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Press release

12 July 2013



**GDF SUEZ (FORMERLY GAZ DE FRANCE)
ANNOUNCES THE RESULTS OF THE TENDER OFFER ON TRANCHE A
OF ITS TITRES PARTICIPATIFS
(ISIN:FR0000047748)
(THE "TITRES PARTICIPATIFS")**

This press release must be read in conjunction with the offer document dated 20 June 2013 (the "Offer Document") that was prepared by GDF SUEZ (formerly Gaz de France) (the "Offeror") in the context of the Tender Offer. Capitalised terms used in this press release and not otherwise defined herein shall have the meanings given to them in the Offer Document.

On 20 June 2013, the Offeror has announced to the Holders (as defined in the Offer Document) of the Titres Participatifs the launch of a Tender Offer on tranche A of the Titres Participatifs issued by the Offeror (ISIN:FR0000047748) (the "**Titres Participatifs**").

Under the terms of the Tender Offer, the Holders (subject to offer restrictions) were invited to tender their Titres Participatifs for purchase by the Offeror in cash. The Offer expired on 20 July 2013 at 4.00 p.m. (Paris time).

Final results of the Offer

The final results of the Tender Offer are as follows:

Tender Price: €800, with accrued interest (i.e. 104.952% of the nominal value)

Total number of Titres Participatifs purchased pursuant to the Centralized Offer: 263,374

Total number of Titres Participatifs purchased on Euronext Paris: 54,995

Aggregate nominal amount of purchased Titres Participatifs: €242,676,770.25

Total number of Titres Participatifs remaining outstanding: 244,033

Aggregate nominal amount of outstanding Titres Participatifs: €186,014,154.25

Settlement

The Settlement Date for the Centralized Offer is expected to be 16 July 2013. Under the Tender Offer, the Centralizing Agent will pay the relevant Tender Amount on the Settlement Date. As regards purchases on Euronext Paris, the Tender Amount will be paid by the Offeror, or by Crédit Agricole Corporate and Investment Bank on its behalf, three days following the execution of each order to sell, and on 16 July 2013 at the latest. The Titres Participatifs will be cancelled following the Settlement of the Tender Offer.

CONTACTS

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The terms and conditions of the Tender Offer, and in particular the applicable restrictions, are detailed in the Offer Document. The Offer Document can be obtained upon request from (i) Lucid Issuer Services Limited, 436 Essex Road, London N1 3QP, United Kingdom / Tel: +44 20 7704 0880 / Email: gdfsuez@lucid-is.com or (ii) GDF SUEZ, 1, place Samuel de Champlain, 92400 Courbevoie, France / Tel: +33 1 44 22 77 45 / Email: corporate.finance@gdfsuez.com.