

## EDF prices its €1.25 billion hybrid note offering

- Successful pricing of a new €1.25 billion hybrid offering
- Ongoing tender offer to purchase notes for cash announced on 24 September 2018<sup>(1)</sup>
- €1 billion senior note offering

On 25 September 2018, EDF (A- S&P / A3 Moody's / A- Fitch) (the "**Company**") successfully priced a Euro-denominated €1.25 billion hybrid note offering, at 4% coupon with a 6-year first call date<sup>(2)</sup>.

This offering shows the Company's strong commitment to financing through hybrid capital securities, which are a permanent part of its capital structure to fund assets under construction. The Company pro-actively manages its stock of hybrid notes: the funds resulting from this offering will mainly be used to finance the partial repurchase of several outstanding hybrid notes<sup>(1)</sup>, and for general corporate purposes of the Company and the Group, as the case may be.

In addition, EDF successfully priced a €1 billion senior note offering, with a 12-year maturity and a 2% fixed coupon.

- (1) See press release dated 24 September 2018, available on the Company's website (www.edf.com).
- (2) In January 2013 and 2014, EDF successfully completed several hybrid note offerings denominated in Euro, Dollar and Sterling. The structure of today's announced offering is in line with the 2013 and 2014 offerings with 50% of such offering considered as equity credit by rating agencies and accounted for 100% equity under IFRS. Hybrid notes are structured as perpetual instruments subordinated to any senior debt.

This announcement does not constitute an invitation to participate in the tender offer in or from any jurisdiction in or from which, or to or from any person to or from whom, it is unlawful to make such invitation under applicable securities laws. The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions.

Tenders of targeted hybrid notes for purchase pursuant to the tender offer will not be accepted from qualifying holders in any circumstances in which such offer or solicitation is unlawful. EDF does not make any recommendation as to whether or not qualifying holders should participate in the tender offer.

The tender offer is not being made and will not be made directly or indirectly in or into, or by use of the mails of, or by any means or instrumentality of interstate or foreign commerce of, or of any facilities of a national securities exchange of, the United States to owners of the hybrid notes targeted by the tender offer who are located in the United States as defined in Regulation S of the U.S. Securities Act of 1933 (as amended, the "Securities Act") or to U.S. Persons as defined in Regulation S of the Securities Act (each a "U.S. Person"). The hybrid notes targeted by the tender offer may not be tendered in the tender offer by any such use, means, instrumentality or facility from or within the United States, by persons located or resident in the United States or by U.S. Persons. Accordingly, copies of this document and any other documents or materials relating to the tender offer are not being, and must not be, directly or indirectly, mailed or otherwise transmitted, distributed or forwarded (including, without limitation, by custodians, nominees or trustees) in or into the United States or to any such U.S. Person. Any purported offer to sell in response to the tender offer resulting directly or indirectly from a violation of these restrictions will be invalid, and offers to sell made by a person located in the United States or any agent, fiduciary or other intermediary acting on a non-discretionary basis for a principal giving instructions from within the United States or any U.S. Person will be invalid and will not be accepted. Each holder of any hybrid note targeted by the tender offer participating in the tender offer will represent that it is not located in the United States.

This press release does not constitute an offer to buy or sell or the solicitation of an offer to buy or sell the hybrid notes targeted by the tender offer or any other securities, and shall not constitute an offer, solicitation or sale, in the United States or any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of that jurisdiction.

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A key player in energy transition, the EDF Group is an integrated electricity company, active in all areas of the business: generation, transmission, distribution, energy supply and trading, energy services. A global leader in low-carbon energies, the Group has developed a diversified generation mix based on nuclear power, hydropower, new renewable energies and thermal energy. The Group is involved in supplying energy and services to approximately 35.1 million customers, of which 26.5 million in France. The Group generated consolidated sales of €70 billion in 2017. EDF is listed on the Paris Stock Exchange.

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