Information notice

ANNUAL GENERAL MEETING

on Monday, 26th May 2008 at 2 p.m.
at Hotel Okura Amsterdam
Ferdinand Bolstraat 333,
1072 LH Amsterdam, The Netherlands

EADS

The step beyond

Ways of Participating in the Meeting

In order to participate in the meeting, please choose one of the following options, detailed below:

I. TO GRANT A POWER OF ATTORNEY TO THE CHAIRMAN;

II. TO PROVIDE VOTING INSTRUCTIONS;

III. TO GRANT A POWER OF ATTORNEY TO A SPECIFIED PERSON;

IV. TO ATTEND AND TO VOTE AT THE ANNUAL GENERAL MEETING.

I. 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 at this meeting, you must shade box **1** on the voting form / attendance card request (the "Form") attached.

II. TO PROVIDE VOTING INSTRUCTIONS

In order to provide voting instructions to Euroclear France S.A., 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 attached.

To express your choice, proceed as follows:

- If you wish to vote **FOR** a resolution and amendment or new resolution, if any, presented at this meeting, **do not shade** the corresponding box.
- If you wish to vote **AGAINST** a resolution and amendment or new resolution, if any, **shade** the corresponding box.

III. 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 at this meeting, you must shade and fill out box **3** on the Form attached.

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

IV. TO ATTEND AND TO VOTE AT THE ANNUAL GENERAL MEETING

If you wish to attend and to vote at the meeting, you must shade box **4** on the Form attached in order to receive an admission card.

This card is provided upon request:

- either by your financial broker,
- or by EADS Securities Department, ARLIS, 6 rue Laurent-Pichat, 75216 Paris cedex 16, France.

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

Whichever your choice is, whether I, II, III or IV, just shade and fill out the appropriate items on the Form as indicated above. Then **date and sign** before returning it, following the case, to your financial broker or to EADS Securities Department.

Your Form must be received:

- by your financial broker no later than **19th May 2008**,
- or by EADS Securities Department no later than **20th May 2008**.

Any Form received beyond that date will be disregarded.

In any case, if you wish to participate in the meeting, your financial broker or EADS Securities Department shall justify on your behalf your status as a holder of EADS shares.

The Annual General Meeting Documentation (*i.e.* agenda and text of draft resolutions, Board report, 2007 audited annual financial statements and auditors' report) is available at the EADS headquarters in The Netherlands and at EADS head offices at the following addresses:

- **in France**, 37, boulevard de Montmorency, 75016 Paris,
- **in Germany**, Willy-Messerschmitt-Str. – Tor 1, 85521 Ottobrunn,
- **in Spain**, Avenida de Aragón 404, 28022 Madrid,

as well as at **EADS Securities Department, ARLIS**, 6 rue Laurent-Pichat, 75216 Paris cedex 16, France.

This documentation will also be available on our web-site **www.eads.com** (Investor Relations).

Agenda

1 Adoption of the report of the Board of Directors including the:
- chapter on corporate governance,
- policy on dividends,
- proposed remuneration policy including rights to subscribe for shares for the Members of the Board of Directors;

2 Adoption of the audited accounts for the financial year 2007;

3 Approval of the result allocation, distribution and payment date;

4 Release from liability of the Members of the Board of Directors;

5 Appointment of the auditors for the financial year 2008;

6 Cancellation of shares repurchased by the Company; and

7 Renewal of the authorisation for the Board of Directors to repurchase shares of the Company.

Text of the Resolutions Proposed by the Board of Directors

FIRST RESOLUTION

Adoption of the Report of the Board of Directors

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

SECOND RESOLUTION

Adoption of the audited accounts for the financial year 2007

RESOLVED THAT the audited accounts for the accounting period from 1st January 2007 to 31st December 2007, as submitted to the Annual General Meeting by the Board of Directors, be and hereby are adopted.

THIRD RESOLUTION

Approval of the result allocation, distribution and payment date

RESOLVED THAT the net loss of €446 million, as shown in the income statement for the financial year 2007, shall be deducted from retained earnings and that a payment of a gross amount of €0.12 per share shall be made to the shareholders from distributable reserves on 4th June 2008.

FOURTH RESOLUTION

Release from liability of the Members of the Board of Directors

RESOLVED THAT the Members of the Board of Directors be and hereby are granted a release from liability for the performance of their duties during and with respect to the financial year 2007, to the extent that their activity has been reflected in the audited annual accounts for the financial year 2007 or in the Report of the Board of Directors.

FIFTH RESOLUTION

Appointment of the auditors for the financial year 2008

RESOLVED THAT the Company's auditors for the accounting period being the financial year 2008 shall be Ernst & Young Accountants whose registered office is at Antonio Vivaldistraat 150, 1083 HP Amsterdam, The Netherlands, and KPMG Accountants N.V., whose registered office is at Fascinatio Boulevard 200, 3065 WB Rotterdam, The Netherlands.

SIXTH RESOLUTION

Cancellation of shares repurchased by the Company

RESOLVED THAT the number of shares in the Company held by the Company, up to a maximum of 1,291,381 shares, be cancelled and both the Board of Directors and the Chief Executive Officer be and hereby are authorised, with powers of substitution, to implement this resolution in accordance with Dutch law.

SEVENTH RESOLUTION

Renewal of the authorisation for the Board of Directors to repurchase shares of the Company

RESOLVED THAT the Board of Directors be and hereby is authorised, for a new period of 18 months from the date of this Annual General Meeting, to repurchase shares of the Company, by any means, including derivative products, on any stock exchange or otherwise, as long as, upon such repurchase, the Company will not hold more than 10% of the Company's issued share capital and at a price not less than the nominal value and not more than the higher of the price of the last independent trade and the highest current independent bid on the trading venues of the regulated market of the country in which the purchase is carried out. This authorisation supersedes and replaces the authorisation given by the Annual General Meeting of 4th May 2007 in its eleventh resolution.

Executive Summary

1. General Overview

Since its creation, in July 2000, by combining the businesses previously operated by Aerospatiale Matra, DaimlerChrysler Aerospace AG ("Dasa") and Construcciones Aeronáuticas SA ("CASA"), EADS has been a recognised leader across most sectors of its operations, consolidating its control in such areas of longstanding collaboration as Airbus, Eurocopter, Eurofighter, Astrium, MBDA and the Ariane industrial framework.

With a workforce of 116,493 employees (at year-end 2007) and revenues of €39,123 billion in 2007, EADS is Europe's number one aerospace and defence company, and the second largest aerospace and defence company in the world.

In terms of market share, EADS is among the top two manufacturers of commercial aircraft and civil helicopters, commercial space launch vehicles and missiles systems, and a leading supplier of military aircraft, satellites, defence electronics and related services. EADS has organised its businesses in five divisions: (i) Airbus, (ii) Military Transport Aircraft, (iii) Eurocopter, (iv) Defence & Security and (v) Astrium.

In 2007, EADS generated 77.2% of its revenues in the civil sector and 22.8% in the defence sector.

2. Main Events for 2007

2007 was a year of continued sales successes for EADS. With an order intake of more than €137 billion for the year, EADS' order backlog reached a historical high of €339.5 billion, driven by strong performances at Airbus and Eurocopter in particular. Airbus marked a major milestone in 2007 with the delivery of its 5,000th aircraft, including the first delivery of the A380 to launch customer Singapore Airlines. These commercial successes have, among others, had a positive impact on EADS' net cash position, creating a sound financial base for the future.

From a corporate governance perspective, 2007 also marked an important year in EADS' development. The Group's management structure was considerably simplified, with the appointment of a single Chairman and a single CEO, as well as an increased number of independent and respected Board members. New rules have revitalised the exchange between the Board members and management. The Board of Directors is committed to leading governance practices, an efficient and constructive decision-making process and increased transparency to stakeholders.

At the same time, the year 2007 was characterised by significant challenges in key development programmes. Development on the A400M and NH90 programmes has been delayed, while Airbus continues to face a strong challenge in ramping up A380 production. With respect to the A400M programme in particular, EADS has announced a 6 to 12 month delay in first delivery with €1.4 billion of provisions recorded in 2007. The naval version of the NH90 is late, while the partnership with Agusta in charge of the weapon system is improving.

The US Dollar has lost 40% of its value against the Euro in five years. To face the Euro at $1.35, Power8 was launched in February 2007. This programme has started to deliver results in 2007 with overachievement of the savings target and the selection of the preferred bidders for sites of Airbus aerostructures. As the US Dollar has further declined in value, EADS has to define additional measures to cope with this new situation and the associated risks.

Revenues were roughly stable despite an unfavorable US Dollar impact amounting to €1.1 billion and lower defence revenues. Defence revenues would have grown, but for a €935 million shortfall of the A400M programme and a rough €400 million impact of MBDA's consolidation change at 37.5% instead of 50%. On a like for like comparison, all divisions are growing except MTA.

EBIT* dropped to €52 million, burdened by the A400M loss making contract provision, Power8 restructuring provisions, A380 losses and A350 launch charges. After striping out all one-timers, underlying EBIT from recurring operations is improving.

Order intake surged, lifted mostly by **Airbus'** order stream, and backlog increased by a sharp 29% to record levels, despite a €20 billion negative revaluation hit at the deteriorated year-end US Dollar rate. The defence order book grew by 3% to €54.5 billion, driven by new contracts for the Eurofighter and NH90 programmes.

2007 surpassed Airbus' previous records in terms of both orders and deliveries, while also presenting major industrial challenges. Fast-growing airlines in the Asia-Pacific, India and the Middle East were the main drivers of new orders. Demand also remained strong from low cost and legacy carriers in Europe and the United States, which are modernising and expanding fleets. Airbus delivered 453 aircraft, 19 more aircraft compared to last year. Reinforcing the order backlog, Airbus won 1,458 firm new gross orders. This exceeds Airbus' previous record of 1,111 orders in 2005, and represents a 51% market share for aircraft with more than 100 seats, both in terms of units and value. Net orders, after accounting for cancellations, stood at 1,341 in 2007.

The **Military Transport Aircraft** Division experienced delays in its flagship A400M heavy transport aircraft, which overshadowed the Division's other activities and depressed financial results. In October 2007, EADS announced a 6 to 12 month delay on the A400M programme. Action is currently being taken to tackle the root causes of slow development progress especially in engine and systems development, so re-establishing certainty in the aircraft's delivery schedule. Following the appointment of Carlos Suárez as the new MTA CEO in July, the Division was restructured in order to make its operations more integrated and to improve project management. Saudi Arabia became the latest customer for the A330 Multi-Role Tanker Transport (MRTT), ordering three in December (to be booked in 2008). These join the five aircrafts ordered by the Australian air force, the first of which made its maiden flight in June. Additionally, AirTanker consortium (in which EADS owns 40%) started to raise approximately £2 billion to build 14 A330 MRTTs for the UK's Future Strategic Tanker Aircraft (FSTA) programme, and to operate them over 27 years.

In a buoyant worldwide helicopter market, **Eurocopter** deliveries and new orders reached record levels. Following a 76% rise from 279 to 492 helicopter deliveries over the past three years, management started to reorganise the industrial base to prepare for future volume increases. NH90 production was stepped up, but the large number of model variants has caused great complexity. The programme is being reorganised, with internal industrial measures and greater customer flexibility under discussion. At the end of December the order backlog exceeded €13 billion. Order intake increased by 35% in value, with good momentum in the oil and gas segment, parapublic orders and thanks to the NH90 and Tiger sales momentum.

Following several years of innovation and efficiency improvement, **Astrium**'s strong competitive position is shown by its full order book and rising EBIT. The Paradigm business's landmark Skynet 5 project made important progress, with the launch of two out of the three contracted secure telecommunications satellites. This will allow EADS to provide communications for the UK Ministry of Defence from 2008 with the new Skynet 5 network. Satellites also won a significant share of its market, becoming n°1 worldwide for Telecom and in Space Transportation, the Arianespace satellite launcher business captured the highest number of orders in the market.

Defence & Security benefited from the Saudi Arabian order for 72 Eurofighter aircraft. MBDA confirmed its position as a world-leading missile systems company with more than €3 billion of sales. Important successes were achieved in security areas including secure communications, with more than 35 new Professional Mobile Radio (PMR) contract wins, and global security. The Division won significant contracts as a security Lead Systems Integrator. Qatar contracted EADS to build its National Security Shield System. Important steps were taken in areas of potentially high growth, such as Unmanned Aerial Vehicles (UAVs).

While 2007 was a difficult year for EADS with many high profile challenges to be overcome, the Group has shown strength and dedication in tackling these difficulties. The cash situation allows flexibility in the face of global economic challenges. However, the focus on efficiency and changes from Power8 remains a precondition for continued investment in EADS' future as the Group is taking definite steps to deliver against the ambitious goals of Vision 2020.

* Earnings before interest and taxes, pre-goodwill impairment and exceptionals.

3. Corporate Governance

3.1 MANAGEMENT AND CONTROL

The Board of Directors met twelve times during 2007 and was regularly informed of developments through business reports from the Chief Executive Officer(s), including rolling forecasts as well as strategic and operational plans. The average attendance rate at such meetings was 80%.

On 5th April 2007, Manfred Bischoff presented his resignation as Chairman and member of the Board of Directors and the Board of Directors decided to designate Rüdiger Grube as his successor in the position of Chairman of the Board. On 9th May the Board nominated Marwan Lahoud as Chief Strategy and Marketing Officer (from 11th June 2007 on), and Carlos Suárez as Head of the Military Transport Aircraft (from 1st July 2007 on) and as members of the EADS Executive Committee. On 16th July 2007, the EADS core shareholders have decided, together with the EADS management team, to implement a new management and leadership structure. In consequence, a simplification of the dual-headed management structure has been proposed to an Extraordinary General Meeting of Shareholders held on the 22nd October 2007, which approved the changes and newly constituted the Board of Directors. Henceforth, EADS is led by a single Chairman (Rüdiger Grube) and a single CEO (Louis Gallois). The number of independent members on the Board of Directors has been increased to four and the CEO remains the only Executive Director. Furthermore, the Board's voting rules have been amended. In the context of this governance change, former co-CEO Thomas Enders is now assuming the position of Head of Airbus since 27th August 2007.

Other topics intensively discussed, and operations authorised at the Board of Directors meetings included: EADS' strategy (including M&A matters and the competitive environment), major business issues such as the A380 recovery efforts and the implementation of the Power8 programme, the A350 programme progresses and Airbus future product strategy, the regular updates on the A400M and the NH90 programmes, the approval of operational plans, reorganisation topics, budgets, the Group's financial results and forecasts, as well as the discussions regarding the implementation of a compliance organisation. The Board of Directors also dealt with topics regarding personnel and Human Resources, such as management qualification, remuneration (including a long-term incentive plan and an employee share ownership plan) as well as attracting, retaining and developing individuals with high potential in order to ensure the future quality of EADS' management and the multinational leadership structure.

3.2 DUTCH CORPORATE GOVERNANCE CODE

In accordance with Dutch law and with the provisions of the Dutch Corporate Governance Code (the "Dutch Code"), which includes a number of non-mandatory recommendations, the Company applies the provisions of the Dutch Code or, if applicable, explains the reasons for non-application of such provisions.

While EADS, in its continuous efforts to adhere to the highest standards, applies most of the recommendations, it has, in accordance with the Dutch Code's "Apply or Explain" principle, provided the relevant explanations in paragraph 4.2 "Dutch Corporate Governance Code" of its Board Report which is part of the Documentation for the General Meeting.

3.3 REMUNERATION POLICY OF THE MEMBERS OF THE BOARD OF DIRECTORS

Shareholders expect a strong commitment from Members of the Board; the compensation policy is therefore designed to focus efforts on what the Group wants to value and reward. To meet these objectives, a significant portion of the compensation is variable and linked to key performance measures and individual objectives. The remuneration is benchmarked regularly against the practice of other global companies based in Europe and the United States to ensure fairness and competitiveness.

Following the Governance changes decided at the Extraordinary General Meeting dated 22nd October 2007, the Board is now made up of ten Non-Executive Members of the Board and one Executive Member of the Board: the Chief Executive Officer.

3.3.1 Compensation of the Board

The respective elements of EADS compensation policy for Non-Executive Members of the Board on the one hand and the Chief Executive Officer on the other hand are summarised in the following paragraphs.

3.3.1.1 Compensation of Non-Executive Members of the Board

The Board has decided to review the compensation structure of the Non-Executive Members of the Board in order to reflect European best practice and compensate for time commitment and responsibilities in the new governance structure.

Therefore, the Board has resolved to remove the variable pay element and to provide separate fees for chairmanship and membership of Board Committees.

Effective 1st January 2008, each Non-Executive Member of the Board will receive an annual fixed fee of €80,000 and a fee for participation in Board meetings of €5,000 per meeting attended.

The Chairman of the Board will receive an annual fixed fee of €180,000 for carrying out this role and a fee for participation in Board meetings of €10,000 per meeting attended.

The Chairmen of each of the Board Committees will receive an additional annual fixed fee of €30,000. The Members of each of the Board Committees will receive an additional annual fixed fee of €20,000 for each Committee membership.

Committee Chairmanship and Committee Membership annual fees are cumulative if the concerned Non-Executive Members of the Board belong to two different Committees.

3.3.1.2 Compensation of the Chief Executive Officer

The remuneration policy for the Chief Executive Officer follows the same principles as the remuneration policy for EADS Executive Committee Members. EADS' compensation policy aims at attracting and retaining talents that will contribute to the Group's business success.

The Chief Executive Officer is entitled to receive a total target compensation divided into a fixed part and a variable part: 45% fixed and 55% variable on target.

The variable part is calculated on the basis of two equal components:

- Collective part (50% of the variable part) to reward business performance at EADS level. Cash and EBIT* are the financial indicators chosen to measure collective performance (EBIT* represents 75% of the collective part and cash represents 25% of the collective part in 2008);
- Individual bonus (50% of the variable part) to reward individual performance measured against the achievement of individual objectives.

In summary, the Chief Executive Officer compensation is as follows:

	Compensation element	Main drivers	Performance measures	Variation of payment as % of Total target income/% of vesting
Short-term	Base salary	Position/job value	Individual performance/Market practice	-
	Variable pay	Achievement of Group business and financial yearly objectives and reward of individual performance	Collective part (50% of Target variable pay): EBIT* (75%) and cash (25%) achievement	55% of Total target income (range from 0% to 175%)
			Individual bonus (50% of Target variable pay): achievement of annual individual objectives	
Mid- and Long-term	Performance unit plan	Achievement of long-term operational profit, measured through cumulative EBIT* achievement	The number of Performance units which will vest is based on 2nd and 3rd year cumulative EBIT* achievement	Vested Performance units will range from 0% to 100% of initial grant

* Earnings before interest and taxes, pre-goodwill impairment and exceptionals.

3.3.2 LTIP

The Chief Executive Officer is eligible for the EADS LTIP (Long Term Incentive Plan).

On 7th December 2007, the Board gave the delegation to the Remuneration and Nomination Committee to allocate 33,700 Performance Units to the Chief Executive Officer under the dissolving condition of formal approval by this shareholders' meeting as part of the new Remuneration policy for the Members of the Board.

If, as planned, a LTIP is implemented in 2008, the maximum volume of Performance Units to be granted to the Chief Executive Officer should be 40,000.

As for all other Unit plan participants, Performance Units would vest after a period of 3 years.

In addition, the following additional rules would apply to the Chief Executive Officer:

- The Chief Executive Officer, as well as all Executive Committee members, will have to own EADS shares equal to a minimum of 20% of the number of vested units;
- They will have to hold this number of EADS shares until the end of their mandate as an EADS Executive Committee Member.

The Remuneration and Nomination Committee makes recommendations to the Board, which then makes the final decision on the individual grant allocation.

Non-executive Members and Chairman of the Board are not eligible for LTIP.

3.3.3 ESOP

The Chief Executive Officer is eligible for the ESOP (Employee Share Ownership Plan) under the same conditions as any of EADS' employees, being individuals under contract with EADS or with its subsidiaries.

ESOP shares cannot be sold during a period of one year in case of a direct ownership or a period of five years in case of ownership through a mutual fund.

Non-executive Members and Chairman of the Board are not eligible to participate in ESOP.

3.3.4 Pension benefits

The Members of the Executive Committee have pension promises as part of their employment agreements. The general policy is to give them annual pensions of 50% of their annual base salary upon reaching 5 years of service in the Executive Committee of EADS at the age of 60 to 65. In case of the Chief Executive Officer, the policy allows payment of the pension with effect from his retirement date, i.e. before 65.

These rights can gradually increase to 60% after a second term, usually after ten years of service in the EADS Executive Committee.

Non-executive Members and Chairman of the Board have no pension benefits.

3.3.5 Policy for termination package

Under the terms of his employment contract, the Chief Executive Officer has an indefinite term contract (whereas, in accordance with the Articles of Association of the Company, the length of the mandate is limited). The employment contract can be terminated at any time with six months notice.

As part of his employment contract, the Chief Executive Officer is entitled to a termination package when the parting results from a decision by the Company. The Board has decided to reduce the maximum termination indemnity from 24 months (cf. report of the Board of Directors 2006) to 18 months of annual total target salary.

The indemnity could be reduced prorata or would even not be applicable depending on age and date of retirement.

Non-executive Members and Chairman of the Board are not allowed a termination package.

3.3.6 Other

A non competition clause is included in the contract of the Chief Executive Officer. This clause is applicable for a one-year period, starting at the end of the employment contract, and is renewable for one year at the Company's initiative.

The Chief Executive Officer will receive a compensation based on his monthly salary (including variable pay) in return for the application of the non competition clause.

4. Financial and other Highlights

EADS' Consolidated Financial Statements are prepared in accordance with International Financial Reporting Standards ("IFRS"), adopted by the International Accounting Standards Board ("IASB"), as endorsed by the European Union ("EU"). They comprise (i) IFRS, (ii) International Accounting Standards ("IAS") and (iii) Interpretations originated by the International Financial Reporting Interpretations Committee ("IFRIC") or former Standing Interpretations Committee ("SIC").

New Standards, Amendments to existing Standards and new Interpretations

The IFRS rules applied by EADS for preparing 2007 year-end Consolidated Financial Statements are the same as for previous financial year except for those following the application of new or amended Standards or Interpretations respectively and changes in accounting policies as detailed below.

a) New Standards

IFRS 7 Financial Instruments: Disclosures (issued 2005).

IFRS 7 and the complementary amendment to IAS 1 (see below under paragraph b) became effective 1st January 2007. Both Standards introduce additional qualitative as well as quantitative disclosure requirements regarding the nature and extent of risk arising from financial instruments. However, they do not have any impact on the classification or valuation of EADS' financial instruments.

b) Amended Standards

The application of the following amended Standard is mandatory for EADS as of 1st January 2007.

IAS 1 Presentation of Financial Statements: Capital Disclosure (issued 2005).

This amendment led to additional disclosures which shall enable users of EADS Group Financial Statements to evaluate the Group's objectives, policies and processes for managing capital.

c) New Interpretations

The following four Interpretations have become effective as of 1st January 2007:

IFRIC 7 Applying the Restatement Approach under IAS 29 (issued 2005);

IFRIC 8 Scope of IFRS 2 (issued 2006);

IFRIC 9 Reassessment of Embedded Derivatives (issued 2006);

IFRIC 10 Interim Financial Reporting and Impairment (issued 2006).

IFRIC 7 addresses the application of IAS 29 when an economy first becomes hyperinflationary and in particular the accounting for deferred taxes.

IFRIC 8 requires consideration of transactions involving the issuance of equity instruments, where the identifiable consideration received is less than the fair value of the equity instruments issued in order to establish whether or not they fall within the scope of IFRS 2.

IFRIC 9 states that the date to assess the existence of an embedded derivative is the date that an entity first becomes a party to the contract, with reassessment only if there is a change to the contract that significantly modifies the cash flows.

IFRIC 10 requires that an entity must not reverse an impairment loss recognised in a previous interim period in respect of goodwill or an investment in either an equity instrument or a financial asset carried at cost.

The application of the four Interpretations did not have an impact on EADS Group Financial Statements.

4.1 REVENUES

Revenues stood at €39.1 billion (FY 2006: €39.4 billion), supported by higher commercial aircraft deliveries at Airbus (453 units versus 434 compared to the previous year), as well as increased volumes at Eurocopter and Astrium. Despite an unfavourable US Dollar impact and a decrease in A400M revenue recognition Group revenues remained roughly stable in comparison with the previous year.

4.2 EBIT* PRE-GOODWILL IMPAIRMENT AND EXCEPTIONALS

EADS uses **EBIT pre-goodwill impairment and exceptionals** as a key indicator of its economic performance. The term "exceptionals" refers to such items as depreciation expenses of fair value adjustments relating to the EADS merger, the Airbus combination and the formation of MBDA, as well as impairment charges thereon. In the following, EBIT pre-goodwill impairment and exceptionals is earmarked as EBIT*.

TABLE 1 – RECONCILIATION PROFIT (LOSS) BEFORE FINANCE COSTS AND INCOME TAXES TO EBIT* (IFRS)

(in €m)	2007	2006
Profit (loss) before finance costs and income taxes	**(33)**	**278**
Disposal of goodwill / subsequent adjustment of goodwill	12	64
Exceptional depreciation / disposal (fixed assets)	73	57
EBIT pre-goodwill impairment and exceptionals	**52**	**399**

EADS' EBIT* for 2007 stood at €52 million compared to €399 million in 2006. The EBIT* was strongly burdened by a Group-wide A400M charge (reflecting programme delays of 6 to 12 months) and by Power8 restructuring and A350XWB launch charges. EBIT* suffered from a negative impact of the weak US Dollar. Maturing of less attractive hedges than in 2006 was more than balanced out by revaluations on liabilities. However, the US Dollar impact on provisions put additional pressure on the Group's EBIT*. Nevertheless, the underlying business performance of EADS' legacy programmes continued to improve. Positive contributions came from the ramp-up in Airbus deliveries and the strong helicopter, defence and space businesses.

EADS recorded a **Net Loss** of €(446) million (Net Income FY 2006: €99 million), or a loss per share of €(0.56) (earnings per share FY 2006: €0.12). In the year under review, **self-financed R&D expenses** increased to €2,608 million (FY 2006: €2,458 million). This reflects Airbus' continuing aircraft development programmes, especially for the A350XWB.

4.3 NET CASH

Free Cash Flow before customer financing increased to €3,426 million (FY 2006: €869 million) due to an improved cash flow from operations and – thanks to stricter criteria on investment decisions – a reduced capital expenditure. The improvement in operating cash flow was mainly related to a stronger inflow of customer advance payments (incl. a Paradigm refinancing step-up of €1.1 billion) and only partly offset by the build-up of inventories. **Free Cash Flow including customer financing** improved to €3,487 million (FY 2006: €2,029 million) as the above described positive impacts were partly offset by a lower net contribution from sell-down of customer financing assets. In the course of 2007, the **Net Cash Position** grew to €7.0 billion (year-end 2006: €4.2 billion).

* Earnings before interest and taxes, pre-goodwill impairment and exceptionals.

4.4 ORDER INTAKE AND ORDER BOOK

EADS doubled its **order intake** in 2007 despite the weaker US Dollar and achieved a record of €136.8 billion (FY 2006: €69.0 billion). The main drivers were the vast upswing at Airbus (up 120%) and the remarkable growth at Defence & Security (up 45%) and Eurocopter (up 35%). In a favourable market environment the Group benefited from both robust demand and an attractive product offering across its entire portfolio.

By year-end 2007, EADS' **order book** reached an all-time high of €339.5 billion (year-end 2006: €262.8 billion). It achieved this 29% growth despite performing a €(19.9) billion revaluation due to the weaker US Dollar at year-end. Orders within the commercial aircraft business are based on list prices. The Group further expanded its defence order book through new contracts for Eurocopter, Astrium and Defence & Security; it closed the year at €54.5 billion (year-end 2006: €52.9 billion).

TABLE 2 – ORDER INTAKE AND ORDER BOOK BY DIVISION

by Division	Order Intake[3]			Order Book[3]		
(in €m)	FY 2007	FY 2006	Change	31st Dec. 2007	31st Dec. 2006	Change
Airbus	**117,323**	53,367	+120%	**283,829**	210,115	+35%
Military Transport Aircraft	**784**	1,594	(51)%	**19,932**	20,337	(2)%
Eurocopter	**6,584**	4,885	+35%	**13,455**	11,042	+22%
Astrium	**4,492**	4,354	+3%	**12,895**	12,263	+5%
Defence & Security [1]	**7,540**	5,191	+45%	**17,886**	17,570	+2%
Headquarters / Consolidation	**(1,653)**	(1,842)	-	**(10,909)**	(10,809)	-
Other Businesses[2]	**1,729**	1,469	+18%	**2,444**	2,292	+7%
Total	**136,799**	**69,018**	**+98%**	**339,532**	**262,810**	**+29%**

(1) MBDA consolidated at 37.5% in 2007, compared to 50% in 2006; figures of 2006 are not restated; to achieve a comparable basis, the following impacts of the consolidation change on 2006 figures have to be taken into account: €(329) million on FY 2006 Order Intake, €(1,691) on FY 2006 Order Book.

(2) ATR, EADS EFW, EADS Socata and EADS Sogerma Services are allocated to Other Businesses which is not a stand-alone EADS Division.

(3) Contributions from commercial aircraft activities to EADS Order Intake and Order Book based on list prices.

4.5 EADS DIVISION DETAILS

The **Airbus** Division's revenues remained stable at €25,216 million (FY 2006: €25,190 million) driven by a positive volume effect coming mainly from the ramped up single-aisle production. The growth was mitigated by a negative US Dollar impact of €(1,080) million and a lower A400M programme revenue recognition (€(323) million reflecting Airbus' internal work share). In the year under review, Airbus delivered 453 aircraft (FY 2006: 434 aircraft). EBIT* was dragged down to €(881) million (FY 2006: €(572) million), largely impacted over the year by provisions in the context of the revised A400M delivery schedule and Power8 restructuring as well as A350XWB charges. A price deterioration in aircraft delivered compared to the previous year was more than offset by strong operating leverage and first Power8 savings.

The **Military Transport Aircraft** Division's revenues declined to €1,140 million (FY 2006: €2,200 million), largely due to the postponement of the A400M Power-On milestone to 2008. In 2006 revenues, a milestone slippage from 2005 was included. The Division's EBIT* dropped to a loss of €(155) million (FY 2006: €75 million), mainly reflecting the adjustments of the A400M programme margin. It was further burdened by impairment charges, taken following a reassessment of slow moving inventory for mission aircraft.

Eurocopter's revenues continued to grow reaching €4,172 million (FY 2006: €3,803 million). This mainly reflects the ongoing delivery ramp-up in serial helicopters and increased customer service activities. 488 helicopters were delivered to customers in the reporting period – 28% above the level of the previous year. The Division's EBIT* amounted to €211 million (FY 2006: €257 million) as it was weighed down by a margin correction and provision in the NH90 programme. However, Eurocopter significantly improved

* Earnings before interest and taxes, pre-goodwill impairment and exceptionals.

profitability, thanks to higher volume and a favourable product mix. The NH90 delivery ramp-up is progressing and new assembly lines came into action. In 2007, a total of eight NH90 helicopters were handed over to customers, among them the first two NH90s for the Australian forces. In the Light Utility Helicopter programme, Eurocopter has so far delivered 18 UH-72As to the US Army – ahead of schedule and on quality.

Astrium continued to grow its revenues to €3,550 million (FY 2006: €3,212 million). This was mainly driven by the ramp-up of Paradigm services, an increased Ariane 5 production rate and ballistic missile sales growth. EBIT* grew by 34% to €174 million (FY 2006: €130 million) due to a higher contribution from space transportation and service business.

The revenues of the **Defence & Security** Division amounted to €5,465 million, compared to €5,864 million in 2006. On a like for like basis taking into account the changed MBDA consolidation from 50% in 2006 to 37.5% in 2007, revenues remained stable (comparable FY 2006 revenues: €5,446 million). The growth in Eurofighter and security revenues was compensated by lower revenues in the missiles business. Like for like, the Division's EBIT* of €340 million exceeds last year's level (FY 2006: €348 million; comparable FY 2006 EBIT*: €318 million) after adjustments for one-time effects, thanks to improved operational performance and lower structural costs.

Headquarters and Other Businesses (not belonging to any Division). Other Businesses (ATR, EADS EFW, EADS Socata and EADS Sogerma) achieved revenues of €1,269 million (2006: €1,257 million). This reflects mainly the strong revenues at ATR, EADS EFW and EADS Socata which more than compensated the disposal of EADS Sogerma's MRO business to TAT Group in 2006. EADS Sogerma's turn-around drove Other Businesses' EBIT* to €94 million in 2007 (FY 2006: €(288) million). All four entities achieved a positive EBIT*. Headquarters / Consolidation EBIT* includes adjustments at Group level for the A400M situation (FY 2007: €(169) million; FY 2006: €286 million).

Regional aircraft manufacturer ATR continued to benefit from the upswing of the turboprop market and doubled its deliveries compared to the previous year (44 versus 22 aircraft) and envisages a further ramp-up in 2008. Throughout the year 2007, ATR sold 123 aircraft, leading to a total order book of 195 aircraft by the end of the year. EADS EFW delivered 18 converted freighters to its customers and ramped up its aerostructure output in line with Airbus' production volumes. The setup of A320 freighter conversion centres in Russia and Germany is underway. EADS Socata delivered 47 aircraft in 2007. In the same period, 71 new orders for the very fast single engine turboprop aircraft TBM 850 were registered – 25% above last year's order intake. The order book for the TBM 850 stood at 65 aircraft. On 31st December 2007, the order book of Other Businesses stood at €2.4 billion (year-end 2006: €2.3 billion).

4.6 WORKFORCE INFORMATION

As of 31st December 2007, the EADS workforce was composed of 116,493 employees. It has globally increased by 1,199 employees compared to 2006[(1)]. The number of employees compared to 2006 decreased at Airbus, Corporate Headquarters and units belonging to Other Businesses.

In 2007, 97% of the workforce was full time employees. Depending on country and hierarchy level, the average working time is between 35 and 40 hours a week.

In 2007, 6,860 employees worldwide entered employment with EADS (8,283 in 2006). At the same time, 4,648 employees left EADS (6,261 in 2006).

In total, 96.2% of EADS' active workforce is located in Europe on more than 80 sites.

* Earnings before interest and taxes, pre-goodwill impairment and exceptionals.

(1) The reported EADS workforce as of 31st December 2006 was of 116,805. Since 2007, MBDA workforce is consolidated at 37.5% instead of 50% previously, therefore the 2006 restated figure for the purpose of this variation's analysis is of 115,297.

5. Dividend Policy

The Board of Directors is proposing to the Annual General Meeting of shareholders a cash distribution of a gross amount of €0.12 per share (dividend per share 2006: €0.12).

The Group's sales successes, its financial strengths and its encouraging operational performance in legacy programmes, are reflected in the dividend. The cash distribution proposal is a gesture of appreciation for the shareholders' loyalty and an expression of confidence in the outlook for the years ahead, despite remaining challenges.

Presentation of the Resolutions Proposed by the Board of Directors

FIRST RESOLUTION

Adoption of the Report of the Board of Directors

We propose that this AGM adopts the Board Report including, in order to comply with Dutch law and the recommendations of the Dutch Code, the chapter on Corporate Governance, the policy on dividends and the proposed policy for the remuneration for the Members of the Board as described in this Board Report.

SECOND RESOLUTION

Adoption of the audited accounts for the financial year 2007

We propose that this AGM approves the audited accounts for 2007.

THIRD RESOLUTION

Approval of the result allocation, distribution and payment date

We propose that this AGM resolves that the net loss of €446 million, as shown in the income statement for the financial year 2007, shall be deducted from retained earnings and that a payment of a gross amount of € 0.12 per share shall be made to the shareholders from distributable reserves on 4th June 2008.

As from Friday 30th May 2008 EADS' shares shall be traded ex-dividend on the Frankfurt, Paris and Spanish Stock Exchanges. The payment shall be made on 4th June 2008 to holders of EADS' shares at the date of 3rd June 2008.

FOURTH RESOLUTION

Release from liability of the Members of the Board of Directors

We recommend that this AGM discharges the Members of the Board from their responsibility for the conduct of the Company's business with respect to the financial year 2007.

FIFTH RESOLUTION

Appointment of the auditors for the financial year 2008

We recommend that the Company's auditors for the financial year 2008 should be Ernst & Young Accountants whose registered office is at Antonio Vivaldistraat 150, 1083 HP Amsterdam, The Netherlands, and KPMG Accountants N.V. whose registered office is at Fascinatio Boulevard 200, 3065 WB Rotterdam, The Netherlands. Our proposal is thus to renew the same auditors as for the past financial year; those auditors having given assurance to the EADS Audit Committee on their respective qualifications, performance and independence.

SIXTH RESOLUTION

Cancellation of shares repurchased by the Company

We propose that this AGM approves the cancellation of the shares repurchased by the Company up to a maximum amount of 1,291,381 shares, to compensate the dilution effect resulting from the issuance of shares for the purpose of the ESOP 2007 and the exercise of stock options from the SOPs 2000, 2001, 2002 and 2003 in 2007.

SEVENTH RESOLUTION

Renewal of the authorisation for the Board of Directors to repurchase shares of the Company

We propose that this AGM approves the renewal of the authorisation to the Board to repurchase shares of the Company, for a new 18-month period by any means, including derivative products, on any stock exchange or otherwise. The above authorisation will supersede and replace the authorisation granted by the AGM on 4th May 2007. The purposes of the share buy-back programmes to be implemented by EADS will be determined on a case-by-case basis by the Board according to needs and possibilities. For additional information on EADS' share buy-back programmes including their purposes, characteristics and status, the reader should refer to the EADS website at www.eads.com (Investor Relations) and to the documents filed with and/or approved by the relevant stock exchange authorities posted thereon.

Financial Statements - Summary

1. EADS N.V. Consolidated Financial Statements (IFRS)

EADS N.V. Consolidated Income Statements (IFRS) for the years ended 31st December 2007 and 2006

(in €m)	2007	2006
Revenues	**39,123**	**39,434**
Cost of sales	(34,802)	(34,722)
Gross margin	**4,321**	**4,712**
Selling expenses	(864)	(914)
Administrative expenses	(1,314)	(1,360)
Research and development expenses	(2,608)	(2,458)
Other income	233	297
Other expenses	(97)	(188)
Share of profit from associates accounted for under the equity method	210	152
Other income from investments	86	37
Profit (loss) before finance costs and income taxes	**(33)**	**278**
Interest income	502	454
Interest expenses	(701)	(575)
Other financial result	(538)	(123)
Total finance costs	(737)	(244)
Income taxes	333	81
Profit (loss) for the period	**(437)**	**115**
Attributable to:		
Equity holders of the parent **(Net income (loss))**	(446)	99
Minority interests	9	16
Earnings per share	**€**	**€**
Basic	(0.56)	0.12
Diluted	(0.55)	0.12

EADS N.V. Consolidated Balance Sheets (IFRS) at 31st December 2007 and 2006

(in €m) Assets	2007	2006
Non-current assets		
Intangible assets	10,832	10,855
Property, plant and equipment	13,393	14,178
Investment property	96	137
Investments in associates accounted for under the equity method	2,238	2,095
Other investments and other long-term financial assets	1,553	1,666
Non-current other assets	3,543	4,231
Deferred tax assets	2,705	2,624
Non-current securities	2,691	1,294
	37,051	**37,080**
Current assets		
Inventories	18,906	16,892
Trade receivables	4,639	4,852
Current portion of other long-term financial assets	166	103
Current other assets	5,172	4,014
Current tax assets	375	428
Current securities	1,598	549
Cash and cash equivalents	7,549	8,143
	38,405	**34,981**
Non-current assets/disposal groups classified as held for sale	**0**	**76**
Total assets	**75,456**	**72,137**

Equity and liabilities		
Equity attributable to equity holders of the parent		
Capital stock	814	816
Reserves	7,406	7,593
Accumulated other comprehensive income	5,076	4,955
Treasury shares	(206)	(349)
	13,090	13,015
Minority interests	85	137
Total equity	**13,175**	**13,152**
Non-current liabilities		
Non-current provisions	8,055	8,911
Long-term financing liabilities	3,090	3,561
Non-current other liabilities	14,127	11,722
Deferred tax liabilities	2,188	2,465
Non-current deferred income	753	1,110
	28,213	**27,769**
Current liabilities		
Current provisions	4,378	3,552
Short-term financing liabilities	1,724	2,196
Trade liabilities	7,398	7,461
Current other liabilities	19,683	17,239
Current tax liabilities	179	218
Current deferred income	706	486
	34,068	**31,152**
Liabilities directly associated with non-current assets classified as held for sale	**0**	**64**
Total liabilities	**62,281**	**58,985**
Total equity and liabilities	**75,456**	**72,137**

EADS N.V. Consolidated Statements of Cash Flows (IFRS) for the years ended 31st December 2007 and 2006

(in €m)	2007	2006
Profit (loss) for the period attributable to equity holders of the parent (Net income (loss))	**(446)**	**99**
Profit for the period attributable to minority interests	9	16
Adjustments to reconcile net income (loss) to cash provided by operating activities:		
Interest income	(502)	(454)
Interest expense	701	575
Interest received	480	380
Interest paid	(370)	(271)
Income taxes	(333)	(81)
Income taxes received (paid)	36	(239)
Depreciation and amortisation	1,772	1,691
Valuation adjustments	582	163
Results on disposal of non-current assets	(125)	(336)
Results of companies accounted for by the equity method	(210)	(152)
Change in current and non-current provisions	2,268	2,150
Change in other operating assets and liabilities:	**1,175**	**(143)**
– Inventories	(2,998)	(1,942)
– Trade receivables	(148)	(7)
– Trade liabilities	44	686
– Advance payments received	4,817	1,564
– Other assets and liabilities	(540)	(444)
Cash provided by operating activities	**5,037**	**3,398**
Investments:		
– Purchase of intangible assets, Property, plant and equipment	(2,028)	(2,708)
– Proceeds from disposals of intangible assets, Property, plant and equipment	162	76
– Acquisitions of subsidiaries and joint ventures (net of cash)	0	(82)
– Proceeds from disposals of subsidiaries (net of cash)	29	86
– Payments for investments in associates, other investments and other long-term financial assets	(568)	(421)
– Proceeds from disposals of associates, other investments and other long-term financial assets	481	813
– Dividends paid by companies valued at equity	39	46
– Increase in equipment of leased assets	(30)	(147)
– Proceeds from disposals of leased assets	371	215
– Increase in finance lease receivables	(150)	(16)
– Decrease in finance lease receivables	118	79
Disposals of non-current assets / disposal groups classified as held for sale and liabilities directly associated with non-current assets classified as held for sale	26	690
Change of securities	(2,641)	3,357
Reimbursement from / contribution to plan assets	(303)	0
Change in cash from changes in consolidation	(249)(1)	0
Cash (used for) provided by investing activities	**(4,743)**	**1,988**
Increase in financing liabilities	236	1,252
Repayment of financing liabilities	(955)	(468)
Cash distribution to EADS N.V. shareholders	(97)	(520)
Dividends paid to minorities	(1)	(16)
Payments related to liability for puttable instruments	0	(2,879)(2)
Capital increase	46	94
Purchase of treasury shares	0	(35)
Cash used for financing activities	**(771)**	**(2,572)**
Effect of foreign exchange rate changes and other valuation adjustments on cash and cash equivalents	(117)	(57)
Net (decrease) increase in cash and cash equivalents	**(594)**	**2,757**
Cash and cash equivalents at beginning of period	**8,143**	**5,386**
Cash and cash equivalents at end of period	**7,549**	**8,143**

(1) The total amount is related to the change in the percentage of the proportional consolidation of MBDA from 50% in 2006 to 37.5%.

(2) Payments include the acquisition price of €2,750 million for the 20% stake in Airbus and in addition a dividend payment from Airbus to BAE Systems amounting to €129 million.

EADS N.V. Consolidated Statements of Recognised Income and Expense (IFRS) for the years ended 31st December 2007 and 2006

(in €m)	2007	2006
Currency translation adjustments for foreign operations	(196)	(324)
Effective portion of changes in fair value of cash flow hedges	2,124	3,326
Net change in fair value of cash flow hedges transferred to profit or loss	(1,884)	(1,463)
Effective portion of changes in fair value of available-for-sale financial assets	4	76
Net change in fair value of available-for-sale financial assets transferred to profit or loss	(54)	0
Actuarial gains (losses) on defined benefit plans	608	(690)
Tax on income and expense recognised directly in equity	(46)	(662)
Income and expense recognised directly in equity	**556**	**263**
Profit (loss) for the period	**(437)**	**115**
Total recognised income and expense of the period	**119**	**378**
Attributable to:		
Equity holders of the parent	78	382
Minority interests	41	(4)
Total recognised income and expense of the period	**119**	**378**

2. Company Financial Statements

Balance Sheet of the Company Financial Statements

(in €m) Assets	At 31st December 2007	At 31st December 2006
Fixed assets		
Goodwill	4,354	4,354
Financial fixed assets	11,303	12,298
	15,657	**16,652**
Non-fixed assets		
Receivables and other assets	5,526	4,387
Securities	4,280	1,660
Cash and cash equivalents	6,444	6,862
	16,250	**12,909**
Total assets	**31,907**	**29,561**
Liabilities and stockholders' equity		
Stockholders' equity		
Issued and paid up capital	814	816
Share premium	7,968	8,160
Revaluation reserves	3,973	3,657
Other legal reserves	1,884	1,472
Treasury shares	(206)	(349)
Retained earnings	(1,343)	(741)
	13,090	**13,015**
Non current liabilities		
Financing liabilities	316	320
Non current other liabilities	1,532	1,518
	1,848	**1,838**
Current liabilities		
Current other liabilities	16,969	14,708
	16,969	**14,708**
Total liabilities and stockholders' equity	**31,907**	**29,561**

Income Statement of the Company Financial Statements

(in €m)	2007	2006
Income from investments	(380)	95
Other results	(66)	4
Net result	**(446)**	**99**

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

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

By car

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 meters, 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 see the hereafter indications.
- Second itinerary: Take a stop train, direction Lelystad Centrum or Hilversum, to the first (Zuid Station) or second stop (RAI Station), and then follow the hereafter indications.

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 meters, Hotel Okura appears on your left hand side. Walking time: 3 minutes.

From RAI Station

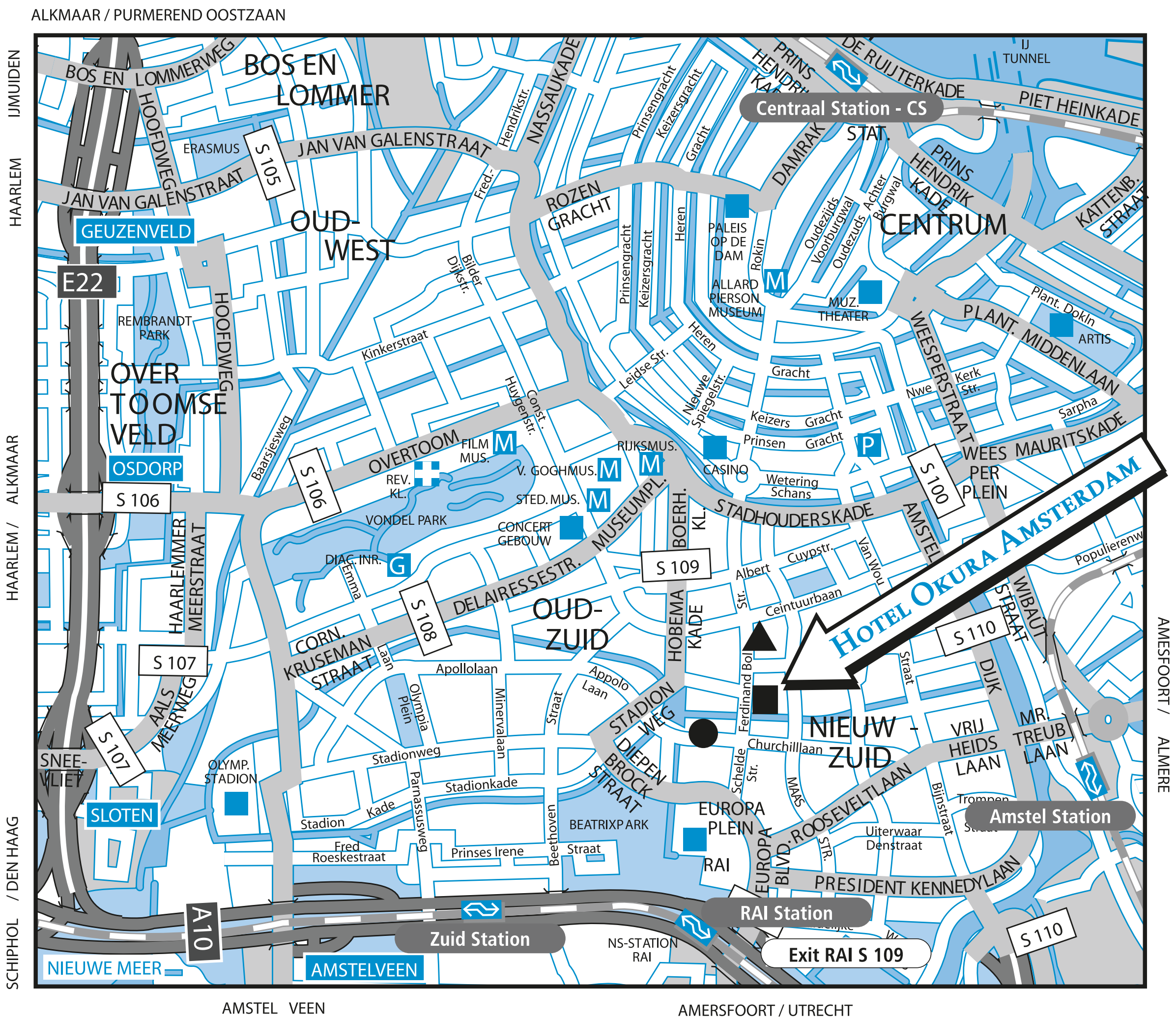
Walk in the direction of Europa Boulevard. Go straight away to Europaplein and then to Scheldestraat. After 500 meters, Hotel Okura appears on your right hand side, just after the bridge. Walking time: 10 minutes.

From Amstel Station

Take the tram number 12, direction Sloterdijk, to the fifth stop (Scheldestraat, see the map ●), or bus number 15, direction Sloterdijk, to the seventh stop (Scheldestraat, see the map ●). Walk in Churchilllaan for 100 meters, and then turn left in Ferdinand Bolstraat. After 100 meters, Hotel Okura appears on your right hand side, just after the bridge. Walking time: 3 minutes.

From Zuid Station

Take the bus number 15, direction Muiderpoortstation, to the fourth stop (Scheldestraat, see the map ●). Walk in Churchilllaan for 100 meters, and then turn left in Ferdinand Bolstraat. After 100 meters, Hotel Okura appears on your right hand side, just after the bridge. Walking time: 3 minutes.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Amstel Station
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S 110
JAN VAN GALENSTRAAT
BOS EN LOMMERWEG
HOOFDWEG
NASSAUKADE
ROZEN GRACHT
DAMRAK
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