

AREVA

Société anonyme à Directoire et Conseil de Surveillance
with registered share capital of 1,346,822,638 euro
Head office: 33 rue La Fayette - 75009 Paris, France
RCS Paris [Registration No. in Paris Trade Registry]: 712 054 923

ORDINARY ANNUAL GENERAL MEETING OF SHAREHOLDERS AND HOLDERS OF CERTIFICATES WITH VOTING RIGHTS HELD ON APRIL 17, 2008

MINUTES OF THE MEETING

On Thursday April 17, 2008 at 9am,

The shareholders and the holders of certificates with voting rights of AREVA, a *société anonyme à Directoire et Conseil de Surveillance* [Business corporation with Executive Board and Supervisory Board] with registered share capital of 1,346,822,638 euro, convened for an Ordinary Annual General Meeting at 33 rue La Fayette, 75009 Paris, France at the offices of AREVA, in response to a summons to convene issued by the Chairman of the Executive Board in a letter sent out on March 31, 2008 subsequent to the notice of meeting published in BALO [*Bulletin des Annonces Légales Obligatoires* - French governmental bulletin of public notices] dated March 7, 2008.

The members of the assembly initialed the presence sheet on entering the meeting both on their own behalf and in their capacity as representative.

The general meeting was chaired by Mr. Frédéric Lemoine, Chairman of the Supervisory Board.

Mr. Alain Bugat representing the CEA and Mr. Bruno Bézard representing the State were given the role as scrutineers.

Mr. Bernard de Gouttes was appointed secretary.

Ms. Anne Lauvergeon, Chief Executive Officer of AREVA, Mr. Gérald Arbola, Mr. Didier Benedetti and Mr. Luc Oursel, members of the Executive Board, took part in the meeting.

Mr. Pascal Colin, representing Deloitte & Associates, as well as Mr. Jean-Luc Barlet, representing Mazars and Mr. Laurent Genin, representing Salustro Reydel (KPMG), as the statutory auditors, took part in the meeting.

Mr. Marcel Otterbein, representing the worker's council for the body of executives and Ms. Magalie Yver, representing the worker's council for the body of non-executives took part in the meeting.

The board thus present in its entirety, the Chairman, observed, according to the presence sheet certified by the members of the board, that seventeen (17) shareholders were attending or represented with no shareholder voting by correspondence, and held 34,013,592 shares of a total of 34,013,593 shares with voting rights and all of the voting rights to the 1,429,108 certificates with voting rights making up the share capital. The General Assembly, thus meeting the quorum provided for by the law, was correctly constituted and could deliberate legitimately.

The Chairman placed on the desk and made available to the shareholders:

- The notification letter sent to shareholders and the statutory auditors on March 31, 2008.
- The Meeting Announcement as published in BALO on March 7, 2008.
- The presence sheet.
- The powers of the shareholders represented.
- The company statutes.
- The balance sheet, the income statement and appendix for the fiscal year 2007 (corporate and consolidated financial statements).
- The Executive Board's management report.
- The Supervisory Board's management report.
- The report from the Chairman to the Supervisory Board.
- The general report of the Statutory Auditors on the year's corporate financial statements and the consolidated financial statements.
- The special report of the Statutory Auditors on regulated agreements.
- The report of the Statutory Auditors on the report by the Chairman of the Supervisory Board with regard to internal control procedures.
- The text of the proposed resolutions.

The Chairman drew attention to the fact that, in line with the legal or regulatory provisions, all the documents which must be made available to shareholders at the registered office or sent to the shareholders, had been in line with said provisions.

Furthermore, he declared that the same documents and information had been sent at the same time to the representatives of the workers' committee body of executives and body of non-executives.

The assembly acknowledged this declaration.

The Chairman reiterated that the assembly had met to deliberate on the following order of business:

1. Presentation of the Executive Board management report for the year ending December 31, 2007 (including information on the labor and environmental consequences of our activities in line with article L.225-102-1 of the French Commercial Code).
2. Presentation of the Supervisory Board's report on the Executive Board's report on the corporate and consolidated financial statements for 2007, and of the report of the Chairman of the Supervisory Board on the Supervisory Board's activities and internal control procedures, and observations submitted by the Statutory Auditors, in accordance with Articles L.225-68 and L. 225-235 of the French Commercial Code.
3. Reading of the general report of the Statutory Auditors on the financial statements for 2007.
4. Reading of the special report of the Statutory Auditors on agreements referred to in Article L.225-86 of the French Commercial Code.

5. Approval of the company's corporate and consolidated financial statements for the year ending December 31, 2007 (balance sheet, income statement and notes).
6. Approval of the regulated agreements and undertakings governed by Article L. 225-86 and Article L. 225-90-1 of the French Commercial Code.
7. Discharge for the members of the Executive Board, Supervisory Board and Statutory Auditors.
8. Appropriation of earnings for the year.
9. Confirmation of directors' fees allocated to the Supervisory Board for 2008.
10. Appointment / renewal of a Statutory Auditor's mandate.
11. Appointment of new Member(s) of the Supervisory Board.
12. Powers of attorney for formalities.

The Chairman requested and the assembly accepted to discharge the Executive Board, the Chairman and the Statutory Auditors following the reading of their reports. The Chairman asked the Chief Executive Officer of AREVA if she had any observations she wished to present. The Chief Executive Officer stated that she had no observations to add.

Then the Chairman referred to the report of the Supervisory Board with regard to its observations on this management report and on the review of the 2007 accounts. Finally, he reported on the work of the Supervisory Board and on the internal control procedures.

At the request of the Chairman, Messrs. Pascal Colin, Jean-Luc Barlet and Laurent Genin, referring to the reports of the Statutory Auditors, took it in turns to present a summary of conclusions on:

- The general report for the fiscal year 2007 (corporate and consolidated financial accounts).
- The special report on agreements referred to in Article L.225-86 of the French Commercial Code.
- The report of the Statutory Auditors on the report by the Chairman of the Supervisory Board on internal control procedures.

When the presentation was finished, the Chairman opened the discussion.

Mr. Masdebail made a declaration on behalf of Framépargne.

Mr. Vivier-Merle observed that the value of AREVA shares has been worsening year on year in the FCPE Framépargne and requested that the proposal made by Framépargne that Mr. Masdebail should stand as a candidate to become a new member of the Company's Supervisory Board be taken into consideration.

Following the discussion and when no-one else requested the floor, the Chairman successively submitted the following resolutions to a vote:

First resolution

Shareholders deliberating as an Ordinary General Meeting, having heard the Executive Board's management report, the Supervisory Board's report, the report of the Chairman of the Supervisory Board on the preparation and organization of the Supervisory Board's functions and on internal control procedures, the reading of the Statutory Auditors' reports, and the additional explanations provided verbally, approved in their entirety the reports of the Executive Board, the Supervisory Board and the

Chairman of the Supervisory Board, as well as the balance sheet, income statement, and notes to the corporate and consolidated financial statements for the year ending December 31, 2007, as presented.

Consequently, the Shareholders approved the management actions taken and accounted for by the Executive Board, and discharged the members of the Executive Board and of the Supervisory Board as well as the Statutory Auditors of their duties for the year-ended.

This resolution was adopted unanimously.

Second resolution

The Shareholders, having heard the reading of the special report submitted by the Statutory Auditors on agreements and undertakings referred to in Article L.225-86 and Article L.225-90-1 of the French Commercial Code, stated their approval of all of the agreements concluded or continuing in 2007.

This resolution was adopted unanimously.

Third resolution

The Shareholders, taking into consideration net earnings of € 726,612,157.59, for the year, hereby decide to appropriate distributable earnings, in accordance with the law as follows:

- Net income for the year	726 612 157.59 €
- Legal reserve (fully accrued)	
- Retained earnings	163 013 183.97 €
- Distributable earnings (Article L. 232-11 of the French Commercial Code).....	889 625 341.56 €
- Dividends to shareholders and investment certificate holders	239 947 085.77 €

Subsequent to this allocation, retained earnings are brought back to €649,678,255.79. The net dividend per share and per investment certificate is set at €6,77. Dividend distributions to individuals are subject to a 40% tax exemption. Dividends will be paid on June 30, 2008.

The Shareholders noted that the amount of dividends distributed for the three previous fiscal years and the amount of the corresponding tax credit were as follows:

(in euro)

Year	Dividend
2004	9.59
2005	9.87
2006	8.46

Prior to voting, Mr. Melet made a declaration.

After this declaration, the Chairman submitted this resolution to a vote by the Assembly.

This resolution was adopted unanimously with the exception of one vote against (Mr. Melet).

Fourth resolution

The Shareholders set the total amount of directors' fees for the Supervisory Board at €500,000

This decision applies to the current year and shall remain in effect until modified.

This resolution was adopted unanimously.

Fifth resolution

The General Assembly noted that the mandates of the Statutory Auditor Salustro Reydel and the Deputy Statutory Auditor Mr. Jean-Claude Reydel, had expired and decided not to renew their mandates nor to appoint any new Statutory Auditor or Deputy Statutory Auditor.

This resolution was adopted unanimously.

Sixth resolution

After presentation by the Chief Executive Officer of the curriculum vitae of Mr. François David, the General Assembly decided to appoint Mr. François David, residing at 6 rue Auguste Bartholdi - 75015 Paris, France, as a member of the Supervisory Board for a period for five years ending at the close of the Ordinary General Assembly which will rule in 2013 on the accounts for the financial year ending December 31, 2012.

This resolution was adopted unanimously by the expressed votes with six abstentions.

Seventh resolution

The General Assembly decided not to adopt the proposed appointment of Mr. Masdebail as presented to the meeting by one of the shareholders.

This resolution was rejected by a majority of votes with 35,202,928 votes against the resolution 239,772 votes in favor of the resolution (Framépargne and Messrs. Bertrand, Melet and Vivier-Merle).

Ms. Duthilleul reminded the Assembly that she still proposes to stand as a candidate to become a member of the Supervisory Board of AREVA subject to a vote by shareholders.

Eighth resolution

The Shareholders thereby granted full authority to the bearer of an original, an excerpt or a copy of these minutes for purposes of publishing and recording same, and for other purposes as required.

This resolution was adopted unanimously.

The Chairman asked if the shareholders had any questions they wished to ask.

The order of business finished and nobody else requested the floor, the meeting ended at 10.00am.

This meeting report was drawn up on all that had just taken place and was duly signed after having been read by the members of the board.

Chairman of the Supervisory Board

The scrutineers,

The secretary,

Frédéric Lemoine

Alain Bugat

Bruno Bézard

Bernard de Gouttes