



## **RTE Réseau de transport d'électricité**

**Euro 12,000,000,000**

## **Euro Medium Term Note Programme**

This supplement (the "**Supplement**") is supplemental to, and should be read in conjunction with, the Base Prospectus dated 5 July 2022 (the "**Base Prospectus**") prepared in relation to the €12,000,000,000 Euro Medium Term Note Programme (the "**Programme**") of RTE Réseau de transport d'électricité (the "**Issuer**"). 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**"). The *Autorité des marchés financiers* (the "**AMF**") has granted approval no. 22-269 on 5 July 2022 on the Base Prospectus.

Application has been made for approval of this Supplement to the AMF in its capacity as competent authority under the Prospectus Regulation. This Supplement constitutes a supplement to the Base Prospectus and has been prepared for the purposes of Article 23 of the Prospectus Regulation. The Base Prospectus (which includes, for the avoidance of doubt, this Supplement) constitutes a base prospectus for the purposes of Article 8 of the Prospectus Regulation.

This Supplement has been prepared pursuant to article 23 of the Prospectus Regulation, for the purposes of (i) incorporating the 2022 Management Report (as defined herein) and (ii) incorporating recent events in connection with the Issuer and the Group, as a result of which the sections "Risk Factors", "Documents Incorporated by Reference", "Description of the Issuer" and "General Information" have been amended.

Save as disclosed in this 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. To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in, or incorporated by reference in, the Base Prospectus, the statements in this Supplement will prevail.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meaning when used in this Supplement.

Copies of this Supplement (a) may be obtained, free of charge, at the registered office of the Issuer during normal business hours, (b) will be available on the website of the Issuer ([www.rte-france.com](http://www.rte-france.com)), (c) will be available on the website of the AMF ([www.amf-france.org](http://www.amf-france.org)) and (d) will be available during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted) for collection at the offices of the Fiscal Agent so long as any of the Notes are outstanding.

## CONTENTS

RISK FACTORS	1
DOCUMENTS INCORPORATED BY REFERENCE	3
DESCRIPTION OF THE ISSUER	7
RECENT DEVELOPMENTS	11
GENERAL INFORMATION	12
PERSONS RESPONSIBLE FOR THE INFORMATION GIVEN IN THE SUPPLEMENT	13

In this Supplement, unless otherwise stated, references to "**Company**" or "**RTE**" refer to the Issuer and references to "**RTE Group**" and "**Group**" refer to the Issuer and its respective consolidated subsidiaries taken as a whole.

## RISK FACTORS

The section “Risk Factors” of the Base Prospectus on pages 14 to 27 is amended as follows:

The paragraph 3. “Operational risks” of the sub-section “I. Risks factors relating to the Issuer” on pages 16 to 18 is supplemented by the following risk factor which is inserted at the beginning of the paragraph:

**“3.1 The Issuer must attract talent and skills necessary in order to better perform its public service commitments and to contribute to the energy transition by adapting the electricity transmission network to the development of renewable energies**

The Issuer currently implements its strategic orientations which integrates key priorities such as adaptation measures to better perform its public service commitments and to contribute to the energy transition by adapting the electricity transmission network to the development of renewable energies. The implementation of these strategic orientations require appropriate and skilled resources. In order to avoid the loss of key skills, the Group must anticipate needs for staff in respect of certain positions. In particular, RTE Réseau de transport d’électricité has identified risks such as staff needs in critical positions (e.g. engineers and large project managers), difficulties in defining succession plans that could affect the continuity of operations or project management due to an ageing workforce.

The Issuer's success depends on its ability to map existing skills, recruit, train and retain a sufficient number of employees, including senior managers, engineers and technicians, with the required skills, expertise and knowledge. The Issuer is also likely to face challenges in recruiting and retaining such employees as a result of intense competition for personnel with relevant experience. An inability to recruit, train or retain necessary personnel could have a material adverse effect on the Group's business, financial condition and results of operations.”

In addition, the paragraph 3. “Operational risks” of the sub-section “I. Risks factors relating to the Issuer” on pages 16 to 18 is supplemented by the following risk factor which is inserted after the risk factor “Risks associated with climatic conditions” (and the other risk factors are renumbered accordingly):

**3.5 The Issuer faces risks associated with increases in costs, disruptions of supply or shortages of raw materials**

The Issuer uses a variety of raw materials in its business and the prices for such raw materials fluctuate, and market conditions can affect the Issuer's ability to manage its costs.

Substantial increases in the prices for raw materials would increase the Issuer's operating costs. In particular, certain raw materials are sourced from a limited number of suppliers and from a limited number of countries. From time to time these may lead to supply shortages or disruptions. In addition, the Issuer's industrial efficiency will depend in part on the optimization of raw materials and components used in the manufacturing processes. If the Issuer fails to optimize these processes, it may face increased operating costs. The Issuer is also exposed to the risk of price fluctuations and supply disruptions or shortages. Inflationary pressures continued in 2022 at historically high levels in several markets and there is no certainty that the monetary policy response will effectively reduce inflation on a timely basis. Inflation has resulted in increased wages, fuel, freight, energy and other costs and this trend may continue. To the extent such inflation continues, increases, or both, it may reduce the Issuer's margins and have a material adverse effect on its financial performance.”

The risk factor “Financial risks” in paragraph 4. of the sub-section “I. Risks factors relating to the Issuer” on page 18 is deleted and replaced by the following:

**“4. Financial risks**

In the course of its activities, the RTE Group is potentially exposed to financial risks:

- **interest rate risk:** some of the indebtedness of the Issuer bears interest at variable rates, generally linked to market benchmarks (although as of 31 December 2022, 98,10% of the gross financial indebtedness of the Issuer bears interest at fixed rate). In addition, any increase in interest rates would increase its finance costs and increase the cost of refinancing existing indebtedness or obtaining new financing. Although the Issuer uses derivatives/hedges to actively manage the interest rate risk, these hedges could be insufficient to cover its risk in certain interest rate market conditions. If the Issuer cannot successfully minimise this risk, they could have a material adverse effect on business, financial condition and results of operations of the Issuer. Finally, any decrease of interest rates would increase the assessment of long term commitments in relation to pension;
- **liquidity risk:** the Issuer must at all times have sufficient financial resources to finance its day-to-day business activities, the investments necessary for the expansion of its activities as well as dealing with any

exceptional events that may arise. The Issuer's ability to raise new debt, refinance its existing indebtedness or, more generally and raise funds in financial markets depend on numerous factors including its credit rating which is key element to guarantee the Issuer's ability to obtain financing under the best possible conditions. Any downgrading of the Issuer's credit rating could increase the cost of refinancing its existing bonds and have a negative impact on the Issuer's ability to obtain financing. If the Issuer is unable to access the capital markets or other sources of finance at competitive rates for a prolonged period, its cost of financing may increase and/or become excessive, and its strategy may need to be reassessed which could have a material adverse effect on its financial condition and long term strategy. In order to manage its liquidity risk, the Issuer has set up a French Negotiable European Commercial Paper (Neu CP) for a maximum amount of €1.5 billion and has entered into a €1.25 billion revolving credit facility (with a final maturity date on December 2027, subject two extension options)."

## DOCUMENTS INCORPORATED BY REFERENCE

The section entitled “Documents Incorporated by Reference” appearing on pages 28 to 31 is deleted and replaced by the following:

This Base Prospectus should be read and construed in conjunction with the following information, all of which have been previously or simultaneously filed with the AMF and which are incorporated by reference in, and shall be deemed to form part of, this Base Prospectus:

- (a) sections referred to in the table below included in the 2022 *Rapport de gestion*, in the French language, which contains the audited consolidated annual financial statements of the Issuer for the financial year ended 31 December 2022 and the related statutory auditors’ report (the “**2022 Management Report**”) ([https://assets.rte-france.com/prod/public/2023-03/RTE\\_rapport\\_gestion\\_comptes\\_2022\\_0.pdf](https://assets.rte-france.com/prod/public/2023-03/RTE_rapport_gestion_comptes_2022_0.pdf));
- (b) sections referred to in the table below included in the 2021 *Rapport de gestion*, in the French language, which contains the audited consolidated annual financial statements of the Issuer for the financial year ended 31 December 2021 and the related statutory auditors’ report (the “**2021 Management Report**”) ([https://assets.rte-france.com/prod/public/2022-03/RTE\\_Rapport\\_gestion\\_2021\\_FR\\_8.pdf](https://assets.rte-france.com/prod/public/2022-03/RTE_Rapport_gestion_2021_FR_8.pdf));
- (c) the terms and conditions of the Notes contained in the base prospectus of the Issuer dated 9 July 2021 (the “**EMTN 2021 Conditions**”);
- (d) the terms and conditions of the Notes contained in the base prospectus of the Issuer dated 26 June 2020 (the “**EMTN 2020 Conditions**”);
- (e) the terms and conditions of the Notes contained in the base prospectus of the Issuer dated 7 June 2019 (the “**EMTN 2019 Conditions**”);
- (f) the terms and conditions of the Notes contained in the base prospectus of the Issuer dated 6 June 2018 (the “**EMTN 2018 Conditions**”);
- (g) the terms and conditions of the Notes contained in the base prospectus of the Issuer dated 19 May 2017 (the “**EMTN 2017 Conditions**”);
- (h) the terms and conditions of the Notes contained in the base prospectus of the Issuer dated 7 May 2015 (the “**EMTN 2015 Conditions**”);
- (i) the terms and conditions of the Notes contained in the base prospectus of the Issuer dated 16 May 2014 (the “**EMTN 2014 Conditions**”); and
- (j) the terms and conditions of the Notes contained in the base prospectus of the Issuer dated 16 May 2013 (the “**EMTN 2013 Conditions**”, and together with the EMTN 2014 Conditions, the EMTN 2015 Conditions, the EMTN 2017 Conditions, the EMTN 2018 Conditions, the EMTN 2019 Conditions, the EMTN 2020 Conditions and the EMTN 2021 Conditions, the “**EMTN Previous Conditions**”),

save that any statement contained in this Base Prospectus or in a document which is incorporated by reference herein shall be deemed to be modified or superseded for the purpose of this Base Prospectus to the extent that a statement contained in any document which is subsequently incorporated by reference herein by way of a supplement prepared in accordance with Article 23 of the Prospectus Regulation modifies or supersedes such earlier statement (whether expressly, by implication or otherwise). Any statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this Base Prospectus.

In accordance with Article 19 of the Prospectus Regulation, any information contained in any of the documents specified above which is not incorporated by reference in this Base Prospectus is either not relevant to investors or is covered elsewhere in this Base Prospectus.

Other than in relation to the documents which are deemed to be incorporated by reference, the information on the websites to which this Base Prospectus refers are for information purposes only, do not form part of this Base Prospectus and have not been scrutinised or approved by the AMF.

For the avoidance of doubt, “N/A” in the cross-reference table below means that the information is not relevant for the purposes of Annex VII of the Commission Delegated Regulation. Items of such Annex VII of the Commission Delegated Regulation which are not listed in the cross-reference table below are included elsewhere in this Base Prospectus.

Any supplement to the Base Prospectus and copies of the documents incorporated by reference in this Base Prospectus (a) may be obtained free of charge, (i) at the office of the Fiscal Agent and the Paying Agents during normal business hours, (ii) at the registered office of the Issuer during normal business hours, and (b) will be available (i) on the website of the Issuer ([www.rte-france.com](http://www.rte-france.com)) and (ii) on the website of the AMF ([www.amf-france.org](http://www.amf-france.org)).

The 2021 Management Report and the 2022 Management Report are available for viewing on the website of the Issuer ([www.rte-france.com](http://www.rte-france.com)). Free English translation of the 2021 Management Report and the 2022 Management Report are also available for viewing on the website of the Issuer ([www.rte-france.com](http://www.rte-france.com)). These documents are free translation of the corresponding French language document and are provided for information purposes only and are not incorporated by reference in this Base Prospectus. The only binding versions are the French language versions.

For the purposes of the Prospectus Regulation, the information incorporated by reference in this Base Prospectus is set out in the following cross-reference table:

EMTN Previous Conditions	
EMTN 2021 Conditions	Pages 32 to 66 of the base prospectus of the Issuer dated 9 July 2021
EMTN 2020 Conditions	Pages 31 to 65 of the base prospectus of the Issuer dated 26 June 2020
EMTN 2019 Conditions	Pages 31 to 58 of the base prospectus of the Issuer dated 7 June 2019
EMTN 2018 Conditions	Pages 29 to 52 of the base prospectus of the Issuer dated 6 June 2018
EMTN 2017 Conditions	Pages 28 to 51 of the base prospectus of the Issuer dated 19 May 2017
EMTN 2015 Conditions	Pages 27 to 50 of the base prospectus of the Issuer dated 7 May 2015
EMTN 2014 Conditions	Pages 26 to 49 of the base prospectus of the Issuer dated 16 May 2014
EMTN 2013 Conditions	Pages 25 to 47 of the base prospectus of the Issuer dated 16 May 2013

The EMTN Previous Conditions are incorporated by reference in this Base Prospectus for the purpose only of further issues of Notes to be assimilated (*assimilées*) and form a single series with Notes already issued pursuant to the relevant EMTN Previous Conditions.

ANNEX VII OF THE COMMISSION DELEGATED REGULATION (EU) 2019/980 OF 14 MARCH 2019 (AS AMENDED) – REGISTRATION DOCUMENT FOR WHOLESALE NON-EQUITY SECURITIES		
Information incorporated by reference	Page no. in the relevant document	
	PAGE NO. OF THE 2022 MANAGEMENT REPORT	PAGE NO. OF THE 2021 MANAGEMENT REPORT
<b>4. INFORMATION ABOUT THE ISSUER</b>		
<b>4.1 <u>History and development of the Issuer</u></b>		
<b>4.1.3.</b> The date of incorporation and the length of life of the issuer, except where the period is indefinite.	10	
<b>4.1.5.</b> Any recent events particular to the issuer and which are to a material extent relevant to an evaluation of the issuer's solvency.	26 ( <i>Restitution des recettes exceptionnelles d'interconnexions</i> ) 27 ( <i>Délibération de la CRE fixant la mise à jour du TURPE 6</i> ) 111 162	
<b>5. BUSINESS OVERVIEW</b>		
<b>5.1 <u>Principal activities</u></b>		
<b>5.1.1.</b> A brief description of the Issuer's principal activities stating the main categories of products sold and/or services performed.	10-11 14-16  30-38 104	
<b>5.1.2.</b> The basis for any statements made by the issuer regarding its competitive position.	N/A	
<b>6. ORGANISATIONAL STRUCTURE</b>		
<b>6.1</b> If the issuer is part of a group, a brief description of the group and the issuer's position within the group. This may be in the form of, or accompanied by, a diagram of the organisational structure if this helps to clarify the structure.	11	
<b>6.2</b> If the issuer is dependent upon other entities within the group, this must be clearly stated together with an explanation of this dependence.	10-11	
<b>10. MAJOR SHAREHOLDERS</b>		
<b>10.1</b> To the extent known to the issuer, state whether the issuer is directly or indirectly owned or controlled and by whom and describe the nature of such control and describe the measures in place to ensure that such control is not abused.	10-11	
<b>10.2</b> A description of any arrangements, known to the issuer, the operation of which may at a subsequent date result in a change in control of the issuer.	N/A	
<b>11. FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES</b>		
<b>11.1 <u>Historical Financial Information</u></b>		
<b>11.1.1</b> Historical financial information covering the latest two financial years (at least 24 months) or such shorter period as the Issuer has been in operation and the audit report in respect of each year.	115-163	111-164

<b>11.1.2 Change of accounting reference date</b>  If the issuer has changed its accounting reference date during the period for which historical financial information is required, the audited historical financial information shall cover at least 24 months, or the entire period for which the issuer has been in operation, whichever is shorter.	N/A	N/A
<b>11.1.3 Accounting standards</b>  The financial information must be prepared according to International Financial Reporting Standards as endorsed in the Union based on Regulation (EC) No 1606/2002.	124	120
<b>11.1.5 Consolidated financial statements</b>  If the Issuer prepares both stand-alone and consolidated financial statements, include at least the consolidated financial statements in the registration document.	- Balance sheet: 118  - Income Statement: 116  - Cash flow statements: 119  - Notes to consolidated financial statements: 121-163	- Balance sheet: 114  - Income Statement: 112  - Cash flow statements: 115  - Notes to consolidated financial statements: 117-158
<b>11.1.6 Age of financial information</b>  The balance sheet date of the last year of audited financial information may not be older than 18 months from the date of the registration document	115-163	111-158
<b>11.2 <u>Auditing of Historical financial information</u></b>		
<b>11.2.1</b> The historical financial information must be independently audited. The audit report shall be prepared in accordance with the Directive 2014/56/EU and Regulation (EU) No 537/2014.	164-167	159-162
<b>11.2.1a</b> Where audit reports on the historical financial information have been refused by the statutory auditors or where they contain qualifications, modifications of opinion, disclaimers or an emphasis of matter, the reason must be given, and such qualifications, modifications, disclaimers or emphasis of matter must be reproduced in full.	N/A	
<b>11.2.2</b> Indication of other information in the registration document which has been audited by the auditors.	N/A	
<b>11.3 <u>Legal and arbitration proceedings</u></b>		
<b>11.3.1</b> Information on any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the issuer is aware), during a period covering at least the previous 12 months which may have, or have had in the recent past significant effects on the issuer and/or group's financial position or profitability, or provide an appropriate negative statement.	139 (note 3.2.4)	



## DESCRIPTION OF THE ISSUER

**The section entitled “Description of the Issuer” appearing on pages 72 to 76 is deleted and replaced by the following:**

The legal and commercial name of the Issuer is "RTE Réseau de transport d'électricité". RTE Réseau de transport d'électricité is also commercially known as "Réseau de Transport d'Electricité" and "RTE".

The Issuer was registered under the name "RTE EDF Transport" at the Trade and Companies Registry of Nanterre (*Registre du Commerce et des Sociétés de Nanterre*) under reference number 444 619 258 RCS Nanterre. By a resolution of the general shareholders' extraordinary meeting held on 24 January 2012, the Issuer was renamed "RTE Réseau de transport d'électricité".

RTE Réseau de transport d'électricité is a limited liability company (*société anonyme*) with an Executive Board (*directoire*) and a Supervisory Board (*conseil de surveillance*) governed by the laws and regulations applicable to commercial companies in France, in particular, the French *Code de commerce*, unless these are not applicable because of more specific laws, such as the French Energy Code (*Code de l'énergie*), French law no. 83-675 dated 26 July 1983 and the French order no. 2014-948 dated 20 August 2014 relating to the governance and capital transactions of companies with State interests (*relative à la gouvernance et aux opérations sur le capital des sociétés à participation publique*) and by the Issuer's by-laws (*statuts*) approved by Decree no. 2005-1069 dated 30 August 2005 (as amended from time to time and for the last time in the RTE Réseau de transport d'électricité shareholders' meeting on 27 September 2018). The registered office of RTE Réseau de transport d'électricité is Immeuble WINDOW, 7C place du Dôme, 92073 Paris La Défense Cedex. RTE Réseau de transport d'électricité's telephone number is +33 (0)1 41 02 23 45 and its website is [www.rte-france.com](http://www.rte-france.com).

For a general description of RTE Réseau de transport d'électricité and the RTE Group, their activities and their financial condition, please refer to the sections and pages of the 2022 Management Report identified in the cross-reference list of the section "Documents Incorporated by Reference" of this Base Prospectus and the section "Recent Developments" of this Base Prospectus.

### ADMINISTRATIVE, MANAGEMENT, AND SUPERVISORY BODIES OF THE ISSUER

RTE Réseau de transport d'électricité is managed by an Executive Board and is controlled by a Supervisory Board.

#### Executive Board (*Directoire*)

The Executive Board of RTE Réseau de transport d'électricité is composed of the following members:

	Position	Other Functions
Xavier Piechaczyk	Chairman of the Executive Board	-
Thérèse Boussard	Member of the Executive Board	Executive Committee Member of Celtic Interconnector DAC  Member of the Board of Directors of SFERIS  President of the <i>Institut de la Maîtrise d'Ouvrage</i> (IMOA)  Permanent representative of RTE to the Economic and Strategic Orientation Committee of AIRTELIS
Clotilde Levillain	Member of the Executive Board	Permanent Representative of RTE to the Economic and Strategic Orientation Committee of ARTERIA
Laurent Martel	Member of the Executive Board	Permanent representative of RTE to the Economic and Strategic Orientation Committee of CIRTEUS  President of RTE IMMO

For the purpose hereof, the business address of each of the members of the Executive Board is the head office of the Issuer.

### Supervisory Board (*Conseil de surveillance*)

Under the French Energy Code, one third of RTE Réseau de transport d'électricité's Supervisory Board must be employee representatives, up to one third are representatives of the French government, and the remainder are appointed by the shareholders.

The number of Board members is set at twelve in Article 13 of the Issuer's by-laws.

The following table shows the current members of the Supervisory Board and their roles and other functions held during the year 2020:

	Position at RTE	Role <sup>1</sup>	Other functions
<b>Xavier Girre</b>	Chairman of the Supervisory Board  Representative of the shareholder "CTE" (EDF)	Group Executive Director of EDF in charge of the Group Financial Division	Member of the Board of Directors and President of the Audit Committee of DALKIA  Member of the Board of Directors of EDF EN  Member of the Supervisory Board of ENEDIS  President of the Board of Directors of EDF Trading UK  Member of the Board of Directors and President of the Audit Committee of EDF ENERGY HOLDINGS Ltd  Member of the Board of Directors of EDISON  Member of the Board of Directors and President of the Audit Committee of FDJ  Member of the Board of Directors and President of the Audit Committee of CNIM
<b>Florence Tordjman</b>	Member of the Supervisory Board  Representative appointed on the proposal of the French government	President of the energy, construction and innovation section at the General Council for the Environment and Sustainable development	President of the Markets Commission of the international airport of Basel-Mulhouse
<b>The State, as legal entity, represented by Arthur Faust</b>	Member of the Supervisory Board  Representative of the French government (representing the French State as legal entity)	Deputy Director of <i>Participations Energie</i> at the <i>Agence des participations de l'Etat</i>	Member of the Supervisory Board of Framatome

<sup>1</sup> In accordance with the French Commercial Code, these roles are functions exercised during 2022 by RTE Réseau de transport d'électricité's management and governance personnel while they held a term of office with RTE Réseau de transport d'électricité.

	Member of the Remuneration Committee  Member of the CSEA		
<b>Grégory Trannoy</b>	Member of the Supervisory Board  Member of the Remuneration Committee	Director of <i>Université Groupe EDF du Management</i>	
<b>Virginie Chapron-du Jeu</b>	Member of the Supervisory Board  Representative of the shareholder "CTE" (CDC)  Member of the CSEA	Finance Director, Caisse des Dépôts Group	Member of the Executive Committee of <i>Caisse des Dépôts et Consignations</i>  Member of the Board of Directors, Member of the Remuneration Committee and the Appointments and ESG Committee of SFIL  Member of the Board of Directors,, Member of the Risks Committee, Member of the Audit Committee of <i>Bpifrance SA</i>  President and Member of The Strategic Committee of Novethic  Permanent representative of CDC on the Board of Directors of CDCII  Permanent representative of CDC on the Board of Directors of CDCIII  Member of the Board of Directors , Member of the Audit Committee and Member of the Quality and Sustainable development Committee of <i>La Poste</i>  Member of the Board of Directors of <i>Coentreprise de Transport d'Electricité (CTE)</i>  Member of the Board of Directors of I4CE (Institute for Climate Economics)  President of <i>Alter Egales</i>
<b>Catherine Mayenobe</b>	Vice-Chairwoman of the Supervisory Board  Representative of the shareholder "CTE" (CDC)	General Secretary , <i>Groupe Caisse des Dépôts et Consignations</i>	Member of the Executive Committees of the <i>Etablissement public</i> and the <i>Groupe Caisse des Dépôts et Consignations</i>  Member of the Board of Directors of <i>La Poste</i>  Member of the Board of Directors of <i>Société Immobilière du Théâtre des Champs Elysées</i>

			Chairman of the Board of Directors of <i>Etablissement public Cité de la Céramique de Sèvres et Limoges</i>
<b>Louise Vilain</b>	Member of the Supervisory Board  Representative of the shareholder “CTE” (EDF)  President of the CSEA	Director, <i>Pulse Ventures, Incubation et grands projets innovants</i> department of the EDF Group	Chairwoman of the Board of Directors of ZNR Batteries  Member of the Board of Directors of PERFESCO
<b>Philippe Bajou</b>	Member of the Supervisory Board	Company Secretary and Executive Vice President, Groupe La Poste	President of Vehiposte  President of La Poste Immobilier
<b>Christophe Aime</b>	Member of the Supervisory Board  Employee representative  Sponsored by the CGT union  Member of the CSEA	Responsible for advice and product control	
<b>Philippe Clavel</b>	Member of the Supervisory Board  Employee representative  Sponsored by the CFDT union  Member of the CSEA	Attached to the European Affairs Management at RTE	Titular Member at the <i>Conseil supérieur de l’Energie</i>
<b>Paul Alfontes</b>	Member of the Supervisory Board  Employee representative  Sponsored by the CFE-CGC union  Member of the Remuneration Committee	Technical business pilot at the <i>Centre Maintenance de Lyon</i> in charge of the insertion of maintenance into the HVDC Savoie-Piémont project at RTE	President of the Supervisory Board of <i>FCPE Egépargne Actions Monde ISR</i>  Alternate Member of the Supervisory Board of <i>FCPE Cap Horizons</i>
<b>Christian Viola</b>	Member of the Supervisory Board  Employee representative  Sponsored by the CGT union	Technical coordinator Automation and industrial systems at RTE	

For the purpose hereof, the business address of each of the members of the Supervisory Board is the head office of the Issuer.

There are no conflicts of interest between any duties owned by the members of the Executive Board and the Supervisory Board of RTE Réseau de transport d’électricité toward the Issuer and their private interests and/or duties.

## RECENT DEVELOPMENTS

The section "Recent Developments" included on page 77 of the Base Prospectus is supplemented by the following information:

### *Approval of distribution of dividend*

The general meeting of RTE Réseau de transport d'électricité's shareholders held on 7 June 2023 proposed to distribute a dividend of €291,179,009 for the financial year ended 31 December 2022. Such decision was approved by the Supervisory Board (*Conseil de Surveillance*) of RTE Réseau de transport d'électricité on 7 June 2023.

On 7 June 2023, the Executive Board (*Directoire*) decided to make a payment on 7 June 2023 of a dividend of €291,179,009 for the financial year ended 31 December 2022 to CTE (as sole shareholder of RTE Réseau de transport d'électricité).

### *Confirmation of rating by S&P*

On 25 April 2023, S&P confirmed RTE Réseau de Transport d'électricité's "A" long term rating and its stable outlook.

### *Implementation of an exceptional advance payment of part of the balance of RTE's income and expense adjustment account*

By a decision entitled Deliberation no. 2022-323 of 8 December 2022 relating to the implementation of an exceptional advance payment of part of the balance of RTE's income and expense adjustment account (*Délibération n° 2022-323 du 8 décembre 2022 portant décision relative à la mise en œuvre d'un versement anticipé exceptionnel d'une partie du solde du compte de régularisation des charges et produits (CRCP) de RTE*), the *Commission de régulation de l'énergie* (the "CRE") decided that RTE Réseau de transport d'électricité must make an exceptional payment of a portion of the balance of RTE Réseau de transport d'électricité's income and expenses adjustment account (*Compte de Régulation des Charges et des Produits*, or "CRCP") to users of the public electricity transmission system before 15 March 2023, because of exceptional revenues.

These exceptional revenues relate to (most importantly) interconnection revenues generated from volumes exchanged with neighbouring countries and electricity price differentials between France and neighbouring countries. The very high level of electricity prices has given rise to additional costs for RTE (e.g. electricity purchases to compensate for transmission losses) but, at the same time, it has led to an important increase of cross-border interconnection revenues. When RTE Réseau de transport d'électricité's revenues exceed forecast amounts approved by CRE, the exceeded amount must be returned to users of the electricity transmission network, in accordance electricity transmission network tariffs ("TURPE") rules. However, if the current rules had been applied, the payment of such exceeded amount would have been spread over more than six years.

In the context of high energy prices, the CRE therefore decided to anticipate such payment so that users of the electricity transmission network, in particular those operating large industrial sites, benefit from this support. By a decision entitled Deliberation no. 2023-50 of 31 January 2023 relating to the determination of the total amount of the exceptional advance payment of part of the balance of RTE's income and expense adjustment account (CRCP) (*Délibération n° 2023-50 de la Commission de régulation de l'énergie du 31 janvier 2023 portant décision relative à la fixation du montant total du versement anticipé exceptionnel d'une partie du solde du compte de régularisation des charges et produits (CRCP) de RTE*), the total amount of the exceptional advance payment was fixed at €1,939,000,000.

### *Network infrastructure user tariff increase on 1<sup>st</sup> August 2023*

The network infrastructure user tariff (*Tarifs d'Utilisation des Réseaux Publics de Transport d'électricité* or "TURPE") will be increased on 1<sup>st</sup> August 2023 by 6.69 % (compared with 2022).

## GENERAL INFORMATION

The paragraphs (3), (4), (5), (6) and (8) of the section "General Information" appearing on page 94 are deleted and replaced:

- “(3) The Issuer has obtained all necessary corporate and other consents, approvals and authorisations in France in connection with the Programme.

Any drawdown of Notes under the Programme requires the prior authorisation of the Executive Board (*Directoire*) of the Issuer, with the prior authorisation of the Supervisory Board (*Conseil de Surveillance*), which may delegate its powers to its *Président* or to any person of its choice.

Pursuant to a decision of the Executive Board (*Directoire*) of the Issuer dated 19 December 2022, issues of obligations have been authorised, as approved by a decision of the Supervisory Board (*Conseil de Surveillance*) of the Issuer dated 15 December 2022, up to a maximum amount of Euro 1,500,000,000 of obligations from 1 January 2023 to 31 December 2023 (unless previously cancelled) (subject to an overall maximum aggregate amount of Euro 1,500,000,000 for all financings made available to the Issuer from 1 January 2023 to 31 December 2023) and the Executive Board (*Directoire*) of the Issuer has delegated to its Chairman, with the right to sub-delegate such power to the *Directeur Général du Pôle Finances, Achats et Risques*, the authority to issue obligations within the limits fixed by the Executive Board (*Directoire*) of the Issuer and determine the terms and conditions of the obligations.”

- (4) Except as disclosed in this Base Prospectus, neither the Issuer nor any member of the RTE Group is or has been involved in any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), during a period covering the previous 12 months which may have, or have had in the recent past, significant effects on the financial position or profitability of the Issuer or the RTE Group.

- (5) There has been no material adverse change in the prospects of the Issuer since 31 December 2022.

- (6) There has been no significant change in the financial performance or financial position of the Issuer or the Group since 31 December 2022.”

- “(8) The statutory auditors of the Issuer and the RTE Group are Mazars, Tour Exaltis, 61 rue Henri Regnault, 92400 Courbevoie, France and KPMG Audit, department of KPMG S.A., Tour EQHO, 2 avenue Gambetta, CS 60055, 92066 Paris La Défense Cedex, France (both entities are regulated by the *Haut Conseil du Commissariat aux Comptes* and are duly authorised as *Commissaires aux Comptes*). The statutory auditors both belong to the *Compagnie Nationale des Commissaires aux Comptes*. Mazars and KPMG Audit, department of KPMG S.A. have audited the audited consolidated annual financial statements of the Issuer for the financial years ended 31 December 2021 and 31 December 2022.”

## PERSONS RESPONSIBLE FOR THE INFORMATION GIVEN IN THE SUPPLEMENT

### In the name of the Issuer

To the best knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and contains no omission likely to affect its import.

21 June 2023

### RTE Réseau de transport d'électricité

Represented by Laurent Martel  
*Membre du Directoire*  
*Directeur Général du Pôle Finances Achats Risques*



### *Autorité des marchés financiers*

This Supplement to the Base Prospectus has been approved on 21 June 2023 by the AMF, in its capacity as competent authority under Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). The AMF approves this document after having verified that the information contained in the Base Prospectus is complete, coherent and comprehensible within the meaning of the Prospectus Regulation.

This approval should not be considered to be a favourable opinion on the Issuer and on the quality of the Notes described in this Supplement.

This Supplement to the Base Prospectus has the following approval number: 23-239.