

PROHIBITION OF SALES TO UK RETAIL INVESTORS – *The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (UK). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Commission Delegated Regulation (EU) No 2017/565 (as amended) as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (EUWA); (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97 (as amended), where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 (as amended) as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 (as amended) as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended) as it forms part of domestic law by virtue of the EUWA (the UK PRIIPs Regulation) for offering or selling the Securities or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.*

MiFID II Product Governance / Retail investors, professional investors and eligible counterparties target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities, taking into account the five categories referred to in item 18 of the Guidelines published by ESMA has led to the conclusion that: (i) the target market for the Securities is eligible counterparties, professional clients and retail clients, each as defined in MiFID II; and (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Securities to retail clients are appropriate - investment advice, and portfolio management, and pure execution services, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

Any person subsequently offering, selling or recommending the Securities (a distributor) should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable.

UK MIFIR product governance / Retail investors, professional investors and eligible counterparties target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities, taking into account the five categories referred to in item 18 of the Guidelines published by the ESMA on 5 February 2018 (in accordance with the FCA's policy statement entitled "Brexit our approach to EU non-legislative materials"), has led to the conclusion that: (i) the target market for the Securities is retail clients, as defined in point (8) of Article 2 of Commission Delegated Regulation (EU) No 2017/565 (as amended) as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (EUWA), and eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (COBS) and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA (UK MiFIR); (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Securities to retail clients are appropriate - investment advice, and portfolio management, and pure execution services, subject to the distributor's suitability and appropriateness obligations under COBS, as applicable.

Any person subsequently offering, selling or recommending the Securities (a distributor) should take into consideration the manufacturer's target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the UK MiFIR Product Governance Rules) is

responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the distributor's suitability and appropriateness obligations under COBS, as applicable.

FINAL TERMS DATED 13 MARCH 2023

Amundi

Legal Entity Identifier (LEI): 96950010FL2T1TJKR531

Bonus Aktienanleihe Infineon Technologies AG 2023-2025 Anlageprodukt ohne Kapitalschutz

Issue of Euro 40,000,000 of Share Linked Certificates by Amundi
under the Euro 10,000,000,000 Notes and Certificates Programme

The Base Prospectus referred to below (as supplemented by these Final Terms) has been prepared on the assumption that, other than as provided in sub-paragraph (ii) below, any offering of Certificates in any member state of the European Economic Area (each a **Member State**) shall be made pursuant to an exemption from the requirement to publish a prospectus for offers of Certificates, in accordance with the Prospectus Regulation. Accordingly, any person offering or intending to offer Certificates may only do so:

- (i) in circumstances under which neither the Issuer nor any Dealer is under any obligation to publish a prospectus pursuant to article 3 of the Prospectus Regulation or a supplemental prospectus in accordance with article 23 of the Prospectus Regulation; or
- (ii) in a Non-Exempt Offer Jurisdiction as referred to in paragraph 32 of Part A below, provided that such person is one of the persons referred to in paragraph 32 of Part A below and that such offer is made during the Offer Period specified for such purpose in such same paragraph.

Neither the Issuer nor any Dealer has authorised or authorises the offering of any Certificates in any other circumstances.

The expression **Prospectus Regulation** means the Regulation (EU) 2017/1129 of the European Parliament and the Council dated 14 June 2017 as amended.

PART A- CONTRACTUAL TERMS

Terms used in these Final Terms shall have the meaning given to them in the chapter headed "*Terms and Conditions of the Certificates*" of the base prospectus dated 12 July 2022 the first supplement to the Base Prospectus dated 17 August 2022, the second supplement to the Base Prospectus dated 23 September 2022, the third supplement to the Base Prospectus dated 14 November 2022, and the fourth supplement to the Base Prospectus dated 17 February 2023 which together constitute a base prospectus (the **Base Prospectus**) as defined in the Regulation (EU) 2017/1129 of the European Parliament and the Council dated 14 June 2017 as amended (the **Prospectus Regulation**).

This document constitutes the Final Terms of the Certificates described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus, as supplemented, in order to obtain all the relevant information. Copies of the Base Prospectus, as supplemented, shall be published, in accordance with article 21 of the Prospectus Regulation and are available on the websites of (a) the AMF (www.amf-france.org) and (b) the Issuer (www.amundi.com). A summary of the issue is appended to these Final Terms and includes the information contained in the summary of the Base Prospectus and relevant information on the Final Terms.

1.	(i)	Issuer:	Amundi
2.	(i)	Series N°:	34
	(ii)	Tranche N°:	1
	(iii)	Date on which the Certificates become fungible:	Not Applicable
3.		Specified Currency:	Euro (“€”)
		Replacement Currency:	U.S. dollar
4.		Aggregate Nominal Amount:	40,000,000 €
5.		Issue Price:	100 per cent. of the Aggregate Nominal Amount
6.	(i)	Calculation Amount:	1,000 €
7.	(i)	Issue Date:	21 March 2023
	(ii)	Trade Date:	23 February 2023
	(iii)	Interest Period Commencement Date:	Not Applicable
8.		Maturity Date:	5 June 2025
9.		Interest Basis:	Not Applicable
10.		Coupon Switch Option:	Not Applicable
11.		Redemption/Payment Basis:	Share Linked Redemption
12.		Issuer/holders redemption option:	Not Applicable
13.		Authorised Issue Date:	28 April 2022
14.		Placement method:	Non-syndicated
15.		Hybrid Certificates:	Not Applicable
16.		Exercise of Certificates:	Not Applicable

TERMS RELATING TO INTEREST (IF ANY) PAYABLE

17.	Fixed Rate Certificates:	Not Applicable
18.	Floating Rate Certificates and Rate Linked Certificates	Not Applicable
19.	Change of Interest Basis:	Not Applicable
20.	Zero Coupon Certificates	Not Applicable

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|-----|---|----------------|
| 21. | Underlying Reference Linked Interest Certificates other than Rate Linked Certificates | Not Applicable |
|-----|---|----------------|

TERMS RELATING TO REDEMPTION

- | | | |
|-----|--|---|
| 22. | Redemption at the Option of the Issuer | Not Applicable |
| 23. | Redemption at the Option of the Holders | Not Applicable |
| 24. | Final Redemption Amount on each Certificate | Underlying Reference Linked Final Redemption Amount. Physical Settlement Condition is applicable. |
| 25. | Underlying Reference Linked Redemption Amount Certificates | Applicable |

(A) TERMS RELATING TO THE UNDERLYING REFERENCE

- | | | |
|-------|--------------------------------|---|
| (1) | Share Linked Redemption Amount | Applicable |
| (i) | Type of Certificates: | Single Share Linked Certificates |
| (ii) | Share Company: | Infineon Technologies AG |
| (iii) | Share: | Infineon Technologies AG
ISIN Code: DE0006231004 |
| (iv) | Exchange: | Xetra |
| (v) | Related Exchanges: | All Exchanges |
| (vi) | Physical Settlement: | Applicable |

- Physical Settlement Condition: is deemed to occur if the Final Value of the Underlying Reference is less than the Final Redemption Barrier Value on the Final Redemption Amount Determination Date.

- Entitlement in relation to each Certificate:

- a number of deliverable shares (Number of Deliverable Shares) equal to the Calculation Amount divided by the Initial Value. The Number of Deliverable Shares will be rounded to the next lower integer number of the Relevant Share
- and an amount in Euros (Fractional Share Amount) equal to the non-deliverable fraction of the Calculation Amount multiplied by the Final Value

		Certificates will not be aggregated for the purpose of physical settlement
		- Relevant Share: Infineon Technologies AG
		- Settlement Business Day: Maturity Date
		- Share Amount: Number of Deliverable Shares
(vii)	Party responsible for calculation of the Redemption Amount:	Calculation Agent
(viii)	Valuation Time:	In accordance with Section 1.1.VI of Part 3
(ix)	Specified Maximum Days of Disruption:	Eight
(x)	Exchange Business Day:	Single Share Basis
(xi)	Scheduled Trading Day:	Single Share Basis
(xii)	Additional Disruption Events:	Change in Law, Hedging Disruption and Increased Cost of Hedging apply
(xiii)	Extraordinary Events:	Change in Listing/Listing Suspension apply
(xiv)	Correction Deadline:	within a Settlement Cycle following the original publication and before the Maturity Date
(xv)	Weighting for each Share comprised in the Basket:	Not Applicable
(2)	Index Linked Redemption Amount:	Not Applicable
(3)	Fund Linked Redemption Amount:	Not Applicable
(4)	Inflation Linked Redemption Amount:	Not Applicable
(5)	Foreign Exchange Rate Linked Redemption Amount:	Not Applicable
(6)	Commodity Linked Redemption Amount:	Not Applicable
(7)	Dynamic Linked Redemption Certificates:	Not Applicable

(B) TERMS RELATING TO FINAL REDEMPTION

DETERMINATION OF THE INITIAL VALUE OF THE UNDERLYING REFERENCE:

- (i) Initial Determination Date: 5 June 2023
- Observation Date for Initial Determination Date: 5 June 2023
- (ii) Initial Value: Determined in accordance with Value Determination Terms set forth below
- (iii) Value Determination Terms for the Reference Value Initial Value:

(Section 2.2 of Part 3 of the Conditions)

DETERMINATION OF THE FINAL VALUE OF THE UNDERLYING REFERENCE:

- (i) Value Determination Terms for the Reference Value Final Value in respect of any Redemption Amount Determination Date:

(Section 2.2 of Part 3 of the Conditions)

- Observation Date for any Redemption Amount Determination Date: 20 May 2025

DETERMINATION OF THE PERFORMANCE:

- (i) Performance: Not Applicable
- (ii) Cap: Not Applicable
- (iii) Floor: Not Applicable

DETERMINATION OF THE FINAL REDEMPTION AMOUNT:

I Terms relating to Indexed Final Redemption Amount Not Applicable

II Terms relating to Barrier Final Redemption Amount Applicable

- (1) Barrier Final Redemption: Applicable
 - (i) Performance Condition: Not Applicable
 - (ii) Final Value Condition: Applicable
- The Final Redemption Amount shall be:

<ul style="list-style-type: none"> – if the Final Value of the Underlying Reference is: 	<p>less than the Final Redemption Barrier Value</p> <p>Number of Deliverable Shares + Fractional Share Amount (as such terms are defined in paragraph 25 of Part A above)</p>
<ul style="list-style-type: none"> – In all other cases: 	<p>Redemption Rate x Calculation Amount</p>
<ul style="list-style-type: none"> • Final Redemption Barrier Value: 	<p>100 % of the Initial Value</p>
<ul style="list-style-type: none"> (iii) Participation Rate: 	<p>Not Applicable</p>
<ul style="list-style-type: none"> (iv) Redemption Rate: 	<p>140 %</p>
<ul style="list-style-type: none"> (v) Final Redemption Amount Determination Date: 	<p>20 May 2025</p>
<ul style="list-style-type: none"> (vi) Business Day Convention: 	<p>Following Business Day Convention</p>
<ul style="list-style-type: none"> (2) Barrier Final Redemption 2: 	<p>Not Applicable</p>
<ul style="list-style-type: none"> (3) Amortizing Barrier Final Redemption: 	<p>Not Applicable</p>
<ul style="list-style-type: none"> (4) Airbag Barrier Final Redemption: 	<p>Not Applicable</p>
<ul style="list-style-type: none"> (5) Dual Barrier Final Redemption 1: 	<p>Not Applicable</p>
<ul style="list-style-type: none"> (6) Dual Barrier Final Redemption 2: 	<p>Not Applicable</p>
<ul style="list-style-type: none"> (7) Dual Barrier Final Redemption 3: 	<p>Not Applicable</p>
<ul style="list-style-type: none"> (8) Twin Win Barrier Final Redemption: 	<p>Not Applicable</p>
<ul style="list-style-type: none"> 26. Redemption Amount Switch Option 	<p>Not Applicable</p>
<ul style="list-style-type: none"> 27. Automatic Early Redemption Event: 	<p>Not Applicable</p>

GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES

<ul style="list-style-type: none"> 28. Form of the Certificates: 	<p>Dematerialised Bearer Certificates</p>
<ul style="list-style-type: none"> 29. Business Centre or other special provisions relating to Payment Dates: 	<p>Not Applicable</p>
<ul style="list-style-type: none"> 30. Payment Business Day or other special provisions relating to Payment Business Days: 	<p>Following Business Day Convention</p>
<ul style="list-style-type: none"> 31. Name and address of the Dealer: 	<p>Amundi Finance</p> <p>91-93 Boulevard Pasteur, 75015 Paris, France</p>
<ul style="list-style-type: none"> 32. Non-Exempt Offer: 	<p>Certificates may not be offered by the Dealer, BAWAG P.S.K. Bank für Arbeit und Wirtschaft und</p>

Österreichische Postsparkasse AG (**BAWAG PSK**) and its german branch SÜDWESTBANK – BAWAG AG Niederlassung Deutschland (collectively referred to, with the Dealer, as the **Authorised Offerors**) other than pursuant to article 1(4) of the Prospectus Regulation in Austria and Germany (**Non-Exempt Offer Jurisdictions**) during the period from 22 March to 26 May 2023 (**Offer Period**). See also paragraph 6 of Part B below.

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|-----|---|---|
| 33. | General Consent: | Not Applicable |
| 34. | Total commission and concession: | Maximum 2.20 per cent. per annum of the Aggregate Nominal Amount |
| 35. | United States Tax Considerations | The Securities are not Specified Securities for purposes of Section 871(m) of the U.S. Internal Revenue Code of 1986. |
| 36. | Prohibition of Sales to EEA Retail Investors: | Not Applicable |
| 37. | Prohibition of Sales to UK Retail Investors: | Applicable |

RESPONSIBILITY

The Issuer hereby accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: _____

Duly authorised

PART B– OTHER INFORMATION

1. **ADMISSION TO TRADING**
 - (i) Admission to Trading Not Applicable
2. **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER**

Save for any fees payable to the Authorised Offerors, no person involved in the offer of the Certificates has, as far as the Issuer is aware, any material interest in the offer. The Dealer, the Authorised Offerors and their affiliates have concluded, and may in the future conclude, financial and commercial transactions with, and may provide other services to, the Issuer during the normal course of business.
3. **REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**
 - (i) Reasons for the offer: The net proceeds from the issue of Securities will be used by the Issuer for its general financing requirements and hedging its obligations under the Securities
 - (ii) Estimated net proceeds: Aggregate Nominal Amount of the Tranche
 - (iii) Estimated Total Expenses: Not Applicable
4. **INFORMATION CONCERNING THE UNDERLYING REFERENCE – Underlying Reference Linked Certificates only**

The exercise price or the final reference price of the underlying: Not Applicable

Details of past and future performance and volatility of Infineon Technologies AG may be obtained free of charge: On the relevant website : www.infineon.com

Where the Underlying is a security: Applicable

 - (a) the name of the issuer of the security: Infineon Technologies AG
 - (b) the ISIN (International Security Identification Number) or other such security identification code: ISIN Code : DE0006231004

Where the Underlying is an index: Not Applicable

Where the Underlying is an interest rate, a description of the interest rate: Not Applicable
5. **OPERATIONAL INFORMATION**

ISIN Code: FR001400G701

CFI Code: DEMMMS

Common Code: 259266378

Any clearing system(s) other than Euroclear France/Euroclear Bank SA/NV and Clearstream Banking S.A. and relevant identification number(s):	Not Applicable
Delivery:	Delivery against payment
Names and addresses of initial Paying Agent(s):	UPTEVIA Registered office : 89-91, rue Gabriel Péri, 92120 Montrouge, France
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable

6. TERMS AND CONDITIONS OF THE OFFER

Total amount of the securities offered to the public/admitted to trading:	EUR 40,000,000
Offer Period	From 22 March 2023 to 26 May 2023 (the “Offer End Date”), (both dates included). The Issuer reserves the right to shorten or withdraw the Offer of the Certificates, at any time on or prior to the Offer End Date.
Offer Price:	Certificates issued on 21 March 2023 will be entirely subscribed by the Dealer. Certificates will then be offered to the public on the secondary market during the Offer Period at an Offer Price equal to 1,000 € per Certificate.
Conditions to which the offer is subject:	The offer of the Certificates is conditional upon their issue and on any additional conditions set out in the standard terms of business of the Authorised Offerors, notified to investors by such relevant Authorised Offeror. Between the Authorised Offerors and their customers, the offer of the Certificates is further subject to conditions that may be agreed between them and/or specified in the arrangements in place between them.
Description of application procedure (including the period during which the offer shall be open and possible changes):	Applications for the Certificates by the public, within the limit of the number of available Certificates, will be made in accordance with the Authorised Offerors’ usual procedures.
Description of option to reduce subscriptions and arrangements for refunding amounts paid in excess by subscribers:	Not Applicable
Details of the minimum and/or maximum subscription amounts (expressed either as a	Not Applicable

number of securities or total investment amount):

Details of method and time limits for payment and delivery of Certificates: The Certificates will be issued on the Issue Date against payment to the Issuer by the Dealer of the Aggregate Nominal Amount. Investors will be notified by the relevant Authorised Offeror of their allotments of Certificates and the settlement arrangements in respect thereof.

Manner and date of publication of the results of the offer: Not Applicable

Procedure for exercise of any pre-emption rights, negotiability of subscription rights and treatment of unexercised subscription rights: Not Applicable

If the Certificates are being offered simultaneously in several countries, and if a tranche has been or is being reserved for certain prospective investors, specify which tranche: Not Applicable

Procedure for notifying subscribers of their allotments and indication whether dealing may commence prior to notification: Investors will be notified of their allotments by the relevant Authorised Offeror. No dealing in the Certificates may take place prior to the Issue Date.

Amount of all expenses and taxes charged to the subscriber or purchaser: Not Applicable

Authorised Institution(s) in countries where the Certificates are being offered: Any Authorised Offeror which satisfies the conditions listed below "Conditions relating to Issuer's consent to use the Base Prospectus".

Conditions relating to Issuer's consent to use the Base Prospectus: The conditions to the Issuer's consent are that such consent (a) is only valid during the Offer Period and (b) only extends to the use of the Base Prospectus to make Non-Exempt Offers of the relevant Tranche of Securities in Austria and Germany.

7. **PLACEMENT AND UNDERWRITING**

Name(s) and address(es) of entities with overall responsibility for coordinating the issue and the various parties and, to the extent such information is known to the Issuer or the distributor, the relevant dealers in the countries where the Certificates are being offered: The Dealer has appointed the following Authorised Offerors for the distribution of the Certificates in Austria and Germany :

For Austria

BAWAG P.S.K. Bank für Arbeit und Wirtschaft und Österreichische Postsparkasse AG

Wiedner Gürtel 11 - 1100 Vienna, Austria

For Germany

SÜDWESTBANK – BAWAG AG Niederlassung
Deutschland which is the German branch of BAWAG
P.S.K. Bank für Arbeit und Wirtschaft und
Österreichische Postsparkasse AG

Rotebühlstraße 125 - 70178 Stuttgart; Deutschland

Name and address of intermediaries acting as
paying agents and depositary agents in each
relevant country: Not Applicable

Entities that have agreed to underwrite the
Certificates on a firm commitment basis and
those that have agreed to place the Certificates
without a firm commitment or under “best
efforts” arrangements. If the entire issue has
not been underwritten, specify the proportion
not underwritten. Amundi Finance

Overall amount of underwriting commission
and of the placing commission: Maximum 0.73 per cent. per annum of the Aggregate
Nominal Amount

Name(s) and address(es) of entities that have
undertaken to act as authorised intermediaries
on the secondary market, by providing bid/ask
price liquidity and description of the main
terms of their undertaking: Amundi Finance has undertaken to act as authorised
intermediary on the secondary market, by providing bid
price liquidity to the Authorised Offerors under normal
market conditions.

When the underwriting agreement has been or
will be reached: 21 March 2023

8. **POST-ISSUANCE INFORMATION RELATING TO THE UNDERLYING**

The Issuer will not provide any post-issuance information unless required by law or regulation.

SUMMARY

Section A – Introduction and Warnings
Warnings
<p>This summary (the “Summary”) should be read as an introduction to the base prospectus dated 12 July 2022 (the “Base Prospectus”) as supplemented by the first supplement dated 17 August 2022, the second supplement dated 23 September 2022, the third supplement dated 14 November 2022 and the fourth supplement dated 17 February 2023 (the “Supplements”) and the final terms (the “Final Terms”) to which this is annexed. Any decision to invest in any Securities should be based on a consideration of the Base Prospectus as a whole, including any documents incorporated by reference thereto, any supplement from time to time and the Final Terms. An investor in the Securities could lose all or part of the invested capital. Where a claim relating to information contained in the Base Prospectus is brought before a court, the plaintiff may, under national law where the claim is brought, be required to bear the costs of translating the Base Prospectus and the Final Terms before the legal proceedings are initiated. Civil liability attaches only to the Issuer solely on the basis of this Summary, including any translation of it, but only where the Summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus and the Final Terms or where it does not provide, when read together with the other parts of the Base Prospectus and the Final Terms, key information in order to aid investors when considering whether to invest in the Securities.</p> <p><i>You are about to purchase a product that is not simple and may be difficult to understand.</i></p>
Name and international securities identification number (ISIN) of the Securities
<p>The Securities described in this Summary are Certificates Bonus Aktienanleihe Infineon Technologies AG 2023-2025 Anlageprodukt ohne Kapitalschutz issued for 40,000,000 euros (the “Securities”). International Securities Identification Number (“ISIN”) of the Securities is: FR001400G701.</p>
Identity and contact details of the Issuer
<p>Amundi (the “Issuer”), 91-93 boulevard Pasteur, 75015 Paris, France (telephone number: +33 1 76 33 30 30). The legal entity identifier (“LEI”) of the Issuer is 96950010FL2T1TJKR531.</p>
Approval of the Base Prospectus and of the Supplements
<p>The Base Prospectus has been approved as a base prospectus by the <i>Autorité des marchés financiers</i> (the “AMF”), 17, place de la Bourse, 75082 Paris Cedex 02, France - Tel.: 01 53 45 60 00, on 12 July 2022 under the approval number no. 22-295. The first Supplement has been approved by the AMF on 17 August 2022 under the approval number no. 22-352, the second Supplement has been approved by the AMF on 23 September 2022 under approval number no. 22-392, the third Supplement has been approved by the AMF on 14 November 2022 under the approval number no. 22-446 and the fourth Supplement has been approved by the AMF on 17 February 2023 under the approval number no. 23-041.</p>
Section B - Key information on the Issuer
Who is the Issuer of the Securities?
Domicile / legal form / LEI / law under which the Issuer operates / country of incorporation
<p>The Issuer is a private company with limited liability (<i>société anonyme</i>) whose registered office is in France, 91-93 boulevard Pasteur, 75015 Paris, and subject to French law. The Issuer is a credit institution governed by all applicable legislative and regulatory provisions and its statutes. The Issuer’s LEI is 96950010FL2T1TJKR531.</p>
Principal activities
<p>The Issuer's corporate purpose is to carry out with individuals and legal entities, both in France and abroad, for itself or for the account of third parties or jointly (i) operations determined by the authorization of a credit institution which has been issued by the French <i>Autorité de contrôle prudentiel et de résolution</i>; (ii) all related transactions within the meaning of the French monetary and financial code; (iii) the creation or acquisition of interests in all companies or other French or foreign entities, including all portfolio management companies, in all investment firms and credit institutions ; (iv) and more generally all operations related directly or indirectly to this object or likely to facilitate its accomplishment.</p>
Major shareholders
<p>The Issuer is 69.19% owned by Crédit Agricole Group (including holdings of Crédit Agricole S.A., SACAM Développement and Crédit Agricole Immobilier), 29.03% by the public, 1.12% by employees of the Amundi group¹ and 0.66% by treasury shares.</p>
Identity of the Issuer’s key managing directors
<p>The chairman of the executive board of the Issuer is Valérie BAUDSON and the chairman of the supervisory board is Yves PERRIER.</p>

¹ Employee ownership increased in 2022 due to the capital increase reserved to employees implemented on 26 July 2022 (0.5m new shares were issued).

Identity of the Issuer's statutory auditors

PricewaterhouseCoopers S.A. and ERNST & YOUNG et Autres are the auditors of the Issuer.

What is the key financial information regarding the Issuer?

Key financial information

Income statement				
(in euros)	31 December 2022 (unaudited)	31 December 2021	30 September 2022 (unaudited)	30 September 2021 (unaudited)
Net interest income (or equivalent)	●	-30 833	●	-25 057
Net fee and commission income	●	3 211 228	●	2 415 540
Net impairment loss on financial assets	●	32 130	●	28 286
Net trading income	●	0	●	0
Measure of financial performance used by the issuer in the financial statements such as operating profit	1 322 845	1 585 867	967 254	1 212 670
Net profit or loss (for consolidated financial statements net profit or loss attributable to equity holders of the parent)	1 073 716	1 369 450	787 253	1 064 987

Balance sheet

(in euros)	31 December 2021	31 December 2020	30 June 2022	30 June 2021	Value as outcome from the most recent Supervisory Review and Evaluation Process ('SREP')
Total assets	28 718 017	28 888 197	26 486 056	29 781 954	N/A
Senior debt	1 813 842	2 967 795	1 658 456	1 966 058	N/A
Subordinated debt	303 859	303 859	300 681	300 916	N/A
Loans and receivables from customers (net)	2 056 675	1 670 760	2 182 960	2 084 748	N/A
Deposits from customers	0	0	0	0	N/A
Total equity	10 726 953	9 748 758	10 514 249	9 986 275	N/A
Non performing loans (based on net carrying amount)/Loans and receivables	0	0	0	0	N/A
Common Equity Tier 1 capital (CET1) ratio or other relevant prudential capital adequacy ratio depending on the issuance	16.1%	20.0%	17.9%	19.9%	N/A
Total Capital Ratio	18.1%	22.4%	19.9%	22.0%	N/A
Leverage Ratio calculated under applicable regulatory framework	13.6%	9.4%	N/A	N/A	N/A

Qualifications in the audit report

Statutory auditors' reports on the audited consolidated annual financial statements for the periods ended 31 December 2020 and 31 December 2021 do not contain any qualification.

What are the key risks that are specific to the Issuer?

- **Risk associated with the asset management activity**
 - Operational risks
 - Non-compliance with investment rules, failure to align management with (implicit or explicit) promises made to clients or decrease in fund liquidity could result in clients compensation, a penalty applied by the regulator or *Ad hoc* support measures.

- Incident resulting from the failure of an operational process or a human error could result in clients' compensation or a penalty applied by the regulator.
- Amundi is exposed to non-compliance, tax, regulatory and legal risks that could have a material adverse effect on its business, earnings and financial position.
- A failure in Amundi's operational systems or infrastructure, including business continuity plans, could disrupt operations, and damage Amundi's reputation.
- **Activity risks**
 - Business risk
 - Changes in financial markets could significantly impact Amundi's AuM, net revenues and earnings.
 - In France, Amundi is dependent on the distribution networks of the Crédit Agricole and Société Générale groups
 - Management fee rates are subject to competitive and market pressure.
 - Demand from Amundi's clients depends on factors that are beyond its control and have an overall impact on the asset management market.
 - The failure to recruit and retain employees could lead to the loss of clients and may cause AuM, revenue and results of operations to decline.
 - Harm to Amundi's reputation could result in a decrease in its assets under management, its revenue, and its earnings.
 - Non-financial risk
 - Amundi is subject to non-financial risks if it fails to meet the expectations of its various stakeholders regarding corporate social responsibility.
- **Financial risk**
 - Credit risk
 - Amundi is exposed to default risk on its investment portfolio as well as through guarantees given on funds.
 - Amundi is exposed to counterparty risk related to the use of derivatives.
 - Amundi is exposed to equity investment risk.
 - Amundi is exposed to concentration risk with respect to securities acquired by guaranteed funds.
 - Market risk
 - Changes in the value of assets held by Amundi could affect its results and its equity.
 - Amundi is exposed to fluctuations in foreign exchange rates.
 - Amundi is subject to real estate risks related to its structured notes activity.

Section C - Key Information on the Securities

What are the main features of the Securities?

Type, class and ISIN

The Securities are certificates ("**Certificates**") issued under Series number 34 and Tranche number 1. The Securities are denominated in Euro ("€") and are payable in €. The Securities are Underlying Reference Linked Securities by reference to the relevant share Infineon Technologies AG (ISIN: DE0006231004) (the "**Underlying Reference**" or "**Relevant Share**"). The Securities are issued in dematerialised form (*au porteur*). International Securities Identification Number (ISIN) of the Securities is FR001400G701.

Ratings

Not applicable, the Securities are unrated. Amundi's long-term credit rating is A+, with a stable outlook (Fitch Ratings).

Currency, denomination, par value, the number of the Securities issued and the term of the Securities

The currency of the Securities is Euro (€). The Securities have a specified denomination of € 1,000. 40,000 Securities will be issued. The maturity date of the Securities is 5 June 2025.

Rights attached to the Securities

Event of Default –: There will be no event of default.

Taxation – All payments of principal, interest or other revenues under the Securities by the Issuer will be made without any withholding or deduction in respect of any tax, duty, assessment or governmental charge of any nature whatsoever imposed, levied or collected by or within any jurisdiction or any authority therein or thereof having power to tax, unless such withholding or deduction is required by law. The Issuer will not be obliged to make any increased payment to compensate for any such withholding or deduction.

Representation of Holders – The Holders of the Securities are not grouped in a *Masse*.

Governing law - French law.

Interest – The Securities do not bear interest.

Interest commencement date: Not Applicable.

Redemption – Unless previously redeemed, purchased or cancelled, the Securities will be redeemed on 5 June 2025 (the “**Maturity Date**”) subject to adjustment in accordance with Following Business Day Convention and cash and/or physically settled. The Final Redemption Amount will be calculated as follows : Barrier Final Redemption

The Final Redemption Amount will be :

- If the Final Value of the Underlying Reference is less than the Final Redemption Barrier Value on the Final Redemption Amount Determination Date, each Security will be redeemed on the Maturity Date, by (i) physical delivery of a Number of Deliverable Shares (as defined below) and (ii) an amount in € equal to the Fractional Share Amount (as defined below).

- In all other cases :

Calculation Amount x Redemption Rate

Where :

- Final Redemption Barrier Value : 100 % of the Initial Value
- Number of Deliverable Shares: Calculation Amount divided by Initial Value. The Number of Deliverable Shares will be rounded to the next lower integer number of the Relevant Share.
- Fractional Share Amount : equal to the non-deliverable fraction of the Calculation Amount multiplied by the Final Value
- Calculation Amount : 1,000 €
- Redemption Rate : 140 %
- Initial Value : means the value of the Underlying Reference on the Initial Determination Date
- Initial Determination Date : 5 June 2023, subject to adjustment in accordance with Following Business Day Convention
- Observation Date for the Initial Determination Date : 5 June 2023 subject to adjustment in accordance with Following Business Day Convention
- Final Value : means the value of the Underlying Reference on the Final Redemption Amount Determination Date
- Final Redemption Amount Determination Date: 20 May 2025 subject to adjustment in accordance with Following Business Day Convention
- Observation Date in respect of the Final Redemption Amount Determination Date : 20 May 2025 subject to adjustment in accordance with Following Business Day Convention

Seniority of the Securities

The Securities constitute direct, unconditional, unsecured and senior preferred (within the meaning of Article L.613-30-3-I-3° of the French *Code monétaire et financier*) obligations of the Issuer and rank equally amongst themselves and (subject to exceptions provided by law) equally with all unsecured and senior preferred indebtedness of the Issuer, present or future.

Restrictions on the free transferability of the Securities

Subject to certain restrictions relating to the offer, sale and delivery of Securities and to the distribution of offer documents in the United States, the European Economic Area, the United Kingdom, Austria, Germany, Spain, France, Italy, Belgium, the Czech Republic, Poland, Ireland, Hungary, Switzerland, Hong Kong, Japan, Singapore and Taiwan, there is no restriction on free transferability.

Where will the Securities be traded?

Admission to trading

The Securities are not admitted to trading.

What are the key risks that are specific to the Securities?

Most material risk factors specific to the Securities

There are risk factors which are material for the purpose of assessing the risks related to the Securities, including the following:

Risks relating to the market of the Securities

Trading of Securities in any secondary market may be limited and Holders may not be able to easily dispose of their Securities or to dispose of them at a price that provides a return comparable to similar products for which an active market would have developed.

Risks as the creditor of the Issuer

A resolution procedure initiated at the level of the Crédit Agricole Group or any entity of the Crédit Agricole Group, or Amundi could result in a more rapid decline in the market value of the Securities. The exercise of any power under the BRRD or any suggestion of such exercise at the level of the Crédit Agricole Group or any entity of the Crédit Agricole Group could materially adversely affect the rights of the Holders, the price or value of their investment in the Securities and/or the ability of the Issuer to satisfy its obligations under the Securities. As a result, Holders could lose all or a substantial part of their investment in the Securities and/or not receive the remuneration initially provided for.

Return on the Securities may be limited or delayed by the insolvency of the Issuer. The commencement of insolvency proceedings against the Issuer could have a material adverse effect on the market value of Securities issued. Any decisions taken by a class of affected parties could significantly impact the Holders of Securities and cause them to lose all or part of their investment, should they not be able to recover all or part of the amounts due to them from the Issuer.

Absence of gross-up provisions under the Securities. The Issuer shall not be obliged to make any increased payment to compensate for any withholding or deduction relating to any Securities. Holders may receive less than the full amount due, and the market value of such Securities will be adversely affected. As a result, Holders could lose part of their investment in the Securities.

Absence of negative pledge: As a result of the absence of negative pledge, Holders of the Securities will not benefit from protection regarding the status of the Securities or assets to support the Securities, bear more credit risk than secured creditors of the Issuer and may lose all or part of their investment in the Securities.

Risks relating to the structure of a particular issue of Securities

Risks relating to Certificates :

There are no events of default under the Certificates. Accordingly, if the Issuer fails to meet any obligations under the Securities or bankruptcy proceedings are instituted, Holders will not be able to accelerate the payment of principal. Upon a payment default, the sole remedy available to Holders of such Securities for recovery of amounts owing in respect of any payment of principal or interest on such Securities will be the institution of proceedings to enforce such payment, which could be time-consuming and costly. This could result in significant delays in the payment of interest or principal and could have a material adverse effect on the Holders seeking repayment. As a result, Holders could lose all or part of their investment in the Certificates.

No collective organisation of Holders, as each Certificate constitutes a separate claim and not form a Series. Holders of Certificates are not grouped into a masse or collective body with a view to protecting their interests. As a consequence, their interests may not be well represented and protected, which could have an adverse effect on the market value of the Certificates and could result in the Holders of Certificates losing part of their investment in the Certificates.

Risks relating to the relevant underlying of the Securities

Certain Factors may affect the value and the trading price of the Securities: (price or value / volatility of the Underlying Reference, remaining time,...). As a result of all of these factors, any Holder who sells the Securities prior to the stated Maturity Date may receive an amount in the secondary market which may therefore be significantly less than the intrinsic market value of the Securities and which may also be less than the amount that the Noteholder would have received if the Holder had retained the Securities until the Maturity Date.

Risk of capital loss for Securities for which the indexation of the payment and/or redemption amount is determined based on a calculation formula and indexed to the Underlying Reference. In the event of an unfavourable change in the price, value or level of the Underlying Reference, or in the event of the occurrence of an unfavourable change in the price, value or level of the Underlying, or in the occurrence of or the absence of occurrence of an event affecting the Underlying, the Holders may suffer a significantly decreased rate of return on the Securities or even no return whatsoever, could see the amounts of interest and repayment significantly negatively impacted and lose all or part of the capital initially invested.

Investment in Share Linked Securities may bear similar market risks to a direct equity investment. The market price of Share Linked Securities may be volatile and may be affected by the time remaining to the redemption date, the volatility of the share and the financial results and prospects of the issuer of the relevant share as well as economic, financial and political events in one or more jurisdictions, including factors affecting the stock exchange(s) or quotation system(s) on which any such share may be traded. As a result, Holders are exposed to the risk that changes in the relevant price of the share may have an adverse effect on the amounts of final redemption, if any, as well as on the value of Share Linked Securities.

The Holders of Physical Settlement Share Linked Securities will receive share(s) rather than a monetary amount upon delivery. Holders will, therefore, be exposed to the issuer of such share(s) and the risks associated with such share(s). Under certain circumstances the share(s) may only have a very low value or may, in fact, be worthless, and as a consequence the Holders may lose the original invested amount. The value of Physical Settlement Share Linked Securities may be affected and/or their settlement may be delayed if in the opinion of the Calculation Agent, delivery of the share amount is impracticable because a special event has occurred and is continuing on the Delivery Date. This may have a negative adverse effect on the value of the Securities and, in the case of payment of a cash amount, will affect the timing of the valuation of such Securities and as a result, the amount of nominal principal payable on redemption. As a result, Holders may lose all or part of their investment due to the occurrence of a special event.

Risk factors relating to specific features

Barrier: The payment of redemption amount will be conditional on the value or performance of the Underlying Reference as determined in accordance with the Conditions applicable to the relevant Determination Date, being greater than or equal to a

specified barrier value and if such condition is not satisfied then the redemption amount may be less than par. As a result, Holders may lose all or part of their investment.

Section D - Key Information on the Offer of Securities and Admission to Trading on a Regulated Market

Are the Securities being offered to the public as part of a Non-Exempt Offer?

This issue of Securities is being offered in a Non-Exempt Offer in Austria and Germany.

Consent: Subject to the conditions set out below, the Issuer consents to the use of the Base Prospectus in connection with a Non-Exempt Offer of Securities by the Dealer, Amundi Finance, BAWAG P.S.K Bank für Arbeit und Wirtschaft und Österreichische Postsparkasse AG (“**BAWAG PSK**”) and its German branch SÜDWESTBANK – BAWAG AG Niederlassung Deutschland which are identified as Authorised Offerors in respect of the relevant Non-Exempt Offer and authorised to make such offers under applicable legislation implementing the Markets in Financial Instruments Directive (Directive 2014/65/EU), as amended together (“**The Authorised Offerors**”).

Offer period: The Issuer’s consent referred to above is given for Non-Exempt Offers of Securities during the period from 22 March 2023 until 26 May 2023 (the “**Offer End Date**”). The Issuer reserves the right to shorten or withdraw the offer of the Certificates at any time on or prior to the Offer End Date (the “**Offer Period**”).

Conditions to consent: The Authorised Offerors must satisfy the following conditions: such consent only extends to the use of the Base Prospectus to make Non-Exempt Offers of the Securities in Austria and Germany. The consent relates to Offer Period ending no later than the date falling 12 months from the date of the approval of the Base Prospectus by the AMF.

An investor intending to purchase or purchasing any Securities in a Non-Exempt Offer from an Authorised Offeror will do so, and offers and sales of such Securities to an investor by such Authorised Offeror will be made, in accordance with the terms and conditions of the offer and other agreements in place between such Authorised Offeror and such investor including arrangements in relation to price, allocations, settlement arrangements and expenses to be charged to the Investor (the “Terms and Conditions of the Non-Exempt Offer”). The Issuer will not be a party to any such arrangements with such investors (other than Dealer) in connection with the Non-Exempt Offer or sale of the Securities concerned and, accordingly, the Base Prospectus and these Final Terms will not contain such information. The terms and conditions of the Non-Exempt Offer shall be provided to investors by that Authorised Offeror at the time of the Non-Exempt Offer. Neither the Issuer, nor any of the Authorised Offerors has any responsibility or liability for such information or the consequences of its use by the relevant investors.

Under which conditions and timetable can I invest in the Securities?

General terms, conditions, expected timetable of the offer and details of the admission to trading

The Securities are being offered as a Non-Exempt Offer. Offer jurisdictions: The Member States in which financial intermediaries may use the Base Prospectus in connection with such offer are as follows: Austria and Germany.

Offer period: The period from 22 March 2023 until 26 May 2023.

Offer price: each Security will be offered for subscription at a price equal to 100% of the specified denomination of such Security, i.e. 1,000 €.

Conditions to which the offer is subject: The offer of the Securities is subject to their issuance.

Description of the application process: Applications for the Certificates by the public within the limit of the number of available Certificates will be made in accordance with the relevant Authorised Offeror’s usual procedure.

Details of the minimum and/or maximum amount of application: Not Applicable.

Manner in and date on which results of the Offer are to be made public: Not Applicable.

Estimate of the total expenses, including estimated expenses charged to the investor by the Issuer or the offeror

Estimate of the total expenses: The estimated expenses charged to the investor amount to maximum 2.20% per annum of the Aggregate Nominal Amount.

Why is this Prospectus being produced?

Use and estimated net amount of the proceeds

The net proceeds from the issue of Securities will be used by the Issuer for its general financing requirements and hedging its obligations under the Securities. Estimated net proceeds: 40,000,000 €.

Subscription agreement

The offer will be the subject of an underwriting agreement between the Issuer and Amundi Finance.

Most material conflicts of interest pertaining to the offer or the admission to trading

The Issuer, the Calculation Agent, the Arranger and the Dealer are all part of the same group. Potential conflicts of interest may arise. Save for any fees payable to the Authorised Offerors, no person involved in the offer of the Securities has, as far as the Issuer is aware; any material interest in the offer. The Dealer, the Authorised Offerors and their affiliates have concluded, and may in the future conclude, financial and commercial transactions with, and may provide other services to, the Issuer during the normal course of business.