

PROSPECTUS SUPPLEMENT DATED 5 DECEMBER 2008
TO THE BASE PROSPECTUS DATED 16 MAY 2008,
THE PROSPECTUS SUPPLEMENT DATED 18 SEPTEMBER 2008
AND THE PROSPECTUS SUPPLEMENT DATED 13 NOVEMBER 2008



Electricité de France

€ 16,000,000,000 PROGRAMME FOR THE ISSUANCE OF DEBT INSTRUMENTS

*This Prospectus Supplement (the "**Third Supplement**") is supplemental to and must be read in conjunction with the Base Prospectus dated 16 May 2008 (the "**Base Prospectus**") granted visa n° 08-091 on 16 May 2008 by the Autorité des marchés financiers (the "**AMF**"), the Supplement to the Base Prospectus dated 18 September 2008 (the "**Supplement**") granted visa n°08-192 on 18 September 2008 by the AMF, and the Supplement to the Base Prospectus dated 13 November 2008 (the "**Second Supplement**") granted visa n°08-237 on 13 November 2008 by the AMF, each prepared by Electricité de France ("**EDF**" or the "**Issuer**") with respect to the € 16,000,000,000 Programme for the issuance of debt instruments (the "**Programme**"). Terms defined in the Base Prospectus have the same meaning when used in this Third Supplement.*

*Application has been made for approval of this Third Supplement to the AMF in its capacity as competent authority pursuant to Article 212-2 of its Règlement Général which implements 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 (the "**Prospectus Directive**").*

This Third 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 recent events in connection with the Issuer's position, activities and status.

Copies of this Third Supplement will be available for viewing on the website of the AMF (www.amf-france.org), on the Issuer's website (<http://www.edf.fr>) 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 the Supplement to the Base Prospectus, the Second Supplement to the Base Prospectus and this Third Supplement to the Base Prospectus, 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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In this Third Supplement to the Base Prospectus, 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 AND INFORMATION IN RELATION TO THE ISSUER

1 4 December 2008 – EDF Investor Day : Nuclear Strategy and Finance

EDF is organising today a Day for investors and financial analysts dedicated to strategy and financial issues relating to EDF Group's nuclear activities.

A confirmation of future EPRs commissioning timetable

In the framework of its contribution to nuclear revival worldwide as investor, operator builder, the Group will confirm its objective of connecting the Flamanville EPR to the network in 2012. EDF will also set out the following commissioning timetable: a first Chinese EPR in 2013 (Taishan 1), a first North American EPR in 2016 (Calvert Cliffs 3) and a first EPR in the United Kingdom at at end-2017.

Improved competitiveness of EPR reactors

The updated construction cost of the EPR being built in Flamanville came out at €4bn in 2008 euros, (+20% higher than the previous estimated cost of €3.3bn in 2005 euros). This update takes into account increase in prices and the effects of some contractual indexes due to higher raw material costs and the impact of technical and regulatory evolutions. The new total cost of the electricity generated is therefore €54/MWh in 2008 euros.

The construction cost of a second EPR in France, similar to Flamanville 3, will have to take into account the likely very high increase in component prices at this time horizon and the initial benefits of a series effect.

In the United Kingdom, it will be necessary to take into account the costs induced by specific processes for authorizations from British authorities.

The EPR is sustainably competitive compared to other generation mean, the development costs of which have risen faster. In Europe, development costs of a gas combined cycle and a coal-fired thermal plant are therefore respectively 45% and 54% more expensive than in 2006. Current estimates for development costs for a new facility (base load) come at least out at 68€/MWh for a gas-combined cycle and at 70€/MWh for a coal-fired thermal plant with the lowest assumptions for raw material and CO2 costs.

China benefits from a very favourable cost environment compared to European EPRs.

Using a comparable method, the estimated cost for a US EPR is close to the costs presented for Europe.

Confirmation of Group's target of nuclear fleet's availability by 2011 and update on lifespan extension of plants

The Group confirms its 85% target availability factor by 2011, and specifies that the nuclear fleet's availability rate in 2008 should come close to that of 2007 (80.2%).

Several action plans will contribute to reach this target. This will include the optimisation of planned outages and the gradual implementation of measures aimed at improving equipment performance.

EDF nuclear fleet is young, with an average age of 22 years. Two units will turn 30 in 2009. EDF has already started R&D and industrial action plans with the view to extend the lifespan of the fleet beyond 40 years. These actions translate into a €400M Capex per unit. However, it is up to the French Nuclear Authority to grant authorisation to operate for an additional ten-year power station by power station during its ten-year inspections.

Human and Financial Resources backing the nuclear development strategy

The Group is supporting its development through an extensive recruitment programme to hire 5,000 engineers and technicians over the next 10 years. Three major initiatives have been launched to achieve its objectives under the auspices of the European foundation for tomorrow's energies: reinforcing and structuring of energy courses on the syllabi of French "Grandes Ecoles" and leading Universities, creation of the first international "Nuclear Energy" Master's and setting up of specialised courses to train experts.

EDF's ambitions in New Nuclear translate into a total Capex programme estimated today between €40bn and €50bn by 2020. The net financing requirements for EDF over the same period should be comprised between €12bn and €20bn, given the involvement of partners in these projects in France, China, the United States and possibly the United Kingdom.

Maintaining of short-term priorities during the crisis

To conclude, in the Group's opinion, the current crisis does not question the energy challenges. EDF is progressing on the implementation of its performance plan, its dynamic investment policy, in particular in generation means with low CO2 emissions.

2 3 December 2008 – EDF proposes to acquire 50% of Constellation Energy’s Nuclear generation and operation business for US \$4.5 billion

Transaction Represents Implied Value for Constellation of Around US \$52 Per Share, Or 96% Premium to Proposed MidAmerican Transaction

Proposal Includes Up-Front \$1 Billion Cash Investment in Constellation and Option to Sell Up to US \$2 Billion of Non-Nuclear Generation Assets to EDF

EDF Expects Transaction Could Close in Six to Nine Months

Electricité de France S.A. (“EDF”) today announced that, through its subsidiary EDF International, it has sent a letter to the Board of Directors of Constellation Energy (NYSE: CEG) proposing to acquire through a joint-venture a 50% ownership interest in Constellation’s nuclear generation and operation business for US \$4.5 billion. EDF’s proposal also provides for an up-front US \$1 billion cash investment in Constellation to be credited against the purchase price for EDF’s interest in the nuclear generation business, and an option pursuant to which Constellation could sell non-nuclear generation assets to EDF having an aggregate value of up to US \$2 billion. EDF expects it can receive the necessary regulatory approvals for the acquisition of its interest in the nuclear generation and operation business and close the transaction within six to nine months, upon Constellation’s termination of its proposed transaction with MidAmerican Energy Holdings Company and execution of a definitive agreement with EDF.

“As Constellation’s largest stockholder, EDF has long admired and been a committed partner to the Company,” said Pierre Gadonneix, Chairman and Chief Executive Officer of EDF. *“Constellation is fundamentally strong and EDF, like many others, believes that the proposed MidAmerican transaction significantly undervalues Constellation and its future opportunities”.*

“We are confident that the terms of our proposal are demonstrably superior to those of the MidAmerican transaction. In addition to providing Constellation stockholders with an opportunity to realize the value of their investment in the Company, our proposal provides more than sufficient liquidity to allow Constellation to remain a strong, standalone public company. The EDF proposal also creates an opportunity for Constellation to play an important role, together with EDF, in the development of nuclear generation in Maryland and beyond to the benefit of Constellation’s stockholders, employees and customers,” continued Mr. Gadonneix.

The EDF proposal is a compelling opportunity for Constellation stockholders and a concrete, viable and superior alternative to the MidAmerican offer. EDF believes that Constellation’s Board of Directors should determine that EDF’s proposal constitutes, or is reasonably likely to result in, a superior proposal under the MidAmerican merger agreement. Even if Constellation’s Board does not make this determination, EDF believes that the terms of its proposal provide the basis necessary for the Board to change its recommendation of the MidAmerican transaction consistent with its duties to the Company and its stockholders.

EDF's proposal:

- Places a value of US \$4.5 billion on 50% of Constellation's nuclear business alone, which EDF believes to be an attractive valuation when compared to the range of values supported by publicly available information, whether the valuation is based on sum-of-the-parts, discounted cash flow or EBITDA trading multiples analyses;
- Represents the equivalent of an offer of around US \$52 per share of Constellation common stock, a financial premium of approximately 96% above the MidAmerican proposal and a fair price for 50% of Constellation's nuclear generation business;
- Provides Constellation with significantly more liquidity than is necessary to permit Constellation to remain a publicly traded standalone company in which its stockholders can realize the full value of their investment and participate in the future growth of the Company, as well as offsets incremental costs associated with termination of the MidAmerican transaction;
- Leverages the expertise of EDF Group, a global leader in the nuclear energy industry, and provides a path for the growth of the existing UniStar partnership between EDF and Constellation;
- Reflects EDF Group's long-term industrial and financial commitment to the development of new nuclear generation, which contrasts sharply with the MidAmerican profile;
- Eliminates much of the conditionality that would accompany an offer to acquire control of Constellation both in terms of regulatory risk and the risk that Constellation would face in refinancing its existing credit arrangements upon a change of control.

EDF's proposal is not subject to a financing condition.

EDF will work closely with Maryland authorities to keep them informed, although approval of the Maryland Public Service Commission is not required. Approval from Constellation's stockholders is not required.

J.P. Morgan is acting as exclusive financial advisor, and Skadden, Arps, Slate, Meagher & Flom LLP is serving as legal adviser, to EDF.

3 2 December 2008 – British Energy : EDF submits commitments to the European Commission, for its review

EDF has recently been discussing with the European Commission the issue of possible remedies that would address some potential competition issues raised by the European Commission. These discussions with the European Commission are confidential and therefore EDF cannot disclose their content. In due course this proposal might be market tested by the European Commission with Great Britain competitors and customers. It will be for the European Commission to decide whether or not to accept remedies.

This process is standard in merger cases and does not change the maximum statutory period for a Phase I decision which will expire on December 22nd at the latest.

4 28 November 2008 – EDF : 1 billion Swiss Francs successful bond issue

EDF issued yesterday a 1 Billion Swiss Francs (around 650 millions €) bond with a 5-year maturity (maturity date: 18 december 2013), and an annual coupon of 3.375%.

The issue was very well received by Swiss investors, showing their confidence in EDF Credit quality. This is EDF first issue on the Swiss bond market since June 2006.

The amount of this transaction is one of the biggest ever achieved in one time on this market by a non-financial company.

BNP Paribas, ABN Amro and The Royal Bank of Scotland acted as joint bookrunners for this bond issue.

5 21 November 2008 – EDF : distribution of an interim dividend of Eur 0.64 per share

EDF SA's Board of Directors, meeting on 20 November 2008 under the Chairmanship of Pierre Gadonneix, decided as last year to pay an interim dividend for the current financial year. For 2008, this interim dividend, which will be paid on 17 December, is of € 0.64 per share and amounts to approximately a total of € 1.2 billion.

This interim dividend thus accounts for half of the total dividend paid in respect of 2007.

6 19 November 2008 – Eur 2 billion successful bond issue

EDF SA has issued yesterday a bond denominated in euros, for an amount of EUR 2 billion, with a maturity of 4 years and 2 months, the largest single-tranche Euro "Corporate" bond issued by a European issuer since the beginning of 2008.

In challenging market conditions, the issue was well received by investors.

This issue, which offers a 5.625 % coupon, attracted more than €5.5bn in orders and has been placed with French and European institutional investors. Proceeds will be used for EDF Group general financing purposes.

BNP Paribas, Calyon, Natixis and Société Générale acted as lead managers for this bond issue.

7 14 November 2008 – EDF continues to step up its power generating capacity in France

The EDF Group reached an important stage in its programme to increase production capacity in France by bringing two new oil-fired turbines into operation at Vaires-sur-Marne (Seine-et-Marne) with a total capacity of 370 MW.

These facilities have been built to meet peak production needs, in other words demand during periods of maximum consumption, and will operate for several hundred hours a year.

The investment is part of a larger programme to bring 6000 MW of additional production capacity into service over the six years from 2006-2012. It is equivalent to the consumption demands of six million people and over 2/3 is peak production.

The Ile-de-France region therefore sees its production capacity boosted after a 125 MW combustion turbine was brought on line at Vitry-sur-Seine (Val de Marne) at the beginning of 2008 and two 600 MW oil-fired production units were brought back into service, following renovation and modernisation, at the Porcheville (Yvelines) thermal power station in the autumn of 2006 and the autumn of 2008.

A further 700 MW oil-fired production unit has just been brought back into service at the Aramon (Gard) thermal power station, following that at Cordemais (Loire-Atlantique) at the end of 2007.

In total, 3100 MW of additional peak production capacity are now available to help secure electricity supplies.

Pierre Gadonneix, EDF Chairman and Chief Executive Officer said : *“After ten years with no investment in new production resources, EDF is today confirming the commitment it made in October 2005 to diversify production resources, both thermal and nuclear, with the construction of the new 1650 MW EPR reactor at Flamanville in Normandy, which should come into service in 2012. The new thermal capacity - particularly adapted to periods of high demand, such as winter - will help enhance security of supply.”*

PERSON RESPONSIBLE FOR THE THIRD SUPPLEMENT

Individual assuming responsibility for the Third Supplement to the Base Prospectus

In the name of the Issuer

Having taken all reasonable measures for this purpose, I declare that the information contained in this Third Supplement is true to my knowledge and there has been no omission of material facts.

The consolidated condensed financial statements for the first half-year of 2008, prepared in accordance with IAS-IFRS standards and included in chapter 2 of the Supplement to the Base Prospectus dated 18 September 2008 which received visa no. 08-192 by the Autorité des Marchés Financiers (hereafter the “**AMF**”), were subject to a report by the statutory auditors set forth in chapter 3 of such Supplement (page 100) and which includes comments in relation to such statements.

The consolidated financial statements for the financial year ended December 31, 2007, prepared in accordance with IAS-IFRS standards and included in the *Document de Référence* registered with the AMF on April 14, 2008 under number R.08-022, were subject to a report by the statutory auditors set forth in section 20.2 of such *Document de Référence* and which included comments in relation to such statements.

The consolidated financial statements for the financial year ended December 31, 2006, prepared in accordance with IAS-IFRS standards and included in the *Document de Référence* registered with the AMF on April 19, 2007 under number R.07-036, were subject to a report by the statutory auditors set forth in section 20.2 of such *Document de Référence* and which included comments in relation to such statements.

Issued in Paris, on 5 December 2008

Mr. Daniel Camus
Chief Financial Officer (*Directeur Général Délégué Finances*)
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* ("**AMF**"), in particular articles 212-31 to 212-33, the AMF has granted to this Third Supplement to the Base Prospectus *visa* n°08-273 on 5 December 2008. This Third Supplement may only be used for the purposes of a financial transaction if completed by Final Terms. This Third Supplement 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 Instruments being issued.

RESPONSABILITE DU TROISIEME SUPPLEMENT

Personne qui assume la responsabilité du présent Troisième Supplément au Prospectus de Base

Au nom de l'Émetteur

Après avoir pris toutes mesures raisonnables à cet effet, je déclare que les informations contenues dans ce Troisième 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 de la société relatifs à la période du 1er janvier au 30 juin 2008, préparés conformément au référentiel IAS-IFRS et inclus au sein du chapitre 2 du Supplément au Prospectus de Base en date du 18 septembre 2008 visé par l'Autorité des marchés financiers (ci-après l'« **AMF** ») sous le numéro 08-192, ont fait l'objet d'un rapport des contrôleurs légaux figurant au chapitre 3 de ce Supplément (page 100), qui contient des observations.

Les comptes consolidés de l'exercice clos le 31 décembre 2007, préparés conformément au référentiel IAS-IFRS et inclus dans le Document de Référence enregistré par l'AMF en date du 14 avril 2008 sous le numéro R. 08-022, ont fait l'objet d'un rapport des contrôleurs légaux figurant à la section 20.2 dudit Document de Référence, qui contient des observations.

Les comptes consolidés de l'exercice clos le 31 décembre 2006, préparés conformément au référentiel IAS-IFRS et inclus dans le Document de Référence enregistré par l'AMF en date du 19 avril 2007 sous le numéro R. 07-036, ont fait l'objet d'un rapport des contrôleurs légaux figurant à la section 20.2 dudit Document de Référence, qui contient des observations.

A Paris, le 5 décembre 2008

M. Daniel Camus
Directeur Général Délégué Finances
Electricité de France

VISA DE L'AUTORITE DES MARCHES FINANCIERS

En application des articles L.412-1 et L.621-8 du Code monétaire et financier et de son règlement général, notamment des articles 212-31 à 212-33, l'Autorité des marchés financiers (l'"**AMF**") a visé ce Troisième Supplément au Prospectus de Base le 5 décembre 2008 sous le numéro 08-273. Ce Troisième Supplément ne peut être utilisé à l'appui d'une opération financière que s'il est complété par des Conditions Définitives. Il 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 pas l'authentification par l'AMF des éléments comptables et financiers présentés. Ce visa est attribué sous la condition suspensive de la publication de Conditions Définitives établies, conformément à l'article 212-32 du règlement général de l'AMF, précisant les caractéristiques des titres émis.