

EXTRACT FROM THE MINUTES
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
EUROPEAN AERONAUTIC DEFENCE AND SPACE COMPANY EADS N.V.
(THE "COMPANY") HELD IN AMSTERDAM ON MAY 6, 2003.

OPENING AND SECRETARY

The Company's Chairmen, Messrs. Bischoff and Lagardère were Chairmen of the Meeting (the "**Chairmen**"), and the Company's Secretary, Mrs. Dors was appointed Secretary of the Meeting pursuant to article 28.2 of the Company's Articles of Association (the "**Articles**").

VALIDITY OF MEETING

It was noted that the formalities of notice set out in articles 22 and 23 of the Company's Articles had been complied with and that all documentation had been made available in accordance with article 23.1 of the Company's Articles.

VOTING ON RESOLUTIONS

In the Meeting each of the following resolutions were adopted:

FIRST RESOLUTION (APPOINTMENT OF MR. ARNAUD LAGARDÈRE AS A MEMBER OF THE BOARD OF DIRECTORS)

RESOLVED THAT Mr. Arnaud Lagardère be appointed as a member of the Board of Director with immediate effect to succeed Mr. Jean-Luc Lagardère.

VOTED FOR: 585,525,036

VOTED AGAINST: 61,961

The resolution was adopted with a majority of more than 99.98 per cent. of the votes cast.

SECOND RESOLUTION (REPORT OF THE BOARD OF DIRECTORS)

RESOLVED THAT the Report of the Board of Directors as submitted to the Annual General Meeting be and hereby is accepted and approved.

VOTED FOR: 585,562,852

VOTED AGAINST: 24,145

The resolution was adopted with a majority of more than 99.99 per cent of the votes cast.

THIRD RESOLUTION (ADOPTION OF THE AUDITED ACCOUNTS FOR THE FINANCIAL YEAR 2002)

RESOLVED THAT the audited annual accounts for the accounting period from January 1, 2002 to December 31, 2002, as submitted to the Annual General Meeting by the Board of Directors, be and hereby are adopted.

VOTED FOR: 585,563,483

VOTED AGAINST: 23,514

The resolution was adopted with a majority of more than 99.99 per cent of the votes cast.

FOURTH RESOLUTION (APPROVAL OF THE RESULT ALLOCATION, DISTRIBUTION AND PAYMENT DATE PROPOSED BY THE BOARD OF DIRECTORS)

RESOLVED THAT the net loss of Euro 299 million, as shown in the audited profit and loss statement for the financial year 2002, is deducted from reserves and that a payment of a gross amount of Euro 0.30 per share shall be made from distributable reserves on June 12, 2003.

VOTED FOR: 585,548,873

VOTED AGAINST: 38,124

The resolution was adopted with a majority of more than 99.99 per cent of the votes cast.

FIFTH RESOLUTION (RELEASE FROM LIABILITY OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THEIR ACTIVITY DURING THE FINANCIAL YEAR 2002)

RESOLVED THAT the members of the Board of Directors be and hereby are granted a release from liability for the performance of their duties during and with respect to the financial year 2002, to the extent that their activity has been reflected in the audited annual accounts for the financial year 2002 or in the Report of the Board of Directors.

VOTED FOR: 585,537,861

VOTED AGAINST: 49,136

The resolution was adopted with a majority of more than 99.99 per cent of the votes cast.

SIXTH RESOLUTION (APPOINTMENT OF THE AUDITORS FOR THE FINANCIAL YEAR 2003)

RESOLVED THAT the Company's auditors for the accounting period being the financial year 2003 shall be Ernst & Young Accountants whose registered office is at Drentestraat 20, 1083 HK Amsterdam, The Netherlands, and KPMG Accountants N.V., whose registered office is at Churchillplein 6, 2517 JW The Hague, The Netherlands.

VOTED FOR: 585,544,243

VOTED AGAINST: 42,754

The resolution was adopted with a majority of more than 99.99 per cent of the votes cast.

SEVENTH RESOLUTION (APPOINTMENT OF MR. HANS PETER RING AS A MEMBER OF THE BOARD OF DIRECTORS)

RESOLVED THAT effective at the end of this Annual General Meeting Mr. Hans Peter Ring be appointed as a member of the Board of Directors to replace Mr. Axel Arendt who resigned from the Board of Directors with effect from November 1, 2002.

VOTED FOR: 585,543,021

VOTED AGAINST: 43,976

The resolution was adopted with a majority of more than 99.99 per cent of the votes cast.

EIGHTH RESOLUTION (DELEGATION TO THE BOARD OF DIRECTORS OF POWERS TO ISSUE SHARES AND TO SET ASIDE PREFERENTIAL SUBSCRIPTION RIGHTS OF EXISTING SHAREHOLDERS)

RESOLVED THAT in accordance with the Articles of Association, the Board of Directors be and hereby is designated, subject to revocation by the General Meeting, to have powers to issue shares of the Company which are part of the Company's authorized share capital provided that such powers shall be limited to 1 per cent. of the Company's authorized capital from time to time and to have powers to limit or to exclude preferential subscription rights, in both cases for a period expiring at the Annual General Meeting to be held in 2005. Such powers include the approval of stock option plans and employee share ownership plans which may include the granting of rights to subscribe for shares which can be exercised at such time as may be specified in or pursuant to such plans.

VOTED FOR: 585,395,223

VOTED AGAINST: 191,774

The resolution was adopted with a majority of more than 99.96 per cent of the votes cast.

NINTH RESOLUTION (AUTHORISATION FOR THE BOARD OF DIRECTORS TO REPURCHASE SHARES OF THE COMPANY)

RESOLVED THAT the Board of Directors be and hereby is authorised, for a period of 18 months from the date of this Annual General Meeting, to repurchase shares of the Company, on any stock exchange or otherwise, within the limit of 5 per cent. of the Company's issued share capital and at a price not less than the nominal value and not more than 110 per cent. of the price at which the Company's shares were quoted at close of business on any stock exchange on the trading day before such repurchase. This authorization supersedes and replaces the authorization given by the Annual General Meeting of May 17, 2002 in its sixth resolution.

VOTED FOR: 585,537,141

VOTED AGAINST: 49,856

The resolution was adopted with a majority of more than 99.99 per cent of the votes cast.

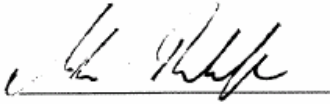
TENTH RESOLUTION (AMENDMENT OF THE COMPANY'S ARTICLES OF ASSOCIATION)

RESOLVED THAT Article 29, paragraph 3 of the Company's Articles of Association which now reads "Unless expressly decided otherwise, the adoption of the annual accounts by the general meeting of shareholders without reservation shall discharge the members of the Board of Directors for their actions in the preceding financial year, without prejudice to the provisions of Section 2:138 of the Civil Code." shall be deleted to reflect a change of Dutch law.

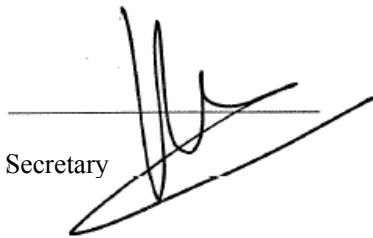
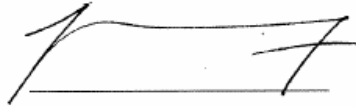
VOTED FOR: 585,539,193

VOTED AGAINST: 47,804

The resolution was adopted with a majority of more than 99.99 per cent of the votes cast.



Chairmen



Secretary