

Final Terms dated 19 October 2017

RTE Réseau de transport d'électricité

**Issue of €750,000,000 1.875 per cent. Notes due 23 October 2037
under the €10,000,000,000 Euro Medium Term Note Programme
of RTE Réseau de transport d'électricité**

SERIES NO: 16

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 19 May 2017 which has received visa no. 17-217 from the *Autorité des marchés financiers* (“AMF”) on 19 May 2017 (the “**Base Prospectus**”) and the supplement to the Base Prospectus dated 27 September 2017 which has received from the AMF visa no. 17-516 on 27 September 2017 (the “**Prospectus Supplement**”), 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 Supplement 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:	16
	(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:	€750,000,000
	(ii) Tranche:	€750,000,000
5	Issue Price:	99.078 per cent. of the Aggregate Nominal Amount
6	Specified Denomination:	€100,000
7	(i) Issue Date:	23 October 2017
	(ii) Interest Commencement Date:	23 October 2017
8	Maturity Date:	23 October 2037



9	Interest Basis/Rate of Interest:	1.875 per cent. Fixed Rate <i>(further particulars specified below)</i>
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 Clean-Up Call Option <i>(further particulars specified below)</i>
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 14 December 2016. Decision of the Executive Board (<i>Directoire</i>) of the Issuer dated 19 December 2016 authorising the issue of <i>obligations</i> and delegating to its Chairman and to its member and <i>Directeur Général Adjoint en charge de Finances et Achats</i> (Deputy Executive Director Finance and Procurement) 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 Finances et Achats</i> (Deputy Executive Director Finance and Procurement) of the Issuer, to issue the Notes dated 13 October 2017.

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note Provisions:	Applicable
	(i) Rate of Interest:	1.875 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Dates:	23 October in each year commencing on 23 October 2018 and ending on the Maturity Date.
	(iii) Fixed Coupon Amount:	€1,875 per €100,000 in Nominal Amount.
	(iv) Broken Amount:	Not Applicable
	(v) Day Count Fraction (Condition 5(a)):	Actual/Actual ICMA
	(vi) Determination Date (Condition 5(a)):	23 October 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
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18	Make-Whole Redemption by the Issuer (Condition 6(b)):	Applicable
	(i) Notice period:	As per Condition 6(b)
	(ii) Reference Security:	The 4.00 per cent. <i>Bundesobligationen</i> of the <i>Bundesrepublik Deutschland</i> due 4 January 2037 with ISIN DE0001135275
	(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:	0.15 per cent per annum
19	Clean-Up Call Option:	Applicable
	(i) Clean-Up Redemption Amount:	€100,000 per Note of €100,000 Specified Denomination
20	Put Option:	Not Applicable
21	Residual Maturity Call Option:	Applicable
	(i) Call Option Date:	23 July 2037
22	Final Redemption Amount of each Note:	€100,000 per Note of €100,000 Specified Denomination
23	Early Redemption Amount:	
	(i) Early Redemption Amount(s) payable on redemption for taxation reasons, for or an event of default or other early redemption:	€100,000 per Note of €100,000 Specified Denomination
	(ii) Early Redemption for taxation reasons on days other than Interest Payment Dates:	Yes

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24	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
- 25 Financial Centre: Not Applicable
- 26 Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): Not Applicable
- 27 Redenomination, renominatisation and reconventioning provisions: Not Applicable
- 28 Consolidation provisions: Not Applicable
- 29 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
- 30 Masse (Condition 11): Contractual *Masse* shall apply
Name and address of the Representative:

Crédit Industriel et Commercial S.A.
6, avenue de Provence
75441 Paris Cedex 9
France
Represented by Mr. Antoine Desplanques
- 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

- (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 23 October 2017
- (iii) Estimate of total expenses related to admission to trading: €18,200 (including the AMF fees)

2 RATINGS AND EURO EQUIVALENT

- 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 registered credit rating agencies published on the European Securities and Markets Authority’s website (www.esma.europa.eu/supervision/credit-rating-agencies/risk).
- 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

Indication of yield: 1.931 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.

7 OPERATIONAL INFORMATION

- (i) ISIN: FR0013290749
- (ii) Common Code: 170486897
- (iii) Any clearing system(s) other than Euroclear France, Euroclear Bank S.A./N.V. and Clearstream Banking S.A. 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: Barclays Bank PLC
BNP Paribas
Citigroup Global Markets Limited
Crédit Industriel et Commercial S.A.
MUFG Securities EMEA plc
- (B) Stabilising Manager if any: BNP Paribas
- (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