

**Certificate of Approval of a Prospectus  
in accordance with Articles 17 and 18 of Directive 2003/71/EC**

**To :**

FINANCIAL SERVICES AND MARKETS AUTHORITY (FSMA)  
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (CSSF)  
FINANCIAL SERVICES AUTHORITY (FSA)  
BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGS-AUFSICHT (BAFIN)  
COMMISSIONE NAZIONALE PER LE SOCIETÀ E LE BORSE (CONSOB)  
AUTORITÄT FÜR FINANZDIENSTLEISTUNGS-MARKTEN (AFM)

**From :**

**Autorité des marchés financiers (AMF)**

17, place de la Bourse  
75002 PARIS  
FRANCE

We hereby certify that the supplement detailed below has been drawn up in accordance with Directive 2003/71/EC and was approved by us on July 5, 2012.

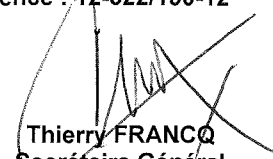
**Name of Issuer :** GDF SUEZ

**Registered Office :** 1 place Samuel de Champlain 92400 Courbevoie

**Type of Securities (references to the annexes of regulation EC 809/2004 according to which the prospectus was drawn up) :** Annexes 4 and 9

**Guarantor :** not applicable

**Date :** July 5, 2012  
**Reference :** 12-322/130-12

  
**Thierry FRANCO**  
**Secrétaire Général**  
**Autorité des marchés financiers**  
**(AMF)**  
17, place de la Bourse  
75002 PARIS

**Attachment :**

(1) Supplement to the base prospectus approved on July 5, 2012.