

MiFID II Product Governance / Professional investors and ECPs only target market – Solely for the purposes of the manufacturer’s product approval process, the target market assessment in respect of the Notes, taking into account the five (5) categories referred to in item 18 of the Guidelines published by European Securities and Markets Authority ("ESMA") on 5 February 2018 has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended "MiFID II"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer’s target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer’s target market assessment) and determining appropriate distribution channels.

PROHIBITION OF SALES TO EEA AND UK RETAIL INVESTORS - The Notes are not intended to be offered, sold or otherwise made available to and, with effect from such date, should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA") or in the United Kingdom (the "UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; (ii) a customer within the meaning of Directive 2016/97/EU, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or not a qualified investor as defined in Regulation (EU) 2017/1129, as amended (the "Prospectus Regulation"). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA or in the UK may be unlawful under the PRIIPs Regulation.

Final Terms dated 25 February 2021



CAISSE DES DÉPÔTS ET CONSIGNATIONS

Legal Entity Identifier (LEI): 969500Q2PFTTP0Y5QL44

Issue of CHF 100,000,000 0.00 per cent. Fixed Rate Notes due 1 March 2023

under the

€18,500,000,000

Euro Medium Term Note Programme

SERIES NO: 328

TRANCHE NO: 1

PART 1

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 2020 which received approval number no. 20-171 from the *Autorité des marchés financiers* ("AMF") on 30 April 2020, the First Supplement to the Base Prospectus dated 8 July 2020 which received approval number no. 20-323 from the AMF on 8 July 2020 and the Second Supplement to the Base Prospectus dated 26 October 2020 which received approval number no. 20-526 from the AMF on 26 October 2020 which together constitutes a base prospectus for the purposes of the Prospectus Regulation (the "**Base Prospectus**"). The expression "**Prospectus Regulation**" means Regulation (EU) 2017/1129.

This document constitutes the final terms (the "**Final Terms**") of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with such Base Prospectus in order to obtain all the relevant information. The Base Prospectus and these Final Terms are available for viewing free of charge on the website of the AMF (www.amf-france.org), on the website of the Issuer (www.caissedesdepots.fr).

1.	Issuer:	Caisse des dépôts et consignations
2.	(a) Series Number:	328
	(b) Tranche Number:	1
	(c) Date on which the Notes will be assimilated (<i>assimilables</i>) and form a single Series:	Not Applicable
3.	Specified Currency or Currencies:	Swiss Franc ("CHF")
4.	Aggregate Nominal Amount:	
	(a) Series:	CHF 100,000,000
	(b) Tranche:	CHF 100,000,000
5.	Issue Price:	101.305 per cent. of the Aggregate Nominal Amount
6.	Specified Denomination(s):	CHF 200,000
7.	(a) Issue Date:	1 March 2021
	(b) Interest Commencement Date:	Issue Date
8.	Maturity Date:	1 March 2023
9.	Extended Maturity Date:	Not Applicable
10.	Interest Basis:	0.00 per cent. Fixed Rate

(Further particulars specified below)

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| 11. | Redemption/Payment Basis: | Redemption at par |
| 12. | Change of Interest Basis: | Not Applicable |
| 13. | Coupon Switch: | Not Applicable |
| 14. | Put/Call Options: | Not Applicable |
| 15. | (a) Status of the Notes: | Unsubordinated |
| | (b) Date of approval for the issuance of Notes obtained: | Decision of Virginie Chapron-du Jeu in her capacity as <i>Directrice des finances du groupe</i> of the Issuer dated 23 February 2021. |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 16. | Fixed Rate Note Provisions | Applicable |
| | (a) Rate(s) of Interest: | 0.00 per cent. <i>per annum</i> payable annually in arrear |
| | (b) Interest Payment Date(s): | 1 March in each year from and including 1 March 2022, to and including the Maturity Date. |
| | (c) Fixed Coupon Amount(s): | CHF 0.00 per Specified Denomination of CHF 200,000 |
| | (d) Broken Amount(s): | Not Applicable |
| | (e) Day Count Fraction (Condition 5.1): | Actual/Actual-ICMA |
| | (f) Interest Determination Date(s) (Condition 5.1): | 1 March in each year |
| 17. | Floating Rate Provisions | Not Applicable |
| 18. | Zero Coupon Note Provisions | Not Applicable |
| 19. | Underlying Interest Rate Linked Interest Provisions: | Not Applicable |

20. Inflation Linked Interest Provisions: Not Applicable

21. Foreign Exchange (FX) Rate Linked Interest Provisions: Not Applicable

PROVISIONS RELATING TO REDEMPTION

22. Call Option (Issuer Call) Not Applicable

23. Put Option (Investor Put) Not Applicable

24. Final Redemption Amount of each Note: CHF 200,000 per Note of CHF 200,000 Specified Denomination

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25. Forms of Notes: Dematerialised Notes

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

(b) Registration Agent: Not Applicable

(c) Temporary Global Certificate: Not Applicable

26. Financial Centre(s) relating to payment dates: London, TARGET2 and Zurich

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

28. Redemption by Instalment: Not Applicable

29. Redenomination provisions: Not Applicable

30. Consolidation provisions: Not Applicable

31. *Masse* (Condition 11):

The 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.

The Representative will be entitled to receive a remuneration of EUR 250 (VAT excluded) per year, payable on each Interest Payment Date with the first payment at the Issue Date.

The Representative will receive no remuneration from the Issuer.

RESPONSIBILITY

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

Signed on behalf of the Issuer


Albert Moirignot

By:

Duly authorised



By:

Duly authorised

PART 2

OTHER INFORMATION

1. LISTING

- | | | |
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| (a) | Listing: | Euronext Paris |
| (b) | Admission to trading: | Application will be made for the Notes to be admitted to trading on Euronext Paris with effect on or about the Issue Date |
| (c) | Estimate of total expenses related to admission to trading: | EUR 2,675 |
| (d) | 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

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| Ratings: | The Notes to be issued are expected to be rated:

S&P Global Ratings Europe Limited: AA

Moody's France S.A.S.: Aa2

Each of S&P Global Ratings Europe Limited and Moody's France S.A.S. is established in the European Union, registered under Regulation (EC) No 1060/2009, as amended (the "CRA Regulation") and included in the list of registered credit rating agencies published by the European Securities and Markets Authority on its website (www.esma.europa.eu/supervision/credit-rating-agencies/risk) in accordance with CRA Regulation. |
| Euro equivalent: | Euro 92 165 898,62

The aggregate principal amount of Notes issued has been converted into Euro at the rate of CHF 1,085 per 1 Euro by the Issuer, between the launching of the issue and the signing date of the Final Terms, producing a sum of: EUR 92 165 898,62 |

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

Save for any fees payable to the Dealer 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 issue. The Dealer and its 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. USE OF PROCEEDS AND ESTIMATED NET AMOUNT OF THE PROCEEDS

- (a) Use of proceeds: General financing purposes
- (b) Estimated net amount of proceeds: CHF 101,305,000

5. FIXED RATE NOTES ONLY – YIELD

Indication of yield: Minus 0.65 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.

6. OPERATIONAL INFORMATION

- (a) ISIN Code: FR00140027G1
- (b) Common Code: 230758727
- (c) Any clearing system(s) other than Euroclear France, Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s): Not Applicable
- (d) Delivery: Free of payment
- (e) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

7. DISTRIBUTION

- (a) Method of distribution: Non-syndicated
- (b) If syndicated, names of Managers: Not Applicable
- (c) Stabilising Manager(s) (including addresses) (if any): Not Applicable
- (d) If non-syndicated, name of Dealer: J.P. Morgan AG
- (e) 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 rules not applicable