

**Final Terms dated 31 January 2008**



**ELECTRICITÉ DE FRANCE**

Euro 11,000,000,000 Programme for the Issuance of Debt Instruments  
Issue of Euro 1,500,000,000 5 per cent. Instruments due 2018  
Issue Price: 99.323 per cent.

**CALYON Crédit Agricole CIB**  
**HSBC**  
**NATIXIS**

The date of these Final Terms is 31 January 2008

**PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 8 June 2007 which received visa no 07-173 from the *Autorité des Marchés Financiers* (the "**AMF**") in France on 7 June 2007 the supplemental Base Prospectus dated 10 September 2007 which received visa no 07-318 from the AMF on 10 September 2007 (the "**Supplement**") and the supplemental Base Prospectus dated 5 December 2007 which received visa no 07-465 from the AMF on 5 December 2007 (the "**Second Supplement**") which together constitute a prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Instruments described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on the Issuer and the offer of the Instruments is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. For so long as any Instruments are outstanding, copies of the Base Prospectus, the Supplement and the Second Supplement (i) may be inspected and obtained, free of charge, during normal business hours at the specified offices of each of the Paying Agents, (ii) are available for viewing on the website of the AMF ([www.amf-france.org](http://www.amf-france.org)) and on the Issuer's website ([www.edf.fr](http://www.edf.fr)) and (iii) may be obtained, free of charge, during normal business hours from Electricité de France, 22-30, avenue de Wagram, 75008 Paris, France.

1. Issuer: Electricité de France
2. (i) Series Number: 73  
(ii) Tranche Number: 1
3. Specified Currency or Currencies: Euro
4. Aggregate Nominal Amount: Euro 1,500,000,000
5. Issue Price: 99.323 per cent. of the Aggregate Nominal Amount
6. Specified Denominations: Euro 50,000
7. (i) Issue Date: 4 February 2008  
(ii) Interest Commencement Date: 4 February 2008
8. Maturity Date: 5 February 2018
9. Interest Basis: 5 per cent. Fixed Rate  
(further particulars specified below)
10. Redemption/Payment Basis: Redemption at Outstanding Nominal Amount
11. Change of Interest or Redemption/Payment Basis: Not Applicable
12. Put/Call Options: Not Applicable
13. (i) Status of the Instruments: Unsubordinated  
(ii) Date of corporate authorisations for issuance of Instruments obtained: Board resolution dated 22 January 2008
14. Method of distribution: Syndicated

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

15. **Fixed Rate Instrument Provisions** Applicable
  - (i) Rate of Interest: 5 per cent. per annum payable annually in arrear

(ii) Interest Payment Date(s):	5 February in each year (not adjusted) commencing on 5 February 2009
(iii) Fixed Coupon Amount:	Euro 2,500 per Euro 50,000 in Outstanding Nominal Amount
(iv) Broken Amount(s):	Long first coupon from and including the Issue Date to but excluding the first Interest Payment Date amounting to Euro 2,506.831 per Euro 50,000 in Outstanding Nominal Amount.
(v) Day Count Fraction:	Actual/Actual (ICMA)
(vi) Determination Dates:	5 February in each year
(vii) Other terms relating to the method of calculating interest for Fixed Rate Instruments:	Not Applicable
<b>16. Floating Rate Instrument Provisions</b>	Not Applicable
<b>17. Zero Coupon Instrument Provisions</b>	Not Applicable
<b>18. Index Linked Interest Instruments/other variable-linked interest Instrument provisions</b>	Not Applicable
<b>19. Dual Currency Instrument Provisions</b>	Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION**

<b>20. Call Option</b> (Condition 6.3)	Not Applicable
<b>21. Put Option</b> (Condition 6.6)	Not Applicable
<b>22. Final Redemption Amount of each Instrument</b>	Outstanding Nominal Amount
<b>23. Early Redemption Amount</b>	
Early Redemption Amount(s) of each Instrument payable on redemption for	As set out in Condition 6 and Condition 7

taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):

## GENERAL PROVISIONS APPLICABLE TO THE INSTRUMENTS

24. (a) Form of Instruments: Bearer  
(b) Bearer Instruments exchangeable for Registered Instruments: No

If issued in Bearer Form:

- (a) New Global Instrument: Yes
- (b) Initially represented by a Temporary Global Instrument or Permanent Global Instrument:  
(Condition 1.2)  
Temporary Global Instrument
- (c) Temporary Global Instrument exchangeable for Permanent Global Instrument or for Definitive Instruments: Permanent Global Instrument
- (d) Permanent Global Instrument exchangeable at the option of the bearer for the Definitive Instruments:  
(Condition 1.5)  
No
- (e) Coupons to be attached to Definitive Instruments:  
(Condition 1.6)  
Yes
25. Financial Centre(s) or other special provisions relating to Payment Dates: Not Applicable
26. Talons for future Coupons or Receipts to be attached to Definitive Instruments (and dates on which such Talons mature): No

27. Details relating to Partly Paid Instruments: Not Applicable
28. Details relating to Instalment Instruments: (Condition 6.1) Not Applicable
29. Redenomination, renominatisation and reconventioning provisions: Not Applicable
30. Consolidation provisions: Not Applicable
31. Other final terms: Not Applicable

## DISTRIBUTION

32. (i) If syndicated, names and addresses of Managers and underwriting commitments:
- Calyon  
9 quai du Président Paul Doumer  
92920 Paris-la-Défense Cedex  
France  
Underwriting commitment: Euro  
500,000,000
- HSBC Bank plc  
8 Canada Square  
London E14 5HQ  
United Kingdom  
Underwriting commitment: Euro  
500,000,000
- Natixis  
30 avenue Pierre Mendès France  
75013 Paris  
France  
Underwriting commitment: Euro  
500,000,000
- (ii) Date of Subscription Agreement: 31 January 2008
- (iii) Stabilising Manager(s) (if any): Calyon

33. If non-syndicated, name and address of Dealer: Not Applicable
34. Total commission and concession: 0.16 per cent. of the Aggregate Nominal Amount
35. Additions or amendments to selling restrictions: Not Applicable
36. United States of America: Category 2 restrictions apply to the Instruments
- The TEFRA D Rules will apply.
- Not Rule 144A eligible.

### **LISTING AND ADMISSION TO TRADING APPLICATION**

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Instruments described herein pursuant to the €11,000,000,000 Programme for the Issuance of Debt Instruments of Electricité de France.

### **RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: .....

Daniel CAMUS (duly authorised)

## **PART B – OTHER INFORMATION**

### **1. LISTING**

- (i) Listing: Paris Stock Exchange (Eurolist of Euronext Paris S.A.)
- (ii) Admission to trading: Application has been made for the Instruments to be admitted to trading on Eurolist of Euronext Paris S.A. with effect from 4 February 2008.
- (iii) Additional publication of Base Prospectus and Final Terms: Not Applicable
- (iv) Regulated markets or equivalent markets on which, to the knowledge of the Issuer, securities of the same class of the securities offered or admitted to trading are already trading: Not Applicable.

### **2. RATINGS**

- Ratings: The Instruments to be issued have been rated:
- S & P: AA-  
Moody's: Aa1  
Fitch: AA

### **3. NOTIFICATION**

Not Applicable

### **4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Instruments has an interest material to the offer.

### **5. THIRD PARTY INFORMATION AND STATEMENT BY EXPERTS AND DECLARATIONS OF ANY INTEREST**

Not Applicable

**6. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

- (i) Reasons for the offer: The net proceeds of the Issue of the Instruments will be applied by the Issuer to meet part of its general financing requirements.
- (ii) Estimated net proceeds: Not Applicable
- (iii) Estimated total expenses: Euro 7,500 listing expenses

**7. FIXED RATE INSTRUMENTS – YIELD**

- Indication of yield: 5.088 per cent. per annum.
- As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

**8. OPERATIONAL INFORMATION**

- ISIN Code: XS0342783692
- Common Code: 034278369
- Any clearing system(s) other than Euroclear France, Euroclear Bank S.A./N.V. and Clearstream Banking *société anonyme* and the relevant identification number(s): Not Applicable
- Delivery: Delivery against payment
- Intended to be held in a manner which would allow Eurosystem eligibility: Yes
- Note that the designation “yes” simply means that the Instruments are intended upon issue to be deposited with one of the ICSDs (Euroclear Bank S.A./N.V. or Clearstream Banking *société anonyme*) as Common Safekeeper and does not necessarily mean that the Instruments will be recognised as eligible collateral for



Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.

Names and addresses of additional Paying Agent(s) (if any):

Not Applicable

**9. PUBLIC OFFER(S)**

Public Offer(s):

The Instruments may not, under any circumstances, be offered to the public in France, and may not, under any circumstances, be offered to the public elsewhere in circumstances which would require a prospectus to be published for this purpose, whether under Directive 2003/71/CE or under the laws of any relevant country.