

FIRST PROSPECTUS SUPPLEMENT DATED 5 SEPTEMBER 2008
TO THE BASE PROSPECTUS DATED 4 JULY 2008



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

This Prospectus Supplement (the “**Supplement**”) is supplemental to and must be read in conjunction with the Base Prospectus dated 4 July 2008 (the “**Base Prospectus**”) granted visa n° 08-148 on 4 July 2008 by the *Autorité des marchés financiers* (the “**AMF**”) prepared by Compagnie de Financement Foncier (“**Compagnie de Financement Foncier**” or the “**Issuer**”) with respect to the Euro 125,000,000,000 Euro Medium-Term Note Programme (the “**Programme**”).

Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

Application has been made to the *Autorité des marchés financiers* (the “**AMF**”) in France for approval of this Supplement to the Base Prospectus, in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* and, at the same time for the notification of a certificate of approval released to the *Commission de Surveillance du Secteur Financier in Luxembourg* for Notes issued under the Programme to be listed and admitted to trading on the Regulated Market of the Luxembourg Stock Exchange, both of approval and notification being made in its capacity as competent authority under Article 212-2 of the *Règlement Général* of the *Autorité des marchés financiers* which implements the Directive 2003/71/EC of 4 November 2003 on the prospectus to be published when securities are offered to the public or admitted to trading.

This Supplement has been prepared pursuant to Article 16.1 of Directive 2003/71/EC (the “**Prospectus Directive**”) for the purposes of incorporating the half-yearly financial report of the Issuer and its financial statements.

Copies of this Supplement will be available without charge (i) on the website of the AMF (www.amf-france.org) and (ii) and copies may be obtained at the Principal place of Business of the Issuer, 4, Quai de Bercy, 94224 Charenton- France.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Base Prospectus.

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1. INTERIM FINANCIAL STATEMENTS

This Supplement incorporates by reference the *Actualisation du Document de Reference* of the Compagnie de Financement Foncier (filed with the AMF on 29 August 2008 in accordance with Article 212-13 of its general regulation and registered under number n° D.08-0233-A01) which contains the financial report as of 30 June 2008 of the Issuer and its financial statements (the “**Interim Financial Statements**”) contained in as follows:

Information incorporated by reference:	<i>Actualisation du Document de Reference</i> Page number :
Management report	Pages 12 to 26
Balance Sheet	Page 27
Off Balance Sheet	Page 28
Income Statement	Page 29
Cash Flow Statement	Pages 53 to 54
Notes	Pages 30 to 52
Statutory Auditors' Report	Pages 56 to 57

2. PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THE PROSPECTUS SUPPLEMENT

In the name of the Issuer

We declare, having taken all care to ensure that such is the case and to the best of our knowledge, that the information contained in this First Prospectus Supplement (when read together with the Base Prospectus) is in accordance with the facts and that it contains no omission likely to affect its import.

The historical financial data presented in the Reference Document 2007 dated 11 April 2008 and in the Supplement 2007 dated 16 April 2007 (both documents are incorporated by reference in the Base Prospectus) have been discussed in the statutory auditor's report found on the pages 126 and 127 of the Reference Document 2007 and pages 83 to 85 of the Supplement 2007, which both contain observations.

Compagnie de Financement Foncier
19, rue des Capucines
75001 Paris
France

Duly represented by: Sandrine GUÉRIN
Directeur Général Délégué / Deputy C.E.O.
Duly authorised



Autorité des marchés financiers

In accordance with Articles L.412-1 and L.621-8 of the French *Code monétaire et financier* and with the General Regulations (*Règlement général*) of the *Autorité des marchés financiers* (AMF), in particular Articles 212-31 to 212-33, the AMF has granted to this Prospectus Supplement the visa No. 08-180 on 5 September 2008. This document and the Base Prospectus may only be used for the purposes of a financial transaction if completed by Final Terms. It was prepared by the Issuer and its signatories assume responsibility for it. In accordance with Article L.621-8-1-I of the French *Code monétaire et financier*, the visa was granted following an examination by the AMF of "whether the document is complete and comprehensible, and whether the information it contains is coherent". It does not imply that the AMF has verified the accounting and financial data set out in it. This visa has been granted subject to the publication of Final Terms in accordance with Article 212-32 of the AMF's General Regulations, setting out the terms of the securities being issued.