PROSPECTUS SUPPLEMENT DATED 18 NOVEMBER 2013

TO THE BASE PROSPECTUS DATED 17 JUNE 2013

Electricité de France

€30,000,000,000 EURO MEDIUM TERM NOTE PROGRAMME

This second prospectus supplement (the "**Second Supplement**") is supplemental to, and must be read in conjunction with, the Base Prospectus dated 17 June 2013 (the "**Base Prospectus**") granted visa No. 13-280 on 17 June 2013 by the *Autorité des marchés financiers* (the "**AMF**") prepared by Electricité de France ("**EDF**" or the "**Issuer**") with respect to its €30,000,000,000 Euro Medium Term Note Programme (the "**Programme**") and the first supplement dated 7 October 2013 which received visa No. 13-530 on 7 October 2013 from the AMF (the "**First Supplement**").

Terms defined in the Base Prospectus have the same meaning when used in this Second Supplement. To the extent that there is any inconsistency between (a) any statement in this Second Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus and in the First Supplement, the statements in this Second Supplement will prevail.

Application has been made for approval of this Second Supplement to the AMF in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements the Directive 2003/71/EC of 4 November 2003 as amended (which includes the amendments made by Directive 2010/73/EU) (the "**Prospectus Directive**").

This Second Supplement has been prepared pursuant to Article 16 of the Prospectus Directive and article 212-25 of the *Règlement Général* of the AMF for the purposes of incorporating the quarterly financial information at 30 September 2013 and recent events in connection with the Issuer's position, activities and status.

Copies of this Second Supplement will be available for viewing on the website of the AMF (www.amf-france.org), on the Issuer's website (www.edf.com) and may be obtained, free of charge, during normal business hours from Electricité de France, 22-30, avenue de Wagram, 75008 Paris, France and at the specified offices of each of the Paying Agents.

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

To the extent applicable, and provided that the conditions of article 212-25 I of the AMF's *Règlement Général* are fulfilled, investors who have already agreed to purchase or subscribe for Notes to be issued under the Programme before this Second Supplement is published, have the right, according to article 212-25 II of the AMF's *Règlement Général*, to withdraw their acceptance by no later than 20 November 2013.

Contents of the Second Supplement

In this Second Supplement, unless otherwise stated, the references to "**Company**" or "**EDF**" refer to EDF S.A., the parent company, and the references to "**EDF Group**" and "**Group**" refer to EDF and its subsidiaries and shareholdings.

RECENT EVENTS

The section entitled "Recent Events" on page 167 of the Base Prospectus (as supplemented by the First Supplement) is supplemented as follows:

1. **7 November 2013 – Quarterly financial information**

- **9M 2013 sales up 6.9%, +2.9% in organic growth**[1]
  - Contribution by all Group businesses to organic growth
- **French nuclear output:**
  - 297.6 TWh, +0.9% vs. 9M 2012
  - 2013 nuclear output revised to 405-410 TWh
- **Spark programme:**
  - Around €800m achieved at end-September, ahead of the 2013 initial target of €1bn
  - 2013 target revised upwards by 20% to €1.2bn
- **2013 financial targets reiterated**

Change in EDF Group sales

In millions of euros	9M 2012 restated[2]	9M 2013	%	o/w% forex	o/w% scope	o/w% organic
France	**28,228**	**29,095**	**3.1**	**0.0**	**0.0**	**3.1**
United Kingdom	7,001	6,991	-0.1	-4.9	-0.1	4.9
Italy	6,897	9,509	37.9	0.0	36.2	1.7
Other International	5,642	5,629	-0.2	-1.2	0.0	1.0
Other activities	3,842	3,935	2.4	-0.8	0.2	3.0
International & Other activities	**23,382**	**26,064**	**11.5**	**-1.8**	**10.6**	**2.7**
Total Group	**51,610**	**55,159**	**6.9**	**-0.8**	**4.8**	**2.9**

Henri Proglio, Chairman and Chief Executive Officer said*: "The quarter was marked by sales growth of near 7%, and EDF is reiterating its financial objectives for 2013. The Group has also reached new milestones with regard to its development strategy in the past several weeks. In the United Kingdom, the agreement reached with the British government offers bright perspectives for the French nuclear industry. In addition, the agreement in sight with Dalkia will enable the Group to become a European leader in energy services and strengthen its offer to industrial clients and local authorities. Consequently, EDF, backed by its integrated business model, is consolidating its position as the world's leading energy group and as a player on international energy issues."*

---

[1] Growth at constant scope and exchange rates

[2] Data for 2012 were restated for the change in the presentation of EDF Energies Nouvelles' Development and Sale of Structured Assets (DSSA) activities

EDF Group sales over the first nine months of 2013 amounted to €55.2 billon up 6.9% compared with the same period in 2012. This is mainly due to a scope effect from the takeover of Edison in May 2012. Organic growth stood at 2.9% on the back of good performance in France, which benefited from both a positive volume effect due to colder weather compared with the same period in 2012 and the increase in regulated tariffs. Growth was also driven by the United Kingdom where sales were lifted by higher achieved prices in the wholesale market and by the Other Activities segment where record commissioning from EDF Énergies Nouvelles in 2012 has resulted in a sharp increase in output this year.

2013 financial objectives

EDF Group is reiterating its financial objectives for 2013:

- Group EBITDA: at least 3% in organic growth excluding Edison
- Edison EBITDA: around €1 billion
- Net financial debt/EBITDA: between 2x and 2.5x
- Payout ratio: 55%-65% of net income excluding non-recurring items

The results of the Spark cost savings plan have exceeded the Group's expectations, with around €800 million in savings already generated as of 30 September 2013 or 80% of the 2013 initial target of €1 billion, which has been revised upwards by 20% to €1.2 billion. As expected, the implementation of the plan was ramped up in the second half, particularly with regard to the optimisation of investments, which account for a little more than half of the programme to end-September. Savings were generated across all of the Group's entities and businesses.

Strategic developments

Agreement reached on the commercial terms for the planned Hinkley Point C nuclear power station

On 21 October 2013, EDF Group and the UK government agreed on the key commercial terms of the investment contract for Hinkley Point C (HPC). The Contract for Difference (CfD), of which strike price is set at £92.5/MWh[3], will last for 35 years from the date of commissioning and will generate a rate of return (IRR[4]) of around 10% for the project, in line with EDF Group's investment criteria. The project is eligible for the UK Guarantees scheme, the government's infrastructure guarantee programme, under terms and conditions to be agreed upon.

Agreement in principle on the scope of the UK Guarantees scheme and on the key terms of the investment contract allows EDF Group to move ahead to secure partners for the project. The share of equity is expected to be 45-50% for EDF, 10% for Areva, 30 to 40% for China General Nuclear Corporation (CGN) and China National Nuclear Corporation (CNNC). Discussions are also taking place with a shortlist of other interested parties who could take up to 15%. Finalisation of these agreements and construction of the plant are subject to a final investment decision, provided certain key steps are completed, including agreement of the full investment contract, finalisation of agreements with industrial partners and a decision from the European Commission on State aid.

Agreement in sight between EDF and Veolia Environnement on Dalkia

As part of the Group's strategy to clarify its industrial partnerships, EDF and Veolia Environnement have entered into advanced discussions aiming to reach an agreement on their joint subsidiary Dalkia, one of the world's leading providers of energy services. On 28 October 2013, the Boards of Directors of EDF and Veolia Environnement met and approved the continuation of these negotiations. The

---

3 £89.5/MWh if Sizewell C goes ahead. There will be a payment from Sizewell C to Hinkely Point C equivalent to £3/MWh upon the final investment decision being made on Sizewell C reflecting the fact that the "first of a kind" costs of EPR reactors are borne by both the Hinkely Point C and Sizewell C sites

4 Internal Rate of Return of a project is a standard measure of profitability used by investors

discussions currently underway envisage the acquisition by EDF of the entire assets and activities of the Dalkia group in France, while Veolia Environnement would acquire the entire assets and activities of Dalkia International. In connection with the transaction, Veolia Environnement would make a cash payment of €550 million to EDF to compensate for the difference in value between the stakes owned by the two shareholders in the various entities of the Dalkia group.

The deal is expected to enable EDF Group to significantly develop its presence in energy services. It offers substantial potential for synergies given that the businesses and expertise of EDF and Dalkia complement each other.

For EDF, the transaction is expected to improve the Group's net debt and net debt/EBITDA ratio. The impact in 2014 on net debt should be positive by approximately €1 billion, including roughly €400 million from the transaction and around €600 million from the change in consolidation rules that go into effect on 1 January 2014[5].

Regarding EBITDA, the full-year impact is likely to be limited (negative by less than €100 million), the unfavourable effect from end of proportional consolidation of Dalkia International and Dalkia Investissement being largely offset by the positive effect of the transaction (full consolidation of Dalkia in France).

The transaction is expected to be finalised at the earliest mid-2014.

Change in 9M sales

France: sales growth driven by colder weather than in 2012

In millions of euros	**9M 2012**	**9M 2013**	**Δ**	**Organic growth %**
Total France	28,228	29,095	867	3.1

In **France**, 9M 2013 sales amounted to €29.1 billion reflecting organic growth of 3.1%. This growth was due to a positive volume effect of €625 million due to colder weather conditions than during the same period in 2012.

Growth was also the result of the regulated tariffs increase for €500 million.

Sales were also driven by electricity sales on the wholesale markets, as the Group was a net seller of 4 TWh in the first nine months of the year, and by the increase in gas sales due to the cold weather.

These factors contributed to offset the drop in sales due to the expiration of several long-term contracts.

At end-September, nuclear output came to 297.6 TWh, up 2.6 TWh (+0.9%) compared with the first nine months of 2012 despite more planned outages. However, the Group's outage extensions were longer than planned notably during the third quarter. The action plan implemented by the Group at the start of the year to manage outage durations have limited extensions compared with 2012 but has not yet fully delivered the expected impact. As such, on the basis of output generated at end-September and given the outage programme schedule until year's end, the Group is now setting a nuclear output target of between 405 and 410 TWh in 2013.

Hydropower output stood at 33.7 TWh at end-September, which was an increase of 7.3 TWh (+27.7%) compared with the first nine months of 2012. This was achieved by good hydro conditions in the first half-year. As the winter approaches, reservoirs are close to their historic averages.

---

[5] On 1 January 2014, pursuant to IFRS 11, Dalkia International and Dalkia Investissement will no longer be consolidated on a proportional basis but rather by the equity method

United Kingdom: sales driven by higher prices achieved in the wholesale market

In millions of euros	**9M 2012**	**9M 2013**	**Δ**	**Organic growth %**
Total United Kingdom	7,001	6,991	-10	4.9

In the **United Kingdom**, sales came out to €7.0 billion, up 4.9% in organic terms. The depreciation of the pound sterling versus the euro during the period led to a negative forex effect of €341 million.

Sales were underpinned by the increase in prices achieved on the wholesale markets compared with the first nine months of 2012. Nuclear output (-0.3 TWh in the first nine months of the year) is in line with the Group's ambition to replicate the strong operational performance of 2012 of 60 TWh despite a busier planned outage programme.

Electricity sales on the wholesale markets increased due to the Group's commitment with the European Commission to sell between 5 and 10 TWh per year on the UK wholesale market over the period 2012-2015.

These sales came out to 6.9 TWh, which was a 4.4 TWh increase compared with the first nine months of 2012 and partially offset lower structured sales.

Italy: higher electricity sales on the wholesale market

In millions of euros	**9M 2012**	**9M 2013**	**Δ**	**Organic growth %**
Total Italy	6,897	9,509	2,612	1.7

The Italy segment includes EDF Fenice and Edison (in which EDF now holds 97.4% of the capital[6]), which has been fully consolidated since EDF took control on 24 May 2012.

In **Italy**, sales climbed 1.7% in organic terms to €9.5 billion. The scope effect linked to the takeover of Edison totalled €2.5 billion. Edison's contribution to sales was €9.2 billion, or organic growth of 2.5%.

Sales in electricity activities were driven by a positive volume effect as sales on the wholesale markets increased amid a difficult environment where demand was down, offsetting a negative price effect.

In hydrocarbon activities, sales to residential and professional clients increased in a context of a decline in demand because of lower consumption of thermoelectric plants.

However, activity continues to be hit by the drop in the price of gas, which continues to weigh heavily on sales and margins.

Other International: small increase in sales without significant effect on margins

In millions of euros	**9M 2012**	**9M 2013**	□	**Organic growth %**
Total Other International	5,642	5,629	-13	1.0

The **Other International** segment recorded a slight organic sales increase of 1% to €5.6 billion.

6 As well as 99.5% of the voting rights

In Belgium, sales at EDF Luminus were up by 0.8% due to higher electricity and gas sales on the wholesale market as a result of their optimisation activities, without a significant impact on margins.

In Austria, sales of gas and electricity were down as market conditions deteriorated.

In Poland, the 5.9% drop in organic sales resulted from lower prices, electricity volumes and lower prices and volumes of environmental certificates.

In the rest of the world, organic sales were up 11.1%, led by the United States in particular, where sales were lifted by higher nuclear output.

Other Activities: good operating performance of EDF Énergies Nouvelles

In millions of euros	**9M 2012 restated***	**9M 2013**	**Δ**	**Organic growth %**
Total Other activities	3,842	3,935	93	3.0

**Data restated for the impact of the change in the presentation of EDF Energies Nouvelles' DSSA activities*

Sales on the **Other Activities** segment rose to €3.9 billion, reflecting organic growth of 3%.

EDF Energies Nouvelles saw its organic sales grow significantly by 33.1% on strong wind output growth (+2 TWh, or +39%) driven by the full-year impact of 2012 commissioning in the United States and Canada. At 30 September 2013, EDF Energies Nouvelles had 6,349 MW gross installed capacity in addition to 1,493 MW in gross capacity under construction.

EDF Trading's sales rose 5.5% in organic terms on the back of good results from its coal/freight trading business.

OTHER HIGHLIGHTS SUBSEQUENT TO THE 30 JULY 2013 PUBLICATION

France

Inauguration of the fossil-fired plant in Port Est on Reunion Island

On 11 October 2013, EDF Group inaugurated the Port Est fossil-fired plant with a capacity of 210 MW. This plant runs on fuel oil and was built to replace the Port Ouest facility, which was closed in April 2013. It is equipped with innovative technologies and its performance is particularly good from an industrial and environmental perspective: it has next generation diesel motors, which cuts fuel consumption by 15%. Catalytic devices reduce emissions by 85%.

EDF Group invested €500 million for this new electricity generation facility serving the Reunion Island in order to meet the growing structural need for electricity consumption of the people of Reunion.

Ribbon-cutting ceremony at the Saclay institute

On 10 October 2013, Henri Proglio, alongside prime minister Jean-Marc Ayrault and the Ecology, Sustainable development and Energy minister Philippe Martin, laid the first stone of the foundation of EDF Lab in Saclay, the biggest research and development centre in Europe. Located on a 30-acre campus, the site will combine a global R&D centre and the new Campus EDF. It is slated to open in 2015. The R&D teams will strive to develop the technologies of tomorrow and the training centre will equip the company's employees with new skills. The centre will foster ties with academia and training programmes as well as universities and the country's elite colleges.

The EPR vessel arrives at the Flamanville site

On 7 October 2013, the vessel, a major component of the EPR nuclear facility, was delivered to the construction site in Flamanville (Manche) at the end of a trip that started in early September.

This new stage highlights an acceleration in operations in the nuclear island as well as electro-mechanical work on the site. The vessel will be installed in the reactor building in the coming months. Following the installation of the dome on 16 July, 95% of civil engineering on the Flamanville EPR site is now complete.

Exclusive negotiations for Citelum acquisition, a key player in the public lighting market

On 30 September 2013, EDF Group, through its wholly-owned subsidiary EDEV (EDF Développement Environnement), entered into exclusive negotiations with Dalkia France with a view to acquiring 100% of the capital in Citelum, one of the major players in the international public lighting and urban electrical equipment industry. This transaction would help the Group to enhance the services it offers to local authorities and to work together more effectively to safeguard their energy future, a vital key to development. EDF could offer new responses to its local authority clients when it comes to public lighting for the design of eco-neighbourhoods.

Domes for Dunkirk methane plant installed

The last of the three domes of the methane gas facility in Dunkirk was successfully installed on 22 August 2013. In all, three domes were installed at the facility in less than two months. A new milestone has thus been reached for the construction site, which began in April 2012 and is scheduled to be commissioned at end-2015.

Smart grids

EDF opens the first European laboratory dedicated to smart grids

On 13 September 2013, EDF inaugurated the Concept Grid, an experimental platform, which is the only of its kind in the world, that will seek to drive and support the development of traditional electricity grids as they become “smart grids”. Located at the Renardières (77) R&D centre, Concept Grid makes it possible to conduct complex, full-scale stress tests that would be impossible to carry out on the real grid.

The Group also launched the Smart Electric Lyon project, which aims to test, under real conditions, a wide array of solutions based on the latest IT and communication developments. These solutions aim to control electricity consumption, improve the comfort of life at home and increase the performance of companies and local authorities.

Solutions started to be tested in 25,000 households in Lyon and in roughly 100 companies and local authorities, at home, work or in their jurisdictions.

EDF Energies Nouvelles

Acquisition of Longhorn wind energy project (200 MW) in Texas

On 4 November 2013, EDF Energies Nouvelles annouced an agreement between its US subsidiary, EDF Renewable Energy, and Renewable Energy Systems Americas Inc. (RES Americas), a North American renewable energy company, to acquire the 200 MW Longhorn wind energy project in Texas. Construction of the project, currently in late-stage development, is due to begin by the end of the year in order to qualify for the Production Tax Credit (PTC). Located in northern Texas, the Longhorn wind project will take advantage of the Competitive Renewable Energy Zone (CREZ) transmission lines connecting the wind generating capacity of the Texas Panhandle to areas in the state where electricity demand is highest. EDF Renewable Energy has secured a longterm, fixed-price hedge agreement for the expected energy production of the project. The project will be built by RES Americas on behalf of EDF Renewable Energy.

Commissioning of the Lac-Alfred phase 2 wind farm (150 MW) in Québec

On 9 September 2013, EDF Énergies Nouvelles, via its local subsidiary EDF EN Canada, commissionned the second phase of Lac Alfred wind farm, with an installed capacity of 150 MW. This brings Lac-Alfred's total capacity up to 300 MW amongst the largest in Quebec. Lac-Alfred is co-owned by EDF EN Canada and Enbridge Inc. on a 50/50 basis. The electricity generated is purchased by Hydro-Quebec under a 20-year power purchase agreement. The 150 wind turbines (75 for each phase) were supplied by manufacturer REpower. EDF Renewable Services, a local subsidiary of EDF Energies Nouvelles, will operate and maintain the wind farm under an Operations & Maintenance contract.

Commissionning of a 164 MW wind farm in Mexico

On 3 September 2013, EDF Énergies Nouvelles, via its local subsidiary EDF EN Mexico, commissioned the Bii Stinu wind farm, located in a very windy region of Oaxaca in southern Mexico where EDF EN Mexico already operates the La Mata Ventosa wind farm (67.5 MW). This new facility comprises 82 turbines with 2 MW in unit capacity provided by Spanish manufacturer Gamesa.

The wind farm is 50% co-owned by EDF EN Mexico and by Mitsui&Co. Ltd group via its Mexican subsidiary MIT Renewables Mexico. The electricity generated by the facility will be purchased by a set of international and Mexican groups (Arcelor Mittal Steel Lazaro Cardenas, Walmart Mexico, Grupo Modelo, Grupo Herdez and Continental Automotive Guadalajara), which have signed a 15-year power purchase agreement.

Commissionning of a 143 MWc solar plant in California

On 2 September 2013, EDF Renewable Energy, US subsidiary of EDF Énergies Nouvelles, commissionned the 143 MWp Catalina photovoltaic plant. Located in the Mojave Desert of California, the power plant extends over more than 360 hectares south-west of the Tehachapi and Piute mountains. The region, which is very sunny throughout the year, is ideally suited to this large-scale project. The Catalina project comprising more than 1.1 million thin-film solar panels is the largest photovoltaic facility ever built by EDF Energies Nouvelles and ranks as the 8th largest plant worldwide[7] in terms of installed capacity. Under construction since May 2012, the power plant has been gradually commissioned since December 2012. The photovoltaic facility supplies the electricity it generates to San Diego Gas & Electric Company under a 25-year power purchase agreement. EDF Renewable Services, a subsidiary of EDF Renewable Energy, provides operations and maintenance services.

2. 28 October 2013 – Agreement in sight between EDF and Veolia Environnement on Dalkia

EDF and Veolia Environnement have entered into advanced discussions for the conclusion of an agreement on their joint subsidiary Dalkia, one of the world’s leading provider of energy services. The Boards of Directors of EDF and Veolia Environnement have met and approved the continuation of these negotiations.

The discussions currently underway envisage the acquisition by EDF of the entire activities of the Dalkia group in France, while Veolia Environnement would acquire the entire activities of Dalkia International. In connection with the transaction, Veolia Environnement would make a cash payment of €550 million to EDF to compensate for the difference in value between the stakes owned by the two shareholders in the various entities of the Dalkia group.

The transaction would be neutral for the net financial debt of Veolia Environnement, which currently provides most of the Dalkia group financing. For EDF, this transaction would improve its net debt/EBITDA ratio.

---

[7] Reference: Bloomberg New Energy Finance

The transaction would benefit all parties, as it would secure Dalkia's development both in France and internationally, while strengthening EDF and Veolia Environnement's respective ambitions in the energy services. The contemplated transaction would also put an end to the litigation between EDF and Veolia Environnement pending before the Paris Commercial Court.

Once finalized, the draft agreement will be submitted for consultation to the relevant employee representative bodies and for approval by EDF's and Veolia Environnement's respective Boards of Directors. The transaction shall also be subject to approval from the relevant antitrust authorities.

The Dalkia group reported 2012 revenues of €4.1 billion* in France and €4.9 billion outside France.

* Including Citelum and 50% of Dalkia Investissement.

3. **21 October 2013 – Agreement reached on commercial terms for the planned Hinkley Point C nuclear power station**

- **EDF Group and UK Government agree on key commercial terms of investment contract for HPC**
- **Project will benefit from the Government's Infrastructure Guarantee Scheme under terms and conditions to be agreed upon**
- **EDF Group announces new partners and confirms key suppliers**
- **Final investment decision conditional on completion of remaining key steps**

Agreement

EDF Group and the UK Government have reached in principle an agreement on the key commercial terms for an investment contract of the planned Hinkley Point C nuclear power station. This major step is one of a comprehensive set of agreements for the project which can be announced today.

The balanced investment contract will give investors the confidence to invest in a new nuclear power station which is capable of providing the UK with secure, reliable, low carbon electricity at a fair price for consumers. It shows that new nuclear will be able to save customers money compared to other forms of generation, as well as creating thousands of jobs and strengthening long term industrial capability.

The agreements are:

- The key commercial terms of an investment contract for Hinkley Point C
- Confirmation that the project will benefit from the Government's Infrastructure Guarantee under terms and conditions to be agreed upon
- Letters of Intent with equity partners
- The four main contracts for engineering and construction
- Terms for a Funded Decommissioning Programme for Hinkley Point C[8]

Finalisation of these agreements and construction of the plant are subject to a final investment decision. The Government and EDF Group will work together to address the remaining steps which must be taken before that decision can be taken.

---

[8] For the first time in the UK, a Funded Decommissioning Programme means that EDF Group will pay at the time of generation for the eventual decommissioning and waste management costs associated with Hinkley Point C. This cost is included in the strike price.

Strike Price

The agreement is fair and balanced for consumers and investors. It means Hinkley Point C will offer stable and predictable prices through a “Contract for Difference”. If wholesale prices rise above an agreed “strike price”, consumers will not pay extra. If they fall below this price the generator will receive a top-up payment. Customers pay nothing until the power station is operational.

Agreement followed a robust and thorough process including opening the project to independent validation on behalf of the Government.

EDF Group has plans for two EPR reactors at Hinkley Point C in Somerset. In addition it is also developing proposals for two EPR reactors at Sizewell C in Suffolk. Successive power stations built to the same design have `a “series benefit” from a shared design, supply chain and engineering work.

The Strike Price is set at:

- £89.5/MWh if Sizewell C goes ahead. There will be a payment from Sizewell C to Hinkley Point C equivalent to £3/MWh upon the final investment decision being taken with respect to Sizewell C reflecting the fact that the first of a kind costs of EPR reactors are shared across the Hinkley Point C and Sizewell C sites.
- £92.5/MWh for HPC project if Sizewell C does not go ahead.

The payment mechanism funded by the Sizewell C project is intended to ensure that there is no impact on Hinkley Point C economics if Sizewell C goes ahead.

In addition, if savings are achieved in the construction of the Hinkley Point C project, these will be shared with consumers through a lower strike price.

DECC forecasts that electricity from Hinkley Point C will be competitive with future gas generation prices as well as all low carbon energy sources. It is estimated that the UK new nuclear programme will save households £74 a year in today’s prices by 2026-30.

Other key points of the investment contract agreed in principle include:

- EDF Group and its partners will take the risk of constructing the power station to budget and schedule
- The strike price will be fully indexed to inflation through the Consumer Price Index
- The contract will last for 35 years from the date of commissioning
- A rate of return (IRR[9]) of around 10% by the project in line with EDF Group investments criteria
- The project will be protected from unforeseen changes of law[10]

Partners

Agreement in principle on the scope of the UK Guarantees scheme and on the key terms of the investment Contract allows EDF Group to move ahead to secure partners for the financing of the project. The share of equity is expected to be:

- EDF Group	45-50%
- AREVA	10%

---

9 Internal Rate of Return of a project is a standard measure of profitability used by investors.

10 NNB GenCo will be protected against discriminatory or specific changes in law for example (i) change in law that is applicable only to HPC, or only to NNB, or only to generation facilities with CfDs, or only to nuclear generation facilities, or only to nuclear generation facilities with CfDs; (ii) change in law which has an undue and not objectively justifiable, discriminatory effect on HPC in comparison with a comparator group of generators; and (iii) a tax on uranium, provided in each case that such changes do not constitute (A) a 'foreseeable' change in law, (B) a change in policy or (C) development of good practice in the on-going civil generation nuclear industry.

- China General Nuclear Corporation (CGN) } 30-40%
- China National Nuclear Corporation (CNNC)
- Discussions are also taking place with a shortlist of other interested parties who could take up to 15%

AREVA has been integral in the construction of all the existing EPR projects and will bring the expertise and lessons learned from these projects to be applied in the UK.

The EDF Group has been working as an industrial partner with CGN and CNNC for 30 years. This includes the joint venture between EDF Group and CGN to build two EPR reactors at Taishan. The UK will benefit from this long-standing co-operation and the extensive and proven capability of CGN and CNNC in the construction and operation of nuclear plants.

The UK's nuclear regulation ensures that all builders and operators must demonstrate that they operate in the interests of the UK and meet strict compliance requirements for safety and security.

The partnership will give CGN and CNNC the opportunity to gain experience in the UK and will support their long term objective of becoming nuclear developers in the UK in partnership with EDF Group and in full compliance with UK regulatory requirements.

The risk of constructing the power station to budget and schedule will be shared by EDF Group and its partners.

Benefits

The Prime Minister David Cameron said: "*Earlier this month I spoke about our new industrial policy that looks to the future, and about our determination to embrace new technologies and back new industries and energy sources so that they can flourish and help us build a rebalanced economy across the country. As part of our plan to help Britain succeed, after months of negotiation, today we have a deal for the first nuclear power station in a generation to be built in Britain. This deal means £16bn of investment coming into the country and the creation of 25,000 jobs, which is brilliant news for the South West and for the country as a whole. As we compete in the tough global race, this underlines the confidence there is in Britain and makes clear that we are very much open for business.*

"This also marks the next generation of nuclear power in Britain, which has an important part to play in contributing to our future energy needs and our longer term security of supply".

Secretary of State for Energy and Climate Change Ed Davey said: "*This is an excellent deal for Britain and British consumers. For the first time, a nuclear power station in this country will not have been built with money from the British taxpayer. It will increase energy security and resilience from a safe, reliable, home-grown source of electricity. This deal is competitive with other large-scale clean energy and with gas – and while consumers won't pay anything up front, they'll share directly in any gains made from the project coming in under budget and from refinancing or equity sales."*

EDF Group Chairman and CEO Henri Proglio said: "*The agreement in principle reached today with the British government significantly strengthens the industrial and energy co-operation between France and the United Kingdom. The EPR project at Hinkley Point represents a great opportunity for the French nuclear industry in a context of a renewal of competencies.This project will deliver a boost to the economy and create job opportunities on both sides of the channel and will enable the United Kingdom, a country in which EDF is already the leading producer of electricity, to increase the share of carbon-free energy in its production mix."*

EDF Energy CEO Vincent de Rivaz said: *"What we are announcing today is a good, fair and balanced deal for consumers, the UK and EDF. The project will kick start the UK nuclear programme and will help rebuild the nation's industrial stamina. The progress so far on the project reflects the great skill and determination of a world class team which is ready to get to work and turn Hinkley Point C into a reality. "*

The Project

Preliminary works for the project are already well advanced, with a design approved by UK regulators, a nuclear site licence in place and planning permission has been given for construction. Costs have been established through competitive tendering process and have been independently scrutinised.

Subject to a final investment decision by July 2014, the power station is expected to complete commissioning of the first unit in 2023. This means the power will be delivered when it is needed, at a time when the existing fleet of AGR reactors will be coming towards the end of operation, allowing a transition from one generation of nuclear power to the next.

The construction cost of the two nuclear power units at Hinkley Point, expressed in 2012 money, is expected to be £14bn. In addition to the construction costs, the project and its partners will have incurred £2bn of other costs before first operation. These include land purchases, achieving the different consents, construction of a spent fuel storage facility and preparing the 900 strong team which will run the station. This means that the total costs to first operation are expected to be close to £16bn, expressed in 2012 money.

For the first time in the UK, costs of waste and decommissioning are built into the project upfront through a Funded Decommissioning Programme.

Key terms of the contracts for the four most important suppliers to the project have now been finalised subject to a final investment decision. These are with:

- Bouygues TP/Laing O'Rourke (civil work contract)
- Costain (marine work)
- Alstom (turbines)
- Areva (Instrumentation and Control, Nuclear Steam Supply System and Fuel)

Work with potential suppliers, as well as national and local supply chain events have promoted opportunities for UK and Somerset businesses to supply the project. This means that 57% of the project's construction value could be spent in the UK, building skills and expertise which will help the country win a greater share of nuclear programmes nationally and globally.

New alliances between British and French industry will allow both to take a leading role in this project and nuclear projects around the world.

Hinkley Point C has the potential to create 25,000 job opportunities in the UK during its construction, including 400 apprentices. It will create 900 jobs when operational.

Investment in local colleges, an enterprise centre and construction skills centre help people from Somerset to benefit from the project.

Building the new power station will also kick start the UK's new nuclear programme and lead to lower costs for successive power stations.

Infrastructure Guarantee

The Government has confirmed that the project is eligible for its UK Guarantees scheme. It is currently assumed that, subject to Infrastructure UK due diligence, Treasury-guaranteed debt will finance 65% of expected total costs prior to operations, backed by an appropriate security package provided by the investors.

Infrastructure UK is undertaking a comprehensive due diligence of the project in order to verify the scope and determine the terms and conditions of a guarantee.

Next steps

A final investment decision for all partners requires a number of further conditions to be met. These are:

- Agreement of the full investment contract

- EDF Group to finalise agreements with industrial partners for equity funding and with Infrastructure UK for debt funding
- A decision from the European Commission on state aid

4. **21 October 2013 – Structure of the partnership for Hinkley Point C projet**

EDF Group today announced a comprehensive set of agreements for the proposed nuclear power station at Hinkley Point C. This additional news release contains further details of agreements with new partners for the project.

Preliminary works for the Hinkley Point C project are well advanced and an agreement has been reached in principle on an investment contract for the planned station. It has an approved EPR reactor design, regulators have awarded relevant nuclear site licences, labour relations agreements are in place and the UK Government has granted permission for construction.

Finalising agreements with industrial partners for equity funding is one of the remaining key steps necessary before a final investment decision can be taken.

Industrial partnership

Letters of Intent have now been signed by EDF Group, AREVA, CGN (China General Nuclear Corporation) and CNNC (China National Nuclear Corporation) to become strategic and industrial partners in the project.

AREVA, which is the worldwide leader of the nuclear supply industry, is a long-standing partner of the EDF Group. In the UK, AREVA has developed a growing presence in nuclear fuel, services and backend expertise. Jointly with the EDF Group, AREVA has pursued the Generic Design Assessment (GDA) of its EPR technology, making it the only generation III design certified in the UK.

EDF Group and AREVA have been working with both CGN and CNNC for 30 years in the construction and operation of nuclear power plants to international standards. In addition, AREVA has developed fruitful industrial relationships with CNNC, both in the reactor and fuel cycle businesses. The new partnership for Hinkley Point C will bring a range of benefits to the project, the UK, France and China.

EDF Group has world-class expertise in the operation and construction of nuclear power stations. Through EDF Energy which operates 15 reactors, it is the leader in nuclear power in the UK. Improvements in safety, operational performance and high levels of investment in its eight power stations have demonstrated that EDF Energy is a trustworthy and responsible operator in the UK.

Both Chinese partners have extensive and wide-ranging capabilities in the development and construction of nuclear power stations. CGN currently operates 8.3GW of nuclear power. It has eight units in operation and has 15 under construction, including two EPR reactors being built in a joint venture with EDF at Taishan. CNNC has nine units in operation and 12 under construction.

EDF Group will be the "responsible designer" for the project with a central role in the design and engineering of the power station at Hinkley Point C.

The partnership will give CGN and CNNC the opportunity to gain experience in the UK and will support their long term objective of becoming established nuclear developers in the UK in partnership with EDF Group and in full compliance with UK regulatory requirements.

Equity Share

The share of equity is expected to be:

- EDF Group 45-50%
- AREVA 10%
- China General Nuclear Corporation (CGN) } 30-40%
- China National Nuclear Corporation (CNNC)

- Discussions are taking place with a shortlist of other interested parties who could take up to 15%

The UK's strong nuclear regulation regime ensures that all builders and operators must demonstrate that they operate in the interests of the UK and meet strict compliance requirements for safety and security.

A number of suitably qualified Chinese personnel will join the project to work alongside members of the project team, subject to the usual approvals from the UK regulators.

The risk of constructing the power station to budget and schedule will be shared by EDF Group and its partners.

Luc Oursel, CEO of AREVA said*: "The Hinkley Point project is a priority for AREVA and for the whole French nuclear industry, and the group is engaged to ensure its success. Today's agreement represents the fruit of a joint endeavour with EDF since 2007 to contribute to the renewal of nuclear energy in the United Kingdom. This 5th and 6th EPR projects will benefit from the experience gained from the EPR reactors under construction in Finland, France and China".*

He Yu, Chairman of China Guangdong Nuclear Power Holding Co. (CGN), said: "*CGN is interested in the UK electricity market and will play a key role in the HPC project. CGN would contribute to the project by bringing its experience and expertise, particularly acquired from the CGN controlled Taishan EPR project to HPC. CGN has a long term target and objective in the UK nuclear new build program and it is appreciated that both EDF and the UK government have expressed their undersdanding of this and agree to give support accordingly."*

Sun Qin, Chairman of (China National Nuclear Corporation) CNNC said: *"CNNC is glad to see that UK government and EDF Group have reached an agreement on the key items of the HPC project. We think that the HPC project has a great significance in both UK energy market and world nuclear power development, and we are proud to participate in it. With experience of all aspects of the nuclear industry and 30 years of building nuclear power plants, CNNC will participate in the UK nuclear new build program with the support of EDF and UK government."*

EDF CEO Henri Proglio said: "*The agreement in principle reached today with the British government offers industrial players a clear and long-term framework that will encourage investment. I am also delighted that other major world nuclear industry players have decided to join us in this large-scale project. Areva, our historical partner, along with CGN and CNNC, with whom we have been working for 30 years, will contribute their expertise alongside EDF, working towards the success of the Hinkley Point project*."

These new alliances between British and French industry will allow both to take a leading role in this project and nuclear projects around the world. The project will draw on the global nuclear supply chain, providing opportunities for countries including China.

PERSON RESPONSIBLE FOR THE SECOND SUPPLEMENT

Individual assuming responsibility for the Second Supplement

In the name of the Issuer

Having taken all reasonable measures for this purpose, I declare that the information contained in this Second Supplement is in accordance with the facts and contains no omission likely to affect its import.

The consolidated condensed financial statements for the first half-year of 2013, prepared in accordance with IAS 34 *Interim Financial Reporting*, the standard of International Financial Reporting Standards as adopted by the European Union ("**IFRS**") applicable to interim financial information and included in chapter 4 of the First Supplement were subject to a report by the statutory auditors set forth in chapter 5 of the First Supplement and which included two comments, one of which relates to the valuation of long-term provisions relating to nuclear electricity production (which is set out on page 136 of the First Supplement).

The consolidated financial statements for the financial year ended 31 December 2012, prepared in accordance with IFRS standards, as adopted by the European Union, and included in the 2012 *Document de Référence* filed with the *Autorité des marchés financiers* (hereafter the "**AMF**") on 5 April 2013 under number D.13-0304, were subject to a report by the statutory auditors set forth in section 20.2 of such 2012 *Document de Référence* and which includes two comments, one of which relates to the valuation of long-term provisions relating to nuclear electricity production (which is set out on page 366 of such *Document de Référence*).

The consolidated financial statements for the financial year ended 31 December 2011, prepared in accordance with IFRS standards, as adopted by the European Union, and included in the 2011 *Document de Référence* filed with the AMF on 10 April 2012 under number D.12-0321, were subject to a report by the statutory auditors set forth in section 20.2 of such 2011 *Document de Référence* and which includes a comment in relation to the valuation of long-term provisions relating to nuclear electricity production (which are set out on page 386 of such 2011 *Document de Référence*).

Issued in Paris, on 15 November 2013

Henri Proglio
Chief Executive Officer
Electricité de France

VISA OF THE *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* (the "**AMF**"), in particular Articles 212-31 to 212-33, the AMF has granted to this Second Supplement the visa No. 13-622 on 18 November 2013. It was prepared by the Issuer and its signatory assumes 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.

In accordance with Article 212- 32 of the *Règlement général* of the AMF, all Notes issued or admitted pursuant to this Second Supplement will result in the publication of the applicable Final Terms.

RESPONSABILITE DU DEUXIEME SUPPLEMENT

Personne qui assume la responsabilité du présent Deuxième Supplément

Au nom de l'Émetteur

Après avoir pris toute mesure raisonnable à cet effet, j'atteste que les informations contenues dans le présent Deuxième Supplément sont, à ma connaissance, conformes à la réalité et ne comportent pas d'omission de nature à en altérer la portée.

Les comptes semestriels consolidés résumés relatifs à la période du 1er janvier au 30 juin 2013, préparés conformément à IAS 34 Information Financière Intermédiaire, norme du référentiel IFRS tel qu'adopté par l'Union européenne ("**IFRS**") applicable à l'information financière intermédiaire et inclus au sein du chapitre 4 du Premier Supplément, ont fait l’objet d’un rapport des contrôleurs légaux figurant au chapitre 5 du Premier Supplément, qui contient deux observations dont une relative à l'évaluation des provisions de long terme liées à la production nucléaire (qui est mentionée à la page 136 du Premier Supplément).

Les comptes consolidés de l'exercice clos le 31 décembre 2012, préparés conformément au référentiel IFRS, tel qu'adopté par l'Union Européenne, et inclus dans le Document de Référence 2012 déposé auprès de l'Autorité des marchés financiers (ci-après l'"**AMF**") en date du 5 avril 2013 sous le numéro D.13-0304, ont fait l'objet d'un rapport des contrôleurs légaux figurant à la section 20.2 dudit Document de Référence 2012, qui contient deux observations dont une relative à l'évaluation des provisions de long terme liées à la production nucléaire (qui est mentionnée à la page 366 du Document de Référence 2012).

Les comptes consolidés de l'exercice clos le 31 décembre 2011, préparés conformément au référentiel IFRS, tel qu'adopté par l'Union Européenne, et inclus dans le Document de Référence 2011 déposé auprès de l'AMF en date du 10 avril 2012 sous le numéro D.12-0321, ont fait l'objet d'un rapport des contrôleurs légaux figurant à la section 20.2 dudit Document de Référence 2011, qui contient une observation relative à l'évaluation des provisions de long terme liées à la production nucléaire (qui est mentionnée à la page 386 du Document de Référence 2011).

A Paris, le 15 novembre 2013

Henri Proglio
Président-Directeur Général
Electricité de France

VISA DE L'AUTORITE DES MARCHES FINANCIERS

AUTORITÉ DES MARCHÉS FINANCIERS

En application des articles L. 412-1 et L. 621-8 du Code monétaire et financier et de son règlement général, notamment de ses articles 212-31 à 212-33, l'Autorité des marchés financiers (l'"**AMF**") a apposé le visa n° 13-622 en date du 18 novembre 2013 sur le présent Deuxième Supplément. Ce Deuxième Supplément a été établi par l'Emetteur et engage la responsabilité de son signataire.

Le visa, conformément aux dispositions de l'Article L. 621-8-1-I du Code monétaire et financier, a été attribué après que l'AMF a vérifié "*si le document est complet et compréhensible, et si les informations qu'il contient sont cohérentes*". Il n'implique ni approbation de l'opportunité de l'opération, ni authentification des éléments comptables et financiers présentés.

Conformément à l'article 212-32 du règlement général de l'AMF, toute émission ou admission de titres réalisée sur la base de ce Deuxième Supplément donnera lieu à la publication de conditions définitives.