

**THIRD SUPPLEMENT DATED 11 APRIL 2014
TO THE BASE PROSPECTUS DATED 22 OCTOBER 2013**



La Banque Postale

€10,000,000,000 Euro Medium Term Note Programme

This third supplement (the **Third Supplement**) is supplemental to, and should be read in conjunction with, the base prospectus dated 22 October 2013 (the **Base Prospectus**) prepared in relation to the €10,000,000,000 Euro Medium Term Note Programme of La Banque Postale (La Banque Postale or the Issuer) and the first supplement to the Base Prospectus dated 29 November 2013 (the **First Supplement**) and the second supplement to the Base Prospectus dated 26 March 2014 (the **Second Supplement**). The Base Prospectus as supplemented constitutes a base prospectus for the purpose of Directive 2003/71/EC, as amended (the **Prospectus Directive**). The *Autorité des marchés financiers* (the **AMF**) has granted visa No.°13-568 on 22 October 2013 to the Base Prospectus, visa No. 13-646 on 29 November 2013 to the First Supplement and visa No. 14-100 on 26 March 2014 to the Second Supplement.

Application has been made for approval of this Third Supplement to the AMF in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements the Prospectus Directive.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meaning when used in this Third Supplement.

To the extent that there is any inconsistency between (a) any statement in this Third Supplement or any statement incorporated by reference into the Base Prospectus by this Third Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Third Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is material in the context of the Programme since the publication of the Base Prospectus.

To the extent applicable, and provided that the conditions of Article 212-25 I of the *Règlement Général* of the AMF are fulfilled, investors who have already agreed to purchase or subscribe for the Notes to be issued under the Programme before this Third Supplement is published, have the right, according to Article 212-25 II of the *Règlement Général* of the AMF, to withdraw their acceptances within a time limit of minimum two working days after publication of this Third Supplement. This right to withdraw shall expire by close of business on 15 April 2014. This Third Supplement has been prepared pursuant to Article 16.1 of the Prospectus Directive and Article 212-25 of the AMF's *Règlement Général* for the purpose of incorporating by reference into the Base Prospectus the 2013 Reference Document (as defined in the section entitled Information incorporated by reference below).

This Third Supplement will be available on the website of the AMF at www.amf-france.org, and on the website of the Issuer at www.labanquepostale.fr.

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RECENT DEVELOPMENTS

Philippe Wahl, Chairman and Chief Executive Officer of La Poste Group has appointed Yves Brassart as Deputy Chief Executive Officer (*directeur général adjoint*), Chief Financial Officer (*directeur financier*) of La Poste Group. In this capacity, Yves Brassart (formerly Chief Financier Officer of La Banque Postale) becomes a member of the Executive Committee. He took up his assignment on 7 April 2014. Yves Brassart succeeds Xavier Girre who becomes a member of the Executive Committee of XAnge Private Equity, a subsidiary of La Banque Postale. Such announcement was published in a press release dated 3 April 2014.

PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THE THIRD SUPPLEMENT

I hereby certify, having taken all reasonable care to ensure that such is the case, that, to the best of my knowledge, the information contained in this Third Supplement is in accordance with the facts and contains no omission likely to affect its import.

La Banque Postale

115, rue de Sèvres
75275 Paris Cedex 06
France

Represented by Mr. Rémy Weber

Président du Directoire (Chairman of the Executive Board)

Dated 11 April 2014



Autorité des marchés financiers

In accordance with Articles L.412-1 and L.621-8 of the French *Code monétaire et financier* and with the *Règlement Général* of the *Autorité des marchés financiers* (AMF), in particular Articles 212-31 to 212-33, the AMF has granted to this Third Supplement the visa no. 14-143 on 11 April 2014. This document and the Base Prospectus may only be used for the purposes of a financial transaction if completed by Final Terms. It was prepared by the Issuer and its signatories assume responsibility for it. In accordance with Article L.621-8-1-I of the French *Code monétaire et financier*, the visa was granted following an examination by the AMF of "whether the document is complete and comprehensible, and whether the information it contains is coherent". It does not imply that the AMF has verified the accounting and financial data set out in it. This visa has been granted subject to the publication of Final Terms in accordance with Article 212-32 of the AMF's *Règlement Général*, setting out the terms of the securities being issued.