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This press release is for information purpose only and does not constitute an offer to sell or a solicitation of an offer to buy any securities and the offer of the Bonds (as defined below) does not constitute a public offering (other than to qualified investors) in any jurisdiction, including France.

The Bonds will be offered only to qualified investors which include, for the purpose of this press release, professional clients and eligible counterparties. The securities may not be offered or sold or otherwise made available to retail investors. No key information document under the EU PRIIPs Regulation or the UK PRIIPs Regulation has been and will be prepared

NEXITY LAUNCHES AN ISSUANCE OF BONDS CONVERTIBLE INTO NEW SHARES AND/OR EXCHANGEABLE FOR EXISTING SHARES (OCEANES) DUE 2028 FOR UP TO APPROXIMATELY €270M AND A CONCURRENT REPURCHASE OFFER WITH RESPECT TO THE OUTSTANDING OCEANES DUE 2023 ISSUED IN MAY 2016 BY WAY OF A REVERSE BOOKBUILDING PROCESS

Paris, 13th April 2021

Offering of bonds convertible into new shares and/or exchangeable for existing shares due April 19th, 2028 (the “2028 OCEANES” or the “Bonds”) (subject to the condition precedent of the Company receiving indications of interest in the concurrent Repurchase (as defined below) from holders of the 2023 OCEANES (as defined below) for at least 60% of the number of 2023 OCEANES (as defined below) initially issued).

Nexity (the “Company” or “Nexity”) announces today the launch of an offering of 2028 OCEANES for a base nominal amount of approximately €240m. The Company has an additional allocation option to increase the size of the offering up to €270m.

The issuance net proceeds of this offering will be used to extend the maturity of Nexity’s indebtedness by financing the repurchase of part or all of the outstanding €270m OCEANES due 2023 issued on May 13th 2016 (the “2023 OCEANES”) tendered by their holders during the repurchase proposal (as detailed further below) and, as the case may be, to address the general financing needs of the Company.

The nominal unit value per 2028 OCEANE will be set at a premium between 40% and 45% above Nexity’s reference share price¹ on the regulated market of Euronext in Paris (“Euronext Paris”).

The 2028 OCEANES will be issued at par and will bear interest at an annual rate comprised between 0.375% and 0.875%, payable semi-annually in arrears on April 19th and October 19th of each year (or on the following business day if such date is not a business day) and for the first time on October 19th, 2021.

¹ The reference share price will be equal to the volume-weighted average price of Nexity’s share on Euronext Paris between the opening of trading on April 13th, 2021 and the pricing of the offering on the same day

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The final terms of the 2028 OCEANES are expected to be determined following the completion of the bookbuilding process later today and the settlement and delivery of the 2028 OCEANES is expected to take place on April 19th, 2021 (the “**Issue Date**”).

Dilution

For illustrative purposes, based on a 270 million euros nominal amount and a par value of 61.656 euros per 2028 OCEANES, the dilution would approximately represent 7.80% of the outstanding share capital if the Company decided to deliver only new shares.

Redemption

Unless previously converted and/or exchanged, redeemed or repurchased and cancelled, the 2028 OCEANES will be redeemed at par on April 19th, 2028 (or on the following business day if this date is not a business day) (the “**Maturity Date**”).

The 2028 OCEANES may be redeemed before the Maturity Date at the option of Nexity, under certain conditions, and at the option of bondholders in case of Change of Control or in case of Delisting (as defined in the terms and conditions of the Bonds).

In particular, the Bonds may be fully redeemed at Nexity’s option at any time from May 12th, 2025 until the Maturity Date, subject to a minimum 30 (but no more than 60) days’ prior notice, if the arithmetic average of the products of Nexity’s share volume-weighted average price on Euronext Paris and the prevailing conversion ratio (calculated over a period of 20 consecutive trading days chosen by the Company from among the 30 consecutive trading days ending on (and including) the trading day immediately preceding the day of the publication of the early redemption notice) exceeds 130% of the nominal value of the Bonds.

The Bonds may also be fully redeemed at any time, subject to a minimum 30 (and a maximum 60) days’ prior notice, if 85% or more in principal amount of the Bonds originally issued have been converted/exchanged and/or redeemed and/or purchased by Nexity and cancelled.

Lock-up

In the context of the 2028 OCEANES offering, the Company will agree to a lock-up undertaking for a period starting from the announcement of the final terms of the 2028 OCEANES and ending 90 calendar days after the settlement and delivery date of the 2028 OCEANES, subject to certain customary exceptions.

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Legal framework

An application will be made for the admission of the 2028 OCEANes to trading on the non-regulated open market of Euronext Paris (Euronext Access™), the non-regulated market of Euronext Paris. Such listing is expected within 30 days from the settlement date.

The Bonds, which will be issued as per the 28th resolution approved by the shareholders' ordinary and extraordinary general meeting held on May 19th, 2020 and will be offered by way of a placement, in France and outside France (excluding the United States of America, Canada, Australia, South Africa and Japan) to qualified investors only as defined in article 2(e) of Regulation (EU) 2017/1129 in accordance with Article L.411-2 1° of the French Monetary and Financial Code (*Code monétaire et financier*). As per the 29th resolution approved at the same shareholders' meeting, the Company has the option to increase the amount of the issue by fifteen per cent (15%) of the nominal amount of the Bonds within a maximum amount of 300 million euros.

Available information

The Issuance and the admission to trading on Euronext Access™ are not subject to a prospectus approved by the French Financial Market Authority (*Autorité des marchés financiers*) (the "**AMF**"). Detailed information on Nexity, including its business, results, prospects and related risk factors are described in the Company's universal registration document (*document d'enregistrement universel*) filed with the AMF on April, 9th 2021 under number D.21-0283, which is available together with other regulated information and all press releases of the Company, on Nexity's website (www.nexity.fr).

The offering is being managed by BNP PARIBAS, Crédit Agricole Corporate and Investment Bank, J.P. Morgan AG acting as Joint Global Coordinators and Joint Bookrunners (together the "**Joint Bookrunners**"). The Repurchase (as defined below) is being managed by BNP PARIBAS, Crédit Agricole Corporate & Investment Bank, J.P. Morgan AG acting as Joint Dealer Managers.

Repurchase under certain conditions of the "2023 OCEANes" (ISIN code: FR0013170925)

Concurrently to the launch of the offering of the 2028 OCEANes, Nexity launches today the repurchase of the 2023 OCEANes, whose outstanding amount is equal to the initial issue amount, i.e. €269,999,943.80 corresponding to 4,199,066 2023 OCEANes.

Repurchase Price

In order to repurchase the 2023 OCEANes, the Company will conduct today, via the Joint Dealer Managers, a reverse bookbuilding process (the "**Repurchase**") to collect indications of interest to sell

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2023 OCEANEs on the basis of a price (including accrued interest) per 2023 OCEANE between EUR 66.60 and EUR 66.90.

Transaction Conditions

The Repurchase is targeted at holders of the 2023 OCEANEs that are eligible in their respective jurisdictions, in particular that are not persons located or resident in the United States or persons acting for the account or benefit of such persons willing to sell their 2023 OCEANEs to Nexity.

The settlement and delivery of the Repurchase is expected to occur on April 20th, 2021, subject to the condition precedent of the settlement and delivery of the 2028 OCEANEs on April 19th, 2021 and subject to the following paragraph.

The Company reserves the right not to proceed with the Repurchase and the issuance of the 2028 OCEANEs if indications of interests received from holders of the 2023 OCEANEs pursuant to this process represent less than 60% of the number of 2023 OCEANEs initially issued.

The 2023 OCEANEs repurchased by the Company will be cancelled in accordance with their terms and conditions and in accordance with the law.

The bookbuilding process of the 2028 OCEANEs and the reverse bookbuilding process of the 2023 OCEANEs are independent one from the other. The allocation of the 2028 OCEANEs is not contingent upon the indications of interest to sell expressed by the holders of the 2023 OCEANEs in the reverse bookbuilding process.

The Company also reserves the right, after completion of Repurchase, to exercise its right to redeem, at its option, the 2023 OCEANEs in accordance with their terms and conditions.

The Company will announce through a press release the number of 2023 OCEANEs repurchased through the Repurchase and the price per 2023 OCEANE repurchased.

INDICATIVE TIMETABLE

13 th April 2021	Press release from the Company announcing the launch and the indicative terms of the 2028 OCEANEs issuance and of the Repurchase Start of the bookbuilding of the placement to qualified investors only and of the reverse bookbuilding End of the bookbuilding of the placement to qualified investors only and of the reverse bookbuilding Determination of the final terms of the 2028 OCEANEs issuance and of the Repurchase Press release from the Company announcing the final terms of the 2028 OCEANEs issuance and of the Repurchase
19 th April 2021	Settlement and delivery of the 2028 OCEANEs issuance
20 th April 2021	Settlement and delivery of the Repurchase

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AT NEXITY, WE AIM TO SERVE ALL OUR CLIENTS AS THEIR REAL ESTATE NEEDS EVOLVE

With more than 11,000 employees and €4.9 billion in revenue in 2020, Nexity is France's leading integrated real estate group, with a nationwide presence and business operations in all areas of real estate development and services for individuals, companies and local authorities.

Our services platform is designed to serve all our clients as their real estate needs evolve.

Firmly committed to focusing on people and how they are connected with each other, their cities and the environment, Nexity was named the number-one low-carbon project owner in France among real estate developers ranked by BBCA in 2020, is a member of the Bloomberg Gender-Equality Index (GEI) and obtained Great Place to Work certification in 2020.

Nexity is listed on the SRD, Euronext's Compartment A and the SBF 120.

CONTACT

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Disclaimer

Important information

This press release may not be released, published or distributed, directly or indirectly, in or into the United States of America, Australia, Canada, South Africa or Japan. The distribution of this press release may be restricted by law in certain jurisdictions and persons into whose possession any document or other information referred to herein comes, should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

No communication or information relating to the offering of the Bonds may be transmitted to the public in a country where there is a registration obligation or where an approval is required. No action has been or will be taken in any country in which such registration or approval would be required. The issuance or the subscription of the Bonds may be subject to legal and regulatory restrictions in certain jurisdictions; none of Nexity and the Joint Bookrunners assumes any liability in connection with the breach by any person of such restrictions.

*This press release is an advertisement and not a prospectus within the meaning of Regulation (EU) 2017/1129 (as amended the “**Prospectus Regulation**”) and Regulation (EU) 2017/1129 as it forms part of domestic law in the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (the “**UK Prospectus Regulation**”).*

This press release is not an offer to the public, an offer to subscribe or designed to solicit interest for purposes of an offer to the public other than to qualified investors in any jurisdiction, including France.

The Bonds will be offered only by way of a placement in France and outside France (excluding the United States of America, Australia, Canada, South Africa and Japan), solely to qualified investors as defined in point (e) of article 2 of the Prospectus Regulation and article 2 of the UK Prospectus Regulation and there will be no public offering in any country (including France) in connection with the Bonds, other than to qualified investors. This press release does not constitute a recommendation concerning the issue of the Bonds. The value of the Bonds and the shares can decrease as well as increase. Potential investors should consult a professional adviser as to the suitability of the Bonds for the person concerned.

Prohibition of sales to retail investors in the European Economic Area

No action has been undertaken or will be undertaken to make available any Bonds to any retail investor in the European Economic Area.

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For the purposes of this press release,

- a) *the expression “retail investor” means a person who is one (or more) of the following:*
- i. *a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “MiFID II”); or*
 - ii. *a customer within the meaning of Directive (EU) 2016/97 (as amended, the “Insurance Distribution Directive”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or*
 - iii. *a person other than a “qualified investor” as defined in the Prospectus Regulation.*
- b) *the expression “offer” includes the communication in any form and by any means of sufficient information on the terms of the offer and the Bonds to be offered so as to enable an investor to decide to purchase or to subscribe to the Bonds.*

Consequently no key information document required by Regulation (EU) 1286/2014 (as amended, the “EU PRIIPs Regulation”) for offering or selling the Bonds or otherwise making them available to retail investors in the European Economic Area has been prepared and therefore offering or selling the Bonds or otherwise making them available to any retail investor in the European Economic Area may be unlawful under the EU PRIIPs Regulation.

Prohibition of sales to retail investors in the United Kingdom

No action has been undertaken or will be undertaken to make available any Bonds to any retail investor in the United Kingdom.

For the purposes of this provision:

- (a) *the expression retail investor means a person who is one (or more) of the following:*
- i. *a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “EUWA”); or*
 - ii. *a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, “FSMA”) and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or*
 - iii. *not a qualified investor as defined in article 2 of the UK Prospectus Regulation as it forms part of domestic law by virtue of the EUWA; and*
- (b) *the expression an “offer” includes the communication in any form and by any means of sufficient information on the terms of the offer and the Bonds to be offered so as to enable an investor to decide to purchase or subscribe for the Bonds.*

Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the “UK PRIIPs Regulation”) for offering or selling the Bonds or otherwise making them available to retail investors in the United Kingdom has been prepared and therefore offering or selling the Bonds or otherwise making them available to any retail investor in the United Kingdom may be unlawful under the UK PRIIPs Regulation.

France

The Bonds are not and will not be offered or sold or caused to be offered or sold, directly or indirectly, to the public in France other than to qualified investors. Any offer or sale of the Bonds and distribution of any offering material

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relating to the Bonds is and will be made in France only to qualified investors as defined in point (e) of article 2 of the Prospectus Regulation.

United Kingdom

In the United Kingdom, this press release is addressed and directed only (i) to investment professionals as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "Order") or (ii) to high net worth companies, and other persons to whom it may lawfully be communicated, falling within Article 49(2) (a) to (d) of the Order (the persons mentioned in paragraphs (i) and (ii) all deemed relevant persons ("Relevant Persons")). The Bonds are only available to Relevant Persons, and any invitation, offer or agreement to subscribe, purchase, or otherwise acquire the Bonds may be addressed and/or concluded only with Relevant Persons. All persons other than Relevant Persons must abstain from using or relying on this document and all information contained therein.

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

United States of America

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Australia, Canada, South Africa and Japan

The Bonds may not and will not be offered, sold or purchased in Australia, Canada, South Africa or Japan. The information contained in this press release does not constitute an offer of securities for sale in Australia, Canada, South Africa or Japan.

The distribution of this press release in certain countries may constitute a breach of applicable law.

MiFID II – Target Market: Professional Investors and Eligible Counterparties and Retail Investors (France only)

Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Bonds has led to the conclusion that: (i) the target market for the Bonds is French retail investors, eligible counterparties and professional clients, each as defined in MiFID II; and (ii) all channels for distribution of the Bonds to French retail investors, eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Bonds (a "distributor") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Bonds (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

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