Final Terms dated 14 September 2010

CADES
(CAISSE D'AMORTISSEMENT DE LA DETTE SOCIALE)
Issue of GBP 200,000,000 2.25 per cent. Notes due 2015 (the "Notes")
under the Euro 75,000,000,000 Debt Issuance Programme
of CADES (the "Issuer")

SERIES NO: 289
TRANCHE NO: 1

Issue Price: 99.700 per cent.

JOINT LEAD MANAGERS

RBC CAPITAL MARKETS
THE ROYAL BANK OF SCOTLAND

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 which received from the *Autorité des marchés financiers* ("**AMF**") visa n°10-156 on 28 May 2010 (the "**Base Prospectus**") 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 on the AMF website and copies may be obtained from the Issuer.

1.	Issuer:	Caisse d'amortissement de la dette sociale
2.	(i) Series Number:	289
	(ii)Tranche Number:	1
3.	Specified Currency or Currencies:	Pounds sterling ("**GBP**")
4.	Aggregate Nominal Amount:	
	(i) Series:	GBP 200,000,000
	(ii) Tranche:	GBP 200,000,000
5.	Issue Price:	99.700 per cent. of the Aggregate Nominal Amount
6.	Specified Denomination:	GBP 1,000
7.	(i) Issue Date:	16 September 2010
	(ii) Interest Commencement Date:	16 September 2010
8.	Maturity Date:	7 December 2015
9.	Interest Basis:	2.25 per cent. Fixed Rate
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:	Senior

	(ii) Date of Board approval for issuance of Notes obtained:	Resolution of the Board of Directors (*Conseil d'administration*) of the Issuer dated 5 March 2010 authorising the Issuer's borrowing programme and delegating all powers to issue notes to its *Président* and of the approval of the Issuer's borrowing programme by the Minister of the Economy, Finance and Industry dated 27 April 2010.
14.	Method of distribution:	Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	2.25 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date:	7 December in each year commencing on 7 December 2011. There will be a first long coupon in respect of the first Interest Period, from, and including, the Interest Commencement Date up to, but excluding, 7 December 2011.
	(iii) Fixed Coupon Amount:	GBP 22.50 per GBP 1,000 in nominal amount subject to the provisions of paragraph "Broken Amount(s)" below.
	(iv) Broken Amount(s):	In respect of the first Interest Payment Date: GBP 27.55 per Note of GBP 1,000 in Nominal Amount.
	(v) Day Count Fraction:	Actual/Actual ICMA
	(vi) Determination Dates:	7 December in each year
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16.	Floating Rate Note Provisions	Not Applicable
17.	Zero Coupon Note Provisions	Not Applicable
18.	Index-Linked Interest Note/other variable-linked interest Note Provisions	Not Applicable
19.	Dual Currency Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

20.	Call Option	Not Applicable
21.	Put Option	Not Applicable
22.	Final Redemption Amount of each Note	GBP 1,000 per Specified Denomination

23.	Early Redemption Amount	Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24.	Form 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
25.	Financial Centre(s) or other special provisions relating to Payment Dates:	TARGET and London
26.	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
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
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.	*Masse*:	Applicable The initial representative of the *Masse* is: Muriel Caton c/o The Royal Bank of Scotland plc 92 boulevard Haussmann 75008 Paris France

	The alternative representative of the *Masse* will be: Benoit Duret c/o The Royal Bank of Scotland plc 92 boulevard Haussmann 75008 Paris France The acting representative shall receive no remuneration.
32. Other final terms:	Not Applicable

DISTRIBUTION

33. (i) If syndicated, names and addresses of Managers and underwriting commitments:	**Joint Lead Managers:** **Royal Bank of Canada Europe Limited** 71 Queen Victoria Street London EC4V 4DE United Kingdom Underwriting commitment: GBP 100,000,000 **The Royal Bank of Scotland plc** 135 Bishopsgate London EC2M 3UR United Kingdom Underwriting commitment: GBP 100,000,000
(ii) Date of Subscription Agreement:	14 September 2010
(iii) Stabilising Manager(s) (if any):	Not Applicable
34. If non-syndicated, name and address of Dealer:	Not Applicable
35. Total commission and concession:	0.125 per cent. of the Aggregate Nominal Amount
36. Additional selling restrictions:	**United States of America**: TEFRA rules are 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 Euro 75,000,000,000 Debt Issuance Programme of the Issuer.

RESPONSIBILITY

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

Signed on behalf of the Issuer:

By: Patrice RACT MADOUX

Duly authorised

PART B – OTHER INFORMATION

1. LISTING

(i) Listing:	Luxembourg Stock Exchange
(ii) Admission to trading:	Application has been made for the Notes to be admitted to trading on the Luxembourg Stock Exchange with effect from 16 September 2010.
(iii) Estimate of total expenses related to admission to trading:	Euro 3,370 (listing fees)
(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

Ratings:	The Programme has been rated: S & P: AAA Moody's: Aaa Fitch: AAA

3. NOTIFICATION

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

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

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

5. 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:	GBP 199,150,000
(iii) Estimated total expenses:	Euro 3,370

6. YIELD

Indication of yield:	2.310 per cent. per annum of the Aggregate Nominal Amount The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

7. OPERATIONAL INFORMATION

ISIN Code:	FR0010942086
Common Code:	054240058
Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking *Société Anonyme* and the relevant identification number(s):	Euroclear France S.A.
Delivery:	Delivery against payment
Names and addresses of additional Paying Agent(s) (if any):	KBL European Private Bankers S.A. 43, boulevard Royal L-2955 Luxembourg Grand-Duchy of Luxembourg
Names and addresses of relevant Dealer(s):	See § 33 of Part A.
Date of the Subscription Agreement:	14 September 2010
The aggregate principal amount of Notes issued has been translated into Euro at the rate of GBP 1.207 per Euro 1.00, producing a sum of:	Euro 241,400,000
The Luxembourg Listing Agent appointed in respect of the Notes is:	KBL European Private Bankers S.A.