

# EADS - Annual General Meeting Convening Notice



Dear Shareholder,

In accordance with Article 22 of the Articles of Association of EADS, we are pleased to invite you to the Annual General Meeting of Shareholders that will take place:

**On Thursday 26 May 2011 at 2 p.m.**

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

## Agenda

1. Opening and general introductory statements
2. Presentation by the Chairman and the Chief Executive Officer, including Report by the Board of Directors in respect of the:
  - 1) Corporate governance statement
  - 2) Policy on dividends
  - 3) Report on the business and financial results of 2010
3. Discussion of all Agenda items
4. Vote on the resolutions with respect to:
  - 1) Adoption of the audited accounts for the financial year 2010
  - 2) Approval of the result allocation, distribution and payment date
  - 3) Release from liability of the members of the Board of Directors
  - 4) Appointment of Ernst & Young Accountants L.L.P. as co-auditor for the financial year 2011
  - 5) Appointment of KPMG Accountants N.V. as co-auditor for the financial year 2011
  - 6) Amendment of Articles 21, 22, 23 and 24 of the Company's Articles of Association
  - 7) Approval of the compensation and remuneration policy of the members of the Board of Directors
  - 8) Delegation to the Board of Directors of powers to issue shares and to set aside preferential subscription rights of existing shareholders
  - 9) Cancellation of shares repurchased by the Company
  - 10) Renewal of the authorisation for the Board of Directors to repurchase shares of the Company
5. Closing of the Meeting

## Attendance and vote

Pursuant to Dutch law, the persons who have the right to attend and vote at the Annual General Meeting are those who are on record as shareholders on **Thursday 28 April 2011 (Registration Date)**, irrespective of who may be the owner of shares at the time of the Annual General Meeting.

Shareholders holding their shares through Euroclear France S.A. (i.e., the public) who wish to attend the Annual General Meeting, provide instructions or grant power of attorney to vote on their behalf, must complete the voting form / attendance card request provided for this purpose by their financial intermediary or by the EADS Securities Department - BNP PARIBAS Securities Services. Such form must be received no later than **Wednesday 18 May 2011** by their financial intermediary, or no later than **Thursday 19 May 2011** by the EADS Securities Department.

Alternatively, shareholders holding their shares through Euroclear France S.A. may complete these formalities electronically by following the instructions given by their financial intermediary or by the EADS Securities Department, provided that their shares are held in registered form. Shareholders of bearer shares wishing to do so should first have their shares transferred as registered shares. Please contact your financial intermediary or the EADS Securities Department for further information. All formalities must be completed no later than **Thursday 19 May 2011**.

All other shareholders (or persons acting on their behalf) must have notified the Board of Directors no later than **Monday 23 May 2011** of their intention to attend and to vote at the Annual General Meeting.

As at publication of this Convening Notice, EADS' total issued share capital in number of issued shares and in voting rights is published on the EADS' website [www.eads.com](http://www.eads.com) (Investor Relations > Annual General Meeting 2011).

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The Annual General Meeting documentation (agenda and text of proposed resolutions, Report of the Board of Directors, 2010 Audited Financial Statements and Reports of the Auditors) is available at the headquarters of the Company and at the head offices:

**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

on our website [www.eads.com](http://www.eads.com) (Investor Relations)

at **EADS Securities Department**: BNP PARIBAS Securities Services, CTS Assemblées, 9 rue du débarcadère - 93761 Pantin Cedex, France (Tel. : +33 1 57 43 35 00).

## Shareholders Information:

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Toll-free number from:  
France **0 800 01 2001**  
Germany **00 800 00 02 2002**  
Spain **00 800 00 02 2002**

## European Aeronautic Defence and Space Company EADS N.V.

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