

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 6-K**

Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 under the  
Securities Exchange Act of 1934

**For the month of February 2015**

Commission File Number: 001-14014

**CREDICORP LTD.**

(Translation of registrant's name into English))

**Clarendon House**

**Church Street**

**Hamilton HM 11 Bermuda**

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

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February 25, 2015

**SUPERINTENDENCIA DEL MERCADO DE VALORES - SMV**

Att. Registro Público del Mercado de Valores

Re.: MATERIAL EVENT

Dear Sirs:

In accordance with article 28 of the Capital Markets Law, approved by DS N° 093-2002-EF, and SMV Resolution for Material Events, Reserved Information and Other Communications N° 005-2014-SMV/01, Credicorp Ltd. complies with notifying you of the following Material Event.

Credicorp's Board of Directors, in its session held on February 25, 2015, agreed unanimously on the following matters that will submit for consideration and approval at the Company's Annual General Meeting of Shareholders, which will be held on March 31, 2015, at 3:00pm:

1. Approved the Annual Report of the Company for the financial year ended December 31, 2014 that the Chairman will present at the Annual General Meeting of Shareholders; and the Annual Information Document (DIA – Documento de Información Anual) of Credicorp and its subsidiaries for the year 2014.
2. Approved the audited consolidated financial statements of the Company and its subsidiaries, for the financial year ended December 31, 2014, including the report of the independent external auditors Paredes, Zaldívar, Burga & Asociados S.C.R.L., members of Ernst & Young Global in Perú, to be submitted for evaluation and approval of the Annual General Meeting of Shareholders on March 31, 2015.
3. Agreed to recommend the designation of PricewaterhouseCoopers in Peru, as the external auditors of the Company for the financial year 2015, and the authorization to approve the auditor's fees, in accordance with the proposal and recommendation of the Audit Committee.

Furthermore the Board of Directors also agreed unanimously the following:

4. To pay its shareholders a cash dividend of PEN 638,968,286.09 for a total of 94,382,317 outstanding shares, which is equivalent to PEN 6.770 per share, which will be paid in US Dollars using the weighted exchange rate of PEN/US\$ 3.0952 registered by the Superintendency of Banks, Insurance and Pension Funds for the transactions at the close of business on February 25, 2015. As a result, the cash dividend per share to be paid amounts to US\$ 2.1873. The Board of Directors approved the distribution of dividend according to the Bye-Laws of the Company and considering a total net income attained in the financial year 2014 of PEN 2,387,850,959.44.
5. To transfer: (i) PEN 1,250,000,000.00 to restricted especial reserves, and (ii) PEN 570,482,788.99, which includes PEN 71,600,115.64 from retained earnings of previous years, to especial reserves. As a result, restricted especial reserves will amount to PEN 9,320,962,766.47, which cannot be used without the authorization of the Superintendence of Banking, Insurance and Pension Fund Managers of Perú.

The Board also agreed that the dividends will be paid on May 15, 2015 to shareholders of record as of April 21, 2015.

Finally, in accordance with CONASEV Resolution N° 107-2002-EF/94.10.0 we enclose the Annual Report of Credicorp and its audited consolidated financial statements of the Company and its subsidiaries for the financial year ended December 31, 2014, including the report of the independent external auditors.

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The information in this Form 6-K (including any exhibit hereto) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act.

Sincerely,

/s/ Mario Ferrari  
\_\_\_\_\_  
Stock Market Representative  
Credicorp Ltd.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: February 25, 2015

CREDICORP LTD.  
(Registrant)

By: /s/ Mario Ferrari  
**Mario Ferrari**  
**Authorized Representative**

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