

Information note

This information note is supplied to you for information purposes in addition to the information already contained in the 2015 ESOP Plan ("**2015 ESOP**") and this, in accordance with the European Prospectus Directive n° 2003/71/EC as further amended and implemented by European countries.

Airbus Group N.V. ("**Airbus Group**") is relying on the exemptions provided for in the above-mentioned Directive in relation to its offer of shares to employees pursuant to the 2015 ESOP and in relation to the subsequent admission to trading of these securities.

1. The issuer of the securities is Airbus Group N.V., a Dutch public limited liability company, whose registered address is Mendelweg 30, 2333 CS Leiden - The Netherlands.

The shares of Airbus Group are traded on Euronext Paris, on the regulated market ("Regulierter Markt") of the Frankfurt Stock Exchange and on the Madrid, Bilbao, Barcelona and Valencia Stock Exchanges under the trade name of Airbus Group (and ticker AIR).

Additional financial information is available on
<http://www.airbusgroup.com/int/en/investors-shareholders.html>

2. The securities subject to the 2015 ESOP concern fully paid ordinary shares ("**Shares**") in the capital of Airbus Group, which ordinarily entitle the holder of the Shares to (i) vote at general meetings of shareholders and (ii) receive dividends decided upon at such general meetings of shareholders. Shares will be admitted to trading on Euronext Paris, on the "Regulierter Markt" of the Frankfurt Stock Exchange and on the Madrid, Bilbao, Barcelona and Valencia Stock Exchanges, and will be newly issued Shares.

In 2015, the employee share ownership plans including the granting of rights to subscribe for Shares which can be exercised at such time as may be specified in such plans are subject to the decisions of the Airbus Group's Board of Directors on February 26th, 2015.

3. The Shares are to be offered to promote long-term shareholding by employees under attractive conditions as a global benefit in more than 30 countries and to give employees the opportunity to participate in and benefit from any success of Airbus Group.
4. The details of how Shares may be acquired by employees under the 2015 ESOP, are as follows:
 - a. eligible employees of Airbus Group will be invited to subscribe Shares pursuant to the 2015 ESOP between March 3rd and March 22nd 2015 (inclusive) at the fair market value;
 - b. the fair market value will be determined by Airbus Group's Board of Directors on February 26th, 2015 and represent the closing price of Airbus Group's shares on the Paris Stock Exchange on February 26th, 2015;
 - c. In France employees may also invest according to Article L.3332-19 of the French Labour Code, through a mutual Fund ("FCPE") at a subscription price which will be equal to the average closing price in Euro payable on the Paris Stock Exchange for one share in the capital of the Company during the 20 trading days immediately preceding February 26th, 2015;
 - d. the relevant subscription price in Euro will be deducted automatically via payroll in May 2015 or its payment will start in May 2015 when done in 3 instalments, or according to local modalities. Within the Euro zone, the purchase price will be in Euro. Employees outside the Euro zone will pay in local currency, with a fixed exchange rate defined on February 26th, 2015;

- e. for each fixed number of Shares subscribed by employees pursuant to the 2015 ESOP, Airbus Group will grant matching Shares based on a determined ratio depending on the number of Shares subscribed as follows:

Fixed number of shares acquired by the employees	Number of shares matched by Airbus Group	Total number of shares received by the employees	Equivalent Discount
5	+ 5	10	50%
15	+12	27	45%
25	+ 17	42	40%
50	+ 30	80	37%
100	+ 43	143	30%
200	+ 67	267	25%
400	+ 107	507	21%

- f. the fixed number of Shares available for purchase are as follows: 5, 15, 25, 50, 100, 200 and 400 Shares.
- g. It is foreseen to grant all the Shares by capital increase on April 21st, 2015, this being the date when the employees will become owners of the Shares;
- h. the employees in France who have not invested through a mutual fund ("FCPE") and employees in other countries (except in Italy and Spain) will not be able to sell any Shares for a period of one year from the date of registration in the account, thus it is foreseen that the employees can sell their Shares only after April 21st, 2016 if they so wish. For the employees in France who have invested through a mutual fund ("FCPE"), the rules of the FCPE will apply;
- i. The employees in Italy and Spain will not be able to sell any Shares for a period of three years from the date of registration in the account, thus it is foreseen that the employees in Italy and Spain can sell their Shares only after April 21st, 2018 if they so wish; the current Share price may be found on the Investor Relations page of the Airbus Group website (<http://www.airbusgroup.com>);
- j. the approximate number of Shares that will be available to employees in this offering is 2,000,000 Shares¹;
- k. In case of oversubscription, the subscribed number of Shares and related matching Shares would be reduced proportionally. For instance, assuming the employee has chosen the batch "100 + 43" and a reduction of 25% is decided due to an oversubscription, the employee will receive 75 shares and 32 matching shares, 107 shares in total.

Note: the information set out above is provided solely for the purposes of complying with the European Prospectus Directive and the corresponding rules of the countries where the Shares are listed and is a summary of some of the terms of the 2015 ESOP and complies with the ESMA Recommendations (formerly "CESR"). If there is a conflict between the summary above and the rules of the 2015 ESOP, the rules of 2015 ESOP will prevail. A copy of the rules of the 2015 ESOP is available from Airbus Group upon request.

¹ Including SIP, scheme approved by the UK tax authorities and currently in place for the UK, and a maximum number of matching Shares of approximately 500,000.

Amendments to the Information Note

This Information Note is both a document to Art. 4 European Prospectus Directive as well as § 4 para. 2 No. 6 German Prospectus Act (WpPG).

The Annual General Meeting of Airbus Group N.V. resolved on the 27 May 2014 to grant powers to the Company's Board of Directors to issue shares in the Company's capital, and to set aside preferential rights of existing shareholders. By resolution dated of 26 February 2015 the Company's Board of Directors approved the Company's employee share ownership plan for the financial year 2015 (ESOP 2015) which provides for the issue of up to two million (2,000,000) shares to certain eligible employees.

The following amendments are provided in order to complete the information above:

1. The issuer of the securities is Airbus Group N.V., a Dutch incorporated company, whose statutory seat is Amsterdam, the Netherlands.
2. 1,436,901 fully paid ordinary registered shares are going to be issued under the ISIN NL000023519.
3. Each share will have a nominal value of one Euro (EUR 1.--).
4. The Chief Executive Officer has recorded the price of the shares to be issued in connection with the ESOP to be EUR 51,63 per share for those shares acquired directly and EUR 49,70 per share for those shares acquired through a saving plan of the Company ("FCPE").
5. The shares under the 2015 ESOP are entitled to voting and dividend rights, provided that a dividend is voted at the Airbus Annual General Meeting respectively.

The information above and additional information are available on the internet on the dedicated Airbus website <http://www.airbusgroup.com/int/en/investors-shareholders/Private-shareholders/ESOP.html> as well as in the Airbus Group Intranet under the following path: myAirbus>>Our Company>>Our Human Resources>>Remuneration & Benefits>>Benefits & personal admin>>Equity plan overview>>2015 Tax notes and country specific information.

Airbus Group N.V.

Date: 15 April 2015

Signature: _____

