

Final Terms dated 19 March 2014



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: 8
TRANCHE NO: 1**

**€750,000,000 3.125 per cent. Notes due 20 March 2023 (the Notes)
issued by AREVA (the Issuer)**

**Banco Bilbao Vizcaya Argentaria, S.A.
Crédit Agricole Corporate and Investment Bank
Citigroup Global Markets Limited
NATIXIS
The Royal Bank of Scotland plc
Société Générale
(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 24 May 2013 which received visa n°13-233 from the *Autorité des marchés financiers* (the **AMF**) on 24 May 2013 and the supplements to the Base Prospectus dated 23 August 2013 which received visa n°13-463 from the AMF on 23 August 2013 and dated 10 March 2014 which received visa n°14-077 from the AMF on 10 March 2014 which together constitute a prospectus for the purposes of the Directive 2003/71/EC) as amended (which includes the amendments made by Directive 2010/73/EU) (the **Prospectus Directive**). 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 supplements 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) and of the Issuer (www.areva.com) and copies may be obtained from AREVA, Tour AREVA, 1 Place Jean Millier, 92400 Courbevoie, France.

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| 1. | Issuer: | AREVA |
| 2. | (a) Series Number: | 8 |
| | (b) Tranche Number: | 1 |
| | (c) Date on which the Notes become fungible: | Not Applicable |
| 3. | Specified Currency or Currencies: | Euro (“€”) |
| 4. | Aggregate Nominal Amount of Notes: | |
| | (a) Series: | €750,000,000 |
| | (b) Tranche: | €750,000,000 |
| 5. | Issue Price: | 99.491 per cent. of the Aggregate Nominal Amount |
| 6. | Specified Denomination(s): | €100,000 |
| 7. | (a) Issue Date: | 20 March 2014 |
| | (b) Interest Commencement Date: | Issue Date |
| 8. | Maturity Date: | 20 March 2023 |
| 9. | Interest Basis: | 3.125 per cent. Fixed Rate
(further particulars specified below) |
| 10. | Redemption/Payment Basis: | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal |

- amount.
11. Change of Interest or Redemption/Payment Basis: Not Applicable
12. Put/Call Options: Issuer Call
Make-Whole Redemption by the Issuer
(further particulars specified below)
13. (a) Status of the Notes: Unsubordinated Notes
- (b) Dates of the corporate authorisations for issuance of Notes obtained: Decision of the *Conseil de surveillance* of the Issuer dated 26 February 2014 and decision of the *Directoire* of the Issuer dated 3 March 2014 and decision of Luc Oursel, *Président du Directoire* of the Issuer, dated 12 March 2014

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14. Fixed Rate Note Provisions: Applicable
- (a) Rate of Interest: 3.125 per cent. *per annum* payable in arrear on each Interest Payment Date
- (b) Interest Payment Date(s): 20 March in each year (not adjusted)
- (c) Fixed Coupon Amount: €3,125 per €100,000 in nominal amount
- (d) Broken Amount(s): Not Applicable
- (e) Day Count Fraction: Actual/Actual (ICMA)
- (f) Determination Dates: 20 March in each year
15. Floating Rate Note Provisions: Not Applicable
16. Zero Coupon Note Provisions: Not Applicable
17. Inflation Linked Provisions: Not Applicable

PROVISIONS RELATING TO REDEMPTION

18. Call Option: Applicable
- (a) Optional Redemption Date(s): 3 months prior to the Maturity Date
- (b) Optional Redemption Amount(s) of each Note: €100,000 per Note of €100,000 Specified Denomination
- (c) If redeemable in part:
- (i) Minimum Redemption Amount to be redeemed: Not Applicable

	(ii) Maximum Redemption Amount to be redeemed:	Not Applicable
19.	Make-Whole Redemption by the Issuer (condition 6.3):	Applicable
	(a) Benchmark Security:	Euro 1.50 per cent. German Federal Government Bond of Bundesrepublik Deutschland due February 2023, with ISIN DE0001102309
	(b) Early Redemption Margin:	0.25 per cent. <i>per annum</i>
20.	Put Option:	Not Applicable
21.	Final Redemption Amount of each Note:	€100,000 per Note of €100,000 Specified Denomination
22.	Early Redemption Amount:	
	(a) Early Redemption Amount(s) of each Note payable on redemption for taxation reasons (Condition 6.8), for illegality (Condition 6.10) or on event of default (Condition 9):	€100,000 per Note of €100,000 Specified Denomination
	(b) Redemption for taxation reasons permitted on days others than Interest Payment Dates (Condition 6.8):	Yes
	(c) Unmatured Coupons to become void upon early redemption (Materialised Bearer Notes only) (Condition 7.6):	Not Applicable
23.	Inflation Linked Notes – Provisions relating to the Early Redemption Amount:	Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24.	Form of Notes:	Dematerialised Notes
	(a) Form of Dematerialised Notes:	Bearer dematerialised form (<i>au porteur</i>)
	(b) Registration Agent:	Not Applicable
	(c) Temporary Global Certificate:	Not Applicable
	(d) Applicable TEFRA exemption:	Not Applicable
25.	Financial Centre(s) or other special provisions relating to Payment Dates:	Not Applicable

26. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): Not Applicable

27. Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made: Not Applicable

28. Redenomination, renominatisation and reconventioning provisions: Not Applicable

29. Purchase in accordance with Article L.213-1 A and D.213-1 A of the French *Code monétaire et financier*: Applicable

30. Consolidation provisions: Not Applicable

31. Masse: Contractual Masse shall apply

Name and address of the Representative:

MASSQUOTE S.A.S.U

RCS 529 065 880 Nanterre

Registered office address:

7 bis rue de Neuilly

92 110 Clichy

France

Postal address:

33, rue Anna Jacquin

92 100 Boulogne Billancourt

France

Name and address of the alternate Representative:

Gilbert Labachotte

8 boulevard Jourdan

75 014 Paris

The Representative will be entitled to a remuneration of €450 (VAT excluded) per year, payable on each Interest Payment Date with the first payment at the Issue Date.

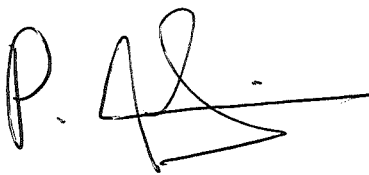
32. Any applicable currency disruption/fallback provisions: Not Applicable

RESPONSIBILITY

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

Signed on behalf of AREVA:

Duly represented by:

A handwritten signature in black ink, consisting of a large, stylized 'P' followed by a series of loops and a long horizontal stroke extending to the right.

Pierre Aubouin,
Chief Financial Executive Officer and Member of the *Directoire*

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (a) Listing: Euronext Paris
- (b) 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 with effect from 20 March 2014.
- (c) Estimate of total expenses related to admission to trading: €6,400

2. RATINGS

Ratings: The Notes to be issued have been rated:

S&P: BBB-

Standard & Poor's (**S&P**) is established in the European Union and is registered under Regulation (EC) No 1060/2009, as amended. As such, S&P is included in the list of credit rating agencies published by the European and Markets Authority on its website in accordance with such regulation.

3. 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.

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

Not Applicable

5. Fixed Rate Notes only – YIELD

Indication of yield: 3.191 per cent. *per annum*.

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield

6. Floating Rate Notes only – HISTORIC INTEREST RATES

Not Applicable

7. Inflation Linked only – PERFORMANCE OF INDEX AND OTHER INFORMATION CONCERNING THE UNDERLYING

Not Applicable

8. OPERATIONAL INFORMATION

ISIN Code: FR0011791391

Common Code: 104638171

Depositories:

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

(b) 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

9. Distribution

Method of distribution: Syndicated

If syndicated, names of Managers: Banco Bilbao Vizcaya Argentaria, S.A.
Crédit Agricole Corporate and Investment Bank
Citigroup Global Markets Limited
NATIXIS
The Royal Bank of Scotland plc
Société Générale

Stabilising Manager(s) (if any): Crédit Agricole Corporate and Investment Bank

If non-syndicated, name and address of Dealer: Not Applicable

U.S. Selling Restrictions: Category 2 restrictions apply to the Notes