

**FORM OF FINAL TERMS**

**Final Terms dated 10 December 2013**

**CAISSE DES DÉPÔTS ET CONSIGNATIONS**

Issue of EUR 50,000,000 Fixed Rate Notes due June 2031  
under the  
**€18,500,000,000**  
Euro Medium Term Note Programme

**SERIES NO: 155**

**TRANCHE NO: 1**

## 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 30 April 2013 which received visa no. 13-191 from the *Autorité des marchés financiers* (AMF) on 30 April 2013, the Supplement to the Base Prospectus dated 9 July 2013 which received visa n°13-336 from the AMF on 9 July 2013, the Supplement to the Base Prospectus dated 23 July 2013 which received visa n°13-391 from the AMF on 23 July 2013, the Supplement to the Base Prospectus dated 22 October 2013 which received visa n°13-567 from the AMF on 22 October 2013 and the Supplement to the Base Prospectus dated 15 November 2013 which received visa n°13-616 from the AMF on 15 November 2013 which together constitute a base prospectus for the purposes of the Prospectus Directive, as amended from time to time (the **Base Prospectus**). The expression **Prospectus Directive** means Directive 2003/71/EC (and amendments thereto, including the Directive 2010/73/EU, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State. This document constitutes the Final Terms of the Notes described herein for the purposes of article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on the Issuer 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 the Supplements to the Base Prospectus are available for viewing free of charge on the website of the AMF "[www.amf-france.org](http://www.amf-france.org)", on the website of the Issuer "[www.caissedesdepots.fr](http://www.caissedesdepots.fr)" and for inspection at the specified offices of the Paying Agents and copies may be obtained from the Issuer, 56 rue de Lille, 75007 Paris, France.

1.	Issuer:	Caisse des dépôts et consignations
2.	(i) Series Number:	155
	(ii) Tranche Number:	1
	(iii) Date on which the Notes will be assimilated ( <i>assimilables</i> ) and form a single Series:	Not Applicable
3.	Specified Currency or Currencies:	Euro (“EUR”)
4.	Aggregate Nominal Amount of Notes admitted to trading:	
	(i) Series:	EUR 50,000,000
	(ii) Tranche:	EUR 50,000,000
5.	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6.	Specified Denomination(s):	EUR 100,000
7.	(i) Issue Date:	12 December 2013
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	12 June 2031
9.	Extended Maturity Date:	Not Applicable
10.	Interest Basis:	3.020 per cent. per annum Fixed Rate (further particulars specified below)

11.	Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
12.	Change of Interest Basis:	Not Applicable
13.	Put/ Call Options:	Not Applicable
14.	(i) Status of the Notes:	Unsubordinated
	(ii) Date of approval for the issuance of Notes obtained:	Decision of Jean-Pierre Jouyet in his capacity as <i>Directeur général</i> of the Issuer dated 6 December 2013.

#### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	3.020 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	12 June in each year from and including the Interest Payment Date falling on 12 June 2014 to and including the Maturity Date.  The first coupon shall be a short coupon and interest shall accrue from (and including) the Issue Date to (but excluding) the Interest Payment Date falling on 12 June 2014.
	(iii) Fixed Coupon Amount:	3,020 per 100,000 in nominal amount
	(iv) Broken Amount:	EUR 1,510 per EUR 100,000 in nominal amount payable on the Interest Payment Date falling on 12 June 2014.
	(v) Day Count Fraction (Condition 5(a))	30/360
	(vi) Interest Determination Date(s) (Condition 5(a))	Not Applicable

16. Floating Rate Provisions Not Applicable

17. Zero Coupon Note Provisions Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

18. Call Option (Issuer Call) Not Applicable

19. Put Option (Investor Put) Not Applicable

20. Final Redemption Amount of each Note: EUR 100,000 per Note of EUR 100,000 Specified Denomination

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

21. Forms of Notes: Dematerialised Notes

(i) Form of Dematerialised Notes: Bearer form (*au porteur*)

(ii) Registration Agent: Not Applicable

(iii) Temporary Global Certificate: Not Applicable

(iv) Applicable TEFRA exemption: Not Applicable

22. Financial Centre(s) relating to payment dates: TARGET2

23. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): Not Applicable

24. Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made: Not Applicable
25. Redenomination, renominatisation and reconventioning provisions: Not Applicable
26. Consolidation provisions: Not Applicable
27. *Masse* (Condition 11) Contractual *Masse* shall apply

The initial Representative shall be:  
 MASSQUOTE S.A.S.U.  
 RCS 529 065 880 Nanterre  
 7bis rue de Neuilly  
 F-92110 Clichy  
 Mailing address :  
 33, rue Anna Jacquin  
 92100 Boulogne Billancourt  
 France  
 Represented by its Chairman

Alternate Representative  
 Gilbert Labachotte  
 8 Boulevard Jourdan  
 75014 Paris

The Representative will be entitled to a remuneration of €400 (VAT excluded) per year, payable on each Interest Payment Date with the first payment at the Issue date.

For the avoidance of doubts, the Representative will not receive any remuneration from the Issuer.

## RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer




By:

Duly authorised

## PART B – OTHER INFORMATION

### 1. LISTING

- |       |   |  |
|-------|---|--|
| (i)   | Listing:  | Euronext Paris   |
| (ii)  | Admission to trading:   | Application has been made for the Notes to be admitted to trading on Euronext Paris with effect from the Issue Date. |
| (iii) | Estimate of total expenses related to admission to trading:   | EUR 8,950  |
| (iv)  | Regulated Markets or equivalent markets on which, to the knowledge of the Issuer, securities of the same class of the securities to be offered or admitted to trading are already admitted to trading | Not Applicable   |

### 2. RATINGS AND EURO EQUIVALENT

Ratings:	The Notes to be issued are expected to be rated AA by Standard & Poor's and Aa1 by Moody's Investors Service.
----------	---

Each of Standard & Poor's and Moody's Investors Service is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended) (the CRA Regulation). As such, each of Standard & Poor's and Moody's Investors Service is included in the list of credit rating agencies published by the European Securities and Markets Authority on its website ([www.esma.europa.eu/page/List-registered-and-certified-CRAs](http://www.esma.europa.eu/page/List-registered-and-certified-CRAs)) in accordance with such Regulation..

Euro equivalent:	Not Applicable
------------------	----------------

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

Save for any fees payable to the Dealers in connection with the Issue of the Notes, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### 4. FIXED RATE NOTES ONLY – YIELD

Indication of yield:	3.020 per cent. per annum
----------------------	---------------------------

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future

yield.

**5. FLOATING RATE NOTES ONLY- HISTORIC INTEREST RATES**

Not Applicable

**OPERATIONAL INFORMATION**

- |       |  |                          |
|-------|--|--------------------------|
| (i)   | ISIN Code:   | FR0011659176             |
| (ii)  | Common Code:   | 100424118                |
| (iii) | Any clearing system(s) other than Euroclear France, Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): | Not Applicable           |
| (iv)  | Delivery:  | Delivery against payment |
| (v)   | Names and addresses of additional Paying Agent(s) (if any):  | Not Applicable           |

**7. DISTRIBUTION**

- |       |  |   |
|-------|--|---|
| (i)   | Method of distribution:                                | Non-syndicated  |
| (ii)  | If syndicated, names of Managers:                      | Not Applicable  |
| (iii) | Stabilising Manager(s) (including addresses) (if any): | Not Applicable  |
| (iv)  | If non-syndicated, name of Dealer:                     | Morgan Stanley & Co. International plc  |
| (v)   | U.S. Selling Restrictions:                             | The Issuer is Category 2 for the purposes of Regulation S under the United States Securities Act of 1933, as amended. |

TEFRA not applicable.