



Press Release

Nexans launches a capital increase reserved for its employees

Paris, May 19, 2010 – Nexans announced on February 10, 2010 the implementation of a new employee shareholding plan. This press release aims to detail certain features of the capital increase reserved for Group employees.

The reservation period will be open from May 21st to June 7th, 2010 (inclusive) and the revocation period will take place from July 12th to July 16th, 2010 (inclusive). The subscription price will be set on July 9, 2010.

The issuance of the shares is scheduled for August 5, 2010. The main terms and conditions of this employee shareholding plan are described hereinafter.

Nexans' objective through this transaction is to associate more closely employees, in France and abroad, with the results of the Group. It is the 4th employee shareholding plan implemented by Nexans since 2002.

About Nexans

With energy as the basis of its development, Nexans, the worldwide leader in the cable industry, offers an extensive range of cables and cabling systems. The Group is a global player in the infrastructure, industry, building and Local Area Network markets. Nexans addresses a series of market segments: from energy, transport and telecom networks to shipbuilding, oil and gas, nuclear power, automotives, electronics, aeronautics, material handling and automation.

Nexans is a responsible industrial company that regards sustainable development as integral to its global and operational strategy. Continuous innovation in products, solutions and services, employee development and engagement, and the introduction of safe industrial processes with limited environmental impact are among the key initiatives that place Nexans at the core of a sustainable future.

With an industrial presence in 39 countries and commercial activities worldwide, Nexans employs 22,700 people and had sales in 2009 of 5 billion euros. Nexans is listed on NYSE Euronext Paris, compartment A. For more information, please consult www.nexans.com

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ISSUER

Nexans (hereinafter the "**Company**")

Registered office: 8 rue du Général Foy, 75008 Paris, France

Share capital: €28,012,928 divided into 28,012,928 shares as of December 31, 2009

RCS Paris 393 525 852

Compartment A – NYSE Euronext Paris (France)

Common share ISIN code: FR0000044448

PURPOSE OF THE OFFERING

This employee shareholding plan, which is in line with the policy of developing the Group's employee shareholding, will cover 25 countries. Nexans' objective through this transaction is to associate more closely employees, in France and abroad, with the results of the Group.

The offering is called "Act 2010" and offers a unique formula including a leverage component and an investment guarantee.

FRAMEWORK OF THE TRANSACTION - OFFERED SECURITIES

The shareholders of Nexans, during the Ordinary and Extraordinary Shareholders' Meeting of May 26th, 2009, authorized the Board of Directors to increase the total share capital of the company, on one or more occasions, up to a maximum amount of €400,000 through the issuance of new shares or other securities giving access to the Company's share capital reserved for employees of the company and for French and foreign companies affiliated with it pursuant to Article L. 225-180 of the French Code of Commerce and Article L. 3344-1 of the French Labor Code, and who are members of the Group Savings Plan.

In accordance with this authorization, on February 9th, 2010 the Board of Directors decided on the principle of an issuance of common shares to employee members of the group savings plan to a subscription price determined according to the provisions of Article 3332-19 of the French Labor Code, which could be subject to a discount, and it also delegated to the Chairman and Chief Executive Officer the powers required for the implementation of the offering.

The Chairman and Chief Executive Officer, acting on delegation of the Board of Directors, decided on May 19, 2010 on certain terms and conditions of the offering and will set the final terms and conditions of the transaction by a decision expected to occur on July 9, 2010. In particular, he will determine on such date the subscription price of the newly-issued shares, which is equal to the Reference Price less a 20% discount.

The Reference Price will be declared by the Chairman and Chief Executive Officer on July 9, 2010. In accordance with the provisions of Article L.3332-19 of the French Labor Code, it will be equal to the average of the opening share price of the Nexans share on Euronext Paris during the twenty (20) trading days preceding this date.

The maximum number of Nexans shares that may be issued within the framework of this offering amounts to 400,000 shares (corresponding to a capital increase of a maximum nominal amount of € 400,000).

The new shares will be entirely assimilated as of their issuance to existing common shares that Nexans' share capital is currently comprised of. The capital increase is scheduled for August 5, 2010.

CONDITIONS OF THE SUBSCRIPTION

- *Beneficiaries of the share offering reserved for employees:* the beneficiaries of the offering are employees of companies in the offering perimeter that are members of the France or International Group Employee Savings Plan, as applicable, regardless of the nature of their employment contract (fixed or indefinite term length, full or part time employment) and that are able to justify a three-month seniority within the Group by the end of the retraction period.
- *Companies in the offering perimeter:*
 - Nexans, with a total share capital of €28,012,928, with its registered office at 8, rue du Général Foy – 75008 Paris, and
 - Companies of the Nexans Group, with their registered offices in France or abroad, (i) in which Nexans holds directly or indirectly more than 50% of the total share capital, (ii) which will have become a member to the France Group Employee Savings Plan or to the International Group Employee Savings Plan and (iii) which are located in one of the following 25 countries: Argentina, Belgium, Brazil, Canada, Chile, China, Colombia, Egypt, France, Germany, Greece, Italy, Lebanon, Morocco, Norway, Peru, Singapore, South Korea, Spain, Sweden, Switzerland, Turkey, Vietnam, United Kingdom and the U.S.A.
- *Terms and conditions of the subscription:* the shares will either be subscribed to directly or through an FCPE, in accordance with applicable regulatory and/or tax legislation in the various countries of residence of the capital increase beneficiaries.
- *Subscription formula:* employees will be able to subscribe to Nexans shares through an FCPE (except for local specificities) offering a unique guaranteed formula including a leverage component which allows the employee to benefit from a guarantee on their investment made into this offering. In certain countries, employees will received from their employer a stock appreciation right, the amount of which will be indexed by applying a comparable formula to the one offered in the leveraged plan.
- *Subscription threshold:* the beneficiaries' annual payments made in the Group Savings Plan (after consideration of the additional bank amount under the leveraged formula) shall not exceed, in accordance with Article L.3332-10 of the French Labor Code, one-fourth of their estimated gross annual remuneration for 2010.

- *Lock-up period applicable to the Nexans shares or to the corresponding FCPE units:* the subscribers shall hold either the shares subscribed to directly, or the corresponding units of the FCPEs, during a five year period, i.e., until August 5, 2015, except in the occurrence of an early exit event.
- *Exercising voting rights attached to the shares:* when shares are subscribed to and held via an FCPE, voting rights on these shares will be exercised by the relevant FCPE Supervisory Board; when shares are subscribed to directly by employees, voting rights will be exercised individually by the employees.

CALENDAR

- Reservation period: from May 21st, 2010 (inclusive) to June 7th, 2010 (inclusive)
- Determination and communication of the subscription price: July 9th, 2010
- Revocation period: from July 12th, 2010 (inclusive) to July 16th, 2010 (inclusive)
- Issuance of the shares under the offering: scheduled for August 5th, 2010

HEDGING TRANSACTIONS

With respect to the implementation of the guaranteed leveraged formula, the financial institution structuring the offering (*Société Générale*) is likely to enter into hedging transactions, particularly as from the date on which the period of determination of the Reference Price will start, i.e. June 11, 2010, and throughout the entire duration of the transaction.

LISTING

The listing of the newly-issued Nexans shares to trading on NYSE Euronext Paris (ISIN code: FR0000044448), such as the listing of existing shares, will be requested as soon as possible following the completion of the capital increase scheduled to take place on August 5, 2010.

SPECIAL NOTE REGARDING THE INTERNATIONAL OFFERING

This press release does not constitute an offer to sell or a solicitation of offers to subscribe to Nexans shares. The offering of Nexans shares reserved for employees will be conducted only in countries where such an offering has been registered with the competent local authorities and/or following the approval of a prospectus by the competent local authorities or in consideration of an exemption of the requirement to prepare a prospectus or register the offering. More generally, the offering will only be conducted in countries where all required filing procedures and/or notifications have been completed and the required authorizations have been obtained.

EMPLOYEE CONTACT

The beneficiaries may address all questions regarding this offering to their Human Resources contact person and/or to any other person specified in the documentation remitted to employees.

This document constitutes the information document required by Article 212-4 5° of the AMF General Regulations and Article 14 of AMF circular n° 2005-11 dated December 13, 2005.