

EXECUTION COPY



Final Terms dated 27 January 2010

CAISSE DES DÉPÔTS ET CONSIGNATIONS

Issue of USD 200,000,000 Floating Rate Notes due January 2013
under the
€6,000,000,000
Euro Medium Term Note Programme

SERIES NO: 42
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 January 2009 which received visa no.09-021 from the *Autorité des marchés financiers (AMF)* on 30 January 2009 and the first Supplement to the Base Prospectus dated 21 April 2009 which received visa no. 09-106 from the AMF on 21 April 2009, the second Supplement to the Base Prospectus dated 21 July 2009 which received visa no. 09-227 from the AMF on 21 July 2009 and the third Supplement to the Base Prospectus dated 4 November 2009 which received visa no. 09-320 from the AMF on 4 November 2009 which together constitute 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 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", on the website of the Issuer "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:	42
	(ii) Tranche Number:	1
3.	Specified Currency or Currencies:	U.S. dollars (USD)
4.	Aggregate Nominal Amount of Notes admitted to trading:	USD 200,000,000
5.	Issue Price:	99.924 per cent. of the Aggregate Nominal Amount
6.	Specified Denomination(s):	USD 100,000
7.	(i) Issue Date:	29 January 2010
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	The Interest Payment Date falling in or nearest to 29 January 2013
9.	Interest Basis:	3-month USD LIBOR + 0.10 per cent. Floating Rate (further particulars specified below)
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest or Redemption/Payment Basis:	Not Applicable
12.	Put/ Call Options:	Not Applicable
13.	(i) Status of the Notes:	Unsubordinated
	(ii) Date of approval for the issuance of Notes obtained:	Decision of Mr. Augustin de Romanet in his capacity of <i>Directeur général</i> of the Issuer dated

26 January 2010

14. Method of distribution: Non-syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15. Fixed Rate Note Provisions Not Applicable

16. Floating Rate Provisions Applicable

- (i) Interest Period(s): From (and including) the Issue Date to (but excluding) 29 April 2010 and then from (and including) each Specified Interest Payment Date to (but excluding) the next succeeding Specified Interest Payment Date
- (ii) Specified Interest Payment Dates: 29 January, 29 April, 29 July and 29 October in each year from 29 April 2010 to and including the Maturity Date
- (iii) Interest Period Date: Not Applicable
- (iv) Business Day Convention: Modified Following Business Day Convention
- (v) Business Centre(s): Target, London and New York
- (vi) Manner in which the Rate(s) of Interest is/are to be determined: FBF Determination
- (vii) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Calculation Agent:): HSBC France
- (viii) Screen Rate Determination (Condition 5(c)(iii)(C)): Not Applicable
- (ix) FBF Determination (Condition 5(c)(iii)(A))
 - Floating Rate: 3-month USD LIBOR
 - Floating Rate Determination Date (*Date de Détermination du Taux Variable*): Second London business day prior to the start of each Interest Period
- (x) ISDA Determination 5(c)(iii)(B)): Not Applicable
- (xi) Margin(s): + 0.10 per cent. per annum
- (xii) Minimum Rate of Interest: 0 per cent. per annum
- (xiii) Maximum Rate of Interest: Not Applicable
- (xiv) Day Count Fraction (Condition 5(a)): Actual/360 (adjusted)
- (xv) Fall back provisions, rounding provisions, Not Applicable

denominator and any other terms relating to the method of calculating interest on Floating Rate Notes, if different from those set out in the Conditions:

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| 17. | Zero Coupon Note Provisions | Not Applicable |
| 18. | Index Linked Interest Note Provisions/other variable-linked interest Note Provisions | Not Applicable |
| 19. | Dual Currency Note Provisions | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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| 20. | Call Option (Issuer Call) | Not Applicable |
| 21. | Put Option (Investor Put) | Not Applicable |
| 22. | Final Redemption Amount of each Note: | USD 100,000 per Note of USD 100,000 Specified Denomination |
| 23. | Early Redemption Amount | As set out in the Conditions |

Early Redemption Amount(s) payable on redemption for or an Event of Default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 24. | Forms of Notes: | Dematerialised Notes |
| | (i) Form of Dematerialised Notes: | Bearer dematerialised form (<i>au porteur</i>) |
| | (ii) Registration Agent: | Not Applicable |
| | (iii) Temporary Global Certificate: | Not Applicable |
| | (iv) Applicable TEFRA exemption: | Not Applicable |
| 25. | Financial Centre(s) or other special provisions relating to payment dates: | Target, London and New York |
| 26. | Talons for future Coupons or Receipts to be attached to Definitive 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 and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: | Not Applicable |

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| 28. | Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made: | Not Applicable |
| 29. | Redenomination, renominatisation and reconventioning provisions: | Not Applicable |
| 30. | Consolidation provisions: | Not Applicable |
| 31. | <i>Masse</i> (Condition 11): | Applicable |
| | | Initial Representative: |
| | | Philippe Laroche
32 rue de Fleurus
75006 Paris |
| | | Alternate Representative: |
| | | Eskander KAABACHI
3 rue Jean Philippe Rameau
91380 Chilly Mazarin |
| | | The Representative will not receive any remuneration |
| 32. | Other final terms: | Not Applicable |

DISTRIBUTION

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| 33. | (a) If syndicated, names of Managers: | Not Applicable |
| | (b) Stabilising Manager(s) (if any): | Not Applicable |
| 34. | If non-syndicated, name of Dealers: | HSBC Bank plc |
| 35. | Whether TEFRA D or TEFRA C rules applicable or TEFRA rules not applicable: | TEFRA not applicable |
| 36. | Additional selling restrictions: | Not Applicable |
| 37. | Tax regime in respect of Notes not constituting <i>obligations</i> under French law or <i>titres de créances négociables</i> within the meaning of the ruling (FP) 2007/59 of the <i>Direction générale des impôts</i> dated 8 January 2008 or other debt securities considered by the French tax authorities as falling into similar categories: | Not Applicable |

LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the €6,000,000,000 Euro Medium Term Notes Programme of the Issuer.

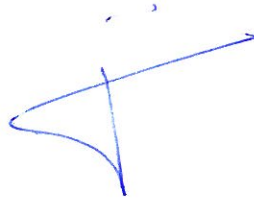
RESPONSIBILITY

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

Signed on behalf of the Issuer

By:

Duly authorised

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PART B – OTHER INFORMATION

1. LISTING

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| (i) | Listing: | Paris Stock Exchange (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) | Additional publication of the Base Prospectus and Final Terms | Not Applicable |
| (iv) | Estimate of total expenses related to admission to trading: | € 1.825 |
| (v) | 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 | None |

2. RATINGS AND EURO EQUIVALENT

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| Ratings: | The Programme is currently rated as follows.
Standard & Poor's Ratings Services: AAA/A-1+
Fitch Ratings: AAA/F1+
Moody's: Aaa/Prime-1
The Notes to be issued have not been rated |
| Euro equivalent: | Euro 141,542,816.70
The aggregate principal amount of Notes issued has been converted into Euro at the rate of 1.4130 USD for 1 Euro, producing a sum of: Euro 141,542,816.70 |

3. NOTIFICATION

Not Applicable.

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

So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

5. THIRD PARTY INFORMATION AND STATEMENT BY EXPERTS

Not Applicable.

6. FLOATING RATE

Details of historic LIBOR rates can be obtained from Reuter's page LIBOR01.

7. INFORMATION

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| (i) | ISIN Code: | FR0010851600 |
| (ii) | Common Code: | 048311750 |
| (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 free of payment |
| (v) | Names and addresses of additional Paying Agent(s) (if any): | Not Applicable |
| (vi) | Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and description of the main terms of their commitment. | Not Applicable |