PROSPECTUS SUPPLEMENT DATED 24 JANUARY 2013

TO THE BASE PROSPECTUS DATED 1 JUNE 2012

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 1 June 2012 (the "**Base Prospectus**") granted visa No. 12-240 on 1 June 2012 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 3 September 2012 which received visa no. 12-418 on 3 September 2012 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 recent events in connection with the Issuer's position, activities and status and amendments to the taxation of the Notes issued under the Programme.

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.

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 123 of the Base Prospectus (as supplemented by the First Supplement) is supplemented as follows:

1. 14 January 2013 – Agreement on the repayment of the CSPE deficit

The following information was published via a press release dated 14 January 2013:

"**Agreement on the repayment of the CSPE deficit**

EDF and the French State have reached an agreement whereby EDF will receive full compensation for having borne the cumulated financial deficits related to the Contribution to Electricity Public Services (CSPE) mechanism over the years.

The CSPE was designed as a tax levied on electricity end-customers' bills. Its level is set by the State and its purpose is to enable French electricity incumbent players, like EDF, to recover the extra charges incurred in performing their mandatory public service assignments. As such, the CSPE contributes to the financing of the development of renewable power generation, of the social electricity tariffs and of the nationwide equalization of electricity tariffs. Since 2007, the level set for the CSPE collection has been insufficient to compensate for the increase in the charges. This resulted in the accumulation of a CSPE deficit, borne by EDF only, which weighs on the group indebtedness.

The agreement found between EDF and the French authorities will provide the reimbursement by the French State of the receivable made of the CSPE deficit as of 31 December 2012 of c. €4.3 billion(1) and of the cumulated implied financing costs of this deficit of c. €0.6 billion. This receivable of c. €4.9 billion will be staggered according to a gradual schedule and will be fully repaid by 31 December 2018. The outstanding receivable will bear interest at market rates.

Following the above-mentioned agreement, EDF will account for a financial income of c.€0.6 billion stemming from the recognition of repayment of the historic CSPE deficit financing costs as of 31 December 2012(2).

Discussions between EDF and the French State continue in order to relief the Group net financial debt, on which the CSPE deficit currently weighs.

(1) The final receivable amount will be confirmed later in 2013 when the French energy regulator (CRE) will validate the actual CSPE deficit for 2012.

(2) The detailed accounting impacts of the agreement will be published with EDF's 2012 financial results on 14 February 2013"

2. 11 January 2013 – Disposal of Exelon shares by EDF

The following information was published via a press release dated 11 January 2013:

"**EDF announces the disposal of Exelon shares**

EDF announces the disposal at year end 2012 of the totality of its non-strategic stake in Exelon (EXC.N), representing 1.6% of the share capital of the NYSE-listed company.

The disposal generated proceeds of c. $470m, corresponding to an average selling price of $34.70 per share i.e. an 18.6% premium on Exelon's latest closing share price ($29.26 as of January 10th, 2013)."

3. 18 December 2012 - Rybnik power plant

On 18 December 2012, EDF has suspended for three months the construction of its supercritical 900 MW coal-fired power plant in Rybnik, Poland. EDF will re-assess the resumption of this project based on the fulfillment of certain conditions, including, amongst others, the obtaining of free CO2 allowances that were anticipated at the start of the project and the evolution of legislation on co-combustion of coal and biomass.

The Group will make a final decision within three months.

4. **4 December 2012 - EDF and ENEL are ending their global nuclear collaboration**

The following information was published via a press release dated 4 December 2012:

In November 2007, EDF and ENEL signed a series of agreements governing their nuclear power generation collaboration, under the terms of which ENEL purchased a 12.5% stake in the Flamanville 3 EPR project, with each of the partners benefiting from options to invest in the nuclear projects launched by the other partner.

In light of the changes in the economic backdrop and the Flamanville 3 EPR project, in addition to the abandonment of the Italian nuclear revival programme following the June 2011 referendum, ENEL and EDF began studying avenues to revise their industrial collaboration.

Today, EDF and ENEL are announcing the termination of this collaboration and, as a result, are renouncing their respective options in the other partner’s programmes, with ENEL abandoning its stake in the Flamanville 3 EPR project.

Consequently, EDF will refund ENEL’s investment in the Flamanville 3 EPR project, in the amount of 613 million euros, plus accrued interest. In return, EDF will regain all of the rights to the Flamanville 3 EPR project, including all future revenue from electricity sales.

ENEL’s withdrawal from the Flamanville 3 EPR project also means that the early access option-backed contracts granted to ENEL for EDF projects, under which ENEL received 1,200 MW for payment in 2012, will be terminated. This termination will be a gradual process – ENEL will receive 800 MW in 2013 and 320 MW in 2014, under the terms defined in these contracts.

The knowledge transfer agreements from which ENEL benefited are also being terminated.

5. **3 December 2012 - Flamanville EPR**

The following information was published via a press release dated 3 December 2012:

"Flamanville EPR : costs revised, still on schedule

The experience gained since the launch of the EPR site at Flamanville, along with everything that has been achieved so far and the organisation put in place, all ensure an optimum overview of all of the industrial and financial parameters, especially as regards civil engineering. EDF is in a position to calculate the full cost for the construction of the EPR, which has increased by 2 billion euros*, with production of the first kWhs still scheduled for 2016.

Since the estimated cost was revised in July 2011 to 6 billion euros, significant milestones have been reached at the Flamanville EPR with the completion of 93% of the civil engineering and 36% of the electro-mechanical equipment in place, as well as the intake canal of the pumping station coming on stream at the start of November 2012.

The EPR is the first nuclear power station to be built in France for 15 years as well as being the first 3rd generation type. Over and above this "first of a kind" effect, other factors have also had a bearing on the total cost of construction for the Flamanville EPR. The development of the boiler design, additional engineering studies, the integration of new regulatory requirements and everything learned in the wake of Fukushima have also been taken into account. The cost update also relates to the additional costs as well as technical contingencies, such as the replacement of 45 consoles and the knock-on effects of this in terms of work scheduling and the financial impact of extending the construction deadlines.

In the words of Hervé Machenaud, Group Executive Director in charge of EDF Production and Engineering: "*The EPR will contribute to the country’s energy supply and also represents one of the essential links which will ensure the continuity of our nuclear know-how, both in France and* *internationally. This major site is also a feat of significant industrial achievement, in terms of the technological challenges that have been overcome throughout the sector ".*

The Flamanville EPR was launched in December 2007 as a large-scale industrial site drawing together all of the parties involved in the nuclear sector in France, with a workforce in the region of 3200 in place in 2012 (60% regional workers, 2600 employed by external companies and 600 EDF staff), accounting for the 5 million hours of work delivered in 2012. The site is subject to regular inspections by ASN, the French Nuclear Safety Authority, who validates the progress of the project.

**on a constant currency basis"*

6. **29 November 2012 – French Council of State Decision re Electricity Distribution Tariffs (TURPE 3)**

On 28 November 2012, the French Council of State (*Conseil d'Etat*) issued a decision overturning the 5 June 2009 order setting the third tariff on the use of public electricity transmission and distribution networks (*tarifs d'utilisation des réseaux publics de transport et de distribution d'électricité or TURPE 3*) for a 4-year period starting on 1 August2009. EDF anticipates that new information regarding this decision will be available in June 2013 after the French Regulatory Commission for Energy (*Commission de Régulation de l'Energie*) clarifies the guidelines for implementation of this decision.

7. **22 November 2012 – Distribution of a cash interim dividend**

The following cash dividend information was published via a press release dated 22 November 2012:

"**EDF: distribution of a cash interim dividend of € 0.57 per share for 2012**

EDF SA's Board of Directors, meeting today under the Chairmanship of Henri Proglio, decided to pay a cash interim dividend for 2012 Fiscal Year. This interim dividend will have an ex date on 12 December 2012 and a payment date on 17 December 2012.

It amounts to € 0.57 per share, which represents half of the total dividend paid for 2011."

8. **13 November 2012 - Quarterly financial information**

The following quarterly financial information was published via a press release dated 13 November:

"**Quarterly financial information**

Sales up sharply in first 9 months of 2012

- 9M 2012 sales: €52bn, i.e. +10.2% versus 2011
- France: nuclear output impacted by outage extensions
  - 295 TWh, -6.2% versus 9M 2011
  - New 2012 output target: ≈410 TW
- UK: high level of nuclear output
  - 45 TWh, +3.7% versus 9M 2011
  - New 2012 output target: 57-60 TWh
- 2012 financial objectives confirmed

Change in EDF Group sales

in millions of euros	9M 2011	9M 2012	Organic growth (%)
France	27,009	28,228	4.5%
UK	6,247	7,001	4.1%
Italy	4,656	6,897	23.7%
Other International	5,446	5,642	3.4%
Other Activities	3,795	4,201	9.2%
Group Total	47,153	51,969	6.6%

EDF Group sales over the first nine months of 2012 stood at €52 billion, up 10.2% compared with the same period in 2011, of which 6.6% was organic growth.
Sales in France, which accounted for 54% of 9M 2012 sales, recorded organic growth of 4.5%. This growth was mainly attributable to higher volumes sold as well as price and tariff increases, as the weather was colder compared with the same period last year.
Business outside of France accounted for 46% of the Group's sales in the first nine months of 2012. This includes Italy where the effects of fully consolidating Edison since end-May 2012 contributed €1.1 billion. Organic growth of 9.4% generated outside of France was driven by Edison and the development of EDF Energies Nouvelles.

Financial objectives

2012 targets:

The Group is continuing its efforts to resolve the question of the CSPE deficit before 31 December 2012. Against this backdrop and given performance during the first nine months of 2012, EDF is reiterating its 2012 guidance:

- Organic growth of EBITDA[1] of between 4% and 6%
- Growth of net income excluding non-recurring items of between 5% and 10%
- Net financial debt/EBITDA less than 2.5x
- Dividend for 2012 at least stable compared with 2011

2015 targets:

In July 2011, the Group published its medium-term targets covering the period 2011-2015:

- Average annual organic growth of EBITDA[1] of between 4% and 6%
- Average annual growth of net income excluding non-recurring items of between 5% and 10%
- Net financial debt/EBITDA less than 2.5x
- Payout of between 55% and 65%

In view of deteriorating business conditions, EDF group is currently working on the assumption that its EBITDA will be stable in 2013 and that growth will resume in 2014 and thereafter,.with the objective of paying at least a stable dividend.

France: sales growth of 4.5% mainly due to weather

in millions of euros	9M 2011	9M 2012	Organic growth (%)
Sales	27,009	28,228	4.5%

[1]EBITDA growth at constant scope and exchange rates

In **France**, 9M 2012 sales amounted to €28.2 billion, up 4.5%. Growth in sales was mainly attributable to higher electricity (+19 TWh) and gas (+2 TWh) volumes sold and to the increase in prices and tariffs (in July 2011 and July 2012) for €518 million. The increase in electricity volumes reflects colder weather (+8.5 TWh compared with the first nine months of 2011).
At end-September 2012, the 19.6 TWh decrease in nuclear output compared with the same period in 2011 was offset by a hydropower output increase of 6.4 TWh, greater use of fossil-fired plants and purchases on the wholesale market to meet the rising demand for electricity. The drop in nuclear output was mostly due to greater planned outage extensions compared with 2011, technical problems and additional controls and works carried out during these outages. Given nuclear output to end-September and the fact that fewer planned outages are scheduled for the fourth quarter of 2012 than there were for the same period in 2011, the Group has revised its 2012 nuclear output target to approximately 410 TWh.

United Kingdom: development of gas sales and net seller position on wholesale electricity markets, due to growth in nuclear and fossil-fired output

in millions of euros	9M 2011	9M 2012	Organic growth (%)
Sales	6,247	7,001	4.1%

In the **United Kingdom**, sales stood at €7 billion, up 12.1% year-on-year. This increase was due to a forex effect totalling €497 million and an organic growth of 4.1%, or €257 million.
Organic growth was primarily the result of higher gas sales (+€227 million) due, in equal measures, to a volume effect and a price effect. In the B2C segment of the electricity business, lower consumption was offset by an increase in the number of customers. However, in the B2B segment, sales volumes fell due to heavy competition. Structured sales were down as British Energy's long-standing contracts reached their term. This overall negative volume effect in the electricity business and the drop in services provided to the network, which was sold in 2010, were offset by the price hikes in the second half of 2011. The price increases reflected the rising cost of energy, with no impact on margin.
Due to the 1.6 TWh rise in nuclear output (+3.7% compared with 2011), the Group is setting a new output target of between 57 and 60 TWh for 2012.

Italy: growth in sales, resulting from higher hydrocarbon volumes and prices

in millions of euros	9M 2011	9M 2012	Organic growth (%)
Sales	4,656	6,897	23.7%
o/w Edison	4,292	6,538	26.0%

The Group's holding in Edison has stood at 99.48% since 6 September 2012. It has been fully consolidated since the acquisition of Delmi's equity stake in Transalpina di Energia, the holding company, on 24 May 2012.
Sales in **Italy** amounted to €6.9 billion, an organic increase of 23.7% compared with the first nine months of 2011.
Edison's contribution totalled €6.5 billion, an organic increase of 26.0% versus the first nine months of 2011, amid a deteriorated economic environment in Italy, which has driven gas and electricity consumption down. Organic growth of Edison's sales, which did not have an impact on the margin, resulted from the increase in hydrocarbon activities, which offset the drop in volumes in the electricity generation and sales segment.

In September 2012, Edison obtained a favourable outcome to the arbitration of long-term gas supply contracts with Rasgas (Qatar) and ENI (Libya). These successful outcomes will have a positive impact of approximately €700 million on the Group's 2012 EBITDA, including approximately €350 million for past years. The revision of the contract with Sonatrach (Algeria) will have an impact in 2013. In the fourth quarter of 2012, renegotiations began with gas suppliers in order to restore margins, which are being affected again by the price of gas.

Other International: increase in sales in Belgium and Austria

in millions of euros	9M 2011	9M 2012	Organic growth (%)
Sales	5,446	5,642	3.4%

Sales of the **Other International** segment came to €5.6 billion, i.e. +3.4% in organic terms compared with the first nine months of 2011.
Sales in Belgium recorded organic growth of 3.3%. This increase mostly resulted from the pass-through effect of electricity and gas rate hikes, without any impact on the margin, and an increase in gas volumes sold due to the favourable weather effect.
Countries in Central Europe (including Poland, Austria and Hungary primarily) registered an organic sales growth by 7.6%, (from €1,917 million to €2,027 million). Growth was concentrated in Austria (Estag Group), due, in particular, to the development of electricity optimisation activities.
Sales in other countries (including the United States, Brazil and Asian countries) were 4.4% lower in organic terms (from €1,013 million to €1,015 million), which was due, in particular, to a drop in sales from Norte Fluminense (Brazil), whose output was affected by the maintenance outage of two gas combined cycles. Output and sales prices at CENG (USA) were also down year-on-year.

Other activities: robust growth from EDF Energies Nouvelles

in millions of euros	9M 2011	9M 2012	Organic growth (%)
Sales	3,795	4,201	9.2%

Other activities contributed €4.2 billion to Group sales, i.e. an organic increase of 9.2% compared with the first nine months of 2011.
EDF Energies Nouvelles' sales increased to €903 million, i.e. organic growth of 37.3% (+€270 million). This growth was partly attributable to the commissioning of generation plants in 2012, to the full-year impact of the new generation capacity that came on line in 2011 and good sun and wind conditions. In addition, growth also resulted from the doubling of assets disposals (DSSA) sales, mainly due to disposals of certain tranches of solar power farms.
EDF Trading sales were down 11.0% to €585 million, resulting, in particular, from difficult conditions in North America.
Dalkia Group's share of sales was €1,761 million, reflecting organic growth of +2.5%.

Upcoming Group communication:
2012 full-year earnings, 14 February 2013

Disclaimer

This press release does not constitute an offer to sell securities in the United States or any other jurisdiction. This press release may contain forward-looking statements and targets concerning, for example, the Group's strategy, financial position or results, which do not constitute a guarantee of future performance or results of the company. EDF considers that these forward-looking statements and targets are based on reasonable assumptions, which can be however inaccurate and are subject to numerous risks and uncertainties, many of which are outside the control of the company, and as a result of which actual results may differ materially from expected results. Important factors that could cause actual results, performance or achievements of the Group to differ materially from those contemplated in this document include in particular the successful implementation of EDF strategic, financial and operational initiatives based on its current business model as an integrated operator, changes in the competitive and regulatory framework of the energy markets, as well as risk and uncertainties relating to the Group's activities, the climatic environment, the volatility of raw materials prices and currency exchange rates, the strengthening of safety regulations, technological changes, changes in the general economic and political conditions in the countries where the Group operates, and risk and uncertainties relating to the consequences of the nuclear accident in Japan. Detailed information regarding these uncertainties and potential risks are available in the reference document (document de référence) of EDF filed with the Autorité des Marchés Financiers on 10 April 2012, which is available on the AMF's website at www.amf-france.org and on EDF's website at www.edf.com. EDF does not undertake, nor does it have any obligation to provide updates of the information contained in this press release.

MAIN HIGHLIGHTS SUBSEQUENT TO THE 31 JULY 2012 PUBLICATION

- **Inauguration of the CCGT plant in Martigues in France**

On 12 November 2012, EDF inaugurated the first Combined Cycle Gas facility at the Martigues site. CCGT is an excellent solution to problems posed by fluctuating demand and is environmentally friendly and energy efficient. Running on natural gas, the generation unit is now capable of delivering up to 465 MW of electricity at full capacity on the electricity grid of the Provence-Alpes-Côte-d'Azur region in France. The facility in Martigues is the second of its kind developed by EDF Group in France and the first to be built via "repowering", i.e. by transforming the existing facility, like the steam turbine, into a new unit comprised of a combustion turbine and an exhaust-recovery boiler. A second CCGT with the same capacity is currently under construction at the Martigues site and is expected to be operational in early 2013.

- **Publication of Alpiq's H1 and 9M 2012 earnings (EDF Group's holding: 25%)**

On 12 November 2012, Alpiq released 9M 2012 operating income that was down year-on-year, hit by falling electricity demand and prices. However, the core business benefited from a good level of output and the quality of its optimisation. As expected, Alpiq is continuing its cost-cutting programme aimed at saving approximately CHF 100 million to end-2012 and is reducing its trading risks. Moreover, the Group's net debt was cut to CHF 4.3 billion at end-June 2012 after selling Edipower and its energy supply division AAT; the Group is preparing other divestments before the end of 2014. The company expects its full-year earnings to fall sharply compared with its 2011 results with, in addition, possible impairments that would have significant negative one-off effects on 2012 earnings. Currently under discussion, the restructuring programme needs to be stepped up substantially in order to restore Alpiq's financial equilibrium.

- **“EDF & ME”: eight customer commitments**

On 6 November 2012, EDF presented the eight commitments it has made to its customers under the “EDF & ME” programme. Based on a poll of 21,000 customers, EDF made public its eight customer commitments, which are entirely dedicated to the relationship EDF has with its customers. These commitments offer simple, concrete solutions to the expectations of EDF’s 26 million individual customers. The eight commitments, which went into effect in November 2012, are part of EDF’s efforts to constantly improve its customer service, personalise its relationship with every customer and better control their energy use.

- **Edison offers shareholders the possibility of converting their savings shares**

From 2 November 2012, and until 30 November 2012, shareholders will be able to convert their savings shares into ordinary shares as defined by Edison’s Board of Directors; details are available on Edison’s website, the website of the Milan stock exchange or from authorised financial intermediaries.

- **Edison publishes its 9M 2012 earnings**

On 26 October 2012, Edison released its earnings report for the first nine months of 2012, which were up year-on-year on the back of the favourable arbitration on gas supply contracts with Rasgas (Qatar) and Eni (Libya). These contracts contributed €600 million to EBITDA over the period, which, combined with higher hydrocarbon generation, enabled the latter to reach €963 million at end-September 2012 (+62.7% compared with 2011). Consequently, EBITDA guidance of between €1.1 and €1.2 billion appears increasingly solid, despite persistent weakness on the Italian gas market in the fourth quarter. Edison’s Group interest in profit (loss) reached €241 million versus a €93 million loss over the same period in 2011. Net debt was reduced to €3 billion at end-September (vs. €3.9 billion at end-2011).

- **The French Council of State overturns the tariff order for the period 15 August 2009 to 13 August 2010**

In a ruling issued on 22 October 2012, the French Council of State (Conseil d’Etat), at the behest of the SIPPEREC (*Syndicat Intercommunal de la Périphérie de Paris pour l’Electricité et les Réseaux de Communication*), overturned the order issued on 13 August 2009 setting regulated tariffs on electricity sales. The Council demanded that ministers in charge of energy and the economy issue a new order within three months setting the regulated sales tariff for the period stretching from 15 August 2009 to 13 August 2010.

- **EDF confirms a lawsuit against Veolia Environnement was filed in the Paris commercial court**

EDF confirms that it took legal action on **22 October 2012** regarding the enforcement of contracts signed in 2000 and the joint management of Dalkia. In December 2000, EDF and Veolia Environnement reached an agreement on a partnership for developing a global energy services division. The contracts outlining this partnership were based on the principle of equal control and joint management of Dalkia Group and stipulated that EDF would take a 50% stake in Dalkia’s share capital. EDF and Veolia Environnement met on many occasions to establish this joint partnership, without success.

- **The no. 2 unit in Le Havre is operational again**

On 14 October 2012, the coal-fired no. 2 unit, with an output capacity of 600 megawatts, became operational again. It had been shut down since 30 January due to a fire. Eight months were required to carry out expert analysis and to repair the damaged equipment. EDF teams and outside companies worked hard to meet deadlines and carry out quality technical work, which enabled the unit to be restarted and begin providing customers with electricity.

- **First investments by Electranova Capital**

On 5 October 2012, Electranova Capital, a venture capital firm for start-ups specialised in providing “cleantech” solutions, made its first two investments: the first in the French company Actility, specialised in smart grids, and the second in the Norwegian business Seatower, specialised in foundations for offshore wind turbines that do not harm marine ecosystems. Launched in May 2012 by EDF with the support of Allianz and in partnership with Idinvest Partners, the Electranova Capital fund, with an investment capacity of at least €60 million, was established to foster innovative projects in new technologies with a view to meeting the challenges posed by a low-carbon future. Through these initial investments, the firm hopes to become an important player in developing innovative start-ups.

- **Foundation stone laid for Dunkirk LNG terminal**

On 5 October 2012, Henri Proglio, Chairman and CEO of EDF, laid the first stone at the liquefied natural gas terminal. He was joined by Michel Delebarre, Senator and Mayor of Dunkirk and Chairman of the Dunkirk urban community. The Dunkirk LNG terminal, which is expected to be operational in late 2015, is the second largest industrial project in France, after the EPR nuclear facility in Flamanville.

- **Dome successfully fitted on Taishan 2 EPR**

On 12 September 2012, the construction of the two EPR reactors at the Taishan nuclear station in China reached a milestone. Less than one year after fitting the dome on reactor 1, the owner and future site operator, Taishan Nuclear Power Joint Venture Company (TNPJVC), which is 30%-owned by EDF and 70%-owned by its Chinese partner, the electricity company CGNPC, has successfully proceeded to fit the dome on the second reactor building.

- **Final results of EDF Group’s mandatory public offer on Edison and two gas contracts**

On 6 September 2012, following the EDF Group’s mandatory public offer on Edison’s ordinary shares, EDF Group held 5,154,369,098 ordinary Edison shares, or 99.484% of the total share capital. Pursuant to Italian law, Edison’s ordinary shares were delisted on 11 September 2012. This does not rule out the possibility of reopening capital to new shareholders in the future.
On 1 October 2012, subsequent to a legal dispute with ENI, the contractual price of natural gas supplies in Libya was revised in favour of Edison. The lawsuit was filed in 2010 and the ruling, handed down by the International Chamber of Commerce’s mediation court followed an initial ruling, also in Edison’s favour, on 11 September 2012 by the same court regarding LNG contracts with Rasgas. The estimated positive impact of these two settlements on the Group’s 2012 EBITDA is €700 million.

- **A €2bn bond issue with a maturity of over 10 years**

On 4 September 2012, EDF (A+ S&P/Aa3 Moody’s/A+ Fitch) launched a bond issue with a maturity of 10.5 years, for a total amount of €2 billion and an annual coupon of 2.75%. The annual coupon of this new issue (2.75%) should be compared with the current average annual coupon for the Group’s gross debt (4.1% at 30 June 2012). With this issuance, the pro forma maturity stands at 8.7 years as of 30 June 2012 and is part of EDF’s active funding policy. This bond issue attests to the Group’s commitment to backing its long-term debt with long-term revenues from its businesses, following the takeover of Edison. It will, in particular, enable the Group to refinance the acquisition of Edison and its short-term debt while taking advantage of favourable market conditions."

9. **4 October 2012 - European Commission Comprehensive Risk and Safety Assessments**

On 4 October 2012, the European Commission released the initial results of its risk and safety assessments of all European Union nuclear power plants. While the European Commission found that the safety standards of nuclear power plants in Europe were generally high, further improvements in the safety features of almost all European nuclear power plants were recommended by the European Commission based on the lessons learned from the Fukushima accident.

The European Commission identified several areas for improvements, including higher standards for determining earthquake and flooding risk, installation of on-site seismic instruments, installation of containment filtered venting systems, installation of equipment to fight severe accidents and construction of backup emergency control rooms.

National action plans with timetables for implementation are being prepared by national nuclear safety regulators and are expected to be available by the end of March 2013.

10. **September 2012 - Fessenheim**

In September 2012, within the framework of the commitment made by the President and the government to reduce the share of nuclear power in French electricity production from 75% to 50% by 2025, the French President announced the closure at the end of 2016 of the two nuclear reactors at the Fessenheim site. This commitment was confirmed by the Nuclear Policy Council (Conseil Politique Nucleaire) on 28 September 2012, and on 12 December 2012 the Council of Ministers (Conseil des ministres) appointed an inter-ministerial delegate responsible for the plant closure.

Fessenheim 1 and 2 were the first two reactors of the 900 MW series and were commissioned in 1978. The Fessenheim 1 reactor has reached the end of the process necessary for operation for up to 40 years: at the end of the third 10-year inspection, completed in March 2010, the ASN issued a favorable recommendation dated 4 July 2011 on the ability of the reactor to be operated for an additional 10 years on the condition that certain works were carried out. The second Fessenheim reactor completed its third 10-year inspection in March 2012, the date upon which the reactor was authorized to restart.

During the construction of the Fessenheim plant, EDF concluded generation allocation contracts with respect to Fessenheim 1 and 2 with its partners EnBW and the Swiss electricity consortium, CNP. Under the terms of these contracts, in return for payment of a share of the construction and operating costs, 17.5% and 15% of the energy generated at Fessenheim was made available to EnBW and CNP, respectively.

11. **24 September 2012 - AREVA and EDF sign two major contracts for the supply of more than 30,000 tonnes of natural uranium**

AREVA and EDF announced on the signature of two contracts which make a significant contribution to securing the long-term supply of natural uranium to EDF nuclear facilities.

Under the terms of these agreements, AREVA will supply more than 30,000 tonnes of natural uranium to EDF for the period from 2014 to 2035, one of the largest deliveries of uranium ever carried out by AREVA.

These contracts thus further consolidate AREVA’s position as a key partner to the world's leading supplier of nuclear power, and secure EDF's natural uranium supply over the very long-term.

Luc Oursel, CEO of AREVA, declared: "these contracts are further proof of the trust which EDF, our leading customer and partner, places in our range of competitive and long-term solutions, enabling them to ensure its supplies are secure".

Henri Proglio, Chairman and CEO of EDF, stated: "these agreements are part of the implementation of the strategic partnership established with AREVA at the start of the year. They represent an essential contribution to the EDF Group's security of supply and demonstrate the unity of the French nuclear sector".

12. **12 September 2012 - China: The dome of the 2nd reactor building has been fitted successfully**

Construction of the 2 EPR reactors at the Taishan nuclear power station in China reached a new stage of development on 12 September 2012. Less than one year after fitting the dome on reactor 1, the owner and future site operator, Taishan Nuclear Power Joint Venture Company (TNPJVC), which is 30 % owned by EDF and 70 % owned by its Chinese partner, the electricity company CGNPC, has successfully proceeded to fit the dome of the 2nd reactor building.

As with the installation of the dome for the first reactor unit in October 2011, these large-scale manoeuvres required the mobilisation of one of the most powerful cranes in the world. This operation marks the end of the major civil engineering works on the reactor buildings, which have involved around 2000 people for a period of two years.

With its dome fitted, the reactor building will subsequently house the heavy components of the nuclear reactor (steam generators, reactor pressure vessel, pressurizer vessel, etc). The air-tight sealing of the structure is guaranteed by the welding of the whole of the dome area, which is then covered with 7000 tons of concrete, to strengthen its resistance.

Building works for the two reactors at the Taishan plant are progressing in parallel. After the installation of the reactor vessel in June, the steam generators will be positioned in reactor 1 in the next few weeks. The success of these consecutive operations signal a new step forward in the construction of the two EPR reactors in China, for which AREVA provided the nuclear island.

TAXATION

Paragraph 2.2 ("France – Taxation") of the section entitled "Taxation" on pages 159 et seq. of the Base Prospectus is supplemented by the following additional paragraph:

"Payments under the Notes made in a Non-Cooperative State and non-deductible interest and other revenues on such Notes (as referred to in this paragraph) are subject to a 75 per cent. withholding tax following the enactment of the Finance Act for 2013 (*loi de finances pour 2013*) n°2012-1509."

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 2012, 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 2 of the First Supplement were subject to a report by the statutory auditors set forth in chapter 3 of the First Supplement and which included observations inter alia in relation to the valuation of long-term provisions relating to nuclear electricity production and the shortfall in the collection of the Contribution to the Electricity Public Service Costs (*Contribution au Service Public de l'Electricité*), in continuous increase, which amounts to approximately €700 million for the first semester of 2012, for an aggregate amount of €4.5 billion as of 30 June 2012. As indicated in the assumptions set forth in note 18 of such consolidated condensed financial statements, the shortfall is accounted for at its nominal value as accrued income, does not bear interest, and the timing of collection is currently expected for 2016.

The consolidated financial statements for the financial year ended 31 December 2011, prepared in accordance with IFRS and included in the 2011 *Document de Référence* filed with the *Autorité des marchés financiers* (hereafter 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 an observation in relation to the valuation of long-term provisions relating to nuclear electricity production (which is set out on page 386 of such 2011 *Document de Référence*).

The consolidated financial statements for the financial year ended 31 December 2010, prepared in accordance with IFRS and included in the 2010 *Document de Référence* filed with the AMF on 18 April 2011 under number D.11-0320, were subject to a report by the statutory auditors set forth in section 20.2 of such 2010 *Document de Référence* and which included observations *inter alia* in relation to the valuation of long-term provisions relating to nuclear electricity production (which are set out on page 384 of such 2010 *Document de Référence*).

Issued in Paris, on 23 January 2013

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Henri Proglio
Chief Executive Officer
Electricité de France

VISA OF THE *AUTORITÉ DES MARCHÉS FINANCIERS*

AMF | 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 (*Réglement 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. 13-017 on 24 January 2013. 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.*

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 2012, 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 2 du Premier Supplément, ont fait l'objet d'un rapport des contrôleurs légaux figurant au chapitre 3 du Premier Supplément, qui contient des observations relatives notamment à l'évaluation des provisions de long terme liées à la production nucléaire et au déficit de collecte de la Contribution au Service Public de l'Electricité, en progression constante, qui s'élève à environ 700 millions d'euros sur le premier semestre 2012 et atteint un montant de 4,5 milliards d'euros au 30 juin 2012. Conformément aux indications et hypothèses mentionnées en note 18 des comptes semestriels consolidés résumés concernés, ce déficit est comptabilisé à sa valeur nominale en produits à recevoir, ne porte pas intérêt et l'horizon de recouvrement est actuellement estimé à 2016.

Les comptes consolidés de l'exercice clos le 31 décembre 2011, préparés conformément au référentiel IFRS et inclus dans le Document de Référence 2011 déposé auprès de l'Autorité des marchés financiers (ci-après 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).

Les comptes consolidés de l'exercice clos le 31 décembre 2010, préparés conformément au référentiel IFRS et inclus dans le Document de Référence 2010 déposé auprès de l'AMF en date du 18 avril 2011 sous le numéro D.11-0320, ont fait l'objet d'un rapport des contrôleurs légaux figurant à la section 20.2 dudit Document de Référence 2010, qui contient des observations relatives notamment à l'évaluation des provisions de long terme liées à la production nucléaire (qui sont mentionnées à la page 384 du Document de Référence 2010).

A Paris, le 23 janvier 2013

Henri Proglio
Président-Directeur Général
Electricité de France

VISA DE L'AUTORITE DES MARCHES FINANCIERS

AMF 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° 13-017 en date du 24 janvier 2013 sur le présent Deuxième Supplément. Ce Deuxième Supplément a été établi par l'Emetteur et engage la responsabilité de ses signataires.

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.