

**SUPPLEMENT N° 3 DATED 30 DECEMBER 2024  
TO THE BASE PROSPECTUS DATED 26 MARCH 2024**



**ARKÉA HOME LOANS SFH**  
(duly licensed French specialised credit institution)  
**€18,000,000,000**  
**COVERED BOND PROGRAMME**  
**FOR THE ISSUE OF *OBLIGATIONS DE FINANCEMENT DE L'HABITAT***

This third supplement (the "**Supplement**") is supplemental to, and must be read in conjunction with, the base prospectus dated 26 March 2024 (the "**Base Prospectus**"), the first supplement to the Base Prospectus dated 20 September 2024 (the "**First Supplement**"), and the second supplement to the Base prospectus dated 1<sup>st</sup> October 2024 (the "**Second Supplement**"), all prepared by Arkéa Home Loans SFH (the "**Issuer**") with respect to the €18,000,000,000 Covered Bond Programme (the "**Programme**") for the issue, from time to time, subject to compliance with all relevant laws, regulations and directives, of covered bonds (the "**Covered Bonds**") which was approved by the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") in its capacity as competent authority pursuant to the 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**") as a base prospectus for the purposes of Article 8 of the Prospectus Regulation on 26 March 2024.

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

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 Covered Bonds and the quality or solvency of the Issuer and such approval should not be considered as an endorsement of the quality of the securities that are the subject of 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 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 by this Supplement, and (b) any other statement in or incorporated by reference in the Base Prospectus, 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 (which has taken all reasonable care to ensure that such is the case), the

information contained or incorporated by reference in this Supplement is in accordance with the facts and makes no omission likely to affect the import of such information.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of Covered Bonds since the publication of the Base Prospectus, as supplemented by the First Supplement and the Second Supplement.

In accordance with Article 23.2 of the Prospectus Regulation, where the Covered Bonds are offered to the public, investors who have already agreed to purchase or subscribe for the securities before this Supplement is published have the right, exercisable within a time-limit of three (3) business days after the publication of this Supplement (no later than 3 January 2025) 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 Covered Bonds, whichever occurs first. Investors may contact the Issuer should they wish to exercise the right of withdrawal.

The Issuer has prepared this Supplement to its Base Prospectus pursuant to Article 23.1 of the Prospectus Regulation for the purposes of updating the section entitled "RISK FACTORS" (page 20 of the Base Prospectus).

This Supplement will be (a) published on the websites of (i) the Luxembourg Stock Exchange ([www.luxse.com](http://www.luxse.com)) and (ii) Crédit Mutuel Arkéa ([https://www.arkea.com/banque/assurance/credit/mutuel/ecb\\_5039/fr/home-loans-sfh](https://www.arkea.com/banque/assurance/credit/mutuel/ecb_5039/fr/home-loans-sfh)) and (b) available for inspection and obtainable, upon request and free of charge, during usual business hours, on any weekday at the registered office of the Issuer (1, rue Louis Lichou, 29480 Le Relecq-Kerhuon, France).

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## **RISK FACTORS**

The first paragraph of the risk factor entitled "*Limited resources available to the Issuer*" of paragraph 1.1 entitled "*Risks related to the Issuer's activity and operations*" of subsection 1 entitled "*Risks related to the Issuer*" of the section entitled "*Risk Factors*" on page 20 of the Base Prospectus shall be deleted and replaced by the following:

"In the absence of any Borrower Event of Default, the Issuer's ability to meet its obligations under the Covered Bonds will depend on the amount of scheduled principal and interest paid by the Borrower under the Borrower Facility Agreement and the timing thereof and/or, as applicable, the amounts received under hedging agreement(s) (if any) and/or the proceeds generated by Permitted Investments, (as defined in section "Material Contracts" of this Base Prospectus) and/or the available amount under the Share Capital Proceeds Account and/or payments proceeds under Legal Substitution Assets. As of the date of this Base Prospectus, Crédit Mutuel Arkéa's long-term credit ratings are A1 by Moody's France S.A.S and A+ by Fitch Ratings Ireland limited and Crédit Mutuel Arkéa's short-term credit ratings are P-1 by Moody's France S.A.S and F1 by Fitch Ratings Ireland limited."

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