

Paris, 30th July 2013

Press Release

**ACTIVA CAPITAL
TO ACQUIRE THE CONTROL OF NEXEYA**

Activa Capital and Bpifrance Investissement today signed agreements with the Managers of Nexeya SA (ISIN code: FR0010414961 – Mnémo: ALNEX, « **Nexeya** » or the “**Company**”) and several financial shareholders (Alto Invest, BNP Paribas Private Equity, Nextstage, Talence Gestion) relating to the acquisition of a majority block representing 57,9 % of total capital and 58.7% of voting rights for €12.00 per share.

The transaction, to which the main managers and founders of Nexeya are fully associated, aims at providing the Company with a new reference shareholder to support the implementation of its development strategy.

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Terms of the transaction

As part of the transaction, Activa Capital and Bpifrance Investissement will acquire, through a special purpose vehicle (the “**Initiator**”):

- the totality of the stake held by Jean-Yves Rivière, Chairman of the Board of Nexeya, Philippe Gautier, Managing Director of Nexeya, and Marc Hababou, Member of the Board of Nexeya, which together hold 29.4% of Nexeya's total capital;
- the totality of the stake held by Nextstage, BNP Paribas, and Talence Gestion, and part of the stake held by Alto Invest together representing 28.6% of Nexeya's total Capital.

Jean-Yves Rivière, Philippe Gautier and Marc Hababou will be significant shareholders of the Initiator. The managers will keep their present role in the Company pursuant to the transaction.

The Initiator is a limited liability company established and controlled by Activa Capital. Bpifrance Investissement will invest alongside Activa Capital and the founders in the Initiator which will remain under Activa Capital's control.

The completion of this acquisition is subject to the Antitrust Authority approval and could take place by the end of September 2013. As soon as possible

after the acquisition of the majority stake, the Initiator will file with the French Stock Regulator (the "AMF") - in accordance with the terms of the articles 234-2 and subsequent of the General Regulation of the AMF relating to the compulsory filing of a public tender offer - a simplified public tender offer memorandum. This memorandum will relate to the acquisition of the shares of Nexeya not held by the Initiator at the same price per share, subject to the conclusions of the independent expert and to the AMF regulatory clearance.

The Board of Nexeya has appointed Crowe Horwath (Olivier Grivillers) as independent expert in charge of preparing a report as regards the financial terms of the public tender offer, in accordance with the article 261-1 I. of the General Regulation of the AMF.

Nexeya requested a suspension of quotation to NYSE Euronext. The quotation will start again on July, 31st 2013.

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Jean Yves Rivière and Philippe Gautier, respectively Chairman of the Board and Managing Director of Nexeya, said: *"The arrival of Activa Capital and of Bpifrance Investissement brings us the resources to support efficiently Nexeya's development strategy"*.

Christophe Parier and Olivier Nemsguern, Partners at Activa Capital, said: *"We are very pleased to support Nexeya in this new stage of its development. The operation aims at backing Nexeya with a group of reference shareholders which will independently support the Company, under the leadership of its current management. Activa Capital and Bpifrance Investissement wish to support the strategy implemented by the management team, which is based on organic growth as well as, when relevant, acquisitions"*.

Luc Heinrich, Head of the Generalist growth-capital division of Bpifrance Investissement, explains that *"this investment alongside Activa Capital shows our commitment to support growth-potential companies by giving them enough time and resources to develop in France and abroad, while strengthening their innovation capability."*

Nexeya is advised by Edmond de Rothschild Corporate Finance for this operation.

Activa Capital is advised by Natixis for this operation.

About Nexeya

NEXEYA is an industrial group that employs 1,200 people and mainly operates in the Aeronautics, Defense, Space, Energy and Transportation sectors. The Company designs, manufactures, tests and maintains highly specialized, mission-critical electronic products and provides high value-added services.

About Activa Capital

Activa Capital is a leading French mid-market private equity firm.

Activa Capital manages €500m of private equity funds on behalf of a wide range of institutional investors. Its mission is to partner with ambitious mid-sized French companies, valued between €30 million and €200 million.

To know more about Activa Capital, please check www.activacapital.com.

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