

**Final Terms dated 2 April 2012**



**AREVA**

**€8,000,000,000**

**Euro Medium Term Note Programme  
for the issue of Notes  
due from one month from the date of original issue**

**SERIES NO: 6**

**TRANCHE NO: 1**

**€200,000,000 CNO-TEC10 Index-linked Interest Notes due March 2022 (the Notes)**

**issued by: AREVA  
(the Issuer)**

**Barclays  
Credit Suisse  
(the Joint Lead Managers)**

## PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 31 May 2011 which received visa n°11-194 from the *Autorité des marchés financiers* (the AMF) on 31 May 2011, the first supplement to the Base Prospectus dated 26 September 2011 which received visa n°11-431 from the AMF on 27 September 2011, the second supplement to the Base Prospectus dated 16 January 2012 which received visa n°12-22 from the AMF on 16 January 2012 and the third supplement to the Base Prospectus dated 7 March 2012 which received visa n°12-106 from the AMF on 7 March 2012 which together constitute a prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the **Prospectus Directive**) as amended (by Directive 2010/73/EU (the **2010 PD Amending Prospectus Directive**) to the extent that such amendment have been implemented in a Member State of the European Economic Area). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and the supplement(s) to the Base Prospectus are available for viewing at the office of the Fiscal Agent or each of the Paying Agents and on the websites of the AMF ([www.amf-france.org](http://www.amf-france.org)) and of the Issuer ([www.areva.com](http://www.areva.com)) and copies may be obtained from AREVA, 33, rue La Fayette, 75009 Paris, France.

1.	Issuer:	AREVA
2.	(i) Series Number:	6
	(ii) Tranche Number:	1
3.	Specified Currency or Currencies:	Euro (€)
4.	Aggregate Nominal Amount of Notes:	
	(i) Series:	€200,000,000
	(ii) Tranche:	€200,000,000
5.	Issue Price:	99.017 per cent. of the Aggregate Nominal Amount
6.	Specified Denomination(s):	€100,000
7.	(i) Issue Date:	4 April 2012
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	21 March 2022
9.	Interest Basis:	CNO-TEC10 Index-linked Interest (further particulars as specified below)
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest or Redemption/Payment Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	(i) Status of the Notes:	Unsubordinated Notes
	(ii) Dates of the corporate authorisations for issuance of Notes obtained:	Decision of the <i>Conseil de surveillance</i> of the Issuer dated 1 March 2012 and decision of the <i>Directoire</i> of the Issuer dated 5

March 2012 and a decision from Luc Oursel, Chairman of the *Directoire*, dated 2 April 2012.

14. Method of distribution: Syndicated

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

15. Fixed Rate Note Provisions Not Applicable

16. Floating Rate Note Provisions Not Applicable

17. Zero Coupon Note Provisions Not Applicable

18. Index-Linked Interest Note/other variable-linked interest Note Provisions Applicable

(i) Index/Formula/other variable: The rate of interest in respect of each Interest Period shall be determined by the Calculation Agent in accordance with the following formula:

$$(\text{CNO-TEC10} + 2.125\%)$$

where **CNO-TEC10** (*Taux de l'Échéance Constante à 10 ans*) means the rate calculated by the *Comité de Normalisation Obligataire* as it appears on the Reuters page TREA10 (the **Relevant Reuters Screen**) for the fixing at 10:00 a.m. Paris time on the relevant Interest Determination Date. For more information, please refer to the description of the CNO-TEC10 rate set out in paragraph 9 of Part B below.

(ii) Party responsible for calculating the interest due (if not the Calculation Agent): Société Générale (the **Calculation Agent**)

(iii) Provisions for determining Coupon where calculated by reference to Index and/or Formula and/or other variable: On each Interest Determination Date, the Calculation Agent will determine the amount of interest per Note which is equal to the product of (a) €100,000 (the Specified Denomination of the Notes) and (b) the value determined in accordance with paragraph 18(i) above.

(iv) Interest Determination Date(s): Means, with respect to each Interest Period, the day falling two TARGET Business Days prior to the first day of such Interest Period.

(v) Provisions for determining Coupon where calculation by reference to Index and/or Formula and/or other variable is impossible or impracticable or otherwise disrupted: If, on any Interest Determination Date, the CNO-TEC10 rate does not appear on the Relevant Reuters Screen (or on any successor or replacement page), the CNO-TEC10 rate shall be determined by the Calculation Agent on the basis of the mid-market prices for each of the two Reference OATs (as defined in paragraph 9 of Part B below), which would have been used by the *Comité de Normalisation Obligataire* for the calculation of the CNO-TEC10 rate, quoted by five *Spécialistes en Valeurs du Trésor* at approximately 10:00 a.m. Paris time on the Interest Determination Date in question. The Calculation Agent will request each *Spécialistes en Valeurs du Trésor* to provide a



quotation of its price and the relevant CNO-TEC10 rate will be the redemption yield of the arithmetic mean of such quotations as determined by the Calculation Agent after disregarding the highest and lowest such quotations. The above-mentioned redemption yield shall be determined by the Calculation Agent in accordance with the formula that would have been used by the *Comité de Normalisation Obligataire* for the determination of the CNO-TEC10 rate.

- |            |                                      |  |
|------------|--------------------------------------|--|
| (vi)       | Interest Period(s):                  | The period beginning on (and including) the Interest Commencement Date and ending on (but excluding) the first Interest Payment Date and each successive period beginning on (and including) an Interest Payment Date and ending on (but excluding) the immediately following Interest Payment Date until the Maturity Date. |
| (vii)      | Specified Interest Payment Dates:    | Quarterly on 21 June, 21 September, 21 December and 21 March of each year with the first Interest Payment Date on 21 June 2012 and the last Interest Payment Date on the Maturity Date.  |
| (viii)     | Business Day Convention:             | Modified Following Business Day Convention   |
| (ix)       | Business Centre(s) (Condition 5(a)): | TARGET Business Day  |
| (x)        | Minimum Rate of Interest:            | Not Applicable   |
| (xi)       | Maximum Rate of Interest:            | Not Applicable   |
| (xii)      | Day Count Fraction (Condition 5(a)): | Actual/360   |
| <b>19.</b> | <b>Dual Currency Note Provisions</b> | Not Applicable   |

#### PROVISIONS RELATING TO REDEMPTION

- |            |  |  |
|------------|--|--|
| <b>20.</b> | <b>Call Option</b>   | Not Applicable                                       |
| <b>21.</b> | <b>Make-Whole Redemption by the Issuer (Condition 6(c)):</b>   | Not Applicable                                       |
| <b>22.</b> | <b>Put Option</b>  | Not Applicable                                       |
| <b>23.</b> | <b>Final Redemption Amount of each Note</b>  | €100,000 per Note of €100,000 Specified Denomination |
| <b>24.</b> | <b>Early Redemption Amount</b>   |  |
| (i)        | Early Redemption Amount(s) of each Note payable on redemption for taxation reasons (Condition 6(f)), for illegality (Condition 6(j)) or on event of default (Condition 9) or other early redemption and/or the method of |  |

calculating the same (if required or if different from that set out in the Conditions):

As per the Conditions

(ii) Redemption for taxation reasons permitted on days others than Interest Payment Dates (Condition 6(f)):

Yes

(iii) Unmatured Coupons to become void upon early redemption (Materialised Bearer Notes only) (Condition 6(f)):

Not Applicable

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

- |     |  |  |
|-----|--|--|
| 25. | Form of Notes:   | Dematerialised Notes   |
|     | (i) Form of Dematerialised Notes:  | Bearer dematerialised form ( <i>au porteur</i> )   |
|     | (ii) Registration Agent:   | Not Applicable   |
|     | (iii) Temporary Global Certificate:  | Not Applicable   |
|     | (iv) Applicable TEFRA exemption:   | Not Applicable   |
| 26. | Financial Centre(s) or other special provisions relating to Payment Dates:   | TARGET   |
| 27. | Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):  | Not Applicable   |
| 28. | Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay: | Not Applicable   |
| 29. | Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:   | Not Applicable   |
|     | (i) Instalment Amount(s):  | Not Applicable   |
|     | (ii) Instalment Date(s):   | Not Applicable   |
|     | (iii) Minimum Instalment Amount:   | Not Applicable   |
|     | (iv) Maximum Instalment Amount:  | Not Applicable   |
| 30. | Redenomination, renominatisation and reconventioning provisions:   | Not Applicable   |
| 31. | Consolidation provisions:  | Not Applicable   |
| 32. | Masse:   | Condition 11 (Representation of Noteholders) is not applicable. Noteholders will be grouped automatically for the defence of |

their common interests in a masse which will be governed by the provisions of Articles L.228-46 et seq. the French Code de commerce.

Details of the initial Representative:

**MASSQUOTE S.A.S.U.**  
RCS 529 065 880 Nanterre  
Mailing address:  
33, rue Anna Jacquin  
92100 Boulogne Billancourt  
France  
Represented by its Chairman

Details of the alternate Representative:

Gilbert Labachotte  
8 Boulevard Jourdan  
75014 Paris  
France

The Representative will be entitled to a remuneration of €400 (VAT excluded) per year, payable on each Interest Payment Date with the first payment at the Issue Date.

The Representative will exercise its duty until its dissolution, resignation or termination of its duty by a general assembly of Noteholders or until it becomes unable to act. Its appointment shall automatically cease on the Maturity Date, or total redemption prior to the Maturity Date.

33. Other final terms: Not Applicable

**DISTRIBUTION**

34. (i) If syndicated, names of Managers: Barclays Bank PLC  
Credit Suisse Securities (Europe) Limited
- (ii) Stabilising Manager(s) (if any): Not Applicable
35. If non-syndicated, name and address of Dealer: Not Applicable
36. Additional selling restrictions: Not Applicable

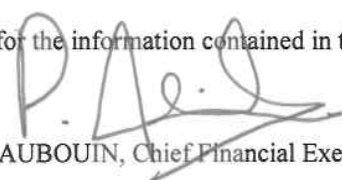
**PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required for issue and admission to trading on Euronext Paris of the Notes described herein pursuant to the €8,000,000,000 Euro Medium Term Note Programme of the Issuer.

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of AREVA:

Duly represented by:  Pierre AUBOUIN, Chief Financial Executive Officer

## PART B – OTHER INFORMATION

### 1. RISK FACTORS

Not Applicable

### 2. LISTING AND ADMISSION TO TRADING

- |       |   |   |
|-------|---|---|
| (i)   | Listing:  | Euronext Paris  |
| (ii)  | Admission to trading:                                       | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris as from the Issue Date |
| (iii) | Estimate of total expenses related to admission to trading: | €5,625  |

### 3. RATINGS

Ratings: Not Applicable.

### 4. NOTIFICATION

Not Applicable

### 5. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in “*Subscription and Sale*”, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### 6. THIRD PARTY INFORMATION AND STATEMENT BY EXPERTS AND DECLARATIONS OF ANY INTEREST

Not Applicable

### 7. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

Not Applicable

### 8. YIELD

Not Applicable

### 9. PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING

For information purposes only, CNO-TEC10 or EUR-TEC10-CNO, established in April 1996, is the percentage yield (rounded to the nearest second decimal point, 0.005 per cent. being rounded upwards) of a notional 10 year French Treasury Bond (*Obligation Assimilable du Trésor, OAT*) corresponding to the linear interpolation between the yield to maturity of two actual OATs (the **Reference OATs**) whose periods to maturity are closest in duration to the notional 10 year OAT, one Reference OAT's duration being of less than 10 years and the other Reference OAT's duration being greater than 10 years.

The Issuer does not intend to provide post issuance information.

### 10. PERFORMANCE OF RATE OF EXCHANGE

Not Applicable

**11. EXPLANATION OF EFFECT ON VALUE OF INVESTMENT, RETURN ON DERIVATIVES SECURITIES AND INFORMATION CONCERNING THE UNDERLYING**

Not Applicable

**12. POST-ISSUANCE INFORMATION CONCERNING THE UNDERLYING**

Not Applicable

**13. OPERATIONAL INFORMATION**

ISIN Code: FR0011227339

Common Code: 076555176

Depositories:

(i) Euroclear France to act as Central Depository: Yes

(ii) Common Depository for Euroclear and Clearstream Luxembourg: No

Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

The aggregate principal amount of Notes issued has been translated into Euro at the rate of [●] producing a sum of: Not Applicable