

EXTRACT FROM THE MINUTES
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
EUROPEAN AERONAUTIC DEFENCE AND SPACE COMPANY EADS N.V.
(THE "COMPANY") HELD IN AMSTERDAM ON MAY 4, 2007

OPENING AND SECRETARY

The Company's Chairmen, Messrs. Grube and Lagardère were Chairmen of the Meeting (the "Chairmen"), and the Company's Secretary, Mrs. Dors was appointed Secretary of the Meeting pursuant to article 28.2 of the Company's Articles of Association (the "Articles").

VALIDITY OF MEETING

It was noted that the formalities of notice set out in articles 22 and 23 of the Company's Articles had been complied with and that all documentation had been made available in accordance with article 23.1 of the Company's Articles.

VOTING ON RESOLUTIONS

In the Meeting each of the following resolutions were adopted:

FIRST RESOLUTION (ADOPTION OF THE REPORT OF THE BOARD OF DIRECTORS)

RESOLVED THAT the Report of the Board of Directors, as submitted to the Annual General Meeting, including the chapter on corporate governance, the policy on dividends and proposed remuneration policy including arrangements for the grant of stock options and performance shares and rights to subscribe for shares for the Members of the Board of Directors, be and hereby is accepted and approved.

VOTED FOR: 509,435,069

VOTED AGAINST: 15,175,617

The resolution was adopted with a majority of more than 97.11 per cent of the votes cast.

SECOND RESOLUTION (ADOPTION OF THE AUDITED ACCOUNTS FOR THE FINANCIAL YEAR 2006)

RESOLVED THAT the audited accounts for the accounting period from 1st January 2006 to 31st December 2006, as submitted to the Annual General Meeting by the Board of Directors, be and hereby are adopted.

VOTED FOR: 524,420,472

VOTED AGAINST: 193,040

The resolution was adopted with a majority of more than 99.96 per cent of the votes cast.

THIRD RESOLUTION (APPROVAL OF THE RESULT ALLOCATION FOR THE FINANCIAL YEAR 2006)

RESOLVED THAT from net profit of € 99 million, a payment of a gross amount of € 0.12 per share shall be made to the shareholders on 16th may, 2007 and that the difference between the net profit and the amount paid out be added to the retained earnings.

VOTED FOR: 272,816,027

VOTED AGAINST: 251,294,331

The resolution was adopted with a majority of more than 52.05 per cent of the votes cast.

FOURTH RESOLUTION (RELEASE FROM LIABILITY OF THE MEMBERS OF THE BOARD OF DIRECTORS)

RESOLVED THAT the Members of the Board of Directors be and hereby are granted a release from liability for the performance of their duties during and with respect to the financial year 2006, to the extent that their activity has been reflected in the audited annual accounts for the financial year 2006 or in the Report of the Board of Directors.

VOTED FOR: 511,210,283

VOTED AGAINST: 13,403,702

The resolution was adopted with a majority of more than 97.44 per cent of the votes cast.

FIFTH RESOLUTION (APPOINTMENT OF THE AUDITORS FOR THE FINANCIAL YEAR 2007)

RESOLVED THAT the Company' s auditors for the accounting period being the financial year 2007 shall be Ernst & Young Accountants whose registered office is at Drentestraat 20, 1083 HK Amsterdam, The Netherlands, and KPMG Accountants N.V., whose registered office is at K.P. van der Mandelelaan 41-43, 3062 MB Rotterdam, The Netherlands.

VOTED FOR: 516,143,246

VOTED AGAINST: 8,470,610

The resolution was adopted with a majority of more than 98.39 per cent of the votes cast.

SIXTH RESOLUTION (APPOINTMENT OF MR MICHEL PEBEREAU AS A MEMBER OF THE BOARD OF DIRECTORS)

RESOLVED THAT effective at the end of this Annual General Meeting, Mr. Michel Pébereau be appointed as a Member of the Board of Directors.

VOTED FOR: 520,254,653

VOTED AGAINST: 4,358,648

The resolution was adopted with a majority of more than 99.17 per cent of the votes cast.

SEVENTH RESOLUTION (APPOINTMENT OF MR BODO UEBBER AS A MEMBER OF THE BOARD OF DIRECTORS)

RESOLVED THAT effective at the end of this Annual General Meeting, Mr. Bodo Uebber be appointed as a Member of the Board of Directors.

VOTED FOR: 511,564,303

VOTED AGAINST: 13,049,318

The resolution was adopted with a majority of more than 97.51 per cent of the votes cast.

EIGHTH RESOLUTION (AMENDMENT OF ARTICLES 14, 23 AND 24 OF THE COMPANY'S ARTICLES OF ASSOCIATION)

RESOLVED THAT ~~RESOLVED THAT~~ the following articles of the Company's Articles of Association shall be amended to reflect changes of Dutch law to read in translation as follows and that both the Board of Directors and the Chief Executive Officers be and hereby are authorised, with powers of substitution, to implement this resolution and that the Board of Directors is authorised for a period of 5 years, starting from the day the Company's Articles of Association are amended, to set the Registration Date as referred to in the new article 24 paragraph 6, all this in accordance with Dutch law:

"RIGHTS AND OBLIGATIONS OF THE SHAREHOLDERS

Article 14

Each of the persons who, on basis of the provisions of the Act on Financial Supervision (Wet op het financieel toezicht), hereinafter referred to as "WFT", are required to notify the competent authorities of the changes in the control over shares and votes in the capital of the Company by which the thresholds as specified hereafter are transgressed upwards or downwards, shall in addition to this statutory obligation, also notify the Company of these changes. The obligations mentioned in the preceding sentences apply every time the thresholds as referred to in the WFT - five percent (5%), ten percent (10%), fifteen percent (15%), twenty percent (20%), twenty-five percent (25%), thirty percent (30%), forty percent (40%), fifty percent (50%), sixty percent (60%), seventy-five percent (75%) and ninety-five percent (95%) - are transgressed upwards or downwards.

Any person, acting alone or by attribution of shares and votes, acquiring directly or indirectly the control over shares in the capital of the Company or the votes that can be exercised on the issued capital of the Company, which represents more than a tenth of the total number of shares outstanding, or of voting rights, must inform the Company of its intentions by registered letter with an acknowledgement:

- (i) to buy or to sell shares in the coming twelve (12) months;*
- (ii) to continue or to stop acquiring shares or votes;*
- (iii) to acquire control;*
- (iv) to seek to designate a member of the Board of Directors.*

GENERAL MEETINGS OF SHAREHOLDERS

Article 23

- 4. A request as referred to in the preceding paragraph of this article, may only be made in writing. The Board of Directors can decide that in "writing" is understood to include a request that is recorded electronically.*

Article 24

- 1. Each holder of one or more shares and all other persons who are entitled to do so by law shall have the power, either in person or by means of a written proxy, to attend the general meeting of shareholders, to speak and to exercise the right to vote in accordance with Article 25 hereof.*

A shareholder or a person who has the right to attend a meeting can see to it that he is represented by more than one proxy holder, provided that only one proxy holder can be appointed for each share.

If the Board of Directors so decides, each shareholder is entitled, in person or by means of a written proxy, to attend the general meetings of shareholders, to speak and to exercise the right to vote by electronic means of communication, all this in accordance with Section II: 117a of the Civil Code.

- 5. The Board of Directors can decide that in "writing" as referred to in the preceding paragraph of this article, the last but one sentence, is understood to include a request that is recorded electronically.*
- 6. The general meeting of shareholders may, for a period not exceeding five (5) years authorise the Board of Directors to determine when convening a general meeting of shareholders, for the purposes of the provisions of this article, those persons who shall be deemed to be entitled to attend and to vote at meetings who, at the time then to be set (the "**Registration Date**"), have such rights and are so on record in a register kept by the Board of Directors, irrespective of who may be entitled to the shares at the time of that meeting. The Registration Date may be set by the Board of Directors for a date up to the thirtieth day prior to the day before the day of the meeting.*

7. *In respect of each general meeting of shareholders of the Company, the Board of Directors of the Company can decide, in accordance with section II:117 b of the Civil Code, that votes cast by electronic means of communication prior to a relevant general meeting of shareholders, are considered equivalent to votes that are cast during a meeting. These votes may not be cast prior to the Registration Date set by the Board of Directors* ”*.

VOTED FOR: 524,459,179

VOTED AGAINST: 154,122

The resolution was adopted with a majority of more than 99.97 per cent of the votes cast.

NINTH RESOLUTION (DELEGATION TO THE BOARD OF DIRECTORS OF POWERS TO ISSUE SHARES AND TO SET ASIDE PREFERENTIAL SUBSCRIPTION RIGHTS OF EXISTING SHAREHOLDERS)

RESOLVED THAT in accordance with the Articles of Association, the Board of Directors be and hereby is designated, subject to revocation by the General Meeting, to have powers to issue shares and to grant rights to subscribe for shares which are part of the Company’s authorised share capital, provided that such powers shall be limited to 1 % of the Company’s authorised capital from time to time and to have powers to limit or exclude preferential subscription rights, in both cases for a period expiring at the Annual General Meeting to be held in 2009.

Such powers include without limitation the approval of share-related long term incentive plans (such as stock option, performance and restricted share plans) and employee share ownership plans. Such powers may also include the granting of rights to subscribe for shares which can be exercised at such time as may be specified in or pursuant to such plans and the issue of shares to be paid up from freely distributable reserves.

VOTED FOR: 520,911,039

VOTED AGAINST: 3,702,916

The resolution was adopted with a majority of more than 99.29 per cent of the votes cast.

TENTH RESOLUTION (CANCELLATION OF SHARES REPURCHASED BY THE COMPANY)

RESOLVED THAT the number of shares in the Company held by the Company, up to a maximum of 4,568,405 shares, be cancelled and both the Board of Directors and the Chief Executive Officers be and hereby are authorised, with powers of substitution, to implement this resolution in accordance with Dutch law.

VOTED FOR: 524,492,283

VOTED AGAINST: 121,236

The resolution was adopted with a majority of more than 99.98 per cent of the votes cast.

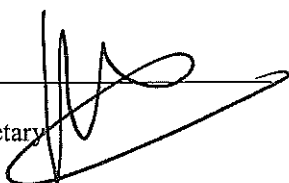
ELEVENTH RESOLUTION (RENEWAL OF THE AUTHORISATION FOR THE BOARD OF DIRECTORS TO REPURCHASE SHARES OF THE COMPANY)

RESOLVED THAT the Board of Directors be and hereby is authorised, for a new period of 18 months from the date of this Annual General Meeting, to repurchase shares of the Company, by any means, including derivative products, on any stock exchange or otherwise, as long as, upon such repurchase, the Company will not hold more than 10 % of the Company's issued share capital and at a price not less than the nominal value and not more than the higher of the price of the last independent trade and the highest current independent bid on the trading venues of the regulated market of the country in which the purchase is carried out. This authorisation supersedes and replaces the authorisation given by the Annual General Meeting of May 4, 2006 in its eighth resolution.

VOTED FOR: 517,102,525

VOTED AGAINST: 7,511,074

The resolution was adopted with a majority of more than 98.57 per cent of the votes cast.

Secretary 

* *In the original Dutch language:*

“ RECHTEN EN VERPLICHTINGEN VAN DE AANDEELHOUDERS

Artikel 14

Een ieder die, op grond van de bepalingen van de Wet op het financieel toezicht, hierna genoemd "WFT", verplicht is om de daartoe bevoegde instanties op de hoogte te stellen van de wijzigingen in de zeggenschap over aandelen en stemrecht op aandelen in het kapitaal van de Vennootschap, waardoor de hierna genoemde drempelwaarden worden overschreden dan wel onderschreden, zal in aanvulling op deze wettelijke verplichting, ook verplicht zijn om de Vennootschap van deze wijzigingen op de hoogte te stellen. De in de voorgaande zinnen genoemde verplichtingen zijn van toepassing in elk geval waarin de drempelwaarden, zoals genoemd in de WFT - vijf procent (5%), tien procent (10%), vijftien procent (15%), twintig procent (20%), vijfentwintig procent (25%), dertig procent (30%), veertig procent (40%), vijftig procent (50%), zestig procent (60%), vijfenzeventig procent (75%) en vijfennegentig procent (95%) - worden overschreden dan wel onderschreden.

Een ieder die alleen of krachtens toerekening van aandelen en stemrecht op aandelen direct of indirect de zeggenschap krijgt over aandelen of stemrecht op aandelen in het kapitaal van de Vennootschap, vertegenwoordigende meer dan een/tiende gedeelte van het totale aantal geplaatste aandelen of het totale aantal uit te brengen stemmen, moet de Vennootschap bij aangetekende brief met bericht van ontvangst op de hoogte stellen van zijn voornemens:

- (i) om in de eerstvolgende twaalf (12) maanden aandelen te kopen of te verkopen;*
- (ii) om door te gaan of op te houden aandelen of stemrecht op aandelen te verwerven;*
- (iii) om zeggenschap te verkrijgen;*

(iv) om te streven naar het benoemen van een lid van de Raad van Bestuur.

ALGEMENE VERGADERINGEN VAN AANDEELHOUDERS

Artikel 23

4. Een verzoek als bedoeld in dit artikel, kan alleen schriftelijk worden ingediend. De Raad van Bestuur kan bepalen dat onder "schriftelijk" wordt verstaan een verzoek dat op elektronische wijze wordt ingediend.

Artikel 24

1. Iedere houder van een of meer aandelen is, alsmede alle andere personen die krachtens de wet het recht hebben om de algemene vergadering bij te wonen, daarin het woord te voeren en het stemrecht uit te oefenen, zijn bevoegd om, hetzij in persoon, hetzij bij een schriftelijk gevolmachtigde, zodanige rechten uit te oefenen in overeenstemming met artikel 25 van deze statuten. Een aandeelhouder of een vergadergerechtigde kan zich doen vertegenwoordigen door meer dan één gevolmachtigde, met dien verstande dat voor ieder aandeel slechts één volmacht kan worden verleend. Indien de Raad van Bestuur dit bepaalt, is iedere aandeelhouder bevoegd om, in persoon of bij een schriftelijk gevolmachtigde door middel van een elektronisch communicatiemiddel aan de algemene vergadering van aandeelhouders deel te nemen, daarin het woord te voeren en het stemrecht uit te oefenen via elektronische communicatiemiddelen, een en ander in overeenstemming met artikel 2:117a van het Burgerlijk Wetboek.
5. De Raad van Bestuur kan bepalen dat "schriftelijk" als bedoeld in de het vorige lid van dit artikel, de op één na laatste zin, mede omvat een verzoek dat op elektronische wijze is ingediend.
6. De algemene vergadering van aandeelhouders kan de Raad van Bestuur, voor een periode van ten hoogste vijf (5) jaren machtigen om bij het bijeenroepen van een algemene vergadering van aandeelhouders, te bepalen dat voor de toepassing van dit artikel als stem- en vergadergerechtigde hebben te gelden zij die op een daarbij te bepalen tijdstip ("de Registratiedatum") die rechten hebben en als zodanig zijn ingeschreven in een door de Raad van Bestuur gehouden register, ongeacht wie ten tijde van die vergadering de rechthebbenden op die aandelen zijn. De Registratiedatum kan door de Raad van Bestuur niet worden vastgesteld op een tijdstip vroeger dan de dertigste dag voorafgaand aan de dag van de vergadering.
7. De Raad van Bestuur van de Vennootschap kan, voor elke algemene vergadering van aandeelhouders afzonderlijk, in overeenstemming met artikel 2:117b van het Burgerlijk Wetboek bepalen, dat stemmen die voorafgaand aan de betreffende algemene vergadering van aandeelhouders door middel van elektronische communicatiemiddelen zijn uitgebracht, worden geacht te zijn uitgebracht tijdens de vergadering. Deze stemmen mogen niet eerder worden uitgebracht dan de door de Raad van Bestuur vastgestelde Registratiedatum".