



RÉGIE AUTONOME DES TRANSPORTS PARISIENS
Euro 5,000,000,000
Euro Medium Term Notes
Due from one month from the date of original issue

This supplement ("**Prospectus Supplement**") is supplemental to, and should be read in conjunction with, the Base Prospectus dated 27 July 2011 (the "**Base Prospectus**") prepared in relation to the €5,000,000,000 Euro Medium Term Note Programme of Régie Autonome des Transports Parisiens ("**RATP**" or the "**Issuer**"). The Base Prospectus as supplemented constitutes a base prospectus for the purpose of the Directive 2003/71/EC (the "**Prospectus Directive**"). The *Autorité des marchés financiers* (the "**AMF**") has granted visa no. 11-347 on 27 July 2011 on the Base Prospectus.

Application has been made for approval of the Prospectus Supplement to the AMF in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements the Prospectus Directive.

This Prospectus Supplement constitutes a supplement to the Base Prospectus for the purposes of Article 16 of the Prospectus Directive and has been prepared for the purposes of incorporating recent events in connection with the Issuer. As a result, certain modifications to the section relating to the documents incorporated by reference have been made.

Save as disclosed in this Prospectus 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.

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

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

Copies of this Prospectus 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.ratp.fr), (c) will be available on the website of the AMF (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 and the Paying Agent(s) so long as any of the Notes are outstanding.

This Prospectus Supplement has been prepared pursuant to Article 16.1 of the Prospectus Directive and Article 212-25 of the AMF's *Règlement Général* for the purpose of giving information with regard to the Issuer and the Notes to be issued under the Programme additional to the information already contained or incorporated by reference in the Base Prospectus.

DOCUMENTS INCORPORATED BY REFERENCE3
PERSON RESPONSIBLE FOR THE PROSPECTUS SUPPLEMENT5

DOCUMENTS INCORPORATED BY REFERENCE

The section Documents Incorporated by Reference appearing on pages 13 and 14 of the Base Prospectus is hereby deleted in its entirety and replaced by the following:

This Base Prospectus should be read and construed in conjunction with the following:

(1) the sections referred to in the table below included in the 2011 Half Year Financial Report (**2011 HYFR**) of the Issuer in the French language which was filed with the French *Autorité des marchés financiers*;

(2) the sections referred to in the table below included in the 2009 Consolidated Financial Statements (the "**2009 CFS**") and the 2010 Non-Consolidated and Consolidated Financial Statements (the "**2010 NCFS**" and the "**2010 CFS**"), each which contain audit reports, in the French language of the Issuer included in the 2009 and 2010 Financial Reports, which have been filed with the *Autorité des marchés financiers*.

Such sections shall be deemed to be incorporated in, and to form part of, this Base Prospectus, save that any statement contained 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 herein 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.

Information contained in the documents incorporated by reference other than information listed in the table above is for information purposes only.

The information incorporated by reference above is available as follows (with the references corresponding to the French language versions of the financial reports):

Information incorporated by reference	<i>Reference and page number</i>			
<i>(Annex IX of the European Regulation 809/2004/EC of 29 April 2004)</i>				
11. Financial information concerning the Issuer's assets and liabilities, financial position and profits and losses	2009 CFS <i>(pages of the 2009 Financial report)</i>	2010 CFS <i>(pages of the 2010 Financial report)</i>	2010 NCFS <i>(pages of the 2010 Financial report)</i>	2011 HYFR <i>(pages of the Half Year Financial Report)</i>
Income Statement relating to the above	page 30	page 37	pages 88 - 89	pages 12
Balance Sheet relating to the above	page 31 - 32	page 38	pages 86 - 87	page 13
Accounting Principles relating to the above	pages 35 – 72	pages 40 - 52	pages 90 - 115	page 16-28
Audit Report relating to the above	page 29	page 36	page 85	page 30

This Base Prospectus and all documents incorporated by reference in this Base Prospectus will be available on the website of the *Autorité des marchés financiers* (www.amf-france.org) and on the website of the Issuer (www.ratp.fr). Such documents may also be obtained, free of charge, at the offices of each Paying Agent set

out at the end of this Base Prospectus during normal business hours and as long as any of the Notes are outstanding.

Copies of the 2009 CFS, the 2010 CFS and the 2010 NCFS are available without charge on request at the registered office of the Issuer. The free English translations of the 2009 CFS, the 2010 CFS and the 2010 NCFS may be obtained from the website of the Issuer (www.ratp.fr). For ease of reference, the page numbering of the free English translations of the documents incorporated by reference is identical to the French versions. These free English language translations are not incorporated by reference herein.

PERSONS RESPONSIBLE FOR THE INFORMATION GIVEN IN THE PROSPECTUS SUPPLEMENT

In the name of the Issuer

We declare, to the best of our knowledge (having taken all care to ensure that such is the case), that the information contained in this Prospectus Supplement is in accordance with the facts and contains no omission likely to affect its import.

The unaudited consolidated condensed financial statements for the first half-year ended 30 June 2011 were subject to a report by the statutory auditors reproduced on page 30 of the 2011 HYFR which contains a qualification.

The Consolidated Financial Statements and the Annual Non-Consolidated Financial Statement for the year ended 31 December 2010 were audited by statutory auditors who issued an audit report which is reproduced on pages 36 and 85 of the 2010 Financial Report. This report contains a qualification.

The Consolidated Financial Statements for the year ended 31 December 2009 were audited by statutory auditors who issued an audit report which is reproduced on page 29 of the 2009 CFS. This report contains a qualification.

Régie Autonome des Transports Parisiens

LAC C22
54, quai de la Rapée
75599 Paris

duly represented by Alain Le Duc, Directeur Financier on 29 September 2011



Autorité des marchés financiers

In accordance with Articles L. 412-1 and L. 621-8 of the French *Code monétaire et financier* and with the General Regulations (*Règlement Général*) of the *Autorité des marchés financiers* ("AMF"), in particular Articles 212-31 to 212-33, the AMF has granted to this Prospectus Supplement the visa no. 11-436 on 29 September 2011. This document and the Base Prospectus may only be used for the purposes of a financial transaction if completed by Final Terms. It was prepared by the Issuer and its signatories assume responsibility for it. In accordance with Article L. 621-8-1-I of the French *Code monétaire et financier*, the visa was granted following an examination by the AMF of "whether the document is complete and comprehensible, and whether the information it contains is coherent". It does not imply that the AMF has verified the accounting and financial data set out in it. This visa has been granted subject to the publication of Final Terms in accordance with Article 212-32 of the AMF's General Regulations, setting out the terms of the securities being issued.