FIRST SUPPLEMENT DATED 23 AUGUST 2013
TO THE BASE PROSPECTUS DATED 24 MAY 2013

AREVA

(a *société anonyme à directoire et conseil de surveillance* established with limited liability in the Republic of France)

€8,000,000,000

Euro Medium Term Note Programme

This first Supplement (the **First Supplement**) is supplemental to and must be read in conjunction with the Base Prospectus dated 24 May 2013 (the **Base Prospectus**) which received visa n°13-233 on 24 May 2013 from the *Autorité des marchés financiers* (the **AMF**), which has been prepared by AREVA (**AREVA** or the **Issuer**) with respect to the €8,000,000,000 Euro Medium Term Notes Programme (the **Programme**). The Base Prospectus as supplemented constitutes a prospectus for the purpose of the Directive 2003/71/EC as amended by Directive 2010/73/EU, (the **Prospectus Directive**). Terms defined in the Base Prospectus have the same meaning when used in this First Supplement.

Application has been made for approval of this First Supplement to the AMF in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements Prospectus Directive.

This First Supplement has been prepared pursuant to Article 16 of the Prospectus Directive and article 212-25 of the *Règlement Général* of the AMF for the purposes of, inter alia, incorporating by reference the *Rapport financier semestriel* as at 30 June 2013 of the Issuer in French language which has been filed with the AMF (the **2013 Half Year Financial Report**) and updating the section entitled "Recent Developments" of the Base Prospectus.

Copies of this First Supplement will be available for viewing on the website of the AMF (www.amf-france.org), on the Issuer's website (http://www.areva.com) and may be obtained, free of charge, during normal business hours from AREVA, Tour AREVA - 1 Place Jean Millier 92400 Courbevoie, France and at the specified offices of each of the Paying Agents. In addition, the 2013 Half Year Financial Report in French language and its English translation will be available on the website http://www.info-financiere.fr and on the Issuer's website (http://www.areva.com) and may be obtained, free of charge, during normal business hours from AREVA, Tour AREVA - 1 Place Jean Millier 92400 Courbevoie, France.

To the extent that there is an inconsistency between (a) any statement in this First Supplement and (b) any other statement in or incorporated in the Base Prospectus, the statements in this First Supplement will prevail.

Save as disclosed in this First Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Base Prospectus.

To the extent applicable, and provided that the conditions of Article 212-25 I of the *Règlement Général* of the AMF are fulfilled, investors who have already agreed to purchase or subscribe for Notes to be issued under the Programme before this First Supplement is published, have the right, according to Article 212-25 II of the *Règlement Général* of the AMF, to withdraw their acceptances within a time limit of minimum two working days after the publication of this First Supplement. This right of withdrawal shall expire by close of business on 28 August 2013.

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SUMMARY OF THE PROGRAMME

In the section "Summary of the Programme" on page 9 of the Base Prospectus, at the end of the Element B.12 entitled "Selected historical key financial information", a new paragraph entitled "Key information concerning consolidated selected financial data of the Issuer as at 30 June 2013" is hereby inserted with the following:

Key information concerning consolidated selected financial data of the Issuer as at 30 June 2013

The following selected financial information was extracted from the unaudited and consolidated statements of AREVA for the half years ended 30 June 2012 and June 2013, which were subject to limited review and which were prepared in accordance with International Financial Reporting Standards as adopted by the European Union.

As at 30 June

(**in millions of euros**)	**H1 2012**	**H1 2013**
Income		
Gross Revenue	4,329	4,762
Operating Income	441	245
Net income attributable to owners of the parent	80	0
Balance Sheet	**31.12.2012**	**30.06.2013**
Non current assets	22,107	22,917
Current assets	9,148	8,854
Total Assets	31,255	31,771

(**in millions of euros**)	**H1 2012**	**H1 2013**
Cash flow		
Net cash from operating activities	192	166
Net cash used in investing activities	(200)	(651)
Net cash from financing activities	196	71
Including dividends paid	(108)	(33)
Net cash from discontinued operations	(91)	
Increase (decrease) in net cash	(177)	(234)
Equity and Debt	**31.12.2012**	**30.06.2013**
Net cash (debt)	3,948	4,471
Equity attributable to owners of the parent	5,174	5,134

Please see the section "Selected Financial Information for the Half Years Ended 30 June 2012 and 30 June 2013" of this supplement for further details.

RESUME DU PROGRAMME EN FRANÇAIS (SUMMARY IN FRENCH OF THE PROGRAMME)

In the section "Summary in French of the Programme" on page 27 of the Base Prospectus, at the end of the Element B.12 entitled "Informations financières sélectionnées historiques clés", a new paragraph entitled "Informations clés concernant les données financières consolidées de l'Emetteur au 30 juin 2013" is hereby inserted with the following:

Informations clés concernant les données financières consolidées de l'Emetteur au 30 juin 2013

Les informations financières présentées ci-dessous sont extraites des comptes financiers non audités et consolidés d'AREVA ayant fait l'objet d'un examen limité pour les exercices semestriels clos le 30 juin 2012 et le 30 juin 2013, préparés conformément aux *International Financial Reporting Standards* tels qu'adoptés par l'Union Européenne.

Au 30 juin

(en millions d'euros)	S1 2012	S1 2013
Résultats		
Chiffre d'Affaires Brut	4,329	4,762
Résultat Opérationnel	441	245
Résultat net, part du groupe	80	0
Bilan	**31.12.2012**	**30.06.2013**
Actifs non courants	22,107	22,917
Actifs courants	9,148	8,854
Total Actifs	31,255	31,771

(en millions d'euros)	S1 2012	S1 2013
Flux de trésorerie		
Flux net d'exploitation	192	166
Flux net d'investissement	(200)	(651)
Flux de financement	196	71
Dont dividendes versés	(108)	(33)
Flux net des activités cédées ou en cours de cession	(91)	
Variation de trésorerie	(177)	(234)
Capitaux propres et Endettement	**31.12.2012**	**30.06.2013**
Trésorerie / (Dette) nette	3,948	4,471
Capitaux propres, part du groupe	5,174	5,134

Se reporter à la section "Selected Financial Information for the Half Years Ended 30 June 2012 and 30 June 2013" du présent supplément pour de plus amples informations.

DOCUMENTS INCORPORATED BY REFERENCE

The following paragraph is inserted in the section "Documents incorporated by reference" on page 44 of the Base Prospectus:

(d) the *Rapport financier semestriel* as at 30 June 2013 of the Issuer in French language which has been filed with the AMF.

The cross reference table on pages 44 to 46 of the Base Prospectus is updated accordingly, as set out below:

Prospectus Regulation – Annex IV and Annex IX		**2012 Reference Document**	**2011 Reference Document**	**2013 Half Year Financial Report**
Risk Factors	Prominent disclosure of risk factors that may affect the Issuer's ability to fulfil its obligation under the Notes to investors	Chapter 4: pages 12 to 38		
Business Overview and Material Contracts		Paragraph 5: pages 39 to 41 Chapter 22: page 318		
Organisational Structure		Chapter 7: page 119		
Trend Information	Any recent events particular to the Issuer and to a material extent relevant to the evaluation of the Issuer's solvency	Paragraph 9.1.3: pages 128 to 130		
	Statement that there has been no material adverse change in the prospects of the Issuer since the date of its last published audited financial statements	Paragraph 20.9: page 311		
Administrative, Management and	Management and Supervisory Bodies	Paragraph 14.1 and 14.2: pages 162 to 164		

Supervisory Bodies				
	Executive Committee	Paragraph 6.3.3: pages 63 to 64		
	Audit Committee	Appendix 1: pages 334 to 335		
	Corporate Governance	Appendix 1: page 326		Page 6
Major Shareholders		Chapter 18: pages 185 to 187		
Financial information concerning the Issuer's assets, financial position and financial performance	Audit Report	Pages 191 to 192	Pages 201-202	
	Consolidated financial statements fort the latest two financial years	Paragraph 20.1: pages 191 to 202	Paragraph 20.1: pages 201 to 212	
	Balance Sheet	Paragraph 20.1.3: pages 195 to 196	Paragraph 20.1.3: pages 205 to 206	
	Income Statement	Paragraph 20.1.2: pages 193 to 194	Paragraph 20.1.2: pages 203 to 204	
	Notes to consolidated financial statements for the latest two financial years	Paragraph 20.2: pages 203 to 278	Paragraph 20.2: pages 213 to 286	
	Interim and other financial information			Pages 1 to 57
Litigation	Legal and arbitration proceedings	Paragraph 20.8: pages 309 to 310		
Investments		Paragraph 5.2: pages 41 to 43		

DESCRIPTION OF AREVA

The section “The Supervisory Board” on page 102 of the Base Prospectus is deleted in its entirety and replaced by the following:

The Supervisory Board

Please refer to page 6 Paragraph 2.1.1 of the 2013 Half Year Financial Report, which is incorporated by reference in the Base Prospectus as supplemented.

The following paragraph is inserted at the end of the section “Financial Information concerning the Issuer's assets, financial positions and finance performance” on page 103 of the Base Prospectus:

Please refer to page 6 Paragraph 2 (*Rapport d’activité semestriel)* of the 2013 Half Year Financial Report, which is incorporated by reference in the Base Prospectus as supplemented.

SELECTED FINANCIAL INFORMATION FOR THE HALF YEARS ENDED 30 JUNE 2012 AND 30 JUNE 2013

The following section shall be added at the end of the section entitled "Selected Financial Information for the Years Ended 31 December 2011 and 31 December 2012" on page 107 of the Base Prospectus.

Consolidated statement of income

(in millions of euros)	**Note**	**1st half 2013**	**1st half 2012**	**Year 2012**
Revenue		**4,762**	**4,329**	**9,342**
Other income from operations		18	37	63
Cost of sales		(3,981)	(3,719)	(8,463)
Gross margin		**799**	**647**	**942**
Research and development expenses		(136)	(135)	(317)
Marketing and sales expenses		(122)	(118)	(238)
General and administrative expenses		(194)	(202)	(418)
Other operating expenses	*3*	(157)	(238)	(532)
Other operating income	*3*	55	487	682
Operating income		**245**	**441**	**118**
Income from cash and cash equivalents		20	22	51
Gross borrowing costs		(120)	(117)	(236)
Net borrowing costs		**(100)**	**(95)**	**(185)**
Other financial expenses		(234)	(267)	(537)
Other financial income		241	172	398
Other financial income and expenses		**7**	**(95)**	**(139)**
Net financial income	*4*	**(93)**	**(191)**	**(324)**
Income tax	*5*	**(100)**	**(149)**	**120**
Net income of consolidated businesses		**52**	**101**	**(85)**
Share in net income of associates	*8*	1	5	11
Net income from continuing operations		**53**	**106**	**(74)**
Net income from discontinued operations		-	-	-
Net income		**53**	**106**	**(74)**
Including:				
Group:				
Net income from continuing operations		0	80	(99)
Net income from discontinued operations		-	-	-
Net income attributable to owners of the parent		**0**	**80**	**(99)**
Minority interests:				
Net income from continuing operations		52	26	24
Net income from discontinued operations			-	-
Net income attributable to minority interests		**52**	**26**	**24**
Number of shares outstanding		383,204,852	383,204,852	383,204,852
Average number of shares outstanding		383,204,852	383,204,852	383,204,852

Average number of treasury shares	4,462,770	1,205,250	2,182,826
Average number of shares outstanding, excluding treasury shares	378,742,082	381,999,602	381,022,026
Earnings per share from continuing operations (in euros)	0.00	0.21	-0.26
Basic earnings per share	0.00	0.21	-0.26
Consolidated net income per diluted share [1]	0.00	0.21	-0.26

(1) AREVA has not issued any instructions with a dilutive impact on share capital

Assets

(in millions of euros)	Note	**30 June 2013**	**31 December 2012**
Non-current assets		**22,917**	**22,107**
Goodwill on consolidated companies	6	4,085	3,998
Intangible assets	6	3,119	2,961
Property, plant and equipment	6	8,206	7,738
End-of-lifecycle assets (third party share)	7	209	217
Assets earmarked for end-of-lifecycle operations	7	5,774	5,695
Equity associates	8	159	175
Other non-current financial assets	9	301	294
Pension fund assets		0	0
Deferred tax assets		1,062	1,029
Current assets		**8,854**	**9,148**
Inventories and work-in-process		2,550	2,608
Trade accounts receivable and related accounts		2,506	2,130
Other operating receivables		2,095	2,079
Current tax assets		86	92
Other non-operating receivables		120	113
Cash and cash equivalents	10	1,360	1,543
Other current financial assets		137	358
Assets of discontinued operations	2	-	225
Total assets		**31,771**	**31,255**

Liabilities and Equity

(in millions of euros)	Note	**30 June 2013**	**31 December 2012**
Equity and minority interests		**5,530**	**5,556**
Share capital	11	1,456	1,456
Consolidated premiums and reserves		3,802	3,759
Actuarial gains and losses on employee benefits		(342)	(385)
Deferred unrealized gains and losses on financial instruments		199	286
Currency translation reserves		19	57
Equity attributable to owners of the parent		**5,134**	**5,174**
Minority interests		395	382
Non-current liabilities		**14,151**	**14,107**
Employee benefits		1,975	2,026
Provisions for end-of-lifecycle operations	7	6,376	6,331
Other non-current provisions	12	203	163
Long-term borrowings	13	5,496	5,564
Deferred tax liabilities		100	23
Current liabilities		**12,091**	**11,593**
Current provisions	12	2,512	2,562
Short-term borrowings	13	472	286
Advances and prepayments received		4,351	4,004
Trade accounts payable and related accounts		1,926	1,928
Other operating liabilities		2,667	2,581
Current tax liabilities		55	72
Other non-operating liabilities		108	87
Liabilities of discontinued operations	2	-	73
Total liabilities and equity		**31,771**	**31,255**

Consolidated Cash Flow Statement

(in millions of euros)	1st half 2013	1st half 2012	2012
Net income for the period	**53**	**106**	**(74)**
Minus: income from discontinued operations			
Net income from continuing operations	**53**	**106**	**(74)**
Share in net income of associates	(1)	(5)	(11)
Net amortization, depreciation and impairment of PP&E and intangible assets and marketable securities maturing in more than three months	291	435	967
Goodwill impairment losses			94
Net increase in (reversal of) provisions	(155)	(151)	(147)
Net effect of reverse discounting of assets and provisions	177	202	432
Income tax expense (current and deferred)	100	149	(120)
Net interest included in borrowing costs	98	94	188
Loss (gain) on disposals of fixed assets and marketable securities maturing in more than three months; change in fair value	(97)	(240)	(388)
Other non-cash items	(22)	13	(152)
Cash flow from operations before interest and taxes	**443**	**602**	**789**
Net interest received (paid)	(46)	(31)	(184)
Income tax paid	(73)	(115)	(201)
Cash flow from operations after interest and tax	**324**	**455**	**404**
Change in working capital requirement	(157)	(264)	309
NET CASH FROM OPERATING ACTIVITIES	**166**	**192**	**713**
Investment in PP&E and intangible assets	(623)	(919)	(2,103)
Loans granted and acquisitions of non-current financial assets	(955)	(1,204)	(3,425)
Acquisitions of shares of consolidated companies, net of acquired cash	1	0	(5)
Disposals of PP&E and intangible assets	1	120	128
Loan repayments and disposals of non-current financial assets	924	1205	3,510
Disposals of shares of consolidated companies, net of disposed cash	0	598	754
Dividends from equity associates	1	0	2
NET CASH USED IN INVESTING ACTIVITIES	**(651)**	**(200)**	**(1,139)**
Share issues in the parent company and share issues subscribed by minority shareholders in consolidated subsidiaries		5	4
Ventes/(Rachats) d'actions propres	43		(46)
Dividends paid to shareholders of the parent company			
Dividends paid to minority shareholders of consolidated companies	(33)	(108)	(112)
Increase in borrowings	61	300	(15)
NET CASH USED IN FINANCING ACTIVITIES	**71**	**196**	**(167)**
Increase (decrease) in securities recognized at fair value through profit and loss	181	(276)	(179)
Impact of foreign exchange movements	(2)	3	(12)
NET CASH FLOW FROM DISCONTINUED OPERATIONS		**(91)**	

CHANGE IN NET CASH	**(234)**	**(177)**	**(784)**
Net cash at the beginning of the year	**1,489**	**2,273**	**2,273**
Cash at the end of the year	1,360	2,157	1,543
Minus: short-term bank facilities and non-trade current accounts (credit balances)	(104)	(61)	(60)
Net cash from discontinued operations			5
Net cash at the end of the year	**1,256**	**2,096**	**1,489**

"Net Cash" taken into account in establishing the Statement of Cash Flows consists of:

- "cash and cash equivalents" (see note 10), which includes:
  - cash balances and non-trade current accounts, and
  - risk-free marketable securities initially maturing in less than three months, and money market funds;
- after deduction of short-term bank facilities and non-trade current accounts included in current borrowings (see note 13).

RECENT DEVELOPMENTS

The section "Recent Developments" on page 116 of the Base Prospectus is supplemented by the following press releases as published on the Issuer's website (http://www.areva.com)**:**

AREVA Annual General Meeting of May 7, 2013

- **Approval of all resolutions**
- **Renewal of a member of the Supervisory Board**
- **Renewal and appointment of statutory auditors**
- **Transfer of head office to Paris La Défense**

Paris, May 7, 2013

The Combined Ordinary and Extraordinary General Meeting of Shareholders which was held in Paris on May 7, 2013 under the chairmanship of Jean-Cyril Spinetta, Chairman of the Supervisory Board, approved all thirteen resolutions submitted for a vote by the shareholders. Results of the votes will shortly be available on the company's website: www.areva.com.

In particular, the Shareholders:

- approved the corporate and consolidated financial statements for the fiscal year ended December 31, 2012 and the allocation of earnings in their entirety to retained earnings, entailing the non-payment of a dividend;
- approved the renewal of the term of office as member of the Supervisory Board of Mr François David, independent member;
- appointed the new college auditors with notably the appointment of Ernst & Young and renewal of Mazars as statutory auditors for a period of six fiscal years;
- approved the transfer of the group's head office to the *Tour AREVA* in Paris-La Défense in order to gather management teams in a single Paris-based location.

AREVA Group Employee Share Purchase Plan

Paris, May 14, 2013

ISSUER

AREVA (hereafter referred to as the "Company")
Registered Office: Tour AREVA, 1 place Jean Millier, 92084 Paris La Défense Cedex, France
Companies Register for Paris under the number 712 054 923
Compartment A – NYSE Euronext Paris (France)
Common share ISIN code: FR 0011027143

PURPOSE OF THE TRANSACTION

The objective of this offering is to strengthen the AREVA Group's existing relationship with its employees by offering them the possibility of becoming more closely associated with the Group's objectives, development and results. This employee offering will cover three countries in which the AREVA Group is present, representing approximately 86% of the Group's employees.

The offering will consist of a unique or "classic" offer of acquisition of shares of the Company through the intermediary of a Fonds Commun de Placement d'Entreprise (French collective employee shareholding vehicle, or "FCPE") or in the framework of an acquisition and a direct holding of AREVA shares, depending on the regulatory and fiscal constraints existing in the countries in which the offering will be implemented.

FRAMEWORK OF THE TRANSACTION – OFFERED SECURITIES

The AREVA offering of shares to the Group's employees will consist of a sale of existing treasury shares which have been repurchased by AREVA within the framework of a repurchase program, authorized by the General Assembly of Shareholders, in accordance with Article L. 225-209 of the French Commercial Code. The sale of shares will be implemented in accordance with the provisions of Articles L. 3332-18 and seq. of the French Labor Code in favor of employees who are members of the Group Savings Plan (the "GSP"), for the French companies of the Group, and of the members of the AREVA International Group Share Ownership Plan (the "International Plan") for the companies of the Group located outside of France.

The Company's Supervisory Board and Management Board decided on February 28, 2013 and March 4, 2013, respectively, on the implementation of this share offering reserved for employees.

The offer will be limited to a maximum number of 4,603,490 existing shares held by the Company, representing 1.20% of its capital.

The Management Board will set the dates of the subscription period and set the acquisition price on May 15, 2013.

The acquisition price will be equal to the average of the opening price of AREVA shares on NYSE-Euronext Paris over the twenty trading days preceding May 15, 2013.

CONDITIONS OF THE OFFER

Beneficiaries of the share offering reserved for employees: the beneficiaries of the offering are (i) the employees and the directors in accordance with Article L. 3332-2 of the French Labor Code, of the companies in the offering perimeter that are members of the Group Savings Plan or of the International Plan, depending on the case, regardless of the nature of their employment contract (temporary or permanent, part time or full-time) and (ii) retired employees or employees on early retirement of the French companies of the Group who have kept assets in the Group Savings Plan since their departure from the Group.

Companies in the offering perimeter:

- The AREVA company, and
- The companies of the AREVA Group, with its registered office in France (members of the Group Savings Plan), in Germany and in the United States of America (members of the International Plan).

Terms of the acquisition: the shares will be acquired through direct shareholding for employees of companies in the U.S.A. and through an FCPE for employees of companies located in France and in Germany.

Acquisition formula: eligible employees will be able to acquire AREVA shares within the framework of a unique "classic" formula. The employees participating in the offering will receive a matching contribution from their employer, pursuant to the terms and conditions described in the documentation distributed to them.

Investment ceiling: the beneficiaries' annual payments for the offering in the Group Savings Plan or in the International Plan may not exceed one-fourth of their gross annual remuneration for the year 2013, subject to any other specific ceiling indicated in the documentation distributed to the employees.

Lock-up applicable to the AREVA shares or to the corresponding FCPE units: the employees participating in the offering shall hold the acquired shares or the corresponding units of the FCPE for a five-year period for an acquisition in the framework of the Group Savings Plan, and for a three-year period in the framework of the International Plan, except in the occurrence of an early exit event.

Exercise of voting rights attached to shares: when the shares are acquired and held through an FCPE, the voting rights attached to these shares will be exercised by the Supervisory Board of the concerned FCPE. When the shares are acquired and directly held by the employees, the voting rights will be exercised individually by the concerned employees.

TENTATIVE TRANSACTION CALENDAR

Setting of the acquisition price: May 15, 2013

Subscription/revocation period: from May 16 to May 31, 2013

Settlement-delivery expected on: June 20, 2013

LISTING

The AREVA shares acquired in the framework of the offering are listed on NYSE Euronext Paris (ISIN code: FR 0011027143).

SPECIAL NOTE REGARDING THE INTERNATIONAL OFFERING

This press release does not constitute an offer to sell or a solicitation for the acquisition of AREVA shares. The offering of AREVA shares reserved for employees will be conducted only in the countries where such an offering has been registered with the competent local authorities and/or following the approval of a prospectus by the competent local authorities, or in consideration of an exemption of the requirement to prepare a prospectus or register the offering.

More generally, the offering will only be conducted in countries where all required filing procedures and/or notifications have been completed and the necessary authorizations have been obtained.

EMPLOYEE CONTACT

The beneficiaries may address all questions regarding this offering to their Human Resources contact person and/or to any other person specified in the documentation remitted to beneficiaries of the offer. The information and documentation pertaining to the offer are also available on the Internet site dedicated to the offer.

Attack Against the SOMAIR Mine in Niger

Paris, May 23, 2013

The Somaïr mine, operated by AREVA, was the target of a terrorist attack this morning around 5:30 a.m. local time.

According to our information, 13 colleagues have been injured. They have been taken into the care by local emergency services.

The Niger forces ensure the reinforcement of the security on all of our sites.

AREVA works in close cooperation with the Nigerian and French authorities.

The group condemns this heinous attack against our personnel. Our thoughts are with the victims, their families, as well as all of our employees present in Niger.

We express our solidarity with the government and the people of Niger during this shared ordeal.

Attack Against the Somair Mine in Niger – Death of one of the wounded

Paris, May 23, 2013

AREVA has just learned with great sadness of the death of one of the victims injured during the attack of the Somaïr site. The group shares its most sincere condolences with the family and loved ones.

The current status is 14 injured people. They have been taken into care by emergency services and have been transferred to the hospital in Somaïr.

Visit of Luc Oursel to Niger

Paris, May 24, 2013

Following yesterday's attacks to the Somaïr mine site, Luc Oursel, the President and CEO of AREVA, has travelled to Niger today in order to meet with AREVA's colleagues and representatives of the Nigerien government.

"I would like to express my solidarity with those who have been wounded and wish to pay tribute to our colleague who passed away at Somaïr.
I salute the courage and professionalism of all of our colleagues, at Somaïr, Cominak, Imouraren, and at Niamey, who make the cooperation between France and Niger a reality.
I pass along to them the many messages of support that I have received on behalf of AREVA.
Today, in face of this ordeal, my visit here is a testament to the strength of our engagement in Niger."

Hitachi-GE Nuclear Energy Adopts AREVA Technology for Filtered Containment Venting Systems to Improve Safety of Nuclear Power Plants in Japan

Tokyo, JAPAN, June 4, 2013

Hitachi-GE Nuclear Energy, Ltd. (Hitachi-GE) and AREVA today announced that they have reached an agreement aimed at improving the safety of nuclear power plants through the delivery of filtered containment venting systems (FCVS). The two companies intend to work together, including the adoption by Hitachi-GE of AREVA technology for the design, fabrication, and installation of these components. They will be used for the boiling water reactors (BWR) in Japan.

Since the Great East Japan Earthquake, Hitachi-GE has stepped up its efforts to improve the safety of nuclear power plants, and AREVA has already installed FCVS in more than 50 plants worldwide. Hitachi GE has been working with AREVA to study the functions and performance of FCVS suitable for installation at BWR nuclear power plants in Japan.

This partnership combines AREVA's technology, experience, and know-how in FCVS with Hitachi-GE's extensive technology, experience, and know-how about BWR nuclear power plants in Japan to adapt FCVS and achieve early delivery for these plants.

FCVS, a solution for enhancing the safety of nuclear power plants, plays an important role in preventing damage to primary containment vessel (PCV) due to pressure rises in situations where severe damage has occurred to the reactor, such as following an event that goes far beyond the design basis event criteria.

FCVS is also a filtering system for removing the radioactive material throughout different high efficient filter stages.

In addition to its ongoing role in the resolution of the accident at the Fukushima Daiichi Nuclear Power Plant and the rehabilitation of surrounding areas, Hitachi Group also intends to continue contributing to society through the supply of solutions that improve the safety and reliability of BWR nuclear power plants, so that they can ensure the stable supply of electric power.

AREVA has established the worldwide "Nuclear Safety Alliance program" in 2011 to provide qualified solution to enhance nuclear safety of the power plants to mitigate severe accident conditions. 85 projects have been launched in 16 countries for 42 nuclear utilities.

More than 14,600 employees become shareholders

Paris, June 5, 2013

The first employee stock purchase plan to be offered by AREVA since its establishment to the group's employees in France, Germany and the United States is a success.

Offered in France, Germany and the United States, more than 14,600 employees – nearly 36% of all staff – took part in the program.

The average subscription exceeded 2,200 euros.

In France, more than 39% of the workforce will become share owners of the group.

Employees will then hold approximately 1.2% of the group's share capital.

"I am pleased by the success of this program," said AREVA CEO Luc Oursel. "It shows that the employees have confidence in the company, in the ACTION 2016 plan, and in the development of our nuclear and renewable operations."

AREVA signs a series of strategic agreements with Japanese partners

Paris, June 7, 2013

On June 7, 2013 in Tokyo, Luc Oursel, President and CEO of AREVA, signed a series of key agreements with the companies JNFL (Japan Nuclear Fuel Ltd.) and ATOX for the continuation and development of the strategic Franco-Japanese partnership in civil nuclear power.

In the presence of Japanese Prime Minister Shenzo Abe and French President François Hollande, Yoshihiko Kawai, President of JNFL, and Luc Oursel signed a joint statement of cooperation to prepare for the commercial startup of the used fuel recycling plant at Rokkasho-Mura (Japan).

AREVA and JNFL plan to expand their collaboration for the used fuel processing facilities on the Rokkasho-Mura site, particularly within the field of complementary safety assessments.

AREVA will also contribute its technical expertise to the ongoing construction of a Japanese MOX fuel fabrication facility, whose technology is based on AREVA's MELOX facility in France.

Toshikazu Yaguchi, President of ATOX, and Luc Oursel signed a cooperation agreement for dismantling and cleanup operations. This will enable the two companies to strengthen their partnership initiated more than two years ago.

In the context of a future joint venture, this cooperation persues the common development of innovative solutions primarily destined for the rehabilitation of the Fukushima site and region.

Luc Oursel, President and CEO of AREVA, stated: "*These agreements strengthen the historic links between AREVA and the Japanese nuclear industry and confirm their recognition of our expertise in the field of nuclear safety."*

Present in Japan for more than 40 years, AREVA recently signed an agreement with Hitachi-GE Nuclear Energy, Ltd. with the aim of improving the safety of nuclear power plants through the installation of filtered containment venting systems (FCVS) in boiling water reactors in Japan.

Pierre Blayau has been appointed Chairman of AREVA's Supervisory Board

Paris, June 24, 2013

The Supervisory Board of AREVA met on June 24, 2013 under the presidency of Mr. Bernard Bigot, Vice-Chairman of the Supervisory Board, and has appointed Mr. Pierre Blayau Chairman of the Supervisory Board, replacing Mr. Jean-Cyril Spinetta who has resigned.

Information on Canberra

Paris, June 28, 2013

AREVA has been informed by Astorg Partners of its decision not to purchase Canberra, stating that no suitable financing is available, despite the representations made by Astorg Partners in the share purchase agreement dated March 29, 2013 (*cf. April 3, 2013 press release*).
In the immediate future, Canberra keeps its entire place within the AREVA group. The priority for Canberra remains to continue pursuing its development targets, which have been established for this activity in the "Action 2016" strategic plan, in a growing market for its products and services.

This situation does not question the objective of the disposal program of the "Action 2016" plan (1.2 billion euro for the 2012-2013 period), which was reached in August 2012 with the disposal of La Mancha Resources.

Significant progress made in preparing ATMEA 1 for certification in Canada

Paris, July 8, 2013

Developed jointly by AREVA and Mitsubishi Heavy Industries (MHI), the ATMEA1 reactor has passed the first stage in the pre-certification process carried out by the Canadian Nuclear Safety Commission (CNSC), which has validated the objectives and global safety options of the reactor by comparing them with the regulatory requirements for the construction of new nuclear plants. The second and third stages will consist in performing an in-depth analysis of the reactor design in order to ensure that the certification process
begins under the best possible conditions.

The third-generation ATMEA1 technology has advanced safety and security systems similar to those of the EPR: resistance to aircraft crashes and earthquakes, the latest-generation instrumentation & control, a core catcher and three independent safety trains. These features meet the most recent international rules and recommendations, including post-Fukushima
requirements.

In 2012, the French Nuclear Safety Authority (Autorité de sûreté nucléaire - ASN) confirmed that the ATMEA1 reactor met the defined safety criteria for this generation of reactors.

Selected for the Sinop site in Turkey and pre-selected in Jordan, Brazil and Argentina, the ATMEA1 reactor now has good commercial prospects worldwide.

« Safety authorities' recognition of ATMEA1 safety options proves the relevance of AREVA and MHI's decisions in this field », declared Claude Jaouen, Senior Executive Vice President of AREVA Reactors & Services Business Group.

Saudi Arabia: AREVA and EDF sign an agreement with the National Institute of Technology to develop nuclear skills in the country

Paris, July 11, 2013

AREVA and EDF have signed a cooperation agreement with the National Institute of Technology (NIT) in Bahrah with the aim of contributing to the development of technical nuclear skills in Saudi Arabia.

This cooperation with a leading technical institute demonstrates the willingness of the French nuclear industry to contribute to the training of saudi technicians in the various nuclear specialties (welding, electrical installation, mechanics and electro-mechanics).

Localizing skills lies at the heart of the international development strategy implemented by AREVA and EDF, who intend to rely on local partners for the shared industrial projects they export.

The two companies have thus welcomed recently representatives from several Saudi higher education establishments to their industrial sites in France in order to show them fuel cycle
activities, operation of the nuclear plants and reactor construction.

First half 2013: AREVA reaches a new milestone in its turnaround

· **Very strong revenue growth to €4.762bn:+13.0% like for like vs. H1 2012, led by nuclear operations**
· **Sharp increase in EBITDA1 to €473m: +11.4% vs. H1 2012 (excluding OL3 insurance indemnity awarded in H1 2012)**
· **Very significant improvement in free operating cash flow1 to -€313m: +€278m vs. H1 2012; positive in the 2nd quarter**
· **Good progress on continuing cost reduction plan**
· **Confirmation of 2013 profitability and operating cash flow targets**
· **Positive operating income including €150m provision related to the OL3 project**

Paris, July 24, 2013

The AREVA Supervisory Board met today under the chairmanship of Pierre Blayau, to examine the financial statements submitted by the Executive Board for the period ended June 30, 2013.

Chief Executive Officer Luc Oursel offered the following comments on these results:

"*The first half of 2013 confirms the strategic relevance and successful execution of Action 2016. We are on track for growth, industrial performance recovery and cost control. Our organic growth of 13% signals a very high level of activity, despite the uncertainties of the energy markets. With growth of close to 15% in our nuclear operations alone, the group is showing that it is able to find strong growth drivers in its historical core business. The turnaround in performance continues with significant EBITDA improvement year on year, especially in our nuclear operations, where profitability levels are clearly outpacing sales revenue. The greater attention paid to cash generation is also bearing fruit with the group's return to*
positive free operating cash flow in the second quarter and throughout the half-year period for nuclear operations.
Particular attention will be paid to risk management in the second half.
I would like to hail the progress on our savings plan: today, we have secured 85% of our objective of one billion euros in reductions by 2015.
Our outlook for 2013 in terms of profitability and cash generation is thus confirmed.
A symbol of this successful half-year period is the high level of subscriptions to the employee stock purchase plan, a sign of employees' confidence in their company's turnaround and in the growth of the nuclear and renewables markets."

I. Key financial data of the group

For purposes of comparison and to be able to monitor indicators used in the group's financial forecasts, the indicators are restated for asset disposal carried out as part of its strategic action plan in the first half of 2012(disposal of the equity interest in the Millennium mining property in Canada). This disposal contributed 92 million euros to operating income and EBITDA in the form of capital gains, and 115 million euros to disinvestments.

(in million euros)	**H1 2013**	**H1 2012**	***Change 2013/2012***
Backlog	43,494	45,190	*- 3.8%*
Sales revenue	4,762	4,329	*+10.0%*
Of which nuclear operations[1]	4,477	4,005	*+11.8%*
Of which renewables operations	214	253	*-15.3%*
Restated EBITDA[2]	473	725	*-€252m*
In percentage of sales revenue	*9.9%*	*16.7%*	*-6.8 pts*
Restated EBITDA[2], excluding the insurance indemnity awarded in relation to OL3 in H1 2012	473	425	*+€48m*
In percentage of sales revenue	*9.9%*	*9.8%*	*+0.1pt*
Reported EBITDA	473	817	*-€344m*
In percentage of sales revenue	*9.9%*	*18.9%*	*-9.0 pts*
Restated free operating cash flow[2]	(313)	(591)	*+€278m*
Reported free operating cash flow	(313)	(476)	*+€163m*
Restated operating income[2]	245	349	*-€103m*
Reported operating income	245	441	*-€195m*
Net income attributable to equity owners of the parent	0	80	*-€80m*
Earnings per share	€0.00	€0.21	*-€0.21*
	6/30/13	**12/31/12**	
Net debt (+) / cash (-)	4,471	3,948	*+€523m*
Net debt / (net debt + equity)	44.7%	41.5%	*3.2 pts*

The data from the first half of 2012 were restated for purposes of comparison with the data from the first half of 2013.
In addition, it should be noted that Business Group revenue and contributions to consolidated income may vary significantly from one half year to the next in the nuclear operations. Accordingly, half-year data should not be viewed as a reliable indicator of annual trends.

Backlog: strong visibility

The group had 43.5 billion euros in backlog at June 30, 2013, representing nearly five years of sales revenue. It was slightly down from 30 June 2012 (45.2 billion euros). Backlog in the Mining Business Group (BG) rose over 12 months, while that of the other nuclear BGs fell due to the good progress in contracts' execution over the period.

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[1] Nuclear operations: operations in the Mining, Front End, Reactors & Services and Back End Business Groups and in Engineering & Projects (recognized under "Other")

[2] Restated for the impacts of the asset disposal plan in the first half of 2012 (+92 million euros for EBITDA and operating income and +115 million euros for free operating cash flow)

The half-year order intake was close to 3 billion euros.

Order cancellations subsequent to the Fukushima accident were limited to 42 million euros in the second quarter of 2013 (105 million euros for the half-year 2013 period), reflecting a marked decline compared with levels in previous quarters.

Backlog by Business Group

The **Mining BG** had 11.377 billion euros in backlog at June 30, 2013. In the first half of 2013, the group signed several long-term contracts for natural uranium supply with US and Asian utilities.

The **Front End BG** had 17.755 billion euros in backlog at June 30, 2013. The BG signed several significant contracts in the first half of 2013, including:

- a contract for enriched uranium supply (integrated offer) with an Asian utility;
- several contracts with US and French utilities in the Enrichment business;
- fuel assembly supply contracts with German, Dutch and Swiss utilities.

The **Reactors & Services BG** had 7.839 billion euros in backlog at June 30, 2013. Commercial operations led to several contracts in the first half of 2013, including:

- contracts as part of the "Safety Alliance" program, for which a total of nearly 300 million euros in orders have been recorded since it was launched;
- contracts with US utilities to supply water level measurement systems for spent fuel pools.

The **Back End BG** had 5.732 billion euros in backlog at June 30, 2013. Among the most significant contracts won in the first half are:

- two contracts for cask manufacturing and service offer with US clients;
- a contract for the supply of ten dry storage casks for Belgian client Synatom;
- an order for MOX fuel assembly fabrication for the German reactors.

Negotiations between EDF and AREVA concerning the financial conditions of the multiyear treatment and recycling contract for 2013-2017 continued during the first half of 2013.

The **Renewable Energies BG** had 689 million euros in backlog at June 30, 2013. Of note during the first half were two contracts to supply biomass power plants, one in Thailand and the other for Neoen in France.

Commercial activity was high over the period, particularly in offshore wind, with numerous achievements as AREVA was selected to enter in preferential negotiations for major projects in France and in the United Kingdom.

Very strong sales revenue growth: +13.0% organic growth

The group reported consolidated revenue of 4.762 billion euros in the first half of 2013, a 10.0% increase in relation to the first half of 2012 (+13.0% like for like). Foreign exchange had a negative impact of 29 million euros, primarily in the Mining, Reactors & Services, and Renewable Energies BGs. Changes in consolidation scope had a negative impact of 84 million euros, mainly as the result of the deconsolidation of *La Mancha Resources Inc.* following the disposal of that business in late August 2012.
Revenue from the nuclear operations was 4.477 billion euros in the first half of 2013, compared with 4.005 billion euros in the first half of 2012, an 11.8% increase (+14.9% like for like). This growth was supported by all of the nuclear BGs: +25.9% in the Mining BG, +5.1% in the Front End BG, +5.1% in the Reactors & Services BG and +22.1% in the Back End BG.

Revenue from the renewables operations was down in the first half of 2013 to 214 million euros, compared with 253 million euros in the first half of 2012.
Internationally, revenue for the half-year period rose 10.6% compared with the first half of 2012, to 2.867 billion euros.

Revenue by Business Group

The **Mining BG** reported sales revenue of 813 million euros in the first half of 2013, a 25.9% increase compared with the first half of 2012 (+43.7% like for like). Foreign exchange had a negative impact of 5 million euros. Changes in consolidation scope had a negative impact of 75 million euros due to deconsolidation of *La Mancha Resources Inc.* operations, which were sold in August 2012. The strong organic growth is explained by the combined increase of the average sale price of uranium sold under contracts and of volumes sold over the half-year period.

The **Front End BG** reported revenue of 954 million euros, an increase of 5.1% year on year (+7.3% like for like). Changes in consolidation scope had a negative impact of 17 million euros, with the transfer of operations from the Fuel business to the Reactors & Services BG.

- Volumes rose in the Chemistry-Enrichment business over the half-year period as enrichment services for France picked up, largely offsetting the downturn in conversion volumes;
- In the Fuel Business Unit (BU), sales revenue climbed on a more favorable product mix than in the first half of 2012.

The **Reactors & Services BG** reported revenue of 1.714 billion euros, a 5.1% increase (+5.8% like for like).

- Revenue growth in the Installed Base and Equipment BUs was led by a high level of activity in France with EDF;
- The New Builds business is advancing in step with progress on the EPR™ projects.

The **Back End BG** reported revenue of 975 million euros, a 22.1% increase (+21.7% like for like).

- Revenue for the period rose significantly in the Recycling BU on strong business from MOX fuel fabrication contracts with foreign customers. On the contrary, it was penalized by production delays during the half-year period;
- Revenue in the Logistics BU was led by strong cask manufacturing operations in Europe and the supply of dry storage solutions in the United States.

The **Renewable Energies BG** reported revenue of 214 million euros in the first half of 2013, a 15.3% decrease (-13.5% like for like) compared with the first half of 2012. Foreign exchange had a negative impact of 5 million euros. The net change in sales revenue is due to the following:

- installation schedule delays in Offshore Wind and a lower level of Bioenergies activity in Brazil;
- revenue growth in the Solar BU as work progressed on the Reliance project in India.

Sharp increase in restated EBITDA
(excluding OL3 insurance indemnity awarded in the first half of 2012)

Reported earnings before interest, taxes, depreciation and amortization (EBITDA) went from 817 million euros in the first half of 2012 to 473 million euros in the first half of 2013. Restated for the impact of asset disposal in 20121, it declined by 252 million euros in relation to the first half of 2012, when the insurance indemnity of 300 million euros had been awarded in relation to the OL3 project in Finland. Excluding the OL3 insurance indemnity, EBITDA rose 48 million euros, an increase of 11.4% year on year. EBITDA for the nuclear operations alone rose 18.6% year on year, with EBITDA margin rising from 12.9% to 13.7% of sales revenue.

EBITDA by Business Group

In the **Mining BG**, restated EBITDA1 was 315 million euros in the first half of 2013, compared with 223 million euros in the first half of 2012. This reflects the combined increase of the average sale price of uranium sold under contracts and of volumes sold, which largely offset the negative impact of changes in consolidation scope related to the deconsolidation of *La Mancha Resources Inc.* during the period.

In the **Front End BG**, EBITDA was 108 million euros in the first half of 2013, compared with 169 million euros in the first half of 2012, which saw a gain on the sale of fixed assets in the amount of 77 million euros.

This situation is due in particular to:

· a high level of activity in Enrichment and Fuel;
· the positive impact of industrial facility streamlining and optimization plans and the resulting gains in operating performance;
· this in spite of the disbursements related to operations carried out prior to shutting down industrial facility operations, for which provisions were set up in previous years.

In the **Reactors & Services BG**, EBITDA was -110 million euros in the first half of 2013, down from the same period in 2012 (154 million euros), which saw the contribution of an insurance indemnity in the amount of 300 million euros in relation to the OL3 project in Finland. The lower spending levels on one of the EPR™ projects in the first half of 2013 compared with the same period in 2012 partly offset this effect.

In the **Back End BG**, EBITDA was 305 million euros in the first half of 2013, compared with 268 million euros in the first half of 2012. This is in line with the activity level for the period, notwithstanding the production delays reported in the Recycling business.

In the **Renewable Energies BG**, EBITDA was -55 million euros in the first half of 2013, compared with -25 million euros in the first half of 2012. The difference is mainly due to a lower level of activity in the mature businesses (Offshore Wind and Bioenergies) and by expenditures related to the solar projects.
1 Restated for the impacts of the asset disposal plan in the first half of 2012 (+92 million euros for EBITDA)

Sharply improved free operating cash flow before tax

Free operating cash flow before tax rose 163 million euros to -313 million euros in the first half of 2013.
Restated for asset disposal in 20121, it was up 278 million euros compared with the first half of 2012, reflecting the combined effect of improved performance (excluding the insurance indemnity awarded in relation to OL3 in the first half of 2012) and control of capital spending over the period.

Change in operating working capital requirement by Business Group

The change in operating working capital requirement (WCR) was unfavorable by -171 million euros, compared with -327 million euros in the first half of 2012.

In the **Mining BG**, the change in operating WCR was positive by 127 million euros (compared with a positive contribution of 152 million euros in the first half of 2012), primarily due to the decrease in inventories over the period.

In the **Front End BG**, the change in operating WCR was positive by 9 million euros (compared with 11 million euros in the first half of 2012), also due mainly to the decrease in inventories over the period.

In the **Reactors & Services BG**, the change in operating WCR was negative by -24 million euros (compared with -346 million euros in the first half of 2012). For the first half of 2012, the change in operating WCR had included recognition of a receivable of 300 million euros in relation to the OL3 insurance payment received in the second half of 2012.

In the **Back End BG**, the change in operating WCR was positive by 19 million euros (compared with 30 million euros in the first half of 2012), in part due to the receipt of exceptional prepayments from foreign customers.

The change in operating WCR in the **Renewable Energies BG** was negative by -99 million euros (as contrasted with a positive contribution of 61 million euros in the first half of 2012), due to the absence of significant customer advances in the first half of 2013.

Capex by Business Group

The group's gross operating Capex was 622 million euros in the first half of 2013, compared with 919 million euros in the first half of 2012. Of this, 50% was funded by the cash flow generated by operating activities, as compared with 36% in the first half of 2012.

Asset disposals classified in operating cash flow were not significant over the half-year period, whereas they reached 120 million euros in the first half of 2012, mainly including the disposal of the equity interest in the Millennium mining property in Canada in connection with the Action 2016 plan.

Consequently, net operating Capex totaled 621 million euros in the first half of 2013, down 179 million euros in relation to the first half of 2012.

The **Mining BG** had 212 million euros in net operating Capex, compared with 227 million euros in the first half of 2012 (342 million euros restated for asset disposal in 2012). This mainly concerned the development of the Cigar Lake and Imouraren mining sites in Canada and Niger respectively.

Net operating Capex in the **Front End BG** totaled 240 million euros, down from 407 million euros in the first half of 2012. This reflects the slowing pace of Capex related to the construction of the conversion and enrichment plants, including the Georges Besse II plant, which has reached more than 50% of its operating capacity.

Net operating Capex in the **Reactors & Services BG** was stable at 73 million euros compared with the first half of 2012, when it was 74 million euros. Capital spending mainly included development expenses to expand the group's range of reactors and production Capex in the Equipment business, in particular for a new press and manipulator at the Creusot Forge site.

In the **Back End BG**, net operating Capex totaled 42 million euros, down from 55 million euros in the first half of 2012. Capital spending concerned the La Hague and Melox plants in France in the Recycling business and the development of international projects.

Net operating Capex in the **Renewable Energies BG** rose to 43 million euros, in contrast to 32 million euros in the first half of 2012. Capital spending mainly concerned the development of Offshore Wind and Solar.

Positive operating income

The group reported operating income of 245 million euros in the first half of 2013, compared with 441 million euros in the first half of 2012.

Restated for 2012 asset disposal1[3], operating income was down 103 million euros in the first half of 2013 compared with the first half of 2012, when it had reflected the one-time effect of a new early retirement plan set up in March 2012 changing the provisions of the main early retirement plan of a group subsidiary. This effect was offset by a lower level of charges to provisions than in the first half of 2012.

Review of operating income by Business Group

Restated operating income for the **Mining BG** reached 253 million euros in the first half of 2013, compared with 5 million euros in the first half of 2012, when it had included impairment of mining assets in the total amount of 164 million euros. The increase is mainly due to the combined increase of the average sale price of uranium sold under contract and of volumes sold.

The **Front End BG** reported operating income of 66 million euros, compared with 186 million euros in the first half of 2012, a decrease of 120 million euros. In the first half of 2012, operating income had reflected a gain on the disposal of fixed assets in the amount of 77 million euros and the one-time effect of a favourable change in provisions related to employee benefits constituted in application of amended IAS 19. It was buoyed by:

- ramp-up of the Georges Besse II plant and optimization of costs related to the transition from Eurodif to Georges Besse II in the Enrichment business;

[3]Restated for the impacts of the asset disposal plan in the first half of 2012 (+92 million euros for operating income)

· the positive impact of performance improvement plans across the entire Business Group.

The **Reactors & Services BG** reported an operating income of -113 million euros in the first half of 2013, compared with -198 million euros in the first half of 2012. The increase of 85 million euros is chiefly due to lower charges to provisions for losses at completion in relation to the same period last year (150 million euros in the first half of 2013 as against 300 million euros in the first half of 2012). At June 30, 2013, a provision of 150 million euros was added to losses at completion for the Olkiluoto 3 EPR™ reactor project in Finland based on costs committed and incurred to date, considering the insufficient efficiency of remaining construction work (in particular finishing works). This topic is now the subject of performance improvement action plans with TVO and the suppliers involved. In the absence of a schedule elaborated together with the customer, no detailed re-estimation of the conditions of execution and of the costs of the later phases of the project has been performed. In any case, the situation will be reassessed at the end of the fiscal year in the light of the outcome of ongoing works related to the revision of the general schedule.

The **Back End BG** reported operating income of 228 million euros in the first half of 2013, compared with 443 million euros in the first half of 2012. In the first half of 2012, operating income had benefitted from the one-time impact of a favorable change in provisions related to employee benefits constituted in application of amended IAS 19. Excluding that effect, operating income reflects the increase in the level of activity over the period, despite the production delays reported in the Recycling business.

The **Renewable Energies BG** reported an operating loss of 64 million euros for the first half of 2013; the downturn compared with the first half of 2012 (-33 million euros) was due to the lower level of activity in the Offshore Wind and Bioenergies businesses.

Consolidated net income at break-even

Net income attributable to equity owners of the parent was nil in the first half of 2013, compared with 80 million euros in the first half of 2012.

· The share in net income of associates was 1 million euros in the first half of 2013, compared with 5 million euros in the first half of 2012.
· Net financial income was -93 million euros in the first half of 2013, compared with -191 million euros in the first half of 2012. The change is due to the share of net financial income related to end-of-lifecycle operations, which improved over the period. The cost of net financial debt was stable in relation to the first half of 2012, at 100 million euros.
· Net tax income for the first half of 2013 was -100 million euros, compared with net tax income of -149 million euros in the first half of 2012.

Net financial debt, liquidity and share ownership

The group's net financial debt totaled 4.471 billion euros, compared with 3.948 billion euros at December 31, 2012. The change is mainly attributable to negative free operating cash flow and to disbursements for taxes (73 million euros) and financial expenses (71 million euros).

In first half of 2013, the group renewed its undrawn bilateral and syndicated lines of credit, maturing in 2015 and 2018 respectively, in the total amount of approximately 2 billion euros.

At June 30, 2013, the group had net cash available[4] of 1.025 billion euros. The group has no major debt repayment due before 2016.

During the half-year period, the liquidity of the AREVA share was strengthened through a liquidity agreement with Natixis.

[4] Net cash available: Cash, cash equivalents and other current financial assets minus current borrowings

The shareholder structure evolved with the successful employee stock purchase plan, which was based on treasury shares. At the conclusion of this transaction, more than 14,600 of the group's French, German and American employees (i.e. 36% of eligible staff, 39% in France) became shareholders or holders of shares in the French collective employee shareholding vehicle (FCPE), with an average investment level per employee of more than €2,200, generating 45 million euros in cash for the group. At June 30, 2013, employees held approximately 1.2% of AREVA's share capital.

II. Financial outlook for 2013 confirmed

In view of the encouraging first-half 2013 results, the group is able to confirm financial outlook for 2013 as follows:

- organic sales revenue growth of 3 to 6% in the nuclear businesses;
- EBITDA of more than 1.1 billion euros, restated for the impacts of the asset disposal program;
- free operating cash flow before tax at breakeven;

despite the lower anticipated level of activity in renewable energies, which should generate sales revenue of some 450 million euros in 2013 (versus the estimated 600 million euros previously forecast).

It should be noted that the asset disposals target for total gains of a minimum of 1.2 billion euros over 2012-2013 has been reached at the end of August 2012.

The presentation of AREVA's half-year results will be available live on the Internet on July 24, 2013 at 18:00 CEST. To access the webcast, please click on the following links:

French version: http://webcast.areva.com/20130724/resultats_1er_semestre_2013

English version: http://webcast.areva.com/20130724/2013_first_half_results

Schedule of upcoming periodic financial information

► October 24, 2013 – 17:45 CET: Third quarter 2013 revenue and financial information (press release)

Note:

► Forward-looking statements

This document contains forward-looking statements and information. These statements include financial forecasts and estimates as well as the assumptions on which they are based, and statements related to projects, objectives and expectations concerning future operations, products and services or future performance. Although AREVA's management believes that these forward-looking statements are reasonable, AREVA's investors and shareholders are hereby advised that these forward-looking statements are subject to numerous risks and uncertainties that are difficult to foresee and generally beyond AREVA's control, which may mean that the expected results and developments differ significantly from those expressed, induced or forecast in the forward-looking statements and information. These risks include those explained or identified in the public documents filed by AREVA with the AMF, including those listed in the "Risk Factors" section of the Reference Document registered with the AMF on 03/28/13 (which may be read online on AREVA's website www.areva.com). AREVA makes no commitment to update the forward-looking statements and information, except as required by applicable laws and regulations.

Appendix 1 – Consolidated revenue by quarter

(in million euros)	2013	2012	*Change 2013/2012 in %*	*Change 2013/2012 in % like for like**
1st quarter				
Mining BG	395	313	*+26.1%*	*+43.6%*
Front End BG	378	432	*-12.6%*	*-11.2%*
Reactors & Services BG	799	774	*+3.2%*	*+4.1%*
Back End BG	556	371	*+49.9%*	*+49.5%*

Renewable Energies BG	105	85	*+23.3%*	*+27.5%*
Corporate and Other**	46	50	*-8.3%*	*-8.3%*
Total	**2,279**	**2,026**	***+12.5%***	***+15.5%***

2nd quarter

Mining BG	418	333	*+25.7%*	*+43.7%*
Front End BG	577	475	*+21.2%*	*+24.2%*
Reactors & Services BG	915	858	*+6.7%*	*+7.3%*
Back End BG	419	428	*-2.1%*	*-7.6%*
Renewable Energies BG	109	167	*-35.0%*	*-34.0%*
Corporate and Other**	46	42	*+9.8%*	*+10.0%*
Total	**2,484**	**2,303**	***+7.9%***	***+9.5%***

1st half

Mining BG	813	646	*+25.9%*	*+43.7%*
Front End BG	954	908	*+5.1%*	*+7.3%*
Reactors & Services BG	1,714	1,631	*+5.1%*	*+5.8%*
Back End BG	975	799	*+22.1%*	*+21.7%*
Renewable Energies BG	214	253	*-15.3%*	*-13.5%*
Corporate and Other**	92	92	*-0.1%*	*0.0%*
Total	**4,762**	**4,329**	***+10.0%***	***+13.0%***

* Like for like, i.e. at constant exchange rates and consolidation scope

** Including the operations of Consulting & Information Systems and the Engineering & Projects organization

Appendix 2 – Income Statement

(in million euros)	H1 2013	H1 2012	*Change 13/12*
Sales revenue	**4,762**	**4,329**	***+433***
Other income from operations	18	37	*-19*
Cost of sales	(3,981)	(3,719)	*-262*
Gross margin	**799**	**647**	***+152***
Research and development expenses	(136)	(135)	*-1*
Marketing and sales expenses	(122)	(118)	*-4*
General and administrative expenses	(194)	(202)	*+8*
Other operating income and expenses	(102)	249	*-351*
Operating income	**245**	**441**	***-196***
Income from cash and cash equivalents	20	22	*-2*
Gross borrowing costs	(120)	(117)	*-3*
Net borrowing costs	**(100)**	**(95)**	***-5***
Other financial income and expenses	7	(95)	*+102*
Net financial income	**(93)**	**(191)**	***+98***
Income tax	(100)	(149)	*+49*
Share in net income of associates	1	5	*-4*
Net income from continuing operations	**53**	**106**	***-53***
Net income from discontinued operations	-	-	-
Net income for the period	**53**	**106**	***-53***
Minority interests	52	26	*+26*
Net income attributable to equity owners of the parent	**0**	**80**	***-80***
Comprehensive income	**(35)**	**145**	***-180***
Average number of shares outstanding, excluding treasury shares	378,742,082	381,999,602	*-3,257,520*
Basic earnings per share (in euros)	**0.00**	**0.21**	***-0.21***

Appendix 3 – Consolidated Cash Flow Statement

(in million euros)	**H1 2013**	**H1 2012**	***Change 13/12***
Cash flow from operations before interest and taxes	443	602	*-159*
Net interest and taxes paid	(119)	(146)	*+27*
Cash flow from operations after interest and tax	**324**	**455**	***-131***
Change in working capital requirement	(157)	(264)	*+107*
Net cash flow from operating activities	**166**	**192**	***-26***
Net cash flow from investing activities	**(651)**	**(200)**	***-451***
Net cash flow from financing activities	**71**	**196**	***-125***
Decrease (increase) in marketable securities maturing in more than 3 months	181	(276)	*+457*
Impact of foreign exchange movements	(2)	3	*-5*
Net cash flow from discontinued operations	**-**	**(91)**	***+91***
Increase (decrease) in net cash	**(234)**	**(177)**	***-57***
Net cash at the beginning of the period	1,489	2,273	*-784*
Cash at the end of the year	**1,256**	**2,096**	***-840***

Appendix 4 – Simplified Balance Sheet*

(in million euros)	**6/30/2013**	**12/31/2012**
ASSETS		
Goodwill	4,085	3,998
Property, plant and equipment (PP&E) and intangible assets	11,326	10,699
Assets earmarked for end-of-lifecycle operations	5,983	5,912
Equity associates	159	175
Other non-current financial assets	301	294
Deferred taxes (assets – liabilities)	962	1,006
Operating working capital requirement	(574)	(601)
Net assets from discontinued operations	-	**225**
LIABILITIES		
Equity	5,530	5,556
Provisions for end-of-lifecycle operations	6,376	6,331
Other provisions and employee benefits	4,690	4,751
Other assets and liabilities	1,175	1,048
Net debt	4,471	3,948
Liabilities of operations held for sale	-	**73**
Total – Simplified balance sheet	**22,243**	**21,708**

* Assets and liabilities, including operating working capital, net debt and deferred taxes, are offset in the simplified balance sheet. These items are not offset in the detailed balance sheet presented in the consolidated financial statements

Appendix 5 – Key data by Business Group

(in million euros)	**H1 2013**	**H1 2012**	***Change 13/12***	***Change 13/12 (LFL)****
Backlog	**43,494**	**45,190**	***-1,696***	
including: Mining				
BG Front End	11,377	10,472	*+905*	
BG	17,755	18,712	*-957*	
Reactors & Services BG	7,839	8,295	*-456*	
Back End BG	5,732	6,167	*-434*	
Renewable Energies BG	689	1,428	*-739*	
Corporate & Other**	102	117	*- 15*	
Sales revenue	**4,762**	**4,329**	*+10.0%*	*+13.0%*
including: Mining				
BG Front End	813	646	*+25.9%*	*+43.7%*
BG	954	908	*+5.1%*	*+7.3%*
Reactors & Services BG	1,714	1,631	*+5.1%*	*+5.8%*
Back End BG	975	799	*+22.1%*	*+21.7%*
Renewable Energies BG	214	253	*-15.3%*	*-13.5%*
Corporate & Other**	92	92	*-0.1%*	*0.0%*
Operating income	**245**	**441**	***-195***	
including: Mining				
BG Front End	253	97	*+156*	
BG	66	186	*-120*	
Reactors & Services BG	(113)	(198)	*+85*	
Back End BG	228	443	*-215*	
Renewable Energies BG	(64)	(33)	*-30*	
Corporate & Other**	(126)	(54)	*-71*	
EBITDA	**473**	**817**	***-344***	
including: Mining				
BG Front End	315	315	*0*	
BG	108	169	*-62*	
Reactors & Services BG	(110)	154	*-265*	
Back End BG	305	268	*+38*	
Renewable Energies BG	(55)	(25)	*-29*	
Corporate & Other**	(90)	(64)	*-26*	
Free operating cash flow before tax	**(313)**	**(476)**	***+163***	
including: Mining				
BG Front End	233	150	*+83*	
BG	(124)	(305)	*+181*	
Reactors & Services BG	(206)	(265)	*+59*	
Back End BG	282	242	*+40*	
Renewable Energies BG	(193)	4	*-197*	
Corporate & Other**	(306)	(302)	*-4*	

* Like for like, i.e. at constant exchange rates and consolidation scope

** Including the operations of Consulting & Information Systems and the Engineering & Projects organization

Appendix 6 – Definitions

Backlog: the backlog is valued based on economic conditions at the end of the period; it includes firm orders and excludes unconfirmed options. Orders in hedged foreign currencies are valued at the rate hedged; unhedged orders are valued at the rate in effect on the last day of the period. The backlog reported for long-term contracts recognized under the percentage of completion method and partially performed as of the reporting date is equal to the difference between (a) the projected sales revenue from the contract at completion and (b) the sales revenue already recognized for this particular contract. Accordingly, the backlog takes into account escalation and price revision assumptions used by the Group to determine the projected revenue at completion.

Cash flow from end-of-lifecycle operations: this indicator encompasses all of the cash flows linked to end-of-lifecycle operations and to assets earmarked to cover those operations. It is equal to the sum of the following items:

income from the portfolio of earmarked assets

cash from the sale of earmarked assets

minus acquisitions of earmarked assets

minus cash spent during the year on end-of-lifecycle operations

full and final payments received for facility dismantling

minus full and final payments paid for facility dismantling.

Earnings before interest, taxes, depreciation and amortization (EBITDA): EBITDA is equal to operating income plus net amortization, depreciation and operating provisions (except for provisions for impairment of working capital items). EBITDA is restated to exclude the costs of end-of-lifecycle operations for nuclear facilities (dismantling, waste retrieval and packaging) carried out during the year, as well as the full and final payments paid or to be paid to third parties for facility dismantling. It should be noted that the cash flows linked to end-of-lifecycle operations are presented separately.

Foreign exchange impact: the foreign exchange impact mentioned in this release comes from the translation of subsidiary accounts into the Group’s unit of account. The latter is primarily due to changes in the US dollar in relation to the euro. AREVA also points out that its foreign exchange hedging policy for commercial operations aims to shield profitability from fluctuations in exchange rates in relation to the euro.

Free operating cash flow: free operating cash flow represents the cash flow generated by operating activities before income tax. It is equal to the sum of the following items:

EBITDA, excluding end-of-lifecycle operations,

plus losses or minus gains on disposals of property, plant and equipment and intangible assets included in operating income, plus the decrease or minus the increase in operating working capital requirement between the beginning and the end of the period (excluding reclassifications, currency translation adjustments and changes in consolidation scope),

minus acquisitions of property, plant and equipment and intangible assets, net of changes in accounts payable related to fixed assets,

plus sales of property, plant and equipment and intangible assets included in operating income, net of changes in receivables on the sale of fixed assets,

plus prepayments received from customers during the period on non-current assets,

plus acquisitions (or disposals) of consolidated companies (excluding equity associates), net of the cash acquired.

Gearing: the ratio of net debt to net debt plus equity.

Like for like: at constant exchange rates and consolidation scope.

Net cash (debt): net cash (debt) is defined as the sum of cash and cash equivalents plus other current financial assets minus current and non-current borrowings. Current and non-current borrowings include the present value of puts held by minority interests.

Operating margin: the ratio of operating income to sales revenue.

Operating working capital requirement (OWCR): operating WCR represents all of the current assets and liabilities related directly to operations. It includes the following items:

inventories and work-in-process,

trade accounts receivable and related accounts, advances paid,

other accounts receivable, accrued income and prepaid expenses,

minus: Trade accounts payable and related accounts, trade advances and prepayments received (excluding interest-bearing advances), other operating liabilities, accrued expenses, and deferred income.

Note: Operating WCR does not include non-operating receivables and payables such as income tax liabilities, amounts receivable on the sale of non-current assets, and liabilities in respect of the purchase of non-current assets.

AREVA 2013 Half-year report

Paris, July 25, 2013

We are pleased to inform you that the AREVA 2013 Half Year report is available.
You can download the document from our website www.areva.com.

AREVA Signs Contract to Deliver Fuel Assemblies to the Gösgen Nuclear Power Plant (Switzerland)

Paris, July 25, 2013

AREVA has been awarded a contract for the fabrication of fuel assemblies for five reloads for the Gösgen nuclear power plant. In the frame of this supply contract, AREVA will deliver 180 fuel assemblies to the Swiss utility, Gösgen- Däniken AG (KKG), starting in 2018.

AREVA constructed the Gösgen nuclear power plant and has been fabricating its fuel elements since its startup in 1979. The group is currently retrofitting the reactor's instrumentation and control technology using AREVA's digital safety I&C TELEPERM® XS system.
"This contract reinforces the solid relationship developed between the Gösgen- Däniken AG and AREVA. By successfully providing both reactor and fuel related services to this client, it confirms the competitiveness of the group's integrated offer and strengthens our position as nuclear supplier in Switzerland," explained Guillaume Dureau Senior Executive Vice President of AREVA's Front End Business Group.

AREVA completes the disposal of its majority stake in Technoplus Industries

Paris, August 5, 2013

AREVA announces the closing of the sale of its 65.2% share in Technoplus Industries (TPI) to AVA Conseil.

TPI is specialized in the design and manufacturing of high quality mechanical pieces for the energy and aeronautic industries. Implanted on two sites in the Bouches-du-Rhônes region (France), TPI employs 118 people and generated sales revenue of nearly 16 million euros in 2012.

After a competitive process, the project proposed by AVA Conseil was chosen.
AVA Conseil is co-owned by Mr Antoine VEYRAT and Impala, an investment holding company managing more than 800 million euros of assets, mainly in the energy sector.

The backing by AVA Conseil will enable TPI to benefit from new prospects and will guarantee industrial viability and employment.

CNIM remains minority shareholder of TPI with its 34.8% stake.

The disposal of AREVA's stake in TPI falls within the framework of the asset disposals program part of the "Action 2016" strategic plan, which targeted sales proceeds of 1.2 billion euros over the 2012-2013 period. This objective was reached one year ago with the disposal of La Mancha Resources Inc. The proceeds from the sale of TPI will contribute to the financing of the strategic and safety investment program, as well as to the debt management of AREVA.

Production fully resumes at SOMAÏR

Paris, August 7, 2013

Production of uranium concentrate has resumed at the SOMAÏR mine operated by AREVA in northern Niger.

Production had been interrupted by a terrorist attack on May 23.

Ore extraction resumed on May 24, and one of the two processing lines went back into service on June 18.

Both processing lines at the site are now operational.
Olivier Wantz, a member of the AREVA Executive Board and Senior Executive Vice President of the Mining BG, said *"The SOMAÏR and AREVA teams mobilized magnificently to repair the damage caused by this unspeakable act, which cost the life of one of our coworkers. The SOMAÏR site is completely operational today, two months ahead of the provisional timetable."*

GENERAL INFORMATION

The paragraph 3.1 "Material Adverse Change In the Financial or Trading Position of the Issuer or the Group" in the section "General Information" on page 157 of the Base Prospectus is deleted and replaced with the following:

3.1 Material Adverse Change In the Financial or Trading Position of the Issuer or the Group

Except as disclosed in this Base Prospectus as supplemented, there has been no significant change in the financial or trading position of the Issuer or the Group since the publication of the latest interim financial information which was established for the period ending 30 June 2013.

PERSONS RESPONSIBLE FOR THE INFORMATION GIVEN IN THE FIRST SUPPLEMENT

I declare, to the best of my knowledge (having taken all reasonable care to ensure that such is the case), that the information contained in this First Supplement is in accordance with the facts and contains no omission likely to affect its import.

The historical financial data presented in the Base Prospectus has been discussed in the statutory auditors' reports found on page 191 of the 2012 Reference Document and in the statutory auditors' reports found on page 201 of the 2011 Reference Document.

The consolidated financial statements for the financial year ended 31 December 2012, were subject to a report by the statutory auditors which includes observations, such as:

- Notes 1.1, 1.13.1, 1.18 and 13 that describe the procedures for measuring end-of-life-cycle assets and liabilities. and their sensitivity to the assumptions adopted with regards to costs estimates, timing of cash outflows and discount rates;
- Notes 1.1, 1.8 and 24, which describe the performance conditions of the OL3 contract and the sensitivity of profit and loss at completion to contractual risks, as well as to the operational terms for the end of construction and testing until the reactor is connected to the grid; and
- Notes 1 and 37 which describe the change in accounting method for employee benefits with the early adoption of amended IAS 19.

The consolidated financial statements for the financial year ended 31 December 2011, were subject to a report by the statutory auditors includes observations, such as:

- Note 1.1.1.1, which explains the impacts of the Fukushima accident and of certain decisions of the new strategic action plan on impairment estimates for property, plant and equipment and intangible assets, and Notes 10, 11 and 12, which outline the sensitivity of the recoverable amount of goodwill and certain assets to the assumptions adopted;
- Notes 11 and 12, which supplement Note 1.1.1.1 concerning impairment methods for mineral rights and property, plant and equipment related to UraMin mining projects resulting from the new market environment, decisions of the new strategic action plan and the updating of technical parameters, in particular for resources and costs, as well as sensitivity factors for calculating recoverable amounts;
- Notes 1.1, 1.13.1, 1.18 and 13, in which the procedures for measuring end-of-lifecycle assets and liabilities and their sensitivity to assumptions adopted with regard to estimates, timing of cash outfl ows and discount rates are described;
- Notes 1.1, 1.8 and 24, which explain the conditions for carrying out the OL3 contract and the sensitivity of income on completion to contract risks as well as to the operational terms for the end of construction and ramp-up of testing until core loading;
- Note 1, which explains the changes in accounting rules and methods.

The historical financial data presented in this First Supplement has been discussed in the statutory auditors' reports found on page 32 of the 2013 Half Year Financial Report which contains four observations, such as, in particular:

- Note 6 which describes the sensitivity of the recoverable amount of the capitalized development costs prior to the construction of a uranium enrichment plant in the United States and the Comurhex II plant under construction to the changes in the discount rate and the assumptions adopted concerning selling prices;

- Note 7, supplemented by notes 1.13 and 1.18 included in the notes to the annual consolidated financial statements as at 31 December 2012 as approved by the General Meeting of 7 May 2013, which set forth the procedures for measuring end-of-lifecycle assets and liabilities and the sensitivity of the latter to the assumptions adopted relating to cost estimates, timing of cash outflows and discount rates;

- Note 12, supplemented by notes 1.1 and 1.8 included in the notes to the consolidated financial statements as at 31 December 2012 as approved by the General Meeting of 7 May 2013, which sets forth

  o The conditions for the performance of the OL3 contract and the sensitivity of the result at completion to the contractual risks and operational arrangements at the end of construction, to the validation of control system and to the performance of the tests according to a revised general schedule expected for the end of 2013, up until the reactor has been put into production;

  o The difficulties encountered in the performance of contracts for the study and construction of components for an experimental prototype reactor and the sensitivity of the result at completion to the outcome of discussions with the customer concerning technical constraints and to the obtaining of financial compensation.

- Note 17 which sets forth the disputes and contingent liabilities relating to investigations and contracts in progress, in particular the defects observed in the components used in the construction of wind turbines.

AREVA
Tour AREVA - 1 Place Jean Millier
92400 Courbevoie
France

Duly represented by:
Pierre Fourrier
Director and Vice President Finance
on 23 August 2013

AMF | AUTORITÉ DES MARCHÉS FINANCIERS

Autorité des marchés financiers

In accordance with Articles L.412-1 and L.621-8 of the French *Code monétaire et financier* and with the General Regulations (*Réglement Général*) of the *Autorité des marchés financiers* (**AMF**), in particular Articles 212-31 to 212-33, the AMF has granted to this First Supplement visa n° 13-463 on 23 August 2013. This document and the Base prospectus may only be used for the purposes of a financial transaction if completed by Final Terms. It was prepared by the Issuer and its signatories assume responsibility for it. In accordance with Article L.621-8-1-I of the French *Code monétaire et financier*, the visa was granted following an examination by the AMF of "whether the document is complete and comprehensible, and whether the information it contains is coherent". It does not imply that the AMF has verified the accounting and financial data set out in it. This visa has been granted subject to the publication of Final Terms in accordance with Article 212-32 of the AMF's General Regulations, setting out the terms of the securities being issued.