

Final Terms dated 20 October 2017

CAISSE D'AMORTISSEMENT DE LA DETTE SOCIALE Issue of USD 3,000,000,000 1.75 per cent. Notes due 24 September 2019 under the Euro 65,000,000,000 Global Medium Term Note Programme

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

The expression "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto, including the Directive 2010/73/EU), and includes any relevant implementing measure in the relevant Member State.

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 11 September 2017 which received visa no. 17-472 from the *Autorité des marchés financiers* (the "AMF") on 11 September 2017 (the "Base Prospectus") and the supplement to the Base Prospectus dated 12 October 2017 which received visa no. 17-549 from the AMF on 12 October 2017 which together with the Base Prospectus constitutes a base prospectus for the purposes of the Prospectus Directive. 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 as so supplemented. The Base Prospectus and the supplement to the Base Prospectus are available for viewing at

http://www.cades.fr/index.php?option=com_content&view=article&id=81&Itemid=171&Iang=en and during normal business hours at 15-17 rue Marsollier, 75002 Paris, France and copies may be obtained from such address. A summary of the individual issue is annexed to these Final Terms.

The Base Prospectus, any Supplements to the Base Prospectus and these Final Terms will also be published on the website of the AMF at www.amf-france.org.

1 (i) Series Number: 22

(ii) Tranche Number: 1

(iii) Date on which the Notes Not Applicable

become fungible:

2 Specified Currency or Currencies: United States Dollars ("USD")

3 Aggregate Nominal Amount:

(i) Series: USD 3,000,000,000 (ii) Tranche: USD 3,000,000,000

4 Issue Price: 99.864 per cent. of the Aggregate Nominal

Amount

5 (i) Specified Denominations: USD 100,000 and integral multiples of

USD 1,000 in excess thereof

(ii) Calculation Amount: USD 1,000

6 (i) Issue Date: 24 October 2017

7 Maturity Date: 24 September 2019

8 Interest Basis: 1.75 per cent. Fixed Rate

(Further particulars specified in paragraph 13

below)

9 Redemption 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 per Calculation Amount

10 Change of Interest Basis: Not Applicable

11 Put/Call Options: Not Applicable

Date Board approval for issuance of Resolution of the Board of Directors (Conseil

d'Administration) of the Issuer dated 19 June 2014 authorising the Issuer's borrowing programme and delegating powers to issue notes to its *Président* and of the approval of the Issuer's borrowing programme by the Minister

of Finance and Public Accounts dated

9 September 2014

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13 Fixed Rate Note Provisions Applicable

(Condition 5(a))

Notes obtained:

(i) Rate of Interest: 1.75 per cent. per annum payable on each

Interest Payment Date

(ii) Interest Payment Dates: 24 March and 24 September in each year from

and including 24 March 2018 to and including

the Maturity Date

(iii) Fixed Coupon Amount: USD 8.75 per Calculation Amount, payable on

each Interest Payment Date, except for the amount payable in respect of the first Interest

Accrual Period beginning on (and including) the Interest Commencement Date and ending on (but excluding) the Interest Payment Date falling on 24 March 2018, which shall be the Broken Amount set out in paragraph (iv) below

(iv) Broken Amount(s): USD 7.29 per Calculation Amount, payable on

the Interest Payment Date falling on 24 March

2018

(v) Day Count Fraction: 30/360

(Condition 5(h))

(vi) Determination Dates: Not Applicable

(Condition 5(h))

14 Floating Rate Note Provisions Not Applicable

(Condition 5(b))

15 Zero Coupon Note Provisions Not Applicable

(Conditions 5(c) and 6(b))

PROVISIONS RELATING TO REDEMPTION

16 Call Option Not Applicable

(Condition 6(c))

17 Put Option Not Applicable

(Condition 6(d))

18 Early Redemption Amount 100 per cent. of the nominal amount of the

Notes

GENERAL PROVISIONS APPLICABLE TO THE NOTES

19 Form of Notes:

Registered Notes:

Regulation S Global Certificate (U.S.\$ 2,488,432,000 nominal amount) registered in the name of a common safekeeper for Euroclear and Clearstream, Luxembourg (that is, held under the NSS);

and

Rule 144A Global Certificates (U.S.\$ 511,568,000 nominal amount) registered in the name of a nominee for DTC

20 New Global Note: No

21 Financial Centre(s): New York, London, Paris, TARGET

(Condition 7(h))

Talons for future Coupons or No Receipts to be attached to

Definitive Notes (and dates on

which such Talons mature):

- Details relating to Instalment Not Applicable
 Notes: amount of each instalment,
 date on which each payment is to
 be made (Condition 6(a)):
- Redenomination, renominalisation Not Applicable and reconventioning provisions:
- 25 Consolidation provisions: Not Applicable

Signed on behalf of CAISSE D'AMORTISSEMENT DE LA DETTE SOCIALE:

By: Anthony REQUIN

Duly authorised

Le Directeur Général

AGENCE FRANCE TRÉSOR

PART B - OTHER INFORMATION

1 LISTING AND ADMISSION TO TRADING

(i) Listing and admission to trading:

Application has been made by the Issuer (or on its behalf) for the Notes to be listed on the official list of the Luxembourg Stock Exchange and admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from 24 October 2017.

(ii) 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

(iii) Estimate of total expenses related to admission to trading:

EUR 2,150

2 RATINGS

Ratings: The Notes to be issued have been rated:

Moody's: Aa2

Fitch: AA

Both Moody's and Fitch are established in the European Union and registered under Regulation (EU) No. 1060/2009 as amended by Regulation (EU) No. 513/2011 (the "CRA Regulation"). As such, each of Moody's and Fitch are included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with the CRA Regulation (www.esma.europa.eu).

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer, including conflicting interests.

4 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the offer: See "Use of Proceeds" in the Base

Prospectus

(ii) Estimated net proceeds: USD 2,994,420,000

(iii) Estimated total expenses of the EUR 2,150

Issue:

5 YIELD

Indication of yield: 1.823 per cent. *per annum*.

6 HISTORIC INTEREST RATES

Not Applicable

7 OPERATIONAL INFORMATION

Unrestricted Notes

ISIN: XS1705860267

Common Code: 170586026

Restricted Notes

ISIN: US12802DAT37

CUSIP: 12802DAT3

Common Code: 170587227

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s):

Unrestricted Notes

Not Applicable

Restricted Notes

DTC

Delivery: Delivery against payment in respect of Notes

represented by the Restricted Global Certificates and against payment in respect of Notes represented by the Unrestricted Global

Certificate.

Names and addresses of initial

Paying Agent:

Citibank N.A., London Branch

Citigroup Centre Canada Square Canary Wharf London E14 5LB United Kingdom

Names and addresses of additional

Paying Agent(s) (if any):

Not Applicable

Intended to be held in a manner which would allow Eurosystem

eligibility:

Yes.

Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper (and registered in the name of a nominee of one of the ICSDs acting as common safekeeper), and does not necessarily mean that the Notes will be

recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

8 TERMS AND CONDITIONS OF THE OFFER

Offer Price: 99.864 per cent.

Conditions to which the offer is Not Applicable subject:

Time Period/Description of the Not Applicable application process:

Description of possibility to reduce Not Applicable subscriptions and manner for refunding excess amount paid by applicants:

Details of the minimum and/or Not Applicable maximum amount of application:

Details of the method and time limits for paying up and delivering the Notes:

Manner in and date on which Not Applicable

results of the offer are to be made public:

Procedure for exercise of any right Not Applicable of pre-emption, negotiability of subscription rights and treatment of

Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:

subscription rights not exercised:

Not Applicable

Not Applicable

Amount of any expenses and taxes specifically charged to the subscriber or purchaser:

Not Applicable

Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:

None

9 DISTRIBUTION

(i) Method of distribution: Syndicated

(ii) If syndicated:

(A) Names and addresses of Managers and underwriting

commitments:

JOINT LEAD MANAGERS

BNP Paribas

10 Harewood Avenue London NW1 6AA United Kingdom

Underwriting Commitment: U.S.\$ 1,000,000,000

J.P. Morgan Securities plc

25 Bank Street Canary Wharf

London E14 5JP

United Kingdom

Underwriting Commitment:

U.S.\$ 1,000,000,000

The Royal Bank of Scotland plc (trading as

NatWest Markets) 250 Bishopsgate London EC2M 4AA United Kingdom

Underwriting Commitment:

U.S.\$ 1,000,000,000

(B) Date of Subscription Agreement: 20 October 2017

(C) Stabilising Manager: BNP Paribas

(iii) If non-syndicated, name and Not Applicable

address of Dealer:

(iv) Total commission and 0.05 per cent. of the Aggregate Nominal

concession: Amount

(v) Transfer Restrictions:

Reg. S Compliance Category 2;

TEFRA not applicable. There are restrictions on the sale and transfer of Notes and the distribution of offering materials in the United States. The Notes have not been and will not be registered under the Securities Act, or with any securities regulatory authority of any State or other jurisdiction of the United States, and may not be offered or sold within the United States or to, or for the account or benefit of, any U.S. person (within the meaning of Regulation S under the Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. The Notes will be offered and sold to non-U.S. persons outside the United States in reliance on Regulation S and within the United States only to "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) who are also "qualified purchasers" (as defined in Section 2(a)(51) of the Investment Company Act) in reliance on Rule 144A. Prospective purchasers are hereby notified that sellers of the Notes may be relying on the exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A. See "Subscription and Sale" and "Transfer Restrictions" in the Base Prospectus.

(vi) Non-exempt Offer:

Not Applicable

ISSUE SPECIFIC SUMMARY

This summary relates to USD 3,000,000,000 1.75 per cent. Notes due 24 September 2019 (the "**Notes**") described in the final terms (the "**Final Terms**") to which this summary is attached. This summary includes information contained in the summary of the Base Prospectus related to the Notes together with the relevant information from the Final Terms.

This summary should be read as an introduction to the Base Prospectus and the Final Terms and is provided in order to aid investors when considering whether to invest in the Notes, but it does not replace the Base Prospectus and the Final Terms. Any decision to invest in the Notes should be based on consideration of the Base Prospectus and the Final Terms as a whole by the investor, including the documents incorporated by reference.

Summaries are made up of disclosure requirements known as 'Elements'. These elements are numbered in Sections A - E (A.1 - E.7).

This summary contains all the Elements required to be included in a summary for this type of securities and Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.

Even though an Element may be required to be inserted in the summary because of the type of securities and Issuer, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element is included in the summary with the mention of 'Not Applicable'.

	Section A - Introduction and warnings		
A.1	Introduction warning	and	This summary must be read as an introduction to the Base Prospectus. Any decision to invest in the Notes should be based on a consideration by any investor of the Base Prospectus as a whole, including any documents incorporated by reference and any supplement from time to time. Where a claim relating to information contained in the Base Prospectus is brought before a court, the plaintiff investor may, under the national legislation of the Member State of the European Economic Area have to bear the costs of translating the Base Prospectus or any supplement or document incorporated by reference before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary, including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Notes.

A.2	Consent for use	Not Applicable: the Issuer does not consent to the use of the Base
	of the Base	Prospectus in subsequent resale of final placement.
	Prospectus in	
	subsequent	
	re-sale or final	
	placement,	
	indication of Offer	
	Period and	
	conditions to	
	consent for	
	subsequent	
	re-sale or final	
	placement and	
	warning	

	Section B – Issuer		
B.1	The legal and commercial name of the Issuer	Caisse d'Amortissement de la Dette Sociale ("CADES" or the "Issuer").	
B.2	The domicile and legal form of the Issuer, the legislation under which the Issuer operates and its country of incorporation	CADES was established by the French State by order n° 96-50, dated 24 January 1996 (ordonnance n° 96-50 relative au remboursement de la dette sociale) as an administrative public agency (établissement public national à caractère administratif). CADES' registered office is located at 15-17 rue Marsollier 75002 Paris – France and its telephone number is +33 1 55 78 58 32.	
B.4b	A description of any known trends affecting the Issuer and the industries in which it operates	Not Applicable. There are no known trends affecting the Issuer and the industries in which it operates.	
B.5	Description of the Issuer's Group and the Issuer's position within the Group	Not Applicable. CADES does not form part of any group.	
B.9	Profit forecast or estimate	Not Applicable. The Issuer does not provide profit forecasts or estimates in the Base Prospectus or any documents incorporated by reference in the Base Prospectus.	

B.10	Qualifications in	The auditor	's report with	n respect to t	the unaudited	semi-annual
	the auditors' report	financial sta	•	f 30 June 201	7 which have	been subject
		ended 31 I opinion, dre connection contribution levy tax or amounts in properly rec	December 20'ew attention to the revenu ("CRDS"), the capital incocluded in the corded. 's report with year ended	15, the audito to the fact the es of the soci e social securi me only con supports pro-	nat the role of ial security de ity contribution sists in ensurated by the of the financial state.	S for the year ualifying their of CADES in bt repayment in ("CSG") and ring that the collectors are tements as of this the same
B.12	Selected historical key	(in millions of	As at 30 June 2017	As at 30 June 2016	As at 31 December 2016	As at 31 December 2015
	financial information	euros) Treasury bills and other bills eligible for refinanci ng with central banks	4,234.00	0.00	4,000.00	9,000.00
		Total assets and liabilities	10,410.80	12,902.78	12,628.88	18,259.27
		Sub-total – Debts	139,404.35	149,858.07	148,364.01	144,797.09
		Sub-total – Reserves	(129,091.9 6)	(137,068.3 1)	(135,833.5 3)	(126,650.8 8)
		Net profit for the period then ended	6,741.57	6,582.57	14,426.39	13,512.87
			been no mate ince 31 Decer		change in the	prospects of
			been no signi he Issuer sinc	-	e in the financ 7.	cial or trading
B.13	Recent material events particular to the Issuer's solvency	as amended in the Officia	d by decree n al Journal on	°2017-869 da 10 May 2017)	provides that	ed to CADES 17 (published CADES may ponsibility of

B.14	Extent to which	certain financing activities in accordance with article 5-II of the order n°96-50 dated 24 January 1996 on the social debt repayment. The Board of Directors (conseil d'administration) of CADES (the "Board of Directors") has approved on 6 July 2017 a mandate agreement between CADES and the Agence France Trésor (the "AFT") by which AFT is entrusted to execute in the name and on behalf of the Issuer, the issuance programme and the operational responsibility for the financing activities of CADES. For these purposes, a mandate agreement has been signed by the President of CADES, entrusting AFT, represented by its chief executive (directeur général) the task of conducting such financing operations. Save as stated above, there have been no recent events which the Issuer considers materially relevant to the evaluation of its solvency.
В.14	the Issuer is dependent upon other entities within the Group	Not applicable. CADES does not form part of any group.
B.15	Principal activities of the Issuer	CADES is responsible for financing and repaying a portion of the accumulated debt of France's social security system. CADES finances this debt by borrowing primarily in the debt capital markets and using the proceeds of social security taxes imposed on French taxpayers' earnings to service interest payments and repay principal on the amounts borrowed.
B.16	Extent to which the Issuer is directly or indirectly owned or controlled	As a French administrative public agency, CADES is separate from, but under the control and authority of, the French State as it is directly under the dual authority of the Minister in charge of the Economy, Finance and Industry and the Minister in charge of Social Security. Certain decisions of the Board of Directors require approval of the Minister in charge of the Economy, Finance and Industry and the Minister in charge of Social Security before they become effective, including decisions related to the budget, financial accounts, and management agreements.

B.17 Credit ratings assigned to the Issuer or its debt securities

As at the date of the Base Prospectus, the Issuer's long term and short-term debt has been respectively rated (i) Aa2 and P-1 (stable outlook) by Moody's France S.A.S. ("**Moody's**") and (ii) AA and F1+ (stable outlook) by Fitch France S.A.S. ("**Fitch**").

The Notes to be issued have been rated:

Moody's: Aa2 Fitch: AA

Each of such credit rating agencies is established in the European Union and is registered under Regulation (EU) No. 1060/2009, as amended by Regulation (EU) No. 513/2011 (the "CRA Regulation"), and is included in the list of credit rating agencies published by the European Securities and Market Authority on its website (www.esma.com) in accordance with the CRA Regulation.

A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, change or withdrawal at any time by the assigning credit rating agency without notice.

	Section C - Securities				
C.1	Type and class of the Notes ISIN number and Common Code	The Notes will be issued on a syndicated basis, under Series No. 22. The Notes will be issued in registered form ("Registered Notes").			
		(U.S.\$ 2,488,432,000 nominal common safekeeper for Euro (that is, held under the NSS	d by a Regulation S Global Certificate amount) registered in the name of a oclear and Clearstream, Luxembourg and Rule 144A Global Certificates amount) registered in the name of a		
		Clearing Systems: Clearstrea for Registered Notes.	m, Luxembourg, Euroclear and DTC		
		The Notes are Fixed Rate Note	es.		
		Unrestricted Notes			
		ISIN:	XS1705860267		
		Common Code:	170586026		
		Restricted Notes			
		ISIN:	US12802DAT37		
		CUSIP:	12802DAT3		
		Common Code:	170587227		
C.2	Currencies	The currency of the Notes is:	United States Dollars ("USD")		
C.5	Description of any	There are certain provisions	which restrict the Notes from being		

restrictions on the free transferability of the Notes

offered, sold or otherwise transferred in various jurisdictions. There are restrictions on the transfer of Notes sold to non-U.S. persons in offshore transactions pursuant to Regulation S under the Securities Act prior to the expiration of the relevant distribution compliance period and on the transfer of Registered Notes sold in the United States to QIBs that are also QPs (as defined in Section 2(a)(51) of the Investment Company Act) pursuant to Rule 144A under the Securities Act.

The Issuer is Category 2 for the purposes of Regulation S under the Securities Act, as amended.

Regulation S Compliance Category 2; TEFRA not applicable: there are no TEFRA transfer restrictions.

C.8 Description of rights attached to the Notes including ranking and limitations to those rights

Cross Default

None.

Negative pledge

There will be a negative pledge in respect of the Notes.

Events of Default

There will be Events of Default in respect of (a) non-payment, (b) breach of other obligations and (c) dissolution.

Withholding tax

All payments of principal, interest and other revenues in respect of the Notes will be made free and clear of French withholding taxes unless required by applicable law or regulation. In the event of any such withholding, the Issuer shall not, nor shall it be required to, pay any additional amount in respect of any such withholding.

Governing law

The Notes will be governed by English law.

Meetings of Holders

The Notes contain provisions for calling meetings of holders to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders including holders that did not attend and vote at the relevant meeting and holders that voted in a manner contrary to the majority.

Status of the Notes

Notes will constitute direct, unconditional, unsubordinated and (subject to the negative pledge provisions) unsecured obligations of the Issuer and will rank *pari passu* among themselves.

Prescription

Claims against the Issuer for payment in respect of the Notes, Receipts and Coupons (which for this purpose shall not include Talons) shall be prescribed and become void unless made within 10 years (in the case of principal) or five years (in the case of interest) of the relevant date. C.9 Interest, maturity See Element C.8 above for the rights attached to the Notes, ranking and redemption and limitations. provisions, yield and representation of the Noteholders **Fixed Rate Notes** Applicable: 1.75 per cent. per annum payable on 24 March and 24 September in each year commencing on 24 March 2018 and ending on the Maturity Date. **Floating Rate Notes** Not Applicable: the Notes are not floating rate notes. **Zero Coupon Notes** Not Applicable: the Notes are not zero coupon notes. Maturity 24 September 2019 Redemption Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date (see above) at 100 per cent. of their nominal amount. **Optional Redemption** Call option Not Applicable: there is no call option. Put option Not Applicable: there is no put option. **Early Redemption Amount:** 100 per cent. of the nominal amount of the Notes Yield: 1.823 per cent. per annum. **Representative of Noteholders** Not applicable. There is no representative of Noteholders.

C.10	Derivative component in interest payments	See Element C.9 for the Interest, maturity and redemption provisions, yield and representative of the Noteholders. Not Applicable. The Notes issued under the Programme do not contain any derivative component in the interest payment.
C.11	Admission to trading on a Regulated Market	Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange and listed on the Luxembourg Stock Exchange with effect from 24 October 2017.
C.21	Indication of Market	Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange and listed on the Luxembourg Stock Exchange with effect from 24 October 2017.

	Section D – Risk Factors			
D.2	Key information on the key risks that are specific to the Issuer or its	There are certain factors that may affect the ability of the Issuer to fulfil its obligations under the Notes.		
	industry	The following are the key risk factors relating to Issuer and its industry and include, without limitation:		
		Payment risks: credit risk in relation to CADES is limited, because of the fact that the French State is ultimately responsible for the solvency of CADES and because of the allocation of resources to CADES by the government;		
		The French State has transferred additional social security debt to the Issuer in the past and may do so in the future: these debt transfers have increased and will continue to increase CADES' funding requirements in the debt capital markets and its exposure to the volatility of those markets. In addition, the French State may carry out further debt transfers in the future, which would increase CADES' funding requirements and debt capital markets exposure;		
		The revenues of CADES from the social security taxes it receives may vary: CADES' revenue sources (the CRDS and the CSG) are mainly based on the salaries of French taxpayers (masse salariale). Tax receipts from the CRDS are closely correlated with France's nominal gross domestic product;		
		The Issuer faces various market risks, such as counterparty risk and interest rate risks, as well as exchange rate risks;		
		The Issuer faces risks related to its financial statements;		
		Differences in accounting methodology may be material to an understanding of the financial information contained in		

		the Base Prospectus; and
		The Issuer has not registered, and will not register, as an investment company under the U.S. Investment Company Act of 1940.
		•
D.3	Key information on the key risks that are specific to the Notes	There are certain factors which are material for the purpose of assessing the risks associated with Notes issued under the Programme, including the following risks relating to the Notes: • The Notes may not be a suitable investment for all investors;
		 None of the Issuer, nor the Dealer or any of their affiliates has or assumes any responsibility for the lawfulness of the acquisition of the Notes by a prospective investor, whether under the laws of the jurisdiction of its incorporation or the jurisdiction in which it operates (if different), or for compliance by that prospective investor with any law, regulation or regulatory policy applicable to it;
		The trading market for debt securities may be volatile and may be adversely impacted by many events, such as economic and market conditions and, to varying degrees, interest rates, currency exchange rates and inflation rates in other European and other industrialised countries;
		 An active trading market for the Notes may not develop and there can be no assurance that an active trading market for the Notes will develop, or, if one does develop, that it will be maintained;
		 Any early redemption at the option of the Issuer, provided for in the Final Terms, could cause the yield received by any Noteholders to be considerably less than anticipated and the redeemed face amount of the Notes may be lower than the purchase price for the Notes paid by the Noteholder, in which case part of the capital invested by such Noteholder may be lost;
		The Notes may be subject to restrictions on transfer which may adversely affect their value and, in particular, restrictions on transfer in relation to U.S. Securities laws or the laws of any other relevant country;
		The Notes contain limited events of default (in particular, there is no cross-default of the Issuer's other obligations);
		 A Noteholder's actual yield on the Notes may be reduced from the stated yield due to transaction costs incurred when the Notes are purchased or sold (including transaction fees and commissions), which may

- significantly reduce or even exclude the profit potential of the Notes;
- A Noteholder's effective yield on the Notes may be diminished due to the tax impact on that Noteholder of its investment in the Notes if payments of interest on the Notes, or profits realised by the Noteholder upon the sale or repayment of the Notes, are subject to taxation in the Noteholder's home jurisdiction or in other jurisdictions in which it is required to pay taxes;
- Foreign currency bonds expose investors to foreign exchange risk as well as to Issuer risk;
- The Notes may be subject to exchange rate risks, in particular if an investor's financial activities are denominated principally in a currency or currency unit other than the Specified Currency and if that exchange rates significantly change;
- The Notes are subject to interest rate risks being that subsequent changes in market interest rates may adversely affect the value of the Notes;
- Holdings of less than the minimum Specified Denomination may be affected if the Notes are traded in denominations that are not integral multiples of the Specified Denomination, in which case the holder of such Notes will not receive a definitive Note in respect of such holding (should definitive Notes be printed) and would need to purchase a principal amount of Notes such that it holds an amount equal to one or more Specified Denominations;
- Taxes, charges and duties may be payable in respect of purchases of the Notes in accordance with laws and practices of the country where the Notes are transferred or the laws and practices of other jurisdictions;
- The Issuer shall not pay any additional amounts in respect of grossing-up in case of withholding or deduction for reason of French taxes required by applicable law on any payments made by the Issuer under the Notes;
- The decision of the majority of Noteholders taken during meetings called to consider matters affecting their interest generally may bind all holders of the Notes;
- The Notes may be affected by changes in law and no assurance can be given as to the impact of any possible judicial decisions or change to English (or any other relevant) law after the date of the Base Prospectus, nor can any assurance be given as to whether any such

change could adversely affect the ability of the Issuer to make payments under the Notes; and
The credit ratings assigned to the Notes may not reflect the potential impact of all risks related to structure, market and other factors that may affect the value of the Notes.

	Section E - Offer			
E.2b	Reason for the offer and use of proceeds	The net proceeds of the issue of any Notes will be used for the general financing purposes of the Issuer.		
E.3	Terms and conditions of the offer	The Notes are not offered to the public.		
E.4	Interests of natural and legal persons involved in the issue of the Notes	Save as discussed in "Subscription and Sale" in the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer, including conflicting interests.		
E.7	Estimated expenses charged to investor by the Issuer or the offeror	Not applicable, there are no expenses charged to the investor by the Issuer.		