

Documentation for the Extraordinary General Meeting



On Wednesday 27 March 2013 at 10:30 a.m.

at Hotel Okura Amsterdam
Ferdinand Bolstraat 333,
1072 LH Amsterdam,
The Netherlands

Agenda	2
Ways of participating in the Meeting	3
Text of the resolutions proposed by the Board of Directors	5
Presentation of the resolutions proposed by the Board of Directors	8
Report of the Board of Directors	13
Useful Information	26

Agenda

- 1** Opening and general introductory statements
- 2** Presentation, including a Report of the Board of Directors in respect of the proposed change of the Company's governance and shareholding structure
- 3** Discussion of all Agenda items
- 4** Vote on the resolutions in respect of the:
 1. Amendment of the Company's Articles of Association
 2. Authorisation for the Board of Directors to repurchase up to 15% of the Company's issued and outstanding share capital (*i.e.* issued share capital excluding shares held by the Company or its subsidiaries) (the "share buyback programme")
 3. Cancellation of shares repurchased by the Company pursuant to the share buyback programme
 4. Appointment of Mr Thomas Enders as the Executive Member of the Board of Directors
 5. Appointment of Mr Manfred Bischoff as a non-Executive Member of the Board of Directors
 6. Appointment of Mr Ralph D. Crosby, Jr. as a non-Executive Member of the Board of Directors
 7. Appointment of Mr Hans-Peter Keitel as a non-Executive Member of the Board of Directors
 8. Appointment of Mr Hermann-Josef Lamberti as a non-Executive Member of the Board of Directors
 9. Appointment of Mrs Anne Lauvergeon as a non-Executive Member of the Board of Directors
 10. Appointment of Mr Lakshmi N. Mittal as a non-Executive Member of the Board of Directors
 11. Appointment of Sir John Parker as a non-Executive Member of the Board of Directors
 12. Appointment of Mr Michel Pébureau as a non-Executive Member of the Board of Directors
 13. Appointment of Mr Josep Piqué i Camps as a non-Executive Member of the Board of Directors
 14. Appointment of Mr Denis Ranque as a non-Executive Member of the Board of Directors
 15. Appointment of Mr Jean-Claude Trichet as a non-Executive Member of the Board of Directors

The effectiveness of each of the above-mentioned resolutions proposed by the Board of Directors shall be conditional upon adoption of all of such resolutions. For the avoidance of doubt, in case of the rejection of any of the above-mentioned resolutions, none of these resolutions shall become effective, none of them shall be implemented and all such resolutions shall be deemed to have been rejected. In addition, the effectiveness of the above-mentioned resolutions 4 through 15 shall be conditional upon the implementation of the amendment to the Company's Articles of Association as proposed above under resolution 1. This conditionality is required to implement the changes to the Company's present governance and shareholding structure, as described in the Report of the Board of Directors available on the Company's website.

5 Closing of the Meeting

Please note that the Questions & Answers session of the Extraordinary General Meeting will be solely dedicated to the matters of this agenda. The Company will hold its Annual General Meeting in due time later this year, in order to (inter alia) discuss and resolve on the Company's Annual Financial Statements for 2012, and all other matters related to its business.

Ways of participating in the Meeting

How to qualify for participation in the Meeting?

According to current Dutch law, your financial intermediary or EADS Securities department will attest on your behalf your status as a holder of EADS shares as of **Wednesday 27 February 2013** (Registration Date) at close of markets, to qualify for participation in the Extraordinary General Meeting. The shares will not be blocked from the Registration Date until the Meeting.

How to participate?

You can choose one of the following options:

1. **To grant a power of attorney to the Chairman**
2. **To provide voting instructions**
3. **To grant a power of attorney to a specified person**
4. **To attend and to vote at the Extraordinary General Meeting**

You can express your choice:

- A. by using the voting form/attendance card request (the "Form") attached in printed version
- B. by Internet

A. In paper Form

1. To grant a power of attorney to the Chairman

If you wish to grant to the Chairman a power of attorney to vote each resolution and amendments or new resolutions, if any, presented during this Meeting, you must shade box **1** on the Form.

2. To provide voting instructions

In order to provide voting instructions to Euroclear France SA, in the name of which your shares are registered in the shareholders' register of EADS, you must shade and fill out box **2** on the Form.

For each resolution, and amendment or new resolution, if any, presented during this Meeting, **you can express your choice as follows:**

- if you wish to vote **FOR**, shade the box **FOR**;
- if you wish to vote **AGAINST**, shade the box **AGAINST**;
- if you wish to vote **ABSTAIN**, shade the box **ABSTAIN**.

3. To grant a power of attorney to a specified person

If you wish to grant a power of attorney to a specified person to vote each resolution, and amendments or new resolutions, if any, presented during this Meeting, you must shade box **3** on the Form.

In this case, only the specified person will be admitted to the Meeting and only upon presentation of an attendance card and a valid proof of identity.

4. To attend and to vote at the Extraordinary General Meeting

If you wish to attend and to vote at the Meeting, you must shade box **4** on the Form in order to receive an attendance card from EADS Securities department.

In this case, you will be admitted to the Meeting only upon presentation of this attendance card and a valid proof of identity.

Whichever your choice is, whether **1, 2, 3** or **4**, just shade and fill out the appropriate items on the Form as indicated above. Then **date and sign** before returning it, as applicable, to your financial intermediary or to EADS Securities department.

Your Form must be received:

- no later than **Wednesday 20 March 2013** by your financial intermediary which has to transmit it by the latest **Thursday 21 March 2013** to EADS Securities department;
- or no later than **Thursday 21 March 2013** by EADS Securities department.

Any Form received beyond the relevant date will be disregarded.

B. By Internet

You will be offered the same four options as proposed in the paper Form if you choose to express your choice through the secure website Gisproxo, which is available until **Thursday 21 March 2013**.

The Internet procedure depends on the type of account in which you hold your EADS shares (pure registered, administrated registered or bearer shares) as of **Wednesday 27 February 2013** (Registration Date) at close of markets:

☉ I hold pure registered shares

The login and password required to connect to the voting platform Gisproxo are the same as those that let you check your registered account on the website *Planetshares – Myshares*. If you have these two items, you can connect to the voting platform Gisproxo and follow the instructions detailed on the screen.

If you forgot your login and/or your password, the login procedure will be identical to that provided for "I hold administrated registered shares", presented below.

☉ I hold administrated registered shares

You will find your login on the paper Form in the box at the right top. With this login, you can connect to the website Gisproxo and request a password. You will then receive by post from EADS Securities department your password and your complete login without delay.

With this login and password, you can connect to the voting platform Gisproxo and follow the instructions detailed on the screen.

* Your financial intermediary may charge you a fee for this transfer.

☉ I hold bearer shares

If you wish to have access to the voting platform Gisproxo, your shares must be transferred into registered form as soon as possible. In order to transfer your shares*, you need to complete the relevant form, which is available on our website www.eads.com (Investor Relations > Extraordinary General Meeting 2013) or by contacting EADS Securities department (Tel.: +33 1 57 43 35 00). This form must be transmitted to your financial intermediary which will contact EADS Securities department in order to carry out the transfer of your shares.

Once the transfer has been completed, EADS Securities department will send you the login and password without delay. With these two items, you can connect to the voting platform Gisproxo and follow the instructions detailed on the screen.

If your shares are transferred after **Wednesday 27 February 2013** (Registration Date) at close of markets, the financial intermediary, which managed your shares, will have to provide evidence of your status as a holder of EADS shares on that date (a special form is available on our website www.eads.com (Investor Relations > Extraordinary General Meeting 2013) or by contacting EADS Securities department) to be eligible to vote electronically.

The transfer of your shares from bearer into registered form relies solely on the ability of your financial intermediary, which shall be the entity exclusively responsible for handling this process, to manage it in due time and in accordance with your request.

The voting platform Gisproxo is available at the following address: <https://gisproxo.bnpparibas.com/eads.pg>

For any question related to the Internet voting, please contact +33 1 57 43 35 00.

Extraordinary General Meeting documentation

The Extraordinary General Meeting documentation (*i.e.* agenda, text of the proposed resolutions, presentation of the proposed resolutions, Board report and proposed new articles of Association) is available at the EADS headquarters and at the EADS head offices at the following addresses:

☉ in **The Netherlands**, Mendelweg 30, 2333 CS, Leiden;

☉ in **Germany**, Willy-Messerschmitt-Str. – Tor 1 85521 Ottobrunn;

☉ in **France**, 37, boulevard de Montmorency, 75016 Paris; and

☉ in **Spain**, Avenida de Aragón 404, 28022 Madrid.

The Extraordinary General Meeting document is also available at EADS Securities department and on our website www.eads.com (Investor Relations > Extraordinary General Meeting 2013).

EADS Securities department:

BNP PARIBAS Securities Services
CTS Assemblées
9, rue du débarcadère
93761 Pantin Cedex, France
Tel.: +33 1 57 43 35 00
Fax: +33 1 55 77 95 01

Text of the resolutions proposed by the Board of Directors

Conditional resolutions

The effectiveness of each of the resolutions below shall be conditional upon adoption of all of such resolutions. For the avoidance of doubt, in case of the rejection of any of the resolutions below, none of these resolutions shall become effective, none of them shall be implemented and all such resolutions shall be deemed to have been rejected. In addition, the effectiveness of the fourth through the fifteenth resolutions shall be conditional upon the implementation of the amendment to the Company's Articles of Association as proposed below under the first resolution. This conditionality is required to implement the changes to the Company's present governance and shareholding structure, as described in the Report of the Board of Directors available on the Company's website.

FIRST RESOLUTION

Amendment of the Company's Articles of Association

RESOLVED THAT the Company's Articles of Association are amended in accordance with the draft dated as of the date of the convening notice of this Extraordinary General Meeting, which draft has been made available for inspection by shareholders and holders of depository receipts at the Company's offices and on the Company's website and that both the Board of Directors and the Chief Executive Officer be and hereby are authorised, with powers of substitution, to implement this resolution.

The effectiveness of this resolution is subject to the condition described above under *Conditional Resolutions*.

SECOND RESOLUTION

Authorisation for the Board of Directors to repurchase up to 15% of the Company's issued and outstanding share capital (the "share buyback programme")

RESOLVED THAT the Board of Directors be and hereby is authorised, for an 18-month period from the date of this Extraordinary General Meeting, to repurchase up to 15% of the Company's issued and outstanding share capital (*i.e.* issued share capital excluding shares held by the Company or its subsidiaries) as of the date of this Extraordinary General Meeting, by any means, including derivative products, on any stock exchange, in a private purchase, by way of a public purchase offer or otherwise, at a price not less than the nominal value and at most 50 euros per share.

This authorisation is in addition, and without prejudice, to the authorisation granted by the Annual General Meeting held on 31 May 2012.

The effectiveness of this resolution is subject to the condition described above under *Conditional Resolutions*.

THIRD RESOLUTION

Cancellation of shares repurchased by the Company pursuant to the share buyback programme

RESOLVED THAT the number of shares repurchased by the Company pursuant to the share buyback programme referred to in the second resolution, which will be a maximum of such number of shares in the Company's issued and outstanding share capital as referred to in the second resolution, be cancelled (whether or not in tranches) and both the Board of Directors and the Chief Executive Officer be and hereby are authorised, with powers of substitution, to implement this resolution (including the authorisation to establish the exact number of the relevant shares thus repurchased to be cancelled) in accordance with Dutch law.

The effectiveness of this resolution is subject to the condition described above under *Conditional Resolutions*.

FOURTH RESOLUTION

Appointment of Mr Thomas Enders as the executive Member of the Board of Directors

RESOLVED THAT Mr Thomas Enders be appointed as the Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

FIFTH RESOLUTION

Appointment of Mr Manfred Bischoff as a non-Executive Member of the Board of Directors

RESOLVED THAT Mr Manfred Bischoff be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

SIXTH RESOLUTION

Appointment of Mr Ralph D. Crosby, Jr. as a non-Executive Member of the Board of Directors

RESOLVED THAT Mr Ralph D. Crosby, Jr. be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

SEVENTH RESOLUTION

Appointment of Mr Hans-Peter Keitel as a non-Executive Member of the Board of Directors

RESOLVED THAT Mr Hans-Peter Keitel be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

EIGHTH RESOLUTION

Appointment of Mr Hermann-Josef Lamberti as a non-Executive Member of the Board of Directors

RESOLVED THAT Mr Hermann-Josef Lamberti be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

NINTH RESOLUTION

Appointment of Mrs Anne Lauvergeon as a non-Executive Member of the Board of Directors

RESOLVED THAT Mrs Anne Lauvergeon be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

TENTH RESOLUTION

Appointment of Mr Lakshmi N. Mittal as a non-Executive Member of the Board of Directors

RESOLVED THAT Mr Lakshmi N. Mittal be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

ELEVENTH RESOLUTION

Appointment of Sir John Parker as a non-Executive Member of the Board of Directors

RESOLVED THAT Sir John Parker be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

TWELFTH RESOLUTION

Appointment of Mr Michel Pébereau as a non-Executive Member of the Board of Directors

RESOLVED THAT Mr Michel Pébereau be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

THIRTEENTH RESOLUTION

Appointment of Mr Josep Piqué i Camps as a non-Executive Member of the Board of Directors

RESOLVED THAT Mr Josep Piqué i Camps be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

FOURTEENTH RESOLUTION

Appointment of Mr Denis Ranque as a non-Executive Member of the Board of Directors

RESOLVED THAT Mr Denis Ranque be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

FIFTEENTH RESOLUTION

Appointment of Mr Jean-Claude Trichet as a non-Executive Member of the Board of Directors

RESOLVED THAT Mr Jean-Claude Trichet be appointed as a non-Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

The effectiveness of this resolution is subject to the conditions described above under *Conditional Resolutions*.

Presentation of the resolutions proposed by the Board of Directors

Conditional resolutions

The effectiveness of each of the resolutions explained below shall be conditional upon adoption of all of such resolutions. For the avoidance of doubt, in case of the rejection of any of the resolutions explained below, none of these resolutions shall become effective, none of them shall be implemented and all such resolutions shall be deemed to have been rejected. In addition, the effectiveness of the fourth through the fifteenth resolutions explained below shall be conditional upon the implementation of the amendment to the Company's Articles of Association as explained below under the first resolution. This conditionality is required to implement the changes to the Company's present governance and shareholding structure, as described in the Report of the Board of Directors available on the Company's website.

FIRST RESOLUTION

Amendment of the Company's Articles of Association

We recommend that this Extraordinary General Meeting approve the amendment of the Company's Articles of Association in accordance with the draft that has been made available for inspection by shareholders and holders of depository receipts at the Company's offices and on the Company's website.

The proposal to amend the Company's Articles of Association is made in connection with the proposed change of the Company's governance and shareholding structure resulting from the Multiparty Agreement of 5 December 2012 among the Company, Daimler AG, DASA, Lagardère SCA, SOGEP, Sogead, KfW and SEPI (the « Multiparty Agreement »). The proposal to amend the Company's Articles of Association is further made in connection with the Bill on Management and Supervision (*Wet bestuur en toezicht*) and includes certain technical changes, including changes concerning the one-tier structure of the Company's Board of Directors.

Further information on the proposed change of the Company's governance and shareholding structure as reflected in the proposed amendment to the Company's Articles of Association is included in the Report of the Board of Directors.

The proposed new Articles of Association, including an explanatory table (*drieluik*) containing the current Articles of Association, the proposed Articles of Association and explanatory notes on the proposed changes, can be found on the Company's website at www.eads.com (Investor Relations > Extraordinary General Meeting 2013).

The amendment of the Company's Articles of Association will be implemented pursuant to the execution of the relevant notarial deed as part of the Consummation as described in the Report of the Board of Directors and in accordance with the sequence of steps described therein.

The effectiveness of this resolution is subject to the condition described above under *Conditional Resolutions*.

SECOND RESOLUTION

Authorisation for the Board of Directors to repurchase up to 15% of the Company's issued and outstanding share capital (the "share buyback programme")

We recommend that this Extraordinary General Meeting approve, for an 18-month period, from the date of this Extraordinary General Meeting, the authorisation be granted to the Board of Directors to repurchase up to 15% of the Company's issued and outstanding share capital (i.e. issued share capital excluding shares held by the Company or its subsidiaries) as of the date of this Extraordinary General Meeting, by any means, including derivative products, on any stock exchange, in a private purchase, by way of a public purchase offer or otherwise, at a price not less than the nominal value and at most 50 euros per share. The authorised repurchase price range between the nominal value and at most 50 euros per share is intended to avoid giving any realistic indication at this stage on the repurchase price level if the share buyback programme is implemented subject to the resolutions having been adopted and the Board of Directors in its new composition having decided to do so.

Subject to the approval of this Extraordinary General Meeting, and future market conditions, the Company intends, in the first half of 2013, to implement a share buyback programme for up to 15% of the outstanding shares in the Company's issued share capital. The share buyback programme, if implemented in the first half of 2013, would be divided into two equal tranches with the same terms and conditions.

The first tranche of the share buyback programme would be up to 7.5% of the outstanding shares in Company's issued share capital and would be open to all of the Company's shareholders other than the Current Consortium Members, as defined in the Report of the Board of Directors.

The second tranche of the share buyback programme would also be up to 7.5% of the outstanding shares in the Company's issued share capital, and up to 5.5% of the outstanding shares in the Company's issued share capital would be reserved exclusively for Lagardère. If the size of the second tranche is larger than 5.5% of the outstanding shares in the Company's issued share

capital, Sogepa and SEPI will have the right to tender a number of shares corresponding to the difference between the size of the tranche and 5.5% (based on their *pro rata* ownership of shares in the Company's capital unless they agree otherwise), thus allowing Sogepa and SEPI, together, to sell shares representing up to 2.0% of the outstanding shares in the Company's issued share capital in the second tranche. In the event that Sogepa and SEPI do not exercise this right in part or in full, Lagardère could take the portion of the tranche that they do not use, which would potentially allow Lagardère to sell shares representing up to 7.5% of the outstanding shares in the Company's issued share capital in the second tranche. Finally, in the event that the second tranche is not fully tendered by Lagardère, Sogepa and SEPI, Daimler will have the right to participate up to the full unused amount of the second tranche.

It is important to note that the Board will only decide whether or not to proceed with such a share buyback and determine its timetable, amount, method and pricing based on the prevailing market conditions at the time of such future determination and, in any case, subject to having received prior approval of this Extraordinary General Meeting.

If the share buyback programme does not take place in the first half of 2013 or takes place and involves the repurchase of less than 15% of the issued and outstanding share capital of the Company, then the Company could pursue the unused portion of the authorisation in connection with the share buyback programme at any time up to 18 months following this Extraordinary General Meeting for other share repurchases, by any means, including derivative products, on any stock exchange, in a private purchase, by way of a public purchase offer or otherwise, at a price not less than the nominal value and at most 50 euros per share.

This Authorisation is in addition, and without prejudice, to the authorisation granted by the Annual General Meeting held on 31 May 2012.

The effectiveness of this resolution is subject to the condition described above under *Conditional Resolutions*.

THIRD RESOLUTION

Cancellation of shares repurchased by the Company pursuant to the share buyback programme

We recommend that this Extraordinary General Meeting approve the cancellation (whether or not in tranches) of the number of shares repurchased by the Company pursuant to the share buyback programme referred to above, which will be a maximum of such number of shares in the Company's issued and outstanding share capital as referred to in the second resolution and that both the Board of Directors and the Chief Executive Officer be authorised, with powers of substitution, to implement the cancellation (including the authorisation to establish the exact number of the relevant shares thus repurchased to be cancelled) in accordance with Dutch law.

The effectiveness of this resolution is subject to the condition described above under *Conditional Resolutions*.

FOURTH TO FIFTEENTH RESOLUTION

Appointment of Mr Thomas Enders as the executive Member of the Board of Directors, and appointment of Mrs and Messrs: Manfred Bischoff; Ralph D. Crosby, Jr.; Hans-Peter Keitel; Hermann-Josef Lamberti; Anne Lauvergeon; Lakshmi N. Mittal; Sir John Parker; Michel Pébereau; Josep Piqué i Camps; Denis Ranque; and Jean-Claude Trichet as non-Executive Members of the Board of Directors.

All Members of the Board of Directors will tender their resignation with effect from the implementation of the amendment of the Company's Articles of Association as explained above under the first resolution and the Company will accept these resignations. Messrs Thomas Enders; Hermann-Josef Lamberti; Lakshmi N. Mittal; Sir John Parker; Michel Pébereau; Josep Piqué i Camps; and Jean-Claude Trichet have tendered their resignation with a view to being re-appointed as described below, but Mrs and Messrs Arnaud Lagardère; Dominique D'Hinnin; Wilfried Porth; and Bodo Uebber will not be re-appointed. The effectiveness of each of these resignations is conditional upon adoption of all resolutions explained in this presentation. As a consequence and for the avoidance of doubt, in case of the rejection of any one or more of these resolutions, the resignations shall not become effective.

We recommend that this Extraordinary General Meeting appoint Mr Thomas Enders as the Executive Member of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

We further recommend that this Extraordinary General Meeting appoint Mrs and Messrs: Manfred Bischoff; Ralph D. Crosby; Hans-Peter Keitel; Hermann-Josef Lamberti; Anne Lauvergeon; Lakshmi N. Mittal; Sir John Parker; Michel Pébereau; Josep Piqué i Camps; Denis Ranque; and Jean-Claude Trichet as non-Executive Members of the Board of Directors for a term of three years, ending at the close of the Annual General Meeting which shall be held in the year 2016.

Mr Thomas Enders



Thomas Enders was appointed Chief Executive Officer of EADS in May 2012 after being CEO of Airbus since 2007. He studied Economics, Political Science and History at the University of Bonn and at the University of California in Los Angeles. Prior to joining the aerospace industry in 1991 (Messerschmitt-Bölkow-Blohm), he worked, *inter alia*, as a Member of the Planning Staff of the German Minister of Defence. At MBB and subsequently DASA he held various positions, including Chief of Staff, Director Corporate Development & Technology, and Head of Defence Systems. Following the creation of EADS in 2000, he was appointed CEO of the EADS Defence and Security Systems Division, holding this position until 2005 when he was appointed co-CEO of EADS. Furthermore, Mr Enders was President of BDLI (German Aerospace Industry Association) from 2005 to 2012.

Mr Manfred Bischoff



Manfred Bischoff holds a diploma and PhD in Economics from the University of Heidelberg. Having joined Daimler-Benz AG in 1976, Mr Bischoff became CFO of Mercedes-Benz do Brasil in 1988. In 1989, he was appointed to the Board of Management of Deutsche Aerospace (later DaimlerChrysler Aerospace AG) as CFO and in 1995

became Chairman of the Board of Management of Daimler-Benz Aerospace and a Member of the Board of Management of Daimler-Benz AG. In 2000, Mr Bischoff was appointed first Chairman of the Board of Directors of EADS, a position he held until 2007, when he was elected Chairman of the Supervisory Board of DaimlerChrysler AG. Currently, Manfred Bischoff is also Member of the Board of Unicredit S.p.A.; Chairman of the Supervisory Board of Voith GmbH and Member of the Supervisory Board of KPN N.V.

Mr Ralph Dozier Crosby, Jr.



Ralph Crosby was a Member of the Executive Committee of EADS from 2009-2012 and served as Chairman and CEO of EADS North America from 2002-2009. Prior to joining EADS, Mr Crosby was an executive with Northrop Grumman Corporation, where he served as a Member of the Corporate Policy Council with

positions including President of the Integrated Systems Sector, Corporate Vice President of the company's Commercial Aircraft Division and Corporate Vice President of the B-2 Division. Prior to his industry career, he served as an officer in the US Army, where his last military assignment was as military staff assistant to the Vice President of the United States. Mr Crosby is a graduate of the US Military Academy at West Point, and holds Master's degrees from Harvard University, and the University of Geneva.

Mr Hans-Peter Keitel



Hans-Peter Keitel served as President of the Federation of German Industry (BDI) from 2009 to 2012 and now (since 2013) serves as one of its Vice Presidents. Prior to this he served nearly 20 years at Hochtief – first as Director for international business and subsequently from 1992 to 2007 as Chief Executive Officer. He started his

career in 1975 at Lahmeyer International as a technical advisor and project manager being involved in large scale global infrastructure projects in over 20 countries. He also advised the arranging banks of the Channel Tunnel Consortium. Mr Keitel has graduated from the Universities of Stuttgart and Munich in Construction Engineering and Economics and has received a PhD in Engineering from the University of Munich.

Mr Hermann-Josef Lamberti



Having joined Deutsche Bank in 1998, Hermann-Josef Lamberti served as Member of the Management Board of Deutsche Bank AG from 1999 until 2012 and operated as the bank's COO, with global responsibility for Human Resources, Information Technology, Operations and Process Management, Building and Facilities

Management and Purchasing. From 1985, he held various management positions within IBM, working in Europe and the US, in the fields of controlling, internal application development, sales, personal software, marketing and brand management. In 1997, he was appointed Chairman of the Management of IBM Germany. He started his career in 1982 with Touche Ross in Toronto, before joining the Chemical Bank in Frankfurt. Mr Lamberti studied Business Administration at the Universities of Cologne and Dublin, and graduated with a Master's degree.

Mrs Anne Lauvergeon



Anne Lauvergeon is a graduate of the *École Normale Supérieure* and the French National School of Mining Engineer. She holds an advanced degree in Physics & Chemistry. She was CEO of Areva from 2001 to 2011. In 1997, Mrs Lauvergeon worked at Alcatel as Senior Executive Vice President, in charge of international

business and industrial holdings. From 1995 to 1997 she was Partner of Lazard Frères & Cie. From 1990 to 1995 she worked for the French President's office, in charge of international economy and foreign trade missions in 1990, then as Deputy Chief of Staff and personal representative to the French President, in charge of the G7/G8 Summits' from 1991. Mrs Lauvergeon began her career in 1983 in the steel industry, at Usinor, before working on nuclear & chemical safety issues in Europe at the French Atomic Energy Commission.

Mr Lakshmi N. Mittal



Lakshmi N. Mittal is the Chairman and CEO of Arcelor Mittal. He founded Mittal Steel Company in 1976 and led its 2006 merger with Arcelor to form ArcelorMittal, the world's largest steel maker. He is widely recognised for his leading role in restructuring the global steel industry, and has over 35 years' experience working in steel and

related industries. Among his manifold mandates, Mr Mittal is Member of the Board of Directors of Goldman Sachs, of the World Economic Forum's International Business Council, and of the Advisory Board of the Kellogg School of Management. Furthermore, he has been awarded numerous recognitions from international institutions and magazines and is closely associated with a number of non-profit organisations.

Sir John Parker



Sir John Parker is Chairman of Anglo American PLC, Deputy Chairman of DP World (Dubai), Non-Executive Director of Carnival PLC and Carnival Corporation. He stepped down as Chairman of National Grid PLC in December 2011. His career has spanned the engineering, shipbuilding and defence industries, with some

25 years' experience as CEO including Harland & Wolff and the Babcock International Group. He also chaired the Court of the Bank of England between 2004 and 2009. Sir John Parker studied Naval Architecture and Mechanical Engineering at the College of Technology, Queens University, Belfast. He is currently President of the Royal Academy of Engineers.

Mr Michel Pébereau



Michel Pébereau was BNP Paribas' Chairman of the Board between 2003 and 2011. He presided over the merger that created BNP Paribas in 2000, becoming Chairman and Chief Executive Officer. In 1993, he was appointed Chairman and CEO of the *Banque Nationale de Paris* and privatised it. Previously, he was

Chairman and CEO of the *Crédit Commercial de France*. Mr Pébereau started his career in 1967 at the *Inspection Générale des Finances*. In 1970 he joined the French Treasury, where he held various high ranking positions. Mr Pébereau is an alumnus of the *École Nationale d'Administration* and of the *École Polytechnique*.

Mr Josep Piqué i Camps



Josep Piqué i Camps has been the non-Executive Chairman of Vueling since 2007. He started his career as economist of the studies service "la Caixa" and became general Director of the Catalan Industry in 1986. Two years later, he joined the company Ercros, where he eventually became CEO and Chairman. After serving

several years within the Circle of Economics of Barcelona, he led it as Chairman (1995-1996). Then, Mr Piqué was successively appointed Minister for Industry and Energy (1996-2000), Government Spokesperson (1998-2000), Minister of Foreign Affairs (2000-2002) and Minister of Science and Technology (2002-03). Furthermore to his engagements, he served as Deputy, Senator and President of the Popular Party of Catalonia (2003-2007). Mr Piqué holds a PhD in Economic and Business Studies and is a Law graduate from the University of Barcelona.

Mr Denis Ranque



Denis Ranque began his career at the French Ministry for Industry, where he held various positions in the energy sector, before joining the Thomson group in 1983 as planning Director and then as Director of the space business. In April 1992, he was appointed Chairman and CEO of Thomson Sintra Activités

Sous-marines and in 1996 CEO of Thomson Marconi Sonar. From 1998 to 2009 Denis Ranque was Chairman and Chief Executive Officer of the Thomson-CSF group, now called Thales. In the following, between 2010 and 2012, he was non-executive Chairman of Technicolor. Since October 2001, he has also been Chairman of the Board of the *École des Mines ParisTech*, and since September 2002, Chairman of the *Cercle de l'Industrie*. Denis Ranque is a graduate of France's *École Polytechnique* and the *Corps des Mines*.

Mr Jean-Claude Trichet



Jean-Claude Trichet was President of the European Central Bank, of the European Systemic Risk Board and of the Global Economy meeting of Central Bank Governors in Basel until the end of 2011. Previously, he was in charge of the French Treasury for six years and was governor of *Banque de France* for ten years. Earlier in his career, he held

positions within the French *Inspection Générale des Finances*, as well as the Treasury department, and was advisor to the French President for microeconomics, energy, industry and research (1978-1981). Mr Trichet graduated from the *École des Mines de Nancy*, the *Institut d'Études Politiques de Paris* and the University of Paris in Economics, is a Doctor *Honoris Causa* of several universities and an alumnus of the *École Nationale d'Administration*.

Further information on each of the above-mentioned candidates is published on the Company's website at www.eads.com (About Us > Our Governance) and is also available at the Company's office.

The Board of Directors is satisfied that all Members being proposed for (re-)appointment will demonstrate commitment to their roles and perform their duties diligently and effectively. They are each chosen for their broad and relevant experience and international outlook. They have been recommended to the Board of Directors by an ad hoc nominations committee (the "Committee"), which was appointed by the Board of Directors pursuant to the Multiparty Agreement and was composed of Sir John Parker, Mr Hermann-Josef Lamberti, Mr Michel Pébereau and Mr Lakshmi N. Mittal (all of whom are current independent non-Executive Members of the Board of Directors), and chaired by Sir John Parker (the current chairman of the Remuneration

and Nomination Committee). The Committee was charged with proposing a list of candidates for the future Board of Directors, chosen on the basis of breadth, relevance and complementarity of their skills and experience, and of their ability to form a professional and constructive board, supportive of the continued success of the Company. To do so, the Committee has sought advice from Egon Zehnder, an Executive Search consultant firm of the highest standards, specialising in board composition. The Committee started its work on 12 December 2012, and it has been performing its duties in the light of the Dutch Corporate Governance Code. Besides, the Committee's deliberations were guided by the Multiparty Agreement; it adhered to the process and rules it prescribes in terms of balance of, inter alia, nationalities and independence. The Committee made its recommendations after consultation with the Chairman of the Board of Directors and the Chief Executive Officer, and also otherwise in accordance with the nomination procedures laid down in the New Board Rules as defined and described in the Report of the Board of Directors.

Under the Dutch Code and the New Board Rules, two of the above proposed non-Executive Directors (Mr Manfred Bischoff and Mr Ralph D. Crosby, Jr.) do not qualify as "Independent Directors". This number is consistent with the limit set forth in the New Board Rules.

Subject to approval of their (re-)appointment by this Extraordinary General Meeting, the Board of Directors intends to meet immediately after the implementation of the amendment of the Company's Articles of Association as explained above under the first resolution freely elect the Chairman and the Chief Executive Officer of EADS N.V.

The ad-hoc Nominations Committee recommended that Mr Denis Ranque should become the Chairman of the future Board of Directors, Mr Thomas Enders remaining the Chief Executive Officer of the Company.

The effectiveness of these resolutions is subject to the condition described above under *Conditional Resolutions*.

Report of the Board of Directors

(Issued as of 7 February 2013)

Dear Shareholders,

We are pleased to convene this Extraordinary General Meeting of the Shareholders (the “**EGM**”) of European Aeronautic Defence and Space Company EADS N.V. (the “**Company**” or “**EADS**” and together with its subsidiaries, the “**Group**”). The objective of the EGM is to:

- ⊙ approve the amendment of the Company’s Articles of Association;
- ⊙ authorise the Board of Directors to repurchase up to 15% of the Company’s outstanding share capital (the “**share buyback programme**”);
- ⊙ authorise the cancellation of shares repurchased by the Company pursuant to the share buyback programme;
- ⊙ appoint (or re-appoint) Members of the Board of Directors to concurrent, new three-year terms.

The information contained in this Board Report is intended to enable you to understand the matters submitted for your approval.

Additional information with respect to the matters described in this Board Report is available on our website at www.eads.com (Investor Relations > Extraordinary General Meeting 2013) and, in order to have a complete view of the matters described in this Board Report, you are strongly advised to review this Board Report in conjunction with such additional information.

THE BOARD OF DIRECTORS

Leiden, 7 February 2013

I. Introduction

A. Background

On 5 December 2012, the Board of Directors of EADS (the “**Board**”) on behalf of EADS, EADS’ core shareholders and Kreditanstalt für Wiederaufbau (“**KfW**”), a public law institution serving domestic and international policy objectives of the Federal Government of the Federal Republic of Germany, reached an agreement (the “**Multiparty Agreement**”) that contemplates far-reaching changes to EADS’ shareholding structure and governance. The Multiparty Agreement aims at further normalising and simplifying the governance of EADS while securing a shareholding structure that allows France, Germany and Spain to protect their legitimate strategic interests. This represents a major step forward in the evolution of the governance of EADS.

The discussion below is intended to provide you with an overview of the changes contemplated under the Multiparty Agreement in order to allow you to make an informed decision on how to vote at the EGM.

The Board believes that the transactions and revised governance arrangements contemplated by the Multiparty Agreement include the following benefits for EADS and its stakeholders:

- ⊙ the replacement of the current controlling shareholder concert (the “**Current Consortium**”) with a further normalised and simplified governance scheme;
- ⊙ the protection of European states’ core national security interests; and
- ⊙ over time, a substantial increase in the free float of EADS’ outstanding ordinary shares (“**EADS Shares**”).

B. Overview

The Multiparty Agreement provides for significant changes to EADS' shareholding structure, certain of which have already occurred and certain of which are dependent upon approval of a possible share buyback programme by the EGM as described below. In addition, subject to the satisfaction of certain conditions precedent (the "**Conditions Precedent**") as set forth in the Multiparty Agreement –including approval by the EGM of the proposed shareholder resolutions (the "**Shareholder Approvals**") described herein– a series of related transactions (collectively referred to as the "**Consummation**") is expected to occur reasonably shortly after the EGM, as described in more detail in Section VII below. This would result in several changes in the governance of EADS, including changes in the Board composition and Internal Rules (as proposed to be amended, the "**New Board Rules**") and amendments to the Articles of Association of EADS (as proposed to be amended, the "**Amended Articles of Association**"). The current Participation Agreement (the "**Participation Agreement**") among EADS' core shareholders and currently including KfW (together, the "**Current Consortium Members**"), the related contractual partnership and the other related arrangements would also terminate

and be replaced in part by a more limited shareholders' agreement (the "**New Shareholders' Agreement**") among only Gesellschaft zur Beteiligungsverwaltung GZBV mbH & Co. KG, a subsidiary of KfW ("**GZBV**"), Société de Gestion de Participations Aéronautiques ("**Sogepa**") and Sociedad Estatal de Participaciones Industriales ("**SEPI**") (who have agreed to hold, collectively, less than 30% of the voting interests in EADS). The New Shareholders' Agreement will not give the parties to it any rights to designate Members of the Board or management team or to participate in the governance of EADS. Finally, the Multiparty Agreement provides for the entry into state security agreements with each of the French State and German State and certain further undertakings of EADS with respect to selected matters that affect the interests of the Current Consortium Members, as described in Section VI below.

Below is a summary of the actual and anticipated changes to the shareholding structure of EADS under the Multiparty Agreement, both (1) before the EGM and the share buyback programme and (2) after the EGM and the share buyback programme (if it occurs).

C. Changes to Shareholder Structure Pre-EGM and Pre-Share Buyback Programme (if any)

- ⦿ 1st Step on 6 December 2012: Daimler Aerospace GmbH & Co KG ("**DASA**"), which is controlled by Daimler AG ("**Daimler**"), sold a 7.44% stake in EADS' share capital.
 - (i) Of this 7.44%, 2.76% was purchased by KfW and 4.68% was sold to the public (free float).
 - (ii) Consequently, the remaining economic interest in EADS held by Daimler currently amounts to 7.44%. Daimler's remaining voting interest amounts to 14.88%, as Daimler continues to control the voting rights of the economic interest held by Dedalus GmbH & Co. KGaA ("**Dedalus**").
- ⦿ 2nd Step on 2 January 2013: KfW acquired (through a wholly owned subsidiary) a 65% stake in Dedalus, which brought its

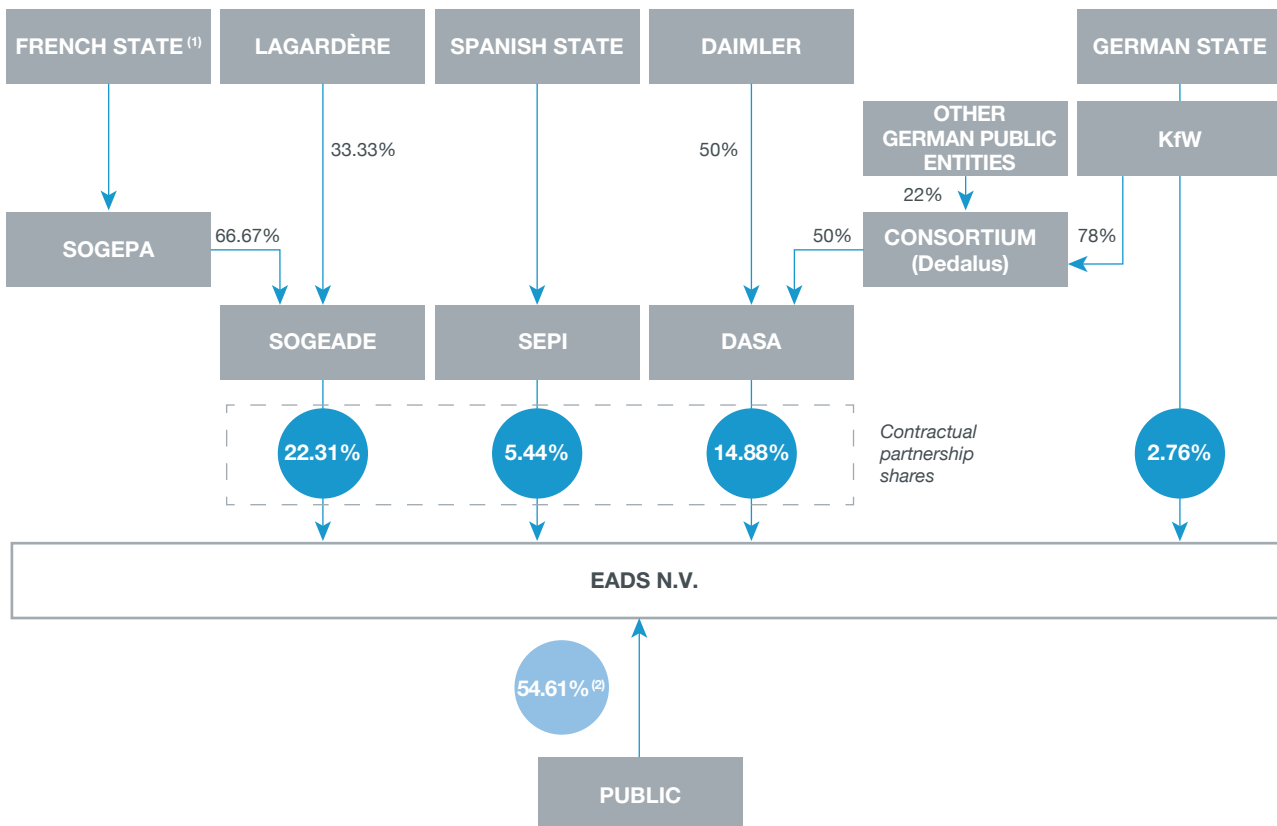
total stake in Dedalus to 78%. The remaining 22% continues to be held by certain other German public entities ⁽¹⁾.

- (i) Dedalus holds an economic interest of 7.44% in EADS.
- (ii) As a result of these two transactions, KfW currently holds a voting interest of 2.76% in EADS and an economic interest of 8.56% in EADS – 2.76% directly and 5.80% via Dedalus. The other German public entities participating in Dedalus hold a 1.64% economic interest in EADS via Dedalus. The joint economic interest of KfW and such German public entities in EADS is thus 10.2%.

Below is a diagram illustrating the shareholding structure of EADS immediately prior to the EGM.

(1) These entities are: HGV Hamburger Gesellschaft für Vermögens- und Beteiligungsverwaltung mbH, LfA Förderbank Bayern, Bayerische Landesbodenkreditanstalt, Hannoversche Beteiligungsgesellschaft mbH and WFB Wirtschaftsförderung Bremen GmbH.

Shareholding Structure Pre EGM – Pre Buyback (if any)



(1) French state owns an additional 0.06% directly.

(2) -69% free float if Lagardère and Daimler are included.

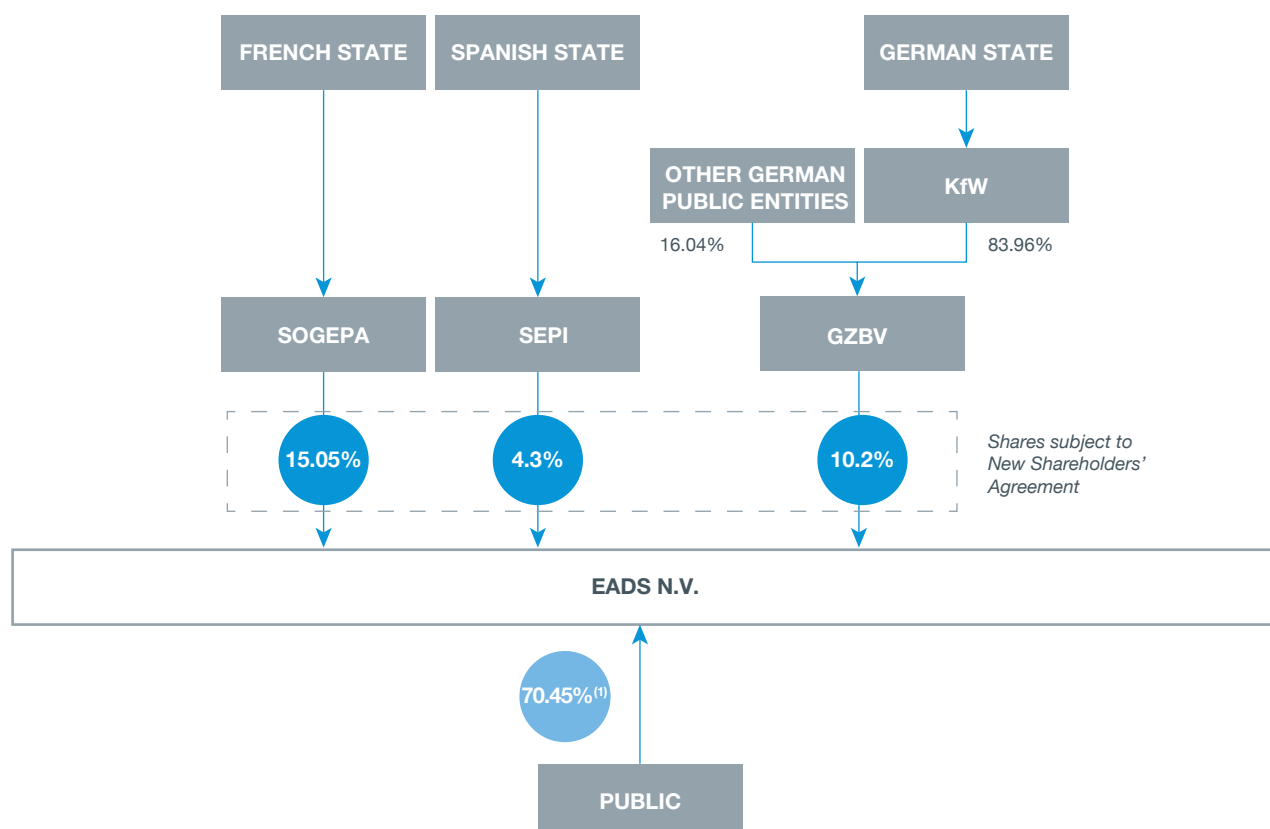
D. Changes to Shareholder Structure Post-EGM and Post-Share Buyback Programme (if any)

- ⊙ Subject to obtaining the Shareholder Approvals at the EGM and future market conditions, EADS intends, in the first half of 2013, to implement a share buyback programme for up to 15% of its outstanding share capital.
- ⊙ If implemented in the first half of 2013, the share buyback programme would be divided into two equal tranches:
 - (i) A first tranche of up to 7.5%, reserved for shareholders of EADS other than the parties to the Multiparty Agreement.
 - (ii) A second tranche of up to 7.5%, reserved exclusively for Lagardère SCA (“**Lagardère**”) up to 5.5%. Above 5.5%, Sogepa and SEPI jointly have the option to tender for up to 2.0%. In the event that Sogepa and SEPI do not exercise this right, Lagardère could take up to the full amount of the tranche. In the event that the tranche is not fully tendered, Daimler will have the right to participate up to the full amount of the unused portion.
- ⊙ It is important to note that the Board will only decide whether or not to proceed with such a share buyback programme and determine its timetable, amount, method and pricing based on the prevailing market conditions at the time of such future determination and, in any case, subject to having received prior EGM approval and following the Consummation and the appointment of the new Board.
- ⊙ If the share buyback programme does not take place in the first half of 2013 or takes place and involves the repurchase of less than 15% of the outstanding share capital of EADS, then EADS could pursue the unused portion of the share buyback programme at any time up to 18 months following the EGM for other share repurchases.
- ⊙ It is EADS’ intention that all repurchased shares would be cancelled.

- ⦿ In case both tranches of the share buyback are implemented and the shares are cancelled, shareholders of EADS would benefit from both EPS accretion and the removal of most of the overhang from Lagardère's stake.
- ⦿ Lagardère would therefore be expected to own through Société de Gestion de l'Aéronautique de la Défense et de l'Espace ("**Sogeade**") between 0-2% stake in EADS following the share buyback programme (if it occurs and EADS offers to repurchase 15% of the outstanding EADS Shares).
- ⦿ Ultimately, GZBV, together with the other German public entities, would be expected to hold a total of roughly 12%, with full economic and voting rights vested in KfW and the other German public entities.
- ⦿ In any event, France (via Sogepa), Germany (via GZBV) and Spain (via SEPI) have agreed that it is their common objective to seek a balance between themselves of their respective interest in EADS as follows:
 - (i) 12% for Sogepa, the French State or any French public entity acting in concert with Sogepa or the French State;
 - (ii) 12% for GZBV, the German State or any German public entity acting in concert with GZBV or the German State; and
 - (iii) 4% for SEPI, the Spanish State or any Spanish public entity acting in concert with SEPI or the Spanish State.
- ⦿ To the extent necessary to keep Sogepa, KfW and SEPI from collectively owning 30% or more of the voting rights in EADS, the relevant shareholder(s) will, as of the date of the EGM, sell or "warehouse" (*i.e.*, deposit in a Dutch foundation without the relevant shareholder(s) having voting rights in respect of these deposited EADS Shares) EADS Shares.
- ⦿ Eventually, the EADS free float is expected to increase from slightly less than 50% to over 70%.

Below is a diagram illustrating the anticipated shareholding structure of EADS after the EGM Consummation (and prior to the potential share buyback programme), with approximate numbers.

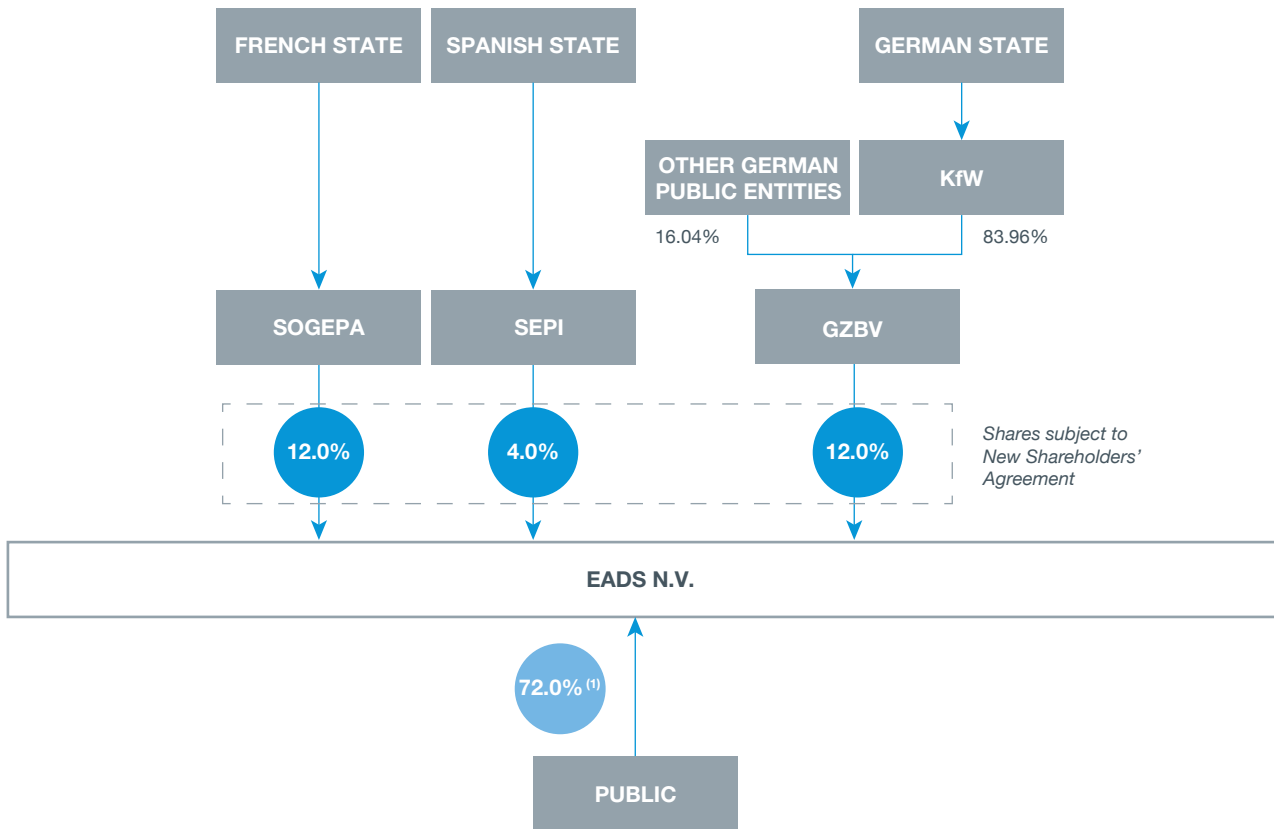
Anticipated Shareholding Structure Post EGM & Consummation – Pre Buyback (if any)



(1) Including warehoused shares (if any) of parties to the New Shareholders' Agreement and remaining shares held by Daimler or Lagardère. As noted in a 5 December 2012 EADS press release "Daimler AG and Lagardère SCA intend to substantially reduce their participation in EADS – either immediately or in the near future."

Below is a diagram illustrating the anticipated, long-term shareholding structure of EADS after the EGM and the Consummation and the potential share buyback programme with approximate numbers.

Anticipated Shareholding Structure Post EGM & Consummation – Post Buyback (if any)



(1) Including warehoused shares (if any) of parties to the New Shareholders' Agreement and any remaining shares held by Daimler or Lagardère.

II. Details of Changes to Shareholding Structure

A. Daimler ABB Transaction and KfW Initial Investment

In a transaction contemplated by the Multiparty Agreement, on 6 December 2012, Daimler sold 61.1 million EADS Shares (approximately 7.44% of the outstanding EADS Shares) through an accelerated book building transaction (the “**ABB**”). This reduced Daimler’s economic interest in EADS to approximately 7.44% and its voting interest to 14.88%. KfW acquired 2.76% of the outstanding EADS Shares as part of the ABB. In a second transaction, KfW acquired (through a wholly owned subsidiary) 65% of the shares in Dedalus on 2 January 2013, which brought its stake in Dedalus to 78%. The remaining 22% is held by certain other German public entities. Dedalus holds

an economic interest of 7.44% in EADS. As a result of these two transactions, KfW currently holds a voting interest of 2.76% in EADS and an economic interest of 8.56% in EADS – 2.76% directly and 5.80% via Dedalus. The other German public entities participating in Dedalus hold a 1.64% economic interest in EADS via Dedalus. The joint economic interest of KfW and such German public entities in EADS is thus currently 10.2%.

Until the Consummation (thus including during the EGM), Daimler will continue to control, subject to the terms of the Current Consortium arrangements and as long as the Dedalus consortium arrangements are maintained, the voting rights

of the EADS Shares in which Dedalus and its investors hold an indirect economic interest. For further details on Dedalus, refer to EADS' Registration Document available on its website www.eads.com (Investor Relations > Annual Report and Registration Document > 2011).

KfW has joined the Current Consortium through a deed of adherence to the Participation Agreement (the "**Deed of Adherence**"), under which KfW has agreed to exercise the voting rights attached to the EADS Shares acquired by KfW in the ABB in the same manner as the voting rights attached

to the EADS Shares held by the other Current Consortium Members are exercised. For further details on the functioning of the Current Consortium, refer to EADS' Registration Document available on its website www.eads.com (Investor Relations > Annual Report and Registration Document > 2011). Neither KfW nor any other German public entity has any appointment rights with respect to the Members of the Board of EADS or the other Current Consortium Members or any decisions by EADS or the other Current Consortium Members with respect to the business of EADS prior to the Consummation.

B. Potential Share Buyback Programme

Subject to obtaining the Shareholder Approvals at the EGM and future market conditions, EADS intends, in the first half of 2013, to implement a share buyback programme for up to 15% of the outstanding EADS Shares. The share buyback programme, if implemented in the first half of 2013, would be divided into two equal tranches with the same terms and conditions.

The first tranche of the share buyback programme would be up to 7.5% of the outstanding EADS Shares and would be reserved for all of EADS' shareholders other than the Current Consortium Members.

The second tranche of the share buyback programme would also be up to 7.5% of the outstanding EADS Shares, and up to 5.5% of the outstanding EADS Shares would be reserved exclusively for Lagardère. If the size of the second tranche is larger than 5.5% of the outstanding EADS Shares, Sogepa and SEPI will have the right to tender a number of shares corresponding to the difference between the size of the tranche and 5.5% (based on their *pro rata* ownership of EADS Shares unless they agree otherwise), thus allowing Sogepa and SEPI, together, to sell shares representing up to 2.0% of the outstanding EADS Shares in the second tranche. In the event that Sogepa and SEPI do not exercise this right in part or in full, Lagardère could take the portion of the tranche that they do not use, which would potentially allow Lagardère to sell shares representing up to 7.5% of the outstanding EADS Shares in the second tranche. Finally, in the event that the second tranche is not fully tendered by Lagardère, Sogepa

and SEPI, Daimler will have the right to participate up to the full unused amount of the second tranche.

It is important to note that the Board will only decide whether or not to proceed with such a share buyback and determine its timetable, amount, method and pricing based on the prevailing market conditions at the time of such future determination and, in any case, subject to having received prior EGM approval and following the Consummation and the appointment of the new Board.

If the share buyback programme does not take place in the first half of 2013 or takes place and involves the repurchase of less than 15% of the outstanding share capital of EADS, then EADS could pursue the unused portion of the share buyback programme at any time up to 18 months following the EGM for other share repurchases.

EADS will make the necessary filings to cancel all EADS Shares repurchased in the share buyback programme (if it occurs).

If the share buyback programme takes place, it would be conducted pursuant to the authorisation under the second resolution submitted to the EGM. The share buyback programme would not be under the authorisation granted to EADS to repurchase up to 10% of its own share capital by the Annual General Meeting held on 31 May 2012, and would be in addition to shares of EADS repurchased under such prior authorisation.

C. Transactions to Limit Holdings by Parties to New Shareholders' Agreement

To the extent necessary to keep Sogepa, GZBV and SEPI (together with any and all persons whose voting rights are attributed to any party to the New Shareholders' Agreement under Dutch takeover law) from collectively owning 30% or more of the voting rights in EADS, the relevant shareholder(s) will, as soon as possible after the Shareholder Approvals are obtained

and prior to the Consummation either sell or "warehouse" EADS Shares. In the case of a warehousing, the EADS Shares will be transferred to an independent Dutch foundation in a manner that should not create any risk of a mandatory bid being required for EADS Shares under Dutch law.

III. New Corporate Governance Arrangements

Subject to the Shareholder Approvals being obtained at the EGM, after the Consummation, the corporate governance arrangements of EADS will be substantially changed. These changes are intended to further normalise and simplify EADS' corporate governance, reflecting an emphasis on best corporate governance practices and the absence of a controlling shareholder group.

Below is a summary description of the corporate governance changes. Shareholders are encouraged to read the full text of

the proposed Amended Articles of Association for a complete understanding of (*inter alia*) shareholders' disclosure obligations, ownership restrictions and grandfathering exemptions from the ownership restrictions. For a further description of such provisions and other provisions in the Amended Articles of Association, refer to our website at www.eads.com (Investor Relations > Extraordinary General Meeting 2013). Capitalized terms used below which are not defined in this Board Report are defined in the Amended Articles of Association.

A. Articles of Association

Certain changes to EADS' corporate governance arrangements will be provided for in the Amended Articles of Association. These include the following:

- ⦿ specifying that the Board will have no more than twelve (12) Directors who will each serve for a three-year term;
- ⦿ the principle that certain matters are reserved to the Board (with the New Board Rules specifying what these matters are), some of which are to be determined by a Qualified Majority (as defined below) of the Board (with the New Board Rules specifying which matters are subject to a Qualified Majority);
- ⦿ entrenchment of the requirement for Board unanimity (described below under "Board of Directors Composition and Internal Rules") to change certain governance provisions of the New Board Rules;
- ⦿ a rule that any capital increase over 500 million euros without a preferential subscription right must receive 75% shareholder approval; and
- ⦿ a rule that changes to the Amended Articles of Association will generally require shareholder approval by a two thirds majority and that a 75% majority will be required for changes to certain provisions.

Mandatory Disposal Threshold restricting ownership to 15%

The Amended Articles of Association will also contain (i) disclosure obligations for shareholders that apply when their Interests in EADS reach or cross certain thresholds and (ii) ownership restrictions prohibiting any shareholder from holding an Interest of more than 15% of the share capital or voting rights of EADS, acting alone or in concert with others (the "**Mandatory Disposal Threshold**"). An Interest includes not only shares and voting rights but also other instruments that are deemed to be shares or voting rights pursuant to the Dutch Financial Supervision Act and must be notified to the Dutch

regulator, the AFM, if certain thresholds are reached or crossed. Subject to certain exceptions described below, any shareholder having an Interest of more than the Mandatory Disposal Threshold will have to reduce its Interest below the Mandatory Disposal Threshold, for instance by disposing of its Excess Shares, within a certain period. The same applies to Concerts of shareholders and other persons who together hold Interest exceeding the Mandatory Disposal Threshold. Should such shareholder or Concert not comply with not exceeding the 15% Mandatory Disposal Threshold by the end of such period, their Excess Shares would be transferred to a Dutch law foundation ("*Stichting*"), which can eventually dispose of them. The Dutch law foundation would issue depositary receipts to the relevant shareholder in return for the Excess Shares transferred to the foundation, which would entitle the relevant shareholder(s) to the economic rights, but not the voting rights, attached to such EADS Shares.

The Mandatory Disposal Threshold is included in the Amended Articles of Association to reflect the further normalized governance of the Company going forward aiming at a substantial increase of the free float and to safeguard the interests of the Company and its stakeholders (including all its shareholders), by limiting the possibilities of influence above the level of the Mandatory Disposal Threshold or takeovers other than a public takeover offer resulting in a minimum acceptance of 80% of the share capital referred to below.

Exemptions from Mandatory Disposal Threshold

The restrictions pursuant to the Mandatory Disposal Threshold will not apply to a person who has made a public offer with at least an 80% acceptance (including any EADS Shares already held by such person). These restrictions will also have certain grandfathering exemptions for the benefit of shareholders and Concerts already holding Interests exceeding the Mandatory Disposal Threshold on the Exemption Date, which is the date the Amended Articles of Association will enter into force.

The grandfathering exemptions will apply to shareholders and Concerts holding Interests on the Exemption Date above the Mandatory Disposal Threshold. Different grandfathering regimes will apply to such shareholders and Concerts depending on the Interests and the nature thereof held by each such shareholder or Concert on the Exemption Date.

For more details on the exemptions from the Mandatory Disposal Threshold refer to our website at www.eads.com (Investor Relations > Extraordinary General Meeting 2013) and the full text of the proposed Amended Articles of Association.

B. Board of Directors Composition and Internal Rules

The Board will have a total of twelve (12) Directors, who will each serve for a three-year term. At least a majority of the Members of the Board (*i.e.*, 7/12) will be European Union nationals (including the Chairman of the Board) and a majority of such majority (*i.e.*, 4/7) will be both European Union nationals and residents. No Director may be an active civil servant. There will be one (1) Executive Director and eleven (11) non-Executive Directors. While the Board appoints the Chief Executive Officer of EADS (the “CEO”), the CEO is required to be an Executive Director and must be a EU national and resident; therefore under the new governance rules it is anticipated that the Board will appoint as CEO the person appointed by the shareholders as an Executive Director. At least nine (9) of the non-Executive Directors must be “Independent Directors” (including the Chairman of the Board).

Under the New Board Rules, an “Independent Director” will be a non-Executive Director who is independent within the meaning of the Dutch Corporate Governance Code and meets additional independence standards. Specifically, where the Dutch Corporate Governance Code would test independence, in part, by reference to a Director’s relationships with shareholders who own at least 10% of EADS, the New Board Rules will test such Director’s independence, in relevant part, by reference to a Director’s relationships with shareholders who own at least 5% of EADS.

In the future, the Remuneration and Nomination Committee of the Board will be charged with recommending to the Board the names of candidates to succeed active Board Members after consultation with the Chairman of the Board and the CEO.

The Board, voting by simple majority vote, will propose individuals to the General Meeting of Shareholders of EADS for appointment as Directors. No shareholder or group of shareholders, or any other entity, will have the right to propose, nominate or appoint any Directors other than the rights available to all shareholders under general Dutch corporate law.

In addition to the membership and composition rules described above, the Remuneration and Nomination Committee, in recommending candidates for the Board, and the Board, in its

resolutions proposed to the Meeting of Shareholders relative to the naming of Directors or decisions to propose replacements of any resigning or incapacitated Director, are each to apply the following principles:

- ⦿ the preference for the best candidate for the position, and
- ⦿ the maintenance, in respect of the number of Members of the Board, of the observed balance among the nationalities of the candidates in respect of the location of the main industrial centers of EADS (in particular among the nationals of the four (4) Member States of the European Union where these main industrial centers are located).

The Board will be required to take into account, in the resolutions proposed in respect of the nomination of Directors presented to the Meeting of Shareholders, the undertakings of EADS to the French State pursuant to the amendment to the French State Security Agreement and to the German State pursuant to the German State Security Agreement, in each case as described more fully below. In practice, this means that (A) two (2) of the Directors submitted to the shareholders for appointment should also be French Outside Directors (as defined below) of the French Defence Holding Company (as defined below) who have been proposed by EADS and consented to by the French State and (B) two (2) of the Directors submitted to the shareholders for appointment should also be German Outside Directors (as defined below) of the German Defence Holding Company (as defined below) who have been proposed by EADS and consented to by the German State.

The Remuneration and Nomination Committee will endeavour to avoid a complete replacement of outgoing Directors by new candidates, but rather to ensure continuity of company-specific knowledge and experience within the Board, while favoring the introduction of new candidates for at least 1/3 of Director positions.

For details on the composition of the Board immediately following the Consummation, please refer to the Text of the Resolutions proposed by the Board to the EGM and the Presentation of the Resolutions Proposed by the Board to the EGM.

C. Remuneration and Nomination Committee

The Remuneration and Nomination Committee will have four (4) Members, with geographic diversity. Each Member of the Remuneration and Nomination Committee will be an Independent Director. One Member of the Remuneration and Nomination Committee will be a Director who is appointed to the Board on the basis of the French State Security Agreement. One Member of the Remuneration and Nomination Committee will be a Director who is appointed to the Board on the basis of the German State Security Agreement. The Board, by a Simple Majority (defined below), will appoint the chair of the

Remuneration and Nomination Committee, who will not be any of the following:

- ⊙ the Chairman of the Board;
- ⊙ a current or former Executive Director of EADS;
- ⊙ a non-Executive Director who is an Executive Director with another listed company; or
- ⊙ a Director appointed to the Board on the basis of the French State Security Agreement or the German State Security Agreement.

D. Other Board Committees

The Board will continue to have an Audit Committee, the responsibilities of which will not change. The Audit Committee will have four (4) Members and will be chaired by an Independent Director who will not be the Chairman of the Board or a current or former Executive Director of EADS. At least one (1)

Member of the Audit Committee will be a financial expert with relevant knowledge and experience of financial administration and accounting for listed companies or other large legal entities.

The Board will no longer have a Strategic Committee.

E. Role of the Board of Directors

The New Board Rules specify that in addition to the Board's responsibilities under applicable law and the Amended Articles of Association, the Board is responsible for certain enumerated categories of decisions. Under the Amended Articles of Association, the Board will continue to be responsible for the management of EADS. Under the New Board Rules the Board will delegate day-to-day management of EADS to the CEO, who, supported by the Executive Committee, will make decisions with respect to the management of EADS. However, the CEO may not enter into transactions that form part of the key responsibilities of the Board unless these transactions have been approved by the Board. Most Board decisions are made by a simple majority of the votes of the Directors (a "**Simple Majority**"), but certain decisions must be made by a 2/3 majority (*i.e.*, eight (8) favorable votes) of the Directors regardless of whether present or represented in respect of the decision (a "**Qualified Majority**"). In addition, amendments to certain provisions of the New Board Rules will require the unanimous approval of the Board, with no more than one Director not present or represented (including provisions relating to nationality and residence requirements with respect to Members of the Board and the Executive Committee). However, no individual Director or class of Directors will have a veto right with respect to any Board decisions.

Matters that require Board approval will include, among others, the following items (by Simple Majority unless otherwise noted):

- ⊙ approving any change in the nature and scope of the business of EADS and the Group;
- ⊙ approving any proposed resolution to be presented to the General Meeting of Shareholders relating to a change of any of the articles of the Articles of Association of EADS which requires the approval of a majority of at least seventy-five percent (75%) of the valid votes cast at such General Meeting (Qualified Majority) (for a description of such articles in the Amended Articles of Association, refer to our website at www.eads.com (Investor Relations > Extraordinary General Meeting 2013));
- ⊙ approving the overall strategy and the strategic plan of the Group;
- ⊙ approving the operational business plan of the Group (the "**Business Plan**") and the yearly budget (the "**Yearly Budget**") of the Group, including the plans for Investment, R&D, Employment, Finance and, as far as applicable, major programmes;
- ⊙ setting the major performance targets of the Group;
- ⊙ monitoring on a quarterly basis, the operating performance of the Group;
- ⊙ nominating, suspending or revoking the Chairman of the Board and the CEO (Qualified Majority);
- ⊙ approving of all of the Members of the Executive Committee taken as a whole as proposed by the CEO and to approve their proposed appointment as Chief Executive Officers of important Group companies and their service contracts and other contractual matters in relation to the Executive Committee and their function as Chief Executive Officers;

- ⦿ establishing, and approving amendments to these Rules and the rules for the Executive Committee (Simple Majority with certain exceptions);
- ⦿ deciding upon the appointments of the Airbus Shareholder Committee, the appointments of the EADS Corporate Secretary and the Chairmen of the Supervisory Board (or similar organ) of other important Group companies and Business Units, on the basis of the recommendations of the Remuneration and Nomination Committee, as well as the institution and amendment of the rules governing the organs of such entities;
- ⦿ approving the relocation of the headquarters of the principal companies of the Group and of the operational headquarters of EADS (Qualified Majority);
- ⦿ approving decisions in connection with the location of new industrial sites material to the Group as a whole or the change of the location of existing activities that are material to the Group;
- ⦿ approving decisions to invest and initiate programmes financed by the Group, acquisition, divestment or sale decisions, in each case for an amount in excess of 300 million euros;
- ⦿ approving decisions to invest and initiate programmes financed by the Group, acquisition, divestment or sale decisions, in each case for an amount in excess of 800 million euros (Qualified Majority);
- ⦿ approving decisions to enter into and terminate strategic alliances at the level of EADS or at the level of one of its principal subsidiaries (Qualified Majority);
- ⦿ approving principles and guidelines governing the conduct of the Group in matters involving non-contractual liabilities (like environmental matters, quality assurance, financial announcements, integrity) as well as the corporate identity of the Group;
- ⦿ approving any share buyback, cancellation (redemption) of shares or the issuing of new shares or any similar measure leading to a change in the total number of voting rights in EADS, except in the case of any buyback or cancellation (redemption) of shares if in the ordinary course of business (in which case the management of EADS will only inform the Directors before its implementation with a reasonable prior notice) (Qualified Majority);
- ⦿ approving matters of shareholder policy, major actions or major announcements to the capital markets;
- ⦿ approving decisions in respect of other measures and business of fundamental significance for the Group or which involves an abnormal level of risk;
- ⦿ approving any proposal of names of candidates to succeed active Directors made by the Remuneration and Nomination Committee, after consultation with the Chairman of the Board and the CEO, for submission to the General Meeting of Shareholders; and
- ⦿ approving entering into and terminating cooperation agreements at the level of EADS or at the level of one of its principal subsidiaries having an impact on the share capital of EADS or of the relevant subsidiary (Qualified Majority).

The Board must have a certain number of Directors present or represented at a meeting to take action. This quorum requirement depends on the action to be taken. For the Board to make a decision on a Simple Majority matter, a majority of the Directors must be present or represented. For the Board to make a decision on a Qualified Majority matter, at least ten (10) of the Directors must be present or represented. If the Board cannot act on a Qualified Majority Matter because this quorum is not satisfied, the quorum would decrease to eight (8) of the Directors at a new duly called meeting.

F. Executive Committee Nomination and Composition

The CEO will propose all of the Members of the Executive Committee taken as a whole for approval by the Board, after consultation with (a) the Chairman of the Remuneration and Nomination Committee and (b) the Chairman of the Board, applying the following principles:

- ⦿ the preference for the best candidate for the position;
- ⦿ the maintenance, in respect of the number of Members of the Executive Committee, of the observed balance among the nationalities of the candidates in respect of the location

of the main industrial centers of EADS (in particular among the nationals of the four (4) Member States of the European Union where these main industrial centers are located); and

- ⦿ at least 2/3 of the Members of the Executive Committee, including the CEO and the CFO, being EU nationals and residents.

The Board will determine, by simple majority vote, whether to approve all of the Members of the Executive Committee taken as a whole as proposed by the CEO.

G. Role of CEO and Executive Committee

The CEO, supported by an Executive Committee (the “**Executive Committee**”), will be responsible for managing the day-to-day operations of EADS. The Executive Committee, chaired by the CEO, will also comprise the Heads of the major

Functions and Divisions of the Group. The CEO will endeavour to reach consensus among the Members of the Executive Committee. In the event a consensus is not reached, the CEO will be entitled to decide the matter.

IV. New Shareholder Arrangements

A. Grandfathering Agreement

At the Consummation, the French State, Sogepa, the German State, KfW and GZBV will enter into an agreement with respect to certain grandfather rights under the Amended Articles of

Association. Please refer to our website at www.eads.com (Investor Relations > Extraordinary General Meeting 2013) for a description of this agreement.

B. End of Current Consortium and the New Shareholders' Agreement

At the Consummation, the Current Consortium will be terminated and Sogepa, GZBV and SEPI will enter into the New Shareholders' Agreement, which will have a much more limited scope than the Current Consortium.

Please refer to our website at www.eads.com (Investor Relations > Extraordinary General Meeting 2013) for a description of the New Shareholders' Agreement.

V. Certain Limitations on EADS Share Transactions and Agreements

Subject to certain exceptions, including the transactions described above, the parties to the Multiparty Agreement have agreed not to purchase or sell EADS Shares until the earlier of the Consummation and 31 July 2013. However, if the share buyback programme does not occur, or if Lagardère does not tender all of its EADS Shares into the share buyback programme, Lagardère will be permitted to dispose of any and all of the EADS Shares which it holds as long as it does not trigger a termination of the Participation Agreement before 31 July 2013. The relevant provisions of the Multiparty Agreement and the termination of the Current Consortium have certain implications with respect to the potential disposition of EADS Shares by Lagardère and Daimler. In particular, Lagardère and Daimler will be free to sell their EADS Shares after the Consummation with no contractual restrictions (other than undertakings between Lagardère and Daimler with respect to such sales), and Lagardère, and, to the extent applicable, Daimler, will be able to sell EADS Shares in the second tranche of the share buyback programme (if it occurs).

If the Shareholder Approvals are not obtained, the Multiparty Agreement provides that Daimler and Lagardère will immediately in the case of Daimler and at any time starting

on 31 March 2013 in the case of Lagardère, have the right to dispose of their economic interests in their EADS Shares, as long as they continuously retain such EADS Shares and the voting rights attached to such EADS Shares until 31 July 2013. However, the Multiparty Agreement also states, for the avoidance of doubt, that nothing in the provision described in the immediately preceding sentence shall be understood as restricting the right of Daimler and Lagardère to dispose of the economic interest in their EADS Shares on the market under the Multiparty Agreement and under the Participation Agreement.

The parties to the Multiparty Agreement have generally agreed not to enter prior to the Consummation into any consortium or shareholders' agreement or similar arrangement with respect to EADS Shares, subject to certain exceptions including certain kinds of agreements or arrangements which EADS itself may enter into in the ordinary course of business consistent with past practice (for example, in connection with employee stock options and share ownership plans).

Sogepa and SEPI have agreed not to sell any EADS Shares on the market until the earlier of 1 January 2014 and the date on which Daimler has sold a further 5% economic interest in EADS.

VI. Undertakings with Respect to Certain Interests of Certain Stakeholders

EADS has made certain undertakings and entered into certain agreements in connection with certain interests of its current core shareholders and the German State.

A. State Security Agreements and Related Undertakings and Negotiations

EADS and the French State have entered into an amendment to the current convention between the French State and EADS relating to the ballistic missiles business of EADS (as so amended, the “**French State Security Agreement**”). The Consummation is a condition to the effectiveness of this amendment. Under the French State Security Agreement, certain sensitive French military assets will be held by an EADS subsidiary (the “**French Defence Holding Company**”). At the Consummation, EADS will contribute certain sensitive French military assets to the French Defence Holding Company. The French State will have the right to approve or disapprove of – but not to propose or appoint – three outside Directors to the Board of Directors of the French Defence Holding Company (the “**French Defence Outside Directors**”), at least two (2) of whom would qualify as Independent Directors under the New Board Rules if they were Members of the Board. Two (2) of the French Defence Outside Directors will be required to also be Members of the Board. French Defence Outside Directors may neither (i) be employees, managers or corporate officers of a company belonging to the Group (although they may be Members of the Board) nor (ii) have material ongoing professional relationships with the Group.

EADS and the German State have entered into an agreement relating to the protection of essential interests to the German State’s security (the “**German State Security Agreement**”).

The effectiveness of the German State Security Agreement is conditioned on the amended Articles of Association becoming effective. Under the German State Security Agreement, certain sensitive German military assets will be held by an EADS subsidiary (the “**German Defence Holding Company**”). The German State will have the right to approve or disapprove of – but not to propose or appoint – three outside Directors to the Supervisory Board of the German Defence Holding Company (the “**German Defence Outside Directors**”), at least two (2) of whom would qualify as Independent Directors under the New Board Rules if they were Members of the Board. Two (2) of the German Defence Outside Directors will be required to also be Members of the Board. The qualifications to serve as a German Defence Outside Director are comparable to those to serve as a French Defence Outside Director, with the additional requirement that a German Defence Outside Director may not be a civil servant.

EADS has agreed to use its commercially reasonable efforts to enter into, at the Consummation, an amendment to the convention regarding the assets comprising the French nuclear airborne systems among the French State, EADS and certain other parties, in a form agreed to by EADS and the French State.

EADS has agreed to negotiate with the Spanish State in order to reach a special security agreement relating to the protection of the essential security interests of the Spanish State.

B. Dassault Aviation

EADS intends to enter into an agreement with the French State by the Consummation pursuant to which EADS will:

⊙ grant the French State a right of first offer in case of the sale of all or part of its shareholding in Dassault Aviation; and

⊙ commit to consult with the French State prior to making any decision at any General Meeting of Dassault Aviation.

This agreement will be conditional upon (A) obtaining the required regulatory approvals and (B) the Consummation occurring.

C. Regulatory Election and Stock Exchange Listings

The parties to the Multiparty Agreement have acknowledged that EADS may elect the French *Autorité des Marchés Financiers* (AMF) as its competent regulator in connection with takeover offers pursuant to Article 4 of the Directive 2004/25/EC of 21 April 2004.

EADS has undertaken to the parties to the New Shareholders' Agreement that for the duration of the New Shareholders' Agreement EADS Shares will remain listed exclusively in France, in Germany and in Spain.

VII. The Consummation

As of the date of this Board Report, the Conditions Precedent that remained to be satisfied (or were required to continue to be satisfied) are the following:

- ⊙ the Shareholder Approvals being obtained;
- ⊙ Sogepa, KfW and SEPI (and all persons with whom any of them is "acting in concert" under the Dutch Financial Supervision Act) holding less than 30% of the voting rights with respect to outstanding EADS Shares (that is, the issued share capital of EADS minus EADS Shares held by EADS or its subsidiaries); and
- ⊙ any required regulatory approvals being obtained.

The Consummation is required to occur within ten (10) days of the satisfaction of all Conditions Precedent. The Consummation will consist of the following steps:

- ⊙ Sogeade will be restructured so that all EADS Shares held by Sogeade for the benefit of Sogepa will be held by Sogepa and Sogeade will become a wholly-owned subsidiary of Lagardère.
- ⊙ Daimler Aerospace GmbH & Co KG will be restructured so that Daimler, on the one hand, and KfW and the other

German public investors in Dedalus, on the other hand, hold their EADS Shares separately from one another.

- ⊙ The Current Consortium will terminate, conditional upon the entry into the New Shareholders' Agreement.
- ⊙ The New Shareholders' Agreement will be entered into among Sogepa, GZBV and SEPI.
- ⊙ The French State Security Agreement will become effective.
- ⊙ The German State Security Agreement will become effective.
- ⊙ The Amended Articles of Association will become effective.
- ⊙ The appointment of the new Members of the Board (as submitted to the EGM) will become effective.
- ⊙ The New Board Rules will become effective.

If the Shareholder Approvals are obtained at the EGM, the Consummation is expected to occur reasonably shortly after the EGM. EADS is currently discussing the details of the Consummation with all relevant parties and will keep its shareholders informed as appropriate.

Useful Information

How to attend the meeting

**Hotel Okura Amsterdam,
Ferdinand Bolstraat 333,
1072 LH Amsterdam, The Netherlands
Tel.: +31 (0)20 678 71 11**

By car

Hotel Okura is located about 30 minutes from Amsterdam-Schiphol international airport, right next to the RAI Congress Center.

From all directions, follow Ring Amsterdam (A10). Exit RAI (S109) and turn right at the traffic lights, direction RAI/Centrum (S109).

Follow direction Zuid (S109). After passing the roundabout, take the second street on your right (Scheldestraat). After 500 metres, Hotel Okura appears on your right hand side.

Parking at the Hotel Okura Amsterdam.

By public transport

From Schiphol Airport

🕒 **First itinerary:** Take the train (direct rail link of 15 minutes) to Centraal Station – in the main arrival plaza – and then follow the directions below.

🕒 **Second itinerary:** Take a local train, direction Lelystad Centrum, Hilversum or Utrecht Centraal to the first stop (Zuid Station), and then follow the directions below.

🕒 **Third itinerary:** Take a local train, direction Hilversum or Almere Oostvaarders to the RAI station, and then follow the directions below.

From Centraal Station – CS

Take the tram number 25, direction President Kennedylaan, to the eleventh stop (Cornelis Troostplein, see the map ▲). Go down the street. After 200 metres, Hotel Okura appears on your left hand side. Walking time: 3 minutes.

From RAI Station

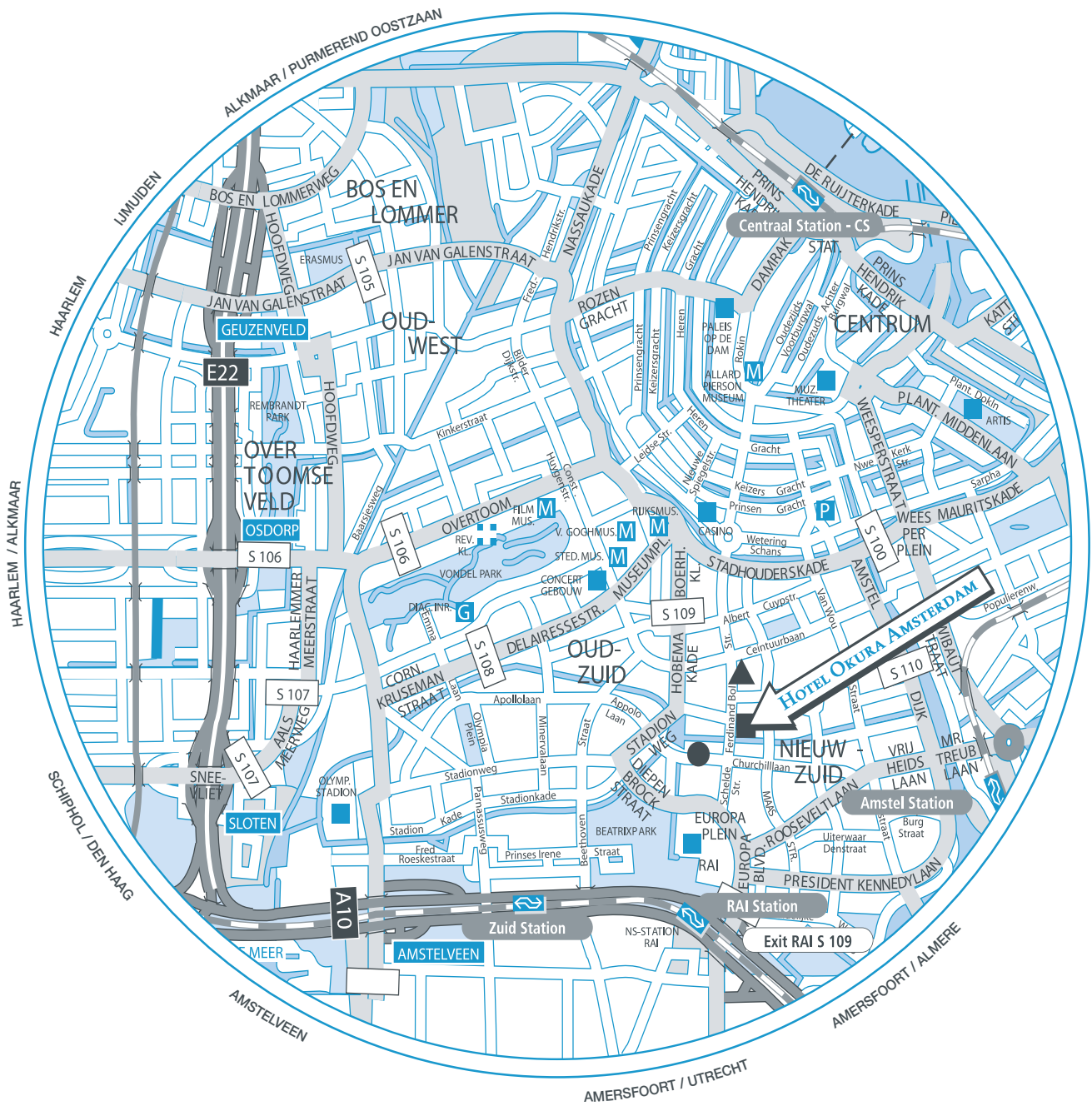
Walk in the direction of Europa Boulevard. Go straight away to Europaplein and then to Scheldestraat. After 500 metres, Hotel Okura appears on your right hand side, just after the bridge. Walking time: 10 minutes.

From Amstel Station

Take the tram number 12, direction Station Sloterdijk, to the fifth stop (Scheldestraat, see the map ●), or bus number 65, direction Station Zuid, to the seventh stop (Scheldestraat, see the map ●). Walk in Churchillaan for 100 metres, and then turn left in Ferdinand Bolstraat. After 100 metres, just after the bridge, Hotel Okura appears on your right hand side. Walking time: 3 minutes.

From Zuid Station

Take the bus number 65, direction KNSM Eiland, to the fourth stop (Scheldestraat, see the map ●). Walk on Churchillaan for 100 metres, and then turn left on to Ferdinand Bolstraat. After 100 metres, Hotel Okura appears on your right hand side, just after the bridge. Walking time: 3 minutes.



www.eads.com

Shareholders Information

Toll-free number from:

France: 0 800 01 2001

Germany: 00 800 00 02 2002

Spain: 00 800 00 02 2002

Phone: +33 800 01 2001

E-mail box: ir@eads.com



European Aeronautic Defence and Space Company EADS N.V.

Limited liability company (naamloze vennootschap)

Mendelweg 30, 2333 CS Leiden, The Netherlands

Registered at the Chamber of Commerce in The Hague, under number 24288945



This document was printed in France by an Imprim'Vert certified printer on recyclable, chlorine-free and PEFC certified paper produced from sustainably managed forests.