

# Successful completion of Nexans' rights offering of approximately 284 million euros

## Paris, 6 November 2013

The share capital increase in cash with preferential subscription rights launched by Nexans on 15 October 2013 has been a great success. The final gross proceeds of the transaction amount to 283,791,195 euros, corresponding to the issue of 12,612,942 new shares.

Total demand for this capital increase amounted to approximately 582 millions euros, corresponding to a subscription rate of approximately 205%. 12,260,265 new shares were subscribed on a pro rata basis (*à titre irréductible*), representing approximately 97.2% of the total number of new shares, while 13,618,412 new shares were subscribed on a basis subject to reduction (*à titre réductible*), and will, as a result, only be satisfied in part, in the amount of 352,677 new shares.

The capital increase will allow Nexans to:

- Strengthen its financial structure by:
  - Improving the capital structure which has been impacted by various non-recurring items (adoption of IAS 19R, impact of the evolution in currencies and metals on the fair value of derivatives, conversion reserves);
  - Reducing net debt/EBITDA and net debt/shareholders' equity ratios to lower levels;
- Sustain credit profile by:
  - Supporting credit ratings and optimizing financing costs, in particular through, subject to market conditions, repurchase or repayment of local debts (which may amount to approximately 100 million euros) or financial instruments of the Group;
  - Increasing financial flexibility through long-term access to diversified sources of financing; and
- Give flexibility in the execution of the Group's strategic initiatives.

Upon completion of the capital increase, Group Quiñenco, following its subscription by irrevocable entitlement and by entitlement subject to reduction, and direct purchase of shares in the market, will hold approximately 25.3% of Nexans' share capital.

In addition, Bpifrance Participations will hold, upon completion of the capital increase, approximately 8% of Nexans' share capital.

Settlement and delivery and the listing of the new shares on the regulated market of NYSE Euronext in Paris (compartment A) are expected to take place on 8 November 2013. The new shares will be immediately fully fungible with Nexans' existing shares and will be traded on the same quotation line as the existing shares under the same ISIN code FR0000044448. As from this date, the share capital of Nexans will be composed of 42,043,145 shares with a nominal value of 1 euro each, for a total share capital of 42,043,145 euros.

With the exception of the shares covered by Group Quiñenco's commitment to subscribe, the transaction was fully underwritten by a syndicate of banks composed of BNP PARIBAS, acting as Global Coordinator and Joint Bookrunner, Crédit Agricole Corporate and Investment Bank, acting as Joint Bookrunner, and HBSC Bank plc acting as Co-Lead Manager.

## Information of the public

A French language prospectus including (i) the registration document of Nexans filed with the Autorité des marchés financiers (the "AMF") on 3 April 2013 under no. D.13-0273 (the "2012 Registration Document"), (ii) the update to the registration document filed with the AMF on 14 October 2013 under no. D.13-0273-A01 (the "Update to the Registration Document") and (iii) a securities note (which includes the summary of the prospectus) filed with the AMF on 14 October 2013 under n°13-541 (the "Securities Note") is available free of charge from Nexans (8, rue du général Foy – 75008 Paris) and from the financial intermediaries mentioned above as well as on the websites of the AMF (www.amf-france.org) and the company (www.nexans.com).

Nexans draws attention to the risk factors included in pages 34 to 42 and 185 to 197 of the 2012 Registration Document, in chapters 3 and 4 of the Update to the Registration Document and in chapter 2 of the Securities Note and especially the risks linked to the antirust authorities' investigations in Europe, the United States, Canada, Brazil, Australia and South Korea (in addition to the on-going procedures regarding local business) for anticompetitive behavior in the submarine and underground power cable sectors. An unfavorable outcome of these investigations and follow-on consequences could have a significant material adverse effect on the results and the Group's financial situation, even above the potential fine that may be imposed by the European Commission. Following the Statement of Objections received from the European Commission in its individual financial statements for a potential fine that could be imposed on it, which provision was included in the Group's consolidated financial statements since June 30, 2011. As the outcome of the proceedings will likely be known within 12 months, the 200 million euro provision has been reclassified within current items in the 2013 interim [consolidated] financial statements.

Beside risk factors, main uncertainties for the fourth quarter 2013 are included in the Update to the Registration Document filed with the AMF on 14 October 2013.

## About Nexans

With energy at the basis of its development, Nexans, worldwide expert in the cable industry, offers an extensive range of cables and cabling solutions. The Group is a global player in the energy transmission and distribution, industry and building markets. Nexans addresses a wide series of market segments: from energy and telecom networks to energy resources (wind turbines, photovoltaic, oil and gas, mining, etc.) to transportation (shipbuilding, aerospace, automotive and automation, railways, etc.). Nexans is a responsible industrial company that regards sustainable development as integral to its global and operational strategy. Continuous innovation in products, solutions and services, employee development and commitment, customer orientation and the introduction of safe industrial processes with limited environmental impact are among the key initiatives that place Nexans at the core of a sustainable future. With an industrial presence in 40 countries and commercial activities worldwide, Nexans employs approximately 25,000 people and had net sales in 2012 of nearly 7.2 billion euros. Nexans is listed on NYSE Euronext Paris, compartment A.

For more information: www.nexans.com

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#### Disclaimer

This press release and the information contained herein do not constitute either an offer to sell or the solicitation of an offer to purchase the Nexans securities.

#### European Economic Area

#### The offer is open to the public in France.

With respect to each Member State of the European Economic Area other than France which has implemented the Prospectus Directive (the "Member State"), no action has been undertaken or will be undertaken to make an offer to the public of securities requiring a publication of a prospectus in any Member State. As a result, the preferential subscription rights, the new shares or other securities of Nexans may only be offered in Member States:

- (a) to any legal entity which is a qualified investor as defined in the Prospectus Directive; or
- (b) to fewer than 100 or, if the Relevant Member State has implemented the relevant provision of the 2010 PD Amending Directive, 150, natural or legal persons (other than qualified investors as defined in the Prospectus Directive); or
- (c) in any other circumstances falling within Article 3(2) of the Prospectus Directive.

For the purposes of this provision (i) the expression an "offer of securities to the public" in relation to any securities in any Relevant Member State which has implemented the Prospectus Directive (as defined below) means the communication in any form and by any means of sufficient information on the terms of the offer and the securities to be offered so as to enable an investor to decide to purchase or subscribe the securities, as the same may be varied in that Member State by any measure implementing the Prospectus Directive in that Member State, (ii) the expression "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and (iii) the expression "2010 PD Amending Directive" means Directive 2010/73/EU.

These selling restrictions with respect to Member States apply in addition to any other selling restrictions which may be applicable in the Member States who have implemented the Prospectus Directive.

#### United Kingdom

This document does not contain or constitute an invitation, inducement or solicitation to invest. This press release is directed only at and is for distribution only to persons who (i) are outside the United Kingdom, (ii) are "investment professionals" falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended) (the "Order"), (iii) are persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the Order or (iv) are other persons to whom an invitation or inducement to engage in investment activity (within the meaning of the Financial Services and Markets Act 2000) in connection with the issue or sale of any shares may otherwise lawfully be communicated or caused to be communicated (all such persons in (i), (ii), (iii) and (iv) together being referred to as "**Relevant Persons**").

This press release is directed only at Relevant Persons and must not be acted on or relied on by persons who are not Relevant Persons. Any investment or investment activity to which this press release relates is available only to Relevant Persons and will be engaged in only with Relevant Persons.

This press release is not a prospectus which has been approved by the Financial Services Authority or any other United Kingdom regulatory authority for the purposes of Section 85 of the Financial Services and Markets Act 2000.

#### United States

This document does not constitute an offer to sell, or a solicitation of offers to purchase or subscribe for, securities in the United States. The securities referred to herein have not been, and will not be, registered under the Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements under the Securities Act. Nexans does not intend to register any portion of the proposed offering in the United States or to conduct a public offering in the United States.

#### Canada, Australia and Japan

The new shares and the preferential subscription rights may not be offered, sold or acquired in Canada (subject to certain exceptions), Australia or Japan.