

Classification: [CO]:Tout Public

**FIRST SUPPLEMENT DATED 22 SEPTEMBER 2023
TO THE BASE PROSPECTUS DATED 12 JUNE 2023**



CAISSE FRANÇAISE DE FINANCEMENT LOCAL
(société de crédit foncier duly licensed as a French specialised credit institution)

**€75,000,000,000 Euro Medium Term Note Programme
for the issue of *Obligations Foncières***

Due from one month from the date of original issue

This first supplement (the “**First Supplement**”) is supplemental to, and should be read in conjunction with, the base prospectus dated 12 June 2023 which was approved by the *Autorité des marchés financiers* (the “**AMF**”) under number No. 23-212 on 12 June 2023 (the “**Base Prospectus**”), prepared in relation to the €75,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) of Caisse Française de Financement Local (the “**Issuer**”, “**Caisse Française de Financement Local**” or “**CAFFIL**”). The Base Prospectus as supplemented by this First Supplement constitutes a base prospectus for the purpose of Article 8 of 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**”).

Application has been made for approval of this First Supplement to the AMF in its capacity as competent authority pursuant to the Prospectus Regulation. This First Supplement has been prepared pursuant to Article 23 of the Prospectus Regulation for the purpose of updating the Base Prospectus following the incorporation by reference in the Base Prospectus of the information contained in the *Rapport financier semestriel 2023* in the French language of the Issuer filed with the AMF (the “**2023 Half-Year Report**”).

With this respect, the following sections of the Base Prospectus shall be updated and amended:

- i. the section entitled “Risk Factors”;
- ii. the section entitled “Documents incorporated by reference”;
- iii. the section entitled “Description of Caisse Française de Financement Local”;
- iv. the section entitled “Business Overview”;
- v. the section entitled “Organisational Structure”;
- vi. the section entitled “Major Shareholders”;
- vii. the section entitled “Recent Developments”; and
- viii. the section entitled “General Information”.

Save as disclosed in this First Supplement, no significant new factor, material mistake or material inaccuracy has arisen or has been noted which may affect the assessment of the *Obligations Foncières* since the approval of the Base Prospectus.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meaning when used in this First Supplement.

To the extent that there is any inconsistency between (a) any statement in this First Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

In accordance with Article 23.2 of the Prospectus Regulation and to the extent applicable, investors who have already agreed to purchase or subscribe for *Obligations Foncières* to be issued under the Programme before this First Supplement is published have the right to withdraw their acceptances within a time limit of minimum two (2) working days after publication of this First Supplement. This right to withdraw shall expire by close of business on 26 September 2023, provided that the *Obligations Foncières* had not yet been delivered to the investors at the time when the significant new factor, material mistake or material inaccuracy arose or was noted. Investors may notify the Issuer should they wish to exercise the right of withdrawal.

Copies of this First Supplement shall be (a) published on the websites of the AMF (www.amf-france.org) and of the Issuer (<https://caissefrancaisedefinancementlocal.fr>) and (b) available for inspection and obtainable, upon request and free of charge, during usual business hours, on any weekday at the registered office of the Issuer (112-114 avenue Emile Zola, 75015 Paris, France)..

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RISK FACTORS

The section entitled “**Risk Factors**” on pages 20 to 50 of the Base Prospectus is amended as follows:

- The second sentence of the first paragraph of the risk factor entitled “**1.1. Risk arising from implementation of Basel III Risk-Weighted Asset Framework**” of the section entitled “**I. RISK FACTORS RELATING TO THE ISSUER**” on page 22 of the Base Prospectus is deleted and replaced as follows:

“As of 30 June 2023, Caisse Française de Financement Local's capital level is high (CET1 capital ratio: 36.8%).”

- The fifth paragraph of the risk factor entitled “**1.1. Risk arising from implementation of Basel III Risk-Weighted Asset Framework**” of the section entitled “**I. RISK FACTORS RELATING TO THE ISSUER**” on page 22 of the Base Prospectus is deleted and replaced as follows:

"The CRD V package came into force on 27 June 2019. The CRD V Directive has been implemented under French law by Ordinance n°2020-1635 dated 21 December 2020 and Decree n°2020-1637 dated 22 December 2020. The CRR II Regulation is directly applicable in all member states of the European Union (the "EU")."

- The second paragraph of the risk factor entitled “**1.3. Risks relating to any litigation with a counterparty/borrower or tax authority**” of the section entitled “**I. RISK FACTORS RELATING TO THE ISSUER**” on page 24 of the Base Prospectus is deleted and replaced as follows:

“As of 30 June 2023, one borrower remains in litigation before the civil courts, out of the 223 borrowers who have initiated disputes relating to structured loans, as well as two borrowers who have initiated disputes in respect of unstructured loans. As of 30 June 2023, to the Caisse Française de Financement Local's knowledge, there were no other lawsuits or disputes between Sfil or Caisse Française de Financement Local and its borrowers that were considered significant.”

- The graph below the first paragraph of the risk factor entitled “**2.1 Risk of default in the Cover Pool**” of the section entitled “**I. RISK FACTORS RELATING TO THE ISSUER**” on page 24 of the Base Prospectus is deleted and replaced as follows:

▲ Risk weighting of Caisse Française de Financement Local's portfolio as of June 30, 2023



- The second paragraph of the risk factor entitled “**2.1 Risk of default in the Cover Pool**” of the section entitled “**I. RISK FACTORS RELATING TO THE ISSUER**” on page 25 of the Base Prospectus is deleted and replaced as follows:

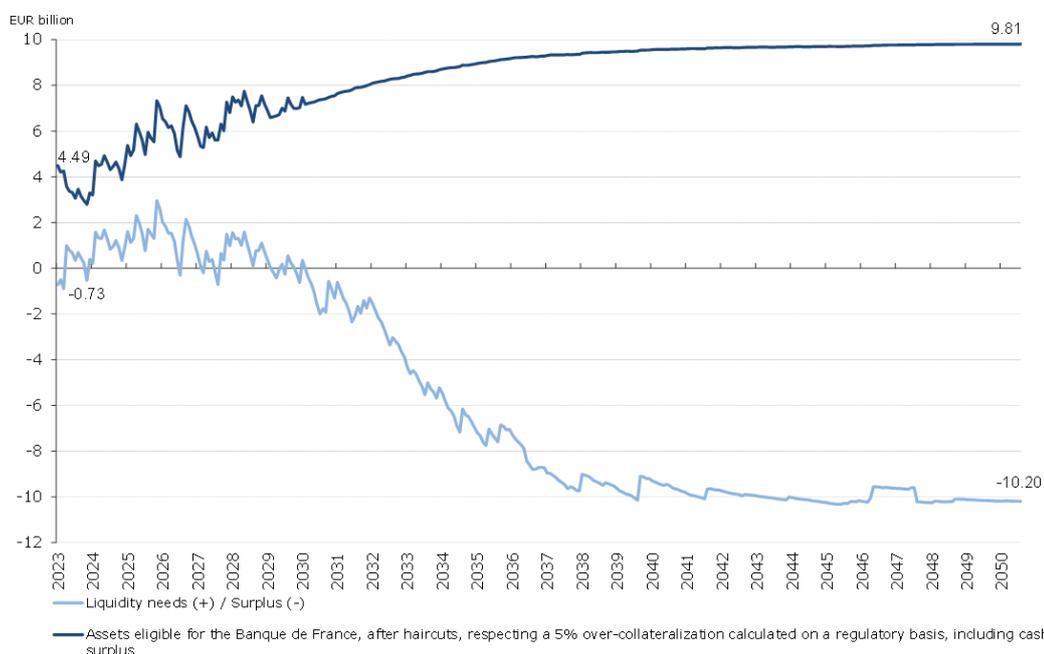
"Deteriorating economic conditions could therefore have a material adverse effect on the probability of default of these assets in the Cover Pool. As of 30 June 2023, qualifying or litigious arrears fell (-52%) compared to 31 December 2022, from EUR 4 million to 2 million."

- The fifth paragraph of the risk factor entitled **"2.3 Risk of default of bank counterparties"** of the section entitled **"I. RISK FACTORS RELATING TO THE ISSUER"** on page 26 of the Base Prospectus is deleted and replaced as follows:

"Exposure on credit institutions is primarily comprised of counterparties in hedging derivatives and securities, exposures or deposits. As of 30 June 2023, the amount is EUR 1.4 billion."

- The graph below the second paragraph of the risk factor entitled **"3.2.1 Risk of a liquidity shortfall that may affect the Issuer's ability to settle its debt commitments in a timely fashion"** of the section entitled **"I. RISK FACTORS RELATING TO THE ISSUER"** on page 28 of the Base Prospectus is deleted and replaced as follows:

"Liquidity needs as of 30 June 2023"



- The first sentence of the last paragraph of the risk factor entitled **"3.2.1 Risk of a liquidity shortfall that may affect the Issuer's ability to settle its debt commitments in a timely fashion"** of the section entitled **"I. RISK FACTORS RELATING TO THE ISSUER"** on page 29 of the Base Prospectus is deleted and replaced as follows:

"As of 30 June 2023, the Liquidity Coverage Ratio (the "LCR") reaches to 100%."

- The second sentence of the second paragraph of the risk factor entitled **"3.2.2 Dependence on Sfil for the unsecured funding of its over-collateral"** of the section entitled **"I. RISK FACTORS RELATING TO THE ISSUER"** on page 29 of the Base Prospectus is deleted and replaced as follows:

"As of 30 June 2023, the funds borrowed from Sfil are EUR 6.9 billion."

- The third sentence of the second paragraph of the risk factor entitled **"3.3 Risks linked to financial conditions offered for export credit refinancing loans"** of the section entitled **"I. RISK FACTORS RELATING TO THE ISSUER"** on page 29 of the Base Prospectus is deleted and replaced as follows:

“As of 30 June 2023, the financing commitments of Caisse Française de Financement Local for such contracts (amounts remaining to be paid to the counterparty) amounted to EUR 6.1 billion.”

- The last paragraph of the risk factor entitled “**3.4 Caisse Française de Financement Local may be exposed to interest rate risk or changes in other market parameters**” of the section entitled “**I. RISK FACTORS RELATING TO THE ISSUER**” on page 30 of the Base Prospectus is deleted and replaced as follows:

“Certain positions in CAFFIL's banking portfolio, although not representing a regulatory market risk, are nevertheless sensitive to the volatility of market parameters, and may consequently impact the accounting result or the shareholders' equity; they are monitored as non-regulatory market risks. These are mainly the provision for placement securities under French accounting standards.”

- The last sentence of the first paragraph of the risk factor entitled “**6.1 Risks linked to compliance with the coverage ratio required of it under French law**” of the section entitled “**I. RISK FACTORS RELATING TO THE ISSUER**” on page 33 of the Base Prospectus is deleted and replaced as follows:

“On 30 June 2023, the coverage ratio was equal to 113.9%.”

- The first sentence of the second paragraph of the risk factor entitled “**1.1 The Issuer has sole liability under the *Obligations Foncières***” of the section entitled “**II. RISKS RELATING TO THE OBLIGATIONS FONCIÈRES**” on page 34 of the Base Prospectus is deleted and replaced as follows:

“As of 30 June 2023, the Cover Pool comprised EUR 53.3 billion in loans, EUR 5.7 billion in securities and the cash surplus placed with the Banque de France amounted to EUR 0.7 billion.”

- The last paragraph of the risk factor entitled “**1.2 Holders have access to a limited description of the Cover Pool**” of the section entitled “**II. RISKS RELATING TO THE OBLIGATIONS FONCIÈRES**” on page 35 of the Base Prospectus is deleted and replaced as follows:

“As of 30 June 2023, the Cover Pool comprised EUR 53.3 billion in loans, EUR 5.7 billion in securities and the cash surplus placed with the Banque de France amounted to EUR 0.7 billion. In addition, the weighted average life of assets was 7 years.”

- The last sentence of the sixth paragraph of the risk factor entitled “**3.5 Risks related to the Bank Recovery and Resolution Directive**” of the section entitled “**II. RISKS RELATING TO THE OBLIGATIONS FONCIÈRES**” on page 48 of the Base Prospectus is deleted and replaced as follows:

“On 30 June 2023, the coverage ratio was equal to 113.9%.”

DOCUMENTS INCORPORATED BY REFERENCE

The section entitled “**Documents Incorporated by reference**” on pages 51 to 55 of the Base Prospectus is deleted and replaced for the purposes of adding the 2023 Half-Year Report of the Issuer:

“This Base Prospectus shall be read and construed in conjunction with the sections set out in the cross-reference lists below of the following documents and the EMTN Previous Conditions (as defined below) which have been previously or simultaneously filed with the *Autorité des marchés financiers* (the “AMF”) and shall be incorporated in, and form part of, this Base Prospectus:

- (a) the Half-Year Report in the French language relating to Caisse Française de Financement Local for the period ended 30 June 2023 (the “**2023 Half-Year Report**”; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2023/09/Rapport-semestriel-30-06-2023-FR-MEL.pdf>);
- (b) the Annual Report in the French language relating to Caisse Française de Financement Local, incorporating its audited annual accounts for the year ended 31 December 2022 and the related audit report (the “**2022 Annual Report**”; https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2021/03/CAF_RFA_2020_FR_VMEL_21_03_29.pdf);
- (c) the Annual Report in the French language relating to Caisse Française de Financement Local incorporating its audited annual accounts for the year ended 31 December 2021 and the related audit report (the “**2021 Annual Report**”; https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2022/03/CAF_CAFFIL_RFA2021_FR_MEL.pdf);

(d) the terms and conditions of the *obligations foncières* contained in pages 28 to 50 of the base prospectus of Dexia Municipal Agency dated 21 July 2006 approved by the Commission de surveillance du secteur financier in Luxembourg (the “CSSF”) (the “**2006 EMTN Conditions**”; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/EMTNProgramme2006.pdf>), the terms and conditions of the *obligations foncières* contained in pages 31 to 54 of the base prospectus of Dexia Municipal Agency dated 23 July 2007 approved by the CSSF (the “**2007 EMTN Conditions**”; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/EMTNProgramme2007.pdf>), the terms and conditions of the *obligations foncières* contained in pages 31 to 54 of the base prospectus of Dexia Municipal Agency dated 24 July 2008 approved by the CSSF (the “**2008 EMTN Conditions**”; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/EMTNProgramme2008.pdf>), the terms and conditions of the *obligations foncières* contained in pages 29 to 50 of the base prospectus of Dexia Municipal Agency dated 10 July 2009 approved by the CSSF (the “**2009 EMTN Conditions**”; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/EMTNProgramme2009.pdf>) as modified by the supplement dated 4 March 2010 to the base prospectus dated 10 July 2009 (the “**Additional 2009 EMTN Conditions**”; https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/SupplementBaseProspectus2009_5.pdf), the terms and conditions of the *obligations foncières* contained in pages 33 to 54 of the base prospectus of Dexia Municipal Agency dated 2 July 2010 approved by the CSSF (the “**2010 EMTN Conditions**”; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/EMTNProgramme2010.pdf>), the terms and conditions of the *obligations foncières* contained in pages 35 to 56 of the base prospectus of Dexia Municipal Agency dated 8 April

2011 approved by the CSSF (the "**2011 EMTN Conditions**" ; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/EMTNProgramme2011.pdf>), the terms and conditions of the *obligations foncières* contained in pages 69 to 103 of the base prospectus of Caisse Française de Financement Local dated 26 June 2013 which received visa n° 13-306 from the AMF (the "**2013 EMTN Conditions**"; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/EMTN-program-2013-Base-Prospectus.pdf>) as modified by the supplement dated 24 July 2013 to the base prospectus dated 26 June 2013 (the "**Additional 2013 EMTN Conditions**"; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/SUPPLEMENT-1-VISA-13-415.pdf>), the terms and conditions of the *obligations foncières* contained in pages 70 to 105 of the base prospectus of Caisse Française de Financement Local dated 23 June 2014 which received visa n° 14-317 from the AMF (the "**2014 EMTN Conditions**"; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/01/2014-06-CAFFIL-BASE-PROSPECTUS-VISA.pdf>), the terms and conditions of the *obligations foncières* contained in pages 71 to 107 of the base prospectus of Caisse Française de Financement Local dated 11 June 2015 which received visa n° 15-269 from the AMF (the "**2015 EMTN Conditions**"; https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2015/06/A19763722-v4.2-CAFFIL-2015_Base-Prospectus.pdf), the terms and conditions of the *obligations foncières* contained in pages 77 to 113 of the base prospectus of Caisse Française de Financement Local dated 10 June 2016 which received visa n° 16-240 from the AMF (the "**2016 EMTN Conditions**"; https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2016/06/A31665570-v0.47-CAFFIL-2016_Base-Prospectus.pdf), the terms and conditions of the *obligations foncières* contained in pages 77 to 112 of the base prospectus of Caisse Française de Financement Local dated 9 June 2017 which received visa n° 17-267 from the AMF (the "**2017 EMTN Conditions**"; https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2017/06/CAFFIL-2017_Base-Prospectus.pdf), the terms and conditions of the *obligations foncières* contained in pages 86 to 120 of the base prospectus of Caisse Française de Financement Local dated 8 June 2018 which received visa n° 18-234 from the AMF (the "**2018 EMTN Conditions**"; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2018/06/CAFFIL-BP-18-234.pdf>), the terms and conditions of the *obligations foncières* contained in pages 92 to 129 of the base prospectus of Caisse Française de Financement Local dated 7 June 2019 which received visa n° 19-252 from the AMF (the "**2019 EMTN Conditions**"; https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2019/06/CAFFIL-2019_Base-Prospectus.pdf), the terms and conditions of the *obligations foncières* contained in pages 54 to 108 of the base prospectus of Caisse Française de Financement Local dated 12 June 2020 which received approval number n°20-253 from the AMF (the "**2020 EMTN Conditions**"; https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2020/06/CAFFIL-2020_-Base-Prospectus.pdf) as modified by the supplement dated 14 April 2021 to the base prospectus dated 12 June 2020 (the "**Additional 2020 EMTN Conditions**"; <https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2021/04/Supplement-4-EMTN-CAFFIL.pdf>), the terms and conditions of the *obligations foncières* contained in pages 58 to 112 of the base prospectus of Caisse Française de Financement Local dated 11 June 2021 which received approval number n°21-217 from the AMF (the "**2021 EMTN Conditions**"; https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2021/06/CAFFIL-2021_BASE-PROSPECTUS.pdf) and the terms and conditions of the *obligations foncières* contained in pages 58 to 115 of the base prospectus of Caisse Française de Financement Local dated 10 June 2022 which received approval number n°22-204 from the AMF (the "**2022 EMTN Conditions**"; [8](https://caissefrancaisedefinancementlocal.fr/wp-content/uploads/2022/06/CAFFIL_Base-</p></div><div data-bbox=)

[Prospectus-FINAL-apres-approbation46442537.1.pdf](#), and together with the 2006 EMTN Conditions, the 2007 EMTN Conditions, the 2008 EMTN Conditions, the 2009 EMTN Conditions, the Additional 2009 EMTN Conditions, the 2010 EMTN Conditions, the 2011 EMTN Conditions, the 2013 EMTN Conditions, the Additional 2013 EMTN Conditions, the 2014 EMTN Conditions, the 2015 EMTN Conditions, the 2016 EMTN Conditions, the 2017 EMTN Conditions, the 2018 EMTN Conditions, the 2019 EMTN Conditions, the 2020 EMTN Conditions, the Additional 2020 EMTN Conditions and the 2021 EMTN Conditions, the "**EMTN Previous Conditions**").

Such documents are incorporated in, and form part of this Base Prospectus, save that any statement contained in a document which is deemed to be incorporated by reference herein shall be deemed to be modified or superseded for the purpose of this Base Prospectus to the extent that a statement contained herein modifies or supersedes such earlier statement (whether expressly, by implication or otherwise).

All documents incorporated by reference in this Base Prospectus may be obtained, without charge upon request, during usual business hours on any weekday, at the registered office of the Issuer (112-114 avenue Emile Zola, 75015 Paris, France) so long as any of the *Obligations Foncières* are outstanding. Such documents will be published on the website of the Issuer (www.caissefrancaisedefinancementlocal.fr).

The EMTN Previous Conditions are incorporated by reference in this Base Prospectus for the purposes only of further issues of *Obligations Foncières* to be assimilated (*assimilées* for the purpose of French law) and form a single Series with *Obligations Foncières* already issued under the relevant EMTN Previous Conditions. To the extent that only the EMTN Previous Conditions are specified to be incorporated by reference therein, non-incorporated parts of the base prospectuses of the Issuer dated 21 July 2006, 23 July 2007, 24 July 2008, 10 July 2009, 2 July 2010, 8 April 2011, 26 June 2013, 23 June 2014, 11 June 2015, 10 June 2016, 9 June 2017, 8 June 2018, 7 June 2019, 12 June 2020, 11 June 2021 and 10 June 2022 and of the supplement dated 4 March 2010, 24 July 2013 and 14 April 2021 are not relevant for the investors or are covered elsewhere in the Base Prospectus.

For the purposes of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 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**"), the information incorporated by reference in this Base Prospectus shall be read in connection with the following cross-reference lists below. For the avoidance of doubt, any information not listed in the cross-reference list below entitled "*Cross-reference list in respect of the financial information of the Issuer*" but included in the documents listed above is either contained in the relevant sections of this Base Prospectus or is not relevant for the holders of *Obligations Foncières*. For the avoidance of doubt, any information not listed in the cross-reference list below entitled "*Cross-reference list in respect of the financial information of the Issuer*" but included in the documents listed above is either contained in the relevant sections of this Base Prospectus or is not relevant for the holders of *Obligations Foncières*.

Cross-reference list in respect of the financial information of the Issuer

DOCUMENTS incorporated by reference (Annex 6 of the Commission Delegated Regulation (EU) 2019/980 of 14 March 2019 supplementing the Prospectus Regulation, as amended)	2021 Annual Report	2022 Annual Report	2023 Half-Year Report
11. FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES			
11.1. Historical Financial Information			
11.1.1. Audited historical financial information covering the latest two financial years (or such shorter period as the issuer has been in operation) and the audit report in respect of each year			
Audited historical financial information for the latest two financial years	IFRS Pages 93 to 143 French GAAP Pages 147 to 170	IFRS Pages 103 to 158 French GAAP Pages 161 to 185	
Audit reports for the latest two financial years	IFRS Auditors' report Page 144 French GAAP Auditors' report Pages 171 to 173	IFRS Auditors' report Page 159 French GAAP Auditors' report Pages 186 to 189	

11.1.3. Accounting standards	IFRS Pages 93 to 144 French GAAP Pages 147 to 171	IFRS Pages 103 to 159 French GAAP Pages 161 to 189	
11.1.5. Audited financial information prepared according to national accounting standards			
– Balance sheet	Page 148	Page 162	
– Income statement	Page 150	Page 164	
– Accounting policies and explanatory notes	Pages 153 to 170	Pages 167 to 185	
11.1.7. Age of financial information			
The balance sheet date of the last year of audited financial information may not be older than 18 months from the date of the registration document.	Pages 93 to 143	Pages 103 to 158	
11.2. Interim and other financial information			French GAAP Pages 56 to 77
11.3. Auditing of historical annual financial information			
11.3.1. The historical financial information must be independently audited	IFRS Auditors' report Page 144 French GAAP Auditors' report Pages 171 to 173	IFRS Auditors' report Page 159 French GAAP Auditors' report Pages 186 to 189	

The following sentence is added below the table “cross-reference list in respect of the financial information”: “As of the 2023 financial year, Caisse Française de Financement Local no longer publishes financial statements prepared in accordance with IFRS, but only accounts prepared in accordance with the accounting standards in force in France (French GAAP). The IFRS financial statements corresponded to voluntary publications not required by the regulations”.

Cross-reference list in respect of EMTN Previous Conditions

EMTN Previous Conditions	Information from previous base prospectuses/supplements incorporated by reference
2006 EMTN Conditions	Pages 28 to 50
2007 EMTN Conditions	Pages 31 to 54
2008 EMTN Conditions	Pages 31 to 54
2009 EMTN Conditions	Pages 29 to 50
Additional 2009 EMTN Conditions	Page 4
2010 EMTN Conditions	Pages 33 to 54
2011 EMTN Conditions	Pages 35 to 56
2013 EMTN Conditions	Pages 69 to 103
Additional 2013 EMTN Conditions	Page 8
2014 EMTN Conditions	Pages 70 to 105
2015 EMTN Conditions	Pages 71 to 107
2016 EMTN Conditions	Pages 77 to 113
2017 EMTN Conditions	Pages 77 to 112
2018 EMTN Conditions	Pages 86 to 120
2019 EMTN Conditions	Pages 92 to 129
2020 EMTN Conditions	Pages 54 to 108
Additional 2020 EMTN Conditions	Page 21
2021 EMTN Conditions	Pages 58 to 112
2022 EMTN Conditions	Pages 58 to 115

”

DESCRIPTION OF CAISSE FRANCAISE DE FINANCEMENT LOCAL

The section “**Description of Caisse Française de Financement Local**” on pages 121 to 124 of the Base Prospectus is amended as follows:

- The fourth paragraph of the sub-section entitled “Legal structure and name of the Issuer” on page 121 of the Base Prospectus is deleted and replaced as follows :

“The Issuer is registered under number 421 318 064 with the *Registre du commerce et des sociétés* of Paris”.

- The paragraph entitled “**Sensitive loans and reduction in loan sensitivity**” on page 123 of the Base Prospectus is deleted and replaced as follows:

“The most structured loans according to the Gissler classification (categories 3E, 4E and 5E as well as “not in the charter” loans) may be classified as “sensitive”. As of 30 June 2023, structured loans on Caisse Française de Financement Local’s balance sheet amounted to EUR 2.0 billion, representing 3.4% of the cover pool. The most structured loans now represent only EUR 0.3 billion in outstandings (0.6% of the cover pool) compared with EUR 8.5 billion on Sfil’s inception at the end of 2012, *i.e.* a decrease of over 96%. The number of customers holding sensitive loans fell over the same period from 879 to 102. The scope of sensitive structured loans is therefore extremely limited and the associated risk is no longer material for Caisse Française de Financement Local.”

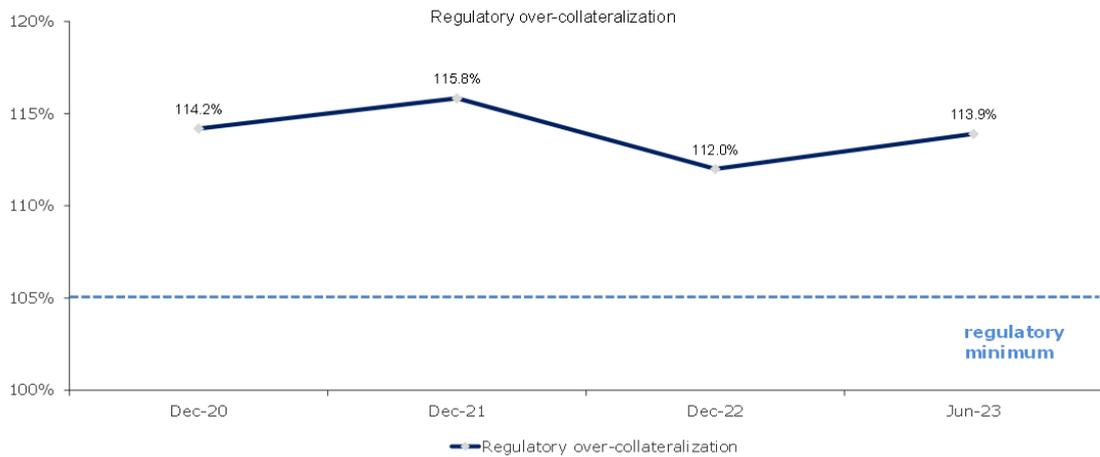
- The paragraph entitled “**Legal risk**” on page 123 of the Base Prospectus is deleted and replaced as follows:

“As of 30 June 2023, one borrower remains in litigation before the civil courts, out of the 223 borrowers who have initiated disputes relating to structured loans, as well as two borrowers who have initiated disputes in respect of unstructured loans. As of 30 June 2023, to the Caisse Française de Financement Local’s knowledge, there were no other lawsuits or disputes between Sfil or Caisse Française de Financement Local and its borrowers that were considered significant.”

BUSINESS OVERVIEW

The section entitled “**Business Overview**” on pages 131 to 136 of the Base Prospectus is amended as follows:

- The first graph in the paragraph entitled “**Over-collateralization ratio**” on page 133 of the Base Prospectus is deleted and replaced by the following:



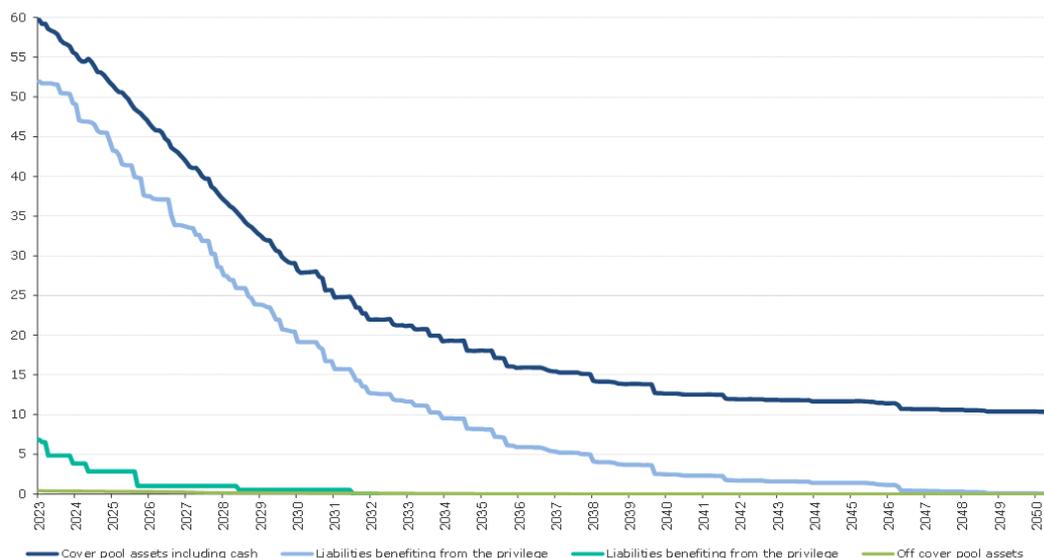
- The sentence above the second graph and the second graph in the paragraph entitled “**Over-collateralization ratio**” on page 133 of the Base Prospectus are deleted and replaced as follows:

“The following graph presents the curves as of 30 June 2023:

Forecast disposal of assets and liabilities as of June, 30 2023

EUR billions

EUR billion



- The paragraph entitled “**Hedging interest rate risk**” on page 134 of the Base Prospectus is deleted and replaced as follows:

"Interest rate structural risk is defined as the risk of loss incurred in the event of a change in interest rates that would lead to a loss in value of balance sheet and off-balance sheet transactions, excluding any trading

portfolio transactions. Since Caisse Française de Financement Local does not have a trading portfolio, it is not concerned by this exception.

Caisse Française de Financement Local distinguishes between four types of interest rate risk:

Fixed interest rate risk	Results from the difference in volume and maturity between assets and liabilities with a fixed rate or an adjustable rate that has already been set. This risk can result in the case of interest rate curve parallel shifts (translation) or steepening, flattening or rotation.
Basis risk	Results from the gap that may exist in the matching of assets and liabilities, which are indexed on variable rates of different types or index tenors.
Fixing risk	Results, for each index, from the gap between the fixing dates applied to all the variable rate balance sheet and off-balance sheet items linked to the same index tenor.
Option risk	Arises from the triggering of implicit or explicit options due to a change in interest rates, or the possibility given to the institution or its customer to change the level and/or timing of cash flows of an operation.

Interest risk rate management:

Caisse Française de Financement Local has defined a fixed-rate risk appetite, which is broken down into a system of limits governing the sensitivity of the net present value (NPV). In order to manage this sensitivity within the limits set, Caisse Française de Financement Local has implemented the following hedging strategy:

- micro-hedging of interest rate risk on balance sheet items denominated in a currency other than the euro or indexed to a complex interest rate structure. Certain eurodenominated vanilla transactions may also be micro-hedged if their notional value or duration could lead to a sensitivity limit being exceeded. Micro-hedging is carried out exclusively by swaps;
- macro-hedging of interest rate risk for all transactions that are not micro-hedged. The transactions concerned are mainly (i) loans to the local public sector and (ii) issues of *obligations foncières* denominated in euros. This macro-hedging is obtained as much as possible by matching fixed-rate assets and liabilities *via* the unwinding of swaps and, for the rest, by setting up new swaps against euribor or €str.

This fixed-rate risk management is supplemented by monitoring of the fixings of operations at adjustable rates in order to ensure that they do not lead to the short-term sensitivity limit being exceeded. Where appropriate, swaps against €str may be entered into to hedge the fixing risk. These hedges can be entered into either directly on the market by Caisse Française de Financement Local, or through Sfil, which in turn hedges its resulting position in the market. Non-privileged debt is not hedged. Debt contracted by Caisse Française de Financement Local with its shareholder to finance over-collateralization is borrowed directly with a €str index and does not need to be swapped. Short-term debt owed to the Banque de France with a fixed rate (if any) is not hedged, but finances fixed rate assets.

Indicators covering interest rate risk:

These different kinds of interest rate risks are followed, analyzed and managed based on the following indicators:

- The sensitivity of the so-called “management” net present value (NPV): this indicator is produced monthly and is calculated for eight rate shock scenarios (the six scenarios for calculating the “outlier” regulatory ratio, defined by the EBA, and two “internal” stress scenarios revised once a

year after analysis of the economic and financial situation and determined on the basis of historical rate variations). Equity is taken into account in the calculation of this indicator. The maximum loss observed among these eight scenarios must not exceed the limit defined in the context of interest rate risk appetite.

The maximum loss observed at the end of the quarter among the eight scenarios used is presented below:

EUR millions	Limit	6/30/2022	9/30/2022	12/31/2022	3/31/2023	6/30/2023
Maximum loss observed in NPV	(80.0)	(30.8)	(32.2)	(21.1)	(23.5)	(24.6)

Assets portfolios for which the strategy is to be entirely hedged are not sensitive to interest rates changes and thus are not integrated in the calculation of the global sensitivity of Caisse Française de Financement Local's balance sheet.

- The fixed-rate, index and floored euribor gaps:

Fixed rate gap	Difference between balance sheet and off-balance sheet assets and liabilities for fixed-rate transactions or transactions for which the rate has been set. It is calculated every month until balance sheet run-off.
Index gap	Difference between balance sheet and off-balance sheet assets and liabilities for operations indexed on euribor rates of different maturities. This gap is projected until the balance sheet is extinguished.
Floored euribor gap	Difference between balance sheet and off-balance sheet assets and liabilities, for transactions indexed on floored euribor. This gap is projected until the balance sheet is extinguished.

These indicators are calculated in static vision.

Index gaps are used to monitor exposure to euribor versus €str basis risk. These gaps are framed for each tenor index by a limit calculated on the average of the different 12-month gaps. As of 30 June 2023, the limits are respected.

Floored Euribor gaps are used to monitor exposure to option risk. For Caisse Française de Financement Local, most of this risk is attributable to the floors of commercial loans indexed to euribor. This optional risk is hedged by swap. The net position (after swaps) is subject to a limit on the gap of EUR 800 million."

- The paragraph entitled “**Outlook for 2023**” on pages 135 and 136 of the Base Prospectus is deleted and replaced as follows:

“Outlook for 2024:

In terms of activity, the development of the export credit refinancing activity is expected to continue with a very positive outlook for 2023 and the coming years. An acceleration in demand for financing from the local public sector in the second half of 2023 is also expected. The Sfil Group will continue to develop its range of green and social loans and will begin updating work in connection with the delegated act on the other four environmental objectives of the European green taxonomy. The Sfil Group will also finalize the measurement of the footprint of its local public sector and export loan portfolios and will be able to communicate at the end of 2023 information on a decarbonization trajectory compatible with the objectives of the Paris Agreement. To finance its activities, Caisse Française de Financement Local forecasts a volume of issues on the primary market of between EUR 4 billion and EUR 6 billion for 2023 with a continued ramp-up of its green and social thematic issues.

Caisse Française de Financement Local's business outlook for the second half of the year therefore remains solid, with, however, a higher degree of uncertainty related to changes in interest rates and financing conditions on the financial markets."

ORGANISATIONAL STRUCTURE

- The following paragraph is added at the end of sub-paragraph “1. Organization” of the section entitled “**Refinancing of export credit**” on page 140 of the Base Prospectus:

“As part of a simplification approach, Caisse Française de Financement Local plans to change the terms of its intervention in the context of the refinancing of export credits during the second half of 2023: in line with the practices of other *sociétés de crédit foncier*, Caisse Française de Financement Local would no longer use the enhanced guarantee mechanism for transactions concluded after January 1, 2024. The proposed change would not call into question the principle of exposures to public entities or those guaranteed by them in line with the regulations applicable to *sociétés de crédit foncier*.”

MAJOR SHAREHOLDERS

The section entitled “**Major Shareholders**” on page 144 of the Base Prospectus is amended as follows:

- The following line is added to the table “**Capital in the last five years**” on page 144 of the Base Prospectus:

Date of the Shareholders’ Meeting	Date of the capital increase	Amount of the capital increase EUR	Cumulated capital EUR
24/05/2023	-	-	1,350,000,000

RECENT DEVELOPMENTS

The section entitled “**Recent Developments**” on page 148 of the Base Prospectus is deleted and replaced as follows:

“The first half of 2023 remains marked by the war in Ukraine, a context of high interest rates and sustained inflation, but which shows signs of easing. Signs of a slowdown in economic activity are appearing. Nevertheless, the labor market remained dynamic. Central banks continued their policy of tightening monetary conditions. Financial markets (equities and interest rates) were less volatile. The financial markets (equities and interest rates) experienced a peak of volatility in March 2023 with the fear of contamination of the rest of the US banking sector following the bankruptcy of the Silicon Valley Bank, or of the European sector following the acquisition of Crédit Suisse by UBS. The markets gradually stabilized and returned to a level of volatility close to their long-term average.

In this context, Caisse Française de Financement Local pursued all its missions in accordance with the strategic objectives of the Sfil Group, building on the solidity and relevance of Sfil’s public development bank model.

Caisse Française de Financement Local refinanced itself on the international financial markets under good conditions. The financing activity for the local public sector slowed down significantly compared to the first half of 2022, in a lasting context of high interest rates and sustained inflation. However, the export credit refinancing activity was extremely strong in the first half of 2023. The number of consultations and contracts signed and the amounts committed represent a record compared to the previous half-year periods.

Caisse Française de Financement Local does not have any exposure in Ukraine, Russia or Belarus. The export refinancing loan granted to Sfil by Caffil to refinance a contract in Ukraine (EUR 52 million on the balance sheet) benefits from a 100% guarantee provided by the French State.

Lastly, the effects of the increase in inflation weighed on the general expenses of the Sfil Group but did not significantly affect the profitability of Caisse Française de Financement Local.

The Issuer's debt securities (*Obligations Foncières* and registered covered bonds) increased by an amount of EUR 90 million between 30 June 2023 and 18 September 2023.”

GENERAL INFORMATION

The section entitled “**General Information**” on pages 209 to 213 of the Base Prospectus is amended as follows:

- The paragraph entitled “(4) **Significant change in the Issuer's financial position or financial performance**” is deleted and replaced as follows:

“There has been no significant change in the financial position or financial performance of the Issuer since 30 June 2023 (being the date of its last financial period for which financial information has been published).”

- The first sentence of the paragraph entitled “(12) **Auditors**” shall be deleted and replaced as follows:

“KPMG S.A. (Tour Egho, 2, avenue Gambetta, 92066 Paris-La Défense Cedex, France) and PricewaterhouseCoopers Audit (63, rue de Villiers, 92200 Neuilly-sur-Seine, France) have audited and rendered unqualified audit opinions in their reports on the annual financial statements of the Issuer for the financial years ended 31 December 2021 and 31 December 2022 and issued a limited review report on the interim financial information of the Issuer as at 30 June 2023.”

PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THE FIRST SUPPLEMENT

I declare, to the best of my knowledge, that the information contained in this First Supplement is in accordance with the facts and that this First Supplement makes no omission likely to affect its import.

Caisse Française de Financement Local
112-114 avenue Emile Zola
75015 Paris
France

Duly represented by:
Herdile Guérin
Directrice Générale
Duly authorised
on 22 September 2023



This First Supplement to the Base Prospectus has been approved on 22 September 2023 by the *Autorité des marchés financiers* (the “AMF”), in its capacity as competent authority under Regulation (EU) 2017/1129, as amended.

The AMF has approved this First Supplement after having verified that the information in the Base Prospectus, as supplemented, is complete, coherent and comprehensible within the meaning of Regulation (EU) 2017/1129, as amended.

This approval should not be considered as a favourable opinion on the Issuer and on the quality of the *Obligations Foncières* described in this First Supplement. Investors should make their own assessment of the opportunity to invest in such *Obligations Foncières*.

This First Supplement to the Base Prospectus obtained the following approval number: 23-406.