

Final Terms dated 14 April 2016

RTE Réseau de transport d'électricité

**Issue of €700,000,000 2.00 per cent. Notes due 18 April 2036
under the €10,000,000,000 Euro Medium Term Note Programme
of RTE Réseau de transport d'électricité**

SERIES NO: 15

TRANCHE NO: 1

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 7 May 2015 which has received visa no. 15-183 from the *Autorité des marchés financiers* ("AMF") on 7 May 2015 (the "**Base Prospectus**") and the supplements to the Base Prospectus dated 6 November 2015 and 31 March 2016 which have received from the AMF respectively visa no. 15-564 on 6 November 2015 and visa no. 16-112 on 31 March 2016 (the "**Prospectus Supplements**"), which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC), as amended (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Notes 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 Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and the Prospectus Supplements are available for viewing free of charge on the website of the AMF "www.amf-france.org", on the website of the Issuer "www.rte-france.com" and for inspection at the specified offices of the Paying Agents.

1	Issuer:	RTE Réseau de transport d'électricité
2	(i) Series Number:	15
	(ii) Tranche Number:	1
	(iii) Date on which the Notes become fungible:	Not Applicable
3	Specified Currency or Currencies:	Euro ("€")
4	Aggregate Nominal Amount of Notes admitted to trading:	
	(i) Series:	€700,000,000
	(ii) Tranche:	€700,000,000
5	Issue Price:	98.670 per cent. of the Aggregate Nominal Amount
6	Specified Denomination:	€100,000
7	(i) Issue Date:	18 April 2016
	(ii) Interest Commencement Date:	18 April 2016
8	Maturity Date:	18 April 2036

9	Interest Basis/Rate of Interest:	2.00 per cent. Fixed Rate (further particulars specified below)
10	Redemption/Payment Basis:	Redemption at par
11	Change of Interest Basis:	Not Applicable
12	Put/Call Options:	Make-Whole Redemption by the Issuer Residual Maturity Call Option (further particulars specified below)
13	(i) Status of the Notes:	Unsubordinated
	(ii) Date of corporate authorisations for the issuance of Notes obtained:	Decision of the Supervisory Board (<i>Conseil de surveillance</i>) of the Issuer dated 3 December 2015. Decision of the Executive Board (<i>Directoire</i>) of the Issuer dated 21 December 2015 authorising the issue of <i>obligations</i> and delegating to its Chairman and to its member and <i>Directeur Général Adjoint en charge de la Direction Finances</i> of the Issuer, the authority to issue <i>obligations</i> . Decision of Mrs. Valérie Champagne, member of the Executive Board (<i>Directoire</i>) and <i>Directeur Général Adjoint en charge de la Direction Finances</i> of the Issuer, to issue the Notes dated 5 April 2016.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	2.00 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Dates:	18 April in each year commencing on 18 April 2017 and ending on the Maturity Date.
	(iii) Fixed Coupon Amount:	€2,000 per €100,000 in Nominal Amount.
	(iv) Broken Amount:	Not Applicable
	(v) Day Count Fraction (Condition 5(a)):	Actual/Actual ICMA
	(vi) Determination Date(s) (Condition 5(a)):	18 April in each year
15	Floating Rate Provisions	Not Applicable
16	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17	Call Option	Not Applicable
18	Make-Whole Redemption by the Issuer (Condition 6(b))	Applicable
	(i) Notice period:	As per Condition 6(b)

(ii) Reference Security:	The 4.75 per cent. <i>Bundesobligationen</i> of the <i>Bundesrepublik Deutschland</i> due 4 July 2034 with ISIN DE0001135226
(iii) Reference Dealers:	As per Condition 6(b)
(iv) Similar Security:	Reference bond or reference bonds issued by the German Federal Government having an actual or interpolated maturity comparable with the remaining term of the Notes that would be utilised, at the time of selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities of comparable maturity to the remaining term of the Notes
(v) Party, if any, responsible for calculating the principal and/or interest due (if not the Calculation Agent):	Not Applicable
(vi) Redemption Margin:	0.25 per cent per annum
19 Put Option	Not Applicable
20 Residual Maturity Call Option	Applicable
(i) Call Option Date	18 January 2036
21 Final Redemption Amount of each Note	€100,000 per Note of €100,000 Specified Denomination
22 Early Redemption Amount	
(i) Early Redemption Amount(s) payable on redemption for taxation reasons, for or an event of default or other early redemption:	Final Redemption Amount
(ii) Early Redemption for taxation reasons on days other than Interest Payment Dates:	Yes

GENERAL PROVISIONS APPLICABLE TO THE NOTES

23 Form of Notes:	Dematerialised Notes
(i) Form of Dematerialised Notes:	Bearer dematerialised form (<i>au porteur</i>)
(ii) Registration Agent:	Not Applicable
(iii) Temporary Global Certificate:	Not Applicable
(iv) Applicable TEFRA exemption (or successor exemption as contemplated by Notice 2012-20):	Not Applicable
24 Financial Centre:	Not Applicable
25 Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons	

- mature): Not Applicable
- 26 Redenomination, renominalisation and reconventioning provisions: Not Applicable
- 27 Consolidation provisions: Not Applicable
- 28 Possibility of resale of purchased Notes in accordance with Articles L.213-1 A and D.213-1 A of the French *Code monétaire et financier*: Yes
- 29 Masse (Condition 11): Contractual *Masse* shall apply
- Name and address of the Representative:
Laurent Adoult
162 Rue Gallieni
92100 Boulogne-Billancourt
France
- Name and address of the Alternative Representative:
Audrey Sebban
4, square de Maubeuge
75009 Paris
France
- The Representative will receive no remuneration.

RESPONSIBILITY

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

Signed on behalf of the Issuer

By: Valérie CHAMPAGNE

Duly authorised



PART B – OTHER INFORMATION

1 LISTING

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| (i) Listing: | Paris Stock Exchange (Euronext Paris) |
| (ii) Admission to trading | Application has been made for the Notes to be admitted to trading on Euronext Paris with effect from 18 April 2016 |
| (iii) Estimate of total expenses related to admission to trading: | €12,000 |

2 RATINGS AND EURO EQUIVALENT

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| Ratings: | The Notes to be issued have been rated:

S&P: A+

S&P is established in the European Union, is registered under Regulation (EC) No 1060/2009, as amended (the “ CRA Regulation ”) and is included in the list of credit rating agencies registered in accordance with the CRA Regulation published on the European Securities and Markets Authority’s website (www.esma.europa.eu/page/List-registered-and-certified-CRAs). |
| Euro equivalent: | Not Applicable |
| The aggregate principal amount of Notes issued has been converted into Euro at the rate of [•], producing a sum of : | Not Applicable |

3 NOTIFICATION

Not Applicable

4 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as disclosed in “Subscription and Sale” so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

5 THIRD PARTY INFORMATION AND STATEMENT BY EXPERTS

Not Applicable

6 YIELD

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| Indication of yield: | 2.082 per cent. per annum.
The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield. |
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7 OPERATIONAL INFORMATION

- (i) ISIN: FR0013152907
- (ii) Common Code: 139483073
- (iii) 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
- (iv) Delivery: Delivery against payment
- (v) Names and addresses of initial Paying Agent(s): BNP Paribas Securities Services
Les Grands Moulins de Pantin
9, rue du Débarcadère
93500 Pantin
France
- (vi) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (vii) Name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and description of the main terms of their commitment: Not Applicable

8 DISTRIBUTION

- (i) Method of distribution: Syndicated
- (ii) If syndicated:
- (A) Names of Managers: Crédit Agricole Corporate and Investment Bank
HSBC Bank plc
Natixis
SMBC Nikko Capital Markets Limited
Société Générale
The Royal Bank of Scotland plc
- (B) Stabilising Manager if any: Crédit Agricole Corporate and Investment Bank
- (iii) If non-syndicated, name and address of Dealer: Not Applicable
- (iv) US Selling Restrictions (Categories of potential investors to which the Notes are offered): Reg. S Compliance Category 2 applies to the Notes;
TEFRA not applicable