

Paris, October 15th, 2012

Finalisation of the negotiation for the disposal of B&B's portfolio and part of Lyon's portfolio

1. Progress report on the projected disposals of portfolios

Following the confirmation of indicative offers received by the Company, ANF Immobilier announces being about to finalise the sale to a consortium led by Foncière des Murs of 160 hotel buildings included in B&B's portfolio for a net amount of €482 million, and to Grosvenor a part of Lyon's portfolio for a net amount of €323 million.

Such sale prices reflect a very limited 5% discount on the appraisal values of the portfolios as at December 31st, 2011.

The completion of these disposals is, *inter alia*, subject to the finalisation of the negotiations relating to the sale agreements, the satisfaction of ordinary conditions precedent concerning real estate transactions and of a financing condition for the B&B portfolio as well as the obtaining of a final decision of the French *Autorité des marchés financiers* (AMF) confirming that Eurazeo will not have to initiate a squeeze out offer on ANF Immobilier's shares in accordance with article 236-6 of AMF's General Regulations such condition bearing on the last transaction to be completed.

The completion of the disposals is expected to occur in the course of November 2012.

2. ANF Immobilier strengthens its growth-oriented real estate company profile

During their meetings of October 15th, 2012, the Supervisory Board and the Executive Board of ANF Immobilier have discussed ANF Immobilier's strategy. They considered that the arbitrage conducted on B&B's and Lyon's portfolios would give the company the ability to carry on a growth strategy based on value creation.

The company is considering its medium-term growth along three lines: rental reversion related to the remaining portfolio, value creation coming from identified and secured projects, and an important investment program made possible by asset sales.

In this regard, the portion of sales proceeds retained by ANF Immobilier, together with external financings, will grant the company the ability to invest in profitable projects. Furthermore, ANF Immobilier will carry on its current arbitrage policy on its assets.

With its high potential assets, representing to date after disposals about €700 million in Marseille, and about €140 million regarding assets in Lyon and Bordeaux and hotel buildings under unilateral call option, ANF Immobilier adopts a pure growth-oriented property profile. Thus, ANF Immobilier plans to reach a 15% annual rental growth at mid-term from a current restated amount of €30 million 2012 rents. Thus, ANF Immobilier reveals its dynamism as to the rotation of the matured assets within its portfolio.

3. Distributions

In case of completion of both contemplated sales, ANF Immobilier's Supervisory and Executive boards have decided to implement a significant distribution of the sales proceeds to the shareholders while allowing the company to preserve the means for its future growth.

An amount debt of about €224 million should be reimbursed upon the completion of the sales, which means that the net sales proceeds would amount to approximately €568 million (net of disposal costs).



The Company will preserve a cash position fitted for its future development needs. An amount of €60 million would be retained from the sale proceeds. On this basis, the distribution to the shareholders would arise to €497 million, net of taxes relating to such a distribution.

ANF Immobilier's Executive Board intends, subject to the decisions of the shareholders' extraordinary general meeting and to the final scope of the asset sales, to combine several methods to implement this distribution to the shareholders:

- (i) an interim dividend of €3.58 per ANF Immobilier's share, i.e. approximately €99 million corresponding to the compulsory distribution relating to the "SIIC" tax regime;
- (ii) a distribution of reserves of €3.06 per ANF Immobilier's share, i.e. approximately €85 million, corresponding to 100% of the amount of the "revaluation reserves" made available by the disposal of Lyon's portfolio;

i.e. a total cash distribution of €6.64 per share.

Such a distribution would be followed, with regard to the balance of €312 millions, by:

- (iii) a share buyback of approximately 36% of the share capital of ANF Immobilier. The redemption price will be made available on the basis of ANF Immobilier's restated net assets as at June 30th, 2012 excluding the assets to be sold and adjusted by the interim period, the distributions and the taxes and costs relating to these transactions. The price would be of €31.1 per share. The share buyback offer should be filed with the AMF on October 31th, 2012. Eurazeo, the controlling shareholder of ANF Immobilier, has already indicated that it will participate in the share buyback offer.

A general meeting of the company's shareholders will be convened on November 21st, 2012 in order to decide, subject to the prior completion of the asset sales, the distribution of reserves and the implementation of the share buyback. The coupon detachment date for the cash distributions would take place on November 23rd, 2012. To benefit from such distributions, ANF Immobilier's shareholders will have to be registered, or purchase their ANF Immobilier shares at the latest, on November 22, 2012 (i.e. the last trading day before the coupon detachment date). Subject for the share buyback offer being declared valid by the French *Autorité des marchés financiers*, the offer would be opened immediately after the coupon detachment date.

Financial Calendar

11/21/2012 10:00 CET	Shareholders' Meeting
03/20/2013 (before the market opens)	2012 results
05/06/2013 10:00 CET	Shareholders' Meeting
08/28/2013 (before the market opens)	H1 2013 results

About ANF Immobilier.

ANF Immobilier (ISIN FR0000063091) owns and manages a real-estate portfolio worth €1.7 billion, with city-center properties located in Lyon and Marseille, and a portfolio of 168 hotel properties in France, all operated by the B&B chain. It is a leading real-estate investment company operating under the SIIC regime, specializing in the residential and commercial segments.

ANF Immobilier is listed on Euronext Paris Eurolist B and is part of the EPRA index.

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