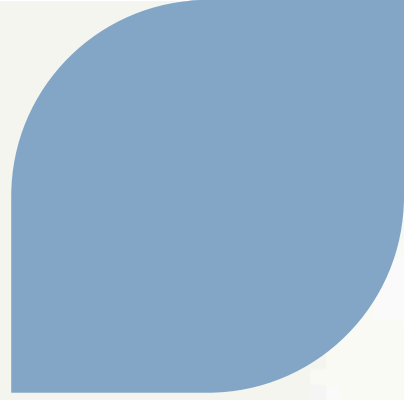


2013 Ordinary and Extraordinary General Shareholders' Meeting

Tuesday, May 7, 2013
Paris

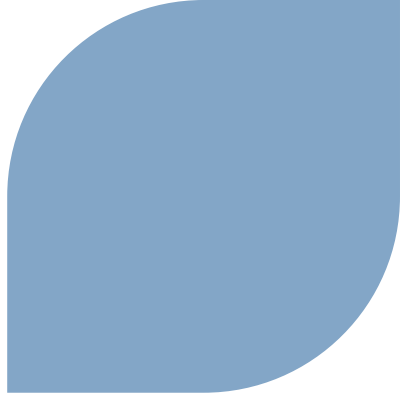




**Please turn off
your mobile
phones**

Canaux de traduction

Translation channels



Canal 1

Français

Channel 2

English

What to do if Salle Wagram is evacuated

- **Upon hearing the evacuation announcement:**
 - Leave your seat immediately to go to the nearest emergency exit
 - Stay calm
 - Use all exits available at the rear of the room
 - Use the central staircase to the street (Avenue de Wagram)
- **A siren will sound after the evacuation announcement**
- **Do not turn around or return to the room unless the safety staff authorizes you to do so**
- **Please call the shareholder department's toll-free number to find out when the meeting will reconvene**

2013 Ordinary and Extraordinary General Shareholders' Meeting

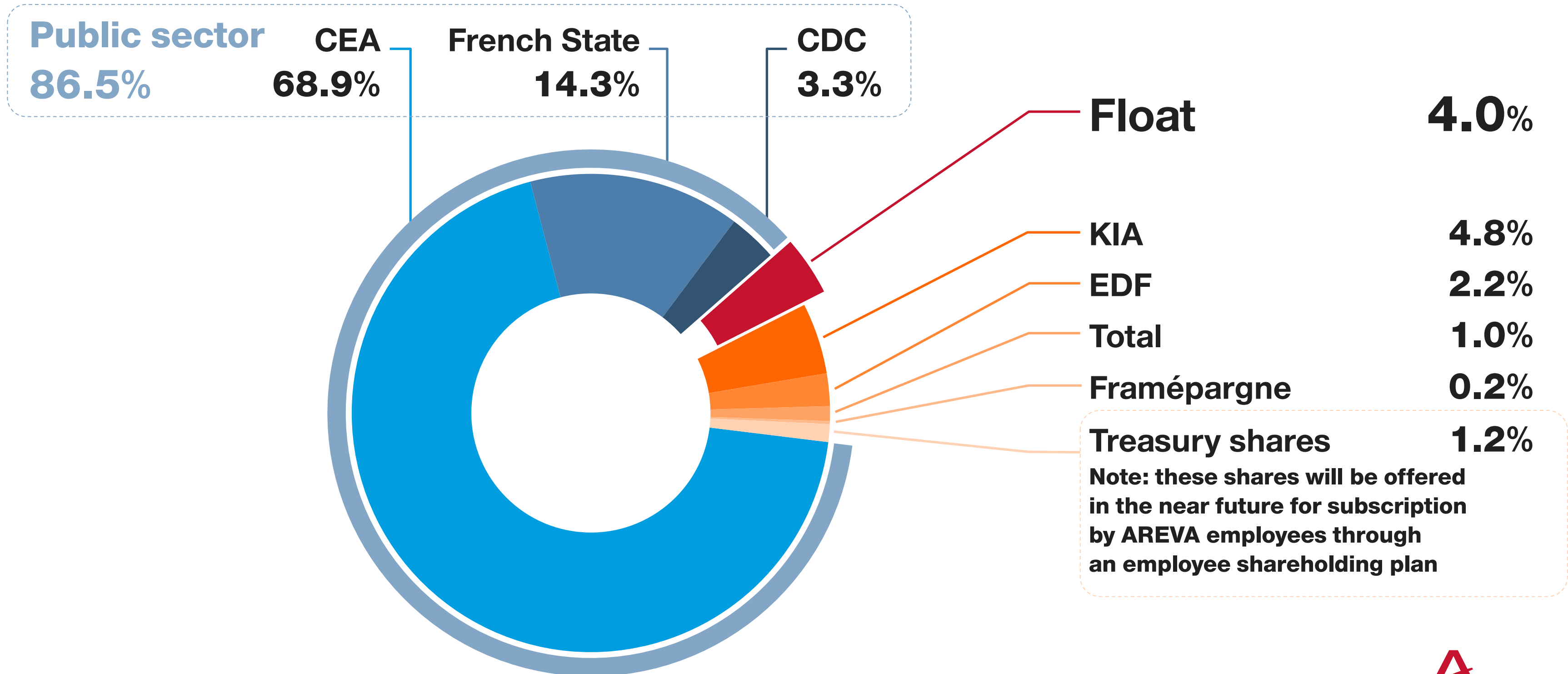
Tuesday, May 7, 2013
Paris



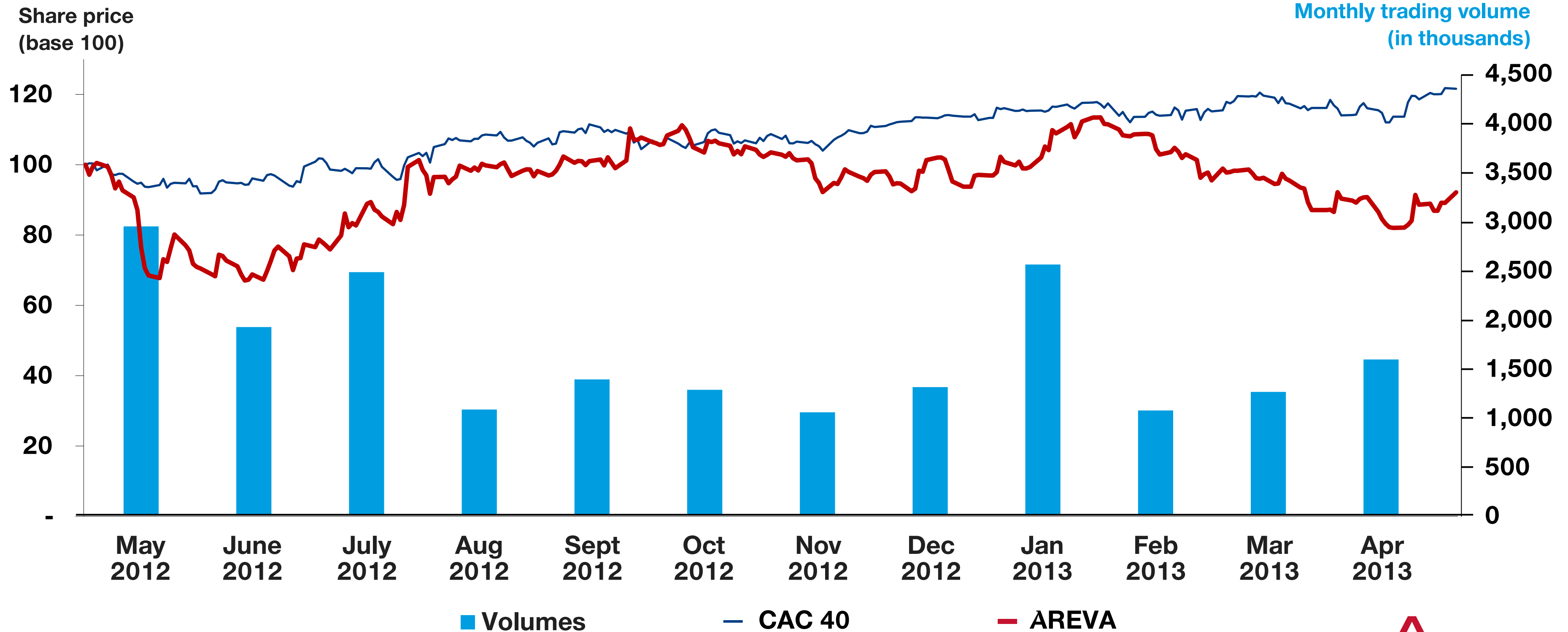
AREVA & You



AREVA's shareholders as of April 30, 2013



Share price since May 2012



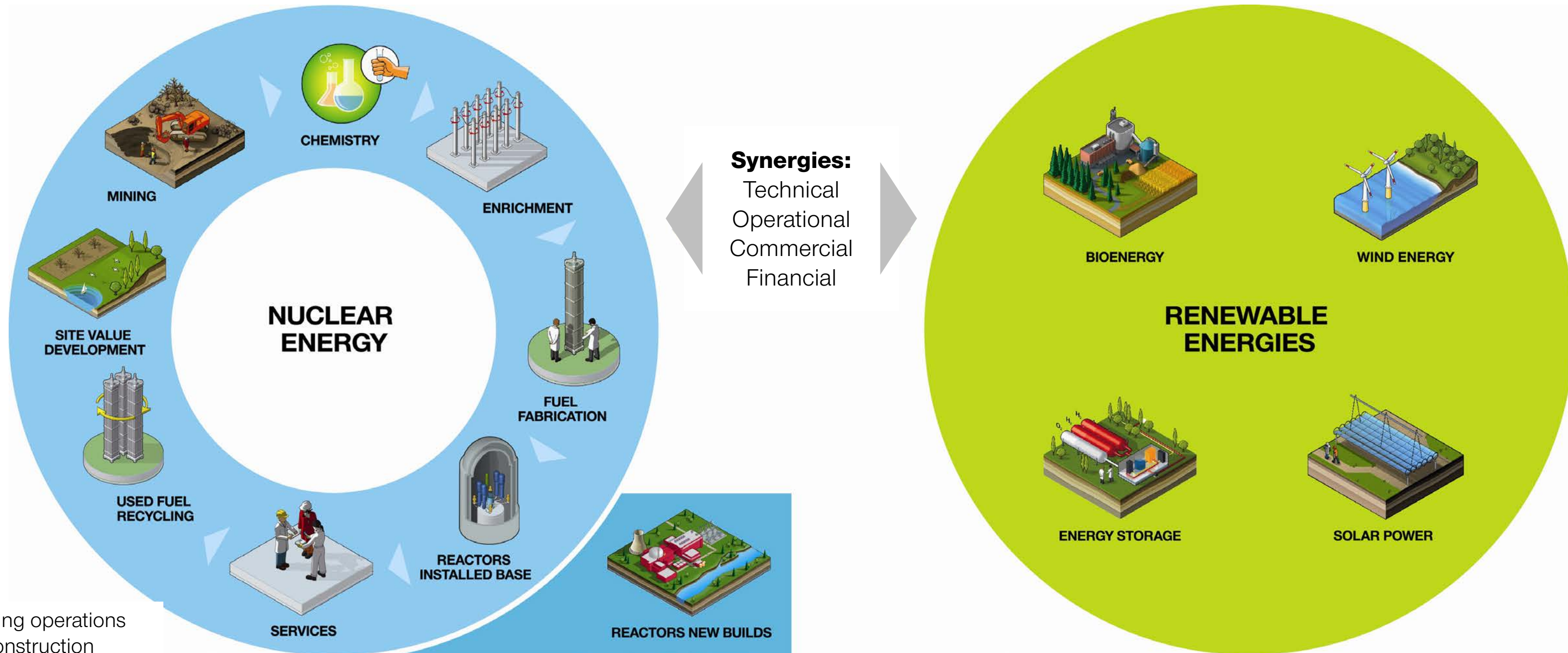
AREVA and its individual shareholders



* Resolution 12, if adopted, would transfer the registered office to the AREVA Tower, Paris-La Défense

2012 Highlights

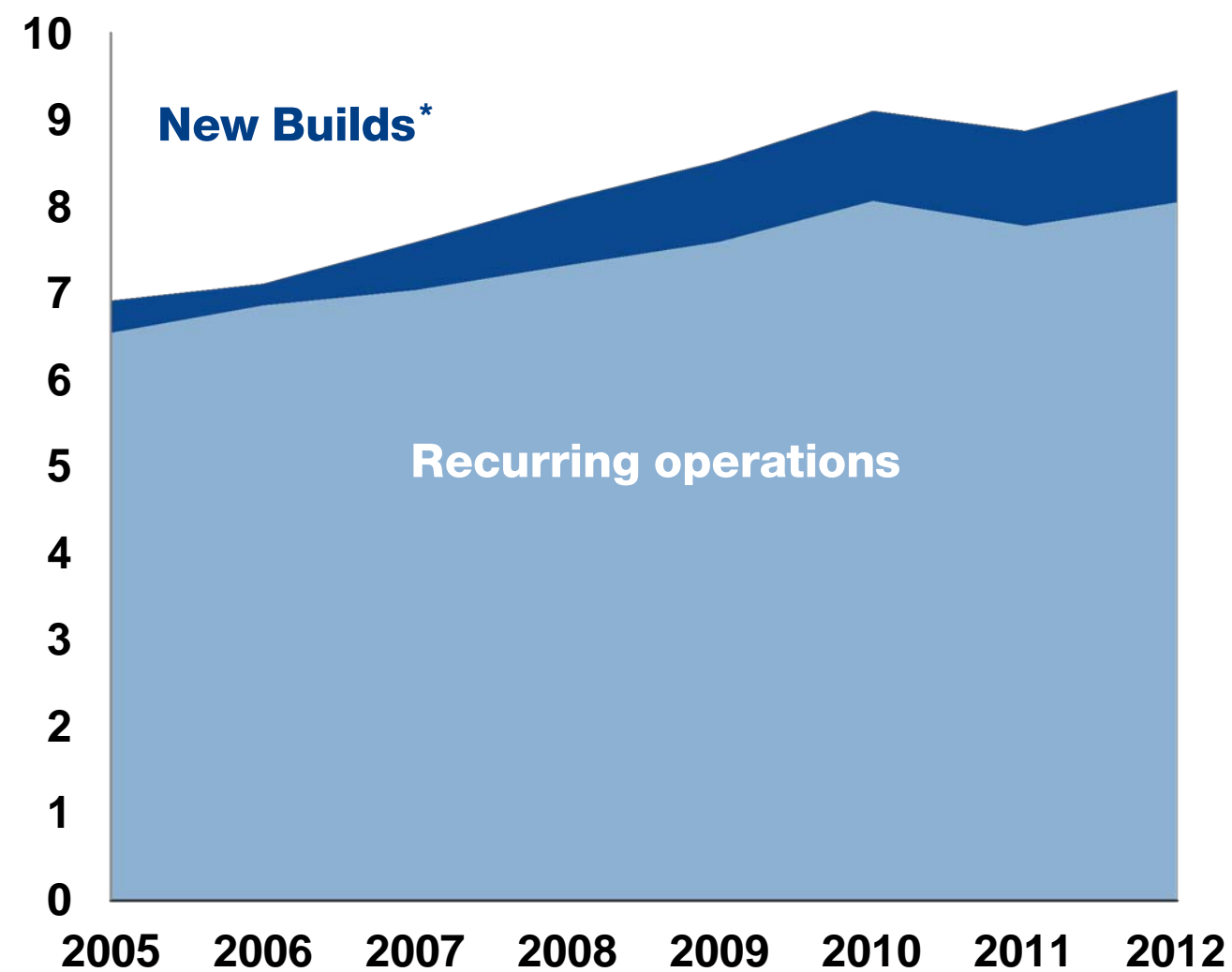
A complementary offering for more energy with less CO₂



85% of the group's revenue is generated by recurring operations

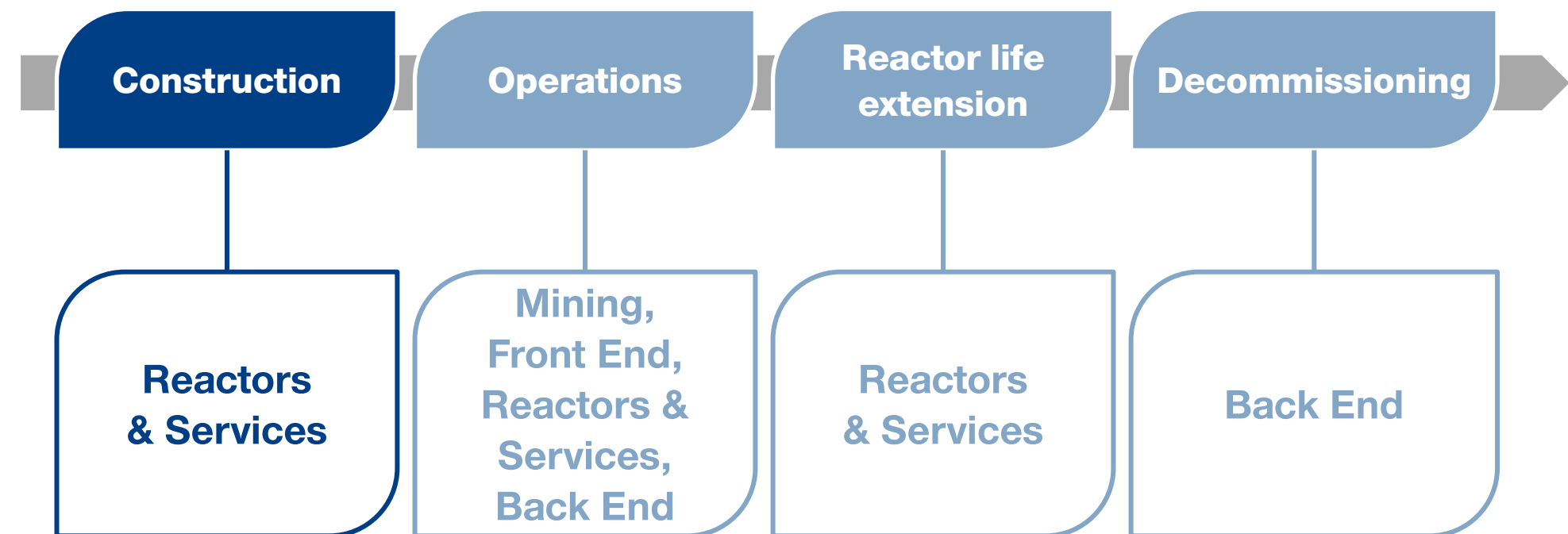
Recurring operations: a solid foundation

Revenue (in €bn)



* Nuclear and renewables

Opportunities in all phases of the reactor lifecycle



AREVA, active on every continent

€45.4bn in backlog
at December 31, 2012

€9.342bn of revenue in 2012

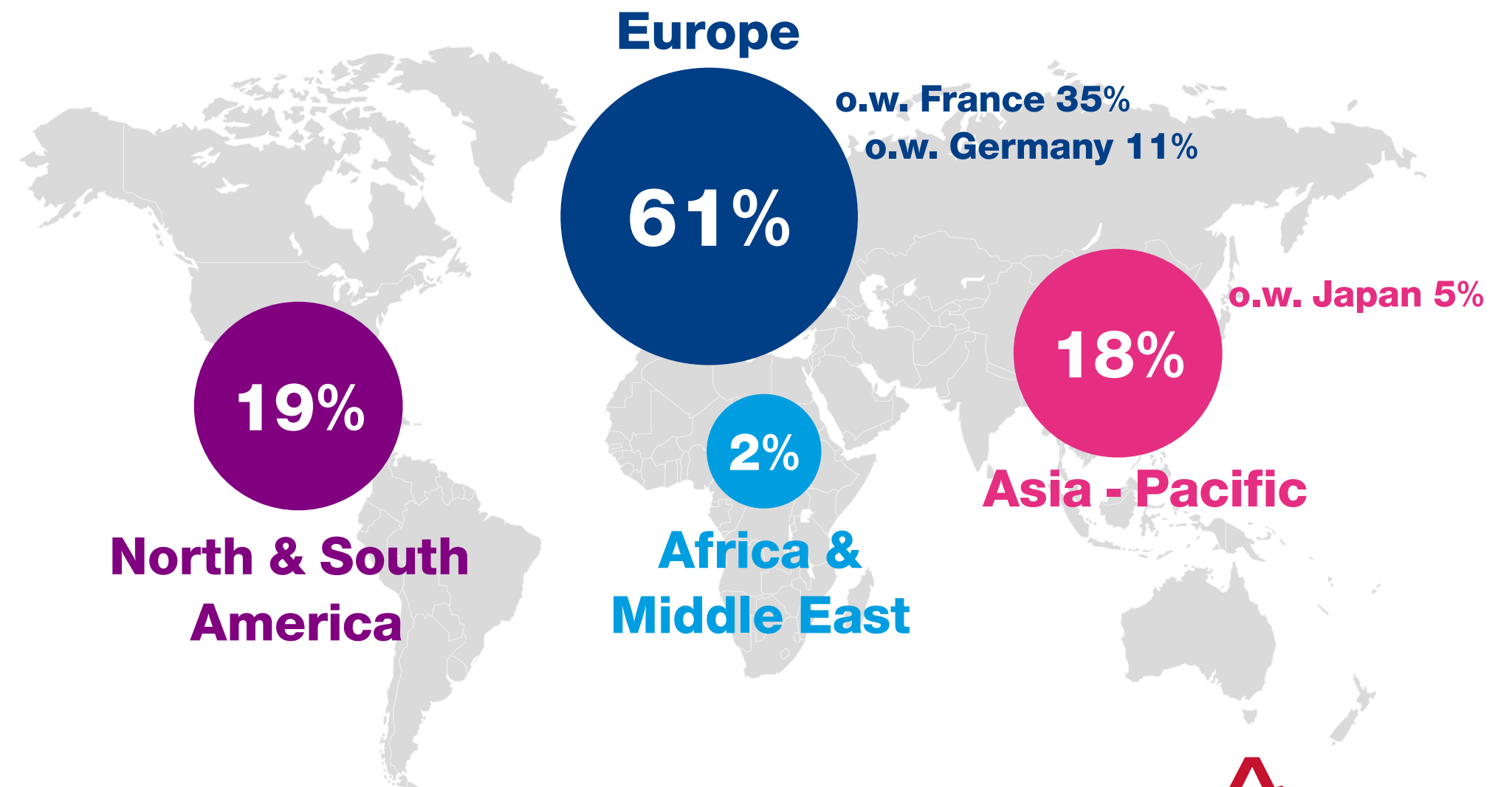
46,513 employees in **25** countries

900 experts

8,000 patents

5% of revenue allocated to R&D*

Revenue by region in 2012



* Including capitalized R&D

Energy policies that support the development of our markets



World Energy Outlook 2012 report: strong and stable outlook in AREVA's business sectors

The French Nuclear Policy Council confirms the country's nuclear policy

ASN report on Supplementary Safety Assessments (SSA) - Nuclear operators submit their proposals to ASN after the assessments

Cour des Comptes report on costs in the nuclear industry

Launch of the debate on energy transition

Result of call for tender in offshore wind



Election of the Japanese liberal party, which supports nuclear energy

Restart of the Ohi 3 & 4 reactors in Japan



Reform of the energy market to support the production of low-carbon power

The EPR™ reactor is certified: only Gen III+ reactor certified in the country



Green light for the start of new reactor projects, with priority given to generation III



Approvals for lifecycle extension projects and completion of older projects / new builds

Group highlights 2012 (1/2)

JANUARY

FEBRUARY

MARCH

APRIL

MAY

JUNE

4

Mining/Front End:
Contract with
Xcel Energy



30

Sale of
Sofradir

8

Bond issue

21

Private bond
placement

27

Front End:
Contract with
FirstEnergy

6

Renewables:
Call for tender
in Saint-Brieuc



13

Front End:
Contract with EDF

10

1st Annual
General Meeting
of shareholders



16

Sale of
ERAMET

1

Mining:
Agreements
with CNNC

7

Front End:
Eurodif shut down

11

Sale of
Millennium

Group highlights 2012 (2/2)

JUL

AUG

SEPT

OCT

NOV

DEC

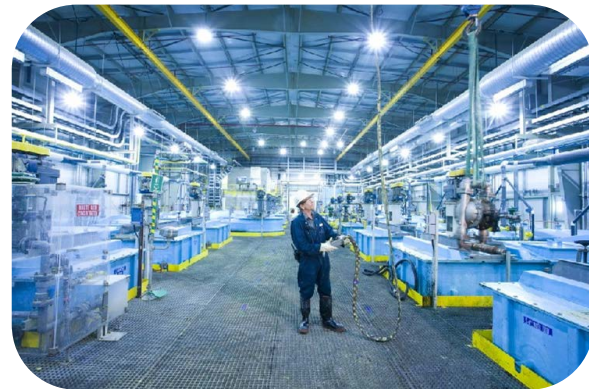
15

Mining/Front End:
Contract with ENEC



24

Mining:
Long term
contracts with EDF



22

Exclusive
negotiations
for the takeover
of Canberra

14

Renewables:
New offices open
in Le Havre

13

R&S:
EPR™ design
approved by UK
authorities



28

Sale of
La Mancha

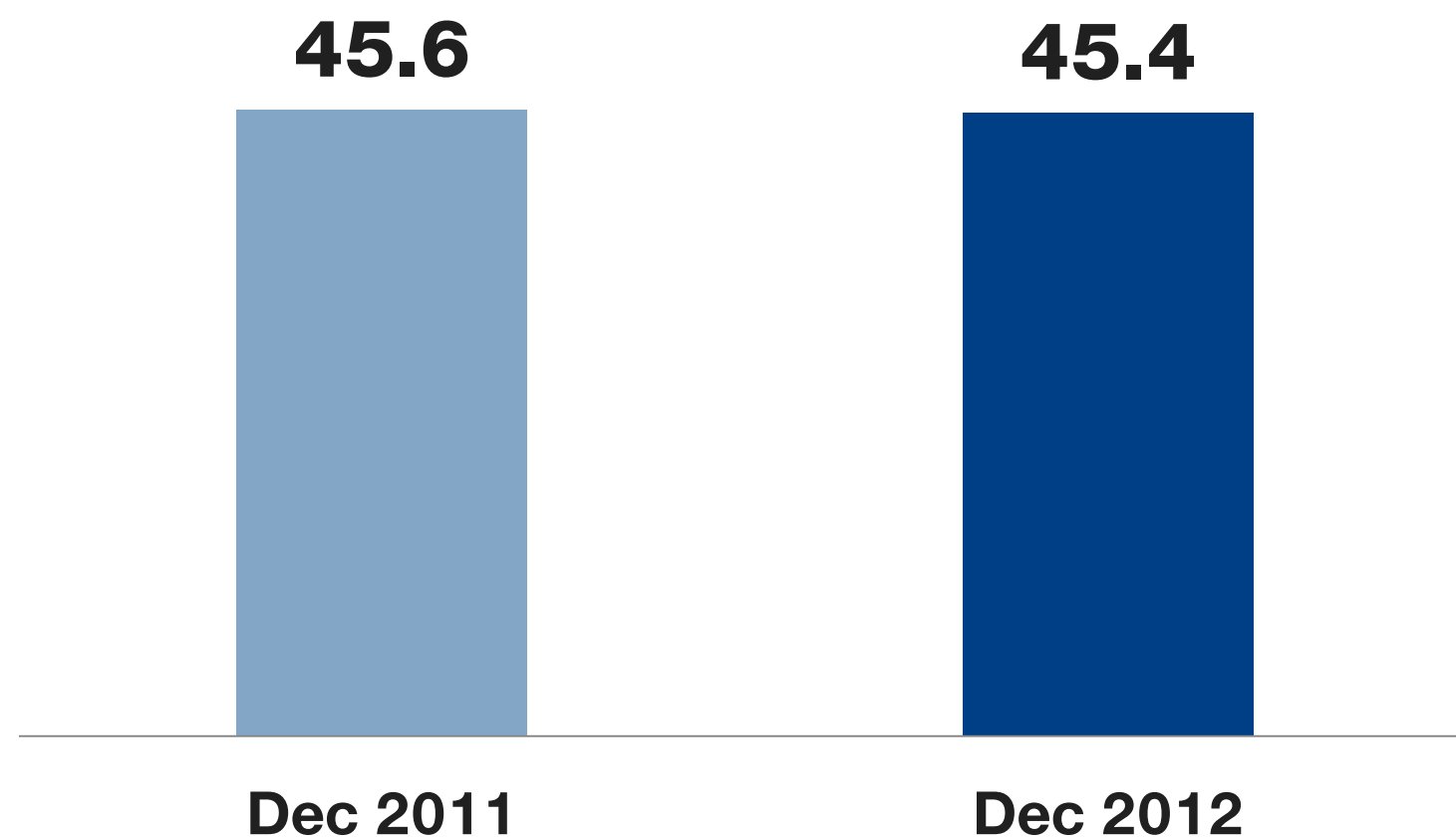
Annual results 2012



Commercial dynamism and successful execution of strategy

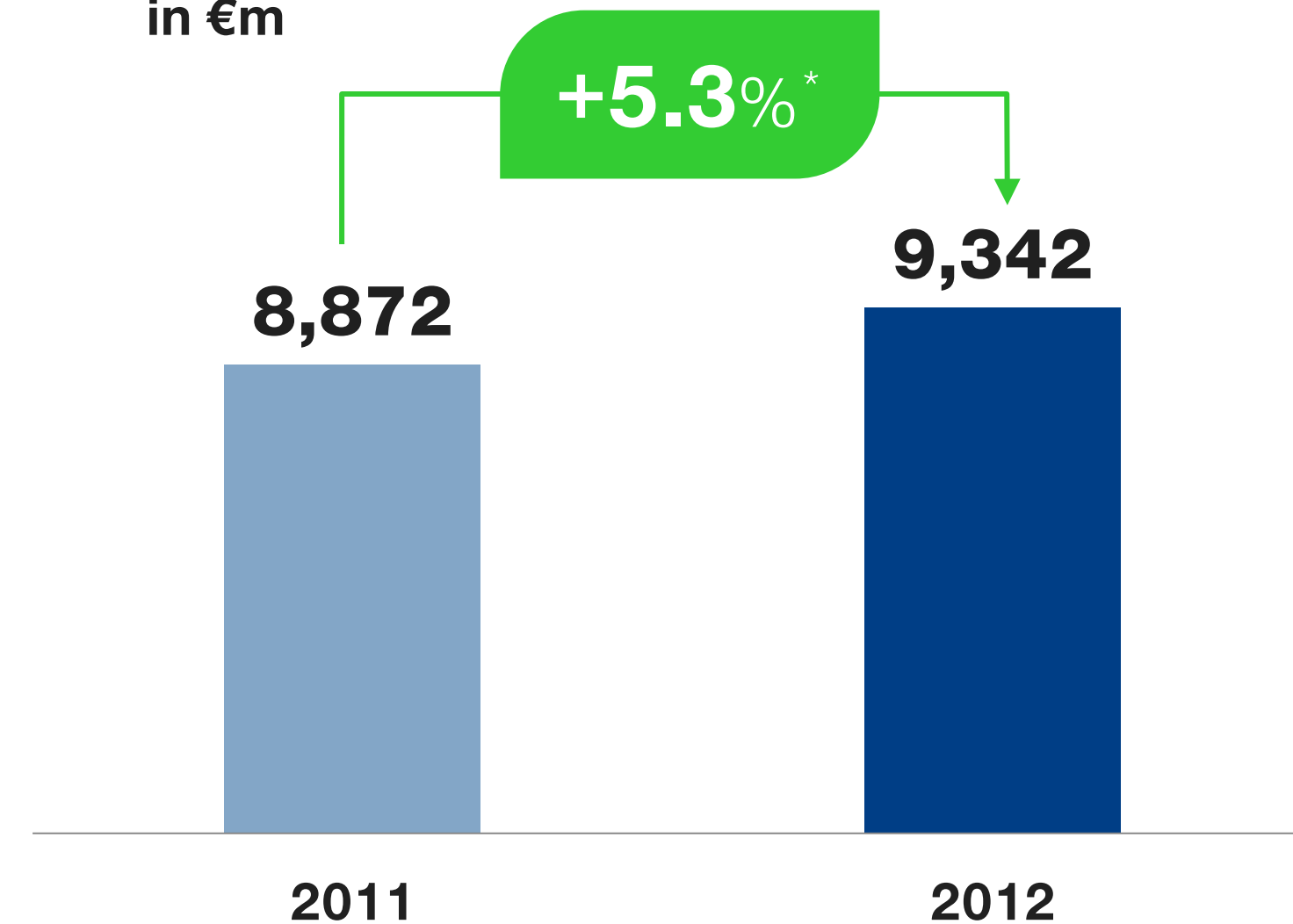
Backlog renewal

in €bn



Revenue growth

in €m

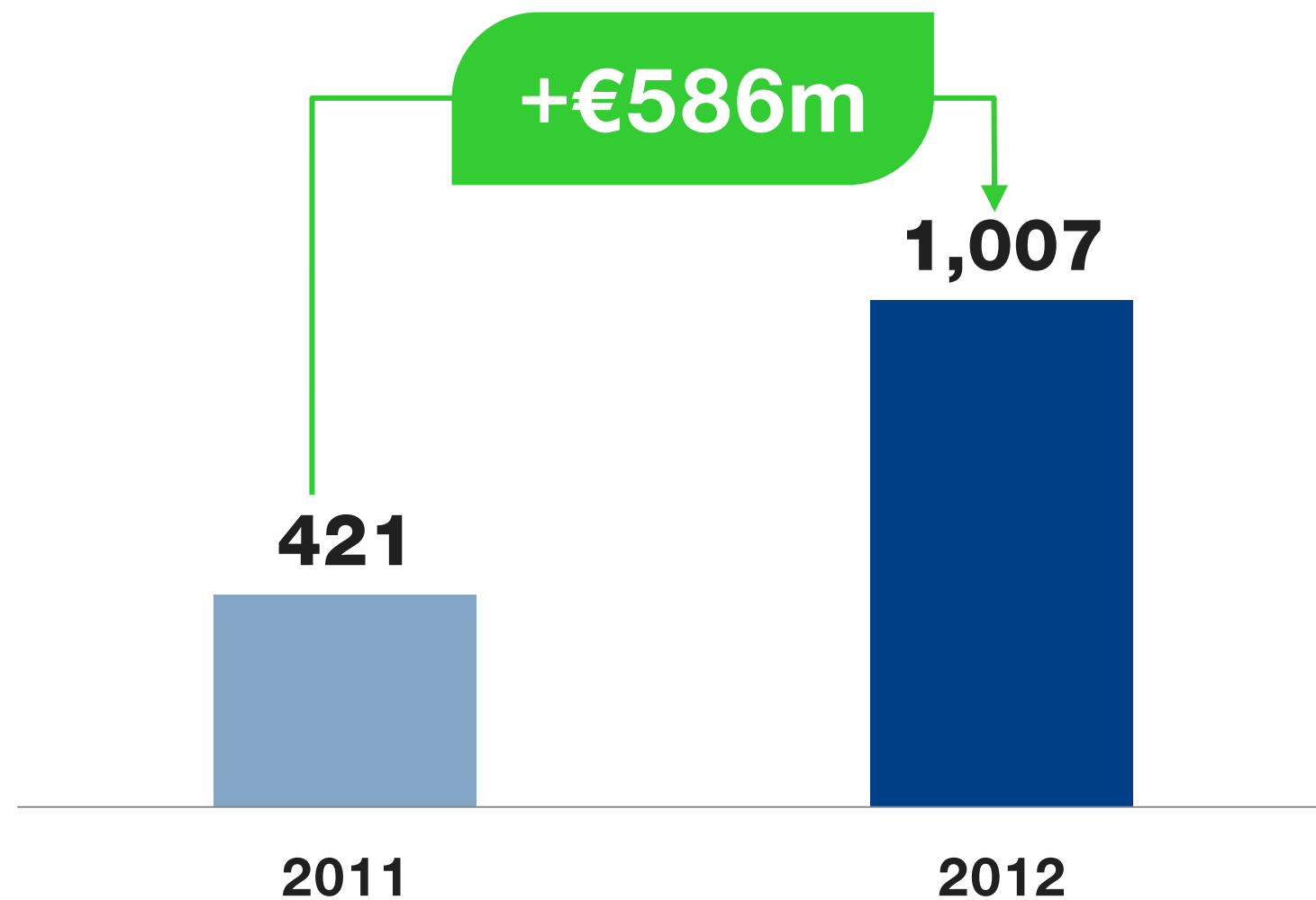


*+4.4% like for like

Significant improvement in performance one year after the launch of Action 2016

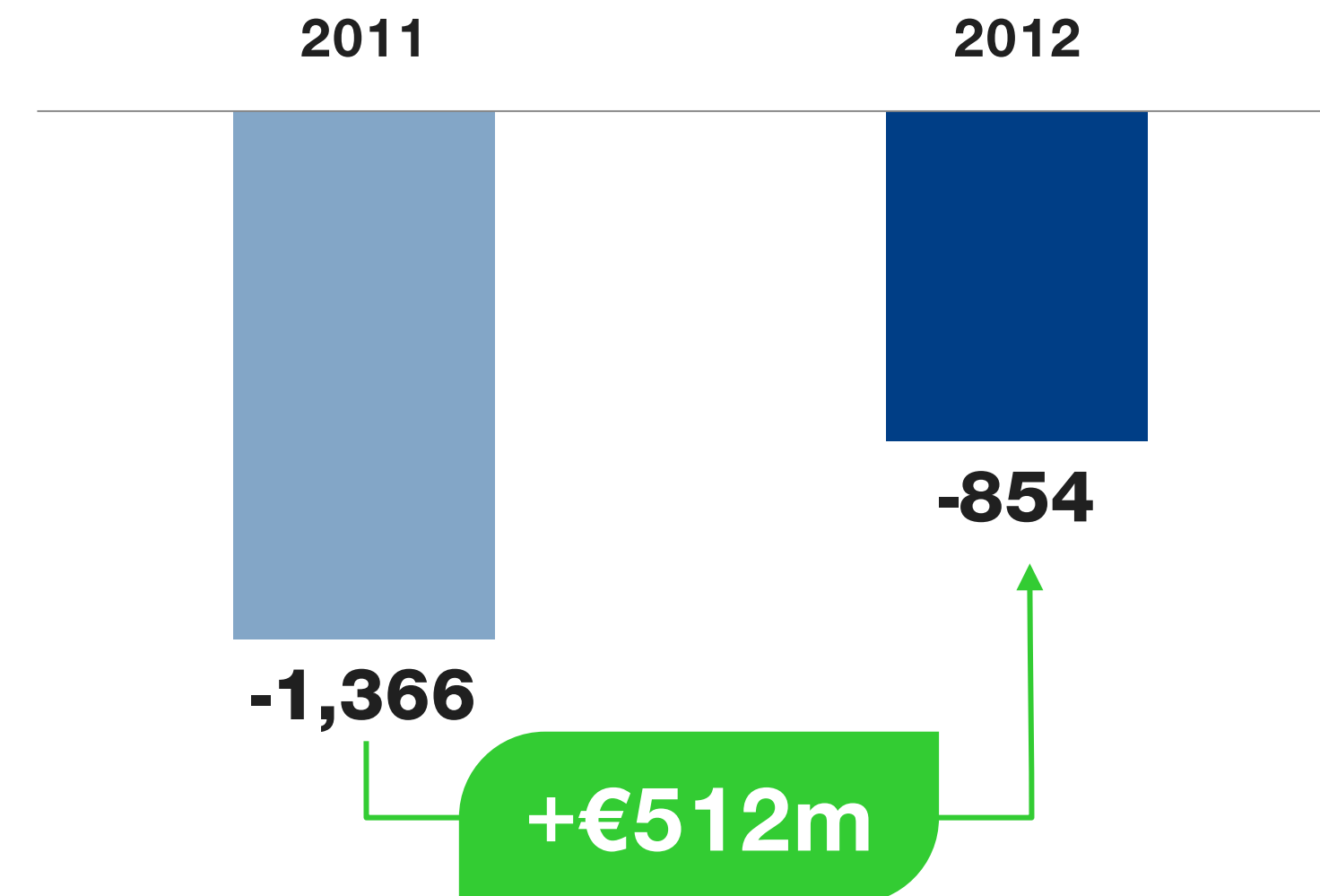
Sharp increase in EBITDA

In €m, excl. Siemens impact and asset disposals in 2012*



Marked improvement in free OCF

In €m, excl. Siemens impact and asset disposals in 2012**



* Damages received from Siemens in 2011: €648m and impact of asset disposal plan in 2012: €218m

** €648m in damages received from Siemens, less €1,679bn for AREVA NP share purchase and impact of asset disposal plan in 2012: €273m

Mining

A record year

in €m	2011	2012	Change	
Backlog	10,230	12,036	+1,806	↑
Contribution to consolidated revenue	1,289	1,360	+71	↑
Operating income	(1,168)	352	+ 1,520	↑
including impairment	(1,456)	(165)	+1,291	
EBITDA*	449	425	-24	↓
Change in operating WCR	(33)	261	+295	↑
Net Capex*	(595)	(497)	+98	↑
Free operating cash flow before tax*	(179)	190	+369	↑

* EBITDA adjusted for €218m and net Capex and free operating cash flow before tax adjusted for €273m (disposal of Millennium and La Mancha in 2012)

Front End

Capex for the future

in €m	2011	2012	Change	
Backlog	18,072	18,047	-26	⊖
Contribution to consolidated revenue	2,283	2,049	-234	↓
Operating income	(766)	145	+911	↑
including impairment	(474)	(143)	+331	
EBITDA	179	294	+115	↑
Change in operating WCR	158	7	-151	↓
Net Capex	(927)	(1,182)	-255	↓
Free operating cash flow before tax	(589)	(958)	-369	↓

Reactors & Services

A robust services business to the installed base

in €m	2011	2012	Change	
Backlog	9,108	8,314	-794	⬇️
Contribution to consolidated revenue	3,224	3,452	+228	⬆️
Operating income	(532)	(410)	+122	⬆️
including impairment	(125)	0	+125	
EBITDA	(399)	98	+498	⬆️
Change in operating WCR	174	44	-131	⬇️
Net Capex	(220)	(198)	+22	⬆️
Free operating cash flow before tax	(453)	(54)	+399	⬆️

Back End

Significant contribution to free OCF









in €m	2011	2012	Change	
Backlog	6,267	6,030	-237	↓
Contribution to consolidated revenue	1,582	1,732	+150	↑
Operating income	210	438	+229	↑
EBITDA	389	417	+29	↑
Change in operating WCR	(53)	(9)	+44	↑
Net Capex	(144)	(115)	+29	↑
Free operating cash flow before tax	198	293	+96	↑

Renewable Energies

Revenue multiplied by two

in €m	2011	2012	Change	
Backlog	1,778	844	-935	⬇️
Contribution to consolidated revenue	297	572	+275	⬆️
Operating income	(78)	(207)	-129	⬇️
including impairment	0	(94)	-94	
EBITDA	(85)	(59)	+26	⬆️
Change in operating WCR	35	(51)	-86	⬇️
Net Capex	(52)	(85)	-33	⬇️
Free operating cash flow before tax	(102)	(194)	-93	⬇️

Financial performance 2012

in €m	2011	2012	Change	
Operating income	(1,866)	118	+1,984	
Net financial income	(555)	(324)	+231	
o.w. net borrowing costs	(72)	(185)	-113	
o.w. net gain on sales of securities	1	(1)	-2	
o.w. income on equity interests*	(48)	26	+74	
Share in net income of associates	62	11	-51	
Income tax	(283)	120	+403	
Net income attr. to minority interests	(142)	24	+166	
Net income from discontinued operations	(2)	-	+2	
Net income attr. to owners of parent	(2,503)	(99)	+2,404	
Earnings per share	-€6.55	-€0.26	+6.29	

* Eramet in 2011 and Sofradir in 2012

EBITDA and free operating cash flow objectives largely exceeded

	Initial	Revised H1	Actual	
Revenue	Nuclear: +3 to 6%	Nuclear: +4 to 6%	Nuclear: +2%	
		Renewables: c. €600m	Renewables: €572m	✓
EBITDA	> €750m	> €950m	€1,007m	✓
Free operating cash flow before tax	> -€1.5bn	> -€1.25bn	-€854m	✓

AREVA: a committed
and responsible player



Committed teams



900
experts

4,900
talents
identified



1.5 million
hours
of training

21%
women
managers



38%
engineers
and managers

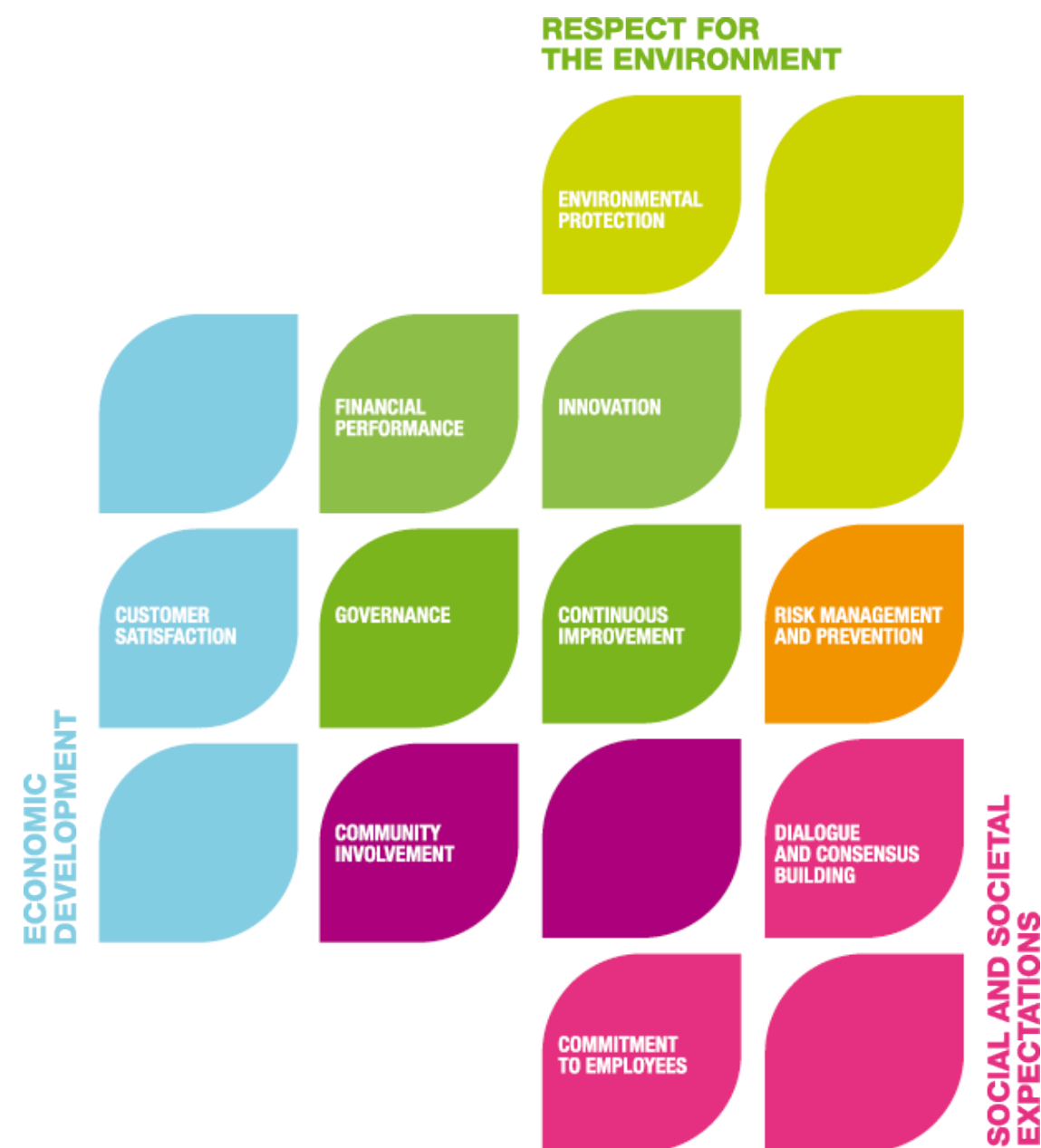


Diversity
Label



Social and environmental responsibility: AREVA commitment renewed in 2012

Our 10 commitments



Tangible results

- 100% offset of direct greenhouse gas (GHG) emissions
- AREVA Comurhex Malvési:** 1st industrial site in France to be ISO 50001-certified by AFNOR
- 100% of AREVA's regulated nuclear facilities **ISO 14001-certified**
- EITI compliance extended to include Kazakhstan**
- “Declaration of Sustainable Development for Suppliers”
- Diversity Label renewed
- AREVA, member of ICMM**
(International Council on Mining and Metals)



Corporate social responsibility

AREVA commitment renewed in 2012



105 projects

in

14 countries

with

46 projects

involving AREVA group employees

Fields of action



Education

66 projects in 5 years



Health

39 projects in 5 years



Culture

New field of action in 2012

Underprivileged populations

June 2012: program extended for 5 years

Partners for solidarity and sustainable commitment



Action 2016: progress report

Safety • Security • Transparency

**Commercial
priority given
to value
creation**

**Selectivity
in capital
spending**

**Debt
management**

Performance improvement

2012, a strong foundation to continue our turnaround

- **Confirmed growth in the nuclear and renewable energies businesses**
- **Recovery in performance:**
 - EBITDA and operating cash flow objectives largely exceeded
 - The cost reduction plan is on track
- **The group's Capex program is moving forward**
- **The asset disposal program is ahead of schedule:
more than €1.2bn in proceeds collected at year-end 2012**

Safety • Security • Transparency

**Commercial
priority given
to value
creation**

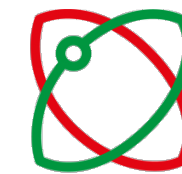
**Selectivity
in capital
spending**

**Debt
management**

Performance improvement

Contracts signed on every continent

- **Order intake in 2012:** +10.4% in the nuclear business
- **Record backlog** reached during the year



- **Safety Alliance:** 85 projects in 16 countries for 42 customers operating 225 reactors








AREVA
Safety Alliance

- **Forward Alliance:** meeting utilities needs to extend the lifecycles of their reactors while improving their safety through the end of the operating period

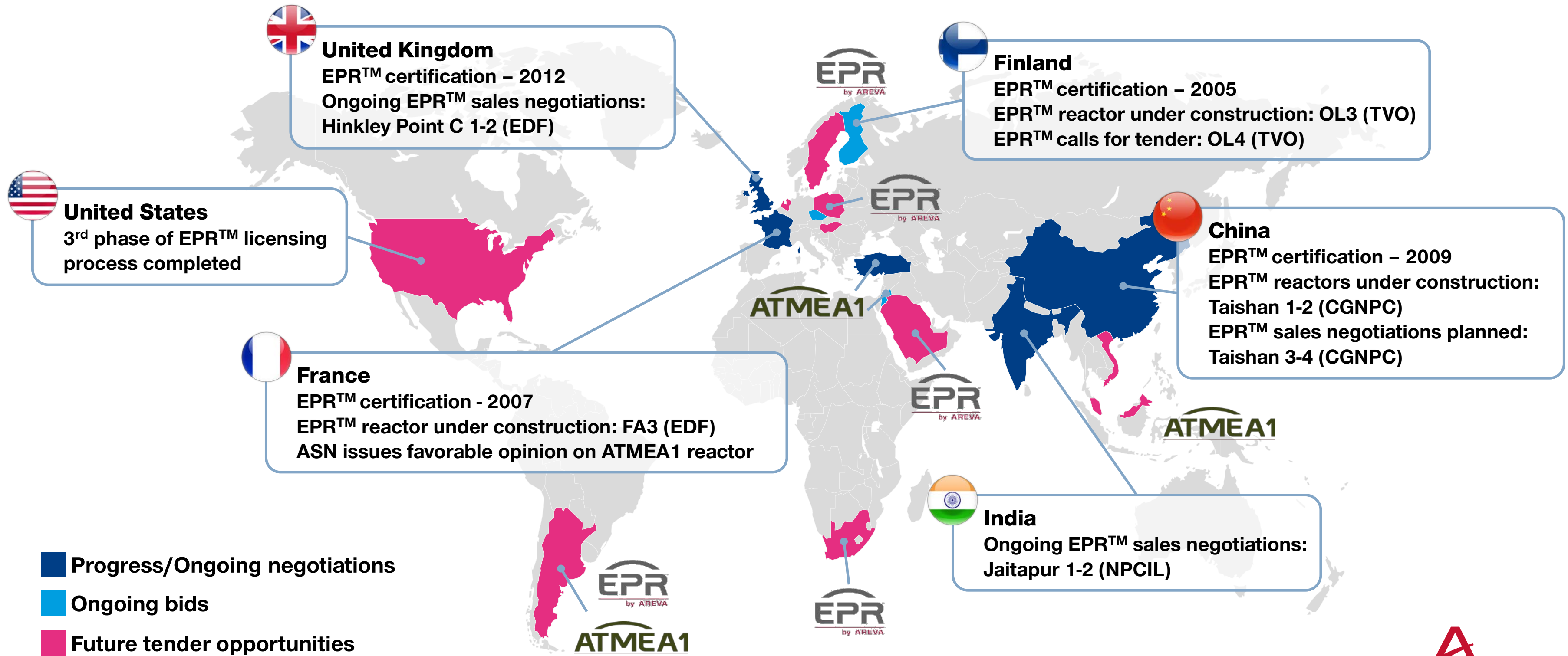


AREVA
Forward Alliance

Strengthened visibility in nuclear operations: 5 years of revenue in backlog

Backlog at March,31 2013		In value	Number of years of 2012 revenue in backlog	Approximate coverage of 2013 revenue forecast
	Mining	€12.0bn	9	c. 90%
	Front End	€18.1bn	9	c. 90%
	Reactors & Services	€8.1bn	2	c. 75%
	Back End	€5.9bn	3	c. 95%
	Renewable Energies	€0.7bn	1	c. 70%

Gen III+: AREVA is ahead of the competition - an economic advantage for our customers



Safety • Security • Transparency

**Commercial
priority given
to value
creation**

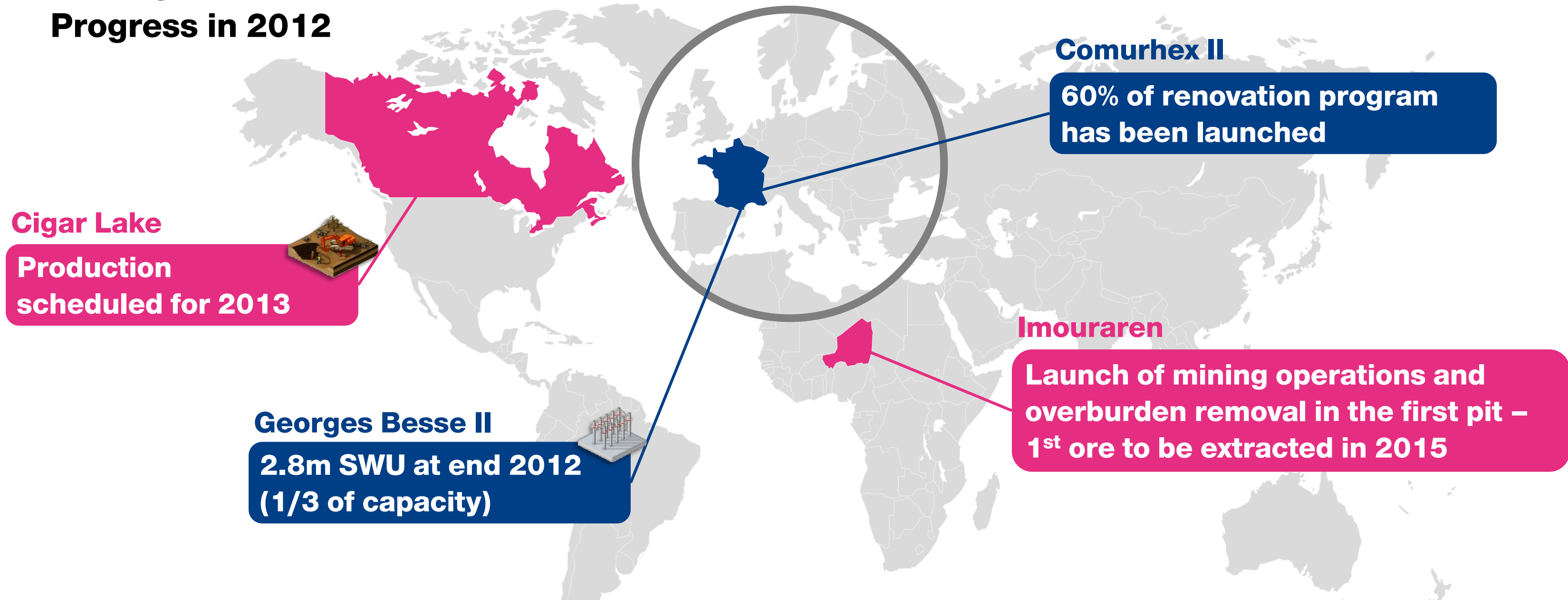
**Selectivity
in capital
spending**

**Debt
management**

Performance improvement

Our Capex program is moving forward

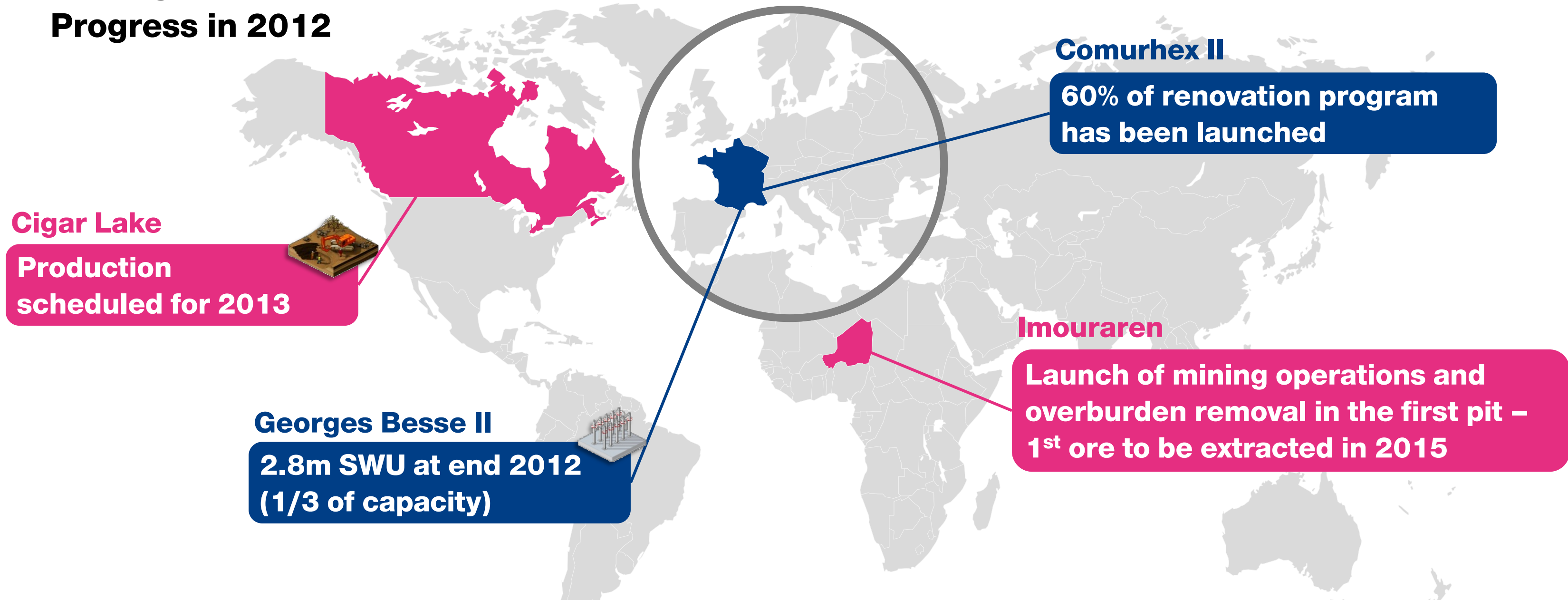
Strategic investments Progress in 2012



Almost 60% of all Capex focused on 4 sites

Our Capex program is moving forward

Strategic investments Progress in 2012



Almost 60% of all Capex focused on 4 sites

Safety • Security • Transparency

**Commercial
priority given
to value
creation**

**Selectivity
in capital
spending**

**Debt
management**

Performance improvement

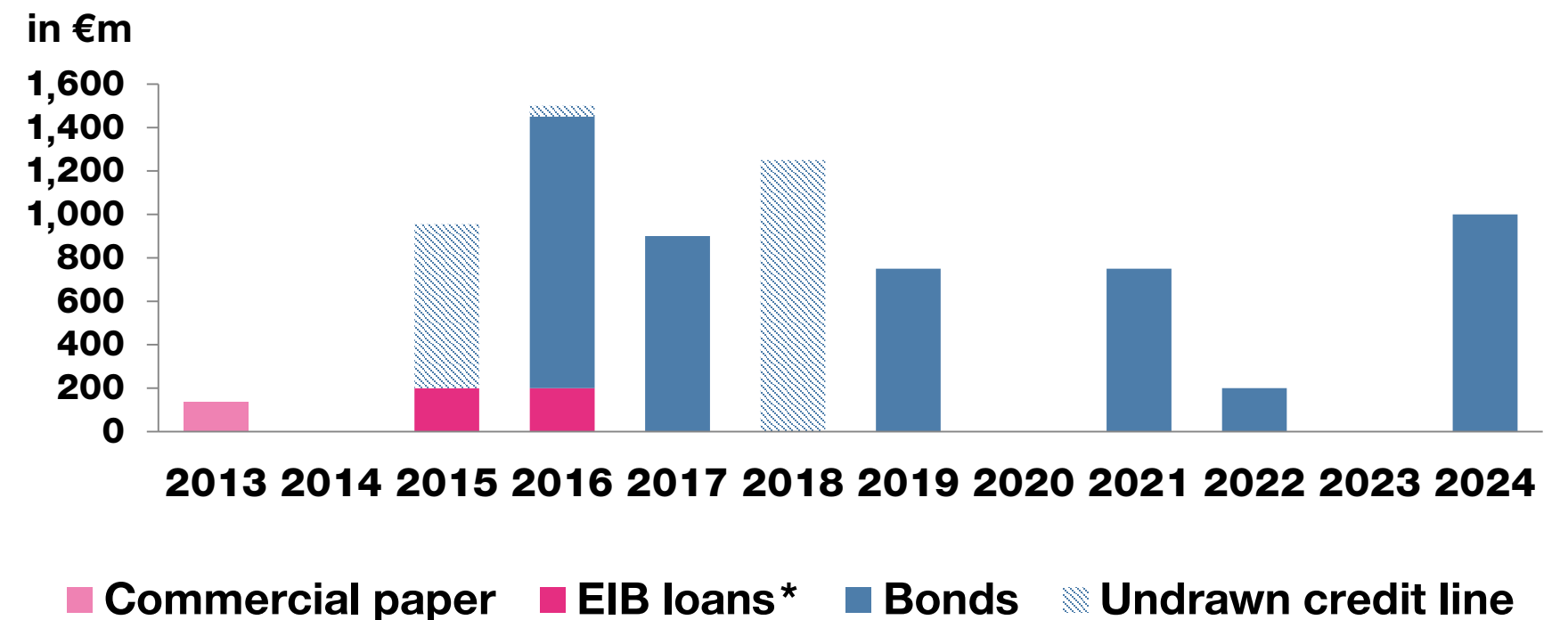
Asset disposal program ahead of schedule, debt structure managed

- Minimum 2012-2013 target for asset disposals has been largely achieved



SPA signed on April 3, 2013, with closing scheduled before the end of the 1st half of 2013

- Debt profile at March 31, 2013



- Liquidity

€1.6bn

Net cash available** at December 31, 2012

* EIB: European Investment Bank

** Cash, cash equivalents and other current financial assets, minus current borrowings

Safety • Security • Transparency

**Commercial
priority given
to value
creation**

**Selectivity
in capital
spending**

**Debt
management**

Performance improvement

The 5 pillars of performance improvement

Improving our performance

1

Safety & Security

Nuclear
& occupational
safety are our
absolute
priorities

2

Operations & Customers

Doing it right
the first time,
and on
schedule

3

Economic competitiveness

Generating
cash to ensure
our future

4

Technology & Innovation

Using
advanced
technologies to
create value for
our customers

5

People

Skilled teams
dedicated
to success

Aiming for excellence in Safety and Security at our sites



Nuclear Safety

2012

- 1 INES level 2 event in 2012 (vs. zero in 2011)
- 15 INES level 1 events in 2012 (vs. 19 in 2011)

Exemplary sites

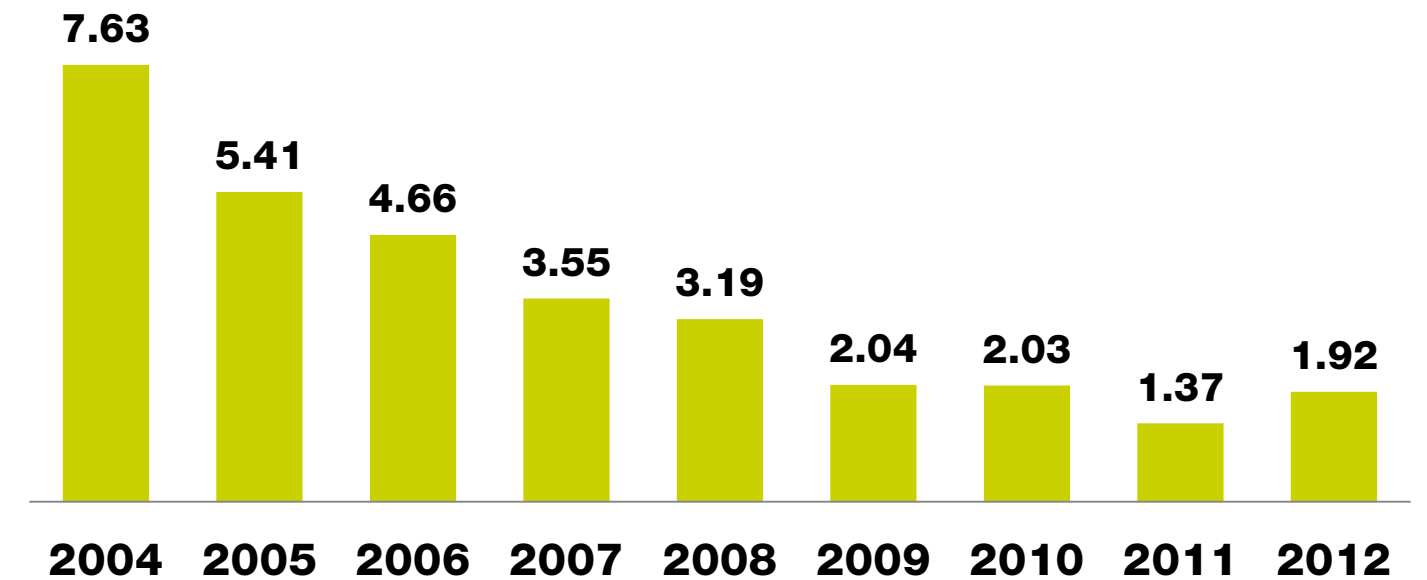
Lynchburg: more than **5 years** without a lost-time injury

Duisburg, Mécachimie: more than **2 years** without a lost-time injury

Jeumont, Mécagest and Creusot Mécanique: zero lost-time injury in **2012**

Industrial Safety

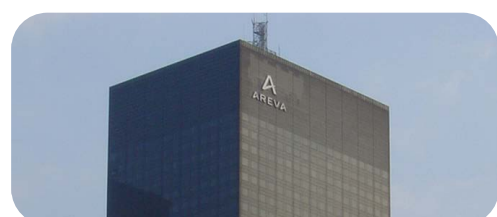
Number of accidents with lost time per million hours worked



2

Operations
& Customers

Improving our operating performance



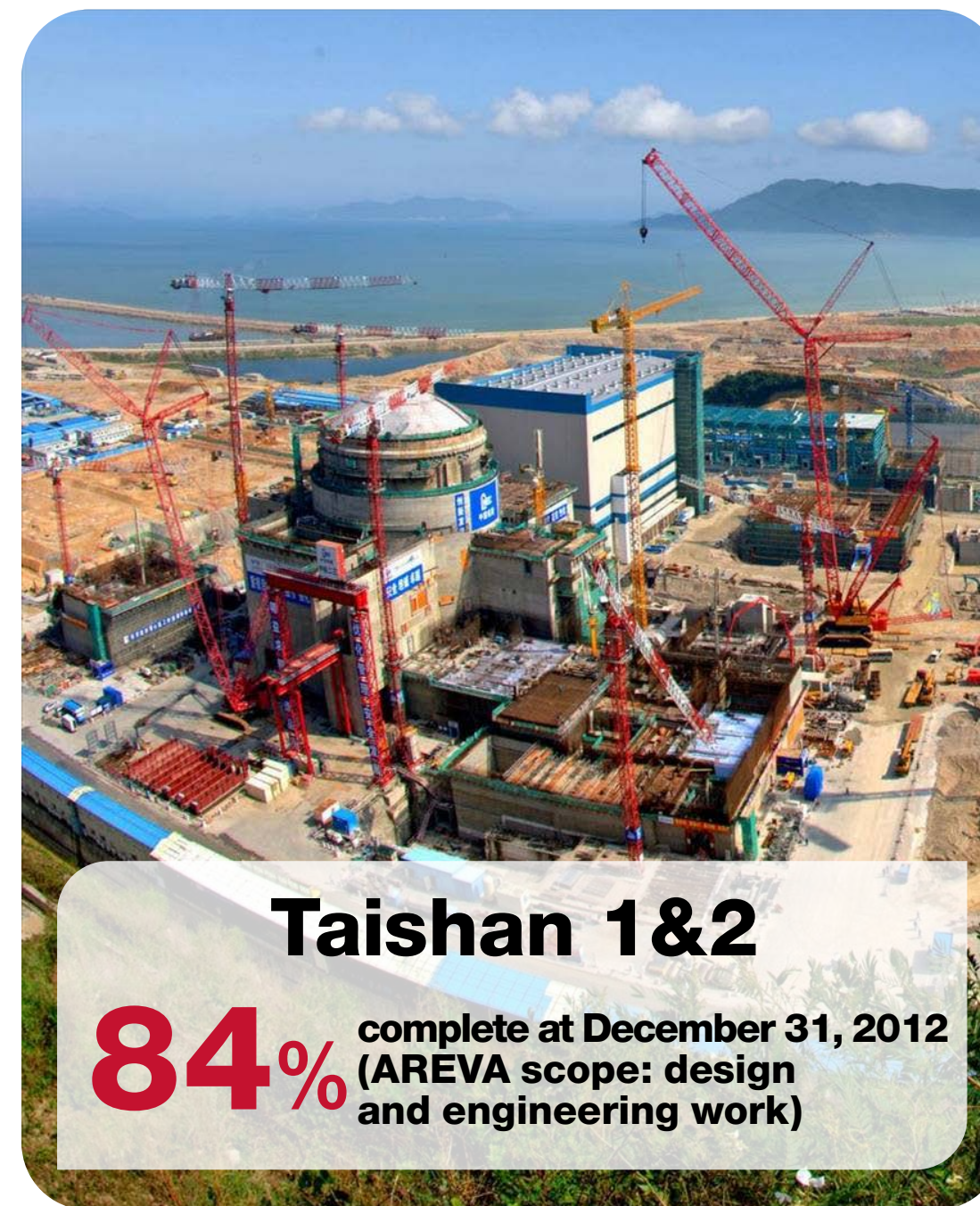
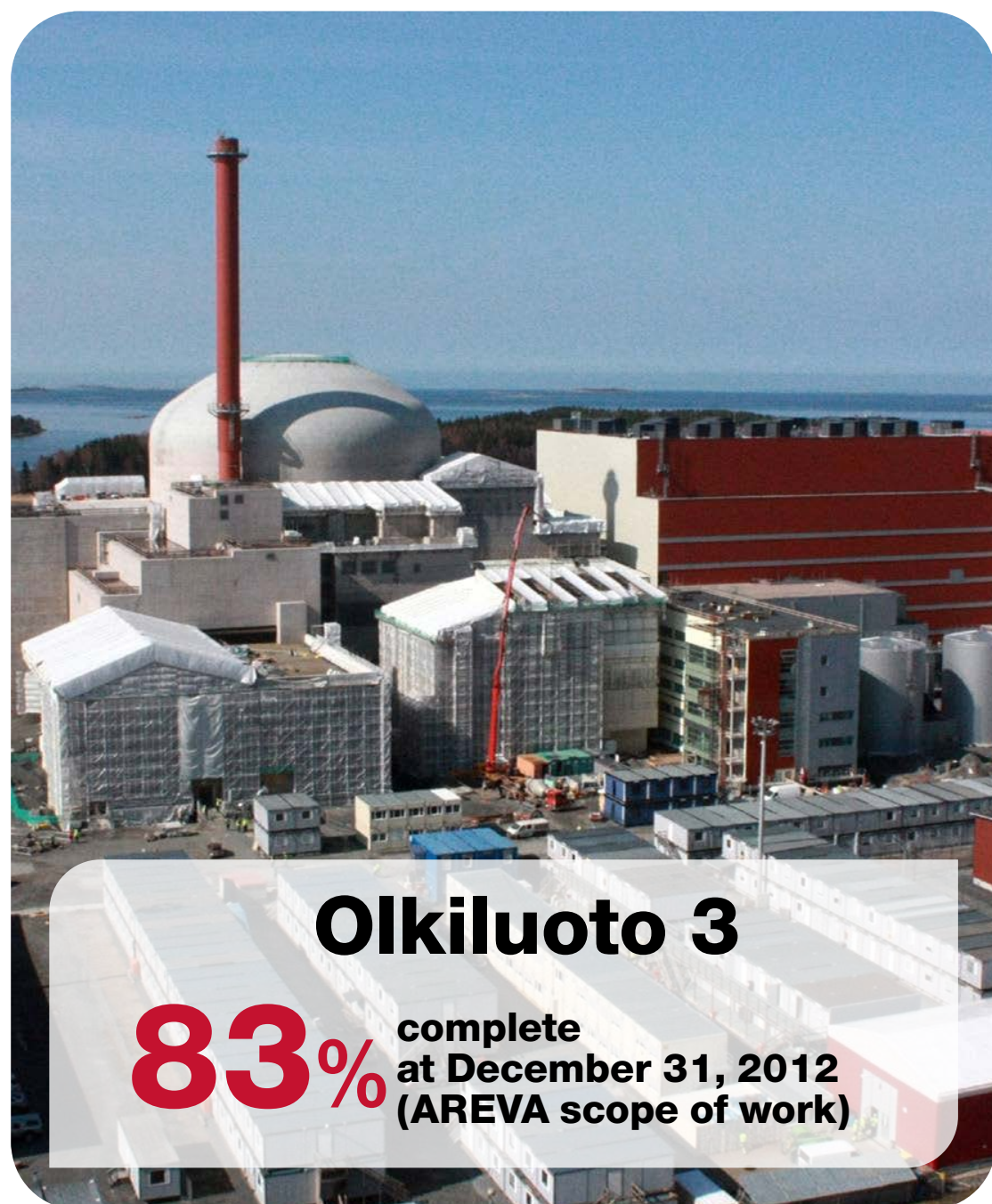
- **Mining:** record production (9,762 MTU^{*}) and streamlining of mining asset portfolio
- **Front End:** shut-down of Eurodif and ramp-up of **Georges Besse II** (1/2 of its installed capacity as of March 2013)
- **R&S:** EPRTM reactor **certification in the UK**
- **Back End:** record weekly production of MOX fuel and creation of the International Projects BU
- **Renewable Energies:** turbine production tripled (51 turbines produced in 2012)
- **Group:** establishment of the Asia-Pacific Region and creation of a center of excellence in dismantling

* Share reflected in financial consolidation

2

Operations
& Customers

Gen III+ reactors: unrivalled experience



AREVA
forward-looking energy

Objective: €1bn reduction in annual operating costs by 2015



- 35% of the 2015 objective secured by activities undertaken in 2012
- 45% of the 2015 objective already achieved by activities implemented at end 2012

■ Objective ■ Achieved⁽¹⁾ ■ Secured⁽²⁾ ■ Identified⁽³⁾

80% of the 2015 objective is already secured

(1) Contribution from actions implemented at end-2012 (annual cost basis)

(2) Contribution from actions undertaken in 2012 (annual cost basis)

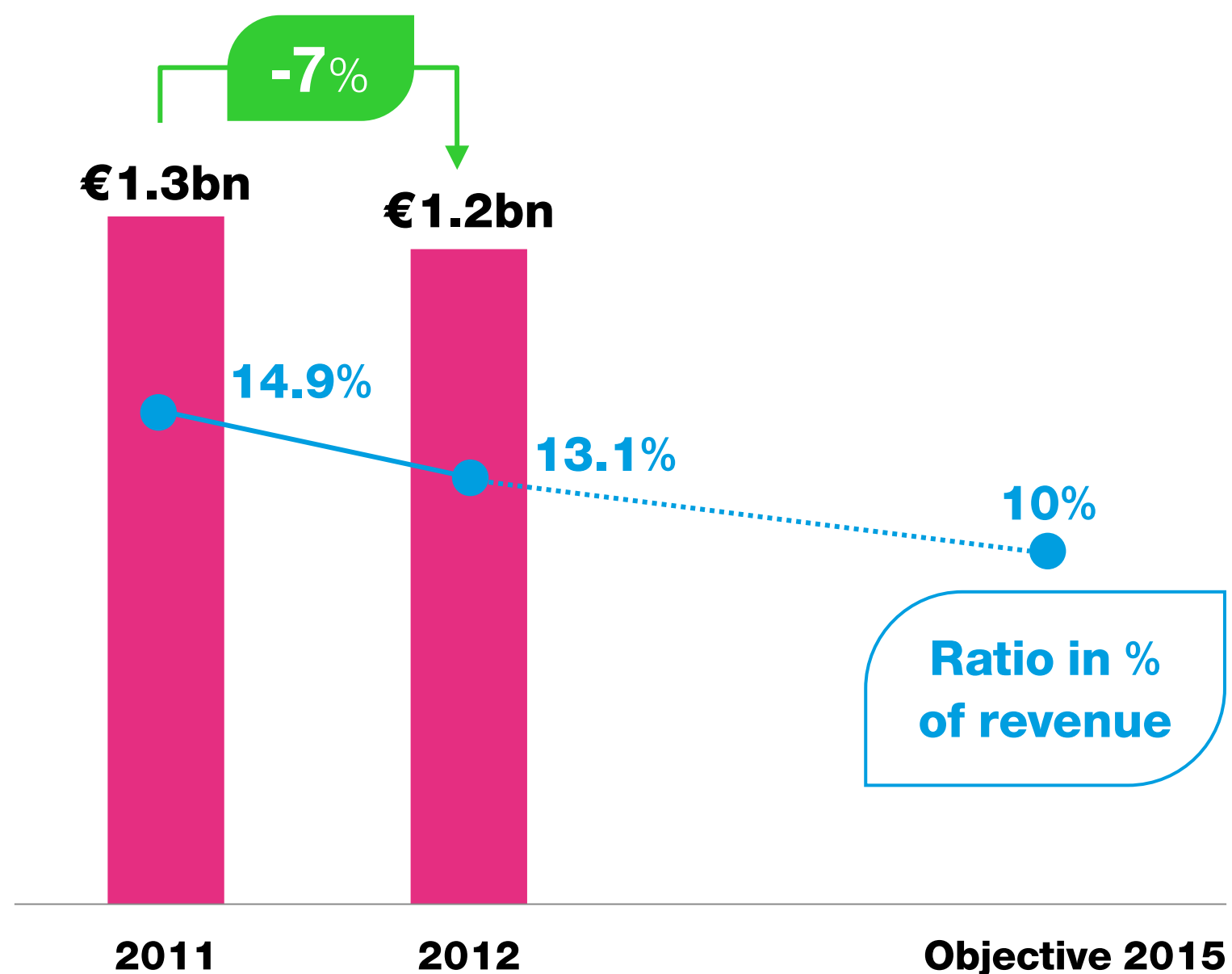
(3) Contribution from actions identified at end-2012 (annual cost basis)

3

Economic competitiveness

Increasing our economic competitiveness

Reducing costs in the support functions



- Optimization of the organization
- Simplification of our processes and reporting
- Reduction of external expenses

NB: in the consolidated statement of income, support function costs are charged to gross margin, marketing & sales, and general & administrative

4

Technology
& Innovation

A year of many achievements in technology



- **AREVA Med:** contract with Roche to create and operate together a cancer research laboratory
- Joint development of **two innovative solutions** to monitor radiological impacts in the Fukushima region (Japan)
- **Inauguration of a MOX R&D lab** at the Melox site
- **Inauguration of the Lynchburg Technical Center** (United States)
- **Signature of the SMR agreement** with EDF, CEA and DCNS (technical and economical feasibility study)
- Startup of operations at **the Myrte energy storage platform**
- **Acquisition of the torrefaction technology** (“green coal”)
- Inauguration of **a CSP solar R&D platform** at Beaumont-Hague (Normandy)

900 experts

8,000 patents

1,800 inventions

5

People

Building the group's talents

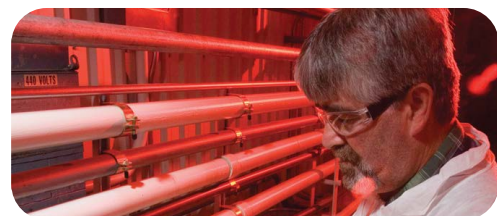


- **Developing expertise:** 1.5 million hours of training per year (equivalent to 1 week per employee)
- **Facilitating the transfer of skills:** 1,600 work-study employees, i.e. **5% of the workforce** in France
- **Recruiting more than 1,000 permanent employees in France**
- **Facilitating professional and geographic mobility:** 2,600 positions filled in AREVA last year, **60%** through internal mobility
- **Promoting diversity:** objective of **25% women** in management committees (already achieved for the Executive Management Board)

5

People

Deployment of an employee shareholding plan



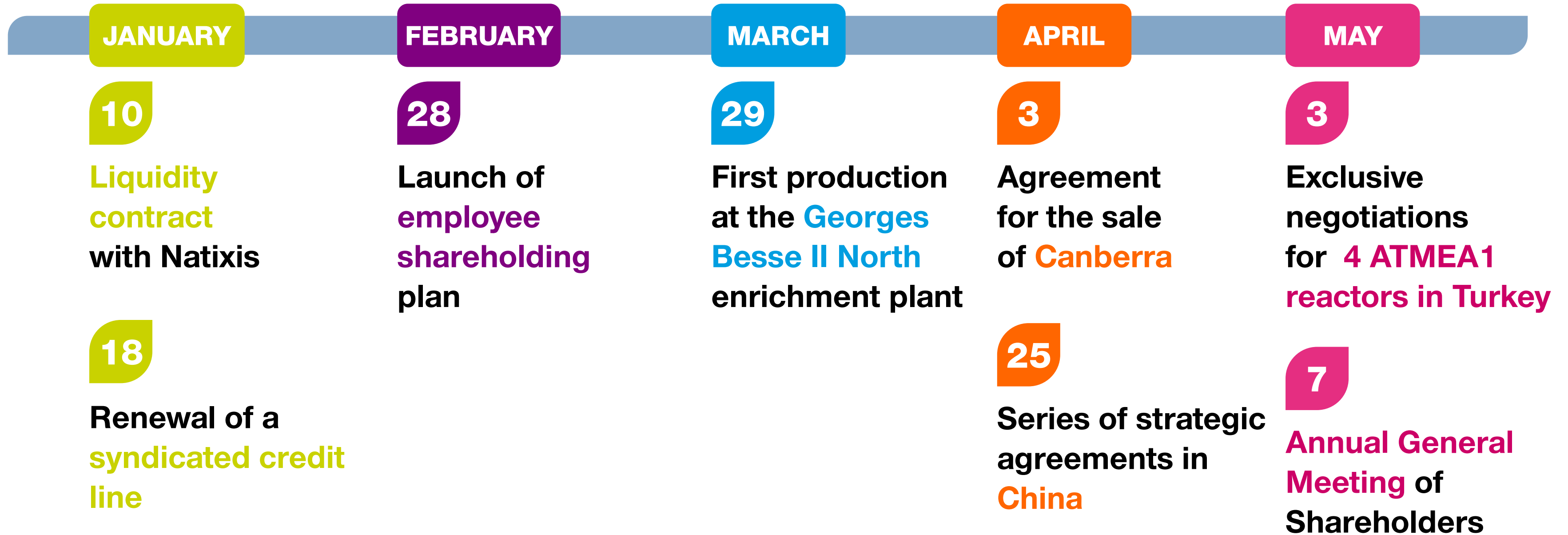
Objectives

- To associate AREVA employees in the **development** of their company
- To recognize the **commitment** of AREVA employees

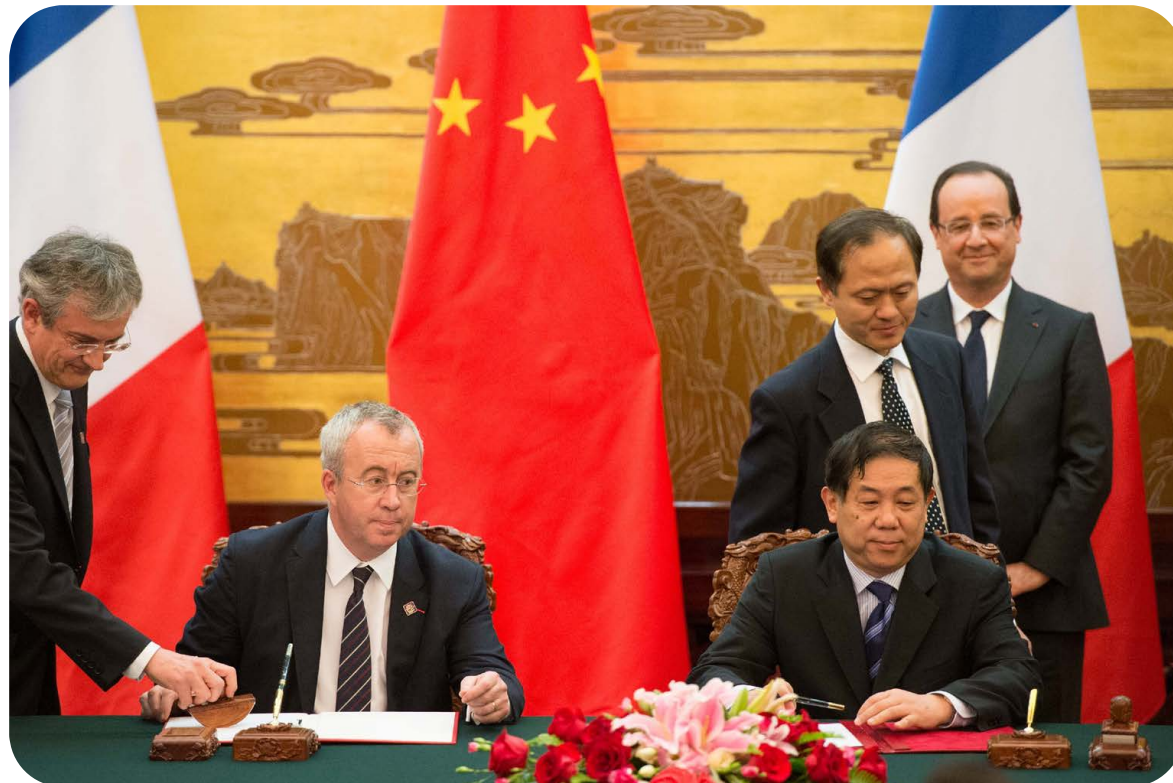
Terms

- **86% of employees eligible:** France, Germany, United States
- Sale of **treasury stock** (1.2% of the share capital available)
- **Subscription price:** average of opening share prices for the 20 trading days before May 15, i.e. during the period of April 16 - May 14 (included)
- Subscription period: from May 16 to May 31

Group highlights in 2013



April 25, 2013: AREVA signs a series of strategic agreements with its partners in China



- **Back End:** AREVA and CNNC signed a letter of intent to establish a **used fuel treatment and recycling plant** in China. This is **a major milestone** in the negotiation of the future sales contract for the plant
- **R&S:** industrial and operational cooperation agreement between CGNPC, EDF and AREVA regarding **Taishan** in particular. In this framework, the three partners will take **mutual advantage of their industrial experience in the nuclear field** and will contemplate **cooperation** on future international projects
- **Mining:** AREVA and CNNC confirmed progress in their discussions on the **potential acquisition by CNNC of an interest in the** AREVA subsidiary that holds 66.65% of the **Imouraren** mine in Niger

1st quarter 2013: +15.5% organic growth

Solid backlog maintained

in €bn

45.1



March 2012

44.9



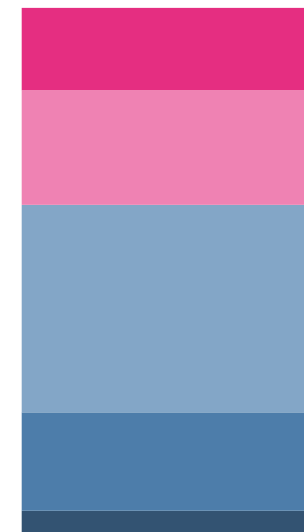
March 2013

Strong organic growth revenue

in €m

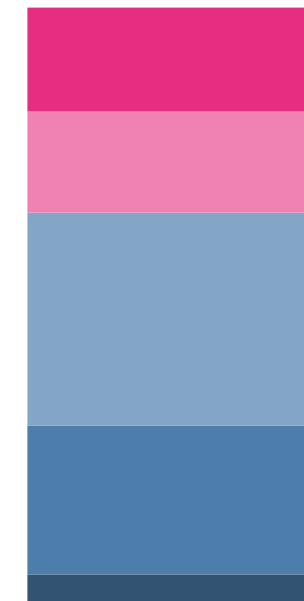
+15.5%

2,026



March 2012

2,279



March 2013

Mining	+43.6%
Front End	-11.2%
R&S	+4.1%
Back End	+49.5%
REN	+27.5%

Financial outlook confirmed

	2013 outlook	2015 – 2016 outlook
Revenue	Nuclear: +3 to 6%	Nuclear: +5 to 8%/year
EBITDA	Renewables: c. €600m	Renewables: > €1.25bn
Free operating cash flow before tax	> €1.1bn	> €1.0bn/year starting in 2015
	Break-even	

Dividend policy

■ For 2012

With consolidated net income of **-€99m**, and consistent with the group's dividend policy, the AREVA Supervisory Board recommends to the Annual General Meeting of Shareholders that no dividend be paid for 2012

■ **2014 dividend policy** (approved by the Supervisory Board during its meeting of February 28, 2013)

For the 2014 dividend, which will be based on the 2013 financial statements, the distribution rate will be determined **within the limit of 25% of the net income attributable to owners of the parent**, as reported in the consolidated financial statements.

A new brand signature



- **Our ambition:** to become the key player in the energy transition, through nuclear and renewable energies
- **Action 2016:** a turnaround plan to rebuild the foundations of our future growth
- Consistent with this ambition, a new brand signature was adopted: **“forward-looking energy”**, projecting the image of a company on the move and entirely focused on the energies of the future

Governance

A unique legal framework

Common corporate law

AREVA is a *société anonyme* (business corporation) subject to private law and the rules applicable to business corporations

Special regulations applicable to government-owned companies

Majority held by the French State and the Commissariat à l'Énergie Atomique et aux énergies alternatives

By-laws

All modifications must be approved by government decree

AFEP-MEDEF Code of corporate governance for listed companies

AREVA's code of reference for governance

The Values Charter

Reflection of the group's business ethics culture and the expression of its commitments, in particular concerning sustainable development

A diversified and participative Supervisory Board

15 Supervisory Board members

8 members appointed by the General Meeting of Shareholders, including 4 independent members

4 members representing the French State

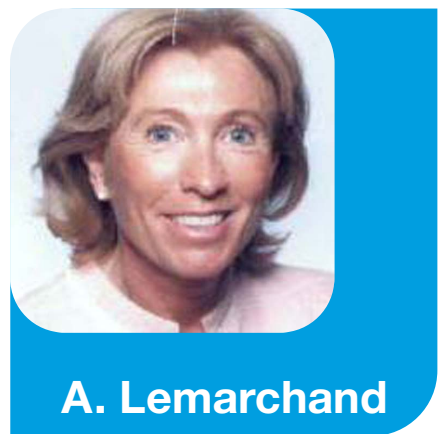
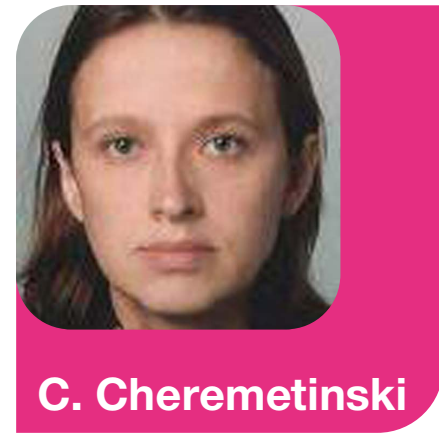
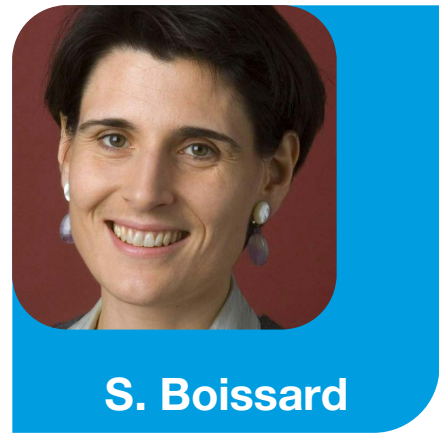
3 members representing employees

+

1 government controller
1 government commissioner
(without voting rights)

10 meetings in 2012 with an attendance rate of 87%, percentage of women: 40%

Members of the Supervisory Board



Specialized committees providing support to the Supervisory Board

Audit

6 members

3 including independent members

7 meetings in 2012

Strategy and Investments

7 members

2 including independent members

7 meetings in 2012

Compensation and Nominating

4 members

2 including independent members

5 meetings in 2012

End-of-lifecycle Obligations Monitoring

4 members

1 including independent member

3 meetings in 2012

Ethics

3 members

1 including independent member

1st meeting in 2012

Overall attendance rate: 90%

The Executive Board: decision-making body



O. Wantz
Senior Executive Vice
President in charge
of the Mining BG

P. Knoche
Chief Operating
Officer

L. Oursel
Chief Executive
Officer

P. Aubouin
Chief Financial
Officer

The Executive Board draws on an Executive Management Board and 6 committees

Executive Management Board

Participates in the Executive Board's work

6 specialized committees

Operations
Major Projects
Major Offers
Resources & Reserves
Human Resources
Risk

Risk analysis and management: a crosscutting, progressive process

Risk map: updated annually, it takes into account the impact of potential events on the achievement of the group's strategic and operational objectives



Statutory Auditors

Presentation of resolutions

- **Approval of the company financial statements for the year ended December 31th, 2012**
 - *Net income: €241,683,107.65*

- **Approval of the consolidated financial statements for the year ended December 31th, 2012**
- *Consolidated net loss (attributable to owners of the parent): €99m*

- **Allocation of net income for the year ended December 31th, 2012**
 - *Allocation to retained earnings of all of the net income reported in the corporate financial statements*
 - *No dividend payment, as per dividend policy approved by the Supervisory Board*

■ **Approval of termination benefits for two members of the Executive Board**

Modification of rules approved by the Annual General Meeting of Shareholders in 2012 to comply with the French decree of July 26, 2012 regulating executive compensation in the public sector

■ *4th resolution:*

Luc Oursel, Chairman of the Executive Board

■ *5th resolution:*

Philippe Knoche, Chief Operating Officer

- **Approval of a regulated agreement between AREVA and the FSI**
 - *Sale of AREVA's stake in Eramet to the Fonds Stratégique d'Investissement (FSI)*
 - *This transaction is a “regulated agreement” because AREVA and the FSI share Directors and/or Officers*

- **Setting of fees allocated to the members of Supervisory Board for 2013**
 - €400,000
 - *Amount unchanged from that decided for 2012 (20% reduction compared with previous years)*

- **Authorization to be given to the Executive Board for the purpose of purchasing shares in the capital of the company**
 - Purchases of treasury shares
 - Up to 10% of the share capital
 - Maximum purchase price: €40 per share
 - Program duration: 18 months

- **Renewal of the term of Mr. François David as a member of the Supervisory Board**
- *The term of Mr. François David as an independent member of the Supervisory Board expires at the close of this Annual General Meeting*
- *Renewal for a period of five years expiring at the close of the Annual General Meeting to be held in 2018*

■ **Terms of Statutory Auditors**

- *The terms of the two Statutory Auditors expire at the close of this Annual General Meeting*
 - *10th resolution: appointment of Ernst&Young Audit as Statutory Auditors and Auditex as Alternate Statutory Auditors*
 - *11th resolution: renewal of the term of Mazars as Statutory Auditors and appointment of Mr. Hervé Hélias as Alternate Statutory Auditor*
- *For a period of six fiscal years expiring at the close of the Annual General Meeting of Shareholders to be held in 2019*

■ **Transfer of the head office**

- *Transfer the company's registered office to the AREVA Tower, Paris-La Défense*
- *Corresponding change to the by-laws*

■ Powers for legal formalities

Exchanges with the shareholders

Vote on resolutions

2013 Ordinary and Extraordinary General Shareholders' Meeting


Tuesday, May 7, 2013
Paris





The Annual General Meeting of Shareholders is adjourned and will resume in a few moments

Please remain in the room

- 
- **The General Meeting of Shareholders is adjourned. Please **return your voting boxes** when leaving the room**
 - **The meeting will reconvene later; please **keep your paper ballot, your admission card and your “pass to the AGM” card****



**■ The General Meeting of Shareholders
is momentarily postponed**

**■ A new date will be communicated
to you later**

2013 Ordinary and Extraordinary General Shareholders' Meeting

Tuesday, May 7, 2013
Paris





**The Annual General Meeting
will resume in a few moments**

Please stay online



**■ The Annual General Meeting
is adjourned**

■ The meeting will reconvene later



**The Annual General Meeting
is postponed**



**A new date will be communicated
to you later**

2013 Ordinary and Extraordinary General Shareholders' Meeting

Tuesday, May 7, 2013
Paris

