



B #:	8977-18
Date:	06/19/2018
To:	All Participants
Category:	Dividends
From:	Supervisor, Stock Dividend Department
Attention:	Dividend Managers, Cashiers, and Reorganization Managers
Subject:	Optional Dividend: ADR CARREFOUR SA CUSIP: 144430204 Record Date: 06/20/2018 Payable Date: TBD Rate: .46 Euro per ADR equating to an approximate gross rate of USD \$0.108441 DTC EDS Cut-Off: 06/29/2018 at 8:00 P.M. EDT

*******WARNING TIME CRITICAL*******

PARTICIPANTS SHOULD SUBMIT ELECTION INSTRUCTIONS THROUGH THE CORPORATE ACTION WEB INSTRUCTION TAB.

RECORD DATE POSITION INFORMATION SHOULD BE CONFIRMED THROUGH THE CA WEB.

If there are any questions regarding this Important Notice or the processing of CA Web related instructions participants should contact DTC’s Customer Help Line at (888) 382-2721.

If there are any questions regarding the Global Tax Important Notice accompanying this Important Notice please contact Ivanna Fedorchak or Brooks Robinson at Globe Tax, Telephone # 212-747-9100 or via e-mail at FranceESP@globetax.com.

***Important Legal Information:** The Depository Trust Company (“DTC”) does not represent or warrant the accuracy, adequacy, timeliness, completeness or fitness for any particular purpose of the information contained in this communication, which is based in part on information obtained from third parties and not independently verified by DTC and which is provided as is. The information contained in this communication is not intended to be a substitute for obtaining tax advice from an appropriate professional advisor. In providing this communication, DTC shall not be liable for (1) any loss resulting directly or indirectly from mistakes, errors, omissions, interruptions, delays or defects in such communication, unless caused directly by gross negligence or willful misconduct on the part of DTC, and (2) any special, consequential, exemplary, incidental or punitive damages. To ensure compliance with Internal Revenue Service Circular 230, you are hereby notified that: (a) any discussion of federal tax issues contained or referred to herein is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties that may be imposed under the Internal Revenue Code; and (b) as a matter of policy, DTC does not provide tax, legal or accounting advice and accordingly, you should consult your own tax, legal and accounting advisor before engaging in any transaction.*

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CARREFOUR has announced an **optional cash/stock** and Deutsche Bank acts as Depository for the Depository Receipt (“DR”) program.

Participants can use DTC’s Corporate Actions Web (“CA Web”) instructions tab to certify all or a portion of their position entitled to the applicable withholding tax rate. Use of these instruction methods will permit entitlement amounts to be paid through DTC.

As outlined in the Eligibility Matrix below, all qualifying holders will have the opportunity to receive their full treaty benefits on DR pay date. Holders not certified at the favorable or exempt withholding tax rates through CA Web will receive the dividend net of the full French statutory withholding tax rate of **30%** with the possibility to reclaim through the standard long form process.

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DIVIDEND EVENT DETAILS	
COUNTRY OF ISSUANCE	FRANCE
ISSUE	CARREFOUR
CUSIP#	144430204
UNDERLYING ISIN	FR0000120172
DEPOSITARY	DEUTSCHE BANK
DR RECORD DATE	JUNE 20, 2018
ORD PAY DATE	JULY 13, 2018
DR PAY DATE	TBA
RATIO (DR to ORD)	5 : 1
ORD RATE	EUR 0.46
STATUTORY WITHHOLDING RATE	30%
	NOT AVAILABLE

PLEASE NOTE:

- ALL 6166S SUBMITTED MUST BE DATED PRIOR TO THE ORD PAY DATE OF JULY 13, 2018
- THE RELIEF AT SOURCE PROCESS HAS A MINIMUM SHARE REQUIREMENT
- U.S. MUTUAL FUNDS THAT WISH TO RECEIVE THE FAVORABLE RATE MUST PROVIDE A COPY OF THEIR 2018 8802 WITH THE ORIGINAL SUBMISSION.
- IRAs ARE NO LONGER ELIGIBLE FOR RELIEF AT SOURCE OR LONG FORM UNLESS 6166 REFERS TO 401(a), 401(b) OR 457.

FEES & DEADLINES

FILING METHOD	PAYMENT METHOD	SHARE MINIMUM (DRs)	CUSTODIAL FEE	TAX RELIEF FEE	MINIMUM FEE PER BENEFICIAL OWNER	FINAL SUBMISSION DEADLINE
RELIEF AT SOURCE	DTC	0.00% RATE 365 DRs	NO FEE	UP TO \$0.009375 PER DR	\$0	<u>CA WEB INSTRUCTIONS DEADLINE:</u> JUNE 29, 2018; 8:00 P.M. EDT <u>DOCUMENTATION DEADLINE AT GLOBETAX:</u> JULY 13, 2018; 5:00 P.M. EDT
		15.00% RATE 730 DRs				
LONG FORM	CHECK OR ACH	NO MINIMUM	35 EUR	UP TO \$0.0125 PER DR	\$25.00	NOVEMBER 1, 2020 RECLAIMS RECEIVED POST DEADLINE CANNOT BE ASSURED AND MAY BE SUBJECT TO A 1,000.00 EUR PER BENEFICIARY CUSTODIAL FEE WHETHER OR NOT SUCCESSFUL

ELIGIBILITY MATRIX – RELIEF AT SOURCE

RATE DESCRIPTION	RECLAIM RATE	ELIGIBLE RESIDENTS	DOCUMENTATION REQUIRED	SIGNATURE REQUIRED
UNFAVORABLE 30%	0%	NON-TREATY COUNTRIES AND ENTITIES NOT MENTIONED AS FAVORABLE OR EXEMPT BELOW	NONE	NONE
FAVORABLE 15%	15%	U.S. INDIVIDUALS*	<ol style="list-style-type: none"> 1. APPENDIX B.1 2. APPENDIX B.2 3. APPENDIX C1 OR C2 4. APPENDIX F 	<ol style="list-style-type: none"> 1. N/A 2. N/A 3. YES – DTC PARTICIPANT 4. N/A
		U.S. CORPORATIONS*		
		U.S. PENSION FUNDS <small>(UNDER SECTIONS 401(a), 401(b), 403(b), & 457 ONLY)</small>		
		U.S. NOT-FOR-PROFIT ORGANIZATIONS <small>(UNDER SECTION 501(c)(3) ONLY)</small>		
		U.S. IRAs <small>(UNDER SECTIONS 401(a), 401(b) & 457; EXCLUDING ROTH & ROLLOVER)</small>	<ol style="list-style-type: none"> 1. APPENDIX B.1 2. APPENDIX B.2 3. APPENDIX C1 OR C2 4. APPENDIX F 5. IRS FORM 6166 	<ol style="list-style-type: none"> 1. N/A 2. N/A 3. YES – DTC PARTICIPANT 4. N/A 5. N/A
		U.S. GOVERNMENT ENTITIES		
		U.S. REGULATED INVESTMENT COMPANIES (RICs)	<ol style="list-style-type: none"> 1. APPENDIX B.1 2. APPENDIX B.2 3. APPENDIX C1 OR C2 4. APPENDIX F 5. IRS FORM 6166 6. IRS FORM 8802 	<ol style="list-style-type: none"> 1. N/A 2. N/A 3. YES – DTC PARTICIPANT 4. N/A 5. N/A 6. N/A
		REAL ESTATE INVESTMENT TRUSTS (REITs)		
		REAL ESTATE MORTGAGE INVESTMENT CONDUITS (REMICs)		
		CANADIAN INDIVIDUALS & CORPORATIONS	<ol style="list-style-type: none"> 1. APPENDIX B.1 2. APPENDIX B.2 3. APPENDIX D1 OR D2 4. 5000 – EN FORM 	<ol style="list-style-type: none"> 1. N/A 2. N/A 3. YES – DTC PARTICIPANT 4. YES – DTC PARTICIPANT & CANADIAN REVENUE AGENCY
EXEMPT 0%	30%	CANADIAN PENSIONS	<ol style="list-style-type: none"> 1. APPENDIX B.1 2. APPENDIX B.3 3. APPENDIX D1 OR D2 4. APPENDIX E1 OR E2 5. APPENDIX F 6. 5000 – EN FORM 	<ol style="list-style-type: none"> 1. N/A 2. N/A 3. YES – DTC PARTICIPANT 4. YES – BENEFICIARY OR LEGAL REPRESENTATIVE & CANADIAN TAX AUTHORITY 5. N/A 6. YES – DTC PARTICIPANT & CANADIAN REVENUE AGENCY

Note: All documents listed in [BLUE font](#) are generated by GlobeTax's ESP website after submission of beneficial owner data

***An IRS 6166 form is not required for U.S. individuals and corporations, however, the french tax authorities reserve the right to request one**

DESCRIPTION OF VARIOUS DOCUMENTATION	
DOCUMENT NAME	DESCRIPTION
APPENDIX B.1	- DTC Participant Information
APPENDIX B.2	- Summary of all entity types elected
APPENDIX B.3	- Summary of all Canadian pensions elected
IRS FORM 6166	- Issued by the Internal revenue service, stating the name and tax payer identification number of the beneficial owner - Must be original, for the same tax year of the dividend, and must be dated prior to the ORD pay date. https://www.irs.gov/individuals/international-taxpayers/form-6166-certification-of-u-s-tax-residency
IRS FORM 8802	- Application for United States residency certification. - Can be a copy - Section 5 must have the "OTHER" box checked off and must state the specific tax return filed (EX: 1120-RIC) and Section 7 of the 8802 must contain the year being reclaimed (2018).
APPENDIX C1 OR C2 (ANNEX III)	- Signature and stamp (medallion or other) of the DTC participant - Appendix C1 preferred
APPENDIX D1 OR D2 (ANNEX IV)	- Signature and stamp (medallion or other) of the DTC Participant - Appendix D1 preferred
APPENDIX E1 OR E2 (ANNEX I OR II)	- An attestation must be filled for each beneficiary - Must be certified by the Canadian Revenue Agency - Appendix E1 preferred
5000-EN FORM	- Submit the "FOR USE BY THE FRENCH TAX AUTHORITY" version only; indicated in upper left hand corner of the form - Must be original - Section III <ul style="list-style-type: none"> Date, signature & stamp (medallion or other) of the DTC Participant - Section IV <ul style="list-style-type: none"> To be certified by Canadian Revenue Agency - the form can be obtained below: https://www.impots.gouv.fr/portail/files/formulaires/5000-sd/2017/5000-sd_1874.pdf
APPENDIX F	- An ASCII (American Standard Code for Information Interchange) computer disk file or a Microsoft Excel file is required for non-ESP users - Exhibit I lists the formatting rules

CONTACT DETAILS	
PRIMARY CONTACT	IVANNA FEDORCHAK
DOMESTIC PHONE (U.S.)	800-876-0959
DOMESTIC FAX (U.S.)	866-888-1120
INTERNATIONAL PHONE	1-212-747-9100
INTERNATIONAL FAX	1-212-747-0029
GROUP EMAIL	FRANCEESP@GLOBETAX.COM
COMPANY	GLOBETAX SERVICES INC.
STREET ADDRESS	ONE NEW YORK PLAZA, 34 TH FLOOR
CITY/STATE/ZIP	NEW YORK, NY 10004
ADDITIONAL CONTACTS	BROOKS ROBINSON



Deutsche Bank offers ESP powered by GlobeTax, an electronic withholding tax submission system. This system allows for the secure and simplified transfer of beneficial owner level data from the Participant to GlobeTax and creates applicable documentation on the Participants behalf.

Submit the data online through the web site below, print out the documents on letterhead, sign them, and mail them to GlobeTax, along with the necessary required documents.

These claims should be submitted through the following website (requires a one-time registration):

<https://ESP.GlobeTax.com>

Please contact support@globetax.com at 212-747-9100 if you have any questions about this process.

FREQUENTLY ASKED QUESTIONS (FAQs)

AT SOURCE QUESTIONS

Who do I send the relief at source documentation to?	Everything is to be submitted to GlobeTax.
Does the IRS 6166 form have to be for the tax year in which the dividend is paid out and must it be original?	It is highly recommended that the tax year on the 6166 supplied matches the year of the ordinary dividend payment and that the 6166 supplied is an original. If you choose to submit outdated or copies of 6166s, it is recommended that you request a more current one from the IRS at the time the election is made and submit it to the French custodian upon receipt.
What happens if I do not send in the documentation and/or submit a file whose share position totals more than my CA Web elections?	This will result in a chargeback for the amount of shares not supported by the documentation. The favorable or exempt shares elected will be adjusted to your unfavorable position and result in a debit to your DTC Participant account. Submitting share amounts exceeding your CA Web elections may result in a chargeback of the total election.
Why are forms 8802 being requested for U.S. Regulated Investment Companies (RICs), Real Estate Investment Trusts REITs) and Real Estate Mortgage Investment Conduits (REMICs)?	The IRS 6166 form does not differentiate between corporations and Regulated Investment Companies (RICs), Real Estate Investment Trusts REITs) and Real Estate Mortgage Investment Conduits (REMICs). In order for the French Tax Authorities to validate entities, these forms are being requested.
Are Canadian mutual funds eligible for reclaim through the relief at source process?	No. Only through the standard long form process.
Are partnerships/LLCs eligible for reclaim the relief at source process?	No. Only through the standard long form process.
Why would the French Tax Authorities request an IRS 6166 form for individuals or corporations if it is not required?	If they have any doubts regarding the status of the beneficial owner, they are entitled to validate their suspicion by requesting the 6166.
How long does it take to receive payment with the relief at source process?	On DR pay date.
Are U.S. trust accounts eligible for the relief at source process?	No. Only through the standard long form process
Is the relief at source process free of charge?	No. This tax relief at source assistance service is wholly voluntary and discretionary and outside the terms and conditions of any applicable deposit agreement. Deutsche Bank undertakes no duty or obligation to provide this service, and may reject or decline any or all proposed electing Participants or holders in its sole discretion. Fees will be charged for this service of up to \$0.009375 per depositary receipt with no minimum, and any other charges, fees or expenses payable by or due to Deutsche Bank or their agents, including the custodian or to tax authorities or regulators. Fees paid to Deutsche Bank may be shared with their agents and affiliates.

STOCK OPTION QUESTIONS

Can I reclaim the withholding tax if I have elected stock instead of cash?	Yes , the dividend payment in France is treated as a cash dividend with reinvestment, hence reclaims should be submitted using the cash option rate.
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GENERAL QUESTIONS

How long do beneficial owners have to file for reclaim on this dividend?	Generally, two years from the end of the year in which the ordinary dividend was paid, however it may depend on the residency of the beneficial owner.
Is there any way to reclaim the funds I was charged back for?	Yes. The standard long form process. Please refer to the depositary contact details section of this notice for assistance.

Is this dividend available on ESP powered by GlobeTax?	Yes , all required documents can be created using ESP powered by GlobeTax but they must still be forwarded to GlobeTax.
Will GlobeTax accept claims filed directly to them by beneficial owners?	GlobeTax only accepts claims filed by the DTC Participant who was holding the securities through DTC and only to the extent that DTC has reported these holdings to us as valid record date holdings. Beneficial owners are required to file their claims through the custody chain to the DTC Participant of record. All claims not received directly from the DTC Participant will be returned to the beneficial owner.
Is the process for tax relief offered by the DR Depository banks an optional process?	Yes , this is a discretionary, optional service, however, in the French market; the custodians will not accept claims from anyone except the DR depository banks in order to ensure validation of the record date positions claimed. Claims such as claims filed under a European Court of Justice (“ECJ”) ruling may be filed directly to the French Tax Authorities with a proper 2777 form issued by the French custodian to Deutsche Bank, these forms also must be secured by Deutsche Bank and are subject to a fee of up to \$0.0125 per depository share with a minimum fee of \$25 and a custodial fee of up to \$35.00.

LONG FORM PROCESS QUESTIONS

Where can I obtain information on the standard long form process?	GlobeTax administers the long form process. Please refer to the depository contact details section of this notice for assistance.
When do I need to use Exhibit II (cover letter) at the end of this notice?	Only for the standard long form process & if you are not submitting via ESP.
Does form 5000 has to be sign, stamped and dated?	Yes , Box III on the form 5000 has to be signed, stamped and dated.
How long does it take to receive payment on standard long form process?	Generally 6 months to 1 year.
Is this long form process free of charge?	No . This tax reclaim assistance service is wholly voluntary and discretionary and outside the terms and conditions of any applicable deposit agreement. Deutsche Bank undertakes no duty or obligation to provide this service, and may reject or decline any or all proposed electing Participants or holders in its sole discretion. Fees will be charged for this assistance service of up to \$0.0125 per depository receipt with a minimum of \$25.00 and a custodial charge up to \$35.00. Reclaims received post deadline cannot be assured and may be subject to a Euro 1,000.00 per beneficiary custodial fee and any other charges, fees or expenses payable by or due to Deutsche Bank or their agents, including the custodian or authorities. In addition, charges may apply to any long form claims rejected or not accepted by the custodian. Fees paid to Deutsche Bank may be shared with their agents and affiliates.

Warning and Disclaimer:

The information and data contained in this Notice is based on information obtained from multiple sources believed to be reliable. However, Deutsche Bank Trust Company Americas and its agents do not warrant or guarantee the accuracy or completeness of, nor undertake to update or amend, this information or data. We and our agents expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon any of this information or data. The information contained in this Notice is subject to change, including in the and subject to discretion of third parties, and/or pre-emption or being superseded by local market rules, and practices or actions taken by non-U.S. agents or tax authorities. Deadlines often differ from statutory deadlines. You should file claims as soon as possible, and at least six months prior to the specified deadline.

FORMS AND ATTACHMENTS

**Double click on respective icon to view attachment.*

APPENDIX B, C, D, & E <i>**For Non-ESP users ONLY</i>	APPENDIX F <i>**For Non-ESP users ONLY</i>	EXHIBIT I <i>**For Non-ESP users ONLY</i>	EXHIBIT II <i>**For Non-ESP users ONLY</i>
 APPENDICES.pdf	 APPENDIX F.xlsx	 EXHIBIT I.pdf	 EXHIBIT II.pdf