

**THIRD SUPPLEMENT DATED 3 JANUARY 2025
TO THE BASE PROSPECTUS DATED 2 AUGUST 2024**



ÉLECTRICITÉ DE FRANCE

€50,000,000,000 EURO MEDIUM TERM NOTE PROGRAMME

This supplement (the "**Third Supplement**") is supplemental to, and must be read in conjunction with, the base prospectus dated 2 August 2024 which received approval number no. 24-350 on 2 August 2024 as supplemented by the first supplement dated 6 September 2024 which received approval number no. 24-388 and the second supplement dated 29 October 2024 which received approval number no. 24-453 (the "**Base Prospectus**") prepared by Électricité de France ("**EDF**" or the "**Issuer**") with respect to its €50,000,000,000 Euro Medium Term Note Programme (the "**Programme**"). The Base Prospectus (as supplemented from time to time) constitutes a base prospectus for the purpose of Article 8 of the Regulation (EU) 2017/1129 as amended (the "**Prospectus Regulation**").

Application has been made for approval of this Third Supplement to the AMF in its capacity as competent authority under the Prospectus Regulation.

This Third Supplement has been prepared pursuant to Article 23.1 of the Prospectus Regulation for the purposes of updating the "Recent Events" section of the Base Prospectus.

Save as disclosed in this Third Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is material in the context of the Programme since the publication of the Base Prospectus.

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

Copies of this Third Supplement will be available for viewing on the website of the AMF (www.amf-france.org) and the Issuer's website (<https://www.edf.fr/groupe-edf/espaces-dedies/investisseurs/espace-obligataire/emprunts>).

Pursuant to Article 23.2 of the Prospectus Regulation, investors who have already accepted to purchase or subscribe for any Notes to be issued under the Programme before this Third Supplement is published, shall have the right, exercisable within a time limit which shall not be shorter than three business days after the publication of this Third Supplement, to withdraw their acceptances, provided that the new factor, material mistake or inaccuracy was prior to the final closing of the public offer and delivery of the financial securities. This right to withdraw shall expire by close of business on 8 January 2025. Investors may contact the Authorised Offeror(s) should they wish to exercise the right of withdrawal.

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In this Third 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 "*Recent Events*" section on pages 224 *et seq.* of the Base Prospectus is supplemented as follows:

Date: 21 December 2024

Update on the Flamanville EPR: the reactor produces its first electrons on the national electricity grid

21 December 2024 – EDF teams have achieved the first connection of the Flamanville EPR to the national grid at 11:48am. The reactor is now generating electricity.

Since the first nuclear reaction on 3 September 2024¹, EDF teams have conducted a series of tests and inspections to gradually increase the reactor's power. Flamanville 3 reactor was connected to the national grid on 21 December 2024 at 11:48am and has produced 100 MW of electricity.

Luc Rémont, Chairman and CEO of EDF stated: "*The coupling of the Flamanville EPR is a historical moment for the entire nuclear sector. I would like to salute all the teams who have met the challenges encountered during this project with the greatest tenacity and never compromising on safety. Flamanville 3 joins the three EPRs already in operation in the world, in China and Finland.*"

Following this initial coupling, in accordance with the startup operations, the phases of testing and of connection and disconnection to the grid will continue for several months, under the supervision of the ASN, until the reactor reaches 100% power.

Starting up a reactor is a long and complex operation. It requires the full mobilization of teams and is carried out at each stage with the highest level of safety and industrial reliability.

The volume of electricity produced from the first coupling until the first scheduled maintenance shutdown and fuel reload (Control Visit No. 1) is estimated at approximately 14TWh.

Date: 18 December 2024

Exercise of Redemption of Perpetual Subordinated Notes

Capitalized terms used in this press release shall have the meaning given to them in the Final Offering Memorandum dated 25 January 2013 relating to the Notes issued on 29 January 2013.

On 18 December 2024 EDF (BBB positive S&P / Baa1 stable Moody's / BBB+ negative Fitch) announces its intention to exercise its Option to Redeem the hybrid Notes issued on 29 January 2013 for a nominal amount of €1,250 million euros (ISIN FR0011401751).

These Notes will be Redeemed on 29 January 2025, First Redemption Date, as set out in the Terms and Conditions of the Notes included in the Prospectus.

The share capital of EDF has been increased on 24 May 2023 and 13 June 2023 by the conversion of 130,864,943 EDF OCEANES (ISIN FR0013534518) into 168,684,911 new shares for a nominal amount

¹ See the [press release](#) on 2 September 2024.

of €84,342,455.50 and a premium for the conversion of €1,346,011,365.17 ⁽²⁾. As announced on 10 September 2024 ⁽³⁾, EDF will use the equity content resulting from this capital increase to avoid having to refinance half of the nominal amount of the hybrid subordinated debt issued on 25 January 2013, i.e. 625 million euros by another hybrid subordinated debt.

Forward-Looking Statements:

EDF considers portions of this announcement to be a forward-looking statement. 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 EDF 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 EDF’s control; therefore, EDF 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 transactions described therein.

You are cautioned not to place any undue reliance on the forward-looking statements contained in this announcement, which speak only as at their respective dates. Neither EDF 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.

Date: 11 December 2024

EDF revises higher its estimate nuclear power generation in France for 2024

December 11, 2024 - EDF revises higher its estimate nuclear power generation in France for 2024. Previously estimated between 340-360 TWh, nuclear power generation is now estimated between 358-364 TWh⁴.

This higher nuclear power generation estimate is based on improved performance of outages and industrial control of stress corrosion inspections and repair work.

Since 2019, the Group has implemented the START⁵ 2025 action plan aimed at improving the operational efficiency of outages. It covers various areas: industrialisation, capitalisation, and standardisation of outages preparation methods, a refined strategy for allocating resources and skills, including the setting up of pooled teams and more employee training in sensitive actions.

² See press releases of 24 May 2023 and 13 June 2023.

³ See press release of 10 September 2024.

⁴ Nuclear power generation estimated for its facilities currently in service (Detailed information on the Flamanville 3 project on [REMIT](#) publication sites).

⁵ START: Let's all ensure successful unit shutdowns.

Date: 30 November 2024

EDF announces the signature of a €6 billion syndicated credit facility indexed to ESG indicators

On 29 November 2024, EDF (BBB positive S&P / Baa1 stable Moody's / BBB+ negative Fitch) signed a €6 billion syndicated credit facility for a five-year term, renewable twice for one year. Its cost will be indexed to three Group sustainability performance indicators, in line with the Loan Markets Association's Sustainability Linked Loans Principles:

- direct greenhouse gas emissions;
- avoided CO2 emissions;
- women among executives of the Group.

This credit facility is syndicated with 36 banks. It replaces the existing syndicated credit lines of €4 billion and €1.5 billion.

Bank of America, Crédit Agricole Corporate and Investment Bank and Mizuho Bank, Crédit Agricole Corporate and Investment Bank as facility agent, Mizuho Bank as documentation agent, and MUFG and Société Générale as ESG coordinators.

This ESG-indexed credit facility is in line with EDF's commitment to work for a just energy transition and to contribute to achieving carbon neutrality by 2050.

Date: 31 October 2024

EDF announces the success of its senior bond issue for a nominal amount of £500 million

On 31 October 2024, EDF (BBB positive S&P / Baa1 stable Moody's / BBB+ negative Fitch) successfully raised £500 million of senior bonds with a 40-year maturity and a 6.5% fixed coupon.

An amount equal to the net proceeds from the issuance will be allocated to the financing and/or refinancing of investments made in the construction of the two EPR-type reactors at the Hinkley Point C site in Somerset, United Kingdom, with a total capacity of 3.26 GW.

These reactors, whose lifecycle analysis is estimated at less than 6gCO₂/kWh ([⁶]), will make a decisive contribution to the UK's ambition to be "net zero emissions" by 2050. Pending commissioning, the EDF Group's UK subsidiary has already been producing electricity with zero direct CO₂ emissions since 2023.

⁶ See the report [Life cycle carbon and environmental impact analysis of electricity from Hinkley Point C nuclear power plant development](#).

PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THIS THIRD SUPPLEMENT

The Issuer hereby declares that the information contained in this Third Supplement is, to the best of its knowledge, in accordance with the facts and the Third Supplement makes no omission likely to affect its import.

Électricité de France

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75008 Paris

France

Duly represented by Mr. Luc Rémont

Chief Executive Officer

Signed on 3 January 2025



Autorité des marchés financiers

This Third Supplement to the Base Prospectus has been approved on 3 January 2025 by the AMF, in its capacity as competent authority under Regulation (EU) 2017/1129, as amended. The AMF has approved this Third Supplement after having verified that the information contained in the Base Prospectus is complete, coherent and comprehensible within the meaning of Regulation (EU) 2017/1129, as amended.

This approval should not be considered as a favourable opinion on the Issuer and on the quality of the Notes described in this Third Supplement. Investors should make their own assessment of the opportunity to invest in the Notes.

This Third Supplement has been given the following approval number: 25-006.