

SUPPLEMENT N°3 DATED 23 DECEMBER 2022
TO THE BASE PROSPECTUS DATED 22 JULY 2022



CRÉDIT MUTUEL ARKÉA
€13,000,000,000
EURO MEDIUM TERM NOTE PROGRAMME

This third supplement (the "**Supplement**") is supplemental to, and should be read in conjunction with, the base prospectus dated 22 July 2022 which was approved by the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") on 22 July 2022 (the "**Base Prospectus**"), as supplemented by the first supplement to the Base Prospectus dated 1st September 2022 which was approved by the CSSF on 1st September 2022 (the "**First Supplement**") and the second supplement to the Base Prospectus dated 19 October 2022 which was approved by the CSSF on 19 October 2022 (the "**Second Supplement**" and, together with the First Supplement, the "**Previous Supplements**"), prepared by Crédit Mutuel Arkéa (the "**Issuer**") in relation to its €13,000,000,000 Euro Medium Term Note Programme (the "**Programme**") for the issue, from time to time, subject to compliance with all relevant laws, regulations and directives, of notes (the "**Notes**"). The Base Prospectus as supplemented by the Previous Supplements and this Supplement constitutes a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 of the European Parliament and of the Council dated 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, as amended (the "**Prospectus Regulation**").

Application has been made for approval of this Supplement to the CSSF in its capacity as competent authority pursuant to the Prospectus Regulation.

The CSSF only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. The CSSF assumes no responsibility as to the economic and financial soundness of the Notes and the quality or solvency of the Issuer and such approval should not be considered as an endorsement of the Issuer nor of the quality of the Notes described in the Base Prospectus, as supplemented by the Previous Supplements and this Supplement. Investors should make their own assessment as to the suitability of investing in the securities.

Unless the context otherwise requires, terms defined in the Base Prospectus, as supplemented by the Previous Supplements, shall have the same meaning when used in this Supplement. To the extent there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus as supplemented by the Previous Supplements, by this Supplement and (b) any other statement in, or incorporated by reference in, the Base Prospectus, as supplemented by the Previous Supplements, the statements in (a) above will prevail.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and contains no omission likely to affect its import.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information in, or incorporated by reference in, the Base Prospectus, as supplemented by the Previous Supplements, which is capable of affecting the assessment of Notes since the publication of the Second Supplement.

In accordance with Article 23(2a) of the Prospectus Regulation, where Notes are offered to the public, investors who have already agreed to purchase or subscribe for such Notes before this Supplement is published have the right, exercisable within a time-limit of three (3) working days after the publication of this Supplement (*i.e.* no later than 29 December 2022), to withdraw their acceptances provided that the new factor, material mistake or

material inaccuracy referred to in Article 23(1) of the Prospectus Regulation arose or was noted before the final closing of the offer or the delivery of the Notes, whichever occurs first. Investors may contact the Issuer or, if any, the relevant Authorised Offeror(s) should they wish to exercise the right of withdrawal.

The Issuer has prepared this Supplement pursuant to Article 23(1) of the Prospectus Regulation for the purposes of updating the following sections of the Base Prospectus, as supplemented by the Previous Supplements:

- "DESCRIPTION OF CRÉDIT MUTUEL ARKÉA AND THE GROUP" (pages 83 *et seq.* of the Base Prospectus, as supplemented by the Previous Supplements); and
- "RECENT DEVELOPMENTS" (pages 89 *et seq.* of the Base Prospectus, as supplemented by the Previous Supplements).

This Supplement will be published on the websites of (i) the Luxembourg Stock Exchange (www.bourse.lu) and/or (ii) Crédit Mutuel Arkéa (https://www.arkea.com/banque/assurance/credit/mutuel/ecb_5038/fr/programme-emtn) in accordance with the Prospectus Regulation.

TABLE OF CONTENTS

DESCRIPTION OF CRÉDIT MUTUEL ARKÉA AND THE GROUP	4
RECENT DEVELOPMENTS.....	5

DESCRIPTION OF CRÉDIT MUTUEL ARKÉA AND THE GROUP

Sub-paragraph 1 of paragraph 4 entitled "*Share capital and long-term debt of Crédit Mutuel Arkéa*" of the section entitled "*Description of Crédit Mutuel Arkéa and the Group*" on page 88 of the Base Prospectus, as supplemented by the Previous Supplements, is deleted and replaced as follows:

"As at 22 December 2022, the share capital of the Issuer amounts to €2,726,117,497.76 and the long-term debt of the Issuer amounts to €18,056,579,764.20."

RECENT DEVELOPMENTS

The following paragraph is inserted at the end of the section entitled "*Recent Developments*" on pages 89 *et seq.* of the Base Prospectus, as supplemented by the Previous Supplements:

"5. Press release dated 20 December 2022:

Crédit Mutuel
ARKEA
PRESS RELEASE

Crédit Mutuel Arkéa's solvency ratios are well above the prudential requirements set by the ECB for 2023

Brest, December 20th 2022 - Crédit Mutuel Arkéa has received notification from the European Central Bank of the prudential requirements applicable in 2023, following the outcome of the Supervisory Review and Evaluation Process (SREP) conducted in 2022. The capital requirements for Crédit Mutuel Arkéa are unchanged from the current requirements.

The Common Equity Tier 1 (CET1) capital requirement⁽¹⁾ that Crédit Mutuel Arkéa must meet, on a consolidated basis, is 8.55% from 1^{er} January 2023⁽²⁾, of which :

- 1.55% under the Pillar 2 requirement (P2R) ;
- 2.50% for the capital conservation buffer.

The overall solvency requirement is set at 13.25% including 2.75% P2R⁽¹⁾.

With ratios at June 30th 2022 of 16.5% for the CET1 ratio⁽³⁾ and 20.3% for the overall solvency ratio⁽³⁾, Crédit Mutuel Arkéa is well above the prudential capital requirements applicable from January 1st 2023.

(1) The capital requirement is calculated excluding Pillar 2 Guidance (P2G).

(2) The capital requirement will be increased by 0.50% as of 7 April 2023 following the HCSF's decision to set the countercyclical buffer at 0.50% for French exposures.

(3) The ratios are calculated with the inclusion of the interim result net of dividends.

About the Crédit Mutuel Arkéa group

The Crédit Mutuel Arkéa cooperative group is made up of the Crédit Mutuel de Bretagne and Sud-Ouest federations and their member local banks, as well as some forty specialised subsidiaries (Fortuneo, Monext, Arkéa Banque Entreprises et Institutionnels, Arkéa Investment Services, Suravenir, etc.). It has more than 11,000 employees, 2,600 directors, more than 5 million members and customers in banking and insurance and a balance sheet total of 182.4 billion euros.

First mission-led banking group, Crédit Mutuel Arkéa is committed, through its strategic plan "Transitions 2024", to practising finance at the service of the territories and their stakeholders in order to position itself as the agile and innovative financial partner for the coming transitions.

With a nationwide presence, Crédit Mutuel Arkéa has chosen to keep its decision-making centres in the regions. It is a major player in job creation in its regions and relies on a continuous recruitment drive. The group is convinced that local

development can only be achieved by combining financial and non-financial aspects. This is why Crédit Mutuel Arkéa is the first French bank to have developed a unique method for calculating overall performance. This enables it to take into account all the financial, social, societal and environmental impacts of its activities and those of its stakeholders.

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