

EDF announces the final results its tender offer for US dollar-denominated hybrid notes

EDF (the “**Company**”) today announces the results of the tender offer (the “**Tender Offer**”) launched on 26 November 2019⁽¹⁾ to purchase the USD 3,000 million Reset Perpetual Subordinated Notes with a first redemption at the option of the Company on 29 January 2023 (144A / Reg S ISIN: US268317AF12 / USF2893TAF33) of which USD 3,000 million is outstanding (prior to the Tender Offer), which are admitted to trading on the regulated market of the Luxembourg Stock Exchange (the “**US Notes**”).

Summary table of the Tender Offer results below:

ISIN	Principal Amount outstanding before the start of the buyback transaction	Tendered Amount in % of outstanding (a)	Aggregate Principal Amount tendered on or prior to the Early Participation Date (b) and Accepted for Purchase	Aggregate Principal Amount after the Early Participation Date and on or prior to the Expiration Date (c) and Accepted for Purchase at the Tender Price of 99.567%	Principal Amount outstanding after the buyback transaction (a)
144A / Reg S ISIN : US268317AF12 / USF2893TAF33	\$3,000,000,000	30.0795%	\$895,176,000	\$7,210,000	\$2,097,614,000

(a) Immediately following the final results of the US Tender Offer on 30 December 2019.

(b) 10 December 2019.

(c) 27 December 2019.

The settlement date for the Notes validly tendered after the Early Participation Date and at or prior to the Expiration Date is expected to be 31 December 2019.

The Company has also exercised its call option on 29 January 2020 to redeem whole the EUR 1,250,000,000 Reset Perpetual Subordinated Notes (ISIN: FR0011401736) of which EUR 338,200,000 is currently outstanding.

(1) see EDF's press release dated 26 November 2019.

Disclaimers

The Company considers portions of this announcement and the Offer to Purchase to be forward-looking statements. Forward-looking statements can be identified typically by the use of forward-looking terminology such as "believes", "expects", "may", "will", "could", "should", "intends", "estimates", "plans", "assumes", "predicts" or "anticipates", as well as the negatives of such words and other words of similar meaning in connection with discussions of future operating or financial performance or of strategy that involve risks and uncertainties. Although the Company believes that the expectations reflected in such forward-looking statements are based upon reasonable assumptions at the time made, these assumptions are inherently uncertain and involve a number of risks and uncertainties that are beyond the Company's control; therefore, the Company can give no assurance that such expectations will be achieved. Future events and actual results, financial and otherwise, may differ materially from the results discussed in the forward-looking statements as a result of risks and uncertainties, including, without limitation, possible changes in the timing and consummation of the Offer.

You are cautioned not to place any undue reliance on the forward-looking statements contained in this announcement or the Offer to Purchase, which speak only as at their respective dates. Neither the Company nor any of its affiliates undertakes any obligation publicly to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise except as required by any applicable laws and regulations.

This announcement does not contain the full terms and conditions of the US Tender Offer and 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.

This announcement must be read in conjunction with the offer to purchase for the respective US Notes. Tenders of US 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. This announcement and the offer to purchase for the US Notes contain important information which should be read carefully before any decision is made with respect to the US Tender Offer. If any holder of the US Notes is in any doubt as to the contents of the offer to purchase for the respective US Notes or the action it should take, it is recommended to seek its own financial advice, including in respect of any tax consequences, from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser.

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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 39.8 million customers, including 29.7 million in France. The Group generated consolidated sales of €69 billion in 2018. EDF is listed on the Paris Stock Exchange.

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