

METROPOLITAN EDISON CO  
Form FWP  
January 15, 2009

Filed Pursuant to Rule 433  
Registration No. 333-153608-02  
January 14, 2009

Metropolitan Edison Company  
Pricing Term Sheet

<b>Issuer</b>	Metropolitan Edison Company
<b>Ratings*</b>	Baa2/BBB (Moody s/S&P)
<b>Principal Amount</b>	\$300,000,000
<b>Security Type</b>	7.70% Senior Notes Due 2019
<b>Trade Date</b>	January 14, 2009
<b>Settlement Date</b>	January 20, 2009; T+3
<b>Maturity Date</b>	January 15, 2019
<b>Coupon Payment Dates</b>	Semi-annual payments in arrears on January 15 and July 15 of each year, beginning on July 15, 2009
<b>Call Structure</b>	Make-whole call at T+50 bps
<b>Benchmark</b>	3.75% due November 15, 2018
<b>Benchmark Price</b>	113-21
<b>Benchmark Yield</b>	2.198%
<b>Reoffer Spread</b>	550.2 bps
<b>Reoffer Yield</b>	7.70%
<b>Coupon</b>	7.70%
<b>Price</b>	100% of principal amount
<b>Net Proceeds (%)</b>	99.35%
<b>Net Proceeds (\$)</b>	\$298,050,000
<b>Joint-Bookrunners</b>	Banc of America Securities LLC (30%) Goldman, Sachs & Co. (30%) Scotia Capital (USA) Inc. (30%) PNC Capital Markets LLC (10%)
<b>Co-Manager</b>	
<b>CUSIP</b>	591894 BX7
<b>ISIN</b>	US591894BX72

**\* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.**

**The issuer has filed a registration statement (including a prospectus) with the U.S. Securities and Exchange Commission (SEC) for this offering. Before you invest, you should read the prospectus for this offering in that registration statement, and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by searching the SEC online database (EDGAR) at [www.sec.gov](http://www.sec.gov). Alternatively, you may obtain a copy of the prospectus from Banc of America Securities LLC by calling toll-free at 1-800-294-1322, Goldman, Sachs & Co. by calling toll-free 1-866-471-2526 or emailing [prospectus-ny@ny.email.gs.com](mailto:prospectus-ny@ny.email.gs.com), or Scotia Capital (USA) Inc. by calling toll-free at 1-800-372-3930.**