

Final Terms dated 4 August 2010



**COMPAGNIE DE  
FINANCEMENT  
FONCIER**  
CREDIT FONCIER GROUP

**COMPAGNIE DE FINANCEMENT FONCIER**

Euro 125,000,000,000

Euro Medium Term Note Programme

for the issue of *Obligations Foncières*

Due from one month from the date of original issue

**SERIES NO: 509**

**TRANCHE NO: 1**

**EUR 10,000,000 3.40 per cent. per annum Fixed Rate *Obligations Foncières* due 6 August 2020**

**Issued by: COMPAGNIE DE FINANCEMENT FONCIER (the “Issuer”)**

Issue Price: 99.40 per cent.

**WestLB AG**

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (2003/71/EC) (each, a “Relevant Member State”) will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly any person making or intending to make an offer in that Relevant Member State of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Manager 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 Manager has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances

## 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 1 July 2010 which has received visa n°10-214 from the *Autorité des marchés financiers* (the “AMF”) on 1 July 2010 which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (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. 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 is available for viewing at the office of the Fiscal Agent or each of the Paying Agents and on the website of the AMF, and copies may be obtained from Compagnie de Financement Foncier, 4, Quai de Bercy, 94224 Charenton Cedex, France.

<b>1</b>	Issuer:	Compagnie de Financement Foncier
<b>2</b>	(i) Series Number:	509
	(ii) Tranche Number:	1
<b>3</b>	Specified Currency or Currencies:	Euro (“ <b>EUR</b> ”)
<b>4</b>	Aggregate Nominal Amount of Notes listed and admitted to trading:	
	(i) Series:	EUR 10,000,000
	(ii) Tranche:	EUR 10,000,000
<b>5</b>	Issue Price:	99.40 per cent. of the Aggregate Nominal Amount
<b>6</b>	Specified Denominations:	EUR 50,000
<b>7</b>	(i) Issue Date:	6 August 2010
	(ii) Interest Commencement Date:	Issue Date
<b>8</b>	Maturity Date:	6 August 2020
<b>9</b>	Interest Basis:	3.40 per cent. Fixed Rate <i>(further particulars specified below)</i>
<b>10</b>	Redemption/Payment Basis:	Redemption at par
<b>11</b>	Change of Interest or Redemption/Payment Basis:	Not Applicable

12	Put/Call Options:	Not Applicable
13	(i) Status of the Notes:	<i>Obligations Foncières</i>
	(ii) Dates of the corporate authorisations for issuance of Notes obtained:	Decision of the <i>Conseil d'administration</i> of <i>Compagnie de Financement Foncier</i> dated 15 December 2009 authorising (i) the issue of the Notes and (ii) <i>inter alios</i> , its Président <i>Directeur Général</i> and its <i>Directeur Général Délégué</i> to sign and execute all documents in relation to the issue of Notes, and decision of the <i>Conseil d'administration</i> of the Issuer dated 30 June 2010 authorising the quarterly programme of borrowings which benefit from the <i>privilège</i> referred to in Article L. 515-19 of the French <i>Code monétaire et financier</i> up to and including Euro 8 billion for the third quarter of 2010.
14	Method of distribution:	Non-syndicated

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

15	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Rate of Interest:	3.40 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	6 August in each year commencing on 6 August 2011
	(iii) Fixed Coupon Amount:	EUR 1,700 per EUR 50,000 in nominal amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction (Condition 5(a)):	Actual/Actual ICMA/ unadjusted
	(vi) Determination Date(s) (Condition 5(a)):	6 August in each year
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16	<b>Floating Rate Provisions</b>	Not Applicable
17	<b>Zero Coupon Note Provisions</b>	Not Applicable
18	<b>Index Linked Interest Note/other variable-linked interest Note Provisions</b>	Not Applicable
19	<b>Dual Currency Note Provisions</b>	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

20	<b>Call Option</b>	Not Applicable
21	<b>Put Option</b>	Not Applicable

**22**      **Final Redemption Amount of each Note**                      EUR 50,000 per Note of EUR 50,000 Specified Denomination

**23**      **Early Redemption Amount**

Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on any early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions).

Not Applicable

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

**24**      Form of Notes:

Dematerialised Notes

(i)      Form of Dematerialised Notes:

Bearer dematerialised form (*au porteur*)

(ii)     Registration Agent:

Not Applicable

(iii)    Temporary Global Certificate:

Not Applicable

(iv)    Applicable TEFRA exemption:

Not Applicable

**25**      Financial Centre(s) (Condition 7(h)) or other special provisions relating to Payment Dates:

TARGET and Frankfurt

Adjusted Payment Date (Condition 7(h)):

The next following business day that is a business day..

**26**      Talons for future Coupons or Receipts to be attached to Definitive Materialised Notes (and dates on which such Talons mature):

Not Applicable

**27**      Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made:

Not Applicable

**28**      Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:

Not Applicable

**29**      Redenomination, renominalisation and reconventioning provisions:

Not Applicable

**30**      Consolidation provisions:

Not Applicable

**31**      Representation of holders of Notes - *Masse* (Condition 10)

Applicable

The Initial Representative will be:

MURACEF  
5, rue Masseran  
75007 Paris  
France

The Alternative Representative will be:

M. Hervé Bernard VALLEE  
1, Hameau de Suscy  
77390 Crisenoy  
France

The Representatives will not receive any remuneration

32 Other final terms: Not Applicable

**DISTRIBUTION**

33 (i) If syndicated, names of Managers: Not Applicable

(ii) Stabilising Manager(s) (if any): Not Applicable

34 If non-syndicated, name of Dealer: WestLB AG, Herzogstraße 15, D-40217  
Düsseldorf

35 Additional selling restrictions: Not Applicable

**PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required for issue and admission to trading on the *Bourse du Luxembourg* (regulated market of the Luxembourg Stock Exchange) of the Notes described herein pursuant to the Euro 125,000,000,000 Euro Medium Term Note Programme of Compagnie de Financement Foncier.

**RESPONSIBILITY**

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

Signed on behalf of the Issuer:

Duly represented by:

## PART B – OTHER INFORMATION

### 1. RISK FACTORS

*Not Applicable*

### 2. LISTING

- |   |   |
|---|---|
| (i) Admission to trading:   | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the <i>Bourse du Luxembourg</i> (regulated market of the Luxembourg Stock Exchange) with effect from 6 August 2010. |
| (ii) Additional publication of the Base Prospectus and Final Terms:   | The Base Prospectus and the Final Terms will be published on the website of the <i>Bourse de Luxembourg</i> (www.bourse.lu).  |
| (iii) Estimate of total expenses related to admission to trading:   | EUR 3,550   |
| (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  |

### 3. RATINGS

Ratings:

The Programme has been rated Aaa by Moody's Investors Service and AAA by Standard & Poor's Ratings Services.

For Moody's Investors Service, Notes issued under the Programme are deemed to have the same rating as the Programme, investors are invited to check on a regular basis the rating assigned to the Programme which is publicly disclosed via Moody's Investors Service rating desk or moodys.com.

The Notes issued under the Programme will be rated AAA by Standard & Poor's Ratings Services<sup>1</sup> and by Fitch Ratings<sup>1</sup>.

*(The above disclosure should reflect the rating allocated to Notes of the type being issued under the Programme generally or, where the issue has been specifically rated, that rating.)*

### 4. NOTIFICATION

The *Autorité des marchés financiers* in France has provided the *Commission de Surveillance du Secteur Financier* in Luxembourg with a certificate of approval attesting that the Base Prospectus dated 1 July 2010 has been drawn up in accordance with the Prospectus Directive.

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<sup>1</sup> An obligation rated "AAA" has the highest rating assigned by Standard & Poor's Ratings Services. The obligor capacity to meet its financial commitment on the obligation is extremely strong (source: Standard & Pooers Ratings Services). A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency without notice.

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

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.

## 6. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- |                                 |  |
|---------------------------------|--|
| (i) Reasons for the offer:      | The net proceeds of the issue of the Notes will be used for the Issuer’s general corporate purposes. |
| (ii) Estimated net proceeds:    | EUR 9,940,000  |
| (iii) Estimated total expenses: | See Part B item 2 (iii) above  |

## 7. YIELD

- |                      |  |
|----------------------|--|
| Indication of yield: | 3.472 per cent.<br>The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield. |
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## 8. OPERATIONAL INFORMATION

ISIN Code: FR0010926311

Common Code: 053034438

Depositories:

- |   |     |
|---|-----|
| (i) Euroclear France to act as Central Depository               | Yes |
| (ii) Common Depository for Euroclear and Clearstream Luxembourg | No  |

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

The Agents appointed in respect of the Notes are:

**Fiscal Agent, Principal Paying Agent and Calculation Agent**  
Deutsche Bank AG, London Branch  
Winchester House  
1 Great Winchester Street  
EC2N 2DB London  
United Kingdom

**Luxembourg Paying Agent and Listing Agent:**  
Deutsche Bank Luxembourg S.A.  
2, boulevard Konrad Adenauer  
L-1115 Luxembourg  
Grand-Duchy of Luxembourg

**Paris Paying Agent**  
Crédit Foncier de France  
4, Quai de Bercy  
94224 Charenton Cedex  
France

Names and addresses of additional Paying  
Agent(s) (if any):

Not Applicable

The aggregate principal amount of Notes issued  
has been translated into Euro at the rate of  
[*currency*] [•] per Euro 1.00, producing a sum of:

Not Applicable