

**EXECUTION VERSION**

Pricing Supplement dated 16 July 2001

Series No. 41

**ELECTRICITE DE FRANCE (E.D.F.),  
SERVICE NATIONAL**

Programme for the Issuance of Debt Instruments  
Issue of GBP650,000,000  
5.875 per cent. Notes due 2031

This document constitutes the Pricing Supplement relating to the issue of Instruments described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Information Memorandum dated 6 June 2001. This Pricing Supplement must be read in conjunction with such Information Memorandum.

1.	Issuer:	Electricité de France (E.D.F.), Service National
2.	(i) Series Number:	41
	(ii) Tranche Number: (If fungible with an existing Series, details of that Series, including the date on which the Instruments become fungible).	1
3.	Specified Currency or Currencies:	Pounds Sterling (" <b>GBP</b> ")
4.	Aggregate Nominal Amount:	GBP650,000,000
5.	(i) Issue Price:	98.666 per cent of the Aggregate Nominal Amount
	(ii) Net proceeds:	GBP 638,404,000 ✓
6.	Specified Denominations: (Condition 1.09 or 1.10)	GBP 1,000, GBP 10,000 and GBP 100,000
7.	(i) Issue Date:	18 July 2001 ✓
	(ii) Interest Commencement Date (if different from the Issue Date):	N/A
8.	Maturity Date: (Condition 6.01)	18 July 2031 ✓
9.	Interest Basis: (Condition 5)	5.875% Fixed Rate ✓
10.	Redemption/Payment Basis:	Redemption at par

11.	Change of Interest or Redemption/Payment Basis:	N/A
12.	Put/Call Options:	N/A
13.	Status of the Instruments:	Unsubordinated
14.	Listing:	Luxembourg
15.	Method of distribution:	Syndicated

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

16.	<b>Fixed Rate Instrument Provisions</b>	Applicable
	(i) Rate of Interest:	5.875 per cent per annum payable annually in arrear
	(ii) Interest Payment Date(s):	18 July in each year
	(iii) Fixed Coupon Amount(s):	GBP58.75 per GBP1,000 in Nominal Amount GBP587.50 per GBP10,000 in Nominal Amount GBP5,875 per GBP100,000 in Nominal Amount
	(iv) Broken Amount(s):	N/A
	(v) Other terms relating to the method of calculating interest for Fixed Rate Instruments:	Day Count Fraction: Actual/Actual (ISMA)
17.	<b>Floating Rate Instrument Provisions</b>	Not Applicable
18.	<b>Zero Coupon Instrument Provisions</b>	Not Applicable
19.	<b>Index-Linked Interest Instrument Provisions</b>	Not Applicable
20.	<b>Dual Currency Instrument Provisions</b>	Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

21.	<b>Call Option</b> (Condition 6.03)	Not Applicable
22.	<b>Put Option</b> (Condition 6.06)	Not Applicable

- |     |   |  |
|-----|---|--|
| 23. | <b>Final Redemption Amount</b>  | Par                                    |
| 24. | <b>Early Redemption Amount</b><br>Early redemption Amount(s) payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in the Conditions): | The provisions of Condition 6.02 apply |

**GENERAL PROVISIONS APPLICABLE TO THE INSTRUMENTS**

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| 25. | Form of Instruments:   | Bearer Instruments:<br><br>Temporary Global Instrument exchangeable for a Permanent Global Instrument (not earlier than 40 days after the Issue Date and upon Certification as to non-US beneficial ownership) which is further exchangeable for Definitive Instruments in the limited circumstances specified in the Permanent Global Instrument. |
| 26. | Additional Financial Centre(s) or other special provisions relating to Payment Dates:  | Not Applicable   |
| 27. | Talons for future Coupons or Receipts to be attached to Definitive Instruments (and dates on which such Talons mature):  | Not Applicable   |
| 28. | Details relating to Partly Paid Instruments (Condition 1.12): amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Instruments and interest due on late payment: | Not Applicable   |
| 29. | Details relating to Instalment Instruments: amount of each instalment, date on which each payment is to be made: (Condition 6.01)  | Not Applicable   |
| 30. | Redenomination, redonominalisation and   | The provisions in Conditions   |

- |     |                                    |                 |
|-----|------------------------------------|-----------------|
|     | reconventioning provisions:        | 9D and 9E apply |
| 31. | Consolidation provisions:          | Not Applicable  |
| 32. | Other terms or special conditions: | Not Applicable  |

#### **DISTRIBUTION**

- |     |                                       |   |
|-----|---------------------------------------|---|
| 33. | (i) If syndicated, names of Managers: | Barclays Bank PLC, UBS AG, acting through its business group UBS Warburg and Salomon Brothers International Limited |
|     | (ii) Stabilising Manager (if any):    | UBS AG, acting through its business group UBS Warburg   |
| 34. | If non-syndicated, name of Dealer:    | Not Applicable  |
| 35. | Additional selling restrictions:      | Not applicable  |
| 36. | TEFRA Rules:                          | TEFRA D Rules apply.  |

#### **OPERATIONAL INFORMATION**

- |     |  |                          |
|-----|--|--------------------------|
| 37. | ISIN Code:   | XS0132424614 ✓           |
| 38. | Common Code:   | 013242461                |
| 39. | Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): | Not Applicable           |
| 40. | Delivery:  | Delivery against payment |
| 41. | Additional Paying Agent(s) (if any):   | Not Applicable           |
| 42. | Registrar:   | Not Applicable           |
| 43. | Common Depositary  | Bank One NA, London ✓    |

#### **LISTING APPLICATION**

This Pricing Supplement comprises the details required to list the issue of Instruments described herein pursuant to the listing of the US\$5,000,000,000 Electricité de France (E.D.F.), Service National Programme for the Issuance of Debt Instruments.

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By: .....  
Duly authorised

## SCHEDULE

In the course of May 2001, Electricité de France (E.D.F.), Service National ("**EDF**") acquired 20 per cent. of the share capital of Montedison, an Italian company present notably in the food, insurance, chemical, energy and engineering industries. This acquisition was effected by the purchase of shares from shareholders that sold their holding.

Then, on 2 July 2001, EDF announced that it had acquired a participation in Italenergia, the company responsible for a new industrial project for the energy sector of Montedison. EDF is a minority shareholder in this company, the share capital of which is made up as follows: Fiat 38.61 per cent, Carlo Tassara 20.01 per cent, Italian banks 23.35 per cent and EDF 18.03 per cent. No shareholders agreement has been entered into.

Italenergia owns 52 per cent of the share capital of Montedison and has launched a takeover bid over both Montedison and Montedison's energy subsidiary Edison. Investigation by the Consob of these takeover bids is underway.

EDF gained its participation in the share capital of Italenergia by means of a transfer of half of its holding in Montedison to Italenergia, this being 10 per cent.. Furthermore, EDF sold Fiat the other half of its holding in Montedison. Finally, EDF purchased from Fiat 100 per cent of its energy services company Fenice.

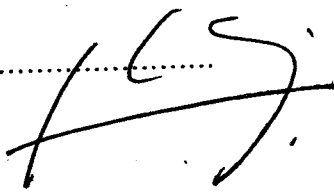
**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By:

.....  
Duly authorised

A handwritten signature in black ink, appearing to be 'JCS', written over a horizontal dotted line.

**Jacques CHAUVIN**