transpar	O	Belgium	Full	100.0	100.0	97.3	97.3
Crédit Agricole America Services Inc.	O	United States	Full	100.0	100.0	97.8	97.8
Crédit Agricole Leasing (USA) Corp.	O	United States	Full	100.0	100.0	97.8	97.8
TCB	O	France	Full	86.5	86.5	97.5	97.5

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
Armo-Invest	O	France	Full	100.0	100.0	97.3	97.3
Calciphos	O	France	Full	100.0	100.0	97.3	97.3
Miladim	O	France	Full	99.0	99.0	96.9	96.9
Molinier Finances	O	France	Full	100.0	100.0	96.5	96.5
SNGI	O	France	Full	100.0	100.0	97.8	97.8
Placements et réalisations immobilières (SNC)	O	France	Full	100.0	100.0	97.3	97.3
Segemil	O	Luxembourg	Full	100.0	100.0	97.3	97.3
Corporate centre							
Crédit Agricole S.A.							
Crédit Agricole S.A.		France	Parent company	100.0	100.0	100.0	100.0
Succursale Credit Agricole S.A.	O	United Kingdom	Full	100.0	100.0	100.0	100.0
Banking and financial institutions							
BFC Antilles Guyane		France	Full	100.0	100.0	95.1	95.1
Caisse régionale de Crédit Agricole mutuel de la Corse		France	Full	99.9	99.9	99.9	99.9
CL Développement de la Corse		France	Full	99.9	99.9	99.9	99.9
Crédit Agricole Home Loan SFH		France	Full	100.0	100.0	100.0	100.0
Fia-Net		France	Full	50.0	50.0	50.0	50.0
Foncaris		France	Full	100.0	100.0	100.0	100.0
Investment companies							
Crédit Agricole Capital Investissement et Finance (CACIF)		France	Full	100.0	100.0	100.0	100.0
Delfinances		France	Full	100.0	100.0	100.0	100.0
Eurazeo		France	Equity	21.4	25.1	14.8	18.7
Sodica	O1	France	Full	100.0	100.0	100.0	100.0
Other							
CA Grands Crus		France	Full	100.0	100.0	82.5	82.5
CA Preferred Funding LLC		United States	Full	100.0	100.0	6.5	6.5
CPR Holding (CPRH)		France	Full	100.0	100.0	100.0	100.0
Crédit Agricole Cards & Payments		France	Full	50.0	50.0	63.0	63.0
Crédit Agricole Immobilier	O4	France	Full	100.0	100.0	100.0	100.0
Crédit Agricole Immobilier Facilities	O4	France	Full	100.0	100.0	100.0	100.0
Crédit Agricole Public Sector SCF		France	Full	100.0	100.0	100.0	100.0
Fia-Net Europe		Luxembourg	Full	50.0	50.0	50.0	50.0
Finasic		France	Full	100.0	100.0	100.0	100.0
SILCA	O1	France	Full	100.0	100.0	94.9	94.9
S.A.S. Evergreen Montrouge		France	Full	100.0	100.0	100.0	100.0
SCI D2 CAM		France	Full	100.0	100.0	100.0	100.0
SCI Max Hymans	E3	France	Full	-	100.0	-	100.0
SCI Pasteur 3	E3	France	Full	-	100.0	-	100.0
SCI Quentyvel		France	Full	100.0	100.0	100.0	100.0
SIS (Société Immobilière de la Seine)		France	Full	72.9	72.9	79.8	79.8
SNC Kalliste Assur		France	Full	100.0	100.0	99.9	99.9
UI Vavin 1		France	Full	100.0	100.0	100.0	100.0
Unibiens	O4	France	Full	100.0	100.0	100.0	100.0

Crédit Agricole S.A. Group Scope of consolidation	(1)	Country	Method 31/12/2013	% control 31/12/2013	% control 31/12/2012	% interest 31/12/2013	% interest 31/12/2012
Uni-Edition		France	Full	100.0	100.0	100.0	100.0
FCT Evergreen HL1	I2	France	Full	100.0	-	100.0	-
Tourism – property development							
Crédit Agricole Immobilier Entreprise	O4	France	Full	100.0	100.0	100.0	100.0
Crédit Agricole Immobilier Résidentiel	O4	France	Full	100.0	100.0	100.0	100.0
Monné-Decroix Gestion S.A.S.	O4	France	Full	100.0	100.0	100.0	100.0
Monné-Decroix Résidences S.A.S.	O4	France	Full	100.0	100.0	100.0	100.0
Selexia S.A.S.	O4	France	Full	100.0	100.0	100.0	100.0
SNC Eole	I2/O4	France	Full	100.0	-	100.0	-
SNC Alsace	I2/O4	France	Full	100.0	-	100.0	-

Branches are mentioned in italic.

(1) *Crédit Agricole S.A.: Scope of consolidation.*

Inclusions (I) into the scope of consolidation:

I1: Breach of threshold

I2: Creation

I3: Acquisition (including controlling interests)

Exclusions (E) from the scope of consolidation:

E1: Discontinuation of business (including dissolution and liquidation)

E2: Sale to non-Group companies or deconsolidation following loss of control

E3: Deconsolidated due to non-materiality

E4: Merger or takeover

E5: Transfer of all assets and liabilities

Other:

O: Opaque entity consolidated on a sub group level – desopacification as of 31 December 2013 in the scope of consolidation

O1: Change of company name

O2: Change in consolidation method

O3: First time listed in the Note on scope of consolidation

O4: IFRS 5 entities

Statutory auditors' Report on the consolidated financial statements

This is a free translation into English of the Statutory Auditors' report issued in French. It is provided solely for the convenience of English speaking users. The Statutory Auditors' report includes information required specifically by French law in such reports, whether qualified or not. This information presents below the opinion on the consolidated financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the consolidated financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the consolidated financial statements.

This report should be read and construed in accordance with French law and professional auditing standards applicable in France.

For the year ended 31 December 2013

To the Shareholders,

In compliance with the assignment entrusted to us by your General Meeting of Shareholders, we hereby report to you, for the year ended December 31, 2013, on:

- the audit of the accompanying consolidated financial statements of Crédit Agricole S.A.;
- the justification of our assessments;
- the specific verification required by law.

The consolidated financial statements have been approved by the Board of Directors. Our role is to express an opinion on these consolidated financial statements based on our audit.

1. Conclusion on the consolidated financial statements

We conducted our audit in accordance with professional standards applicable in France; those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or other methods of selection, to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made, as well as the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group as at 31 December 2013 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Without qualifying our opinion, we draw your attention to the matter set out in Notes 1.1 and 1.3 to the consolidated financial statements, which describe, respectively the effects of the first application of IFRS 13 as of January 1, 2013 related to fair value measurement and the methods for the netting of certain derivative instruments.

2. Justification of our assessments

In accordance with the requirements of Article L. 823-9 of the French Commercial Code (Code de Commerce) relating to the justification of our assessments, we bring to your attention the following matters:

- your Group accounts for impairment reserves to cover identified credit risk, which are inherent to its business activities. We have reviewed the procedures implemented by management to identify and assess these risks and to determine the amount of impairment considered necessary, and we have verified that these accounting estimates were based on documented methods that comply with the principles described in Note 1.3 to the consolidated financial statements;
- as stated in Notes 1.3 and 10.2 to the consolidated financial statements, your Group uses internal models to assess the fair value of certain financial instruments that are not traded on an active market. We have reviewed the control procedures around these models, the assumptions used and the way the risks associated with such instruments are taken into consideration;

- as stated in Notes 2.1 and 6.15 to the consolidated financial statements, your Group has estimated the impact of the planned sales of some subsidiaries. We have reviewed the assumptions used for this purpose and verified that these accounting estimates are based on documented procedures consistent with the principles described in the financial statements. We have also verified that the presentation in the notes to the consolidated financial statements was appropriate;
- as stated in Notes 1.4, 2.2 and 2.5 to the consolidated financial statements, your Group has performed impairment tests on goodwills and investments in equity affiliates. We have reviewed the terms and conditions related to these tests, the main parameters and assumptions used, and have verified that the presentation in the notes to the consolidated financial statements was appropriate;
- as stated in Note 1.3 to the consolidated financial statements, in order to determine the fair value of the issued securities accounted for at fair value through profit and loss, your Group has measured the impact its own credit risk. We have reviewed the appropriateness of the methods and assumptions used for this purpose and verified that these accounting estimates are based on documented procedures consistent with the principles described in the financial statements;
- as part of its consolidated financial statements preparation process, your Group has made other accounting estimates, as explained in Note 1.3 to the consolidated financial statements, in particular regarding the valuation and impairment of non-consolidated equity securities, the pension and future employee benefits engagements, reserves for operational risks, reserves for legal risks, deferred taxes assets. We have reviewed the methods and assumptions used and ensured that the accounting estimates are appropriately documented in conformity with the principles described in Note 1.3 of the consolidated financial statements.

These assessments were made as part of our audit of the consolidated financial statements taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

3. Specific verification

As required by law, we have also verified in accordance with professional standards applicable in France the information presented in the Group's management report.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.

Neuilly-sur-Seine and Paris-La Défense, March 20, 2014

The Statutory Auditors

PricewaterhouseCoopers Audit	ERNST & YOUNG et Autres
Catherine Pariset	Valérie Meeus

PARENT COMPANY FINANCIAL STATEMENTS

7

at 31 December 2013 approved by Crédit Agricole S.A. Board of Directors on 18 February 2014

Parent company financial statements

▶ BALANCE SHEET AT 31 DECEMBER 2013

ASSETS

(in millions of euros)	Notes	31/12/2013	31/12/2012
Cash, money market and interbank items		**142,398**	**143,882**
Cash due from central banks		7,729	521
Treasury bills and similar securities	5	22,314	26,511
Loans and receivables due from credit institutions	3	112,355	116,850
Crédit Agricole internal transactions	3	**274,219**	**267,819**
Loans and receivables due from customers	4	**2,455**	**2,638**
Portfolio securities		**42,850**	**30,878**
Bonds and other fixed income securities	5	37,829	30,430
Equities and other variable-income securities	5	5,021	448
Fixed assets		**63,713**	**62,714**
Equity investments and other long term equity investments	6 - 7	8,281	8,688
Investments in subsidiaries and affiliates	6 - 7	55,245	53,828
Intangible assets	7	45	46
Property, plant and equipment	7	142	152
Due from shareholders – unpaid capital		-	-
Treasury shares	8	**50**	**45**
Accruals, prepayments and sundry assets		**30,957**	**32,099**
Other assets	9	7,639	5,921
Accruals and prepayments	9	23,318	26,178
TOTAL ASSETS		**556,642**	**540,075**

EQUITY AND LIABILITIES

(in millions of euros)	Notes	31/12/2013	31/12/2012
Cash money market and interbank items		**97,983**	**99,642**
Due to Central banks		11	3
Due to credit institutions	11	97,972	99,639
Crédit Agricole internal transactions	11	**49,150**	**49,895**
Due to customers	12	**226,386**	**208,853**
Debt securities	13	**88,314**	**85,938**
Accruals, deferred income and sundry liabilities		**30,908**	**32,094**
Other liabilities	14	3,823	5,343
Accruals and deferred income	14	27,085	26,751
Provisions and subordinated debt		**31,779**	**35,086**
Provisions	15 - 16 - 17	1,835	2,868
Subordinated debt	19	29,944	32,218
Fund for general banking risks (FGBR)	18	**971**	**939**
Equity (excluding FGBR)	20	**31,151**	**27,628**
Share capital		7,505	7,494
Share premium		22,441	22,452
Reserves		2,827	2,827
Revaluation adjustments		-	-
Regulated provisions and investment subsidies		24	31
Retained earnings		(5,177)	(941)
Net income/(loss) for the year		3,531	(4,235)
TOTAL EQUITY AND LIABILITIES		**556,642**	**540,075**

OFF-BALANCE SHEET AT 31 DECEMBER 2013

(in millions of euros)	Notes	31/12/2013	31/12/2012
COMMITMENTS GIVEN		**50,585**	**63,310**
Financing commitments	26	30,954	35,700
Guarantee commitments	26	19,631	27,455
Commitments on securities		-	155

(in millions of euros)		31/12/2013	31/12/2012
COMMITMENTS RECEIVED		**64,345**	**59,365**
Financing commitments	26	46,390	40,641
Guarantee commitments	26	17,955	18,569
Commitments on securities		-	155

INCOME STATEMENT AT 31 DECEMBER 2013

(in millions of euros)	Notes	31/12/2013	31/12/2012
Interest and similar income	28 - 29	12,811	15,112
Interest and similar expenses	28	(15,250)	(16,478)
Income from variable-income securities	29	2,815	4,419
Fee and commission income	30	777	801
Fee and commission expenses	30	(1,263)	(1,260)
Net gains (losses) on trading book	31	516	479
Net gains (losses) on short term investment portfolios and similar	32	(361)	753
Other banking income	33	46	82
Other banking expenses	33	(91)	(118)
Revenues		**-**	**3,790**
Operating expenses	34	(672)	(689)
Depreciation, amortisation and impairment of property, plant & equipment and intangible assets		(12)	(15)
Gross operating income		**(684)**	**3,086**
Cost of risk	35	570	(1,004)
Operating income		**(114)**	**2,082**
Net gains (losses) on fixed assets	36	892	(7,026)
Pre-tax income on ordinary activities		**778**	**(4,944)**
Net extraordinary items		-	-
Income tax charge	37	2,777	767
Net allocation to FGBR and regulated provisions		(24)	(58)
NET INCOME FOR THE FINANCIAL YEAR		**3,531**	**(4,235)**

Notes to the parent company financial statements

Detailed summary of the notes

Detailed summary of the notes

NOTE 1 Legal and financial background – significant events in 2013

1.1 Legal and financial background

Crédit Agricole S.A. is a French Public Limited Company (Société Anonyme) with a share capital of €7,504,770 thousand, divided into 2,501,589,997 shares with a par value of 3 euros each.

At 31 December 2013, the share capital of Crédit Agricole S.A. was held as follows:

- 56.18% by SAS Rue La Boétie;
- 43.58% free float (including employees).

In addition, Crédit Agricole S.A. held 6,022,703 treasury shares at 31 December 2013, representing 0.24% of its share capital, compared with 7,319,186 treasury shares at 31 December 2012.

Crédit Agricole's Regional Banks are co-operative companies whose status and operating procedures are defined by laws and regulations codified in the French Monetary and Financial Code. Crédit Agricole S.A. in turn holds around 25% of the cooperative associate certificates (*Certificats coopératifs d'associés*) and/or the cooperative investment certificates (*Certificats coopératifs d'investissement*) issued by the Regional Banks (except for Caisse régionale de la Corse which is wholly owned by Crédit Agricole S.A.).

Crédit Agricole S.A. coordinates the activities of the Regional Banks, is responsible for exercising administrative, technical and financial control over them and a has right of supervision in accordance with the French Monetary and Financial Code. By virtue of its duties as a central body, as confirmed by the Monetary and Financial Code, it is responsible for ensuring the cohesion and proper functioning of the network, as well as each Regional Bank's compliance with operating standards. It guarantees their liquidity and solvency. Similarly, the Regional Banks guarantee Crédit Agricole S.A.'s liabilities up to the amount of their equity.

1.2 Crédit Agricole internal funding mechanisms

Affiliation with Crédit Agricole Group moreover means being part of a system of financial relationships that operates as described below:

REGIONAL BANKS' CURRENT ACCOUNTS

Each Regional Bank holds a current account with Crédit Agricole S.A., which records the financial movements resulting from internal financial transactions within the Group. This account may be in credit or debit and is presented in the balance sheet under "Crédit Agricole internal transactions - Current accounts".

SPECIAL SAVINGS ACCOUNTS

Funds held in special savings accounts (popular savings plans and accounts, sustainable development passbook accounts (*Livret de Développement Durable*), home purchase savings plans and accounts, youth passbook accounts and *Livret A* passbook savings accounts) are collected by the Regional Banks on behalf of Crédit Agricole S.A. These funds are required to be transferred to the latter. Crédit Agricole S.A. recognises them on its balance sheet as "Due to customers".

TIME DEPOSITS AND ADVANCES

The Regional Banks also collect savings funds (passbook accounts, bonds and certain time accounts, notes and equivalent, etc.) on behalf of Crédit Agricole S.A. These funds are transferred to Crédit Agricole S.A. and are recognised as such on its balance sheet.

Special savings accounts and time deposits and advances are used by Crédit Agricole S.A. to make "advances" (loans) to the Regional Banks, with a view to funding their medium and long term loans.

A series of four internal financial reforms has been implemented. These reforms have permitted the transfer back to the Regional Banks, in the form of advances (loans) of a specific percentage of the funds collected by them (first 15%, 25%, then 33% and, lastly, with effect since 31 December 2001, 50%), via "mirror advances" with maturities and interest rates precisely matching those of the savings funds received, and which they are free to use at their discretion.

Since 1 January 2004, the financial margins generated by the centralised management of funds collected (and not transferred back via mirror advances) are shared by the Regional Banks and Crédit Agricole S.A. and are determined by using replacement models and applying market rates.

Furthermore, 50% of new loans written since 1 January 2004 and falling within the field of application of financial relations between Crédit Agricole S.A. and the Regional Banks may be refinanced in the form of advances negotiated at market rates with Crédit Agricole S.A.

Hence, there are currently two types of advances, advances governed by financial rules before 1 January 2004 and those governed by the new rules.

Crédit Agricole S.A. may also make additional financing available to the Regional Banks at market rates.

TRANSFER OF REGIONAL BANKS' LIQUIDITY SURPLUSES

The Regional Banks may use their "monetary" deposits (demand deposits, non-centralised time deposits and negotiable certificates of deposit) to finance lending to their customers. Surpluses must be transferred to Crédit Agricole S.A. where they are booked as current or term accounts, under "Crédit Agricole internal transactions".

INVESTMENT OF REGIONAL BANKS' SURPLUS CAPITAL WITH CRÉDIT AGRICOLE S.A.

Available surplus capital may be invested with Crédit Agricole S.A. in the form of three- to ten-year instruments with the same characteristics of interbank money market transactions in all respects.

FOREIGN CURRENCY TRANSACTIONS

Crédit Agricole S.A. represents the Regional Banks with respect to the Bank of France and centralises their foreign currency transactions.

MEDIUM AND LONG TERM NOTES ISSUED BY CRÉDIT AGRICOLE S.A.

These are placed mainly on the market or by the Regional Banks with their customers. They are booked by Crédit Agricole S.A. under liabilities either as "Debt securities" or as "Provisions and subordinated debt", depending on the type of security issued.

HEDGING OF LIQUIDITY AND SOLVENCY RISKS

In 2001, ahead of Crédit Agricole S.A.'s initial public offering, CNCA (which subsequently became Crédit Agricole S.A.) entered into an agreement with the Regional Banks governing internal relations within Crédit Agricole Group. The agreement notably provided for the creation of a Fund for Bank Liquidity and Solvency Risks (FRBLS) designed to enable Crédit Agricole S.A. to fulfil its role as central body by providing assistance to any member of the Crédit Agricole network as defined by the French Monetary and Financial Code experiencing difficulties. The main provisions of this agreement are set out in Chapter III of the registration document filed by Crédit Agricole S.A. with the Commission des Opérations de Bourse on 22 October 2001 under number R.01-453. The fund was originally allocated €609.8 million in assets. It stood at €970.8 million at 31 December 2013, having been increased by €32.2 million over the year.

Furthermore, since CNCA's reorganisation as a mutual company in 1988, the Regional Banks have committed to making up any shortfall suffered by creditors should Crédit Agricole S.A. become insolvent or experience similar financial difficulties. The Regional Banks' commitment under this guarantee is equal to the sum of their share capital and reserves.

SPECIFIC GUARANTEES PROVIDED BY THE REGIONAL BANKS TO CRÉDIT AGRICOLE S.A. (SWITCH)

The Switch mechanism established on 23 December 2011 forms part of the financial arrangements between Crédit Agricole S.A., as central body, and the mutual network of the Crédit Agricole Regional Banks.

This enables the transfer of the regulatory requirements applying to Crédit Agricole S.A.'s interests in the Regional Banks, which are accounted for under the equity method in the consolidated financial statements of Crédit Agricole S.A. This transfer to the Regional Banks is achieved by means of a guarantee mechanism granted by them to Crédit Agricole S.A. with respect to contractual minimum equity-accounted values for the cooperative investment certificates and the cooperative associate certificates (CCI/CCA) issued by the Regional Banks. This value was fixed when the guarantee was initially set-up.

The effectiveness of the mechanism is secured by cash deposits paid by the Regional Banks to Crédit Agricole S.A.

As structured, the mechanism protects Crédit Agricole S.A. from a decline in the overall equity-accounted value of the Regional Banks. Indeed, as soon as a drop in value is observed, the guarantee mechanism is activated and Crédit Agricole S.A. receives compensation drawn from the cash security deposit. If the overall equity-accounted value later recovers, Crédit Agricole S.A. returns previously paid compensation in accordance with a financial recovery clause.

The term of the guarantee is 15 years and can be extended by tacit consent. This guarantee may be terminated early, in certain circumstances and with the prior agreement of the French Prudential and Resolution Supervisory Authority (ACPR, *Autorité de contrôle prudentiel et de résolution*).

Guarantee deposits are remunerated at a fixed rate based on conditions prevailing for long term liquidity. The guarantee attracts a fixed remuneration covering the present value of the risk and cost of capital of the Regional Banks.

In the parent company's financial statements, the "Switch" guarantee is an off-balance sheet commitment given by the Regional Banks and symmetrically received by Crédit Agricole S.A. The total remuneration for the guarantee is staggered over the duration of the agreement and recognised within revenues under net interest income. When the guarantee is called in, the compensation is symmetrically recognised by Crédit Agricole S.A. and the Regional Banks in income under cost of risk. The clawback provision gives rise to the booking of a provision in the financial statements of Crédit Agricole S.A., the amount of which depends on the likelihood of repayment.

1.3 Significant events in 2013

CAPITAL INCREASE BY SAS EVERGREEN MONTROUGE

On 10 January 2013, Crédit Agricole S.A. subscribed to the rights issue of SAS Evergreen Montrouge for €155 million related to the financing of construction works; the share capital is wholly owned by Crédit Agricole S.A.

SALE OF EMPORIKI GROUP

The disposal of the entire capital of Emporiki Group to Alpha Bank was finalised on 1 February 2013. On 28 January 2013, Crédit Agricole S.A. carried out a capital increase in respect of Emporiki in the amount of €585 million. The securities issued as a result of this capital increase were not acquired with a view to long term holding, but rather to enable the sale of Emporiki to Alpha Bank. Accordingly, these securities were recognised under Short term investment securities and the related loss, amounting to €588 million (including €3 million in tax), was deducted for tax purposes under conditions of ordinary law. Moreover, Crédit Agricole S.A. subscribed for €150 million in convertible bonds issued by Alpha

Bank, redeemable in Alpha Bank shares, under certain conditions and at the initiative of Crédit Agricole S.A.

This deal allowed Crédit Agricole S.A. to continue its refocusing in line with its strategic plan. Following the sale, Emporiki no longer benefits from any form of Crédit Agricole S.A. financing.

ISSUE OF CRÉDIT AGRICOLE S.A. SUBORDINATED BONDS

To strengthen the Group's equity, in September 2013, Crédit Agricole S.A. completed a contingent capital issue (Tier 2 under CRD 4 rules) of $1 billion. This issue of hybrid securities maturing in 20 years includes an early redemption clause from year 5, on Crédit Agricole S.A.'s initiative, subject to prior approval by the ACPR.

The issue also contains a write-down clause in the event that Crédit Agricole Group's phased-in Common Equity Tier 1 (CET1) capital ratios falls bellow 7%.

TRANSACTIONS RELATED TO EURAZEO SECURITIES

As part of its policy to refocus on its business, in November 2013, Crédit Agricole S.A. sold 4.9% of its stake in the Eurazeo holding company, an investment company that notably has interests in Accor, Foncia, Europcar and Moncler. Crédit Agricole S.A. sold over 3 million shares, generating a gain on disposal of €40 million, and issued €337 million in zero coupon bonds that are exchangeable for Eurazeo shares due 2016.

SALE OF BANKINTER SECURITES

In 2013, Crédit Agricole S.A. disposed of its interest in Bankinter by means of a private placement with institutional investors. In all, the disposals amounted to €415 million, generating a loss of €474 million for Crédit Agricole S.A. This loss was wholly offset by reversals of previously recognised impairment provisions.

In November 2013, Crédit Agricole S.A. exercised its Bankinter convertible bonds. At 31 December 2013, following the disposal of some of these shares, Crédit Agricole S.A. owned 0.27% of the share capital of Bankinter.

1.4 Events after 31 December 2013

By the amendment signed on 19 December 2013, Crédit Agricole S.A. and the Regional Banks decided to extend the Switch guarantee base granted by the Regional Banks to Crédit Agricole S.A. on 23 December 2011 to Crédit Agricole S.A.'s equity investment in Crédit Agricole Assurances (CAA). The new guarantees were effective from 2 January 2014 and now allow the transfer of regulatory requirements related to both the shares held by Crédit Agricole S.A. in the Regional Banks (CCI/CCA) for €14.7 billion and in Crédit Agricole Assurances (CAA) for €9.2 billion, thereby bringing the guaranteed amounts to €23.9 billion.

At the same time, on 2 January 2014, Crédit Agricole S.A. repaid in full the €958 million shareholder advance agreed by the Regional Banks and the "T3CJ" hybrid capital securities subscribed by them for €470 million, *i.e.* a total of €1.4 billion.

In this context, the security deposits paid to Crédit Agricole S.A. by the Regional Banks were supplemented on 2 January 2014. The security deposits were thus increased from €5 billion at 31 December 2013 to €8.1 billion. The security deposits are calibrated to materialise the capital savings generated by Crédit Agricole S.A.

The maturity of the total guarantees remains unchanged (1 March 2027). The general mechanism for the system is similar to the first tranche of the transaction and the accounting treatment remains the same.

NOTE 2 Accounting policies and principles

Crédit Agricole S.A. prepares its financial statements in accordance with the accounting principles applicable to banks in France.

The presentation of Crédit Agricole S.A.'s financial statements complies with the provisions of CRB (French Banking Regulations Committee) regulation 91-01, as amended by CRC (French Accounting Regulations Committee) regulation 2000-03, on the preparation and publication of the annual parent company's financial statements of companies within the jurisdiction of the CRBF (French Banking and Financial Regulations Committee), as amended in particular in 2010 by ANC regulation 2010-08 of 07 October 2010 on the publication of the parent company's financial statements of credit institutions.

Regulations	Date published by the French State	Date of first-time application: financial years from
ANC regulation on the chart of accounts for bodies undertaking collective investment in transferable securities	30 December 2011 No. 2011-5	1 January 2013
ANC regulation on the recognition of greenhouse gas emission allowances and equivalent units	28 December 2012 No. 2012-03	1 January 2013
ANC regulation on the recognition of energy efficiency certificates as amended by Regulation no. 2013-02 of 7 November 2013	28 December 2012 No. 2012-04	1 January 2015
ANC recommendation relating to the measurement and recognition of retirement and similar benefit obligations in parent company and consolidated financial statements prepared under French GAAP	7 November 2013 No. 2013-02	1 January 2013
ANC regulation amending Article 380-1 of CRC Regulation no. 99–03 on off-plan sales	28 December 2012 No. 2012-05	1 January 2013
ANC regulation relating to the preparation of the financial statements of electronic money institutions	30 October 2013 No. 2013-01	31 December 2013
ANC regulation relating to the recognition of redeemable securities falling within the scope of Article R. 332-20 of the French Insurance Code, R. 931-10-41 of the French Social Security Code and R. 212-53 of the French Mutual Societies Code	13 December 2013 No. 2013-03	31 December 2013

ANC regulations nos. 2011-05, 2012-03, 2012-04, 2012-05, 2013-01 and 2013-03 had no impact on the income and net assets of Crédit Agricole S.A.

Crédit Agricole S.A. applies ANC recommendation no. 2013-02 of 7 November 2013 relating to the measurement and recognition of retirement and similar benefit obligations. The application of this recommendation had no material impact on Crédit Agricole S.A.'s income or equity for the period.

2.1 Loans and financing commitments

Loans and receivables to credit institutions, Crédit Agricole Group entities and customers are governed by CRC regulation 2002-03 of 12 December 2002, as amended.

They are presented in the financial statements according to their initial term or the nature of the receivable:

- demand and time deposits for banks;
- current accounts, time loans and advances for Crédit Agricole internal transactions;
- trade receivables and other loans and receivables to customers.

In accordance with regulations, the customers category also includes transactions with financial customers.

Subordinated loans and repurchase agreements (represented by certificates or securities) are included under the various categories of loans and receivables according to counterparty type (interbank, Crédit Agricole, customers).

Amounts receivable are recognised on the balance sheet at face value.

Pursuant to CRC regulation 2009-03, the fees and commissions received and the marginal transaction costs borne are now deferred over the effective term of the loan and are thus included in the outstanding amount of the relevant loan.

Accrued interest is recognised on the balance sheet under the appropriate category of loans and advances and booked to the income statement as interest income.

Financing commitments recognised as off-balance sheet represent irrevocable commitments to cash advances and guarantee commitments that have not resulted in fund movements.

Advances made by Crédit Agricole S.A. to the Regional Banks do not represent a direct risk for Crédit Agricole S.A. with respect to the corresponding customer loans made by the Regional Banks. They do, however, represent a potential indirect risk with respect to the financial strength of the Regional Banks. Crédit Agricole S.A. has not made any provisions for such advances to the Regional Banks.

The application of CRC regulation 2002-03 as amended relating to the accounting treatment of credit risk has prompted Crédit Agricole S.A. to recognise loans showing a risk of arrears in accordance with the following rules. External and/or internal rating systems are used to help assess whether there is a credit risk.

RESTRUCTURED LOANS

These are loans to counterparties in financial difficulty, such that the bank alters their initial characteristics (term, interest rate etc.) to allow borrowers to honour the repayment schedule.

Consequently, the following are not included in restructured loans:

- loans whose characteristics have been renegotiated on a commercial basis with counterparties not showing any insolvency problems.

The reduction of future flows granted to a counterparty, or the postponing of these flows as part of a restructuring, results in the recognition of a discount. It represents future loss of cash flow discounted at the original effective interest rate. It is equal to the difference between:

- the nominal value of the loan; and
- the sum of theoretical future cash flows from the restructured loan, discounted at the original effective interest rate (defined at the date of the financing commitment).

The discount recognised when a loan is restructured is recorded under cost of risk. Its amortisation then affects the interest margin.

Restructured loans are no longer recorded under doubtful loans. They are rated in accordance with Basel rules and are impaired on the basis of the estimated credit risk. They are once again classified as doubtful loans upon the first missed payment.

At 31 December 2013, Crédit Agricole S.A. did not hold any restructured loans.

DOUBTFUL AND IRRECOVERABLE LOANS

Loans and receivables of all kinds, even those which are guaranteed, are classified as doubtful if they carry an identified credit risk arising from one of the following events:

- the loan or advance is at least three months in arrears (six months for mortgage loans and property leases and nine months for loans to local authorities, to take account of their specific characteristics);
- the borrower's financial position is such that an identified risk exists regardless of whether the loan or advance is in arrears;
- the bank and borrower are in legal proceedings.

For overdrafts, the age of the overdue amount is calculated as from the date on which the borrower has exceeded an authorised limit that the bank has brought to its attention, has been notified that the outstanding overdraft exceeds a limit set by the bank as part of its internal control procedures, or has drawn sums without an overdraft authorisation.

Subject to certain conditions, in lieu of the above criteria, the bank may calculate the age of the overdue amount from the date on which the bank has issued a demand for total or partial repayment of the overdraft by the borrower.

Crédit Agricole S.A. makes the following distinction between doubtful loans and irrecoverable loans:

- **doubtful loans**

  All doubtful loans which do not fall into the irrecoverable loans category are classified as doubtful loans;

- **irrecoverable loans**

  Irrecoverable loans are those for which the prospects of recovery are highly impaired and which are likely to be written off in time.

In the case of doubtful loans, interest continues to be recognised so long as the receivable is deemed to be doubtful, but is no longer recognised after the loss has been transferred to irrecoverable loans.

IMPAIRMENT RESULTING FROM IDENTIFIED CREDIT RISK

Once a loan is classified as doubtful, an impairment loss is deducted by Crédit Agricole S.A. from the asset in an amount equal to the probable loss. These impairment losses represent the difference between the carrying amount of the receivable and estimated future cash flows discounted at the contractual rate, taking into account the borrower's financial condition, its business prospects and any guarantees, after deducting the cost of enforcing such guarantees.

Possible losses in respect of portfolios of small loans with similar characteristics may be estimated on a statistical basis rather than individually assessed.

Probable losses in respect of off-balance sheet commitments are covered by provisions recognised as liabilities.

ACCOUNTING TREATMENT OF DISCOUNTS AND IMPAIRMENT LOSSES

Impairment losses and reversals of impairment losses for non-recovery risk on doubtful loans are recognised in cost of risk and any increase in the carrying amount resulting from the reversal of impairment losses as a result of the passage of time is recognised in the interest margin.

IMPAIRMENT RESULTING FROM CREDIT RISK NOT INDIVIDUALLY ALLOCATED TO LOANS

Crédit Agricole S.A. also books provisions on the liabilities side of the balance sheet to cover customer risks that are not individually allocated to loans, such as sector provisions and provisions calculated based on Basel 2 models. These provisions are designed to cover identified risks for which there is a statistical or historical probability of partial non-recovery against loans classified as performing or not individually impaired.

COUNTRY RISKS

Country risks (or risks on international commitments) consist of "the total amount of doubtful loans, both on and off-balance sheet, carried by an institution directly or *via* hive-off vehicles, involving private or public debtors residing in the countries identified by the French Prudential and Resolution Supervisory Authority (ACPR), or where settlement thereof depends on the position of public or private debtors residing in those countries". (Memo from the French Banking Commission dated 24 December 1998).

Where these receivables are not classified as doubtful, they continue to be carried under their original classification.

WRITE-OFFS

Decisions as to when to write off are taken on the basis of expert opinion. Crédit Agricole S.A. determines this in conjunction with its Risk Management Department, having regard to its business knowledge.

2.2 Securities portfolio

The rules on recognition of securities portfolios are defined by CRB regulation 90-01 as amended, inter alia, by CRC regulations 2005-01, 2008-07 and 2008-17 and, for determination of credit risk and impairment of fixed income securities, CRC regulation 2002-03.

These securities are presented in the financial statements according to their asset class: treasury bills (treasury bonds and similar securities), bonds and other fixed income securities (negotiable debt securities and interbank market instruments) and equities and other variable-income securities.

They are classified in portfolios defined by regulation (trading, short term investment, long term investment, medium term portfolio, other long term equity investments and investments in subsidiaries and affiliates), depending on the initial intention for holding the securities as identified in the accounting IT system at the time they were acquired.

2.2.1 TRADING SECURITIES

These are securities that were originally:

- bought with the intention of selling them in the near future, or sold with the intention of repurchasing them in the near future;
- or held by the bank as a result of its market-making activity. The classification of these securities as trading securities depends on the effective turnover of the securities and on a significant trading volume taking into account market opportunities.

These securities must be tradable on an active market and resulting market prices must represent real transactions regularly undertaken in the market on an arm's length basis.

Trading securities also include:

- securities bought or sold as part of specialised management of the trading portfolio, including forward financial instruments, securities or other financial instruments that are managed collectively and on which there is an indication of recent short term profit taking;
- securities on which there is a commitment to sell as part of an arbitrage transaction on an organised exchange for financial instruments or similar market.

Other than in the cases stipulated in CRC regulation 2008-17, trading securities may not be reclassified into another accounting category. They continue to be presented and measured as trading securities until they are removed from the balance sheet after being sold, fully redeemed or written off.

Trading securities are recognised on the date they are purchased in the amount of their purchase price, excluding transaction expenses and including accrued interest.

Liabilities relating to securities sold short are recognised on the liabilities side of the seller's balance sheet in the amount of the selling price excluding transaction expenses.

At each reporting date, securities are measured at the most recent market price. The overall amount of differences resulting from price changes is taken to profit and loss and recorded under "Net gains (losses) on trading book".

2.2.2 SHORT TERM INVESTMENT SECURITIES

This category consists of securities that do not fall into any other category.

The securities are recorded at purchase price, including transaction expenses.

Crédit Agricole S.A.'s portfolio of short term investment securities consists mostly of bonds denominated in euros and foreign currencies and mutual fund units.

- **Bonds and other fixed income securities**

These securities are recognised at acquisition cost including interest accrued at the acquisition date. The difference between the purchase price and the redemption value is spread over the remaining life of the security on an actuarial basis.

Income is recorded in the income statement under "Interest income from bonds and other fixed income securities".

- **Equities and other variable-income securities**

Equities are recognised on the balance sheet at their purchase price including transaction expenses. The associated dividends are recorded as income under "Income from variable-income securities".

Income from mutual funds is recognised when received under the same heading.

At each reporting date, short term investment securities are measured at the lower of acquisition cost and market value. If the current value of an item or a homogeneous set of securities (calculated from market prices at the reporting date, for example) is lower than its carrying amount, an impairment loss is recorded for the unrealised loss without being offset against any gains recognised on other categories of securities. Gains from hedging, as defined in Article 4 of CRB Regulation 88-02, taking the form of purchases or sales of forward financial instruments, are factored in for the purposes of calculating impairment losses. Potential gains are not recorded.

Impairment intended to take into account counterparty risk and recognised under the cost of risk is booked on fixed income securities as follows:

- in the case of listed securities, impairment is based on market value, which intrinsically reflects credit risk. However, if Crédit Agricole S.A. has specific information on the issuer's financial position that is not reflected in the market value, a specific impairment loss is recorded;
- in the case of unlisted securities, impairment is recorded in the same way as on loans and receivables to customers based on identified probable losses (see Note 2.1 "Loans and financing commitment – Impairment resulting from identified credit risk").

Sales of securities are deemed to take place on a first-in, first-out basis.

Impairment losses and reversals and disposal gains or losses on short term investment securities are recorded under "Net gains (losses) on short term investment portfolios" in the income statement.

2.2.3 LONG TERM INVESTMENT SECURITIES

Long term investment securities are fixed income securities with a fixed maturity date that have been acquired or transferred to this category with the manifest intention of holding them until maturity.

This category only includes securities for which Crédit Agricole S.A. has the necessary financial ability to continue holding them until maturity and that are not subject to any legal or other restriction that could interfere with its intention to hold them until maturity.

Long term investment securities are recognised at their purchase price, including acquisition costs and accrued interest.

The difference between the purchase price and the redemption price is spread over the remaining life of the security.

Impairment is not booked for long term investment securities if their market value falls below cost. On the other hand, if the impairment arises from a risk relating specifically to the issuer of the security, impairment is recorded under "Cost of risk", in accordance with CRC regulation 2002-03 on credit risk.

In the case of the sale or reclassification to another category of long term investment securities and representing a material amount, during the current financial year and the next two financial years, the reporting entity is no longer authorised to classify securities previously bought and to be bought as long term investment securities, in accordance with CRC regulation 2005-01, except in the special cases provided by that regulation and by CRC regulation 2008-17.

2.2.4 MEDIUM TERM PORTFOLIO SECURITIES

In accordance with CRC regulation 2000-02, these securities are "investments made on a normal basis, with the sole aim of securing a capital gain in the medium term, with no intention of investing in the issuer's business on a long term basis or taking an active part in its management".

Securities can only be included in this category if the activity is carried out to a significant extent and on an ongoing basis within a structured framework and gives the reporting entity a recurring return mainly in the form of capital gains on disposals.

Crédit Agricole S.A. meets these conditions and some of its securities can be classified in this category.

Medium term portfolio securities are recorded at purchase price, including transaction expenses.

They are recognised at the end of the reporting period at the lower of historical cost or value in use, which is determined on the basis of the issuer's general outlook and the estimated remaining time horizon for holding the securities.

For listed companies, value in use is generally the average quoted price over a sufficiently long period of time, depending on the estimated time horizon for holding the securities, to mitigate the impact of substantial fluctuations in stock prices.

Impairment losses are booked for any unrealised losses calculated for each line of securities, and are not offset against any unrealised gains. Unrealised losses are recorded under Gains or losses on investment portfolio transactions along with impairment losses and reversals on these securities.

Unrealised gains are not recognised.

2.2.5 INVESTMENTS IN SUBSIDIARIES AND AFFILIATES, EQUITY INVESTMENTS AND OTHER LONG TERM EQUITY INVESTMENTS

- Investments in subsidiaries and affiliates are investments in companies that are under exclusive control and that are or are liable to be fully consolidated into a given group that can be consolidated.
- Equity investments are investments (other than investments in subsidiaries and affiliates), of which the long term ownership is judged beneficial to the reporting entity, in particular because it allows it to exercise influence or control over the issuer.
- Other long term equity investments consist of securities held with the intention of promoting long term business relations by creating a special relationship with the issuer, but with no influence on the issuer's management due to the small percentage of voting rights held.

These securities are recognised at purchase price, including transaction expenses.

At the reporting date, the value of these securities is measured individually, based on value in use, and they are recorded on the balance sheet at the lower of historical cost or value in use. Value in use represents the price the reporting entity would be prepared to pay to acquire these securities if it had to buy them having regard to its reasons for holding them.

Value in use may be estimated on the basis of various factors such as the issuer's profitability and prospective profitability, its equity, the economic environment, the average share price in the preceding months or the mathematical value of the security.

When value in use is lower than historical cost, impairment losses are booked for these unrealised gains and are not offset against any unrealised gains.

Impairment losses and reversals and disposal gains or losses on these securities are recorded under "Net gains (losses) on fixed assets".

2.2.6 MARKET PRICE

The market price at which the various categories of securities are measured is determined as follows:

- securities traded on an active market are measured at the latest price;
- if the market on which the security is traded is not or no longer considered active or if the security is unlisted, Crédit Agricole S.A. determines the likely value at which the security concerned would be traded using valuation techniques. Firstly, these techniques take into account recent transactions carried out in normal competition conditions. If required, Crédit Agricole S.A. uses valuation techniques commonly used by market participants to price these securities, when it has been demonstrated that these techniques provide reliable estimates of prices obtained in actual market transactions.

2.2.7 RECORDING DATES

Crédit Agricole S.A. records securities classified as long term investment securities on the settlement date. Other securities, regardless of type or classification, are recognised on the trading date.

2.2.8 SECURITIES SOLD/BOUGHT UNDER REPURCHASE AGREEMENTS

Securities sold under repurchase agreements are kept on the balance sheet. The amount received, representing the liability to the buyer, is recorded as a liability.

Securities bought under repurchase agreements are not recorded on the balance sheet, but the amount paid, representing the receivable from the seller, is recorded as an asset on the balance sheet.

Securities sold under repurchase agreements are subject to the accounting principles corresponding to the portfolio from which they originate.

2.2.9 RECLASSIFICATION OF SECURITIES

In accordance with CRC regulation 2008-17 of 10 December 2008, the following reclassifications are now permitted:

- from "Trading securities" to "Short term investment securities" or "Long term investment securities" in case of exceptional market conditions or, for fixed income securities that are no longer tradable in an active market and if the entity has the intention and ability to hold the securities for the foreseeable future or until maturity;
- from "short term investment securities" to "long term investment securities" in case of exceptional market conditions or for fixed income securities that are no longer tradable in an active market.

In 2013, Crédit Agricole S.A. did not make any reclassifications as allowed by CRC regulation 2008-17.

2.2.10 TREASURY SHARES BUY-BACK

Treasury shares bought back by Crédit Agricole S.A., including shares and stock options held to cover stock option plans, are recognised as assets under a specific balance sheet heading.

They may, where necessary, be impaired where the current value (namely the stock market value) is under the purchase price, except for transactions connected with employee free share allocation plans and stock options and share subscriptions as per CRC regulation 2008-15 of 04 December 2008.

2.3 Fixed assets

Crédit Agricole S.A. applies CRC regulation 2002-10 of 12 December 2002 relating to the depreciation, amortisation and impairment of assets.

As a result, Crédit Agricole S.A. applies component accounting for all of its property, plant and equipment. In accordance with this regulation, the depreciable base takes account of the potential remaining value of property, plant and equipment.

In accordance with CRC regulation 2004-06, the acquisition cost of fixed assets includes the purchase price plus any incidental expenses, namely expenses directly or indirectly incurred in connection with bringing the asset into service or "into inventory".

Land is stated at acquisition cost.

Buildings and equipment are stated at acquisition - cost less accumulated depreciation, amortisation and impairment losses since the time they were placed in service.

Purchased software is measured at purchase price less accumulated depreciation, amortisation and any impairment losses since acquisition.

Proprietary software is measured at cost less accumulated depreciation, amortisation and impairment losses booked since completion.

Intangible assets other than software are not amortised. They may be subject to impairment.

Fixed assets are depreciated over their estimated useful lives.

The following components and depreciation periods have been adopted by Crédit Agricole S.A. following the application of component accounting for fixed assets. These depreciation periods are adjusted according to the type of asset and its location:

Component	Depreciation period
Land	Not depreciable
Structural works	30 to 80 years
Non-structural works	20 to 40 years
Plant and equipment	10 to 25 years
Fixtures and fittings	5 to 15 years
Computer equipment	4 to 7 years (accelerated or straight-line)
Special equipment	4 to 5 years (accelerated or straight-line)

Based on available information on the value of its fixed assets, Crédit Agricole S.A. has concluded that impairment testing would not lead to any change in the existing depreciable base.

2.4 Amounts due to customers and credit institutions

Amounts due to credit institutions, to Crédit Agricole entities and to customers are presented in the financial statements according to their initial term or their nature:

- demand and time deposits for banks;
- current accounts, time loans and advances for Crédit Agricole internal transactions;
- special savings accounts and other deposits for customers (notably including financial customers).

Repurchase agreements (represented by certificates or securities) are included under these various headings, according to counterparty type.

Accrued interest on these deposits is recognised under accrued interest and taken to profit and loss.

2.5 Debt securities

Debt securities are presented according to their form: interest bearing notes, interbank market instruments, negotiable debt securities and bonds, excluding subordinated securities, which are classified in liabilities under “Subordinated debt”.

Accrued interest but not yet due is recognised under accrued interest and taken to profit and loss.

Issue or redemption premiums on bonds are amortised over the maturity period of each bond issue. The corresponding charge is recorded under “Interest expenses on bonds and other fixed income securities”.

Redemption premiums can be amortised in two ways:

- based on accrued interest on a pro-rata basis for bonds issued before 1 January 1993, or for those with a redemption premium of less than 10% of the issue price; or
- on an actuarial basis for debt issued after 1 January 1993 with a redemption premium of more than 10% of the issue price.

Crédit Agricole S.A. also amortises borrowing expenses in its parent company’s financial statements.

Fee and commission expenses on financial services paid to the Regional Banks are recognised as expenses under “Fee and commission expenses”.

2.6 Provisions

Crédit Agricole S.A. applies CRC regulation 2000-06 on liabilities relating to the recognition and measurement of provisions falling within the scope of this regulation.

Provisions include provisions relating to financing commitments, retirement and early retirement liabilities, litigation and various risks.

The provisions also include country risks. All these risks are reviewed quarterly.

Provisions are set aside for country risks following an analysis of the types of transactions, the term of commitments, their form (receivables, securities, market products) as well as country quality.

Crédit Agricole S.A. partially hedges provisions on these foreign-currency-denominated receivables by buying foreign currency, to limit the impact of changes in exchange rates on provision levels.

The provision for home purchase savings contract imbalance risk is designed to cover obligations in the event of unfavourable movements in home purchase savings contracts. These obligations are: i) to pay a fixed rate of interest on the savings contract from inception for an undefined period of time; and ii) to grant a loan to home purchase savings plan savers at a rate fixed at inception of the contract. The provision is calculated for each generation of a home purchase savings plan and for all home purchase savings accounts, with no netting of obligations between generations.

The amount of these obligations is calculated taking account notably of:

- saver behaviour, as well as an estimate of the amount and term of the loans that will be granted in the future. These estimates are based on historical observations over a long period;
- the yield curve for market rates and reasonably foreseeable trends.

This provision is calculated in accordance with CRC regulation 2007-01 of 14 December 2007.

2.7 Fund for General Banking Risks (FGBR)

In accordance with the Fourth European directive and CRBF regulation 90-02 of 23 February 1990 as amended relating to capital, funds for general banking risks are constituted by Crédit Agricole S.A., at the discretion of its management, to meet any charges or risks relating to banking operations but whose incidence is not certain.

Provisions are released to cover any incidence of these risks during a given period.

At 31 December 2013, the fund for general banking risks corresponded with the fund for banking liquidity and solvency risks, which is intended to enable Crédit Agricole S.A. to discharge its duties as central body of Crédit Agricole.

2.8 Transactions on forward financial instruments and options

Hedging and market transactions on forward interest rate, foreign exchange or equity instruments are recorded in accordance with CRB regulations 88-02 and 90-15 as amended and the French Prudential and Resolution Supervisory Authority instruction 94-04 as amended.

Commitments relating to these transactions are recorded off-balance sheet at the nominal value of the contracts. This amount represents the volume of pending transactions.

Gains or losses relating to these transactions are recorded on the basis of the type of instrument and the strategy used:

HEDGING TRANSACTIONS

Gains or losses realised on hedging transactions are taken to profit and loss symmetrically with the recognition of income and expenses on the hedged item and under the same accounting heading;

Income and expenses relating to forward financial instruments used for hedging and managing Crédit Agricole S.A.'s overall interest rate risk are recorded on a pro-rata basis under "Interest and similar income (expenses) – Net gains (losses) on macro-hedging transactions". Unrealised gains and losses are not recorded.

MARKET TRANSACTIONS

Instruments traded on a regulated exchange or similar market or over the counter, or included in a trading portfolio within the meaning of CRB regulation 90-15 as amended, are measured at fair market value at the reporting date.

If there is an active market, the instrument is stated at the quoted price on that market. In the absence of an active market, fair value is determined using internal valuation techniques and models.

Realised and unrealised gains or losses on instruments traded on organised or similar exchanges are taken to profit or loss.

Gains or losses on instruments traded in illiquid markets (over-the-counter markets) or constituting isolated open positions are taken to profit and loss on settlement or on a pro-rata basis, depending on the type of instrument. On the reporting date, provisions are booked for any unrealised losses.

Gains and losses and movements in provisions relating to such market transactions are recorded in the income statement under "Net gains (losses) on trading book".

2.9 Foreign currency transactions

Monetary receivables and liabilities denominated in foreign currencies and forward foreign exchange contracts included in off-balance sheet commitments are translated using the exchange rate at the closing date or at the next earlier date.

Expenses paid and income received are recorded at the exchange rate on the transaction date. Income and expenses accrued but not yet paid or received are translated at the closing rate.

Capital funds allocated to branches, fixed assets in offices abroad and short term investment securities and long term investment securities and equity investments in foreign currencies bought with euros are translated into euros on the transaction date. Only foreign exchange gains and losses on short term investment securities are taken to profit and loss.

However, a provision may be booked if there is a permanent deterioration in the exchange rate affecting Crédit Agricole S.A.'s foreign equity interests.

At each reporting date, forward foreign exchange transactions are measured at the relevant forward exchange rate. Recognised gains or losses are taken to the income statement under "Gains or losses on trading book – Gains or losses on foreign currency transactions and similar financial instruments".

Pursuant to CRBF regulation 89-01, Crédit Agricole S.A. has instituted multi-currency accounting to enable it to monitor its currency position and to measure its exposure to foreign exchange risk.

Crédit Agricole S.A.'s aggregate operating exposure to foreign currency was -€1,055 million at 31 December 2013. It stood at -€1,073 million at 31 December 2012.

2.10 Consolidation of foreign branches

Branches keep separate accounts that comply with the accounting rules in force in the countries in which they are based.

At each reporting date, the branches' balance sheets and income statements are adjusted according to French accounting rules, translated into euros and integrated with the accounts of their head office after the elimination of intra-group transactions.

The rules for translation into euros are as follows:

- balance sheet items are translated at the closing rate;
- expenses paid and income received are recorded at the exchange rate on the transaction date, whereas accrued income and expenses are translated at the closing rate.

Gains or losses resulting from this translation are recorded on the balance sheet under "Accruals, prepayments and sundry assets" or "Accruals, deferred income and sundry liabilities".

2.11 Off-balance sheet commitments

Off-balance sheet items mainly reflect the unused portion of financing commitments and guarantee commitments given and received.

A charge is booked to provisions for commitments given if there is a probability that calling in the commitment will result in a loss for Crédit Agricole S.A.

Reported off-balance sheet items do not mention foreign exchange transactions or commitments on forward financial instruments.. Similarly, they do not include commitments received concerning treasury bonds, similar securities and other securities pledged as collateral.

However, these items are detailed in Notes 24, 25 and 26 to the financial statements.

2.12 Employee profit-sharing and incentive plans

Employee profit-sharing is recognised in the income statement in the year in which the employees' rights are earned.

Incentive plans are covered by the 21 June 2011 agreement.

The cost of employee profit-sharing and incentive plans is included in "Employee expenses".

2.13 Post-employment benefits

2.13.1 RETIREMENT AND EARLY RETIREMENT BENEFITS – DEFINED-BENEFIT PLANS

Since 1 January 2013, Crédit Agricole S.A. has applied ANC recommendation 2013-02 of 7 November 2013 relating to the measurement and recognition of retirement and similar benefit obligations.

In accordance with this recommendation, Crédit Agricole S.A. sets aside provisions to cover its retirement and similar benefit obligations falling within the category of defined-benefit plans.

These obligations are stated on the basis of actuarial, financial and demographic assumptions, and in accordance with the projected unit credit method. Under this method, for each year of service, a charge is booked in an amount corresponding to the employee's vested benefits for the period. The charge is calculated based on the discounted future benefit.

Crédit Agricole S.A. has opted for method 2 in recommendation 2013-02 which allows in particular for the recognition of gains or losses arising from changes to defined-benefit plans when the curtailment or settlement occurs.

The recommendation also allows for the recognition of actuarial gains and losses using the "corridor method" or any other method that results in faster recognition in profit or loss.

Crédit Agricole S.A. elected to immediately recognise the actuarial gains or losses in profit or loss, and accordingly the amount of the provision is equal to:

- the present value of the obligation to provide the defined benefits at the reporting date, calculated in accordance with the actuarial method advised by the recommendation;
- less, where applicable, the fair value of plan assets. These may be represented by an eligible insurance policy. In the event that the obligation is fully covered by such a policy, the fair value of the policy is deemed to be the value of the corresponding obligation, *i.e.* the amount of the corresponding actuarial liability.

2.13.2 RETIREMENT PLANS – DEFINED-CONTRIBUTION PLANS

Employers contribute to a variety of compulsory pension schemes. Plan assets are managed by independent organisations and the contributing companies have no legal or implied obligation to pay additional contributions if the funds do not have sufficient assets to cover all benefits corresponding to services rendered by employees during the year and during prior years. Consequently, Crédit Agricole S.A. has no liabilities in this respect other than the contributions payable for the period ended.

The amount of contributions under the terms of these retirement plans is shown under "Employee expenses".

2.14 Stock options and share subscriptions offered to employees under the employee share ownership plan

STOCK OPTION PLANS

Stock option plans granted to certain categories of employees are recorded when exercised. Exercise gives rise to either an issue of shares, recorded in accordance with requirements relating to capital increases, or the transfer to employees of treasury shares, previously purchased by Crédit Agricole S.A. and recognised in accordance with the terms set out in the "Treasury share buyback" section.

SHARE SUBSCRIPTION UNDER THE EMPLOYEE SHARE OWNERSHIP PLAN

Share issues offered to employees under the employee share ownership plan, with a maximum discount of 20%, do not involve a vesting period but are subject to a five-year lock-up period. These share subscriptions are recognised in accordance with requirements relating to capital increases.

2.15 Extraordinary income and expenses

These comprise income and expenses that are extraordinary in nature and relate to transactions that do not form part of Crédit Agricole S.A.'s ordinary activities.

2.16 Income tax charge

In general, only the current tax liability is recognised in the parent company's financial statements.

The tax charge appearing in the income statement is the income tax due in respect of the reporting period. It includes the impact of the 3.3% additional social contribution on profits, as well as the exceptional 10,7% increase in the income tax payable by companies generating revenue of over €250 million.

When tax credits on income from securities portfolios and amounts receivable are effectively used to pay income tax due for the year, they are recognised under the same heading as the income with which they are associated. The corresponding tax charge continues to be recognised under the "Income tax charge" heading in the income statement.

Crédit Agricole S.A. has had a tax consolidation mechanism since 1990. At 31 December 2013, 1,324 entities had signed tax consolidation agreements with Crédit Agricole S.A. Under these agreements, each company that is part of the tax consolidation mechanism recognises in its financial statements the tax that it would have had to pay in the absence of the mechanism.

Given that the legislative intent when introducing the tax credit for competitiveness and employment (*Crédit d'Impôts pour la Compétitivité et l'Emploi - CICE*) was to reduce employee expenses, Crédit Agricole S.A. chose to recognise the CICE (Article 244 *quater* C of the French General Tax Code) as a reduction in employee expenses rather than a tax reduction.

NOTE 3 Loans and receivables due from credit institutions – Analysis by remaining maturity

(in millions of euros)	31/12/2013							31/12/2012
	≤ 3 months	> 3 months ≤ 1 year	> 1 year ≤ 5 years	> 5 years	Total principal	Accrued interest	Total	Total
Credit institutions								
Loans and receivables:								
● demand	3,466	-	-	-	3,466	-	3,466	13,979
● time	12,959	12,844	69,152	9,797	104,752	254	105,006	97,456
Pledged securities	-	-	-	-	-	-	-	-
Securities bought under repurchase agreements	208	-	-	-	208	-	208	390
Subordinated loans	-	219	2,053	1,401	3,673	6	3,679	5,029
Total	**16,633**	**13,063**	**71,205**	**11,198**	**112,099**	**260**	**112,359**	**116,854**
Impairment							**(4)**	**(4)**
NET CARRYING AMOUNT							**112,355**	**116,850**
Crédit Agricole internal transactions								
Current accounts	2,042	-	-	-	2,042	-	2,042	2,227
Time deposits and advances	56,918	72,307	81,332	61,033	271,590	572	272,162	265,577
Securities bought under repurchase agreements	-	-	-	-	-	-	-	-
Subordinated loans	-	-	15	-	15	-	15	15
Total	**58,960**	**72,307**	**81,347**	**61,033**	**273,647**	**572**	**274,219**	**267,819**
Impairment							-	-
NET CARRYING AMOUNT							**274,219**	**267,819**
TOTAL							**386,574**	**384,669**

NOTE 4 Loans and receivables due from customers – Analysis by remaining maturity

(in millions of euros)	31/12/2013							31/12/2012
	≤ 3 months	> 3 months ≤ 1 year	> 1 year ≤ 5 years	> 5 years	Total principal	Accrued interest	Total	Total
Loans and receivables due from customers								
Other customer loans	61	127	781	1,343	2,311	11	2,323	2,537
Securities bought under repurchase agreements	-	-	-	-	-	-	-	-
Current accounts in debit	133	-	-	-	133	-	133	102
Impairment							(1)	(1)
NET CARRYING AMOUNT							**2,455**	**2,638**

4.1 Loans and receivables to customers – Geographic analysis

(in millions of euros)	31/12/2013	31/12/2012
France (including overseas departments and territories)	2,281	2,327
Other European Union countries	163	293
Rest of Europe	-	-
North America	-	-
Central and Latin America	-	-
Africa and the Middle East	-	-
Asia-Pacific (ex. Japan)	-	-
Japan	-	-
Non allocated and international organisations	-	-
Total principal	**2,444**	**2,620**
Accrued interest	11	19
Impairment	(1)	(1)
NET CARRYING AMOUNT	**2,455**	**2,638**

4.2 Loans and receivables to customers – Doubtful and irrevocable loans and impairment losses: geographical analysis

(in millions of euros)	31/12/2013 Gross outstanding	o/w doubtful loans	o/w irrecoverable loans	Impairment of doubtful loans	Impairment of irrecoverable loans	31/12/2012 Gross outstanding	o/w doubtful loans	o/w irrecoverable loans	Impairment of doubtful loans	Impairment of irrecoverable loans
France (including overseas departments and territories)	2,290	1	-	(1)	-	2,344	1	-	(1)	-
Other European Union countries	166	-	-	-	-	295	-	-	-	-
Rest of Europe	-	-	-	-	-	-	-	-	-	-
North America	-	-	-	-	-	-	-	-	-	-
Central and Latin America	-	-	-	-	-	-	-	-	-	-
Africa and the Middle East	-	-	-	-	-	-	-	-	-	-
Asia-Pacific (ex. Japan)	-	-	-	-	-	-	-	-	-	-
Japan	-	-	-	-	-	-	-	-	-	-
Non allocated and international organisations	-	-	-	-	-	-	-	-	-	-
TOTAL	**2,456**	**1**	**-**	**(1)**	**-**	**2,639**	**1**	**-**	**(1)**	**-**

4.3 Loans and receivables to customers – Analysis by customer type

(in millions of euros)	31/12/2013 Gross outstanding	o/w doubtful loans	o/w irrecoverable loans	Impairment of doubtful loans	Impairment of irrecoverable loans	31/12/2012 Gross outstanding	o/w doubtful loans	o/w irrecoverable loans	Impairment of doubtful loans	Impairment of irrecoverable loans
Individual customers	-	-	-	-	-	-	-	-	-	-
Farmers	-	-	-	-	-	-	-	-	-	-
Other small businesses	-	-	-	-	-	-	-	-	-	-
Financial institutions	741	-	-	-	-	996	-	-	-	-
Corporates	1,715	1	-	(1)	-	1,639	1	-	(1)	-
Local authorities	-	-	-	-	-	4	-	-	-	-
Other customers	-	-	-	-	-	-	-	-	-	-
TOTAL	**2,456**	**1**	**-**	**(1)**	**-**	**2,639**	**1**	**-**	**(1)**	**-**

NOTE 5 Trading, short term investment, long term investment and medium term portfolio securities

(in millions of euros)	31/12/2013 Trading securities	Short term investment securities	Medium term portfolio securities	Long term investment securities	Total	31/12/2012 Total
Treasury bills and similar securities:	213	20,208	-	319	20,740	25,051
o/w residual net premium	-	*784*	-	*7*	*791*	*1,450*
o/w residual net discount	-	*201*	-	-	*201*	*156*
Accrued interest	-	1,590	-	-	1,590	1,470
Impairment	-	(16)	-	-	(16)	(10)
Net carrying amount	**213**	**21,782**	**-**	**319**	**22,314**	**26,511**
Bonds and other fixed income securities(1):						
Issued by public bodies	316	1,611	-	-	1,927	1,962
Other issuers	-	35,490	-	-	35,490	28,088
o/w residual net premium	-	*247*	-	-	*247*	*291*
o/w residual net discount	-	*31*	-	-	*31*	*28*
Accrued interest	-	425	-	-	425	410
Impairment	-	(13)	-	-	(13)	(30)
Net carrying amount	**316**	**37,513**	**-**	**-**	**37,829**	**30,430**
Equities and other variable-income securities	3	5,021	-	-	5,024	451
Accrued interest	-	-	-	-	-	-
Impairment	-	(3)	-	-	(3)	(3)
Net carrying amount	**3**	**5,018**	**-**	**-**	**5,021**	**448**
TOTAL	**532**	**64,313**	**-**	**319**	**65,164**	**57,389**
Estimated values	**532**	**63,589**	**-**	**317**	**64,438**	**59,121**

(1) Of which €8,917 million of subordinated debt (excluding accrued interest) at 31 December 2013 compared to €8,949 million at 31 December 2012.

5.1 Trading, short term investment, long term investment and medium term portfolio securities (excluding treasury bills) – Breakdown by major category of counterparty

(in millions of euros)	Net outstandings 31/12/13	Net outstandings 31/12/12
Government and central banks (including central governments)	1,927	1,962
Credit institutions	18,497	21,796
Financial institutions	16,505	1,365
Local authorities	-	-
Corporates, insurance companies and other customers	5,511	5,378
Other and non-allocated	-	-
Total principal	**42,440**	**30,501**
Accrued interest	425	410
Impairment	(15)	(33)
NET CARRYING AMOUNT	**42,850**	**30,878**

5.2 Breakdown of listed and unlisted securities between fixed income and variable income securities

(in millions of euros)	31/12/2013 Bonds and other fixed income securities	31/12/2013 Treasury bills and similar securities	31/12/2013 Equities and other variable-income securities	31/12/2013 Total	31/12/2012 Bonds and other fixed income securities	31/12/2012 Treasury bills and similar securities	31/12/2012 Equities and other variable-income securities	31/12/2012 Total
Fixed income and variable-income securities:	37,416	20,740	5,024	63,180	30,050	25,051	451	55,552
o/w listed securities	*28,749*	*20,740*	*14*	*49,503*	*20,377*	*25,051*	*4*	*45,432*
o/w unlisted securities[1]	*8,667*	*-*	*5,010*	*13,677*	*9,673*	*-*	*447*	*10,120*
Accrued interest	425	1,590	-	2,015	410	1,470	-	1,880
Impairment	(13)	(16)	(3)	(31)	(30)	(10)	(3)	(43)
NET CARRYING AMOUNT	**37,829**	**22,314**	**5,021**	**65,164**	**30,430**	**26,511**	**448**	**57,389**

(1) UCITS break down as follows: French UCITS: €5,006 million, of which French capitalisation UCITS: €5,006 million. Foreign UCITS: €4 million constituted of foreign capitalisation UCITS.

BREAKDOWN OF MUTUAL FUNDS BY TYPE AT 31/12/2013

(in millions of euros)	Carrying amount	Cash-in value
Money market funds	5,001	5,001
Bond funds	-	-
Equity funds	5	9
Other funds	4	2
TOTAL	**5,010**	**5,012**

5.3 Treasury bills, bonds and other fixed income securities – Analysis by remaining maturity

	31/12/2013							31/12/2012
(in millions of euros)	≤ 3 months	> 3 months ≤ 1 year	> 1 year ≤ 5 years	> 5 years	Total principal	Loans and receivables	Total	Total
Bonds and other fixed income securities								
Gross amount	1,133	1,794	11,385	23,105	37,417	425	37,842	30,460
Impairment							(13)	(30)
NET CARRYING AMOUNT							**37,829**	**30,430**
Treasury bills and similar securities								
Gross amount	-	319	13,156	7,265	20,740	1,590	22,330	26,521
Impairment							(16)	(10)
NET CARRYING AMOUNT							**22,314**	**26,511**

5.4 Treasury bills, bonds and other fixed income securities – Geographical analysis

(in millions of euros)	Outstanding net 31/12/2013	Outstanding net 31/12/2012
France (including overseas departments and territories)	44,525	39,493
Other European Union countries	10,622	12,358
Rest of Europe	840	977
North America	1,358	1,423
Central and Latin America	-	-
Africa and the Middle East	-	-
Asia-Pacific (ex. Japan)	812	850
Japan	-	-
Total principal	**58,157**	**55,101**
Accrued interest	2,015	1,880
Impairment	(29)	(40)
NET CARRYING AMOUNT	**60,143**	**56,941**

NOTE 6 Equity investments and subsidiaries

			(in millions of original currency)			(in millions of euros)		(in millions of euros)				
			Financial Information			Carrying Amounts of securities owned						
Company	Address	Currency	Share capital 31/12/2013	Equity other than share capital 31/12/2013	Percentage of share capital owned (in %) 31/12/2013	Gross amount	Net amount	Loans and receivables outstanding granted by the Company and not yet paid back	Guarantees and other commitments given by the Company	NBI or revenue (ex VAT) for the year ended(2)	Net income for the year ended 31/12/2013	Dividends received by the Company during the financial year
Investments whose carrying amount exceeds 1% of Crédit Agricole S.A.'s share capital												
1) Investments in banking subsidiaries (more than 50% owned)												
Banco Bisel	Corrientes 832,1 ° piso, Rosario, Provincia de Santa Fe, Argentina	ARS	N.A.	N.A.	99	237	-	N.A.	N.A.	N.A.	N.A.	N.A.
Cariparma	Via Universita n°1 43121 Parma, Italy	EUR	877	3,370(1)	75	5,006	3,999	3,326	311	1,706(1)	58(1)	40
Crédit Agricole Srbija	Brace Ribnikara 4-6, 21000 Novi Sad, Republic of Serbia	RSD	13,122	(4,752)(1)	100	249	69	104	58	50(1)	-	-
Crédit du Maroc	48-58, boulevard Mohamed V, Casablanca, Morocco	MAD	1,035	2,125(1)	79	357	357	-	353	260(1)	27(1)	18
EFL SA	Pl. Orlat Lwowskich 1, 53 605 Wroclaw, Poland	PLN	674	129(1)	100	355	324	285	908	130(1)	2(1)	2
PJSC Crédit Agricole Ukraine	42/4, Pushkinska Street, Kiev 01004, Ukraine	UAH	1,222	178(1)	100	360	160	78	41	167(1)	24	23
Crédit Agricole Polska SA	Pl. Orlat Lwowskich 1, 53 605 Wroclaw, Poland	PLN	1	441(1)	77	456	456	394	71	14(1)	14(1)	19
Credit Agricole Corporate and Investment Bank	9, quai du Président Paul Doumer 92920 Paris La Défense Cedex	EUR	7,255	2,548(1)	97	17,822	16,442	16,201	2,049	8,232(1)	1,129(1)	-
Amundi Group	90, boulevard Pasteur Immeuble Cotentin 75015 Paris	EUR	417	2,682(1)	74	3,341	3,341	1,164	1	318(1)	284(1)	196
Crédit Agricole Leasing & Factoring	12, place des États-Unis CS 30002 92548 Montrouge Cedex	EUR	195	385(1)	100	839	839	14,394	2,419	(135)(1)	(78)(1)	-
Crédit Agricole Consumer Finance	Rue du Bois Sauvage 91038 Evry Cedex	EUR	347	2,423(1)	100	5,638	4,197	29,787	3,731	1,324(1)	(567)(1)	-
Caisse régionale Corse	1, avenue Napoléon III BP 308 20193 Ajaccio	EUR	99	(37)	100	99	99	883	94	69	9	-
Crédit Lyonnais	18, rue de la République 69002 Lyon	EUR	1,848	1,517(1)	95	10,897	10,897	11,694	-	6,052(1)	558(1)	539
Crédit Agricole Home Loan SFH	12, place des États-Unis 92127 Montrouge Cedex	EUR	550	3(1)	100	550	550	5,158	-	7(1)	1(1)	1
Foncaris	12, place des États-Unis 92120 Montrouge	EUR	225	131(1)	100	320	320	-	603	30(1)	11(1)	11
2) Investments in banking associates (10 to 50% owned)												
Banco Espirito Santo	Avenida de Libertade 195, 1250 Lisbon, Portugal	EUR	5,040	1,106(1)	11	779	492	-	-	3,679(1)	121(1)	-
Crédit Agricole Egypt SAE	4/6, Hassan Sabry Street Zamalek, Cairo, Egypt	EGP	1,148	706(1)	47	258	226	-	-	272(1)	49(1)	13
Crédit Logement	50, boulevard Sébastopol 75003 Paris	EUR	1,260	124(1)	17	214	214	-	-	360(1)	104(1)	9

			(in millions of original currency)			*(in millions of euros)*		*(in millions of euros)*				
			Financial Information			Carrying Amounts of securities owned						
Company	Address	Currency	Share capital 31/12/2013	Equity other than share capital 31/12/2013	Percentage of share capital owned *(in %)* 31/12/2013	Gross amount	Net amount	Loans and receivables outstanding granted by the Company and not yet paid back	Guarantees and other commitments given by the Company	NBI or revenue (ex VAT) for the year ended[2]	Net income for the year ended 31/12/2013	Dividends received by the Company during the financial year
Caisse de Refinancement de l'habitat	35, rue La Boëtie 75008 Paris	EUR	300	11[1]	27	83	83	-	-	2[1]	2[1]	-
Caisse régionale Alpes Provence	25, chemin des Trois Cyprès 13097 Aix-en-Provence Cedex 2	EUR	114	1,266	25	210	210	7,275	930	418	84	6
Caisse régionale Alsace Vosges	1, place de la Gare BP 440 67008 Strasbourg Cedex	EUR	48	993	25	131	131	5,851	605	273	67	5
Caisse régionale Anjou et Maine	40, rue Prémartine 72000 Le Mans	EUR	211	1,703	31	234	234	8,453	1,175	474	113	8
Caisse régionale Aquitaine	304, boulevard du Président Wilson 33076 Bordeaux Cedex	EUR	129	2,127	29	310	310	9,032	350	525	114	10
Caisse régionale Atlantique Vendée	Route de Paris 44949 Nantes Cedex	EUR	113	1,503	25	196	196	10,212	1,048	461	112	8
Caisse régionale Brie Picardie	500, rue Saint Fuscien 80095 Amiens	EUR	277	2,098	26	391	391	10,239	495	577	162	19
Caisse régionale Centre Est	1, rue Pierre de Truchis de Lays 69541 Champagne Au Mont D'or	EUR	191	3,047	25	323	323	14,473	1,447	716	218	15
Caisse régionale Centre France	3, avenue de la Libération 63045 Clermont-Ferrand Cedex 9	EUR	146	2,435	25	318	318	9,105	1,500	541	118	9
Caisse régionale Centre Loire	8, allée des Collèges 18920 Bourges Cedex	EUR	56	1,251	28	175	175	7,467	942	402	86	7
Caisse régionale Centre Ouest	29, boulevard de Vanteaux BP 509 87044 Limoges Cedex	EUR	58	699	25	89	89	3,087	365	200	47	3
Caisse régionale Champagne Bourgogne	269, faubourg Croncels 10000 Troyes	EUR	112	1,103	25	114	114	5,873	694	362	92	6
Caisse régionale Charente Maritime – Deux Sèvres	12, boulevard Guillet-Maillet 17100 Saintes	EUR	53	1,166	25	130	130	5,495	508	336	86	6
Caisse régionale Charente Périgord	Rue d'Epagnac BP21 16800 Soyaux	EUR	96	675	25	77	77	3,817	700	243	51	3
Caisse régionale Côtes d'Armor	La Croix Tual 22440 Ploufragan	EUR	92	873	25	118	118	4,426	300	241	60	5
Caisse régionale de Normandie	15, esplanade Brillaud de Laujardière 14050 Caen Cedex	EUR	131	1,484	25	205	205	7,488	850	403	86	6
Caisse régionale des Savoie	PAE Les Glaisins 4, av du Pré Félin 74985 Annecy Cedex 9	EUR	188	1,343	25	152	152	14,346	801	494	132	10
Caisse régionale Finistère	7, route du Loch 29555 Quimper Cedex 9	EUR	100	945	25	135	135	6,378	130	274	63	5
Caisse régionale Franche-Comté	11, avenue Élisée Cusenier 25084 Besançon Cedex 9	EUR	78	840	25	109	109	6,434	750	281	64	4
Caisse régionale Ille-et-Vilaine	45, boulevard de la Liberté 35000 Rennes	EUR	92	903	25	122	122	6,366	485	260	56	4

			(in millions of original currency)			(in millions of euros)		(in millions of euros)				
			Financial Information			Carrying Amounts of securities owned						
Company	Address	Currency	Share capital 31/12/2013	Equity other than share capital 31/12/2013	Percentage of share capital owned (in %) 31/12/2013	Gross amount	Net amount	Loans and receivables outstanding granted by the Company and not yet paid back	Guarantees and other commitments given by the Company	NBI or revenue (ex VAT) for the year ended[2]	Net income for the year ended 31/12/2013	Dividends received by the Company during the financial year
Caisse régionale Loire Haute Loire	94, rue Bergson 42000 Saint-Étienne	EUR	31	1,017	25	131	131	5,316	398	277	71	5
Caisse régionale Lorraine	56-58, avenue André Malraux 54017 Metz Cedex	EUR	32	949	25	115	115	4,994	650	238	48	4
Caisse régionale Languedoc	Avenue du Montpelliéret Maurin 34977 Lattes Cedex	EUR	201	2,024	25	239	239	10,952	1,584	611	157	13
Caisse régionale Morbihan	Avenue de Kéranguen 56956 Vannes Cedex 9	EUR	81	701	25	92	92	5,752	495	213	42	3
Caisse régionale Nord de France	10, avenue Foch BP 369 59020 Lille Cedex	EUR	179	2,531	25	378	378	12,992	600	569	92	9
Caisse régionale Nord Midi-Pyrénées	219, avenue François Verdier 81022 Albi Cedex 9	EUR	125	1,466	25	181	181	7,133	1,030	422	100	8
Caisse régionale Nord-Est	25, rue Libergier 51100 Reims	EUR	213	1,784	26	266	266	9,187	1,831	417	75	7
Caisse régionale Normandie Seine	Chemin de la Bretèque BP 800 76230 Bois-Guillaume Cedex	EUR	92	1,270	25	162	162	7,118	500	398	103	8
Caisse régionale Paris et Île-De-France	26, quai de la Rapée 75012 Paris	EUR	114	3,636	25	488	488	16,677	2,000	947	271	23
Caisse régionale Provence Côte d'Azur	Avenue Paul Arène Les Négadis 83002 Draguignan	EUR	83	1,495	25	166	166	9,765	983	506	110	8
Caisse régionale Pyrénées Gascogne	11, boulevard Président Kennedy BP 329 65003 Tarbes Cedex	EUR	59	1,262	25	139	139	7,248	963	380	94	7
Caisse régionale Sud Rhône-Alpes	15-17, rue Paul Claudel BP 67 38041 Grenoble Cedex 9	EUR	70	1,284	25	138	138	8,176	1,170	430	104	8
Caisse régionale Toulouse	6-7, place Jeanne d'Arc 31000 Toulouse	EUR	74	771	25	110	110	4,193	400	265	62	5
Caisse régionale Touraine et Poitou	18, rue Salvador Allende 86000 Poitiers	EUR	98	1,081	26	168	168	6,977	684	307	59	4
Caisse régionale Val de France	1, rue Daniel Boutet 28000 Chartres	EUR	43	904	25	104	104	4,094	425	249	63	5
3) Investments in other associates (more than 50% owned)												
CA Preferred Funding LLC	666, Third Avenue, New York NY 10017, USA	USD	154	43[1]	67	97	97	-	-	-	-	-
Crédit Agricole Assurances	50-56, rue de la Procession 75015 Paris	EUR	1,163	5,507[1]	100	8,725	8,725	1,433	761	14[1]	2,099[1]	1,484
Crédit Agricole Capital Investissement & Finance	100, boulevard du Montparnasse 75014 Paris	EUR	688	386[1]	100	1,145	1,145	242	-	5[1]	33[1]	31
Crédit Agricole Immobilier	12, place des États-Unis 92545 Montrouge	EUR	125	47[1]	100	296	260	100	70	24[1]	35[1]	15
Delfinances	12, place des États-Unis 92127 Montrouge Cedex	EUR	151	88[1]	100	171	171	-	-	-	(4)[1]	-

			(in millions of original currency)			*(in millions of euros)*		*(in millions of euros)*				
			Financial Information			**Carrying Amounts of securities owned**						
Company	**Address**	**Currency**	**Share capital 31/12/2013**	**Equity other than share capital 31/12/2013**	**Percentage of share capital owned** *(in %)* **31/12/2013**	**Gross amount**	**Net amount**	**Loans and receivables outstanding granted by the Company and not yet paid back**	**Guarantees and other commitments given by the Company**	**NBI or revenue (ex VAT) for the year ended[2]**	**Net income for the year ended 31/12/2013**	**Dividends received by the Company during the financial year**
D2 CAM	12, place des États-Unis 92127 Montrouge Cedex	EUR	112	(11)[1]	100	112	112	23	-	6[1]	(5)[1]	-
Evergreen Montrouge	12, place des États-Unis 92127 Montrouge Cedex	EUR	475	(51)[1]	100	475	475	35	-	22[1]	(22)[1]	-
CPR Holding	9, quai du Président Paul Doumer 92400 Courbevoie	EUR	78	130[1]	100	256	216	1	-	-	2[1]	-
CACEIS	1-3, place Valhubert 75013 Paris	EUR	602	429[1]	85	1,358	1,358	330	5,044	13[1]	132[1]	92
4) Other investments (10 to 50% owned)												
Bespar	Rua São Bernardo n°62, 1200-826 Lisbon, Portugal	EUR	1,973	325[1]	17	427	266	-	-	1[1]	(2)[1]	-
Eurazeo	32, rue de Monceau 75008 Paris	EUR	199	3,245[1]	14	364	364	-	-	183[1]	101[1]	14
Investments whose carrying amount is under 1% of Crédit Agricole S.A.'s share capital		**EUR**	**-**	**-**	**-**	**920**	**839**	**8,258**	**3,166**	**555**	**99**	**33**
TOTAL SUBSIDIARIES AND ASSOCIATES			**-**	**-**	**-**	**68,623**	**63,510**	**360,279**	**47,469**	**37,068**	**7,476**	**2,796**
Fundable advances and accrued interest		EUR	-	-	-	15	16	-	-	-	-	-
CARRYING AMOUNTS			**-**	**-**	**-**	**68,638**	**63,526**	**360,279**	**47,469**	**37,068**	**7,476**	**2,796**

(1) Data for 2012.

(2) Refers to revenues for subsidiaries other than the Regional Banks.

6.1 Estimated value of equity investments

(in millions of euros)	31/12/2013 Carrying Amount	31/12/2013 Estimated value	31/12/2012 Carrying Amount	31/12/2012 Estimated value
Investments in subsidiaries and affiliates[1]				
Unlisted securities	59,290	64,744	66,877	66,907
Listed	616	668	567	622
Advances available for consolidation	1	1	11	4
Accrued interest	-	-	30	-
Impairment	(4,662)	-	(13,657)	-
NET CARRYING AMOUNT	**55,245**	**65,413**	**53,828**	**67,533**
Equity investments and other long term equity investments				
Equity investments				
Unlisted securities	6,882	6,809	6,888	6,889
Listed	1,835	1,721	2,858	2,038
Advances available for consolidation	15	16	26	24
Accrued interest	-	-	3	-
Impairment	(452)	-	(1,088)	-
Sub-total of equity investments	**8,280**	**8,546**	**8,687**	**8,951**
Other long term equity investments				
Unlisted securities	1	1	1	1
Listed	-	-	-	-
Advances available for consolidation	-	-	-	-
Accrued interest	-	-	-	-
Impairment	-	-	-	-
Sub-total of other long term equity investments	**1**	**1**	**1**	**1**
NET CARRYING AMOUNT	**8,281**	**8,547**	**8,688**	**8,952**
TOTAL EQUITY INVESTMENTS	**63,526**	**73,960**	**62,516**	**76,485**

Estimated values include fundable advances and accrued interest. They are determined based on the value in use of the securities, which is not necessarily the market value.

(1) Of the change in the carrying amount of unlisted securities, -€8,401 million was due to the disposal of Emporiki shares. Similarly, +€8,401 million of the change in impairment was due to the utilisation of impairment relating to Emporiki shares.

(in millions of euros)	31/12/2013 Carrying Amount	31/12/2013 Estimated value	31/12/2012 Carrying Amount	31/12/2012 Estimated value
Total gross amount				
Unlisted securities	66,173	-	73,766	-
Listed	2,450	-	3,425	-
TOTAL	**68,623**	**-**	**77,191**	**-**

NOTE 7 Movements in fixed assets

7.1 Financial investments

(in millions of euros)	01/01/2013	Increases (acquisitions)	Decreases (disposals/ due date)	Other movements[1]	31/12/2013
Investments in subsidiaries and affiliates[2]					
Gross amount	67,444	1,291	(8,828)	(2)	59,905
Advances available for consolidation	11	67	(77)	-	1
Accrued interest	30	-	(30)	-	-
Impairment	(13,657)	(301)	9,297	-	(4,661)
NET CARRYING AMOUNT	**53,828**	**1,057**	**362**	**(2)**	**55,245**
Equity investments					
Gross amount	9,746	8	(1,037)	-	8,717
Advances available for consolidation	26	8	(19)	-	15
Accrued interest	3	-	(2)	(1)	-
Impairment	(1,088)	(14)	650	-	(452)
Sub-total of equity investments	**8,687**	**2**	**(408)**	**(1)**	**8,280**
Other long term equity investments					
Gross amount	1	-	-	-	1
Advances available for consolidation	-	-	-	-	-
Accrued interest	-	-	-	-	-
Impairment	-	-	-	-	-
Sub-total of other long term equity investments	**1**	-	-	-	**1**
NET CARRYING AMOUNT	**8,688**	**2**	**(408)**	**(1)**	**8,281**
TOTAL	**62,516**	**1,059**	**(46)**	**(3)**	**63,526**

(1) "Other movements" namely include the impact of exchange rate fluctuations on the value of fixed assets accounted for in foreign currencies.

(2) The movements in 2013 on the "gross amount" and "impairment" lines were primarily due to transactions connected with the disposal of Emporiki. The amount connected with this disposal was €8,401 million.

7.2 Intangible assets and property, plant & equipment

(in millions of euros)	01/01/2013	Increases (acquisitions)	Decreases (disposals/ due date)	Other movements [1]	31/12/2013
Property, plant and equipment					
Gross amount	241	2	(64)	-	179
Depreciation, amortisation and impairment	(89)	(2)	54	-	(37)
NET CARRYING AMOUNT	**152**	**-**	**(10)**	**-**	**142**
Intangible assets					
Gross amount	94	9	(27)	-	77
Depreciation, amortisation and impairment	(48)	(10)	27	-	(31)
NET CARRYING AMOUNT	**46**	**(1)**	**(0)**	**-**	**45**
TOTAL	**198**	**(1)**	**(10)**	**-**	**187**

(1) "Other movements" namely include the impact of exchange rate fluctuations on the value of fixed assets accounted for in foreign currencies.

NOTE 8 Treasury shares

	31/12/2013				31/12/2012
	Trading securities	Short term investment securities	Fixed assets	Total	Total
Number	3,850,000	2,172,703	-	6,022,703	7,319,186
(in millions of euros)					
Carrying amounts	36	14	-	50	45
Market values	36	20	-	56	44

Par value of share: €3.00.

NOTE 9 Accruals, prepayments and sundry assets

(in millions of euros)	31/12/2013	31/12/2012
Other assets[1]		
Financial options bought	265	394
Inventory accounts and miscellaneous	-	-
Miscellaneous debtors	7,370	5,527
Collective management of Livret de développement durable (LDD) savings account securities	-	-
Settlement accounts	4	
NET CARRYING AMOUNT	**7,639**	**5,921**
Due from shareholders – unpaid capital		
Due from shareholders – unpaid capital	-	-
NET CARRYING AMOUNT	**-**	**-**
Accruals and prepayments		
Items in course of transmission from other banks	6,073	5,390
Adjustment accounts	9,338	12,904
Unrealised losses and deferred losses on financial instruments	176	207
Accrued income on commitments on forward financial instruments	4,617	4,934
Other accrued income	100	472
Prepaid expenses	2,595	1,815
Bond issue and redemption premiums	136	141
Deferred charges	264	279
Other accruals prepayments and sundry assets	19	36
NET CARRYING AMOUNT	**23,318**	**26,178**
TOTAL	**30,957**	**32,099**

(1) *Amounts including accrued interest.*

NOTE 10 Impairment losses deducted from assets

(in millions of euros)	Balance at 01/01/2013	Depreciation charges	Reversals and utilisations	Accretion	Other movements	Balance at 31/12/2013
Cash, money-market and interbank items	14	50	(44)	-	-	20
Loans and receivables due from customers	1	-	-	-	-	1
Securities transactions	35	29	(48)	-	1	17
Fixed assets[1]	14,745	315	(9,946)	-	-	5,114
Other assets	64	1	-	-	(12)	53
TOTAL	**14,859**	**395**	**(10,038)**	**-**	**(11)**	**5,205**

(1) *The "Reversals and utilisations" of impairment for fixed assets included €8,401 million from the utilisation of impairment recognised for Emporiki shares at 31 December 2012.*

NOTE 11 Due to credit institutions – Analysis by remaining maturity

	31/12/2013							31/12/2012
(in millions of euros)	≤ 3 months	> 3 months ≤ 1 year	> 1 year ≤ 5 years	> 5 years	Total principal	Accrued interest	Total	Total
Credit institutions								
Accounts and Overdrafts:								
● demand	19,484	-	-	-	19,484	7	19,491	15,823
● time	16,259	5,115	35,045	16,092	72,511	809	73,320	82,932
Pledged securities	-	-	-	-	-	-	-	-
Securities sold under repurchase agreements	4,408	750	-	-	5,158	3	5,161	884
CARRYING AMOUNT	**40,151**	**5,865**	**35,045**	**16,092**	**97,153**	**819**	**97,972**	**99,639**
Crédit Agricole internal transactions								
Current accounts	3,200	-	-	-	3,200	1	3,201	2,092
Time deposits and advances	8,465	10,174	11,647	15,237	45,523	426	45,949	47,803
Securities bought under repurchase agreements	-	-	-	-	-	-	-	-
CARRYING AMOUNT	**11,665**	**10,174**	**11,647**	**15,237**	**48,723**	**427**	**49,150**	**49,895**
TOTAL	**51,816**	**16,039**	**46,692**	**31,329**	**145,876**	**1,246**	**147,122**	**149,534**

NOTE 12 Due to customers – Analysis by remaining maturity

	31/12/2013							31/12/2012
(in millions of euros)	≤ 3 months	> 3 months ≤ 1 year	> 1 year ≤ 5 years	> 5 years	Total principal	Accrued interest	Total	Total
Current accounts in credit	1,101	-	-	-	1,101	-	1,101	1,186
Special savings accounts	163,679	12,783	18,231	2,323	197,016	-	197,016	189,325
demand	*120,699*	-	-	-	*120,699*	-	*120,699*	*114,735*
time	*42,980*	*12,783*	*18,231*	*2,323*	*76,317*	-	*76,317*	*74,590*
Other amounts due to customers	2,892	6,045	14,160	1,581	24,678	651	25,329	15,536
demand	*925*	-	-	-	*925*	-	*925*	*332*
time	*1,967*	*6,045*	*14,160*	*1,581*	*23,753*	*651*	*24,404*	*15,204*
Securities sold under repurchase agreements	2,939	-	-	-	2,939	1	2,940	2,806
CARRYING AMOUNT	**170,611**	**18,828**	**32,391**	**3,904**	**225,734**	**652**	**226,386**	**208,853**

12.1 Due to customers – Geographic analysis

(in millions of euros)	31/12/2013	31/12/2012
France (including overseas departments and territories)	223,010	206,200
Other European Union countries	2,688	2,094
Rest of Europe	36	-
North America	-	-
Central and Latin America	-	-
Africa and the Middle East	-	-
Asia-Pacific (ex. Japan)	-	-
Japan	-	-
Non allocated and international organisations	-	-
Total principal	**225,734**	**208,294**
Accrued interest	652	559
CARRYING AMOUNT	**226,386**	**208,853**

12.2 Due to customers – Analysis by customer type

(in millions of euros)	31/12/2013	31/12/2012
Individual customers	174,466	169,750
Farmers	13,315	13,064
Other small businesses	10,419	10,195
Financial institutions	21,096	10,309
Corporates	2,487	1,880
Local authorities	310	319
Other customers	3,641	2,777
Total principal	**225,734**	**208,294**
Accrued interest	652	559
CARRYING AMOUNT	**226,386**	**208,853**

NOTE 13 Debt securities – Analysis by remaining maturity

	31/12/2013							31/12/2012
(in millions of euros)	≤ 3 months	> 3 months ≤ 1 year	> 1 year ≤ 5 years	> 5 years	Total principal	Accrued interest	Total	Total
Interest bearing notes	-	-	-	-	-	-	-	-
Money-market instruments	-	1,423	4,707	8,380	14,510	271	14,781	14,643
Negotiable debt securities[1]	7,916	5,975	342	76	14,309	26	14,335	15,209
Bonds	2,612	1,769	30,873	22,308	57,562	1,636	59,198	56,086
Other debt securities	-	-	-	-	-	-	-	-
CARRYING AMOUNT	**10,528**	**9,167**	**35,922**	**30,764**	**86,381**	**1,933**	**88,314**	**85,938**

(1) Of which €1,778 million issued abroad.

13.1 Bonds (by currency of issuance)

(in millions of euros)	Remaining maturity ≤ 1 year	Remaining maturity > 1 year ≤ 5 years	Remaining maturity > 5 years	Outstandings 31/12/2013	Outstandings 31/12/2012
Euro	**2,787**	**24,201**	**21,676**	**48,664**	**46,390**
Fixed-rate	1,986	12,319	19,337	33,642	31,383
Floating-rate	801	11,882	2,339	15,022	15,007
Other European Union currencies	**120**	**-**	**300**	**420**	**407**
Fixed-rate	-	-	300	300	306
Floating-rate	120	-	-	120	101
US Dollar	**1,281**	**4,307**	**-**	**5,588**	**3,401**
Fixed-rate	363	2,893	-	3,256	2,365
Floating-rate	918	1,414	-	2,332	1,036
Yen	**21**	**1,959**	**193**	**2,173**	**2,530**
Fixed-rate	-	1,051	124	1,175	1,289
Floating-rate	21	908	69	998	1,241
Other currencies	**172**	**406**	**139**	**717**	**1,960**
Fixed-rate	172	406	139	717	1,137
Floating-rate	-	-	-	-	823
Total principal	**4,381**	**30,873**	**22,308**	**57,562**	**54,688**
Fixed-rate	2,521	16,669	19,900	39,090	36,480
Floating-rate	1,860	14,204	2,408	18,472	18,208
Accrued interest				1,636	1,398
CARRYING AMOUNT				**59,198**	**56,086**

NOTE 14 Accruals, deferred income and sundry liabilities

(in millions of euros)	31/12/2013	31/12/2012
Other liabilities[1]		
Counterparty transactions (trading securities)	-	-
Liabilities relating to stock lending transactions	-	-
Optional instruments sold	136	132
Settlement and negotiation accounts	-	4
Miscellaneous creditors	3,645	5,135
Payments on securities in process	42	72
CARRYING AMOUNT	**3,823**	**5,343**
Accruals and deferred income		
Items in course of transmission from other banks	9,251	6,250
Adjustment accounts	8,849	11,693
Unrealised gains and deferred gains on financial instruments	121	122
Unearned income	4,825	4,188
Accrued expenses on commitments on forward financial instruments	3,325	3,828
Other accrued expenses	704	650
Other accruals, deferred income and sundry liabilities	10	20
CARRYING AMOUNT	**27,085**	**26,751**
TOTAL	**30,908**	**32,094**

(1) Amounts including accrued interest.

NOTE 15 Provisions

(in millions of euros)	Balance at 01/01/2013	Depreciation charges	Reversals, amounts used	Reversals, amounts not used	Other movements	Balance at 31/12/2013
Provisions						
Employee retirement and similar benefits	224	6	(1)	(2)	21	248
Other liabilities to employees	5	-	(1)	-	-	4
Financing commitment execution risks	297	59	-	(19)	(14)	323
Tax disputes[1]	67	21	-	-	-	88
Other litigations	60	4	-	(1)	(8)	55
Country risk	-	-	-	-	-	-
Credit risks	-	-	-	-	-	-
Restructuring	-	-	-	-	-	-
Income tax charge[2]	374	56	-	(40)	-	390
Equity investments[3]	26	1	-	(27)	-	-
Operational risk	-	-	-	-	-	-
Home purchase savings scheme imbalance risks[4]	263	68	-	(76)	-	255
Other provisions[5][6]	1,552	251	(145)	(1,184)	(2)	472
CARRYING AMOUNT	**2,868**	**466**	**(147)**	**(1,349)**	**(3)**	**1,835**

(1) Provisions for tax adjustment notices received.

(2) Mainly comprises tax liabilities due to subsidiaries under the tax consolidation scheme.

(3) Including joint ventures, EIGs, property risks of equity instruments.

(4) See Note 16 below.

(5) The reversals of provisions include €585 million in reversals arising from the disposal of Emporiki and €346 million in reversals for derivatives with negative fair values.

(6) Including provisions for EIG investment risks.

NOTE 16 Home purchase savings contracts

DEPOSITS COLLECTED UNDER HOME PURCHASE SAVINGS ACCOUNTS AND PLANS DURING THE SAVINGS PHASE

(in millions of euros)	31/12/2013	31/12/2012
Home purchase savings plans		
Under four years old	12,420	6,388
Between four and ten years old	23,044	22,906
Over ten years old	28,823	31,164
Total Home purchase savings plans	**64,287**	**60,458**
Total Home purchase savings accounts	**11,231**	**11,577**
TOTAL DEPOSITS COLLECTED UNDER HOME PURCHASE SAVINGS CONTRACTS	**75,518**	**72,035**

PROVISION FOR HOME PURCHASE SAVINGS ACCOUNTS AND PLANS

(in millions of euros)	31/12/2013	31/12/2012
Home purchase savings plans		
Under four years old	-	-
Between four and ten years old	-	-
Over ten years old	255	241
Total Home purchase savings plans	**255**	**241**
Total Home purchase savings accounts	**-**	**22**
TOTAL PROVISIONS FOR HOME PURCHASE SAVINGS CONTRACTS	**255**	**263**

CHANGES IN PROVISIONS

(in millions of euros)	01/01/2013	Depreciation charges	Reversals	31/12/2013
Home purchase savings plans	241	14	-	255
Home purchase savings accounts	22	-	(22)	-
TOTAL PROVISIONS FOR HOME PURCHASE SAVINGS CONTRACTS	**263**	**14**	**(22)**	**255**

Age is determined in accordance with CRC Regulation no. 2007-01 of 14 December 2007. Customer deposits outstanding do not include government subsidy.

Customer deposits outstanding include accrued interest not yet due at 31 December 2013 and exclude accrued interest not yet due at 31 December 2012. They amounted to €1,763 million at 31 December 2013 versus €1,814 million at 31 December 2012.

NOTE 17 Liabilities to employees – Post-employment benefits, defined-benefit plans

CHANGE IN ACTUARIAL LIABILITY

(in millions of euros)	31/12/2013	31/12/2012
Actuarial liability at 31/12/N-1	**223**	**217**
Current service cost during the year	10	8
Interest cost	6	10
Employee contributions	-	-
Benefit plan changes, withdrawals and settlement	-	-
Changes in scope	7	(4)
Early retirement allowances	-	-
Benefits paid	(2)	(16)
Actuarial (gains)/losses	4	8
ACTUARIAL LIABILITY AT 31/12/N	**248**	**223**

BREAKDOWN OF CHARGE RECOGNISED IN INCOME STATEMENT

(in millions of euros)	31/12/2013	31/12/2012
Current service cost	10	8
Interest cost	6	10
Expected return on assets	(5)	(7)
Past service cost	-	-
Actuarial (gains)/losses	4	12
(Gains)/losses on plan withdrawals and settlements	-	-
Gains/(losses) due to asset restriction changes	-	-
NET CHARGE RECOGNISED IN INCOME STATEMENT	**15**	**23**

CHANGES IN FAIR VALUE OF PLAN ASSETS

(in millions of euros)	31/12/2013	31/12/2012
Fair value of asset/reimbursement rights at 31/12/N-1	**188**	**212**
Expected return on assets	5	7
Actuarial (gains)/losses	(1)	(5)
Employer contributions	13	3
Employee contributions	-	-
Benefit plan changes, withdrawals and settlement	-	-
Changes in scope	7	(15)
Early retirement allowances	-	-
Benefits paid out under the benefit plan	(1)	(14)
FAIR VALUE OF ASSET/REIMBURSEMENT RIGHTS AT 31/12/N	**211**	**188**

NET POSITION

(in millions of euros)	31/12/2013	31/12/2012
Actuarial liability at 31/12/N	**(248)**	**(223)**
Impact of asset restriction	-	-
Fair value of assets at end of period	211	188
NET POSITION (LIABILITIES)/ASSETS AT 31/12/N	**(37)**	**(35)**

CHANGES IN PROVISIONS

(in millions of euros)	31/12/2013	31/12/2012
(Provisions)/Asset at 31/12/N-1	**(36)**	**(5)**
Employer contributions	13	3
Changes in scope	-	(12)
Direct payments made by employer	1	1
Net charge recognised in income statement	(15)	(23)
(PROVISIONS)/ASSET AT 31/12/N	**(37)**	**(36)**

NOTE 18 Fund for general banking risks (FGBR)

(in millions of euros)	31/12/2013	31/12/2012
Fund for general banking risks (FGBR)	971	939
CARRYING AMOUNT	**971**	**939**

NOTE 19 Subordinated debt – Analysis by remaining maturity

	31/12/2013							31/12/2012
(in millions of euros)	≤ 3 months	> 3 months ≤ 1 year	> 1 year ≤ 5 years	> 5 years	Total principal	Accrued interest	Total	Total
Fixed-term subordinated debt	**653**	**583**	**4,579**	**13,361**	**19,176**	**292**	**19,468**	**20,459**
Euro	604	583	4,579	10,561	16,327	255	16,582	18,231
Other European Union currencies	-	-	-	540	540	2	542	553
US Dollar	49	-	-	2,260	2,309	35	2,344	1,675
Swiss Franc	-	-	-	-	-	-	-	-
Yen	-	-	-	-	-	-	-	-
Other currencies	-	-	-	-	-	-	-	-
Participating securities and loans	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Other subordinated term loans	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Perpetual subordinated debt(1)	**-**	**-**	**-**	**10,299**	**10,299**	**177**	**10,476**	**11,759**
Euro	-	-	-	6,418	6,418	117	6,535	7,661
US Dollar	-	-	-	2,712	2,712	24	2,736	2,860
Other currencies	-	-	-	1,169	1,169	36	1,205	1,238
Frozen current accounts of Local Banks	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Mutual security deposits	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
CARRYING AMOUNT	**653**	**583**	**4,579**	**23,660**	**29,476**	**469**	**29,944**	**32,218**

(1) *Remaining maturity of perpetual subordinated debt classified by default in > five years.*

NOTE 20 Changes in equity (before appropriation)

(in millions of euros)	Share capital	Legal reserve	Statutory reserve	Share premiums, reserves and retained earnings	Translation, revaluation adjustments	Regulated provisions and investment subsidies	Net income	Total equity
Balance at 31/12/2011	**7,494**	**566**	**1,317**	**26,111**	**-**	**8**	**(3,656)**	**31,840**
Dividends or interest paid on shares in respect of 2011	-	-	-	-	-	-	-	-
Change in share capital	-	-	-	-	-	-	-	-
Change in share premium and reserves	-	-	-	-	-	-	-	-
Appropriation of 2011 parent company net income	-	-	-	(3,656)	-	-	3,656	-
Reduction in retained earnings	-	-	-	-	-	-	-	-
Net income for 2012	-	-	-	-	-	-	(4,235)	(4,235)
Other changes	-	-	-	-	-	23	-	23
Balance at 31/12/2012	**7,494**	**566**	**1,317**	**22,455**	**-**	**31**	**(4,235)**	**27,628**
Dividends or interest paid on shares in respect of 2012	-	-	-	-	-	-	-	-
Change in share capital(1)	11	-	-	(11)	-	-	-	-
Change in share premium and reserves	-	-	-	-	-	-	-	-
Appropriation of 2012 parent company net income	-	-	-	(4,235)	-	-	4,235	-
Reduction in retained earnings	-	-	-	-	-	-	-	-
Net income for 2013	-	-	-	-	-	-	3,531	3,531
Other changes	-	-	-	(1)	-	(7)	-	(8)
BALANCE AT 31/12/2013	**7,505**	**566**	**1,317**	**18,208**	**-**	**24**	**3,531**	**31,151**

(1) *Pursuant to the twenty-ninth resolution of the General Meeting of Shareholders of 18 May 2011 on the bonus share plan, a capital increase was carried out by means of the creation and issue of 3,569,460 shares, each with a par value of €3, totalling €10,708,380.*

NOTE 21 Composition of capital

(in millions of euros)	31/12/2013	31/12/2012
Equity	31,151	27,628
Fund for general banking risks (FGBR)	971	938
Subordinated debt and participating securities	29,944	32,218
Mutual security deposits	-	-
TOTAL CAPITAL	**62,066**	**60,784**

NOTE 22 Transactions with subsidiaries and affiliates, and equity investments

(in millions of euros)	Balance at 31/12/2013 Transactions with subsidiaries and affiliates, and equity investments	Balance at 31/12/2012 Transactions with subsidiaries and affiliates, and equity investments
Loans and receivables	**380,001**	**364,871**
Credit and other financial institutions	357,895	352,712
Customers	2,383	2,193
Bonds and other fixed income securities	19,723	9,966
Debt	**124,174**	**124,434**
Credit and other financial institutions	109,679	108,424
Customers	10,627	741
Debt securities and subordinated debt	3,868	15,269
Commitments given	**47,805**	**60,138**
Financing commitments given to credit institutions	30,935	35,680
Financing commitments given to customers	-	-
Guarantees given to credit and other financial institutions	-	20,897
Guarantees given to customers	13,497	3,561
Securities acquired with repurchase options	3,373	-
Other commitments given	-	-

NOTE 23 Foreign currency denominated transactions

	31/12/2013		31/12/2012	
(in millions of euros)	Assets	Liabilities	Assets	Liabilities
Euro	507,512	487,324	497,513	468,931
Other European Union currencies	2,837	3,674	2,746	4,149
Swiss Franc	11,443	7,624	12,170	8,500
US Dollar	12,324	24,014	11,996	23,830
Yen	421	2,190	377	2,549
Other currencies	1,200	432	1,236	1,303
Gross amount	**535,737**	**525,258**	**526,038**	**509,263**
Accruals, prepayments, deferred income and sundry assets and liabilities	26,177	31,384	29,032	30,813
Impairment	(5,272)	-	(14,995)	-
TOTAL	**556,642**	**556,642**	**540,075**	**540,075**

NOTE 24 Foreign exchange transactions, loans and borrowings

(in millions of euros)	31/12/2013		31/12/2012	
	To be received	To be delivered	To be received	To be delivered
Foreign currency	103	64	529	532
Euros	64	103	53	50
Spot foreign exchange transactions	**167**	**167**	**582**	**582**
Foreign currency	22,275	11,151	24,369	11,876
Euros	7,459	19,083	6,965	19,199
Forward currency transactions	**29,734**	**30,234**	**31,334**	**31,075**
Foreign currency denominated loans and borrowings	**759**	**655**	**1,919**	**1,095**
TOTAL	**30,660**	**31,056**	**33,835**	**32,752**

NOTE 25 Forward financial instruments

(in millions of euros)	31/12/2013 Hedging transactions	31/12/2013 Other	31/12/2013 Total	31/12/2012 Total
Futures and forwards	**722,877**	**656,893**	**1,379,770**	**1,428,262**
Exchange-traded(1)				
Interest rate futures	-	-	-	-
Currency futures	-	-	-	-
Equity and stock index instruments	-	-	-	-
Other futures	-	-	-	-
Over-the-counter(1)	**722,877**	**656,893**	**1,379,770**	**1,428,262**
Interest rate swaps	721,047	656,726	1,377,773	1,426,139
Other interest rate forwards	-	-	-	-
Currency futures	-	167	167	177
FRAs	-	-	-	-
Equity and stock index instruments	1,830	-	1,830	1,946
Other futures	-	-	-	-
Options	**10,345**	**15,080**	**25,425**	**26,275**
Exchange-traded				
Interest rate futures				
• Bought	-	-	-	-
• Sold	-	-	-	-
Equity and stock index instruments				
• Bought	-	-	-	-
• Sold	-	-	-	-
Currency futures				
• Bought	-	-	-	-
• Sold	-	-	-	-
Other futures				
• Bought	-	-	-	-
• Sold	-	-	-	-
Over-the-counter	**10,345**	**15,080**	**25,425**	**26,275**
Interest rate *swap* options				
• Bought	-	9	9	4
• Sold	-	9	9	4
Other interest rate forwards				
• Bought	10,345	4,078	14,423	14,948
• Sold	-	3,278	3,278	4,533
Currency futures				
• Bought	-	3,853	3,853	3,186
• Sold	-	3,853	3,853	3,186
Equity and stock index instruments				
• Bought	-	-	-	414
• Sold	-	-	-	-
Other futures				
• Bought	-	-	-	-
• Sold	-	-	-	-
Credit derivatives				
Credit derivative contracts				
• Bought	-	-	-	-
• Sold	-	-	-	-
TOTAL	**733,222**	**671,973**	**1,405,195**	**1,454,537**

(1) *The amounts shown in respect of futures and forwards must correspond to aggregate long and short positions (interest rate swaps and interest rate swap options), or to aggregate purchases and sales of contracts (other contracts).*

25.1 Forward financial instruments – Analysis by remaining maturity

	Total 31/12/2013			o/w over-the-counter			o/w exchange traded and equivalent		
(in millions of euros)	≤ 1 year	> 1 year ≤ 5 years	> 5 years	≤ 1 year	> 1 year ≤ 5 years	> 5 years	≤ 1 year	> 1 year ≤ 5 years	> 5 years
Futures	-	-	-	-	-	-	-	-	-
Currency options	4,214	3,492	-	4,214	3,492	-	-	-	-
Interest rate options	7	-	10	7	-	10	-	-	-
Currency futures	-	-	-	-	-	-	-	-	-
FRAs	-	-	-	-	-	-	-	-	-
Interest rate swaps	563,259	353,982	460,532	563,259	353,982	460,532	-	-	-
Caps, Floors, Collars	2,696	7,394	7,612	2,696	7,394	7,612	-	-	-
Interest rate forwards	-	-	-	-	-	-	-	-	-
Equity, equity index and precious metals futures and forwards	48	1,178	604	48	1,178	604	-	-	-
Equity, equity index and precious metals options	-	-	-	-	-	-	-	-	-
Equity, equity index and precious metals derivatives	-	-	-	-	-	-	-	-	-
Credit derivatives	-	-	-	-	-	-	-	-	-
Subtotal	**570,224**	**366,046**	**468,758**	**570,224**	**366,046**	**468,758**	**-**	**-**	**-**
Currency swaps	11,284	13,241	7,416	11,284	13,241	7,416	-	-	-
Forward currency transactions	26,592	1,322	115	26,592	1,322	115	-	-	-
Subtotal	**37,876**	**14,563**	**7,531**	**37,876**	**14,563**	**7,531**	**-**	**-**	**-**
TOTAL	**608,100**	**380,609**	**476,289**	**608,100**	**380,609**	**476,289**	**-**	**-**	**-**

(in millions of euros)	Total 31/12/2012			o/w over-the-counter			o/w exchange traded and equivalent		
	≤ 1 year	> 1 year ≤ 5 years	> 5 years	≤ 1 year	> 1 year ≤ 5 years	> 5 years	≤ 1 year	> 1 year ≤ 5 years	> 5 years
Futures	-	-	-	-	-	-	-	-	-
Currency options	3,700	2,673	-	3,700	2,673	-	-	-	-
Interest rate options	-	7	-	-	7	-	-	-	-
Currency futures	-	-	-	-	-	-	-	-	-
FRAs	-	-	-	-	-	-	-	-	-
Interest rate swaps	701,365	309,195	415,578	701,365	309,195	415,578	-	-	-
Caps, Floors, Collars	2,037	10,285	7,159	2,037	10,285	7,159	-	-	-
Interest rate forwards	-	-	-	-	-	-	-	-	-
Equity, equity index and precious metals futures and forwards	34	86	1,826	34	86	1,826	-	-	-
Equity, equity index and precious metals options	2	412	-	2	412	-	-	-	-
Equity, equity index and precious metals derivatives	-	-	-	-	-	-	-	-	-
Credit derivatives	-	-	-	-	-	-	-	-	-
Subtotal	**707,138**	**322,658**	**424,563**	**707,138**	**322,658**	**424,563**	**-**	**-**	**-**
Currency swaps	3,701	22,802	9,673	3,701	22,802	9,673	-	-	-
Forward currency transactions	24,895	1,197	142	24,895	1,197	142	-	-	-
Subtotal	**28,596**	**23,999**	**9,815**	**28,596**	**23,999**	**9,815**	**-**	**-**	**-**
TOTAL	**735,734**	**346,657**	**434,378**	**735,734**	**346,657**	**434,378**	**-**	**-**	**-**

25.2 Forward financial instruments – Fair value

(in millions of euros)	31/12/2013			31/12/2012		
	Fair value		Outstanding notional	Fair value		Outstanding notional
	Positive	Negative		Positive	Negative	
Futures	-	-	-	-	-	-
Currency options	34	34	7,706	19	19	6,373
Interest rate options	104	104	17	114	114	7
Currency futures	-	-	-	-	-	-
FRAs	-	-	-	-	-	-
Interest rate swaps	32,282	32,944	1,377,773	46,181	45,532	1,426,138
Caps, Floors, Collars	563	515	17,702	566	536	19,481
Interest rate forwards	-	-	-	-	-	-
Equity, equity index and precious metals derivatives	238	89	1,830	185	74	2,360
Credit derivatives	-	-	-	-	-	-
Subtotal	**33,221**	**33,686**	**1,405,028**	**47,065**	**46,275**	**1,454,359**
Currency swaps	46	52	31,941	331	243	36,176
Forward currency transactions	4,214	4,198	28,028	4,021	3,873	26,234
Subtotal	**4,260**	**4,250**	**59,969**	**4,352**	**4,116**	**62,410**
TOTAL	**37,481**	**37,936**	**1,464,997**	**51,417**	**50,391**	**1,516,769**

NOTE 26 Commitments given and received

(in millions of euros)	31/12/2013	31/12/2012
Commitments given	**50,585**	**63,155**
Financing commitments	**30,954**	**35,700**
Commitments given to credit institutions	30,935	35,681
Commitments given to customers	19	19
• Confirmed credit lines	-	-
Documentary credits	-	-
Other confirmed credit lines	-	-
• Other commitments given to customers	19	19
Guarantee commitments	**19,631**	**27,455**
Credit institutions	14,200	21,382
• Confirmed documentary credit lines	-	-
• Other	14,200	21,382
Customers	5,431	6,073
• Property guarantees	71	74
• Financial guarantees	-	-
• Other customer guarantees	5,360	5,999
Commitments on securities	**-**	**-**
Securities acquired with repurchase options	-	-
Other commitments to be given	-	-
Commitments received	**64,345**	**59,210**
Financing commitments	**46,390**	**40,641**
Commitments received from credit institutions	46,390	40,641
Commitments received from customers	**-**	**-**
Guarantee commitments	**17,955**	**18,569**
Commitments received from credit institutions	17,944	18,559
Commitments received from customers	11	10
• Guarantees received from government bodies or similar	8	8
• Other guarantees received	3	2
Commitments on securities	**-**	**-**
Securities sold with repurchase options	-	-
Other commitments received	-	-

NOTE 27 Information on counterparty risk on derivative products

(in millions of euros)	31/12/2013 Market value	31/12/2013 Potential credit risk[1]	31/12/2013 Total counterparty risk	31/12/2012 Market value	31/12/2012 Potential credit risk	31/12/2012 Total counterparty risk
Risk regarding OECD governments, central banks and similar organisations	-	-	-	-	-	-
Risk regarding OECD financial institutions and similar organisations	37,261	10,417	47,678	51,321	10,425	61,746
Risk on other counterparties	148	306	454	8	6	14
Total before impact of netting contracts	**37,409**	**10,723**	**48,132**	**51,329**	**10,431**	**61,760**
Risk on						
Interest rate, exchange rate and commodities contracts	37,171	10,566	47,737	51,144	10,206	61,350
Equity and index derivative contracts	238	157	395	185	225	410
Total before impact of netting contracts	**37,409**	**10,723**	**48,132**	**51,329**	**10,431**	**61,760**
Impact of netting and collateralisation contracts	-	-	-	-	-	-
TOTAL AFTER IMPACT OF NETTING AND COLLATERALISATION CONTRACTS	**37,409**	**10,723**	**48,132**	**51,329**	**10,431**	**61,760**

(1) Calculated using Basel 2 regulatory standard.

NOTE 28 Net interest and similar income (expenses)

(in millions of euros)	31/12/2013	31/12/2012
Interbank transactions	4,100	5,380
Crédit Agricole internal transactions	5,067	6,205
Customer transactions	376	413
Bonds and other fixed income securities	2,509	2,413
Net gains on macro-hedging transactions	232	-
Debt securities	98	689
Other interest income	429	13
Interest and similar income	**12,811**	**15,112**
Interbank transactions	(3,848)	(4,514)
Crédit Agricole internal transactions	(1,614)	(1,823)
Customer transactions	(5,282)	(5,939)
Bonds and other fixed income securities	(2,017)	(1,322)
Net losses on macro-hedging transactions	-	(243)
Debt securities	(2,488)	(2,626)
Other interest expense	(1)	(11)
Interest and similar expenses	**(15,250)**	**(16,478)**
NET INTEREST AND SIMILAR INCOME (EXPENSES)	**(2,439)**	**(1,366)**

NOTE 29 Income from securities

(in millions of euros)	31/12/2013	31/12/2012
Short term investment securities	1,404	1,731
Sustainable development passbook account (LDD)	-	-
Long term investment securities	-	-
Other securities transactions	1,203	1,371
Income from fixed income securities	**2,607**	**3,102**
Investments in subsidiaries and affiliates, equity investments and other long term equity investments	2,812	4,401
Short term investment securities and medium term portfolio securities	3	18
Other securities transactions	-	-
Income from variable-income securities	**2,815**	**4,419**
TOTAL INCOME FROM SECURITIES	**5,422**	**7,521**

NOTE 30 Net fee and commission income

	31/12/2013			31/12/2012		
(in millions of euros)	Income	Expense	Net	Income	Expense	Net
Interbank transactions	131	(19)	112	113	(22)	91
Crédit Agricole internal transactions	564	(1,118)	(554)	497	(1,018)	(521)
Customer transactions	-	-	-	-	-	-
Securities transactions	-	(7)	(7)	-	(13)	(13)
Forward financial instruments and other off-balance sheet transactions	-	-	-	-	-	-
Financial services	82	(119)	(37)	191	(207)	(16)
Provisions for fee and commission risks	-	-	-	-	-	-
TOTAL NET FEE AND COMMISSION INCOME	**777**	**(1,263)**	**(486)**	**801**	**(1,260)**	**(459)**

NOTE 31 Net gains (losses) on trading book

(in millions of euros)	31/12/2013	31/12/2012
Gains (losses) on trading securities	4	102
Gains (losses) on foreign currency transactions and similar financial instruments	139	50
Gains (losses) on other forward financial instruments	373	327
NET GAINS (LOSSES) ON TRADING BOOK	**516**	**479**

NOTE 32 Net gains (losses) on short term investment portfolios and similar

(in millions of euros)	31/12/2013	31/12/2012
Short term investment securities	-	-
Impairment losses	(78)	(250)
Reversals of impairment losses	91	804
Net losses/reversals	**13**	**554**
Gains on disposals	218	218
Losses on disposals	(592)	(12)
Net gains (losses) on disposals	**(374)**	**206**
Net gains (losses) on short term investment securities	**(361)**	**760**
Medium term portfolio securities	-	-
Impairment losses	-	(39)
Reversals of impairment losses	-	70
Net losses/reversals	-	**31**
Gains on disposals	-	-
Losses on disposals	-	(38)
Net gains (losses) on disposals	-	**(38)**
Net gains (losses) on medium term portfolio securities	-	**(7)**
NET GAINS (LOSSES) ON SHORT TERM INVESTMENT PORTFOLIOS AND SIMILAR	**(361)**	**753**

NOTE 33 Other banking income and expenses

(in millions of euros)	31/12/2013	31/12/2012
Other income	12	13
Share of joint ventures	-	-
Charge-backs and expense reclassifications	34	69
Reversals of provisions	-	-
Other banking income	**46**	**82**
Sundry expenses	(82)	(111)
Share of joint ventures	(9)	(7)
Charge-backs and expense reclassifications	-	-
Depreciation charges to provisions	-	-
Other banking expenses	**(91)**	**(118)**
OTHER BANKING INCOME AND EXPENSES	**(45)**	**(36)**

NOTE 34 Operating expenses

(in millions of euros)	31/12/2013	31/12/2012
Employee expenses(1)		
Salaries	(229)	(239)
Wages and salaries	(118)	(107)
o/w contributions to defined-contribution post-employment benefit plans	*2*	*(2)*
Profit-sharing and incentive plans	(14)	(15)
Payroll-related tax	(35)	(34)
Total employee expenses	**(396)**	**(395)**
Charge-backs and reclassification of employee expenses	71	77
Net employee expenses	**(325)**	**(318)**
Administrative expenses(2)		
Taxes other than on income or payroll-related	(88)	(54)
External services and other administrative expenses	(372)	(434)
Total administrative expenses	**(460)**	**(488)**
Charge-backs and reclassification of administrative expenses	113	117
Net administrative expenses	**(347)**	**(371)**
OPERATING EXPENSES	**(672)**	**(689)**

(1) At 31 December 2013, the compensation of Executive Committee members of Crédit Agricole S.A.Group amounted to €18.8 million compared with €17.1 million at 31 December 2012.

(2) Information on fees paid to Statutory Auditors is indicated in the notes to the consolidated financial statements of Crédit Agricole S.A. Group.

34.1 Headcount by category

(average number of employees)	31/12/2013	31/12/2012
Executives	2,212	2,360
Non-Executives	374	413
TOTAL	**2,586**	**2,773**
o/w: France	*2,571*	*2,757*
Foreign	*15*	*16*
o/w: Detached employees	*472*	*630*

NOTE 35 Cost of risk

(in millions of euros)	31/12/2013	31/12/2012
Depreciation charges to provisions and impairment	**(74)**	**(1,240)**
Impairment of doubtful loans	-	-
Other depreciation and impairment losses	(74)	(1,240)
Reversals of provisions and impairment losses	**684**	**264**
Reversals of impairment losses on doubtful loans	-	2
Other reversals of provisions and impairment losses	684	262
Change in provisions and impairment	**610**	**(976)**
Losses on non-impaired irrecoverable loans	(5)	-
Losses on impaired irrecoverable loans	(40)	(29)
Discount on restructured loans	-	-
Recoveries on loans written off	6	1
Other losses	-	-
COST OF RISK	**570**	**(1,004)**

NOTE 36 Net gains (losses) on fixed assets

FINANCIAL INVESTMENTS

(in millions of euros)	31/12/2013	31/12/2012
Impairment losses	**(316)**	**(9,194)**
Long term investment securities	-	-
Investments in subsidiaries and affiliates, equity investments and other long term equity investments	(316)	(9,194)
Reversals of impairment losses	**9,974**	**3,595**
Long term investment securities	-	-
Investments in subsidiaries and affiliates, equity investments and other long term equity investments	9,974	3,595
Net losses/reversals	**9,658**	**(5,599)**
Long term investment securities	-	-
Investments in subsidiaries and affiliates, equity investments and other long term equity investments	9,658	(5,599)
Gains on disposals	**47**	**76**
Long term investment securities	-	-
Investments in subsidiaries and affiliates, equity investments and other long term equity investments	47	76
Losses on disposals	**(8,881)**	**(1,579)**
Long term investment securities	-	-
Investments in subsidiaries and affiliates, equity investments and other long term equity investments	(8,879)	(1,579)
Losses on receivables from equity investments	(2)	-
Net gains (losses) on disposals	**(8,834)**	**(1,503)**
Long term investment securities	-	-
Investments in subsidiaries and affiliates, equity investments and other long term equity investments	(8,834)	(1,503)
NET GAINS (LOSSES)	**824**	**(7,102)**

PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

(in millions of euros)	31/12/2013	31/12/2012
Gains on disposals	68	76
Losses on disposals	-	-
Net gains (losses)	**68**	**76**
NET GAINS (LOSSES) ON FIXED ASSETS	**892**	**(7,026)**

NOTE 37 Income tax charge

(in millions of euros)	31/12/2013	31/12/2012
Income tax charge[(1)]	2,814	760
Net depreciation charge for taxes under the tax consolidation scheme	(37)	7
NET BALANCE	**2,777**	**767**

(1) *The tax gain mainly consists of the taxes that Crédit Agricole S.A., as head of the tax consolidation group, collected from the subsidiaries included in the tax consolidation scheme.*

NOTE 38 Presence in non-cooperative States and territories

The investment and divestment projects carried out by the entities that are controlled directly or indirectly by Crédit Agricole S.A. must comply with its strategic orientations as defined by the Board of Directors of Crédit Agricole S.A. and implemented by the Group's Executive Management.

A Group procedure outlines the responsibilities of both the business lines and Central Support functions of Crédit Agricole S.A. To this end, the Group Finance department and the Strategy and Development department are consulted in order to ensure that the economic and financial expectations of the transaction are met. They also ensure the appropriateness of the planned transaction and its consistency with the Group's strategic orientations. The Group Risk Management and Permanent Controls function, the Compliance department and the Legal department all play a role by issuing opinions within their respective fields of responsibility.

This principle applies to all subsidiaries, and concerns all new products and activities, under the responsibility of specific Committees.

Crédit Agricole S.A. is present, directly and indirectly, in non-cooperative States or territories as defined by Article 238-0 A of the French General Tax Code.

The information concerning these operations is presented as follows:

Country	Corporate name	Legal form	Nature of the authorisation (if applicable)	Share of capital in %	Type of business
Brunei	Amundi Singapore Limited Brunei Branch	Branch		73.98%	Branch
British Virgin Islands	Indosuez Asset Nominees Limited	Corporation - Limited		73.98%	Custodian
	Levant Services Limited	Corporation - Limited		98.34%	Wealth management
	Wynndel Limited	Corporation - Limited		98.34%	Wealth management
	Saturn Corporate Services	Corporation - Limited		97.46%	Wealth management
	Vulcan Corporate Services Inc	Corporation - Limited		97.46%	Wealth management
	Sage Corporate Services Inc	Corporation - Limited		97.46%	Wealth management

The above entities are within the area of responsibility of Crédit Agricole S.A. Group's Internal Controls department and as such must respect the Group's procedures in terms of prevention and control of non-compliance risk (which include namely the necessary procedures in terms of preventing money laundering and combating terrorism financing), as described in the report of the Chairman of the Board of Directors in the registration document of Crédit Agricole S.A.

Statutory auditors' report on the parent company financial statements

This is a free translation into English of the Statutory Auditors' report issued in French. It is provided solely for the convenience of English speaking users. The Statutory Auditors' report includes information required specifically by French law in such reports, whether qualified or not. This information presents below the opinion on the parent company's financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the parent company's financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the parent company's financial statements.

This report should be read and construed in accordance with French law and professional auditing standards applicable in France.

Year ended December 31, 2013

To the shareholders:

In compliance with the assignment entrusted to us by your General Meeting of Shareholders, we hereby report to you, for the year ended December 31, 2013, on:

- the audit of the accompanying financial statements of Crédit Agricole S.A.;
- the justification of our assessments;
- the specific verifications and information required by law.

These financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements based on our audit.

I. Opinion on the financial statements

We conducted our audit in accordance with professional standards applicable in France; those standards require that we plan and perform procedures to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit involves performing procedures, using sample techniques or other methods of selection, to obtain audit evidence about the amounts and disclosures in the financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made, as well as the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the financial statements give a true and fair view of the assets, liabilities and financial position of the Company as of December 31, 2013 and of the results of its operations for the year ended in accordance with French generally accepted accounting principles.

Without qualifying our opinion, we draw your attention to the matter set out in the Note 2 to the financial statements about the first application of ANC recommendation N°2013-02 relating to the measurement and recognition of retirement and similar benefit obligations.

II. Justification of our assessments

In accordance with the requirements of Article L. 823-9 of the French Commercial Code (Code de Commerce) relating to the justification of our assessments, we bring to your attention the following matters:

- As part of its financial statements preparation process, your Company has made accounting estimates, in particular regarding the valuation of investments in non-consolidated companies and participating interests, loans and advances granted, other long term investments and the pension and future employees' benefits provisions. We have reviewed the assumptions used and verified that these accounting estimates are based on documented methods that comply with the principles set forth in Note 2 to the financial statements.
- These assessments were made as part of our audit of the parent company's financial statements, taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

III. Specific verifications and information

We have also performed, in accordance with professional standards applicable in France, the specific verifications required by French law.

We have no matters to report as to the fair presentation and the consistency with the financial statements of the information provided in the management report of the Board of Directors, and in the documents addressed to the shareholders with respect to the financial position and the financial statements.

Concerning the information provided in accordance with the requirements of Article L. 225-102-1 of the French Commercial Code (Code de Commerce) related to compensations and benefits received by the Directors and any other commitments made in their favor, we have verified its consistency with the financial statements, or with the underlying information used to prepare these financial statements and, where applicable, with the information obtained by your Company from companies controlling your Company or controlled by it. Based on this work, we attest the accuracy and fair presentation of this information.

In accordance with French law, we have verified that the required information concerning the purchase of investments and controlling interests and the identity of the main shareholders has been properly disclosed in the management report.

Neuilly-sur-Seine and Paris-La Défense, March 20, 2014

The Statutory Auditors

PricewaterhouseCoopers Audit Catherine Pariset	ERNST & YOUNG et Autres Valérie Meeus

GENERAL INFORMATION

8

Memorandum and Articles of Association

CRÉDIT AGRICOLE S.A.

A French company *(société anonyme)*
with a share capital of €7,504,769,991.

Registered with the Nanterre Trade and Company Registry
under number 784 608 416.

Registered office:
12, place des États-Unis – 92127 Montrouge Cedex - France
Tel. (+33) 1 43 23 52 02

ARTICLES OF ASSOCIATION

The Articles of Association of Crédit Agricole S.A., amended on 12 November 2013, are reproduced in full below.

Article 1 – Form

Crédit Agricole S.A. (the "Company") is a French company (*société anonyme*) with a Board of Directors (*Conseil d'administration*) governed by ordinary corporate law, notably Book II of the French Commercial Code.

Crédit Agricole S.A. is also subject to the provisions of the Monetary and Finance Code, in particular Articles L. 512-47 *et seq.*, and those provisions of former Book V of the Rural Code which have not been repealed, and Act no. 88–50 of 18 January 1988 concerning the Reorganisation of the Caisse Nationale de Crédit Agricole as a Mutual Company.

Prior to the Extraordinary General Meeting of 29 November 2001, the Company was called "Caisse Nationale de Crédit Agricole", abbreviated "CNCA".

The Company was born of the transformation of the Caisse Nationale de Crédit Agricole, an *Établissement Public Industriel et Commercial,* following the merger of the Mutual Guarantee Fund of the Caisses Régionales de Crédit Agricole Mutuel (the Regional Banks); it continues to hold all of the rights, obligations, guarantees and security interests of those legal entities prior to their transformation; it exercises all rights relating to mortgages granted in favour of the State.

Article 2 – Name

The name of the Company is: Crédit Agricole S.A.

In all deeds and documents of the Company that are intended for third parties, the corporate name shall be immediately preceded or followed by the words *Société Anonyme* or the initials S.A., "*régie par le livre deuxième du Code de commerce et par les dispositions du Code monétaire et financier*" ("governed by Book II of the French Commercial Code and the provisions of the Monetary and Finance Code") and by the amount of the share capital.

Article 3 – Object

Crédit Agricole S.A. has for object to facilitate and promote the activities and development of the Caisses Régionales de Crédit Agricole Mutuel and the Crédit Agricole Group. In furtherance of this purpose:

1. Crédit Agricole S.A. operates as a central financial institution and ensures that the Group acts as a single financial unit in its dealings with third parties with the object of optimising the financial management of funds and, in return, the allocation of the financial resources so collected.

   Crédit Agricole S.A. collects and manages the excess deposits and savings of the Regional Banks, as well as savings collected by such Banks on its behalf.

   Crédit Agricole S.A. grants facilities to the Regional Banks to permit the funding of their medium and long term loans. It ensures that the transformation risks pertaining to the Company, its subsidiaries and the Regional Banks are assumed. It implements the mechanisms for guaranteeing transactions by the Caisses Régionales de Crédit Agricole Mutuel. In its own name and on behalf of the companies in the Crédit Agricole Group, Crédit Agricole S.A. negotiates and enters into domestic and international agreements which may affect the credit of the Group. It executes all nation-wide agreements with the State.

2. In France and abroad, Crédit Agricole S.A. performs all types of banking, financial, credit, investment or securities transactions and related services under the Monetary and Finance Code, guaranty, arbitrage, brokerage and commission transactions, whether for its own account or for the account of others, without infringing on the remit of the Caisses Régionales de Crédit Agricole Mutuel.

3. In accordance with the provisions of the Monetary and Finance Code, as the Central Organ of Crédit Agricole Mutuel, Crédit Agricole S.A. ensures the cohesion of the Crédit Agricole Mutuel network, the proper operation of the credit institutions that are a part thereof, and compliance by such institutions with the applicable laws and regulations by exercising administrative, technical and financial supervision

thereof; it guarantees the liquidity and solvency of the entire network and all institutions affiliated therewith.

And, as a general matter, Crédit Agricole S.A. engages in all types of commercial, financial, personal and real property transactions and provides all services directly or indirectly related to its purpose, provided that they are in furtherance thereof.

Article 4 – Registered office

The registered office of the Company is situated at 12 Place des États-Unis, 92127 Montrouge Cedex.

Article 5 – Duration

The Company, born out of the transformation described in the last paragraph of Article 1 of these Articles of Association, shall terminate on 31 December 2086 unless extended or dissolved in advance by the shareholders at an Extraordinary General Meeting.

Article 6 – Share capital

The share capital of the Company is €7,504,769,991 divided into 2,501,589,997 Ordinary Shares with a par value of €3, all of them paid up in full.

In accordance with the applicable laws and regulations, non-voting Preferred Shares with the rights defined by these Articles of Association may be created and issued pursuant to Articles L. 228-11 *et seq.* of the French Commercial Code.

Several classes of Preferred Shares may be created with different characteristics, with respect, *inter alia,* to (i) their Issue Date; (ii) their Issue Price; and (iii) their Rate. Consequently, the corporate body that shall decide to issue Preferred Shares shall amend this Article 6, "Share capital", accordingly, in order to specify the designation (A, B, C, etc.) and the characteristics of the class issued in this manner, and in particular, those characteristics referred to in items (i) to (iii) above.

For purposes of these Articles of Association:

- **"Ordinary Shares"** means the Ordinary Shares of the Company;
- **"Preferred Shares"** means the non-voting Preferred Shares, regardless of class, that may be issued by the Company and their attached rights, as defined in these Articles of Association;
- **"Shares"** means Ordinary Shares and Preferred Shares collectively;
- **"Meeting"** means any General Meeting or Special Meeting;
- **"General Meeting"** means the General Meeting of Ordinary Shareholders in which Preferred Shareholders may participate;
- **"Extraordinary General Meeting"** means the General Meeting convened to vote on extraordinary business;
- **"Ordinary General Meeting"** means the General Meeting convened to vote on ordinary business;
- **"Special Meeting"** means the Special Meeting of holders of a given class of Preferred Shares;
- **"Issue Date"** means, for a given class of Preferred Shares, the date of issue of the Preferred Shares of the relevant class;
- **"Issue Price"** means, for a given class of Preferred Shares, the Issue Price per Preferred Share in the relevant class, or its par value plus any share premium;
- **"Adjusted Issue Price"** means, for a given class of Preferred Shares, the Issue Price, less any amount that may be paid and/or the value of any asset, as determined by an expert appointed by the Board of Directors (or, failing which, by an order of the Presiding Judge of the Paris Commercial Court ruling in summary proceedings in accordance with Article 1843-4 of the French Civil Code), due for each outstanding Preferred Share in the given class following a capital reduction not due to losses;
- The **"Rate"** means the Rate set by the relevant corporate body at the time of the issue of Preferred Shares and used as a basis for determining the Preferred Dividend, it being specified that this shall equal the average of the 10-year Constant Maturity Treasury (CMT) (yield on a 10-year government bond) (or any other index that may be substituted for the 10-year CMT) over the three business days preceding the date of the decision to issue the shares, plus a margin of no more than 12%.

In the event of a stock split or reverse split applying to Ordinary Shares, the split or reverse split shall also apply to the Preferred Shares under the same conditions and their characteristics shall be adjusted automatically. More specifically, the new dividend rights and the new Adjusted Issue Price of the Preferred Shares belonging to a given class shall be the same as the dividend rights and Adjusted Issue Price, as the case may be, of the given class, in effect before the beginning of the transaction multiplied by the ratio obtained by dividing (i) the number of Preferred Shares in the given class included in the share capital before the transaction by (ii) the number of Preferred Shares in the given class included in the share capital after the transaction.

In the event of a bonus issue of Preferred Shares to the holders of Preferred Shares by the capitalisation of any share premiums and/or of the legal reserve, the characteristics of the Preferred Shares shall be adjusted automatically. More specifically, the new dividend rights and the new Adjusted Issue Price of the Preferred Shares of a given class shall be the same as the dividend rights and Adjusted Issue Price, as the case may be, of the given class, in effect before the beginning of the transaction multiplied by the ratio obtained by dividing (i) the number of Preferred Shares in the given class included in the share capital before the transaction by (ii) the number of Preferred Shares in the given class included in the share capital after the transaction. No adjustment shall be made in the event of an increase in the nominal value by capitalisation of any share premiums and/or of the legal reserve.

Article 7 – Changes in the share capital: capital increases, reductions and redemptions

A. Capital increases

1. The share capital may be increased by any method and in any manner authorised by law.
2. The Extraordinary General Meeting shall have exclusive authority to decide whether to increase the share capital or to authorise such a decision, pursuant to the applicable laws and regulations and subject to the provisions pertaining to payment of the dividend in Shares provided in paragraph 9 of Article 31, "Determination, allocation and distribution of profit" of the Articles of Association.
3. Pursuant to the applicable laws and regulations, holders of Ordinary Shares have a pre-emptive right to subscribe for Shares and securities granting rights to Shares in the Company, in proportion to the quantity of Ordinary Shares that they own.

   The Preferred Shares do not have pre-emptive rights to subscribe to any subsequent issue of Shares and securities granting a right to shares in accordance with the option provided in Article L. 228-11, paragraph 5 of the French Commercial Code.
4. The holders of Preferred Shares shall not benefit from capital increases resulting from a bonus issue of new Shares or by an increase in the nominal amount of Ordinary Shares outstanding resulting from the capitalisation of reserves (other than the legal reserve) or earnings, or the bonus issue of securities granting rights to Shares as part of a bonus issue for Ordinary Shareholders. However, in the event of a capital increase by means of a bonus issue of new Shares or by an increase in the nominal amount of outstanding Ordinary Shares through capitalisation of any share premiums or of the legal reserve, the Ordinary Shareholders and the Preferred Shareholders shall be entitled to subscribe to the capital increase in proportion to their rights to the Notional Capital (as defined in Article 31, "Determination, allocation and distribution of profit" of the Articles of Association) and, with respect to the Preferred Shares, up to a maximum of the positive difference between their Adjusted Issue Price and their par value (*i.e.*, the total amount of increases in the nominal value of the Preferred Shares, or the total nominal amount of any new Preferred Shares issued by capitalisation of any share premiums and/or of the legal reserve shall not exceed the product of (i) the positive difference between their Adjusted Issue Price and their par value multiplied by (ii) the number of Preferred Shares outstanding calculated at the date on which the relevant capital increase was effected). If the capital increase is effected by a bonus issue of new Shares, the new Shares awarded for no consideration shall be of the same class as the Shares that entitled the holder to the award of bonus shares.
5. In-kind contributions must be approved by the Extraordinary General Meeting, pursuant to the applicable laws and regulations.

B. Capital reductions

1. Capital reductions are decided or authorised by the Extraordinary General Meeting, which may delegate to the Board of Directors all powers for purposes of carrying out capital reductions. This excludes capital reductions following a Preferred Share buyback effected under the terms of Article 32 of the Articles of Association, "Repurchases of Preferred Shares by the Company", paragraph B, "Option to repurchase Preferred Shares at the Company's initiative", which may be decided by the Board of Directors.
2. Any capital reduction due to losses is allocated to the share capital among the different Shares in proportion to the percentage of share capital they represent.

   Losses shall first be charged against the following accounts, in the following order: 1) retained earnings, 2) distributable reserves, 3) other reserves, 4) statutory reserves, 5) any share premiums, 6) the legal reserve, and 7) equity.
3. The Company may carry out capital reductions for reasons other than losses under the conditions stipulated by laws and regulations, to be allocated among Ordinary Shares and Preferred Shares in the proportions that it shall determine.

C. Redemption of the share capital

The share capital may be redeemed in accordance with Articles L. 225-198 *et seq.* of the French Commercial Code.

Article 8 – Form of shares

The Shares may be in registered or bearer form, at the holders' election, subject to applicable statutory and regulatory provisions.

They shall be registered in shareholders' accounts on the terms and conditions provided for by law. They may be transferred between accounts.

Article 9 – Declarations regarding reaching thresholds and shareholder identification

A. Declarations regarding reaching thresholds

Without prejudice to the ownership threshold disclosures provided by law and applicable to Ordinary Shares and Preferred Shares, any person or legal entity, acting solely or with others, who directly or indirectly comes into possession of a number of Ordinary Shares representing 1% of the share capital or voting rights must inform the Company, by recorded delivery with advice of delivery, at its registered office, within five days of the date on which the shares enabling such person to reach or breach said threshold were registered, of the total number of Ordinary Shares and the number of voting rights it owns, as well as the total number of securities which may grant rights to the Company's equity in the future, any voting rights which may be attached thereto, and the total number of Preferred Shares it owns.

The said declaration must be renewed as set forth above each time that the number of shares or voting rights attains a multiple of a 1% threshold (through either a purchase or sale of shares) of the total shares or voting rights.

If a shareholder has not issued the required declarations as set forth above, he shall lose his right to vote on the Ordinary Shares exceeding the level which should have been reported, as provided for by law, if one or more holders of Ordinary Shares representing at least 2% of the shares or voting rights so request during a General Meeting.

B. Shareholder identification

In accordance with applicable laws and regulations, and in order to identify the holders of bearer securities, the Company shall have the right to request at any time, at its expense, that the central custodian of its securities account provide the name, nationality, year of birth or formation, and the address of the holders of securities which provide a present or future right to vote at its General Meetings and Special Meetings, as well as the number of securities held by each and the restrictions, if any, which may apply to the said securities.

Based on the list provided by the central custodian, and subject to the same terms and conditions, the Company shall have the right to request, either from said central custodian or directly from the persons on the list who the Company feels may be acting as intermediaries on behalf of third party, the information regarding said securities holders set forth in the preceding paragraph.

If they are intermediaries, said persons must disclose the identity of the holders of said securities. The information should be provided directly to the financial intermediary that maintains the account and said entity must then transmit the information to the Company or to the central custodian.

For registered securities, the Company shall also have the right at any time to request that the intermediary that has registered on behalf of third parties disclose the identity of the holders of said securities and the number of securities held by each of them.

For so long as the Company feels that certain holders of securities (whether registered or bearer), the identity of which has been provided to it, are holding said securities on behalf of third parties, it shall have the right to request said holders to disclose the identity of the owners of the securities as set forth above and the number of securities held by each of them.

After the information set forth above has been requested, the Company shall have the right to request any legal entity which holds more than one-fortieth of the share capital or voting rights of the Company to disclose to the Company the identity of the persons who directly or indirectly hold more than one-third of the share capital or voting rights (which are exercised at General Meetings) of the said legal entity.

If a person who has been the subject of a request in accordance with the provisions of the present Article 9.B. fails to disclose the requested information within the legally required period or discloses incomplete or incorrect information regarding its capacity or the holders of the securities, or the number of securities held by each of them, the Shares or securities which give rise to present or future rights to the Company's share capital which said person has registered, shall immediately lose their voting rights at any General Meeting or Special Meeting until complete information has been provided. Dividend payments shall also be suspended until that date.

In addition, in the event that the registered person deliberately misconstrues the above provisions, the court which has territorial jurisdiction over the Company's registered office may, at the request of the Company or of one or more shareholders holding at least 5% of the share capital, revoke in whole or in part the voting rights regarding which the information was requested and, possibly, the corresponding dividend payment of the Shares, for a period which may not exceed five years.

Article 10 – Indivisibility of the shares; rights and obligations attached to the shares

A. Indivisibility of the Shares

The Shares are indivisible with regard to the Company.

Voting rights attached to the Ordinary Shares are exercised by the beneficial owner at Ordinary General Meetings and by the legal owner at Extraordinary General Meetings.

Voting rights attached to the Preferred Shares are exercised by the legal owner at Special Meetings of holders of the relevant class of Preferred Shares.

The joint owners of indivisible Shares are represented at General Meetings or Special Meetings, as the case may be, by one of them or by a single representative. In the event of a dispute, their representative shall be appointed by the Court at the request of the first joint owner to refer this matter to the Court.

The right to the award of new Shares following the capitalisation of reserves, profits or any share premiums belongs to the legal owner, subject to the rights of the beneficial owner.

B. Rights and obligations attached to the Shares

1. Ownership of a Share automatically entails compliance with the Articles of Association and, subject to the stipulations contained in Article 29, "Special Meetings" herein, with resolutions duly adopted by General Meetings.
2. Each Ordinary Share gives the holder the same right of ownership in the Company's assets and profits, as defined in Article 34 "Dissolution – Liquidation" and Article 31 "Determination, allocation and distribution of profit" herein.

   Each Ordinary Share gives the holder the right to attend General Meetings and to vote therein, under the conditions set forth by law and by the Articles of Association. Each Ordinary Share shall give the holder the right to cast one vote at General Meetings. An Ordinary Share does not give the holder the right to attend Special Meetings or to vote therein.

3. Each Preferred Share of the same class gives the holder the same rights to the Company's assets and profits, as defined in Article 34 "Dissolution-Liquidation" and Article 31 "Determination, allocation and distribution of profit" herein.

Preferred Shares do not give their holders the right to vote at General Meetings.

Each Preferred Share of a given class gives the holder the right to attend General Meetings and to attend and to vote in Special Meetings of the holders of the relevant class of Preferred Shares, under the conditions stipulated by law and by the Articles of Association. Preferred Shares of a given class do not give the holder the right to attend or to vote in Special Meetings of holders of other classes of Preferred Shares.

4. Whenever it is necessary to hold several Shares to exercise a given right, such as in the case of an exchange, consolidation or allocation of Shares, or as a result of an increase or reduction of the share capital regardless of whether this is due to accumulated losses, or in the case of a merger or other corporate transaction, the holders of individual Shares, or those who do not own the required number of Shares, may exercise such rights only if they personally arrange for the consolidation of the Shares and purchase or sell the required number of Shares or fractional Shares, where necessary.

Article 11 – Board of Directors

1. The Company shall be governed by a Board of Directors composed of between 3 and 21 members, of which:

- at least 3 and no more than 18 Directors shall be elected by the General Meeting in accordance with the provisions of Article L. 225-18 of the French Commercial Code;
- one Director representing the professional agricultural organisations, shall be appointed in accordance with the provisions of Article L. 512-49 of the Monetary and Finance Code; and
- 2 Directors shall be elected by the staff in accordance with Articles L. 225-27 to L. 225-34 of the French Commercial Code.

The following individuals may also attend Board Meetings in an advisory capacity:

- non-voting Board members appointed in accordance with Article 12 of these Articles of Association; and
- one member of the Works Council designated thereby.

In the event that one of the positions held by the Directors elected by the staff or by the Director who represents the professional agricultural organisations becomes vacant, the Board members elected by the General Meeting may validly convene the Board of Directors.

The age limit for Directors is 65. When a Director reaches the age of 65, he will be deemed to have resigned at the end of the next Ordinary General Meeting of Shareholders.

2. Directors elected by the General Meeting of Shareholders

Directors elected by the General Meeting of Shareholders shall be natural persons or legal entities.

The term of office of Directors is three years. However, a director appointed to replace another Director whose term of office has not yet expired shall remain in office only for the balance of his predecessor's term.

Directors who are natural persons may not be elected to more than four consecutive terms of office. However, if a Director is appointed to replace an outgoing Director whose term of office has not yet expired, the Director appointed for the remainder of the outgoing Director's term may seek a fifth term, for a period not exceeding four consecutive terms of office. He will be deemed to have resigned at the end of the next Ordinary General Meeting following the twelfth anniversary of his first appointment.

A Director's duties shall terminate at the end of the Ordinary General Meeting called to consider the accounts for the previous financial year that is held during the year in which such Director's term expires.

With the exception of the Directors elected by the staff and the Director who represents the professional agricultural organisations, one third of the seats of the Directors elected by the General Meeting of Shareholders (or the nearest whole number, with the last group adjusted as necessary) shall turn over each year at the Ordinary General Meeting of Shareholders so that all seats turn over every three years.

If the number of elected Directors is increased, lots shall be drawn (if necessary and prior to the first Ordinary General Meeting following the date on which said Directors assume their seats) to determine the order in which said seats will turn over. The partial term of the Directors selected by the drawing of lots shall be disregarded when determining whether they have reached the four-term limit.

3. Director representing the professional agricultural organisations

The term of office of the Director representing the professional agricultural organisations is three years. He may be re-appointed or removed at any time by the authority that appointed him.

4. Directors elected by the staff

The status and procedures for the election of the Directors elected by the staff are set out in L. 225-27 *et seq.* of the French Commercial Code in the following provisions:

The term of office of the two Directors elected by the staff is three years. Their duties terminate on the third anniversary of the date of their election and the Company shall take all steps necessary to hold a new election within the three-month period prior to the expiration of the term of said Directors.

They may not be elected to more than four consecutive terms.

One of the Directors is elected by the managerial staff, whilst the other is elected by the other employees of the Company.

In the event that the seat of a Director elected by the staff falls vacant as a result of his death, resignation, removal or the termination of his employment contract, his successor shall take office immediately. If there is no successor able to carry out the director's duties, a new election shall be held within three months.

The first ballot of the election of Directors by the staff shall be conducted in accordance with the following procedures.

The lists of voters, indicating their respective surnames, given names, dates and places of birth and domiciles, are prepared by the Chief Executive Officer and posted at least five weeks prior to the election date. One list of voters is prepared for each of the two groups. Within fifteen days after the lists are posted, any voter may submit a request to the Chief Executive Officer either that another voter who was omitted be registered, or that another voter who was erroneously registered be removed from the list. Within the same time period, any person whose name was omitted may also submit a request for registration.

The candidates must belong to the Group whose votes they are seeking.

In each group of voters, each announcement of a candidacy must specify not only the name of the candidate, but also the name of any successor.

The Chief Executive Officer closes and posts the lists of candidates at least three weeks prior to the election date.

In the absence of a candidate for a given group, the seat of the director representing such group shall remain vacant for the entire term for which it would have been filled.

Results are recorded in minutes which shall be posted no later than three days after voting is closed. The Company shall keep a copy of the minutes in its records.

The organisation of elections and their requirements are determined by the Chief Executive Officer and shall be posted no less than five weeks prior to the date of the election.

Voting procedures are determined by Articles L. 225-28 *et seq.* of the French Commercial Code. Any voter may vote either in person at the locations provided for that purpose, or by mail.

If no candidate for a given group obtains a majority of the votes cast on the first ballot, a second ballot shall be held within fifteen days.

Article 12 – Non-voting Directors

Upon recommendation from the Chairman, the Board of Directors may appoint one or more non-voting Directors.

Non-voting Directors shall be notified of and participate at meetings of the Board of Directors in an advisory capacity.

They are appointed for a term of three years and may not be reappointed for more than four terms. They may be dismissed by the Board at any time.

In consideration of services rendered, they may be remunerated as determined by the Board of Directors.

Article 13 – Directors' shares

Each Director must own at least one Ordinary Share. If, on the date of his appointment or during his term of office, a Director does not own or no longer owns at least one Ordinary Share and fails to correct this situation within three months, he will be deemed to have resigned.

Article 14 – Deliberations of the Board of Directors

1. The Board of Directors shall meet as often as the interests of the Company so require, upon notice by its Chairman, by any person authorised for that purpose by the Board of Directors, or by at least one-third of its members to address a specific agenda if the last meeting was held more than two months previously.

   If necessary, the Chief Executive Officer may request the Chairman to call a meeting of the Board of Directors to address a specific agenda.

   Meetings may be held at the registered office or at any other place specified in the notice of the meeting.

   Generally, notice of a meeting shall be given at least three days in advance by letter or by any other means. However, if all of the Directors so agree, notice may be given orally and need not be in advance.

   Notices of meetings shall set forth the principal items of business on the agenda.

2. The physical presence of at least one half of the Directors is required for deliberations to be valid.

   At the Chairman's request, employees in positions of responsibility in the Group may attend Board Meetings.

   A majority of the votes of the Directors present or represented is required for a resolution to pass. Each Director has one vote and is not authorised to represent more than one of his fellow Directors.

The Chairman shall have the casting vote in the event of a tie.

The Directors and any individuals requested to attend the Board of Directors' Meetings must exercise discretion with respect to the Board's deliberations and any confidential information and documents described as such by the Chairman of the Board of Directors.

Article 15 – Powers of the Board of Directors

The Board of Directors determines and ensures compliance with the business focus of the Company.

Except for the powers expressly reserved to the General Meeting of Shareholders and within the limits established by the Company's purpose, the Board of Directors is responsible for all issues related to the Company's operations and business. In its relations with third parties, the Company may be bound by the acts of the Board of Directors which fall outside the Company's object unless the Company can prove that the said third party knew that the act was *ultra vires* or that it could not have been unaware, in light of the circumstances, that the act was *ultra vires.* The publication of the Articles of Association shall not constitute proof thereof.

The Board of Directors may conduct any inspections or audits that it deems necessary. Each director shall receive the information necessary to accomplish the Board's duties; management shall furnish to any Director those documents that the said Director deems necessary or appropriate.

The Board may decide to set up various Committees to examine issues raised by itself or its Chairman and render an opinion.

The Board shall be responsible for determining the composition and powers of Committees which do their work under its authority.

Article 16 – Chairmanship of the Board of Directors

In accordance with Article L. 512-49 of the Monetary and Finance Code, the Board of Directors shall elect a Chairman from among its members who are directors of a Caisse Régionale de Crédit Agricole Mutuel and shall fix his term of office, which may not exceed his term of office as a Director.

The Board of Directors shall elect one or more Vice-Chairmen whose term shall also be established by the Board, but which may not exceed his (their) term of office as a Director.

The Chairman of the Board of Directors represents the Board of Directors. He organises and directs the activities thereof and reports to the General Meeting on its activities.

He is responsible for the proper operation of the Company's entities, and, in particular, insures that Directors are able to fulfil their duties.

As an exception to the provisions of the last paragraph of Article 11-1, the age limit for serving as Chairman of the Board of Directors is 67. Subject to this age limit, and as an exception to the provisions of Article 11-2, paragraph 3 of the Articles of Association, a serving Chairman may seek a fifth consecutive term of office.

Article 17 – General management

A. Chief Executive Officer

In accordance with Article L. 512-49 of the Monetary and Finance Code, the Board of Directors appoints the Chief Executive Officer of the Company and may terminate his appointment.

The Chief Executive Officer shall enjoy the broadest powers to act in all cases on behalf of the Company. He may exercise his authority within the limits of the Company's object and subject to that authority expressly reserved to General Meetings and to the Board of Directors.

He represents the Company in its relations with third parties.

The Company shall be bound by those actions of the Chief Executive Officer which are *ultra vires* unless the Company can prove that the said third party knew that the act was *ultra vires* or that it could not have been unaware, in light of the circumstances, that the act was *ultra vires.* Publication of the Articles of Association shall not constitute proof thereof.

Provisions of the Articles of Association and decisions of the Board of Directors that limit the Chief Executive Officer's powers are not binding on third parties.

He shall attend the meetings of the Board of Directors.

He shall appoint all employees and fix their compensation.

He may delegate part of his authority to as many individuals as he deems advisable.

B. Deputy Chief Executive Officers

Upon recommendation of the Chief Executive Officer, the Board of Directors may appoint one or more persons responsible for assisting the Chief Executive Officer who shall have the title "Deputy Chief Executive Officer" (*Directeur général délégué*).

There may not be more than five Deputy Chief Executive Officers.

With the consent of the Chief Executive Officer, the Board of Directors shall determine the scope and term of the authority granted to the Deputy Chief Executive Officers.

Deputy Chief Executive Officers shall have the same authority as the Chief Executive Officer with respect to third parties.

In the event that the Chief Executive Officer ceases or is unable to perform his duties, the Deputy Chief Executive Officers shall continue to perform their duties until the appointment of a new Chief Executive Officer, unless the Board of Directors decides otherwise.

Article 18 – General provision on age limits

Any officer or director who reaches the age limit set by the Articles of Association or the law shall be deemed to have resigned at the close of the Annual General Meeting of Shareholders that follows said anniversary date.

Article 19 – Directors' remuneration

The General Meeting may elect to pay Directors' fees. The Board of Directors shall allocate any such fees as it deems fit.

Article 20 – Statutory Auditors

Audits of the accounts shall be exercised in accordance with the law by two Statutory Auditors appointed by the Ordinary General Meeting of Shareholders; the Meeting shall also appoint two alternate Statutory Auditors.

The term of office of the Statutory Auditors shall be six financial years.

Statutory Auditors whose term of office expires may be re-appointed.

The Statutory Auditors may act jointly or separately, but must submit a joint report on the Company's accounts. They must submit their report to the Annual Ordinary General Meeting of Shareholders.

Article 21 – Shareholders' meetings

Collective resolutions shall be adopted at General Meetings which are either ordinary or extraordinary depending on the decisions they are called upon to take.

Holders of Preferred Shares are entitled to attend General Meetings but do not have the right to vote therein.

All of the shareholders in a single class convene in Special Meetings to vote on any modification to the rights attached in that class.

Subject to the provisions of Article 29, "Special Meetings" hereunder, decisions adopted at General Meetings are binding on all Shareholders.

Article 22 – Notice and venue of shareholders' meetings

Meetings of Shareholders shall be convened and shall deliberate in accordance with the applicable laws and regulations.

Meetings of Shareholders may be held at the registered office or at any other place specified in the notice of the meeting.

Article 23 – Agenda and minutes of meetings

The person calling the Meeting shall draft the agenda for the Meeting in accordance with the applicable laws and regulations.

Minutes must be drawn up and copies or extracts of the deliberations shall be issued and certified in accordance with the law.

Article 24 – Access to meetings – Proxies

A. Access to Meetings – Proxies

Any Shareholder, regardless of the number of Shares he owns, has the right to attend General Meetings, either in person or by proxy, subject to the conditions stipulated by law and by the Articles of Association, by showing proof of identity and of title to the securities, provided that the shares have been registered, either in his name or in the name of the intermediary registered on his behalf, by 12 midnight Paris time, on the third business day before the General Meeting:

- holders of registered Shares must register their shares in the registered share accounts kept with the Company's shareholder registers;
- holders of bearer Shares must deposit their Shares in the bearer share accounts held by the authorised intermediary. This entry or filing is evidenced by a certificate of share ownership provided by the intermediary. The certificate may be supplied electronically.

If an Ordinary Shareholder cannot attend the General Meeting in person or by proxy, he may participate in one of the following two ways:

- cast a vote remotely;

  or
- forward a proxy to the Company without naming a proxy holder;

in accordance with the applicable laws and regulations.

B. Access to Special Meetings – Proxies

Any holder of Preferred Shares belonging to a given class, regardless of the number of Preferred Shares he owns, has the right to attend Special Meetings of Preferred Shareholders of a given class, either in person or by proxy, subject to the conditions stipulated by law and by the Articles of Association, by showing proof of identity and of title to the securities, provided that the shares have been registered, either in his name or in the name of the intermediary registered on his behalf, by 12 midnight Paris time, on the third business day before the Special Meeting:

- holders of registered Preferred Shares must register their shares in the registered share accounts kept on the Company's books;

- holders of bearer Shares must deposit their shares in the bearer share accounts held by the authorised intermediary. This entry or filing is evidenced by a certificate of share ownership provided by the intermediary. The certificate may be supplied electronically.

If a holder of Preferred Shares cannot attend a Special Meeting in person or by proxy, he may participate in one of the following two ways:

- cast a vote remotely;

  or

- forward a proxy to the Company without naming a proxy holder;

in accordance with the applicable laws and regulations.

C. Provisions applicable to all Meetings

If the Shareholder has requested an admission card or a certificate of share ownership, or has cast his vote remotely or sent a proxy, he may not choose to take part in the Meeting in another manner. However, the Shareholder may sell some or all of his shares at any time.

If the sale occurs before 12 midnight CET on the third business day before the Meeting, the Company shall invalidate or make the necessary changes to the remote vote, the proxy, the admission card or the certificate of share ownership, as appropriate. The authorised intermediary acting as account holder shall notify the Company or its agent of such sale and forward the necessary information.

The authorised intermediary shall not issue notification of sales or transactions taking place after 12 midnight CET on the third business day before the Meeting, nor shall the Company take such sales or transactions into consideration.

Owners of Shares in the Company who are not domiciled in France may be registered in an account and represented at Meetings by an intermediary that has been registered on their behalf and given a general power of attorney to manage the shares. On opening its account, however, the intermediary must disclose its status as an intermediary holding shares on behalf of third parties to the Company or the financial intermediary acting as account holder, in accordance with the applicable legal and regulatory provisions.

Based on a decision by the Board of Directors published in the meeting notice and invitation to Shareholders, Shareholders may participate in Meetings by videoconferencing, or by other means of telecommunication or remote transmission, including the internet, in accordance with legal and regulatory provisions. The Board of Directors will set the terms governing participation and voting, verifying that the procedures and technologies employed meet the technical criteria required to ensure that the meeting is continuously and simultaneously relayed and that votes are accurately recorded.

Provided they comply with the set deadlines, Shareholders who use the electronic voting form provided on the website set up by the entity in charge of the meeting formalities shall be counted as being present or represented at the Meeting. The electronic form may be completed and signed online using any procedure, including a login and password combination, that has been approved by the Board of Directors and complies with the requirements set out in the first sentence of the second paragraph of Article 1316-4 of the French Civil Code.

A proxy or a vote issued before the Meeting using these electronic means and the subsequent acknowledgement of receipt thereof shall be deemed to be irrevocable instruments that are enforceable against all parties. Note that if shares are sold before 12 midnight CET on the third business day before the Meeting, the Company will invalidate or make the necessary changes to the proxy or vote issued before that time and date, as appropriate.

Article 25 – Attendance list – Officers of the meeting

1. An attendance list setting out the information required by law is kept for each Meeting of Shareholders.

   This list, which must be duly initialled by all shareholders present or their proxies, and to which are attached all proxy forms given to each of the proxies and any ballots cast remotely, shall be certified as accurate by the officers of the Meeting.

2. The Chairman of the Board, or in his absence a Vice-Chairman or a Director expressly authorised for that purpose by the Board of Directors, shall chair Meetings of Shareholders.

If a Meeting of Shareholders is convened at the request of one or more Statutory Auditors, one of the Statutory Auditors shall chair the Meeting.

Whenever the person entitled or designated to chair is absent, the Meeting of Shareholders shall elect its Chairman.

The officers of the Meeting appoint a secretary who needs not be a Shareholder.

The officers of the Meeting are in charge of verifying, certifying and signing the attendance list, ensuring that the debate is conducted in good order, resolving problems which may arise during the Meeting, checking the ballots cast and verifying that they are not void, and ensuring that minutes of the Meeting are drawn up.

Article 26 – Quorum – Voting – Number of votes

The quorum at General Meetings is calculated on the basis of the total number of Ordinary Shares and the quorum at Special Meetings is calculated on the basis of the total number of Preferred Shares in the relevant class, less those shares not entitled to vote in accordance with the provisions of the law or of the Articles of Association.

In the case of remote voting, only ballots received by the Company prior to the Meeting within the time periods and under the conditions prescribed by the applicable laws and regulations shall be counted.

In the event of a proxy vote without naming a proxy holder, the Chairman shall add a vote in favour of the resolutions presented or approved by the Board of Directors and a vote against all other resolutions.

Except in the special cases provided for by law, each Shareholder at a General Meeting shall have the right to cast as many votes as Ordinary Shares he holds for which all capital calls have been met and each Shareholder at a Special Meeting of a given class shall have the right to cast as many votes as Preferred Shares he holds for which all capital calls have been met.

The Company shall have the right to request from an intermediary registered on behalf of a Shareholder who is not domiciled in France, but which has a general power of attorney to manage the securities of that Shareholder, to provide a list of Shareholders which it represents and whose votes will be exercised at a Meeting.

The votes or proxies exercised by an intermediary which has not disclosed that it is acting in that capacity in accordance with applicable laws and regulations or the Articles of Association, or which has not disclosed the identity of the securities holders, shall not be counted.

Article 27 – Ordinary General Meetings

1. All decisions which do not amend the Articles of Association are taken by the Ordinary General Meeting of Shareholders.

The Ordinary General Meeting must meet at least once a year within the period prescribed by the applicable laws and regulations to consider and vote on the accounts for the prior financial year.

Its powers include the following:

- to approve, modify or reject the accounts submitted to it;
- to decide on the distribution and allocation of profit in accordance with the Articles of Association;
- to discharge or refuse to discharge Directors;
- to appoint and dismiss Directors;
- to approve or reject temporary appointments of Directors by the Board of Directors;
- to authorise the purchase of Ordinary Shares or Preferred Shares under share buyback programmes established under the conditions stipulated by Articles L. 225-209 *et seq.* of the French Commercial Code (or equivalent regulations applicable as of the date of the relevant transaction);
- to appoint the Statutory Auditors;
- to consider and vote on the special report of the Statutory Auditors concerning transactions subject to prior authorisation by the Board of Directors.

2. The deliberations of the Ordinary General Meeting of Shareholders convened following the first notice shall be valid only if the Ordinary Shareholders present, represented or voting remotely at the Meeting hold, in the aggregate, at least one fifth of all voting Ordinary Shares.

There is no quorum requirement for the Meeting following the second notice.

In order to pass, resolutions require a majority of the votes of the Ordinary Shareholders present, represented or voting remotely.

Article 28 – Extraordinary General Meetings

1. The Extraordinary General Meeting of Shareholders shall have exclusive authority to amend any of the provisions of the Articles of Association. However, it shall not increase the obligations of the shareholders other than through transactions, duly authorised and carried out, which are the result of an exchange or consolidation of Shares.

2. The deliberations of the Extraordinary General Meeting of Shareholders convened following the first notice shall be valid only if the holders of Ordinary Shares present, represented or voting remotely at the Meeting hold, in the aggregate, at least one fourth of all voting Ordinary Shares, or one fifth of all voting shares following the second notice. If this last quorum is not met, the second Extraordinary General Meeting may be postponed to a date not later than two months after the date for which it was scheduled.

In order to pass, resolutions require a two-thirds majority of the votes of the holders of Ordinary Shares present, represented or voting remotely.

3. Notwithstanding the foregoing provisions, and as permitted by law, an Extraordinary General Meeting which approves a capital increase through the capitalisation of reserves, profits or share premiums shall be subject to the same quorum and majority voting requirements as an Ordinary General Meeting.

Article 29 – Special meetings

1. All holders of Preferred Shares of the same class are convened in Special Meetings.

Holders of Ordinary Shares do not have the right to attend Special Meetings and have no voting rights therein.

In accordance with the law, the deliberations of Special Meetings convened following the first notice shall be valid only if the holders of Preferred Shares belonging to the class for which the Special Meeting is to be held and present or represented hold, in the aggregate, at least one-third, or, following the second notice, one-fifth of all Preferred Shares with voting rights at Special Meetings, and if it is proposed that the rights attached to those shares be amended. If this last quorum is not met, the second Special Meeting may be postponed to a date not later than two months after the date for which it was scheduled.

In order to pass, resolutions require a two-thirds majority of the votes of the Preferred Shareholders present or represented.

2. Collective resolutions falling under the authority of Ordinary General Meetings or Extraordinary General Meetings are not subject to approval by Special Meetings.

However, in accordance with the provisions of Article L. 225-99 of the French Commercial Code, any collective resolutions falling under the authority of Ordinary General Meetings and amending individual rights attached to one or more classes of Preferred Shares under the Articles of Association shall be final only after they have been approved by the Special Meeting of Preferred Shareholders for each relevant class of Preferred Shares, voting no later than on the date of the General Meeting. Furthermore, in accordance with the provisions of Article L. 228-17 of the French Commercial Code, any proposed merger or demerger of the Company under which the Preferred Shares would not be exchangeable for shares entitling the individual holders to equivalent rights shall be subject to approval by a Special Meeting of such Shareholders.

3. In addition to the aforesaid statutory provisions, the following shall be subject to approval by Special Meetings of the relevant class of Preferred Shareholders:

- any issue of Shares giving the holders access to securities granting a right of priority payment in the event of a Distribution (as defined in paragraph 4, Article 31 "Determination, allocation and distribution of profit" herein) and/or liquidation dividend over the Preferred Shares of the relevant class and/or appropriation of losses below the proportional share that such securities represent in the share capital in the event of a capital reduction for reasons not due to losses; and
- any proposal to reincorporate the Company in another legal form.

For information, it is duly noted that decisions including but not limited to the following shall not be subject to approval by Special Meetings of holders of existing Preferred Shares:

- issues of Ordinary Shares, or issues of a new class of Preferred Shares with characteristics identical to those of the Preferred Shares already issued except for the Issue Price, Issue Date and/or Rate and the consequences of these characteristics for the voting rights of Preferred Shares belonging to a given class; and
- Share buybacks and/or cancellations under the terms of (i) buybacks of Preferred Shares by the Company pursuant to Article 32 "Repurchases of Preferred Shares by the Company", paragraph B "Option to repurchase Preferred Shares at the Company's initiative" herein; (ii) Share buyback programmes carried out under the terms and conditions provided by Articles L. 225-209 *et seq.* of the French Commercial Code; and (iii) a public offer to buy Ordinary Shares or any class of Preferred Shares.

Article 30 – Financial year

The financial year shall begin on 1 January and end on 31 December of each year.

Article 31 – Determination, allocation and distribution of profit

1. Five per cent of the profit for a financial year less any accumulated losses shall be posted to the legal reserve until the reserve reaches one-tenth of the share capital.

2. The balance, increased by retained earnings, if any, shall constitute the distributable profit which the Ordinary General Meeting of Shareholders shall:

- allocate to one or more ordinary or extraordinary, optional reserve accounts, with or without a specific purpose;
- distribute to the Ordinary Shareholders and to the Preferred Shareholders as a dividend.

The Ordinary General Meeting may also decide to distribute amounts from reserves distributable by the shareholders.

Any Distribution (as defined in paragraph 4 hereinafter) shall be effected under the terms and conditions set out in paragraphs 3 to 9 below.

3. Any Ordinary Shareholders and any Preferred Shareholders who provide proof, at the end of a financial year, that their shares have been registered in their name for at least two years and are still registered in their name on the date the dividend distributed for that financial year is paid shall be entitled to the dividend increase awarded to Ordinary Shares and Preferred Shares registered in the aforesaid manner, which will not exceed 10% of the dividend paid to other Shares, including when the dividend is paid in the form of new Ordinary Shares or Preferred Shares. The increased dividend shall be rounded down to the nearest cent if necessary.

The number of Shares that are eligible for the increased dividend per shareholder cannot exceed 0.5% of the share capital as at the end of the relevant financial year.

It is specified that in the event a dividend is paid in Shares, the Shares allocated as payment shall be of the same class as the Shares on which the dividend is paid, and that all these Shares shall immediately be fully fungible with the Shares previously held by the Ordinary Shareholder or the Preferred Shareholder as regards entitlement to the dividend increase.

However, in the event a dividend is paid in Shares and fractional Shares are allocated, Ordinary Shareholders or Preferred Shareholders satisfying the legal requirements may pay the balance in cash to instead obtain one additional Share.

The foregoing shall apply for the first time to dividend payments for the financial year ended 31 December 2013 (as determined by the ordinary General Meeting to be held in 2014).

4. The Ordinary General Meeting or, in the case of an interim dividend, the Board of Directors, may, for a given financial period, decide to pay or not to pay a dividend to the Ordinary Shareholders and the Preferred Dividend (as defined in paragraph 6.A. of this Article) to the Preferred Shareholders, in order to comply with the Company's prudential requirements, *inter alia*.

It is hereby specified that in order to pay the Preferred Dividend to the Preferred Shareholders, the Ordinary General Meeting must also have decided to make a Distribution, regardless of the amount, to the Ordinary Shareholders. Preferred Shareholders shall, however, have a right of priority under the terms set out in paragraph 5 of this Article.

For purposes of this paragraph 4, any payment made to Ordinary Shareholders under a Share buyback shall be deemed to be a Distribution to Ordinary Shareholders and therefore give rise to the payment of the full amount of the Preferred Dividend to the Preferred Shareholders (even if no dividend is paid to Ordinary Shareholders), it being specified that the following shall not be deemed to be a Distribution to Ordinary Shareholders: (i) purchases of Shares under the terms of Share buyback programmes carried out under the conditions stipulated by Articles L. 225-209 *et seq.* of the French Commercial Code (or any equivalent regulations applicable as of the date of the relevant transaction), unless such purchases are effected by means of a public offer to buy shares; and (ii) public offers to buy shares that are tendered to all Ordinary Shareholders and Preferred Shareholders in proportion to their ownership of the share capital. In the event of a share buyback that is deemed to be a Distribution, the Preferred Dividend shall be payable on the Date on which the relevant event occurred, which shall then be deemed to be a "Payment Date" as defined in paragraph 9 of this Article.

Should there arise a Prudential Event affecting the Company, no Preferred Dividend shall be paid to the Preferred Shareholders (including in the case covered by the foregoing paragraph) and no dividend (including in the form of an interim dividend) shall be paid to the Ordinary Shareholders.

For purposes of the foregoing paragraph, a "**Prudential Event**" means any one of the following two situations:

(i) the Company's capital adequacy ratio on a consolidated basis is below the minimum percentage required by applicable banking regulations;

(ii) the Company has received written notification from the SGCB that its financial position will, in the near future, cause its capital adequacy ratio to fall below the minimum percentage cited in paragraph (i).

5. Any distribution, regardless of form, approved by the Ordinary General Meeting or Extraordinary General Meeting, or, if in the form of an interim dividend, by the Board of Directors, that is charged against any of the equity accounts (profits, including profits based on an interim balance sheet in the case of an interim dividend; retained earnings; reserves; share premiums; or other accounts) (a "Distribution") shall be allocated as follows:

(i) first, to the Preferred Shareholders, up to the amount of the Preferred Dividend (as defined in this Article, in paragraph 6.A. below); and

(ii) the balance, to the Ordinary Shareholders.

Consequently, no Distribution shall be paid to the Ordinary Shareholders in respect of a given financial year if the Preferred Dividend payable to the Preferred Shareholders for such year has not been distributed and paid in full.

A Distribution is allocated to the financial period in respect of which it is paid, except in the case of interim dividends. An interim dividend paid before the General Meeting convened to vote on the financial statements for Year "n" is allocated to Year "n+1". These rules for allocating Distributions apply to all Distributions, whether paid out to Ordinary Shareholders or to Preferred Shareholders in the form of a Preferred Dividend.

6. If the Preferred Dividend in respect of a given year is not distributed, the undistributed amount of the Preferred Dividend shall not be carried forward and the Company shall have no obligation to distribute this amount to the Preferred Shareholders.

6.A. In the event of a Distribution under the terms and conditions set out in paragraphs 4 and 5 of this article, the amount of the dividend (the "Preferred Dividend") payable per Preferred Share of a given class in respect of each financial year to which it is allocated (other than the first year in which a Preferred Dividend is payable to Preferred Shareholders, in the amount determined under the conditions set out in paragraph 6.B. below), shall be calculated by multiplying:

(i) the Rate applicable to the relevant class; by

(ii) the ratio obtained by dividing the Outstanding Amount (as defined in paragraph 6.C.) in the given class by the number of Preferred Shares in the given class outstanding as of the date of the decision to distribute the Dividend.

For purposes of this calculation, the Outstanding Amount shall be determined after taking into account the Reduction of the Outstanding Amount or the Restitution of the Outstanding Amount arising, respectively, from the Net Loss or the Profit (as defined in paragraph 6.C. herein) for the year immediately preceding the year in which the Preferred Dividend is payable.

It is hereby specified that, in the event that a Preferred Dividend is paid before the date of a Reduction of the Outstanding Amount or a Restitution of the Outstanding Amount, the Preferred Dividend shall be deemed to have been determined on a provisional basis (based on the Outstanding Amount calculated on the basis of the last available certified annual consolidated financial statements). The Preferred Dividend shall be recalculated immediately following completion of the Reduction of the Outstanding Amount or the Restitution of the Outstanding Amount. In the event that the Preferred Dividend recalculated in this manner is higher than the Dividend already paid, an additional dividend shall be paid to the Preferred Shareholders on the next date on which a Distribution is paid to the Ordinary Shareholders. Conversely, in the event that the Preferred Dividend recalculated in this manner is lower than the dividend already paid, the Preferred Shareholders shall not be required to refund any amounts, notwithstanding any statutory or regulatory provisions to the contrary.

6.B. In the event that the Initial Meeting decides to distribute a Preferred Dividend, the resulting Preferred Dividend payable per Preferred Share shall be calculated by applying to the amount obtained by multiplying (i) by (ii) as defined in paragraph 6.A. above, the ratio obtained by dividing (a) the number of days elapsed between the period from the Date of Issue (inclusive) and the Payment Date (exclusive) by (b) 365;

where **"Initial Meeting"** means the first General Meeting held after the end of the financial year during which the Preferred Shares are issued and that has approved a Distribution to the Ordinary Shareholders and/or convened to vote on the Company's financial statements for the financial year in which the Preferred Shares are issued.

By exception to the first subparagraph of paragraph 6.B. above, in the event of a distribution of one or more interim dividend(s) to the Ordinary Shareholders before the Initial Meeting, a sum equal to the product of (i) multiplied by (ii) as defined in paragraph 6.A. above shall be paid to the Preferred Shareholders on the date on which the first interim dividend was paid to the Ordinary Shareholders. If this sum is less than the amount indicated in paragraph 6.B. of this Article as calculated on the date of the Initial Meeting and if the Initial Meeting is the Meeting convened to vote on the Company's financial statements for the financial year in which the Preferred Shares are issued and duly noting the payment of one or more interim dividend(s) to the Preferred Shareholders and Ordinary Shareholders, an additional amount equal to the difference, if positive, between the amount indicated in paragraph 6.B. of this Article paid to the Preferred Shareholders and the amount of the first interim dividend already paid to the Ordinary Shareholders shall be paid to the Preferred Shareholders. The said additional amount shall be paid on the day after the date of the Initial Meeting.

6.C. For purposes of these Articles of Association, the **"Outstanding Amount"** means the product obtained by multiplying the outstanding number of Preferred Shares in a given class by the Adjusted Issue Price for the given class, (i) less the amount of each Reduction of the Outstanding Amount (as defined below) applicable to the given class, (ii) plus the amount of each Restitution of the Outstanding Amount (as defined below) applicable to the given class, in each instance from the Date of Issue of the Preferred Shares in the given class.

If consolidated net income Group share is negative (the **"Loss"**) as reflected in the Company's certified annual consolidated financial statements after taking the Exempt Amount into account (the **"Net Loss"**), the Outstanding Amount applicable to the given class of Preferred Shares shall be reduced by an amount (the **"Reduction of the Outstanding Amount"**) calculated by multiplying (i) the Net Loss and (ii) the Percentage of the Preferred Shares in the Notional Capital of the given class (as defined below) determined on the date of publication of the certified consolidated financial statements reflecting the Loss in question. The Reduction of the Outstanding Amount shall be deemed to have been carried out on the date of publication of the certified consolidated financial statements reflecting the Loss in question.

For purposes of the foregoing paragraph, **"Exempt Amount"** means the difference between (i) the amount of consolidated shareholders' equity - Group share excluding consolidated equity instruments of the Company to which the Preferred Shares are subordinated, as reflected in the Company's certified annual consolidated financial statements, and (ii) the amount of the Notional Capital as reflected in the Company's certified annual consolidated financial statements.

If, following a Reduction of the Outstanding Amount, positive consolidated net income - Group share as reflected in the Company's certified annual consolidated financial statements, is recognised (a **"Profit"**), the Outstanding Amount applicable to the given class of Preferred Shares shall be increased by an amount (the **"Restitution of the Outstanding Amount"**) calculated by multiplying (i) the Profit and (ii) the Percentage of Preferred Shares in the Notional Capital of the given class determined on the date of publication of the certified consolidated financial statements reflecting the Profit in question.

The Restitution of the Outstanding Amount shall be deemed to have been carried out on the date of publication of the certified consolidated financial statements reflecting the Profit in question after a Reduction of the Outstanding Amount.

Notwithstanding the foregoing, for purposes of calculating the Preferred Dividend payable in respect of a given financial year, the Restitution of the Outstanding Amount, barring prior approval by the SGCB, shall not be taken into account, as indicated above, unless a Preferred Dividend (regardless of the amount thereof) was distributed in respect of the previous two financial years.

In any event, the Outstanding Amount for a given class of Preferred Shares shall be no greater than the product of the outstanding number of Preferred Shares in the given class multiplied by the Adjusted Issue Price for the given class.

The **"Percentage of Preferred Shares in the Notional Capital"** means, for a given class of Preferred Shares, the ratio obtained by dividing the Notional Capital of the Preferred Shares in the given class by the Notional Capital.

Where:

"Notional Capital" means the share capital composed of Ordinary Shares and Preferred Shares, plus the amount of any share premiums and of the legal reserve, based on the Company's accounts at a given date.

"Notional Capital of the Preferred Shares" means, for a given class of Preferred Shares, at a given date:

(i) the product of the number of Preferred Shares in the given class initially issued multiplied by their Issue Price;

(ii) plus, for each new issue of Preferred Shares of the same class or any increase in the par value of the Preferred Shares effected since their issue, the increase in the nominal amount of the share capital and any increase in any corresponding share premiums of any kind; for information, it is duly noted that any issues of Preferred Shares or increases in the par value of Preferred Shares by the capitalisation of any share premiums and/or of the legal reserve shall have no impact on the Notional Capital of the Preferred Shares, as the increase in the share capital is offset by a reduction in any share premiums of any kind and/or in the legal reserve;

(iii) plus a share of any increase in the legal reserve effected since the issuance of the Preferred Shares in proportion to the Percentage of the Preferred Shares in Notional Capital of the given class determined immediately before the given increase in the legal reserve;

(iv) less the sum of any reductions in the Notional Capital to be allocated to the Preferred Shares in the given class since the issuance of the Preferred Shares in the given class, that is, the sum of the following amounts:

(A) an amount equal to the share of capital reductions due to losses, which is to be allocated to the Preferred Shares in the given class,

(B) an amount equal to the product *(x)* of any reduction in the amount of any share premiums and/or of the legal reserve effected as part of a capital reduction due to losses or a loss which is allocated to such accounts, and *(y)* the Percentage of Preferred Shares in the Notional Capital in the given class determined immediately before the given capital reduction due to losses or the allocation of the given loss, and

(C) for capital reductions for a reason other than losses, an amount equal to:

(x) the amount paid, and/ovr the value of any asset, as determined by an expert appointed by the Board of Directors (failing which, by an order of the Presiding Judge of the Paris Commercial Court ruling in summary proceedings under the terms of Article 1843-4 of the French Civil Code), owing to Preferred Shareholders of the given class and charged against the share capital, any share premiums and/or the legal reserve; and

(y) in the event of a cancellation of Preferred Shares that does not give rise to any payment or allocation of assets to Preferred Shareholders upon cancellation (in case of cancellation of Preferred Shares held in treasury, *inter alia*), the product of the number of cancelled Preferred Shares in the given class multiplied by their Adjusted Issue Price as of the cancellation date.

7. Preferred Shares shall be entitled to the dividend on the first day of the financial year in which they are issued. No Preferred Dividend shall be payable during the said year, except in the event that an interim dividend in respect of the following year is paid to the Ordinary Shareholders.

8. The Preferred Dividend is payable on the date on which Distributions are made or are deemed (in accordance with the second subparagraph of paragraph 4 above) to be made to the Ordinary Shareholders (the **"Payment Date"**).

9. The Ordinary General Meeting may offer each Ordinary Shareholder and each Preferred Shareholder, up to the limits and under the conditions that it shall determine, the option of receiving all or part of the dividend payment, including payment of any Preferred Dividend or interim dividend, either in cash or in Shares to be issued, where the Shares awarded in this case are of the same class as the Shares that entitled the holder to the dividend, that is, in the form of either Ordinary Shares or Preferred Shares of the same class.

Article 32 – Repurchases of Preferred Shares by the Company

A. Share buyback programme and public buyback offer

Having regard to Preferred Shares, and subject to prior approval by the General Meeting, the Board of Directors may, with the authority to further delegate such power pursuant to the applicable laws and regulations, and subject to prior approval by the Secretary General of the French Banking Commission (or any supervisory authority that may come to replace it) (the **"SGCB"**) buy back Preferred Shares and/or Ordinary Shares and, if applicable, cancel such Shares, in the proportions that it shall determine, under the terms of (i) a Share buyback programme carried out under the terms and conditions stipulated by Articles L. 225-209 *et seq.* of the French Commercial Code (or any equivalent regulations applicable as of the date of the relevant transaction) or (ii) any public buyback offer.

B. Option to repurchase Preferred Shares at the Company's initiative

1.1 EXERCISE OF THE PREFERRED SHARE BUYBACK OPTION

1. The Board of Directors may, with the right to further delegate such powers, pursuant to the applicable laws and regulations, buy back Preferred Shares, subject to prior approval by the SGCB, under the terms and conditions set out in this Article in paragraph 1.2, "Cases in which the Company may exercise its option to buy back Preferred Shares".

2. Any buyback notice under the terms of this Article 32.B is irrevocable, it being specified that a buyback notice may be contingent upon there being no objection from the Company's creditors.

3. If the buyback applies to only part of the Preferred Shares, the Preferred Shares will be repurchased from the holders of Preferred Shares of a given class on a proportional basis. In the event that the number of Preferred Shares to be repurchased proportionately is not a whole number, the number of Preferred Shares effectively bought back from the holder shall be the next lower whole number.

4. All Preferred Shares bought back in this manner shall be cancelled as of the buyback date.

5. The reports of the Board of Directors and of the Statutory Auditors stipulated in Article R. 228-19 of the French Commercial Code shall be made available to the shareholders at the Company's registered office no later than fifteen days following the Board Meeting that carried out the buyback. These reports shall also be brought to the attention of the shareholders at the next General Meeting.

1.2 CASES IN WHICH THE COMPANY MAY EXERCISE ITS OPTION TO BUY BACK PREFERRED SHARES

Under the conditions set out in paragraph 1.1 "Exercise of the Preferred Share buyback option" of this Article, the Board of Directors may, with the right to further delegate such powers pursuant to the applicable laws and regulations, subject to prior approval by the SGCB, repurchase the Preferred Shares in the following cases:

(i) subject to providing written notice to the Preferred Shareholders of the given class in writing or by a notice published in a daily business and financial news publication with a wide circulation in Paris at least 30 calendar days and no more than 60 calendar days in advance, the Board of Directors may arrange to repurchase, at any time after the tenth anniversary of the Date on which the given Preferred Shares were issued, all or part of the relevant Preferred Shares at the Buyback Amount (as defined in this Article in paragraph 1.3, "Determination of the Buyback Amount in the event that the Company exercises its option to buy back the Preferred Shares") on the date stated in the notice, provided that (i) a Preferred Dividend has been distributed in respect of the last two financial years before the buyback, unless the SGCB waives this condition for the Company, and (ii) the Outstanding Amount applicable to the given class of Preferred Shares is no less than the product of the Adjusted Issue Price of the given class multiplied by the number of outstanding Preferred Shares of the given class;

(ii) if an issue, conversion, merger or demerger is subject to approval by a Special Meeting of Preferred Shareholders belonging to a given class, and if such Special Meeting does not approve such an issue, exchange, merger or demerger under the quorum and majority requirements provided by these Articles of Association, and subject to providing notice to the Preferred Shareholders of the given class in writing or by means of a notice published in a daily business and financial news publication with a wide circulation in Paris at least 30 calendar days and no more than 60 calendar days in advance, the Board of Directors may arrange to repurchase all (and not just part) of the Preferred Shares in the said class at the Buyback Amount (as defined in this Article in paragraph 1.3, "Determination of the Buyback Amount in the event that the Company exercises its option to buy back the Preferred Shares") on the date stated in the notice;

(iii) if, due to a change in French law or regulations, or due to a change in the official application or interpretation thereof that may come into effect after the Date of Issue of the Preferred Shares, the proceeds from the issue of the Preferred Shares ceases to fully qualify as Core Capital (as defined in this Article, in paragraph 1.3, "Determination of the Buyback Amount in the event that the Company exercises its option to buy back the Preferred Shares") and subject to providing notice to the Preferred Shareholders of the given class in writing or by a notice published in a daily business and financial news publication with a wide circulation in Paris at least 30 calendar days and no more than 60 calendar days in advance, the Board of Directors may arrange to repurchase all (and not just part) of the portion of the Preferred Shares (where each class of Preferred Shares shall receive equal treatment based on its pro rate share of the Percentage of Preferred Shares in the Notional Capital applicable thereto) that cease to fully qualify as Core Capital (as defined in this Article, in paragraph 1.3, "Determination of the Buyback Amount in the event that the Company exercises its option to buy back the Preferred Shares"), as of a date stated in the notice which shall not be earlier than the date on which the proceeds from the issue of the Preferred Shares cease to fully qualify as Core Capital (as defined in this Article, in paragraph 1.3, "Determination of the Buyback Amount in the event that the Company exercises its option to buy back the Preferred Shares");

(iv) if, due to illegality or to a change in French laws or regulations or in the official application or interpretation thereof that may come into effect after the Date of Issue of Preferred Shares of a given class, and that may result in an unfavourable change in the financial condition of the holders of these Preferred Shares, the Board of Directors may, in order to protect the legitimate interests of the Company and of the holders of such Preferred Shares, and subject to providing notice to the Preferred Shareholders of the given class in writing or by a notice published in a daily business and financial news publication with a wide circulation in Paris at least 30 calendar days and no more than 60 calendar days in advance, arrange to repurchase all (and not just part) of the relevant Preferred Shares at the

Buyback Amount (as defined in this Article, in paragraph 1.3, "Determination of the Buyback Amount in the event that the Company exercises its option to buy back the Preferred Shares"), as of a date stated in the notice which shall not be earlier than the effective date of the illegality, of the change in French laws or regulations, or in the official application or interpretation thereof, as the case may be.

1.3 DETERMINATION OF THE BUYBACK AMOUNT IN THE EVENT THAT THE COMPANY EXERCISES ITS OPTION TO BUY BACK THE PREFERRED SHARES

For purposes of this Article 32.B:

- **"Core Capital"** means tier one capital (i) as defined in Article 2 of CRBF (*Comité de la Réglementation Bancaire et Financière*) Regulation 90-02 of 23 February 1990, as amended; or (ii) funds qualified as such by the SGCB, without any upper limit;
- **"Buyback Amount"** means, for each Preferred Share of a given class:

(i) the Adjusted Issue Price applicable to that class,

(ii) plus an amount calculated by multiplying (a) the ratio obtained by dividing the Outstanding Amount applicable to the given class by the number of Preferred Shares of the given class outstanding as of the buyback date, by (b) the Rate and (c) the ratio obtained by dividing the number of days elapsed during the Calculation Period by 365 days;

- **"Calculation Period"** means the period between:

(a) first,

- the Payment Date (inclusive) of the Preferred Dividend paid in respect of Year "n-1" or, if no Preferred Dividend was paid in respect of that year, the anniversary date of the issue in Year "n-1" (inclusive), if:

(x) the Ordinary General Meeting convened to vote on the appropriation of net income for Year "n-1" has not yet been held and a preferred dividend has not been approved for Year "n", or

(y) the Ordinary General Meeting convened to vote on the appropriation of net income for Year "n-1" has been held and a Preferred Dividend has been approved for Year "n" and such Dividend has not yet been paid and will not have been paid as of the buyback date, or

- the Payment Date (inclusive) of the Preferred Dividend in respect of Year "n" or, if no Preferred Dividend is paid in respect of that year, the anniversary date of the issue in Year "n" (inclusive), if:

(x) a Preferred Dividend has been approved for Year "n" and such Dividend has been paid or will be paid as of the buyback date, or

(y) the Ordinary General Meeting convened to vote on the allocation of net income for Year "n-1" has been held and a Preferred Dividend was not approved for Year "n",

(b) second the buyback date (exclusive), which is deemed to occur during Year "n" for purposes of this paragraph.

As an exception to the foregoing, if the last Preferred Dividend paid in respect of Year "n-1" or Year "n" was paid when an interim dividend was paid, the Calculation Period shall be:

(a) the period between the date of the Ordinary General Meeting convened to vote on the financial statements for the year in respect of which an interim dividend was paid, if the meeting is held before the buyback date, and the buyback date; or

(b) zero, if the Ordinary General Meeting convened to vote on the financial statements for the year in respect of which an interim dividend was paid, is held after the buyback date.

Article 33 – Conversion of Preferred Shares

1. The Board of Directors may, with the right to further delegate such powers pursuant to the applicable laws and regulations, in the cases and under the conditions set out in paragraph 2 of this Article, convert all (and not just part) of the Preferred Shares of a given class into Ordinary Shares, using a conversion ratio (calculated to three decimal points; the fourth decimal point is rounded to the next nearest decimal point and 0.0005 is rounded to the next highest one-thousandth, that is, to 0.001) (the **"Conversion Ratio"**), determined for the Ordinary Shares, on the basis of the Value of an Ordinary Share (as defined in paragraph 8 of this Article) and for the Preferred Shares, on the basis of the Buyback Amount (as defined in paragraph 1.3, "Determination of the Buyback Amount in the event that the Company exercises its option to buy back the Preferred Shares" of Article 32, "Repurchases of Preferred Shares by the Company" of the Articles of Association).

2. The conversion procedure shall be implemented only if the following two events occur:

- in the case of a merger or demerger requiring approval by a Special Meeting of a given class of Preferred Shareholders, if the Special Meeting does not approve the merger or demerger under the quorum and majority requirements stipulated herein; and
- if the Company has filed for prior SGCB approval of the proposed transaction and not secured such approval in time to carry out the buyback of the given class of Preferred Shares in accordance with subparagraph (ii) of paragraph 1.2, "Cases in which the Company may exercise its option to buy back Preferred Shares" and Article 32 "Repurchases of Preferred Shares by the Company", and inasmuch as the terms and conditions set forth below are met as of the conversion date:

(i) the Extraordinary General Meeting has approved or authorised the conversion, and

(ii) approval for the conversion has been secured from the SGCB.

3. When carrying out the conversion procedure, the Company shall undertake to identify a reasonable way, under then-prevailing market conditions, to enable those Preferred Shareholders who wish to do so to reclassify the Ordinary Shares to which the conversion of their Preferred Shares will entitle them.

4. The holders of the Preferred Shares in the given class shall be notified of the decision to convert their Shares in writing or by a notice published in a daily business and financial news publication with a wide circulation in Paris at least 30 calendar days and no more than 60 calendar days before the effective date of conversion.

5. If the total number of Ordinary Shares to be received by a Preferred Shareholder obtained by applying the Conversion Ratio to the number of Preferred Shares held by the shareholder is not a whole number, such shareholder shall receive the next lowest number of Ordinary Shares; in this case, the shareholder shall receive a sum equal to the fractional Value of the fractional Ordinary Share.

6. Any notice of conversion under the terms of these provisions shall be irrevocable, it being specified that a conversion notice may be subject to certain conditions.

7. All Preferred Shares converted in this manner shall be fully fungible with the Ordinary Shares as of their conversion date.

8. For purposes of this Article, **"Value of an Ordinary Share"** means the greater of the following two values:

   (a) the volume-weighted average quoted price of an Ordinary Share on Euronext Paris (or any other exchange that may come to replace it) over the last fifteen trading days following but not including the date of publication of the notice indicated in paragraph 4 above (failing which, the date on which the written notices indicated paragraph 4 above are sent); and

   (b) 95% of the volume-weighted average quoted price of the Ordinary Shares on Euronext Paris (or any other exchange that may come to replace it) over the last fifteen trading days preceding but not including the date of publication of the notice indicated in paragraph 4 above (failing which, the date on which the written notices indicated paragraph 4 above are sent).

9. The Board of Directors' reports and Statutory Auditors' reports provided by Article R. 228-18 of the French Commercial Code shall be made available to the shareholders at the Company's registered office (i) if the Extraordinary General Meeting approves the conversion, no later than the date on which that meeting is convened; or (ii) if the Extraordinary General Meeting delegates its powers to carry out the conversion to the Board of Directors, no later than fifteen days after the meeting at which the Board uses the authority granted to it by the Extraordinary General Meeting. These reports shall also be brought to the attention of the shareholders at the next General Meeting.

Article 34 – Dissolution – Liquidation

1. The Company shall be in liquidation as from the time that it is dissolved, for any reason whatsoever. Its legal personality shall subsist for purposes of such liquidation and until completion thereof.

   The Shares may continue to be traded until liquidation has been completed.

   Dissolution of the Company shall be effective as against third parties only as from the date on which the notice of dissolution is published in the Paris Trade and Company Registry.

   At the end of the life of the Company or if it is dissolved in advance by an Extraordinary General Meeting of Shareholders, said Meeting shall fix the rules governing liquidation. Voting in accordance with the quorum and majority voting requirements applicable to Ordinary General Meetings, it shall appoint one or more liquidators whose powers it shall determine, and who shall carry out their responsibilities in accordance with the law. Upon appointment of the liquidators, the functions of the directors, the Chairman, the Chief Executive Officer and the Deputy Chief Executive Officers shall cease.

   Throughout the duration of liquidation, the General Meeting and the Special Meetings of Shareholders shall continue to exercise the same powers as they did during the life of the Company.

2. The liquidator shall represent the Company. He shall be vested with the broadest powers to dispose of its assets, even informally. He is authorised to pay creditors and distribute the remaining balance.

   The General Meeting may authorise the liquidator to continue pending business or to undertake new business for the purpose of the liquidation.

3. In the event of the Company's liquidation, the Preferred Shares shall rank *pari passu* amongst themselves and with the Ordinary Shares as set forth below.

   After all of the Company's liabilities have been settled, the Preferred Shares and the Ordinary Shares shall have identical rights to the net assets, proportional to the percentage of Notional Capital represented by each class of Shares, and, with respect to the Preferred Shares in each class, up to the amount of their Adjusted Issue Price (as defined in Article 6, "Share Capital" of the Articles of Association).

   The par value of the Ordinary Shares and of the Preferred Shares shall be reimbursed proportional to their share of the Company's share capital, and any liquidation dividend shall be distributed, such that the principle set out in the foregoing paragraph is observed, and, for all of the foregoing, and with respect to the Preferred Shares, up to the Adjusted Issue Price.

Article 35 – Disputes

Courts having jurisdiction under Ordinary law shall resolve any dispute which may arise during the life of the Company or during liquidation following dissolution, either among the Shareholders, the managing and governing bodies and the Company, or among the Shareholders themselves, in connection with corporate business or compliance with the provisions of the Articles of Association.

Information on the Company

ACQUISITIONS MADE BY CRÉDIT AGRICOLE S.A. OVER THE PAST THREE YEARS

No acquisitions were made during 2012 and 2013.

Completed acquisitions

Date	Investments	Financing
11/01/2011	Crédit Agricole S.A. successfully carried out its expansion strategy in Italy. In accordance with the agreement signed on 17 February 2010 with Intesa Sanpaolo, Cariparma acquired a 79.9% stake **in Cassa di Risparmio della Spezia**. This process was recently completed when Intesa Sanpaolo contributed **96 branches** to Cariparma.	Acquisitions made in 2011 were financed by Crédit Agricole S.A. subordinated and non-subordinated medium term notes and by Tier 1 capital generated and retained during the year.
09/09/2011	Crédit Agricole S.A. successfully acquired the free float of **Emporiki Bank of Greece S.A.**, after a voluntary bid for all outstanding shares launched in concert with Sacam International. It then carried out a squeeze-out of the Greek bank's shares.	

N.B.: we cannot disclose certain information about investment amounts without violating confidentiality agreements or revealing information to our rivals that could be detrimental to us.

Acquisitions in progress

No new acquisitions were announced after the end of 2013 and for which the management bodies have already made firm commitments.

NEW PRODUCTS AND SERVICES

The entities of the Group regularly offer new products and services to customers. Information is available on the Group's websites, especially through press releases on the website www.credit-agricole.com.

MATERIAL CONTRACTS

In 2001, ahead of Crédit Agricole S.A.'s initial public offering, CNCA (which subsequently became Crédit Agricole S.A.) entered into an agreement with the Regional Banks governing internal relations within Crédit Agricole Group. The main provisions of this agreement are set out in Chapter IV of the registration document filed by Crédit Agricole S.A. with the *Commission des opérations de Bourse* on 22 October 2001 under number R. 01-453. The agreement notably provided for the creation of a Fund for Bank Liquidity and Solvency Risks (*"FRBLS"*) designed to enable Crédit Agricole S.A. to fulfil its role as central body by providing assistance to any of the member of the Crédit Agricole network as defined by the French Monetary and Financial Code experiencing difficulties.

To allow for changes in the way the FRBLS works following Crédit Agricole CIB's affiliation to the Crédit Agricole network, Crédit Agricole S.A. approved new regulations at its 13 December 2011 Board meeting, which set new rules for the contributions paid by Crédit Agricole S.A.

The fund was originally allocated €609.8 million in assets. At 31 December 2013 it totalled €970.8 million, having been increased by €32.2 million in the course of the year.

Furthermore, since CNCA's reorganisation as a mutual company in 1988, the Regional Banks have committed to making up any shortfall suffered by creditors should Crédit Agricole S.A. become insolvent or experience similar financial difficulties as a result of court-supervised liquidation or once dissolution-related formalities are complete. The Regional Banks' potential commitment under this guarantee is equal to the sum of their share capital and reserves.

Switch guarantee

The Switch mechanism was implemented on 23 December 2011 as part of the financial relationship framework between Crédit Agricole S.A., as central body, and the mutualist network of Crédit Agricole Regional Banks.

This enables the transfer of the regulatory requirements applying to Crédit Agricole S.A.'s interests in the Regional Banks, which are accounted for under the equity method in the consolidated financial statements of Crédit Agricole S.A. This transfer of risk to the Regional Banks is realised through a guarantee mechanism whereby the Regional Banks grant a guarantee to Crédit Agricole S.A. based on a contractual floor value of the equity-accounted CCI/CCA issued by the Regional Banks. This value was fixed when the guarantee was initially set up.

By the amendment signed on 19 December 2013, Crédit Agricole S.A. and the Regional Banks decided to extend the guarantee base granted by the Regional Banks to Crédit Agricole S.A. on 23 December 2011 to Crédit Agricole S.A.'s equity investment in Crédit Agricole Assurances (CAA). The new guarantees were effective from 2 January 2014 and allow the transfer of prudential requirements related to the shares held by Crédit Agricole S.A. in Regional Banks (CCI/CCA) and in CAA.

The effectiveness of the mechanism is secured by a cash deposit paid by the Regional Banks to Crédit Agricole S.A.

The guarantees transfer the risk of a drop in the equity-accounted value of shares held by Crédit Agricole S.A. in CCI/CCA and in CAA to the Regional Banks.

Indeed, as soon as a drop in value is observed, the guarantee mechanism is activated and Crédit Agricole S.A. receives compensation drawn from the cash security deposit. If the overall equity-accounted value later recovers, Crédit Agricole S.A. returns previously paid compensation in accordance with a clawback provision.

The term of the guarantee is 15 years and can be extended by tacit consent. The guarantee may be terminated early, under certain circumstances and with the prior approval of the ACPR.

The guarantee deposit is remunerated at a fixed rate based on conditions prevailing for long term liquidity. The guarantee attracts a fixed remuneration covering the present value of the risk and cost of capital of the Regional Banks.

Crédit Agricole Public Sector SCF

Crédit Agricole S.A. created a wholly-owned financial company, Crédit Agricole Public Sector SCF (CA PS SCF), whose sole corporate purpose was to issue covered bonds and to make "mirror" loans to Crédit Agricole S.A. This company adopted the legal form of a *société de crédit foncier* or home financing company, which confers, among other advantages, legal priority to the claims of CA PS SCF bondholders. Each loan granted by CA PS SCF to Crédit Agricole S.A. is redistributed in the form of advances to Crédit Agricole Corporate and Investment Bank.

Repayments of amounts owed by Crédit Agricole S.A. to CA PS SCF for mirrors loans is covered by a financial guarantee granted by Crédit Agricole CIB consisting of amounts receivable on export credits guaranteed by export credit agencies (Coface, Euler Hermes, ECGD). This guarantee passes through Crédit Agricole S.A.

The receivables pledged as guarantees will continue to be managed by Crédit Agricole CIB and will remain on its balance sheet, unless the guarantee is called. Protection mechanisms are provided for this programme to ensure sustainability if the financial position of Crédit Agricole S.A. or Crédit Agricole CIB deteriorates.

The first issue was launched in September 2012. At 31 December 2013, outstanding bonds issued by the Company amounted to €2 billion.

SIGNIFICANT CHANGES

The financial statements at 31 December 2013 were approved by the Board of Directors at its meeting of 18 February 2014. Since this date, there have been no significant changes in the financial position or business operations of Crédit Agricole S.A. parent company and Group.

PUBLICLY AVAILABLE DOCUMENTS

This document is available on the websites of Crédit Agricole S.A. (www.credit-agricole.com/en/Investor-and-shareholder) and of the *Autorité des marchés financiers* (www.amf-france.org).

All regulated information as defined by the AMF (in Title II of Book II of the AMF's General Regulations) is available on the Company's website (www.credit-agricole.com under Investor and shareholder > Financial reporting > Regulated information). Crédit Agricole S.A. Articles of Association are reproduced, in full, in this document.

GENERAL MEETING OF SHAREHOLDERS OF 21 MAY 2014

The agenda and draft resolutions presented to the Ordinary and Extraordinary General Meeting of Shareholders of Wednesday 21 May 2014 are available on the following website: www.credit-agricole.com/investisseur-et-actionnaire/Gouvernance-de-l-entreprise/Assemblees-generales/2014-Paris.

Statutory Auditors' special report on related party agreements and commitments

This is a free translation into English of a report issued in French. It is provided solely for the convenience of English speaking users. This report should be read and construed in accordance with French law and professional auditing standards applicable in France.

To the Shareholders

In our capacity as Statutory Auditors of your Company, we hereby report on the agreements and commitments with related parties.

We are required to inform you, on the basis of the information provided to us, of the terms and conditions of those agreements and commitments indicated to us, or that we may have identified in the performance of our engagement. We are not required to comment as to whether they are beneficial or appropriate or to ascertain the existence of any other agreements and commitments. It is your responsibility, in accordance with Article R. 225-31 of the French commercial code (Code de commerce), to evaluate the benefits resulting from these agreements and commitments prior to their approval.

In addition, we are required, where applicable, to inform you in accordance with Article R. 225-31 of the French commercial code (Code de commerce) on the implementation, during the year, of agreements and commitments previously approved by the General Meeting of Shareholders.

We performed those procedures which we considered necessary to comply with professional guidance issued by the national auditing body (Compagnie Nationale des Commissaires aux Comptes) relating to this type of engagement. These procedures consisted in verifying that the information provided to us is consistent with the documentation from which it has been extracted.

Agreements and commitments submitted for approval by the General Meeting of Shareholders

In accordance with Article L. 225-40 of the French commercial code (Code de commerce), we have been advised of the following related parties' agreements and commitments which were previously authorized by your Board of Directors.

With the caisses régionales Alsace Vosges, Provence Côte d'Azur, Paris et d'Ile de France, Franche-Comté, Languedoc, Loire Haute-Loire, Alpes Provence, Pyrénées Gascogne, de l'Anjou et du Maine, Morbihan, and Val de France.

PERSONS CONCERNED

MM. Sander, Brassac, Célérier, Delorme, Mrs Flachaire, MM. Ouvrier-Buffet, Pouzet, Rigaud, Roveyaz, Talgorn and Lefèbvre, Chairman of the Board of Directors or Directors of your Company and Chairmen of the Board of Directors or Chief Executive Officers of the Companies mentioned above.

NATURE AND PURPOSE

The Board of Directors at its meeting of December 17, 2013, authorized the signature of the amendments to the Switch mechanism.

By the amendment signed on December 19, 2013, your Company and the Regional Banks decided to extend the guarantee base granted by the Regional Banks to your Company on 23 December 2011 to your Company's equity investment in Crédit Agricole Assurances (CAA).

This scheme allows the transfer of the regulatory requirements related to the shares held by your Company in the Regional Banks (CCI/CCA) and in Crédit Agricole Assurances (CAA). The guarantees transfer to the Regional Banks the risk of a decrease in the equity-accounted value of shares held by your Company in Regional Banks (CCI/CCA) and in Crédit Agricole Assurances (CAA), which is accounted for using the equity method.

The guarantees are backed by security deposits, which will be used over the long term to replenish the cash repaid for the hybrid capital securities "T3CJ" and the shareholder advance and provide additional long term funds. The security deposits are calibrated to show the capital savings generated by your Company.

In the event of a decrease in the equity-accounted value, the Regional Banks bear the loss in value for up to the maximum amount covered, with a return-to-better-fortune clause.

If the guarantees are used, the corresponding compensation is deducted by your Company from the security deposits, which are in turn replenished by the Regional Banks in line with new regulatory requirements.

The maturity of the total guarantees remains unchanged (1 March 2027).

CONDITIONS

The new guarantees are effective on January 2, 2014.

As of 2 January 2014, the guarantee pledged by the Regional Banks mentioned above amounts to €7,202.4 million and their cash deposit to €2,432.1 million.

Agreements and commitments previously approved by the General Meeting of Shareholders

In accordance with Article R. 225-30 of the French commercial code (Code de commerce), we have been advised that the implementation of the following agreements and commitments which were approved by the General Meeting of Shareholders in prior years continued during the year.

1. With Crédit Agricole CIB

PERSONS CONCERNED

MM. Brassac, Roveyaz, Veverka, Chifflet, Hocher and Mathieu, Directors or executive corporate officers of your Company and Chairman of the Board of Directors, Chief Executive Officer or Directors of Crédit Agricole CIB.

NATURE AND PURPOSE

Following the link-up between the corporate and investment banking businesses of Crédit Agricole and Crédit Lyonnais, Crédit Lyonnais made a partial asset transfer to Crédit Agricole Indosuez (which became Calyon and then Crédit Agricole CIB).

In view of the above transaction, it was deemed necessary to increase Crédit Agricole CIB's shareholders' equity. At its meeting of March 9, 2004, the Board of Directors authorised your Company to carry out a series of transactions aimed at increasing Calyon's shareholders equity by a total amount of up to €3 billion.

CONDITIONS

In accordance with this authorisation, your Company notably subscribed in 2004 to an issue of deeply subordinated notes for an amount of US$1,730 million. An amount of US$107 million in interest with respect to these notes will be received by your Company for 2013 financial year.

2. With LCL and the caisses régionales Alsace Vosges and Val de France

PERSONS CONCERNED

MM. Sander, Lefèbvre, Chifflet, Brassac, Veverka, de Laage and Mathieu, Chairman of the Board of Directors, Directors or executive corporate officers of your Company and Chairmen of the Board of Directors, Chief Executive Officers or Directors of the Companies mentioned above.

NATURE AND PURPOSE

To increase and diversify the Crédit Agricole Group's sources of funds, your Company's Board of Directors at its meeting of May 23, 2007 authorized a programme to issue covered bonds and the creation of a 99.99%-owned financial company (Crédit Agricole Covered Bonds which became Crédit Agricole Home Loan SFH – "CAHL-SFH" in March 2011). CAHL-SFH's sole corporate purpose is to issue covered bonds and to make "mirror advances" to your Company. Reimbursement of any amounts due by your Company to CAHL-SFH with respect to the mirror advances will be covered by a financial guarantee granted by the Regional Banks and LCL and consisting of amounts receivable on residential mortgage loans. Each advance granted by CAHL-SFH to your Company will be redistributed in the form of advances to each Regional Bank and to LCL based on their respective contributions to the guarantee.

The receivables pledged as guarantees by each Regional Bank and LCL will continue to be managed by these institutions and will remain on their balance sheet, unless the guarantee is called. Prior to calling the guarantee, protection mechanisms are provided for CAHL-SFH, based on your Company's credit ratings.

CONDITIONS

During 2013, CAHL-SFH issued for a total amount of €1.5 billion. The mirror advances given to your company, were totally redistributed to the Regional Banks and LCL in the form of advances based on their respective contributions to the guarantee.

In accordance with the Cash Collateral Agreement signed between your Company and CAHL-SFH and due to your Company's short term rating downgrade by Fitch in 2013, your Company has provided cash collateral to CAHL-SFH. In this context, your Company has indicated to the Regional Banks and LCL (which benefit from this refinancing) its temporary decision not to apply the Collateral Providers Facility Agreement clause which states that refinancing of the collateral has to be provided by them, without sacrificing its subsequent application. The companies mentioned above have therefore recorded off-balance sheet financing commitments for the possible refinancing of cash collateral for a total amount of €1,209 million at December 31, 2013

3. With the caisses régionales Alsace-Vosges, Provence Côte d'Azur, Brie Picardie, Val de France, Nord Midi Pyrénées, with the Caisse locale Alsace, and with SAS Rue La Boétie, SACAM Développement, SACAM International and SACAM Avenir

PERSONS CONCERNED

MM. Sander, Brassac, Clavelou, Lefèbvre, Lepot, Célérier, Ouvrier-Buffet, Pouzet and Rigaud, Chairman of the Board of Directors or Directors of your Company and Chairmen of the Board of Directors, Chief Executive Officers or Directors of the Companies mentioned above.

NATURE AND PURPOSE

The Board of Directors at its meeting of January 21, 2010, authorized the extension of your Company's tax group in accordance with Article 223 A alinea 3 of French Tax code (Code Général des Impôts). This extension is mandatory for all Regional and Local Banks subject to corporate income tax at the normal rate, and compulsory for their subsidiaries. It is controlled by an agreement between the central body and each entity thereby included in this tax group.

These agreements, signed as at April 21, 2010, imply in particular that half of tax saving on dividends received by SAS Rue La Boétie and the SACAM should be reallocated to them and that both savings made by your Company on distribution received from Regional Banks and by Regional Banks on distribution received should be shared equally between your Company and Regional Banks.

CONDITIONS

Total tax saving paid by your Company in respect of these agreements binding your Company and companies mentioned above amounts to €13.8 million in 2013.

4. With the caisses régionales Alsace Vosges, Provence Côte d'Azur, Brie Picardie, Nord Midi Pyrénées, Morbihan and Val de France

PERSONS CONCERNED

MM. Sander, Brassac, Clavelou, Lepot, Talgorn and Lefèbvre, Chairman of the Board of Directors, and Directors of your Company and Chairmen of the Board of Directors or Chief Executive Officers of the Companies mentioned above.

NATURE AND PURPOSE

The Board of Directors at its meeting of November 9, 2011, authorised the implementation of "Switch" mechanism which is a part of internal financial mechanisms within your Company, as a central body and the mutual network of Crédit Agricole Regional Banks.

This scheme, implemented on December 23, 2011, allows the transfer of prudential requirements related to the shares of Regional Banks held by your Company. This mechanism consists of guarantees provided to your Company by the Regional Banks on the equity-accounted value of the Regional Banks in your Company's consolidated financial Statements. As soon as a decline in the combined equity-accounted value of the Regional Banks is identified, the guarantee mechanism kicks in and your Company receives an indemnity. If the combined equity-accounted value of the Regional Banks should subsequently recover, your Company, returns the amounts received under the terms of the contract.

The guarantee is in place for 15 years, tacitly renewable. The guarantee itself is subject to a fee covering both the risk and the cost of the Regional Banks' capital requirement.

Settlement of the guarantee is ensured through a cash deposit paid by the Regional Banks to your Company. The deposit is paid based on long term liquidity conditions.

CONDITIONS

At December 31, 2013, the guarantee pledged by the Regional Banks mentioned above amounts to €2,396.5 million and their cash deposit to €808 million. Besides, the remuneration to be paid by your company to these Regional Banks in respect of 2013 amounts to €75.1 million.

5. With Crédit Agricole CIB, LCL and with the caisses régionales Alsace Vosges, Languedoc, Brie Picardie, Franche-Comté, Nord Midi Pyrénées, Alpes Provence, Morbihan, Pyrénées Gascogne, Val de France, Provence Côte d'Azur, and de l'Anjou et du Maine

PERSONS CONCERNED

Mr Sander, Mrs Flachaire, MM. Clavelou, Delorme, Lepot, Pouzet, Talgorn, Rigaud, Lefèbvre and de Laage for the financial guarantee agreement and for the amendment to the guarantee agreement, MM. Brassac, Roveyaz, Veverka Chifflet, Hocher and Mathieu for the entire agreements, Chairman of the Board of Directors, Directors or executive corporate officers of your Company and Chairmen of the Board of Directors, Chief Executive Officers or Directors of the Companies mentioned above.

NATURE AND PURPOSE

To increase or secure the short term liquidity reserves, that can be used in the refinancing operations of the Eurosystem, the Board of Directors, at its meeting of December 18, 2012, authorized the creation of a "Fonds Commun de Titrisation" (FCT - Securization Fund), allowing the issuance of AAA-rated senior bonds, for a total amount of € 10 billion, secured by receivable from individuals on residential mortgage loans and owned by Group entities (Caisses régionales and LCL).

In this context, the Board authorized the completion by your Company of program documents subject to related party agreements and commitments procedures.

CONDITIONS

The related party agreements and commitments procedures have been signed in April 2013 and this FCT (named "Evergreen HL1") has issued for a total amount of € 10 billion in April 2013.

Neuilly-sur-Seine and Paris-La Défense, March 20, 2014

The Statutory Auditors

PricewaterhouseCoopers Audit
Catherine Pariset

ERNST & YOUNG et Autres
Valérie Meeus

Fees paid to Statutory Auditors[1]

Board of Auditors of Crédit Agricole S.A.[2]

	Ernst & Young				PricewaterhouseCoopers			
	Amount (excl. VAT)		%		Amount (excl. VAT)		%	
(in thousands of euros)	2013	2012	2013	2012	2013	2012	2013	2012
Independent audit, certification, review of parent company and consolidated financial statements								
Issuer	1,739	1,705	8.0%	8.1%	1,780	1,670	9.5%	7.6%
Fully consolidated subsidiaries	11,930	13,587	55.2%	64.5%	9,825	13,048	52.5%	59.6%
Ancillary assignments and services directly linked to the Statutory Auditors' mission[3]								
Issuer	2,542	642	11.8%	3.0%	1,425	986	7.6%	4.5%
Fully consolidated subsidiaries	4,321	3,163	20.0%	15.0%	4,005	4,033	21.4%	18.4%
Subtotal	**20,532**	**19,097**	**95.0%**	**90.6%**	**17,035**	**19,737**	**91.0%**	**90.1%**
Other services								
Legal, tax and employee-related	61	140	0.3%	0.7%	166	336	0.9%	1.5%
Other	1,017	1,825	4.7%	8.7%	1,524	1,844	8.1%	8.4%
Subtotal	**1,078**	**1,965**	**5.0%**	**9.4%**	**1,690**	**2,180**	**9.0%**	**9.9%**
TOTAL	**21,610**	**21,062**	**100%**	**100%**	**18,725**	**21,917**	**100%**	**100%**

The fees paid for the services directly related to the mission of the Statutory Auditors mostly covers the work performed for the acquisition or disposal of companies and the performance of agreed procedures under the terms of the refinancing programmes of Crédit Agricole S.A. or its subsidiaries.

Other Statutory Auditors engaged in the audit of fully consolidated Crédit Agricole S.A. Group subsidiaries

	Mazars				KPMG				Deloitte				Other			
	Amount (excl. VAT)		%		Amount (excl. VAT)		%		Amount (excl. VAT)		%		Amount (excl. VAT)		%	
(in thousands of euros)	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
Audit																
Independent audit, certification, review of parent company and consolidated financial statements	1,238	1,404	98.4%	98.2%	226	240	52.3%	77.2%	17	45	66.0%	62.1%	740	861	99.4%	98.3%
Ancillary assignments and services directly linked to the Statutory Auditors' mission[3]	20	26	1.6%	1.8%	206	71	47.7%	22.8%	9	28	34.0%	37.9%	4	15	0.6%	1.7%
TOTAL	**1,258**	**1,430**	**100%**	**100%**	**432**	**311**	**100%**	**100%**	**26**	**73**	**100%**	**100%**	**744**	**876**	**100%**	**100%**

(1) These figures include the annual cost of Statutory Auditors' fees.

In accordance with Article 222-8 of the of the AMF's General Regulations, this table encompasses fully consolidated subsidiaries (including those subject to IFRS 5 in 2013). Companies consolidated by proportionate or equity method are excluded.

(2) Including Crédit Agricole S.A. fully consolidated subsidiaries audited by the Board of Auditors.

(3) According to AMF instruction 2006-10.

Persons responsible for the registration document

Mr Jean-Paul Chifflet, Chief Executive Officer of Crédit Agricole S.A.

▶ RESPONSIBILITY STATEMENT

I hereby certify that, to my knowledge and after all due diligence, the information contained in this registration document is true and accurate and contains no omissions likely to affect the import thereof.

I hereby certify that, to my knowledge, the financial statements have been prepared in accordance with the applicable accounting standards and give a true and fair view of the financial position and results of the Company and all entities included in the consolidated group, and that the management report herewith provides a true and fair view of the business trends, results and financial condition of the Company data and all entities included in the consolidated group, together with a description of the main risks and uncertainties that they face.

I have obtained a letter from the Statutory Auditors, PricewaterhouseCoopers Audit and Ernst & Young et Autres, upon completion of their work, in which they state that they have verified the information relating to the financial situation and financial statements provided in this registration document and read the document as a whole.

The Statutory Auditors have issued reports on the historical financial information provided in this document. The consolidated financial statements for the year ended 31 December 2013 are the subject of reports by the Statutory Auditors appearing on pages 477 and 533 of the present registration document, and which contain one observation.

Executed in Paris on 21 March 2014

The Chief Executive Officer of Crédit Agricole S.A.

Jean-Paul CHIFFLET

STATUTORY AUDITORS

Statutory Auditors

Ernst & Young et Autres	PricewaterhouseCoopers Audit
Represented by Valérie Meeus	Represented by Catherine Pariset
1/2, place des Saisons 92400 Courbevoie, Paris - La Défense 1	63 rue de Villiers 92200 Neuilly-sur-Seine
Statutory Auditors, Member, Compagnie Régionale des Commissaires aux Comptes de Versailles	Statutory Auditors, Member, Compagnie Régionale des Commissaires aux Comptes de Versailles

The Crédit Agricole S.A. Board of Statutory Auditors and signatories remained unchanged in 2011/2012/2013: Valérie Meeus for Ernst & Young et Autres and Catherine Pariset for PricewaterhouseCoopers Audit.

Alternate Auditors

Picarle et Associés	Pierre Coll
Represented by Denis Picarle	
1/2, place des Saisons 92400 Courbevoie, Paris - La Défense 1	63 rue de Villiers 92200 Neuilly-sur-Seine
Statutory Auditors, Member, Compagnie Régionale des Commissaires aux Comptes de Versailles	Statutory Auditors, Member, Compagnie Régionale des Commissaires aux Comptes de Versailles

Ernst & Young et Autres was appointed Statutory Auditor under the name Barbier Frinault et Autres at the Ordinary General Meeting of 31 May 1994. This term of office was renewed for a further six years at the Combined General Meeting of 22 May 2012.

Ernst & Young et Autres is represented by Valérie Meeus.

Picarle et Associés was appointed Alternate Auditor for Ernst & Young et Autres at the Ordinary General Meeting of 17 May 2006. This term of office was renewed for a further six years at the Combined General Meeting of 22 May 2012.

PricewaterhouseCoopers Audit was appointed Statutory Auditor at the Ordinary General Meeting of 19 May 2004. This term of office was renewed for a further six years at the Combined General Meeting of 22 May 2012.

PricewaterhouseCoopers Audit is represented by Catherine Pariset.

Pierre Coll was appointed Alternate Auditor for PricewaterhouseCoopers Audit at the Ordinary General Meeting of 19 May 2004. This term of office was renewed for a further six years at the Combined General Meeting of 22 May 2012.

Cross-reference table

The following table indicates the page references corresponding to the main information headings required by EC Regulation 809/2004 (annex I), enacting the terms of the "Prospectus" Directive.

Headings required by EC Regulation 809/2004		Page number
1.	**Persons responsible**	**561**
2.	**Statutory Auditors**	**562**
3.	**Selected financial information**	
3.1	Historical financial information	6 to 10 - 16 to 19
3.2	Interim financial information	N.A.
4.	**Risk factors**	**112 to 116 - 124 to 133 - 231 to 322 - 344 to 346 - 351 - 354 to 355 - 365 to 381 - 388 - 398 to 400 - 408 to 416 - 429 to 431 - 510 - 514 - 516 to 517**
5.	**Information about the issuer**	
5.1	History and development of the issuer	2 to 3 - 20 to 22 - 219 to 227 - 536 to 537
5.2	Investments	202 - 219 to 227 - 338 to 339 - 359 to 361 - 459 to 476 - 553 to 554
6.	**Business overview**	
6.1	Principal activities	24 to 36 - 219 to 227 - 553 to 554
6.2	Principal markets	26 to 36 - 392 to 398
6.3	Exceptional factors	N.A.
6.4	Extent to which issuer is dependent on patents or licenses; industrial, commercial or financial contracts	277
6.5	Basis for any statements made by the issuer regarding its competitive position	N.A.
7.	**Organisational structure**	
7.1	Brief description of the Group and the issuer's position within the Group	23
7.2	List of significant subsidiaries	326 to 327 - 459 to 476 - 503 to 506
8.	**Property, plant and equipment**	
8.1	Information regarding any existing or planned material property, plant and equipment	35 to 36 - 387 - 426 to 427
8.2	Description of any environmental issues that may affect the issuer's utilisation of property, plant and equipment	37 to 100
9.	**Operating and financial review**	**202 to 218**
9.1	Financial condition	334 to 339 - 480 to 481
9.2	Operating income	332 to 333 - 482
10.	**Capital resources**	
10.1	Information concerning the issuer's capital resources	7 to 15 - 218 - 280 to 295 - 334 to 337 - 381 to 382 - 431 to 432 - 519
10.2	Explanation of the sources and amounts of the issuer's cash flows	338 to 339
10.3	Information on borrowing requirements and funding structure	204 - 259 to 262 - 378 to 379
10.4	Information regarding any restrictions on the use of capital resources that have significantly affected, or could significantly affect, the issuer's operations	N.A.
10.5	Information regarding the anticipated sources of funds needed to fulfil commitments	553 to 554
11.	**Research and development, patents and licenses**	**N.A.**
12.	**Trend information**	**2 to 3 - 219 to 227 - 458 - 487**
13.	**Profit forecasts or estimates**	**N.A.**
14.	**Administrative, management and supervisory bodies and senior management**	
14.1	Information about the members of the Board and management bodies	107 to 119 - 135 to 168 - 555
14.2	Administrative, management and supervisory bodies and senior management conflicts of interests	109 - 167

Headings required by EC Regulation 809/2004		Page number
15.	**Compensation and benefits**	
15.1	Amount of compensation paid and benefits in kind	82 to 85 - 116 to 117 - 119 - 169 to 199 - 435 to 441 - 529
15.2	Total amounts set aside or accrued to provide pension, retirement or similar benefits	116 to 117 - 169 to 199 - 351 to 352 - 429 - 435 to 441 - 495 to 496 - 516 to 517 - 529
16.	**Board and senior management practices**	
16.1	Date of expiration of current term of office	135 to 165 -555
16.2	Information about members of the administrative, management or supervisory bodies' service contracts with the issuer or any of its subsidiaries	167
16.3	Information about the issuer's Audit Committee and Compensation Committee	114 to 117
16.4	A statement as to whether or not the issuer complies with the corporate government regime in its country of incorporation	107 to 123
17.	**Employees**	
17.1	Number of employees and breakdown by main type of activity and by site	7 - 60 to 76 - 436 - 529
17.2	Equity interests in the issuer's share capital and *stock options*	9 to 10 - 14 to 15 - 120 - 135 to 166 - 179 to 192 - 194 to 199 - 352 - 439 to 441 - 496
17.3	Arrangements for employee profit-sharing in the issuer's capital	8 to 9 - 351 to 352 - 439 to 441 - 555
18.	**Major shareholders**	
18.1	Shareholders owning more than 5% of the share capital or voting rights	8 to 10 - 107 - 431 to 432
18.2	Whether the issuer's major shareholders have different voting rights	8 to 15 - 431 to 432 - 539 to 540
18.3	Control over the issuer	9 to 10 - 23 - 107 - 167
18.4	Description of any arrangements, known to the issuer, the operation of which may at a subsequent date result in a change in control of the issuer	9 to 10
19.	**Related-party transactions**	**328 to 331 - 485 to 486 - 520 - 556 to 559**
20.	**Financial information concerning the issuer's assets and liabilities, financial positions and profits and losses**	
20.1	Historical financial information(1)	323 to 534
20.2	*Pro forma* financial information	N.A.
20.3	Financial statements	323 to 476 - 479 to 532
20.4	Auditing of historical annual financial statements	477 to 478 - 533 to 534
20.5	Date of latest financial information	323
20.6	Interim financial information	N.A.
20.7	Dividend policy	9 to 10 - 19 - 229 - 286 - 291 - 431 to 433 - 546 to 549 - 555
20.8	Legal and arbitration proceedings	167 - 274 to 276 - 429 to 430
20.9	Significant change in the issuer's financial or commercial position	555
21.	**Additional information**	
21.1	Share capital	8 to 15 - 431 to 433 - 519 - 536 to 537
21.2	Memorandum and Articles of Association	536 to 552
22.	**Material contracts**	**328 to 331 - 485 to 486 - 553 to 554 - 556 to 559**
23.	**Third party information and statement by experts and declarations of any interests**	**N.A.**
24.	**Publicly available documents**	**555**
25.	**Information on equity interests**	**326 to 327 - 361 to 362 - 459 to 476 - 503 to 507**

N.A.: not applicable.

(1) In accordance with Article 28 of EC Regulation 809/2004 and Article 212-11 of the AMF's General Regulations, the following are incorporated by reference:

- the parent company and consolidated financial statements for the year ended 31 December 2011 and the corresponding Statutory Auditors' Reports, and the Group's management report, appearing on pages 385 to 434 and 255 to 382, on pages 435 to 436 and 383 to 384 and on pages 147 to 183 of the Crédit Agricole S.A. registration document 2011 registered by the AMF on 15 March 2012 under number D.12-0160;

- the parent company and consolidated financial statements for the year ended 31 December 2012 and the corresponding Statutory Auditors' Reports, and the Group's management report, appearing on pages 401 to 451 and 269 to 398, on pages 452 to 453 and 399 to 400 and on pages 159 to 190 of the Crédit Agricole S.A. registration document 2012 registered by the AMF on 15 March 2013 under number D.13-0141.

The sections of the registration documents number D.12-0160 and number D.13-0141 not referred to above are either not applicable to investors or are covered in another part of this registration document.

Regulated information within the meaning of the AMF's General Regulations contained in this registration document can be found on the pages shown in the correspondence table below

This registration document, which is published in the form of an Annual Report, includes all components of the **2013 Annual Financial Report** referred to in paragraph I of Article L. 451-1-2 of the French Monetary and Financial Code as well as in Article 222-3 of the AMF's General Regulations:

Annual Financial Report

Pursuant to Articles 212-13 and 221-1 of the AMF's General Regulations, this registration document also contains the following regulatory information:

papiers

Avec Ecofolio
tous les papiers
se recyclent.

Certifié PEFC

Ce produit est issu
de forêts gérées
durablement et de
sources contrôlées.

PEFC™
10-31-2711

pefc-france.org

This document was printed in France
by an imprim'Vert-certified printing company,
on recyclable, chlorine-free, PEFC-certified paper
using pulp from forests managed according
to sustainable environmental, economic
and social principles.

CRÉDIT AGRICOLE S.A.

A French limited company with share capital of €7,504,769,991
Nanterre Trade and Company Registry No. 784 608 416
12 place des États-Unis • 92127 Montrouge Cedex • France
Tel. (33) 1 43 23 52 02 • www.credit-agricole.com