

SUPPLEMENT DATED 18 NOVEMBER 2008, TO THE PROSPECTUS DATED 22 AUGUST 2008

N.V. NEDERLANDSE GASUNIE

(Incorporated with limited liability in the Netherlands under the name N.V. Nederlandse Gasunie with corporate seat in Groningen, the Netherlands)

€ 5,000,000,000

Euro Medium Term Note Programme

(programme expanded to Notes with a maturity of less than 12 months)

This supplement (the "Supplement") is supplemental to the prospectus (the "Prospectus") dated 22 August, 2008 relating to the €5,000,000,000 Euro Medium Term Note Programme (the "Programme") of N.V. Nederlandse Gasunie (the "Issuer"). The Prospectus comprises a base prospectus for the purposes of Directive 2003/71/EC (the "Prospectus Directive"), as implemented into Dutch law by the Dutch Financial Markets Supervision Act (*Wet op het financieel toezicht*, the "Financial Markets Supervision Act") and its implementing regulations. Terms defined in the Prospectus have the same meaning when used in this Supplement.

This Supplement constitutes a supplement to a prospectus for the purposes of Article 16 of the Prospectus Directive and has been prepared in accordance with Article 5:23 of the Financial Markets Supervision Act and the rules promulgated thereunder. This Supplement is the first supplement to the Prospectus and has been approved by, and filed with, the Netherlands Authority for the Financial Markets (*Stichting Autoriteit Financiële Markten*, the "AFM") as a supplemental prospectus issued in compliance with the Prospectus Directive, Commission Regulation (EC) No. 809/2004 and the Financial Markets Supervision Act.

This Supplement is supplemental to, and should be read in conjunction with, the Prospectus and any other supplements to the Prospectus issued by the Issuers.

The Issuer accepts responsibility for the information contained in this Supplement and declares that, to the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Amendment to the Prospectus – Issue under the Programme

On page 77 of the Prospectus, the following shall be added:

- **"9. Issue of Notes under the Programme**
On 28 October 2008 the Issuer issued € 1,000,000,000 6% Fixed Rate Notes due 30 October 2013 under the Programme."

Amendment to the Prospectus – Expansion of maturity of the notes

The prospectus shall be amended as follows:

- On page 1, the sentence "***Due from 12 months up to 50 years from the date of Issue***", shall be replaced by: "***Due up to 50 years from the date of issue***".
- On page 7, the description opposite the item titled "Maturities": "*Subject to compliance with all relevant laws, regulations and directives, Notes will have maturities from 12 months and up to 50 years from the date of issue*", shall be replaced by: "*Subject to compliance with all relevant laws, regulations and directives, Notes will have maturities of up to 50 years from the date of issue.*"

- On page 9, the following sentence will be added at the end of the description opposite the item titled: "Denomination": *"Any Note with a Maturity of less than 12 months will have a denomination of at least EUR 50,000."*

The expansion of the programme to Notes with a maturity of less than 12 months was authorised pursuant to a resolution of the Issuer's Board of Directors dated 17 November 2008.

General

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 Prospectus, the statements in (a) will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Prospectus since the publication of the Prospectus.