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Paris, October 29th 2014

Foncière des Murs launches a share capital increase of approximately € 200 million with shareholders' preferential subscription rights

Following the press release of October 9th 2014, Foncière des Murs, a subsidiary of Foncière des Régions, announces today the launch of a share capital increase with shareholders' preferential subscription rights, in a gross amount of approximately € 200 million.

This share capital increase aims at providing Foncière des Murs with the necessary financial flexibility to seize the investment opportunities that may materialize and support growth projects in sectors in which Foncière des Murs is already operating, notably in the hospitality sector. In line with its strategy, these investments will primarily consist in the acquisition of assets and portfolio of assets.

Key terms of the capital increase

Each shareholder of Foncière des Murs will receive on October 31st one preferential subscription right for every share recorded in account at the close of trading on October 30th 2014. 13 preferential subscription rights will enable their holder to subscribe 2 new shares at a subscription price of € 20 per share (corresponding to a nominal value of € 4 and an issue premium of € 16).

9 880 528 new shares will be issued upon exercise of the totality of the 64,223,435 preferential subscription rights, representing an aggregate gross amount of € 197,610,560.

The subscription price represents a 9.9% discount to the € 22.20 closing price of Foncière des Murs' shares on October 28th, 2014 and a 8.7% discount to the theoretical ex-right price (TERP).

The offering will be open to the public in France only. The exercise and listing period of the preferential subscription rights will run from October 31st, 2014 to November 12th, 2014 at the close of the trading session. During this period, the preferential subscription rights will be listed

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and traded on the regulated market of Euronext in Paris ("Euronext Paris") under ISIN code FR 0012266047. Subscriptions subject to reduction (*à titre réductible*) will be accepted, they remain subject to reduction in the event of oversubscription.

The settlement and delivery and the listing on the regulated market of Euronext in Paris of the new shares are expected to take place on November 21st, 2014. The new shares will be fully fungible with Foncière des Murs' existing shares.

Intentions and undertakings of the main shareholders

The main shareholders of Foncière des Murs, (Foncière des Régions, Generali Vie¹, Prédica, ACM Vie, CARDIF Assurance Vie and Pacifica), collectively holding 90.6% of the share capital of Foncière des Murs, have irrevocably undertaken to exercise by irrevocable rights (*à titre irréductible*) the totality of the preferential subscription rights attached to the shares they hold.

Foncière des Régions has also firmly undertaken to place an order on a basis subject to reduction (*à titre réductible*) for a maximum amount of approximately € 18.5 million. Taking into account this undertaking, the completion of the share capital increase for its full amount is ensured. The total number of new shares subscribed by Foncière des Régions will be disclosed by Foncière des Murs through a press release on November 19th, 2014.

Foncière des Murs is not aware of the intention of its other shareholders.

Foncière des Murs, Foncière des Régions, Generali IARD, e-cie vie, Predica, ACM Vie, Cardif Assurance Vie and Pacifica have agreed to lock-ups of 90 calendar days, subject to customary exceptions.

BNP Paribas and Crédit Agricole Corporate and Investment Bank are acting as Joint Lead-Managers and Joint Bookrunners of this share capital increase.

Information available to the public

The prospectus which has received from the *Autorité des marchés financiers* (the "AMF") the visa No.14-578 on October 28th, 2014 consists of (i) the reference document filed by Foncière des Murs with the AMF on March 17th, 2014 under No D.14-0148 (the "**2013 Reference Document**"), (ii) a securities note, incorporating by reference the half-year financial report for the 6-month period ended on June 30th, 2014, dated July 25th, 2014, and (iii) a summary of the prospectus, included in the securities note.

The prospectus approved by the AMF is available free of charge at Foncière des Murs, 30 avenue Kléber, 75116 Paris, on the company's website (www.foncieredesmurs.fr) and the website of the AMF (www.amf-france.org).

¹ Generali Vie will sell the preferential subscription rights attached to the shares it holds to two of its affiliates, which will exercise them.

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Foncière des Murs draws the attention of investors to the risk factors, described on page 37 *et seq.* of the 2013 Reference Document, as updated in the Half-year financial report, and in Chapter 2 of the securities note.

About Foncière des Murs

Foncière des Murs, a subsidiary of Foncière des Régions, is specialised in business premises, especially in the hotel, healthcare and retail premises sectors. Partner of leading companies in the business premises sector, Foncière des Murs holds assets valued at a € 3Bn.

www.foncieredesmurs.fr

Foncière des Régions, real estate partner

As a key player in real estate, Foncière des Régions has built its growth and its portfolio on the key and characteristic value of partnership. With a total portfolio valued at € 16Bn (€ 10Bn in group share), located in the high-growth markets of France, Germany and Italy, Foncière des Régions is now the recognised partner of companies and territories which it supports with their real estate strategies with a twofold: adding value to existing urban property and designing buildings for the future.

Foncière des Régions mainly works alongside Key Accounts (Suez Environnement, Thales, Dassault Systèmes, Orange, EDF, IBM, and Eiffage, etc.) in the Offices market as well as being a pioneering and astute operator in the two other profitable sectors of Residential market in Germany and Hotels.

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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. Foncière des Murs 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.

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