
Press release

Schneider Electric SA: meeting of the Board of Directors

Rueil-Malmaison (France), December 17, 2013 – The Board of Directors of Schneider Electric SA met on December 17, 2013.

Invensys acquisition

The Board of Directors reviewed the process of the Invensys acquisition and took note of the approvals by the relevant competition authorities in the United States, in the European Union, in China, in Canada, in Brazil and by the CFIUS in the United States. The next step will be the Court Hearing scheduled on January 14, 2014 in London. The Board recalled that this strategic and highly synergetic deal further boosts Schneider Electric positions in integrated industrial automation and energy-intensive segments, software and energy management.

Corporate governance

Upon the proposal of Mr. Henri LACHMANN, the Board of Directors plans for Mr. Léo APOTHEKER to succeed Mr. Henri LACHMANN as independent vice-chairman lead director, following the General Meeting of May 6, 2014.

Evolution of the articles of association

The Board of Directors decided to study, for submission to the vote of the General Meeting of May 6, 2014, the evolution of the legal form of Schneider Electric from the status of '*Société Anonyme*' (SA) towards that of European Company ('*Societas Europaea*', SE).

Created about ten years ago by the legislator, this international status of the European and French laws has become more and more adopted by companies in Europe, and is the one that best reflects the European and international nature of Schneider Electric.

Schneider Electric has gone through major evolutions in the past few years. The Group has considerably developed its businesses and diversified its geographic presence, making Schneider Electric a fully global company today. In this context, as it became an integrated economic region, Europe asserted itself as one of the Group's first markets and an important basis of its technological innovation and its human capital.

With this status, Schneider Electric will benefit, in the eyes of stakeholders all over the world, from the image of Europe, one of economic power, of reservoir of talents, of technological excellence and leadership in sustainable development.

This change in the articles of association does not modify either the governance of the company, or the location of its head office. Formulating this evolution of the legal form of the company will be the responsibility of the Board of Directors that convenes the General Meeting.

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About Schneider Electric

As a global specialist in energy management with operations in more than 100 countries, Schneider Electric offers integrated solutions across multiple market segments, including leadership positions in Utilities & Infrastructure, Industries & Machines Manufacturers, Non-residential Building, Data Centers & Networks and in Residential. Focused on making energy safe, reliable, efficient, productive and green, the Group's 140,000 plus employees achieved revenues of 24 billion euros in 2012, through an active commitment to help individuals and organizations make the most of their energy.

www.schneider-electric.com

Important Information

The Prospectus issued in connection with the Offer was granted its visa by the Autorité des marchés financiers ("AMF") on September 9, 2013 under number 13-481. Copies of the Prospectus are available free of charge at Schneider Electric SA's registered office, 35 rue Joseph Monier, 92500 Rueil Malmaison, on the website of the company (www.schneider-electric.com), on the website of Invensys plc (www.invensys.com), as well as on the AMF website (www.amf-france.org).

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