

22 June 2016

PRICING SUPPLEMENT

**Issue of USD 120,000,000 Callable Zero Coupon Notes due June 2046
under the €50,000,000,000**

Structured Debt Instruments Issuance Programme

by

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

PART A – CONTRACTUAL TERMS

The terms and conditions applicable to these Private Placement Securities shall comprise the General Conditions and the applicable Additional Conditions, in each case as completed and/or amended and/or supplemented in this Pricing Supplement (for the purposes of which references in the General Conditions and the applicable Additional Conditions to the "applicable Final Terms" and similar references shall be deemed to be references to this Pricing Supplement). In the event of any inconsistency between the General Conditions and the Additional Conditions, the Additional Conditions shall prevail. In the event of any inconsistency between (i) the General Conditions and/or the Additional Conditions and (ii) this Pricing Supplement, this Pricing Supplement shall prevail.

All capitalised terms that are not defined in the General Conditions and the Additional Conditions or elsewhere in the Terms and Conditions will have the meanings given to them in this Pricing Supplement.

Any person making or intending to make an offer of the Securities may only do so in circumstances in which no obligation arises for the relevant Issuer or any Dealer to publish a prospectus pursuant to Article 3 of Directive 2003/71/EC, as amended (the **Prospectus Directive**) or otherwise or supplement a prospectus pursuant to Article 16 of the Prospectus Directive or otherwise, in each case, in relation to such offer. Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Securities in the circumstances where there is an obligation to publish a prospectus or supplement. As such, for the purposes of this issuance of Securities, the Base Prospectus and this Pricing Supplement shall not constitute a Prospectus for the purposes of the Prospectus Directive.

For the avoidance of doubt, the Securities are not intended for distribution to retail investors in the United Kingdom. For these purposes, a retail investor is an investor that is not classified as a professional client or eligible counterparty as set out in Annex II of the Markets in Financial Instruments Directive (Directive 2004/39/EC).

The Securities have not been, and shall not be, offered, sold or re-sold, directly or indirectly, in the Republic of China (the **ROC**), to investors other than "professional investors" as defined under Article 2-1 of the Taipei Exchange Rules Governing Management of Foreign Currency Denominated International Bonds.

This document should be read in conjunction with the Base Prospectus relating to the Programme dated 11 May 2016 and any supplement thereto (together the **Base Prospectus**). Full information on the Issuer and the offer of the Securities is only available on the basis of the combination of this Pricing Supplement and the Base Prospectus as so supplemented. The Base Prospectus is available for viewing on the Luxembourg Stock Exchange website (www.bourse.lu) and during normal business hours at the registered office of Crédit Agricole CIB (www.ca-cib.com) and the specified office of the Principal Paying Agent.

1	(a) Series Number:	3799
	(b) Type of Securities:	Notes
	(c) Tranche Number:	1
	Date on which the Securities become fungible:	Not Applicable
2	Specified Currency:	United States Dollar ("USD")
3	Aggregate Nominal Amount:	
	(a) Series:	USD 120,000,000
	(b) Tranche:	USD 120,000,000
4	Issue Price:	100 per cent. of the Aggregate Nominal Amount
5	(a) Specified Denominations:	USD 1,000,000
	(b) Minimum Trading Size:	Not Applicable
	(c) Calculation Amount:	USD 1,000,000
6	(a) Issue Date:	22 June 2016
	(b) Trade Date(s):	25 May 2016
	(a) Interest Commencement Date:	Not Applicable
7	Redemption Date:	22 June 2046, subject to any early redemption date
	(a) Renouncement Notice Cut-off Time:	Not Applicable
	(b) Expiry Date (<i>Data di Scadenza</i>):	Not Applicable
	(c) Interest Record Date(s):	Not Applicable
8	Type of Notes:	The Securities are Private Placement Securities Pursuant to General Condition 24 (<i>Definitions</i>), "Private Placement Securities" means Securities (a) involving an offer to the public outside the European Economic Area or of a type listed in article 3.2 of the Prospectus Directive and (b) which are not admitted to trading on a regulated market under article 3.3 of the Prospectus Directive.
	(a) Interest:	Zero Coupon Security (Further particulars specified below in "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE"
	(b) Redemption:	Relevant Redemption Method(s): For the purpose of determining the Early Redemption Amount: Standard Redemption For the purpose of determining the Final Redemption Amount: Standard Redemption (Further particulars specified below in "PROVISIONS RELATING TO REDEMPTION")
9	Date Board approval for issuance of Securities	Authorisation given by the Board of Directors of

obtained: Crédit Agricole Corporate and Investment Bank dated 30 July 2015

10 Method of distribution: Non-syndicated

11 Asset Conditions: Not Applicable

12 Alternative Currency Conditions: Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13 Fixed Rate Security: Not Applicable

14 Floating Rate Security: Not Applicable

15 Linked Interest Security: Not Applicable

16 Zero Coupon Security: **Applicable**

(a) Accrual Yield: 4.00 per cent *per annum* calculated on Issue Date

(b) Day Count Fraction for purposes of accrual yield: 30/360, unadjusted

(c) Determination Date(s): Not Applicable

PAYOFF FEATURES (IF ANY) RELATING TO INTEREST

17 Payoff Features: Not Applicable

PROVISIONS RELATING TO REDEMPTION

18 Redemption Determination Date(s): For the purposes of determining the Final Redemption Amount, the Redemption Date

For the purposes of determining an Early Redemption Amount, the relevant Early Redemption Date

19 Redemption Method:

(a) Early Redemption Amount for the purposes of General Condition 6.2 (*Early Redemption Trigger Events*) determined in accordance with: **Standard Redemption in accordance with Annex 9, Paragraph 2**

(see also paragraph 24(a) below for the Issuer Call Early Redemption Trigger)

The Early Redemption Amount will be equal to:

Reference Price x Nominal Amount - Redemption Unwind Costs

as determined by the Calculation Agent on the Redemption Determination Date.

Investors should note that General Condition 6.8 applies for the purposes of any early redemption amount calculated in connection with the conditions referred to in General Condition 6.8

– Redemption Payoff: Not Applicable

– Redemption Unwind Costs: Not Applicable

– Reference Price: - 108.1600% in respect of the Early Redemption

Date falling on 22 June 2018

- 112.4864% in respect of the Early Redemption Date falling on 22 June 2019
- 116.9859% in respect of the Early Redemption Date falling on 22 June 2020
- 121.6653% in respect of the Early Redemption Date falling on 22 June 2021
- 126.5319% in respect of the Early Redemption Date falling on 22 June 2022
- 131.5932% in respect of the Early Redemption Date falling on 22 June 2023
- 136.8569% in respect of the Early Redemption Date falling on 22 June 2024
- 142.3312% in respect of the Early Redemption Date falling on 22 June 2025
- 148.0244% in respect of the Early Redemption Date falling on 22 June 2026
- 153.9454% in respect of the Early Redemption Date falling on 22 June 2027
- 160.1032% in respect of the Early Redemption Date falling on 22 June 2028
- 166.5074% in respect of the Early Redemption Date falling on 22 June 2029
- 173.1676% in respect of the Early Redemption Date falling on 22 June 2030
- 180.0944% in respect of the Early Redemption Date falling on 22 June 2031
- 187.2981% in respect of the Early Redemption Date falling on 22 June 2032

- 194.7900% in respect of the Early Redemption Date falling on 22 June 2033
- 202.5817% in respect of the Early Redemption Date falling on 22 June 2034
- 210.6849% in respect of the Early Redemption Date falling on 22 June 2035
- 219.1123% in respect of the Early Redemption Date falling on 22 June 2036
- 227.8768% in respect of the Early Redemption Date falling on 22 June 2037
- 236.9919% in respect of the Early Redemption Date falling on 22 June 2038
- 246.4716% in respect of the Early Redemption Date falling on 22 June 2039
- 256.3304% in respect of the Early Redemption Date falling on 22 June 2040
- 266.5836% in respect of the Early Redemption Date falling on 22 June 2041
- 277.2470% in respect of the Early Redemption Date falling on 22 June 2042
- 288.3369% in respect of the Early Redemption Date falling on 22 June 2043
- 299.8703% in respect of the Early Redemption Date falling on 22 June 2044
- 311.8651% in respect of the Early Redemption Date falling on 22 June 2045

(b) **Final Redemption Amount for the purposes of General Condition 6.1 (*Redemption by Instalments and Final Redemption*) determined in accordance with:**

Standard Redemption in accordance with Annex 9, paragraph 2

The Final Redemption Amount will be equal to:

Reference Price x Nominal Amount - Redemption Unwind Costs

