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# Partial sale of Legrand's shares by its controlling shareholders

Funds advised by Kohlberg Kravis Roberts & Co. ("KKR") and Wendel announce that they are jointly selling in the market a total of 30 million shares, representing approximately 11% of Legrand, by way of an accelerated book building to institutional investors.

The transaction is part of KKR's and Wendel's strategy to actively manage their investments and is also intended to significantly enhance Legrand's stock liquidity due to the resulting increase of its free float by approximately 34%.

Following the transaction, KKR and Wendel will together hold, directly and indirectly, approximately 50% of Legrand's share capital and approximately 65% of its voting rights. KKR and Wendel intend to remain active and strongly committed core shareholders of Legrand, thanks to their double voting rights and their majority position on the Board of Legrand.

KKR and Wendel plan to continue to actively support the development of Legrand, as they have done since 2002 and since Legrand's IPO in 2006. KKR and Wendel reiterate their confidence in Legrand and remain equally enthusiastic about Legrand's robust business model and growth prospects. The outstanding initiatives that have been undertaken by the company under the leadership of its management team in order to face the current market environment, in parallel with continued efforts in terms of R&D, place Legrand in a stronger position to best take advantage of further growth when the economic situation gradually improves and through acquisitions.

KKR and Wendel have agreed on a 6-month lock-up period, subject to certain exceptions.

Book building will commence immediately and will be managed by Goldman Sachs International as sole bookrunner KKR and Wendel have been advised by KKR Capital Markets and Gaillard Partners on this transaction. Legal advice has been provided by Darrois Villey Maillot Brochier and Debevoise & Plimpton LLP.

This press release does not constitute an offer to sell, and the offer of Legrand shares by Wendel and KKR does not constitute a public offering.

## Disclaimer

No communication and no information in respect of the sale by KKR and Wendel of Legrand shares may be distributed to the public in any jurisdiction where a registration or approval is required. No steps have been or will be taken in any jurisdiction where such steps would be required. The offer or sale of the Legrand shares by KKR and Wendel may be subject to specific legal or regulatory restrictions in certain jurisdictions. KKR and Wendel take no responsibility for any violation of any such restrictions by any person.

This announcement is not a prospectus within the meaning of Directive 2003/71/EC of the European Parliament and the Council of November 4, 2003, as implemented in each member State of the European Economic Area, the "Prospectus Directive".

This announcement does not, and shall not, in any circumstances constitute a public offering, nor an offer to sell or to subscribe, nor a solicitation to offer to purchase or to subscribe securities in any jurisdiction.

The offer and sale of the Legrand shares by KKR and Wendel in France will be carried out through a private placement to qualified investors, in accordance with article L.411-2 of the French Financial and Monetary Code and other applicable laws and regulations. There will be no public offering in France.

With respect to the member States of the European Economic Area, other than France, which have implemented the Prospectus Directive (each a "Relevant Member State"), no action has been undertaken or will be undertaken to make an offer to the public of the Legrand shares sold by KKR and Wendel requiring a publication of a prospectus in any relevant member State. As a consequence, the Legrand shares may only be offered or sold in any Relevant Member State pursuant to an exemption under the Prospectus Directive.

In the United Kingdom, this press release is directed only at persons who (i) are investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Financial Promotion Order"), and (ii) "high net worth entities", "unincorporated associations" and other persons to whom it may otherwise be lawfully communicated under Article 49(2)(a) to (d) of the Financial Promotion Order.

This press release does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. Securities may not be offered or sold in the United States unless they are registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or exempt from registration. The shares of Legrand have not been and are not being registered under the Securities Act and neither KKR and Wendel intend to register any portion of the proposed offering in the United States or to conduct a public offering of securities in the United States.

This press release may not be published, forwarded or distributed in the United States, Canada, Australia or Japan.

## About KKR

KKR is a leading global alternative asset manager with \$50.8 billion in assets under management, over 600 people and 13 offices around the world as of June 30, 2009. The Firm manages assets through a variety of investment funds and accounts covering multiple asset classes. KKR seeks to create value by bringing operational expertise to its portfolio companies and through active oversight and monitoring of its investments. KKR complements its investment expertise and strengthens interactions with investors through its client relationship and capital markets platforms. KKR is publicly traded through KKR & Co. (Guernsey) L.P. (Euronext Amsterdam: KKR). For additional information, please visit the Firm's website at www.kkr.com.

#### **About Wendel**

Wendel is one of Europe's leading listed investment firms. The Group invests in France and abroad, in companies that are leaders in their businesses: Bureau Veritas, Legrand, Saint-Gobain, Materis, Deutsch, Stallergenes, Oranje-Nassau and Stahl. Wendel plays an active role as industry shareholder. It implements long-term development strategies, which involve boosting growth and margins of companies of a significant size so to enhance their leading market positions.

Wendel's consolidated 2008 sales totaled €5.4 billion. Wendel is listed on Eurolist by Euronext Paris.

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