

PRIIPS REGULATION - PROHIBITION OF SALES TO EEA RETAIL INVESTORS - The *Obligations Foncières* are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the "EEA"). 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 Directive 2014/65/EU of the European Parliament and of the Council dated 15 May 2014 on markets in financial instruments (as amended, "MiFID II"); or (ii) a customer within the meaning of Directive 2016/97/EU of the European Parliament and of the Council dated 20 January 2016 on insurance distribution, as amended (the "Insurance Distribution Directive") where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 of the European Parliament and of the Council dated 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, as amended (the "Prospectus Regulation"). Consequently, no key information document required by Regulation (EU) No 1286/2014 of the European Parliament and of the Council dated 26 November 2014 on key information documents for packaged retail and insurance-based investment products (as amended, the "PRIIPs Regulation") for offering or selling the *Obligations Foncières* or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the *Obligations Foncières* or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

UK PRIIPS REGULATION - PROHIBITION OF SALES TO UK RETAIL INVESTORS – The *Obligations Foncières* are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor 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 (8) of Article 2 of Commission Delegated Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "EUWA"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (the "FSMA") and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the Prospectus Regulation as it forms part of UK domestic law by virtue of the EUWA. Consequently, no key information document required by the PRIIPs Regulation as it forms part of UK domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the *Obligations Foncières* or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the *Obligations Foncières* or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

MiFID II product governance / Professional investors and eligible counterparties only target market – Solely for the purposes of the manufacturers' product approval process, the target market assessment in respect of the *Obligations Foncières*, taking into account the five (5) categories referred to in item 18 of the Guidelines published by ESMA on 5 February 2018, has led to the conclusion that: (i) the target market for the *Obligations Foncières* is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the *Obligations Foncières* to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the *Obligations Foncières* (a "distributor") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the *Obligations Foncières* (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

Final Terms dated 14 November 2022



CAISSE FRANÇAISE DE FINANCEMENT LOCAL
(the "Issuer")

Legal entity identifier (LEI): 549300E6W08778I4OW85

Issue of Euro 750,000,000 3.125 per cent. *Obligations Foncières* due 16 November 2027

(the "*Obligations Foncières*")

under the

Euro 75,000,000,000
Euro Medium Term Note Programme
for the issue of *Obligations Foncières*
Due from one month from the date of the original issue

SERIES NO: 2022-11 GREEN
TRANCHE NO: 1

Issue Price: 99.822 per cent.

Joint Lead Managers

BNP PARIBAS
ING
LA BANQUE POSTALE
LANDESBANK BADEN-WÜRTTEMBERG
NATIXIS

Co-Lead Managers

BAYERNLB
HELABA
NORD/LB

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the "**Conditions**") set forth in the base prospectus dated 10 June 2022 which received approval number 22-204 from the *Autorité des marchés financiers* (the "**AMF**") on 10 June 2022, the first supplement to the base prospectus dated 27 September 2022 which received approval number 22-395 from the AMF on 27 September 2022 and the second supplement to the base prospectus dated 2 November 2022 which received approval number 22-430 from the AMF on 2 November 2022 (together, the "**Base Prospectus**") which together constitute a base prospectus for the purposes of the Prospectus Regulation.

This document constitutes the final terms (the "**Final Terms**") of the *Obligations Foncières* for the purposes of Article 8.4 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) and on the website of the Issuer (www.caffil.fr).

1	Issuer:	Caisse Française de Financement Local
2	(i) Series Number:	2022-11 GREEN
	(ii) Tranche Number:	1
3	Specified Currency:	Euro ("€")
4	Aggregate Nominal Amount:	
	(i) Series:	€750,000,000
	(ii) Tranche:	€750,000,000
5	Issue Price:	99.822 per cent. of the Aggregate Nominal Amount
6	Specified Denomination:	€100,000
7	(i) Issue Date:	16 November 2022
	(ii) Interest Commencement Date:	16 November 2022
8	Maturity Date:	16 November 2027
9	Interest Basis:	3.125 per cent. per annum Fixed Rate <i>(further particulars specified below)</i>
10	Redemption Basis:	Subject to any purchase and cancellation or early redemption, the <i>Obligations Foncières</i> will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
11	Change of Interest Basis:	Not applicable
12	Call Options:	Not applicable
13	Date of the corporate authorisation for issuance of <i>Obligations Foncières</i> obtained:	Decision of the <i>Directoire</i> of Caisse Française de Financement Local dated 13 September 2022 authorising the issue of <i>Obligations Foncières</i> and the decision of the <i>Directoire</i> of Caisse Française de Financement Local dated 29 September 2022 authorising the quarterly programme of borrowings for the fourth quarter of 2022

PROVISIONS RELATING TO INTEREST PAYABLE

14	Fixed Rate <i>Obligation Foncière</i> Provisions:	Applicable
(i)	Rate of Interest:	3.125 per cent. per annum payable annually in arrear on each Interest Payment Date.
(ii)	Interest Payment Dates:	16 November in each year commencing on 16 November 2023, not adjusted
(iii)	Fixed Coupon Amount:	€3,125 per Specified Denomination in nominal amount
(iv)	Broken Amount:	Not Applicable
(v)	Day Count Fraction (Condition 5(a)):	Actual / Actual ICMA
(vi)	Determination Dates (Condition 5(a)):	16 November in each year
(vii)	Business Day Convention:	Not applicable
(viii)	Business Centre:	Not applicable
15	Floating Rate <i>Obligation Foncière</i> Provisions:	Not applicable
16	Inflation Linked Interest <i>Obligation Foncière</i> Provisions:	Not applicable
17	Index Formula:	Not applicable
18	Underlying Formula:	Not applicable
19	CPI Formula:	Not applicable
20	HICP Formula:	Not applicable

PROVISIONS RELATING TO REDEMPTION

21	Call Option:	Not applicable
22	Final Redemption Amount of each <i>Obligation Foncière</i>:	€100,000 per <i>Obligation Foncière</i> of €100,000 Specified Denomination
23	Inflation Linked <i>Obligations Foncières</i> – Provisions relating to the Final Redemption Amount:	Not applicable
24	Early Redemption Amount:	
	Early redemption for taxation reasons:	Not applicable
25	Zero Coupon <i>Obligation Foncière</i> Provisions:	Not applicable
26	Inflation Linked <i>Obligations Foncières</i> – Provisions relating to the Early Redemption Amount:	Not applicable

GENERAL PROVISIONS APPLICABLE TO THE *OBLIGATIONS FONCIÈRES*

27	Form of <i>Obligations Foncières</i>:	Dematerialised <i>Obligations Foncières</i>
(i)	Form of Dematerialised <i>Obligations Foncières</i> :	Bearer form (<i>au porteur</i>)
(ii)	Registration Agent:	Not applicable
(iii)	Temporary Global Certificate:	Not applicable
(iv)	Applicable TEFRA exemption:	TEFRA not applicable

- | | | |
|----|--|---|
| 28 | Financial Centre (Condition 7(h)) or other special provisions relating to Payment Dates: | TARGET |
| | (i) Adjusted Payment Date (Condition 7(h)): | As per Condition 7(h) |
| 29 | Talons for future Coupons to be attached to definitive Materialised <i>Obligations Foncières</i> (and dates on which such Talons mature): | Not applicable |
| 30 | Redenomination provisions: | Not applicable |
| 31 | Consolidation provisions: | Not applicable |
| 32 | Representation of holders of <i>Obligations Foncières</i> – <i>Masse</i> (Condition 10): | <p>Name and address of the Representative:</p> <p>MASSQUOTE S.A.S.U.
 RCS 529 065 880 Nanterre
 7bis, rue de Neuilly
 F-92110 Clichy
 France</p> <p>Mailing address:
 33, rue Anna Jacquin
 92100 Boulogne Billancourt
 France</p> <p>Represented by its Chairman</p> <p>The Representative will receive a remuneration of €400 (VAT excluded) per year</p> |

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the regulated markets of Euronext Paris and of the Luxembourg Stock Exchange of the *Obligations Foncières* described herein pursuant to the Euro 75,000,000,000 Euro Medium Term Note Programme of Caisse Française de Financement Local.

RESPONSIBILITY

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

Signed on behalf of the Issuer:

Duly represented by:

Herdile Guerin
Managing Director
Caisse Française de Financement Local
1-3 Rue du Passeur de Boulogne
92130 Issy les Moulineaux



1-3 rue du passeur de Boulogne
92130 Issy les Moulineaux

PART B – OTHER INFORMATION

1 ADMISSION TO TRADING

- (i) Listing: Euronext Paris and the Luxembourg Stock Exchange
- (ii) Admission to trading: Application has been made by the Issuer (or on its behalf) for the *Obligations Foncières* to be listed and admitted to trading on the regulated markets of Euronext Paris and of the Luxembourg Stock Exchange with effect from the Issue Date.
- (iii) Regulated Markets or equivalent markets on which, to the knowledge of the Issuer, securities of the same class of the *Obligations Foncières* to be admitted to trading are already admitted to trading: Not applicable
- (iv) Estimate of total expenses related to admission to trading: €9,100
- (v) Additional publication of Base Prospectus and Final Terms: Website of the regulated market of the Luxembourg Stock Exchange (www.bourse.lu)

2 RATINGS AND EURO EQUIVALENT

- Ratings: Applicable
The *Obligations Foncières* are expected to be rated:
- S&P: AA+**
Moody's: Aaa
DBRS: AAA
- Each of S&P, Moody's and DBRS is established in the European Union and is registered under Regulation (EU) No 1060/2009 (as amended) (the "**CRA Regulation**"). Each of S&P, Moody's and DBRS is included in the list of credit rating agencies published by the European Security and Markets Authority on its website (www.esma.europa.eu/supervision/credit-rating-agencies/risk).
- Euro equivalent: Not applicable

3 EUROPEAN COVERED BOND (PREMIUM) LABEL

The *Obligations Foncières* benefit from the "European Covered Bond (Premium)" label.

4 SPECIFIC CONTROLLER

The specific controller (*contrôleur spécifique*) of the Issuer (i) has delivered a certificate relating to the borrowing programme for the current quarter certifying that the value of the assets of the Issuer will be greater than the value of its liabilities benefiting from the *Privilège* with respect to such quarterly borrowing programme

and (ii) will deliver a certificate relating to the issue of the *Obligations Foncières* certifying that the value of the assets of the Issuer will be greater than the value of its liabilities benefiting from the *Privilège* after settlement of this issue and of the issues which have been the subject of previous attestations.

5 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 has been drawn up in accordance with the Prospectus Regulation.

6 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in the section entitled "Subscription and Sale" of the Base Prospectus and save for any fees payable to the Managers in connection with the issue of the *Obligations Foncières*, so far as the Issuer is aware, no person involved in the offer of the *Obligations Foncières* has an interest material to the offer.

7 USE OF PROCEEDS AND ESTIMATED NET PROCEEDS

- (i) Use of proceeds: The *Obligations Foncières* constitute "Green *Obligations Foncières*" and the net proceeds will be used to finance and/or refinance, in whole or in part, Eligible Green Loans as defined in the SFIL Group Green, Social and Sustainability Bond Framework as published as of the Issue Date which is available on the website of the Issuer (<https://sfil.fr/en/sfil-group-investors/> and <https://sfil.fr/en/wp-content/uploads/2022/10/202210-SFIL-Group-Green-Social-and-Sustainability-Framework.pdf>). The Green, Social and Sustainability Second Party Opinion on the SFIL Group Green, Social and Sustainability Bond Framework is also available on the website of the Issuer (https://sfil.fr/en/wp-content/uploads/2022/10/20221007-SPO_Final.pdf).
- (ii) Estimated net proceeds: €747,540,000

8 YIELD

Indication of yield: 3.164 per cent. per annum

Calculated as per the ICMA method, which determines the effective interest rate of the *Obligations Foncières* taking into account accrued interest on a daily basis on the Issue Date.

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

9 DISTRIBUTION

(i) Method of distribution: Syndicated

(ii) If syndicated:

(A) Names of Managers:

Joint Lead Managers

BNP Paribas

ING Bank N.V.

La Banque Postale

Landesbank Baden-Württemberg

Natixis

Co-Lead Managers

Bayerische Landesbank
Landesbank Hessen-Thüringen Girozentrale
Norddeutsche Landesbank – Girozentrale –

- (B) Stabilisation Manager: Not applicable
- (iii) If non-syndicated, name of Manager: Not applicable
- (iv) US Selling Restrictions (Categories of potential investors to which the *Obligations Foncières* are offered): Reg. S Compliance Category 1 applies to the *Obligations Foncières*; TEFRA not applicable

10 OPERATIONAL INFORMATION

- ISIN: FR001400DXR9
- FISN Code: CAISSE FRANCAIS/3.125 MTN 20271116
- CFI Code: DTFUFB
- Common Code: 255577859
- Depositaries:
- (i) Euroclear France to act as Central Depository: Yes
- (ii) Common Depository for Euroclear Bank SA/NV and Clearstream: No
- Any clearing system other than Euroclear and Clearstream and the relevant identification number: Not applicable
- Delivery: Delivery against payment
- Name and address of the Calculation Agent: Not applicable
- Name and address of initial Paying Agent: Banque Internationale à Luxembourg, *société anonyme*
69, route d'Esch
L-2953 Luxembourg
Grand-Duchy of Luxembourg
- Names and addresses of additional Paying Agent: Not applicable