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COUNSEL

PASCAL BINE
BÉATRICE LABBOZ
LAURENCE MITROVIC

N° DE VESTIAIRE : JO37



November 18, 2002

PROCESSED

DEC 13 2002

THOMSON
FINANCIAL

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BY COURIER

SECURITIES AND EXCHANGE COMMISSION

450 Fifth Street, N.W.
Washington D.C. 20549
U.S.A.

Attention: Division of Corporate Finance

RE: File No. 82-3706

Dear Sirs:

In preparing our most recent 12g3-2(b) filing, two translation errors were brought to our attention in connection with previous filings.

In our letter dated August 26, 2002, we wrote "at a comparable scope of consolidation, the Company's revenues from activities outside of France declined to 84.9% of the Company's consolidated revenues, from 85.2% of such consolidated revenues for the comparable period in 2001." This should have read "at a comparable scope of consolidation, the Company's revenues from activities outside of France rose to 85.2% of the Company's consolidated revenues, from 84.9% of such consolidated revenues for the comparable period in 2001."

In our letter dated May 22, 2002, we wrote "at a constant scope of consolidation, revenues from activities outside of France fell to 84.3% in the first quarter of 2002 of the Group's consolidated revenues, as compared with €85.1% [sic] during the same period in 2001." This should have read "at a constant scope of consolidation, revenues from activities outside of France rose to 85.1% in the first quarter of 2002 of the Group's consolidated revenues, as compared with 84.3% during the same period in 2001."

dlw 11/26

November 18, 2002
Page 2

For convenience we are resubmitting our earlier letters, together with the original French language text that was summarized therein.

Yours sincerely,

A handwritten signature in black ink, consisting of a large, stylized 'E' followed by a circular flourish and a long horizontal line extending to the right.

Eden Quainton

Enc.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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August 26, 2002

BY COURIER

SECURITIES AND EXCHANGE COMMISSION
450 Fifth Street, N.W.
Washington D.C. 20549
U.S.A.

Attention: Division of Corporate Finance

RE: File No. 82-3706

Dear Sirs:

Enclosed please find a statement of the Company's consolidated revenues for the second trimester of 2002. The statement indicates that, at its current scope of consolidation, the Company's consolidated revenues reached €4.58 billion as compared with €4.93 billion for the comparable period in 2001. For the activities of Schneider Electric Industries AS.A. (Merlin Gerin, Telemecanique, Square D, Modicon), the decline in revenues at constant exchange rates and a constant scope of consolidation was 8.4%.

At a comparable scope of consolidation, the Company's revenues from activities outside of France declined to 84.9% of the Company's consolidated revenues, from 85.2% of such consolidated revenues for the comparable period in 2001.

Yours sincerely,



Eden Quainton

Enc.

02 NOV 20 AM 9:47



SCHNEIDER ELECTRIC SA

Société Anonyme au Capital de 1 922 080 232 Euros

Siège social : 43 / 45 boulevard Franklin Roosevelt – 92500 Rueil Malmaison

542 048 574 RCS Nanterre

SIRET 542 048 574 017 67

APE 741 J

CHIFFRE D'AFFAIRES CONSOLIDE POUR LE SECOND TRIMESTRE 2002 (en millions d'euros)

	2002	2001 (à périmètre comparable)	2001
Premier trimestre	2 247	2 452	2 417
Deuxième trimestre	<u>2 329</u>	<u>2 541</u>	<u>2 516</u>
Total	<u>4 576</u>	<u>4 993</u>	<u>4 933</u>
<i>dont réalisé à l'étranger</i>	3 897	4 251	4 191

A périmètre courant, le chiffre d'affaires consolidé de SCHNEIDER ELECTRIC SA s'est élevé pour le 2^{ème} Trimestre 2002, à 4,58 milliards d'euros contre 4,93 milliards d'euros pour la même période de 2001. Pour les activités de SCHNEIDER ELECTRIC INDUSTRIES S.A. (Merlin Gerin, Telemecanique, Square D, Modicon), la diminution à périmètre et taux de change constants est de - 8,4%.

A structure comparable, le chiffre d'affaires consolidé réalisé à l'étranger passe de 84,9 % du chiffre d'affaires total pour le 2^{ème} Trimestre 2001 à 85,2 % pour la même période en 2002.

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TORONTO

May 22, 2002

BY COURIER

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington D.C. 20549
U.S.A.

Attention: Division of Corporate Finance

Re: File No. 82-3706

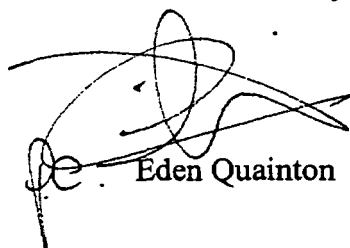
Dear Sirs:

On behalf of Schneider Electric S.A., we submit to you, pursuant to Rule 12g3-2(b), the financial statements for Schneider Electric S.A. at the parent company level and at the consolidated group level for the year ended December 31, 2001, the 2002 first quarter financial report for Schneider Electric S.A. which Schneider Electric S.A. has made public.

At a constant scope of consolidation, Schneider Electric's consolidated revenues for the quarter ended March 31, 2002 were €2.25 billion, as compared with consolidated revenues of €2.42 billion for the same period in the prior year. For Schneider Electric Industries S.A. (Merlin Gerin, Telemecanique, Square D, Modicon), revenues fell 8.9% at constant exchange rates and a constant scope of consolidation. At a constant scope of consolidation, revenues from activities outside of France fell to 84.3% in the first quarter of 2002 of the Group's consolidated revenues, as compared with 85.1% during the same period in 2001.

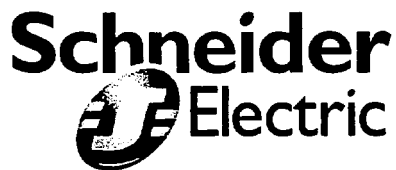
If you have any questions with respect to this matter, please do not hesitate to call me.

Yours faithfully,



Eden Quainton

Enc.



Finances, Contrôle de Gestion & Juridique
Direction Comptabilités Groupe

SKADDEN, ARPS, SLATE, MEAGHER & FLOM

68 rue du Faubourg Saint-Honoré

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le 24 Avril 2002

v.ref.

n.ref. pp / drg

tel 01 41 29 88 90

fax 01 41 29 88 16

objet Chiffre d'Affaires – 1^{er} Trimestre 2002

A l'attention de M. Christopher L. Baker

Monsieur,

Nous avons le plaisir de vous communiquer le texte relatif au chiffre d'affaires pour le 1^{er} Trimestre 2002 que nous adressons ce jour au Balo et la COB.

Nous vous en souhaitons bonne réception et vous prions d'agréer, Monsieur, l'expression de nos meilleurs sentiments.

Patrick Petit

P.J.



Schneider Electric S.A.

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siret : 542 048 574 01767
n.ident TVA : FR 01 542 048 574
Siège social : 43/45 boulevard Franklin Roosevelt
F-92500 Rueil Malmaison - France

SCHNEIDER ELECTRIC SA

Société Anonyme au Capital de 1 922 080 232 Euros
Siège social : 43 / 45 boulevard Franklin Roosevelt – 92500 Rueil Malmaison
542 048 574 RCS Nanterre
SIRET 542 048 574 017 67
APE 741 J

**CHIFFRE D'AFFAIRES CONSOLIDE
POUR LE PREMIER TRIMESTRE 2002**
(en millions d'euros)

	2002	2001 (à périmètre comparable)	2001
Premier trimestre	<u>2 247</u>	<u>2 452</u>	<u>2 417</u>
dont réalisé à l'étranger	1 913 85,36	2 070 84,4	2 038

A périmètre courant, le chiffre d'affaires consolidé de SCHNEIDER ELECTRIC SA s'est élevé pour le 1^{er} Trimestre 2002, à 2,25 milliards d'euros contre 2,42 milliards d'euros pour la même période de 2001. Pour les activités de SCHNEIDER ELECTRIC INDUSTRIES S.A. (Merlin Gerin, Telemecanique, Square D, Modicon), la diminution à périmètre et taux de change constants est de - 8,9 %.

A structure comparable, le chiffre d'affaires consolidé réalisé à l'étranger passe de 84,3 % du chiffre d'affaires total pour le 1^{er} Trimestre 2001 à 85,1 % pour la même période en 2002.