

## Press Release

### Sale by Groupe BPCE of 6.9% of the share capital of Nexity

Paris, 28 July, 2015

**Groupe BPCE has launched today the sale in the market of a total of 3.75 millions Nexity shares representing 6.9% of the share capital and voting rights of Nexity as at 28 July, 2015 by way of an accelerated book-building limited to institutional investors (the "Offer").**

This disposal forms part of the implementation by Groupe BPCE of its strategic plan aiming at reducing or disposing of its investments in its non-core assets. Following the transaction, Groupe BPCE will retain a residual stake of 12.8% of Nexity's share capital. In the context of this market transaction, Groupe BPCE will enter into a three months lock-up undertaking relating to its remaining stake in Nexity (subject to customary exceptions) and is willing to re-assert its confidence in Nexity's prospects.

Bookbuilding will start immediately and will be managed by BNP PARIBAS.  
Rothschild & Cie is acting as financial advisor to Groupe BPCE in this transaction.

Upon completion of the placement, Groupe BPCE will communicate the results of the Offer.

This press release does not constitute an offer to sell and the offer of Nexity shares by Groupe BPCE does not constitute a public offering.

### Disclaimer

*This announcement is for information purposes only and does not constitute an offer to sell or a solicitation to buy any securities, and the offer of Nexity shares by Groupe BPCE does not constitute a public offering in any jurisdiction, including in France.*

*This communication is for distribution in the United Kingdom only to (i) investment professionals falling within article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order") or (ii) high net worth entities and other persons to whom it may lawfully be communicated, falling within article 49(2)(a) to (d) of the Order (all such persons together being referred to as "relevant persons").*

*This announcement is not an offer for sale of securities in the United States. The offer and sale of the securities referred to in this announcement has not been, nor will be, registered under the United States Securities Act of 1933 (the "Securities Act") and the securities may not be offered or sold in the United States absent such registration or an applicable exemption from the registration requirements of the Securities Act. There will be no public offering of the securities in the United States in connection with this transaction.*

*Any investment decision to buy shares in Nexity must be made solely on the basis of publicly available information regarding Nexity. Such information is not the responsibility of Groupe BPCE.*

*Release, publication or distribution of this press release is forbidden in any country where it would violate applicable laws or regulations.*

### **About Groupe BPCE**

Groupe BPCE, the 2<sup>nd</sup>-largest banking group in France, includes two independent and complementary cooperative commercial banking networks: the network of 18 Banque Populaire banks and the network of 17 Caisses d'Épargne. It also works through Crédit Foncier in the area of real estate financing. It is a major player in Wholesale Banking, asset management and financial services with Natixis. Groupe BPCE serves more than 36 million customers and enjoys a strong presence in France with 8,000 branches, 108,000 employees and more than 8.9 million cooperative shareholders.

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