

**SUPPLEMENT N°2 DATED 19 OCTOBER 2022**  
**TO THE BASE PROSPECTUS DATED 22 JULY 2022**



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

This second 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 1<sup>st</sup> September 2022 which was approved by the CSSF on 1<sup>st</sup> September 2022 (the "**First Supplement**"), 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 so supplemented 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 First Supplement 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 First Supplement, 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 First Supplement, by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, as supplemented by the First Supplement, 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 First Supplement, which is capable of affecting the assessment of Notes since the publication of the First 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 24 October 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 First Supplement:

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

This Supplement will be published on the websites of (i) the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and/or (ii) Crédit Mutuel Arkéa ([https://www.arkea.com/banque/assurance/credit/mutuel/ecb\\_5038/fr/programme-emtn](https://www.arkea.com/banque/assurance/credit/mutuel/ecb_5038/fr/programme-emtn)) in accordance with the Prospectus Regulation.

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## 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 First Supplement, is deleted and replaced as follows:**

"As at 18 October 2022, the share capital of the Issuer amounts to €2,707,101,437.76 and the long-term debt of the Issuer amounts to €17,028,901,268.58."

## 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 First Supplement:

"4. Press release dated 12 October 2022:



Press release

### **Crédit Mutuel Arkéa records the refusal of the President of the Confédération Nationale du Crédit Mutuel to negotiate and, remaining open to dialogue, will draw all the consequences**

*Brest, October 12, 2022* - On August 29, after several attempts at dialogue with the President of Confédération Nationale du Crédit Mutuel, Crédit Mutuel Arkéa made concrete proposals and concessions aimed at establishing a framework for guaranteed autonomy, in order to put an end to the conflict between the parties and consider an alternative to the proposed disaffiliation of Crédit Mutuel Arkéa.

Following today's meeting of the Board of Directors of Confédération Nationale du Crédit Mutuel, Crédit Mutuel Arkéa can only note the refusal of the President of the central body to negotiate and to engage in a genuine process of balanced dialogue in good faith, which many stakeholders have been calling for. It regrets that the President of the CMSO and the President of the CMB and Crédit Mutuel Arkéa were not allowed to express themselves, as they had expressly requested.

Crédit Mutuel Arkéa condemns this irresponsible attitude of avoiding substantive issues. It also regrets the CNCM's decision to give a mandate to a technical body to try to find a solution to the conflict, even though this body is unbalanced in its composition (one representative of Crédit Mutuel Arkéa out of eleven members) and is not made up of elected members, even though they represent the members. The President of the Board of Directors of Confédération Nationale du Crédit Mutuel bears full responsibility for this impasse, which is detrimental to all Crédit Mutuel entities and difficult to understand in view of the governance requirements of the central body.

Crédit Mutuel Arkéa will reconvene its governance bodies to draw the consequences of this deadlock and decide on the follow-up. The Group reiterates its desire and determination to find a positive outcome by seriously engaging in the necessary dialogue.

#### **About the Crédit Mutuel Arkéa group**

A cooperative group, Crédit Mutuel Arkéa is made up of the Crédit Mutuel federations of Bretagne and Sud-Ouest 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, 2,800 directors, more than 5 million members and customers in banking and insurance, and a balance sheet total of €182.4 billion.

The first banking group to adopt a "Raison d'être" (Purpose) in 2020, Crédit Mutuel Arkéa became an "Entreprise à mission" in 2022 and 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.

Crédit Mutuel Arkéa is present throughout France and has chosen to maintain 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 considerations. This is why Crédit Mutuel Arkéa is the first French bank to have developed a unique method for calculating overall performance. This allows 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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