



DIRECTION CENTRALE DES MARCHES DE CAPITAUX

DOCUMENTATION JURIDIQUE

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Chair

FINANCIAL MARKETS LAWYERS GROUP

59 Maiden Lane - 27th Floor

NEW YORK, NY 10038

For the attention of Nikki POULOS, Secretary

V/Référence

N/Référence VF/CL

Paris, le November 25th, 1998

Re : EMU Protocol - Adherence

Dear Sirs,

The purpose of this letter is to confirm our adherence to the FMLG/BBA EMU Protocol as published by the Financial Markets Lawyers Group (« FMLG ») on October 8th, 1998 (the « Protocol »). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which supplements and forms part of each Master Agreement between us and each other Adhering Party.

1. Specified Terms

Annex 1	EMU Continuity Provision :	Applicable
Annex 2	Price Sources :	Applicable
Annex 3	Payment Netting	Applicable
Annex 4	EMU Definitions	Applicable
Annex 5	Average Rate Options	Applicable
Annex 6	Average Barrier Options	

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TELEX : 615 310 SWIFT CRLY FRPP

Crédit Lyonnais - S.A. au capital de 9.389.925.000 F - SIREN 954 509 741 - RCS Lyon

2. Appointment as Agent and Release

We hereby appoint the FMLG Chair with full power of substitution, and any successor in such position, as our agent for the limited purposes of the Protocol. This appointment is coupled with an interest and is irrevocable. We acknowledge that the agent will also act as agent for other Adhering Parties. Delivery of an Adherence Letter to the agent shall be deemed delivery to each other party for which it is acting as agent. Accordingly we waive, and hereby released such agent, the FMLG and each of its members, the Federal Reserve Bank of New York and any component of the Federal Reserve System and the BBA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by the FMLG Chair and BBA.

3. Contact Details

Our contact details for purposes of this Adherence Letter are :

Name : O. COUPARD / V. FALVERT - Documentation Juridique
Address : 6-8 rue Ménars - 75002 PARIS
Telephone : 01 42 95 58 60
Fax : 01 42 95 03 15

We consent to the publication of the conformed copy of this letter by the FMLG Chair and BBA and the disclosure by the FMLG Chair and BBA of the contents of this letter.

Yours faithfully,

CREDIT LYONNAIS

By :
Name : Olivier COUPARD
Title : DCMC - SG - Documentation Juridique

By :
Name : Jean-François DEROCHE
Title : DCMC - SG - Risques de Contreparties