

Final Terms dated October 19th 2016



**Issue of € 50 000 000, Floating Rate Notes due October 21st 2020
Issued by: Oney Bank (the "Issuer")**

under the

**€ 8,600,000,000
Euro Medium Term Note Programme
of Auchan Holding and Oney Bank (formerly known as Banque Accord)**

**SERIES NO: 22
TRANCHE NO: 1**

Issue Price: 100 per cent.

BRED Banque Populaire

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PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the base prospectus dated 7 April 2016 (the "**Base Prospectus**") as supplemented by the supplement to the Base Prospectus dated August 18th 2016, which together constitute a base prospectus for the purposes of the Prospectus Directive. The expression "**Prospectus Directive**" means the Directive 2003/71/EC of the European Parliament and of the Council dated 4 November 2003 on the prospectus to be published when securities are offered to the public or admitted to trading, as amended and includes any relevant implementing measure in each relevant Member State.

This document constitutes the final terms (the "**Final Terms**") of the notes described herein (the "**Notes**") for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus. Full information on the Issuers and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and these Final Terms are available (i) for viewing on the websites of (a) the Luxembourg Stock Exchange (www.bourse.lu) and (b) the Issuer (<http://www.groupe-auchan.com/nos-resultats/informations-aux-obligataires/> in respect of Auchan Holding and <http://www.oney-banque-accord.com/index.php?id=84> in respect of Oney Bank) and (ii) free of charge, during usual business hours at the registered office of the Issuer and at the specified office of the Paying Agent(s).

1. (i) Series Number: 22
(ii) Tranche Number: 1
2. Specified Currency: Euro
3. Aggregate Nominal Amount of Notes:
 - (i) Series: € 50 000 000
 - (ii) Tranche: € 50 000 000
4. Issue Price: 100 per cent. of the Aggregate Nominal Amount
5. Specified Denomination(s): € 100 000
 - (i) Issue Date: October 21st 2016
 - (ii) Interest Commencement Date: Issue Date
7. Maturity Date: October 21st 2020
8. Interest Basis: *EURIBOR 3 Month* + 0.60 per cent. Floating Rate (further particulars specified below)
9. Redemption/Payment Basis: Unless previously redeemed or purchased and cancelled, the Notes will be redeemed on the Maturity Date at 100 per cent. (100%).

A redemption or purchase and cancellation of the Notes prior to their stated maturity are possible and will require the

approval of the Issuer and of the Noteholders. Such operations would be carried out at the market conditions prevailing at the time when these operations are performed.

- 10. Change of Interest Basis:** Not Applicable
- 11. Put/Call Options:** Not Applicable
- 12. (i) Status of the Notes:** Unsubordinated Notes
- (ii) Dates of the corporate authorisations for issuance of the Notes:** Decision of the Board of Directors (*Conseil d'administration*) of Oney Bank dated October 06, 2016

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

- 13. Fixed Rate Note Provisions:** Not Applicable
- 14. Floating Rate Note Provisions:** Applicable
- (i) Interest Period(s):** The period from (and including) the Interest Commencement Date to (but excluding) the First Specified Interest Payment Date and thereafter each successive period from (and including) a Specified Interest Payment Date to (but excluding) the next succeeding Specified Interest Payment Date.
- (ii) Specified Interest Payment Dates:** Interest payable quarterly in arrear on or about January 21st, April 21st, July 21th and October 21st in each year up to and including the Maturity Date.
- (iii) First Interest Payment Date:** On or about January 21st 2017
- (iv) Interest Period Date:** Interest Payment Date
- (v) Business Day Convention:** Modified Following Business Day Convention
- (vi) Business Centre(s):** TARGET
- (vii) Manner in which the Rate(s) of Interest is/are to be determined:** Screen Rate Determination
- (viii) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent):** Not Applicable
- (ix) Screen Rate Determination:** Applicable

– Benchmark:	EURIBOR
– Relevant Rate:	EURIBOR 3 Month
– Relevant Time:	11.00 am (Brussels time)
– Interest Determination Date(s):	Two (2) TARGET Business Days prior to the first day of the relevant Interest Period
– Primary Source:	Screen Page
– Screen Page (if Primary Source for Floating Rate Notes is "Screen Page"):	Reuters EURIBOR01
– Reference Banks:	Not Applicable
– Relevant Financial Centre:	Euro-zone
– Representative Amount:	Not Applicable
– Effective Date:	Not Applicable
– Specified Duration:	Not Applicable
(x) FBF Determination:	Not Applicable
(xi) ISDA Determination:	Not Applicable
(xii) Margin(s):	0.60 per cent <i>per annum</i>
(xiii) Minimum Rate of Interest:	0 per cent
(xiv) Maximum Rate of Interest:	Not Applicable
(xv) Day Count Fraction:	Actual/360
15. Fixed to Floating Rate Note Provisions:	Not Applicable
16. Zero Coupon Note Provisions:	Not Applicable
17. Inflation Linked Note Provisions:	Not Applicable
18. Change of Control (Condition 14):	Not Applicable

PROVISIONS RELATING TO REDEMPTION

19. Call Option:	Not Applicable
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| 20. Make-Whole Redemption Option (Condition 6(d)): | Not Applicable |
| 21. Residual Maturity Call Option: | Not Applicable |
| 22. Clean-up Call Option: | Not Applicable |
| 23. Put Option: | Not Applicable |
| 24. Final Redemption Amount of each Note: | 100% per Specified Denomination |
| 25. Inflation Linked Notes - Provisions relating to the Final Redemption Amount: | Not Applicable |
| 26. Redemption by Instalment: | Not Applicable |
| 27. Early Redemption Amount: | |
| Early Redemption Amount(s) of each Note payable on redemption for taxation reasons, for illegality, or on event of default or other early redemption: | Not Applicable |
| Redemption for Taxation Reasons: | |
| (i) Early Redemption Amount to be increased with any accrued interest to the date set for redemption (Condition 6(k)): | Not Applicable |
| (ii) Redemption on a date other than an Interest Payment Date (Condition 6(k)(ii)): | Not Applicable |
| 28. Inflation Linked Notes - Provisions relating to the Early Redemption Amount: | Not Applicable |
| 29. Notes purchased may be held and resold (Condition 6(l)): | Yes |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 30. Form of Notes: | Dematerialised Notes |
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- (i) Form of Dematerialised Notes: In bearer form (*au porteur*)
- (ii) Registration Agent: Not Applicable
- (iii) Temporary Global Certificate: Not Applicable
- (iv) Option to request identification information of the Noteholders (Condition 1(c)(iv)): Not Applicable
- 31. Financial Centre(s) or other special provisions relating to Payment Dates:** Not Applicable
- 32. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):** Not Applicable
- 33. Masse:** Full Masse
- (i) Initial and Alternate Representative: DIIS GROUP
12 rue Vivienne
75002 Paris
Adresse mail : rmo@diisgroup.com
- (ii) Remuneration of the Representative: Applicable, 450 € HT per year

Responsibility

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:



By: Jean-Pierre VIBOUD

Duly authorised

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing: The official List of the Luxembourg Stock Exchange
- (ii) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Regulated Market of the Luxembourg Stock Exchange with effect from October 21st 2016.
- (iii) Estimate of total expenses related to listing and admission to trading: 1660€ HT

2. RATINGS

- Ratings: The Notes have not been rated.
- The issuer is rated BBB+ by Standard & Poor's Credit Market Services France SAS.
- The above agency is established in the European Union, registered under Regulation (EC) No. 1060/2009 of the European Parliament and of the Council dated 16 September 2009 on credit rating agencies, as amended (the "CRA Regulation") and included in the list of registered credit rating agencies published on the website of the European Securities and Markets Authority (<http://www.esma.europa.eu/page/List-registered-and-certified-CRAs>) in accordance with the CRA Regulation.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

So far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer: General corporate purposes
- (ii) Estimated net proceeds: Not disclosed
- (iii) Estimated total expenses: 1660€ HT

5. OPERATIONAL INFORMATION

ISIN Code: FR0013213733

Common Code: 150605920

Depositories:

(i) Euroclear France to act as Central Depository: Yes

(ii) Common Depository for Euroclear and Clearstream Luxembourg: No

Any clearing system(s) other than Euroclear Bank and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Name and addresses of additional Paying Agent(s) (if any): Not Applicable

6. DISTRIBUTION

Method of distribution: Non-Syndicated

If non-syndicated, name of Dealer: BRED Banque Populaire

U.S. selling restrictions: Reg. S Compliance Category 2