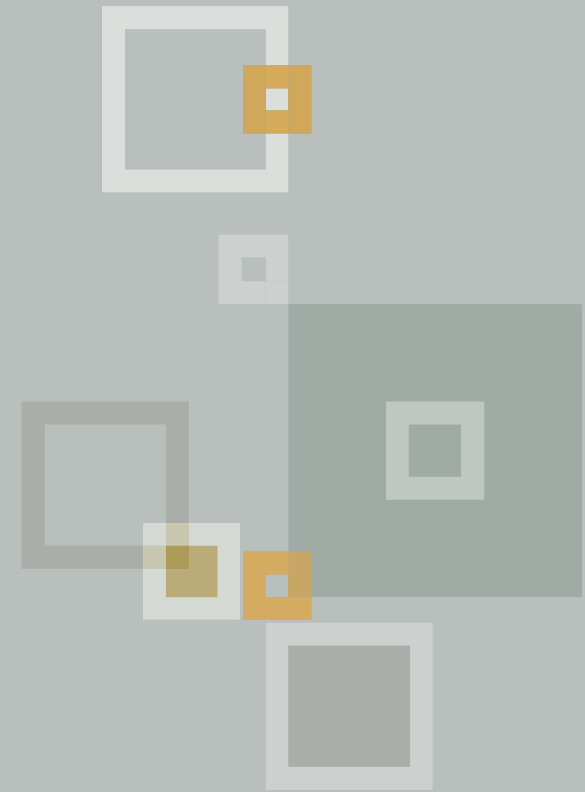


→ 2008 Shareholders
Combined General Meeting

May 22, 2008



Agenda

- 2007 highlights and change in Legrand business model (multi-pole profile) - G. Schnepf
- A value-creating business model - O. Bazil
- Financial results - A. Burel
- Dividend and Targets - G. Schnepf
- Sustainable development - G. Schnepf
- Corporate governance - G. Schnepf
- Presentation of resolutions - G. Schnepf
- Statutory auditors' report - G. Morin, D. Descours
- Q&A session
- Vote of resolutions - J.-L. Fourneau



2007 Highlights and Change in Legrand Business Model (Multi-pole Profile)

Gilles Schnepp
Chairman & CEO

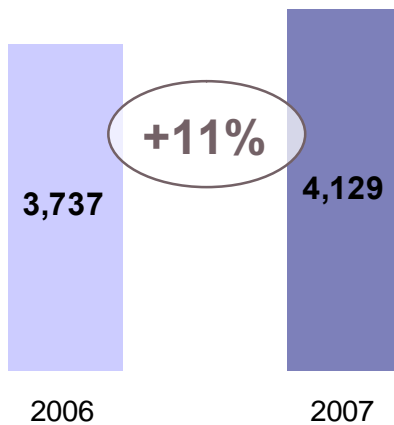


2007 Highlights

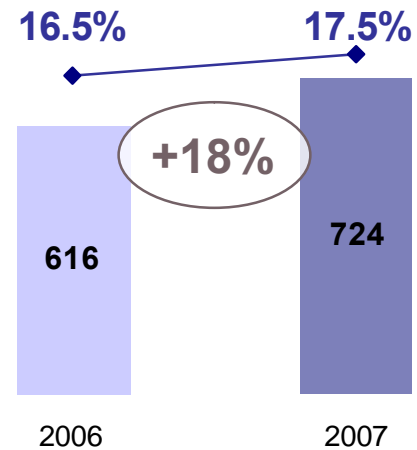
- Good 2007 full-year performance
- IPO commitments exceeded
- Share price since market listing
- Enhanced business model

Good 2007 Full-year Performance

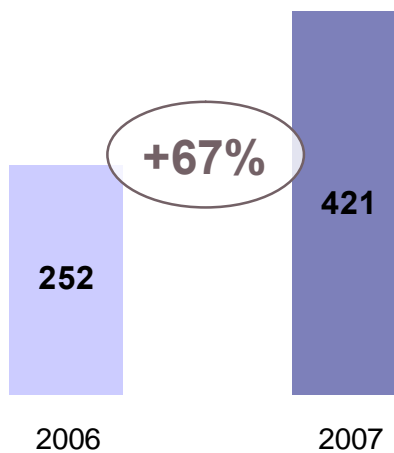
Firm increase in sales
(€M)



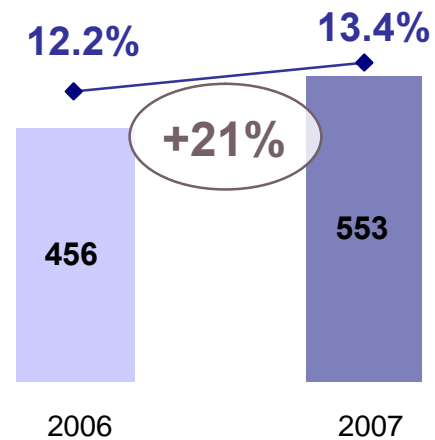
Robust growth in adjusted EBIT
(€M and as % of sales)



Significant rise in net income
Group share (€M)



Vigorous free cash flow generation
(€M and as % of sales)



IPO Commitments Exceeded

Metrics	IPO commitments	Performance since IPO (2006-2007)
Sales	8-10% ⁽¹⁾ CAGR at constant exchange rates	+13.7% CAGR at constant exchange rates
Adjusted ⁽²⁾ EBIT	Stable margins including acquisitions	Margin up 180 bps to 17.5%
Free Cash Flow ⁽³⁾	10% FCF CAGR	30% FCF CAGR



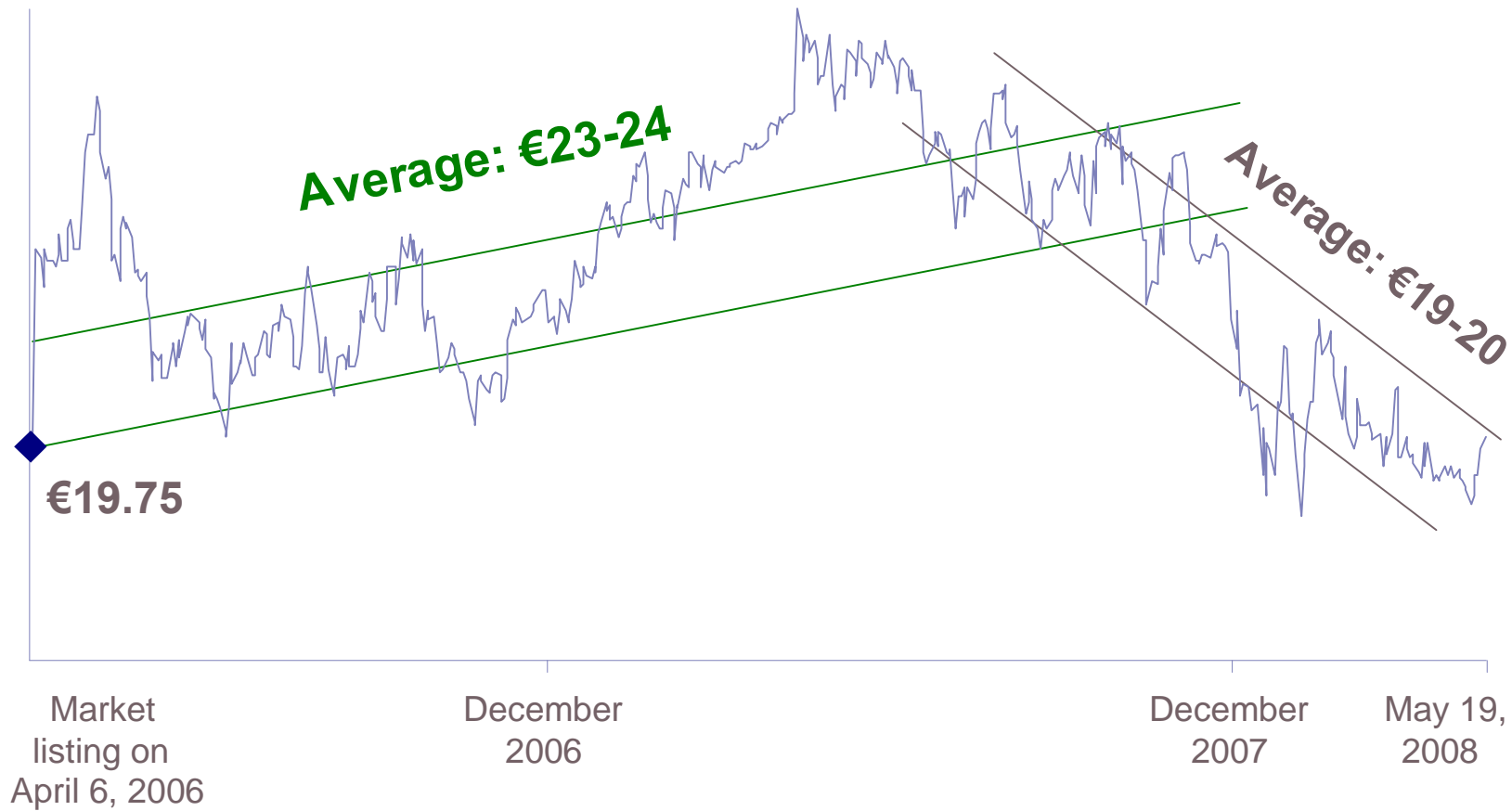
1. Excluding impact of economic cycles; 4 to 5% CAGR at constant scope of consolidation and exchange rates approximately doubled by self financed acquisitions

2. Figures restated for accounting entries with no cash impact relating to the acquisition of Legrand France in 2002

3. Free cash flow: cash flow from operations - change in working capital - capex + net proceeds from sale of fixed assets

Share Price Since Market Listing

Legrand share price



Enhanced Business Model

Business model improvement

A value-creating business model

- Trading up
- Acceleration of acquisition-driven growth

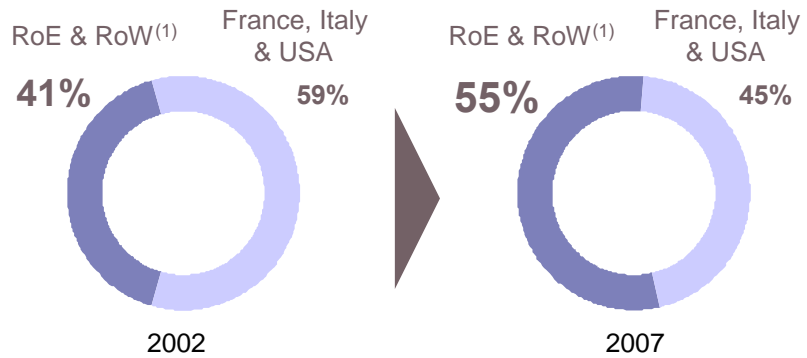
Multi-pole profile

- Geographical expansion
- Development in promising market segments

Multi-pole Profile – Geographical Expansion

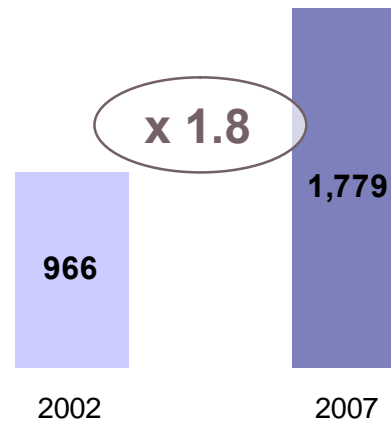
GEOGRAPHICAL EXPANSION

Improved distribution of resources Breakdown of headcount by geographical zone

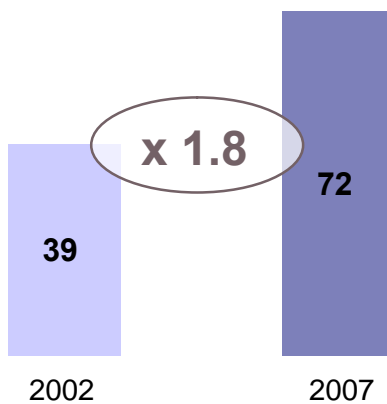


1. RoE and RoW: Rest of Europe and Rest of World

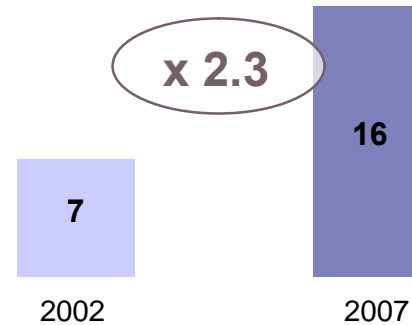
Vigorous expansion in RoE and RoW(1) Sales in RoE and RoW zones(1) (€M)



Higher international profile No. of countries excluding France, Italy and USA/Canada



Number of countries generating sales over €50M



Multi-pole Profile – Energy Efficiency

Rising demand for energy management solutions

A high-growth market segment

Today buildings account for

40%

of total world energy consumption⁽¹⁾



- ① Need for **energy savings**
- ② Need for **electricity quality**

5%
of 2007 sales

+27%
organic
growth⁽²⁾ in 2007

**PROMISING
MARKET
SEGMENTS**

1. Source: IPCC - International Panel on Climate Change
2. Organic: at constant scope of consolidation and exchange rates

Multi-pole Profile – Energy Efficiency

Energy savings



Céliane - Interscénario



Axolute - Touchscreen



Universal vacancy sensor



Emergency lighting control unit



Time switch



Electricity quality



Source inverter and service continuity



Compensation of reactive energy



Surge protective device

PROMISING
MARKET
SEGMENTS

Multi-pole Profile – Power Distribution

+17%⁽¹⁾
in 2007

**PROMISING
MARKET
SEGMENTS**



XL³ enclosure



DPX moulded case circuit-breaker



DMX air circuit-breaker



Busbars



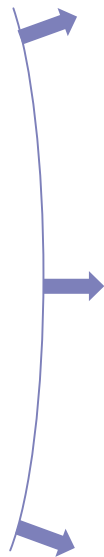
Cast resin transformer

1. Sales growth at constant scope of consolidation and exchange rates

Multi-pole Profile – Voice-Data-Image/Datacom Systems



+13%⁽¹⁾
in 2007



Cabinets, enclosures and connections

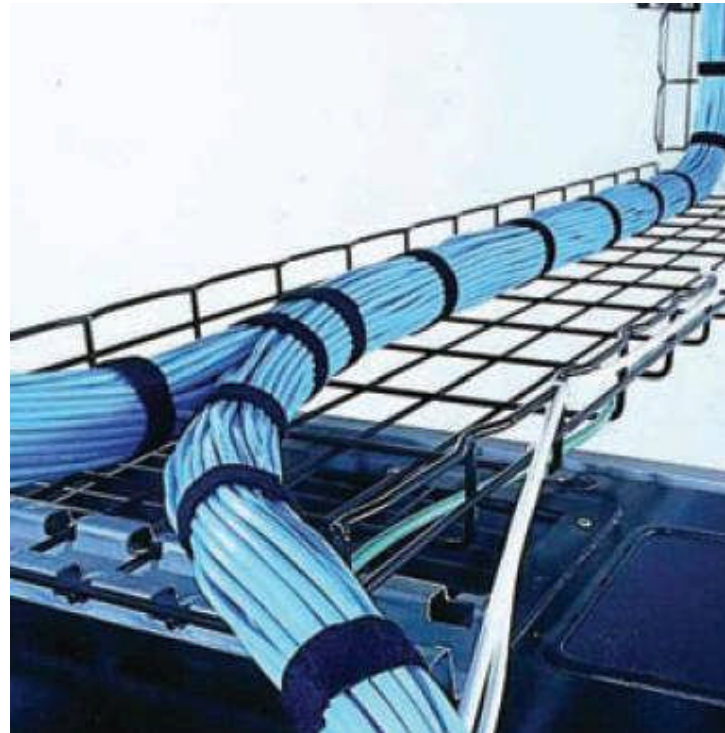
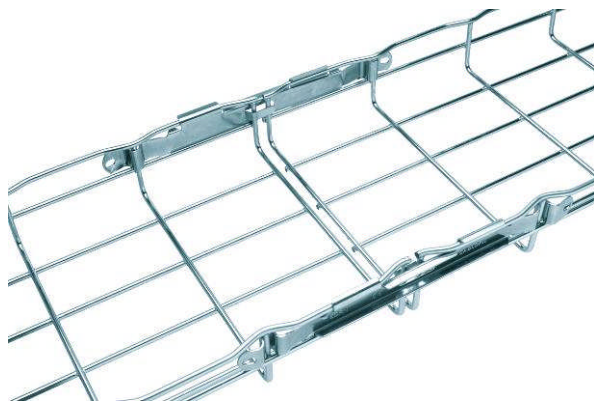
**PROMISING
MARKET
SEGMENTS**

1. Sales growth at constant scope of consolidation and exchange rates

Multi-pole Profile – Wire Cable-trays



+19%⁽¹⁾
in 2007



**PROMISING
MARKET
SEGMENTS**

1. Sales growth at constant scope of consolidation and exchange rates



A Value-creating Business Model

Olivier Bazil

Vice-Chairman & COO

Enhanced Business Model

Business model improvement

A value-creating business model

- Trading up
- Acceleration of acquisition-driven growth

Multi-pole profile

- Geographical expansion
- Development in promising market segments

Trading Up Strategy – Value Creation

Design



Galea Life - Corian®

Trading Up Strategy – Value Creation

Design



Synergy - Polished brass

Trading Up Strategy – Value Creation

Design



Céliane - Leather

Trading Up Strategy – Value Creation

Design



Axolute - Black glass

Trading Up Strategy – Value Creation

Design

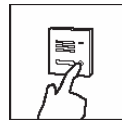


Art - Bright steel

Trading Up Strategy – Value Creation

Functionalities

Security

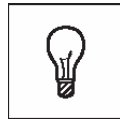


Axolute – Video door entry system

Trading Up Strategy – Value Creation

Functionalities

Convenience



Céliane – Pathway lighting

Trading Up Strategy – Value Creation

Functionalities

Convenience

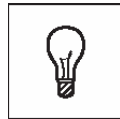


Céliane - Programmable thermostat

Trading Up Strategy – Value Creation

Functionalities

Convenience



Vantage - Touchpoint

Trading Up Strategy – Value Creation

Functionalities

Convenience



Axolute - Touchscreen

Trading Up Strategy – Value Creation

Functionalities

Energy saving



Céliane - Interscenario

Trading Up Strategy Examples: Céliane and Axolute

Trading up strategy in France:
success of Céliane

+43%

in 2007 sales
of enriched
functionalities



Continued success of Axolute in Italy

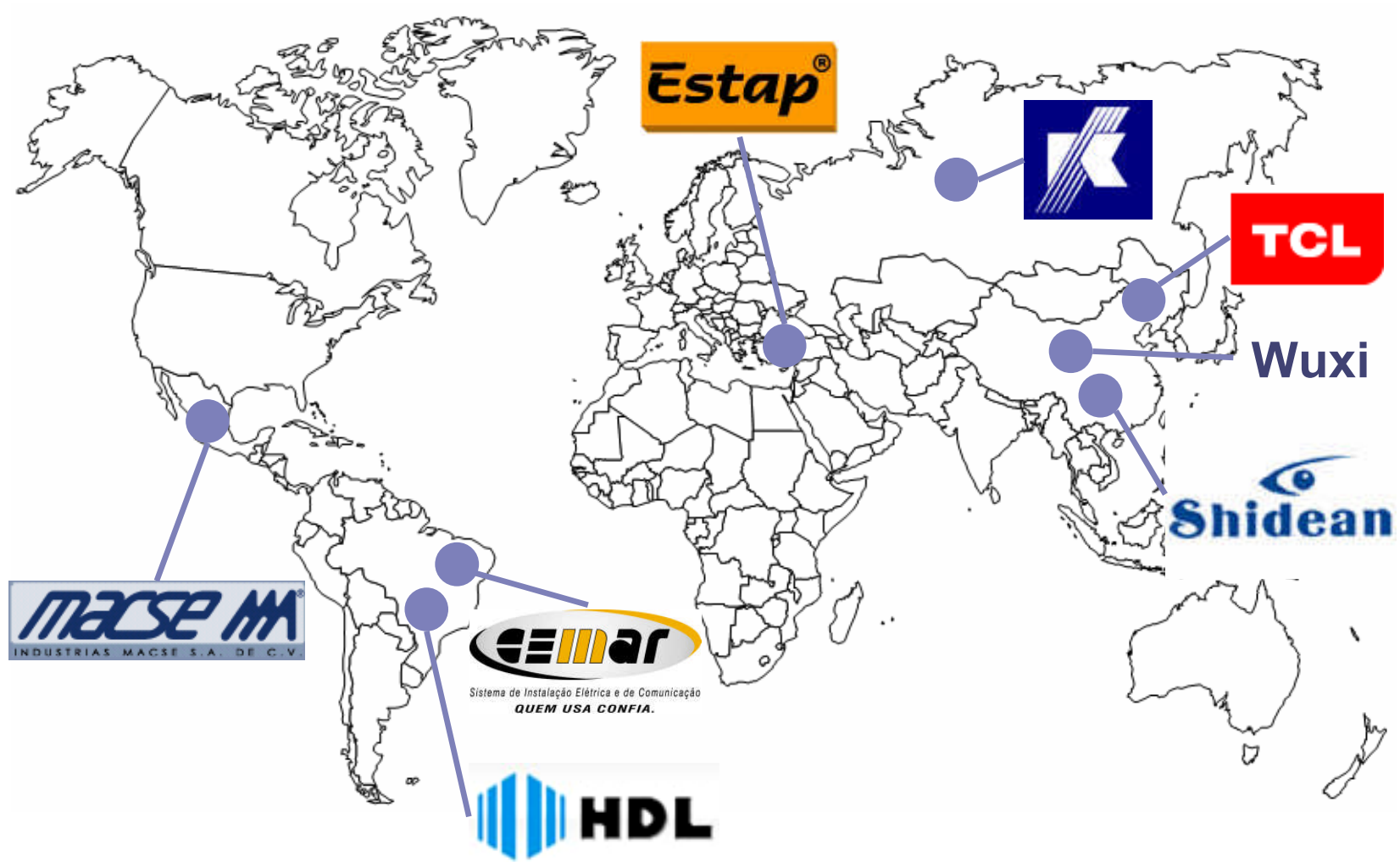
Nearly

+50%

growth in Axolute sales
in Italy in 2007



8 Acquisitions in Emerging Countries Since 2005



19 Targeted Acquisitions Since January 2005

Emerging countries



Wuxi



High-growth market segments



VAN GEEL

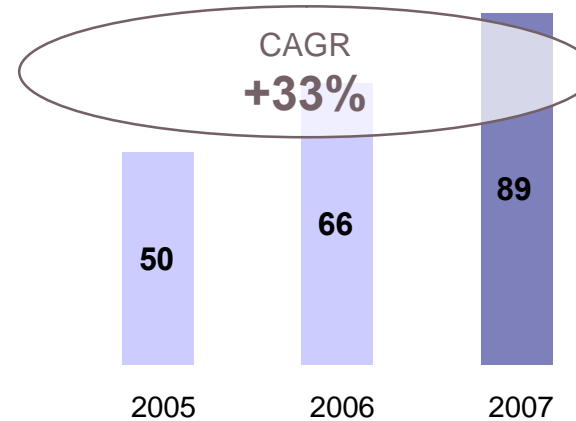


Case Study – Zucchini

International expansion

Strong sales growth

Expanding sales
from 4 to 17
countries between 2005 and 2007



Strong improvement in profitability

Margin up

from under 10% in 2004

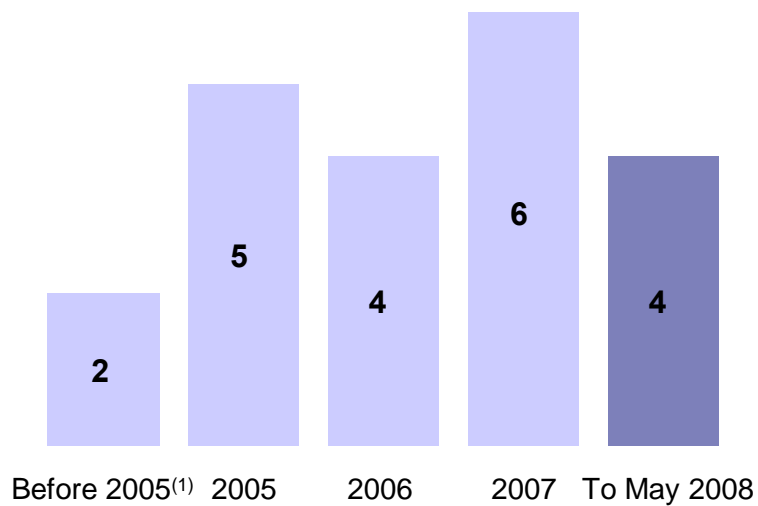
to a level

in line with Group average in 2007

Active Policy of Self-financed Acquisitions

An ongoing and firm stream of acquisitions
Number of acquisitions per year

Strong contribution to growth
since January 2005



**Over
€600M**
of incremental sales acquired

1. Annual average



2007 Financial Results

Antoine Burel
CFO

Enhanced Business Model

Business model improvement

A value-creating business model

- Trading up
- Acceleration of acquisition-driven growth

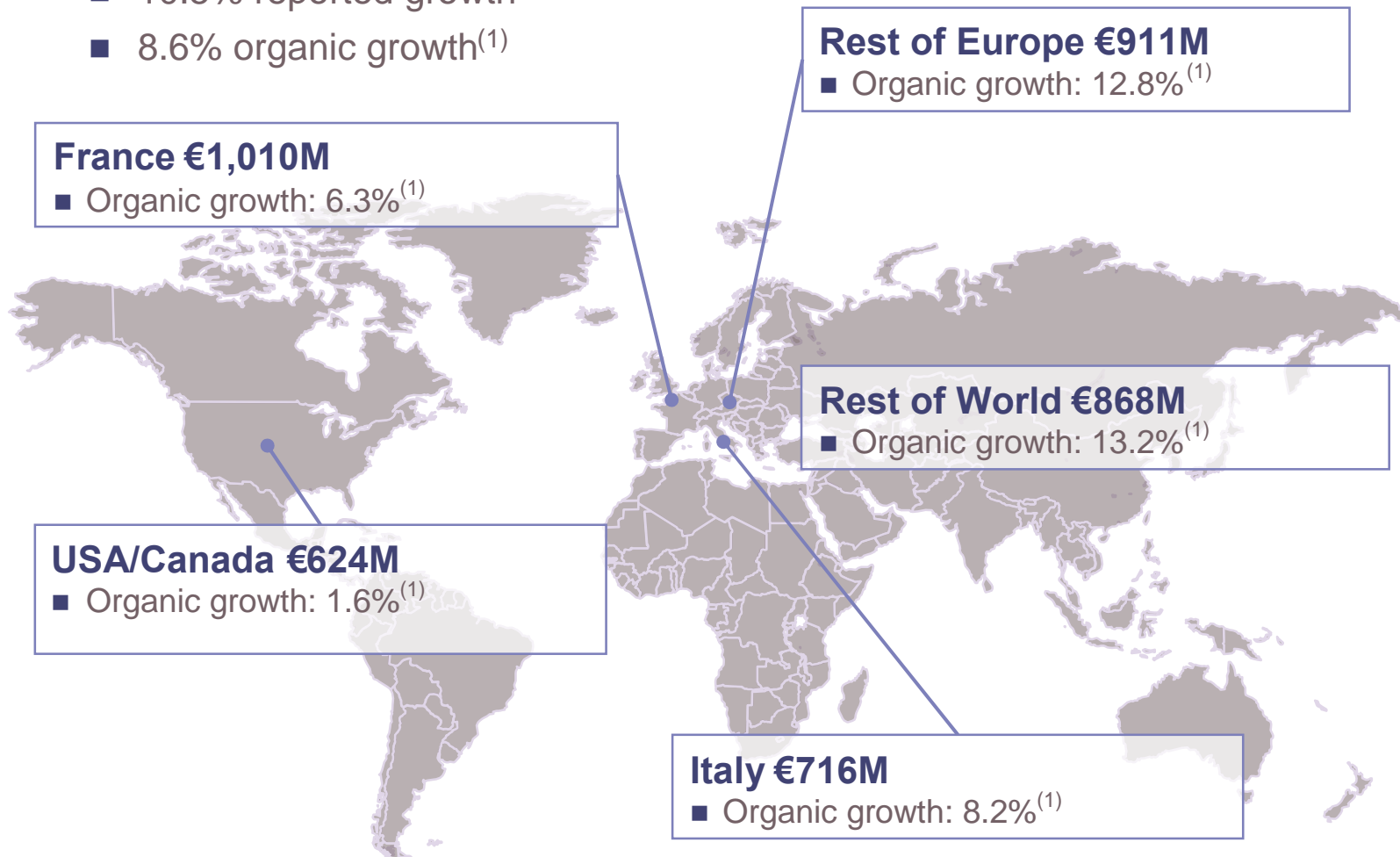
Multi-pole profile

- Geographical expansion
- Development in promising market segments

2007 Results – Firm Increase in Sales

Total sales: €4,129M in 2007

- 10.5% reported growth
- 8.6% organic growth⁽¹⁾



1. Organic growth: at constant scope of consolidation and exchange rates

2007 Results – Robust Income Growth

IFRS, in M€	2006	2007	% of Change
Net Sales	3,736.8	4,128.8	10.5%
Gross Profit	1,855.1	2,068.3	11.5%
<i>As % of Sales</i>	49.6%	50.1%	
Adjusted¹ Operating Income	616.2	724.0	17.5%
<i>As % of Sales</i>	16.5%	17.5%	
Accounting entries related to the acquisition of Legrand France	(86.6)	(62.5)	
Operating Income	529.6	661.5	24.9%
<i>As % of Sales</i>	14.2%	16.0%	
Net Financial Expenses	(123.7)	(109.9)	-11.2%
Exchange Gains & Losses	40.4	44.0	
Loss on Extinguishment of Debt	(109.0)	0.0	
Income Tax Expense	(82.9)	(175.0)	
Net Profit Group Share	252.0	421.0	67.1%
Net Profit	255.2	422.6	65.6%

1. Figures restated for accounting entries with no cash impact relating to the acquisition of Legrand France in 2002

2007 Results – Vigorous Cash Generation in 2007

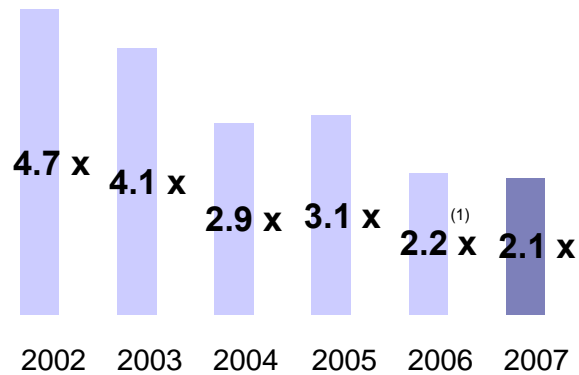
IFRS, in M€	2006	2007	% Change
Cash-Flow From Operations ⁽¹⁾	618.7	668.0	8.0%
<i>As % of Sales</i>	<i>16.6%</i>	<i>16.2%</i>	
Change in Working Capital Requirement	(37.2)	17.5	
Net Cash Provided by Operating Activities	581.5	685.5	17.9%
<i>As % of Sales</i>	<i>15.6%</i>	<i>16.6%</i>	
Capital Expenditures (including capitalised R&D)	(152.9)	(171.4)	12.1%
Net Proceeds from Sales of Fixed Assets	27.5	38.8	
Free Cash-Flow	456.1	552.9	21.2%
<i>As % of Sales</i>	<i>12.2%</i>	<i>13.4%</i>	

1. Cash flow from operations is defined as net cash provided by operating activities before change in working capital

2007 Results – Solid Balance-sheet Structure

High free cash flow generation:
over 10% of sales

Net debt / EBITDA ratio
under control



Investment grade ratings with stable
or positive outlook

Solid balance sheet structure
and access to credit allow
an active acquisition policy

1. Capital increase in 2006



2008 First-quarter Financial Results

Antoine Burel
CFO

2008 First-quarter Results

In M€	Q1 2007	Q1 2008	% of Change
Net Sales	1,032.7	1,049.0	1.6%
Gross Profit	525.4	541.4	3.0%
<i>As % of Sales</i>	<i>50.9%</i>	<i>51.6%</i>	
Adjusted⁽¹⁾ Operating Income	185.1	187.6	1.4%
<i>As % of Sales</i>	<i>17.9%</i>	<i>17.9%</i>	
Accounting entries related to the acquisition of Legrand France	(15.7)	(12.6)	
Operating Income	169.4	175.0	3.3%
<i>As % of Sales</i>	<i>16.4%</i>	<i>16.7%</i>	
Net Financial Expenses	(28.5)	(29.2)	
Exchange Gains & Losses	3.1	25.5	
Income Tax Expense	(51.6)	(57.8)	
Net Profit Group Share	92.4	113.8	23.2%
Net Profit	92.9	114.1	22.8%

1. Figures restated for accounting entries with no cash impact relating to the acquisition of Legrand France in 2002

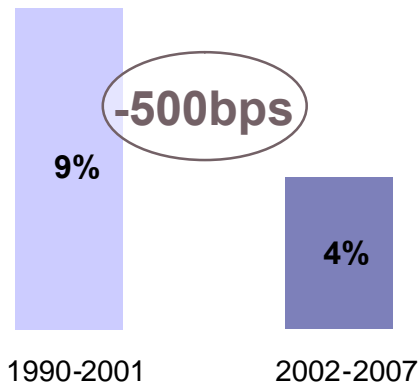


Dividend and Targets

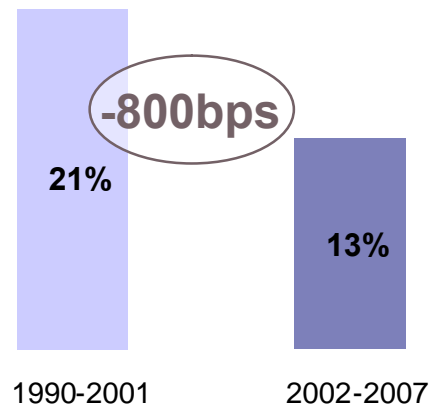
Gilles Schnepf
Chairman & CEO

Structurally Higher Cash Flow Generation

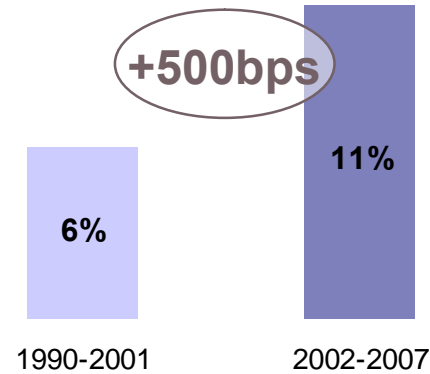
Optimized capex spending Capex as % of sales



Reduced WCR⁽¹⁾ under control WCR as % of Sales



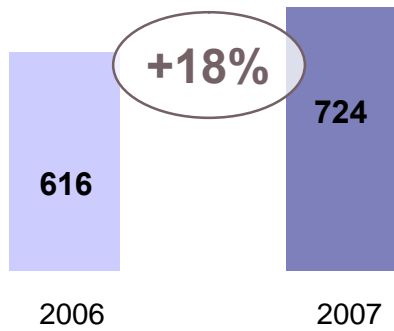
Structurally higher free cash flow generation (Average free cash flow as % of sales)



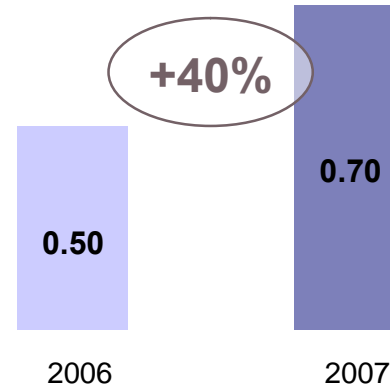
1. WCR: Working Capital Requirement

Rise in 2008 Dividend

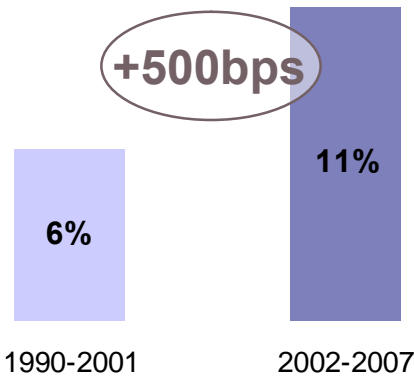
Robust growth in adjusted EBIT (€M)



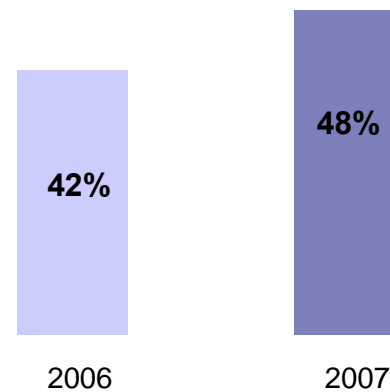
Significant rise in dividend per share⁽¹⁾ (€)



Structurally higher free cash flow generation (Average free cash flow as % of sales)

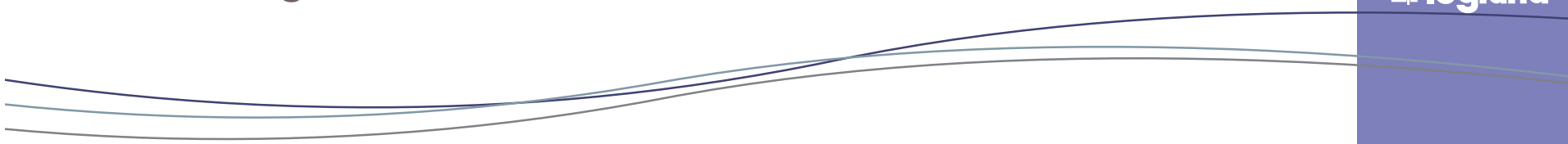


Pay out ratio raised⁽²⁾
Dividend as % of net income Group share



1. To be paid on June 3; subject to the approval of the General Meeting of shareholders on May 22, 2008
 2. After adjustment of 2007 net income for an exceptional €27 million non-cash gain on deferred taxes.
 After adjustment of 2006 net income for an exceptional non-cash charge of €109 million relating to debt refinancing.

2008 Targets

- 
- A line chart with three lines, one dark blue and two lighter blue, showing trends across the top of the slide. The lines generally trend upwards from left to right, with some fluctuations.
- At this point, Legrand achievements are on course overall despite an economic slowdown that has proved more marked than anticipated
 - Legrand is positioning itself to meet its targets for growth and margin



Sustainable Development

Gilles Schnepf
Chairman & CEO

Sustainable Development at Legrand – A Natural Extension of Our Corporate Values



Ethics of behaviour

Resource enhancement

Customer awareness

Innovation

Environmental Commitment – Business Sites That Respect the Environment

Controlling the direct environmental impact of operations

- ISO 14001 certification of sites
- Control of atmospheric emissions
- Putting waste to good use
- Regulatory compliance
- Control of environmental risks
- Improving environmental performance
- Volatile Organic Compounds (VOC) = only emissions of a nature to affect the environment as a result of Legrand operations
- Recycling materials or
- Harnessing energy from incineration

Targets for 2010⁽¹⁾

- Hold certification rate over 70%



- Cut our VOC emissions by 20% from 2006 levels

- Hold recycling at over 75%



Recently launch ed “Legrand Climact” project to limit indirect impacts on greenhouse gas emissions

Objective: Continue efforts to reduce greenhouse gas emissions

1. Allowing for possible acquisitions, to the exclusion of transactions on a very large scale

Environmental Commitment Eco-designed Products

Factoring in the environment...

- Exhaustion of natural resources
- Contribution to greenhouse effects
- Total energy consumption

...over the entire product life cycle

- Choice of raw materials
- Production
- Distribution
- Use
- End-of-life treatment

Targets and resources committed by the Group

- 15% of Group development units currently committed to eco-design — **2010 target: 60% for the Group as a whole and 100% in France, Italy and the US**
- EIME software — analysis of product life-cycles
- Results set out in PEP:
Product Environmental Profile — **2010 target: release profiles for products representing 50% of sales (France / Italy / US)**



Social Commitment – Promoting Safety and Health at the Workplace

Esculape project: Implementation of a Health & Safety management system in accordance with ILO-OSH 2001⁽¹⁾

Targets for 2010⁽²⁾

- | | | |
|------------------------------|--|--------------------------------|
| ■ Risk assessment | ■ Percentage of Group workforce within the scope of formal risk assessments | ■ Achieve over 78% |
| ■ Risk control | ■ Percentage of Group workforce within the scope of consolidated risk indicators | ■ Achieve over 95% |
| ■ Health & Safety Committees | ■ Percentage of Group workforce represented by a Health & Safety Committee | ■ Maintain proportion over 85% |

Principles of the Risk Prevention Charter

Ensure regulatory compliance
Integration of safety in industrial processes
Harmonization of prevention strategies

1. *International Labour Office guidelines*

2. *Allowing for possible acquisitions, to the exclusion of transactions on a very large scale*

Social Commitment – Favoring Employability and Diversity

Allow for labor-market conditions ...

- Strong mobility
- Adaptability
- High turnover in emerging countries

...and manage skills and careers with care

- Training
- Building loyalty
- Promotion of mobility (GPEC⁽¹⁾)

Favoring diversity: Group initiatives

- Roundtables to consider priorities for action
- Integration for disabled workers – France and Italy
- In-house awareness and training sessions devoted to diversity and disabilities



Related tools

Talents: a database and information system for the management of competencies, critical to Group HR policy:

- Management of staffing and competencies
- Annual employee interviews
- Organizational and Staffing Review



1. Organization for forward-looking management of jobs and skills

Social Commitment – Active Sponsorships Within our Core Business Areas

In 2007, €644,000 went to support social causes

- ➔ **Budgets managed by individual entities, in touch with local communities**
- ➔ **Emphasis on humanitarian action and education**

Solidarity in emergencies

- **Tsunami 2005:** Legrand India, Bticino Thailand and Singapore participated in reconstruction with donations totalling €100 K
- **Hurricane Stan:** Bticino Guatemala partnered USAid with a €100 K donation
- **Hurricane Katrina:** Legrand North America topped up employee donations to the Red Cross with an added \$100 K
- **Fires of summer 2007 in Greece:** In partnership with EASE, a donation of €25 K was made for emergency relief
- **2008 earthquake in China:** Legrand has contributed €18 K to emergency relief



Support for education

- Scholarships to Santa María University financed by **BT Chile**
- **Legrand North America** backs education programs
- **BT Venezuela** contributes to financing of local education, making a donation of \$51 K in 2007
- **Legrand India** provides support to set up and equip schools

Improving living conditions

- Legrand provides electrical equipment for organizations helping the disabled (**schools training people with visual handicaps to work as physiotherapists, associations** helping the disabled in Mexico)
- In association with Electriciens Sans Frontières (Electricians without Borders) Legrand is making electricity available to local communities in Cameroon and Senegal
- Legrand offers solutions that make the convenience and comfort of electricity accessible for all and helps dependent people preserve their social and family ties



- Participation in the UN Global Compact and encouragement for suppliers to join – 43% of our suppliers had signed up by the end of 2007



- Agreement with *Électriciens Sans Frontières* (Electricians without Borders)



- Legrand shares included in FTSE4GOOD index in 2007



- Communication on commitment through vectors including websites, reference documents and annual reports



Corporate Governance

Gilles Schnepf
Chairman & CEO

Efficient Structure Ensuring Effective Corporate Governance – 1/6

Board of Directors

- 6 meetings in 2007

- Self-assessment of Board operations

Honorary Chairman



François Grappotte

Chairman



Gilles Schnepp

Vice Chairman



Olivier Bazil

Legrand Group

Directors proposed by Wendel



Arnaud Fayet



Jean-Bernard Lafonta



Ernest-Antoine Seillière

Directors proposed by KKR



Mattia Caprioli



Jacques Garaïalde



Edward A. Gilhuly

Independent Directors



Gérard Lamarche



Thierry de La Tour d'Artaise

Efficient Structure Ensuring Effective Corporate Governance – 2/6

Strategy Committee

- 3 meetings in 2007

- 4 members:
 - Jacques Garaïalde – Chairman
 - Olivier Bazil
 - Jean-Bernard Lafonta
 - Gilles Schnepf

- Review of annual budget and economic-result targets

- Review of acquisition opportunities and processes

Audit Committee

- 4 meetings in 2007
- 3 members:
 - Gérard Lamarche – Chairman
 - Arnaud Fayet
 - Jacques Garaïalde
- Quarterly review of draft financial statements
- Review of internal and external control procedures
- Risk management
- Relations with statutory auditors

Nominating and Compensation Committee

- 4 meetings in 2007
- 4 members
 - Jean-Bernard Lafonta – Chairman
 - Jacques Garaïalde
 - Edward A. Gilhuly
 - Gérard Lamarche
- Proposals to the Board concerning management compensation
- Compensation benchmark performed by an outside consultancy
- Review of stock-option and free-share plans
- Review of the Group's new organization for production and product development

Efficient Structure Ensuring Effective Corporate Governance – 5/6

Two fundamental principles of compensation policies

- In line with market standards: an annual benchmark is performed by an outside consultancy
- Directly connected to results for the year: achievement of economic result target

Economic result = (adjusted operating income – cost of capital employed)

Efficient Structure Ensuring Effective Corporate Governance – 6/6

Compensation in respect of the 2007 financial year

- Stock options and free shares allotted to over 1,000 Group employees on the basis of the achievement of the economic result target ⁽¹⁾ for 2007

Stock-option and free-share plans in respect of 2007 FY

Allotments	Beneficiaries	Number of shares	
		Stock options	Free shares
France	424	762,664	253,308
Other	680	1,111,344	353,673
Corporate officers	2	141,231	47,077
TOTAL	1,106	2,015,239	654,058

- High variable component in compensation of corporate officers

Structure			
Component	Minimum	Target	Maximum
Fixed compensation	55%	55%	55%
Quantitative bonus ⁽²⁾	16%	31%	47%
Qualitative bonus ⁽³⁾	7%	14%	20%
Total compensation	78%	100%	122%

Amounts		
Approved in respect of 2007	Gilles Schnepf	Olivier Bazil
Fixed compensation	€498,000	€471,000
Quantitative bonus	€418,320	€395,640
Qualitative bonus	€179,280	€169,560
Total compensation	€1,095,600	€1,036,200

1. Economic result = (adjusted operating income – cost of capital employed)
 2. Directly dependent on achievement of target for economic result for the year
 3. Based on annual assessment by the Board of Directors of individual performance



Presentation of Resolutions

Gilles Schnepf
Chairman & CEO

Resolutions relating to approval of financial statements,
appropriation of earnings and distribution
of dividends

No. 1 Approval of statutory financial statements at December 31, 2007

No. 2 Approval of consolidated financial statements at December 31, 2007

No. 3 Appropriation of earnings

Resolutions relating to agreements and commitments within
the scope of articles L.225-38 and L.225-42-1
of the French Commercial Code

- No. 4 Agreements within the scope of Article L.225-38
of the Commercial Code**

- No. 5 Commitments within the scope of Article L.225-42-1
of the Commercial Code**

Resolutions concerning Directors' terms of office

- No. 6 Ratification of the co-option of Mr. Mattia CAPRIOLI to the Board of Directors**
- No. 7 Renewal of the term of office of M. Olivier BAZIL**
- No. 8 Renewal of the term of office of M. Mattia CAPRIOLI**
- No. 9 Renewal of the term of office of M. Arnaud FAYET**
- No. 10 Renewal of the term of office of M. Jacques GARAÏALDE**
- No. 11 Renewal of the term of office of M. Edward GILHULY**
- No.12 Renewal of the term of office of M. François GRAPPOTTE**
- No.13 Renewal of the term of office of M. Jean-Bernard LAFONTA**
- No.14 Renewal of the term of office of M. Gilles SCHNEPP**
- No.15 Renewal of the term of office of M. Ernest-Antoine SEILLIERE**

Resolutions relating to balance-sheet optimization through share buybacks

No. 16 Approval of a share buyback program

No. 17 Authorization to cancel shares purchased pursuant to the share buyback program

No. 18 Powers relating to formalities



Report of the Statutory Auditors

Gérard Morin, PricewaterhouseCoopers Audit
Dominique Descours, Deloitte et Associés

Report of the Statutory Auditors

- General report on statutory financial statements
- Report on consolidated financial statements
- Special report on regulated agreements
- Report on the Chairman's report regarding internal controls
- Special reports on financial delegations



Q&A Session





Vote of Resolutions

Jean-Luc Fourneau
Company's Secretary

Vote on the first resolution

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Approval of statutory financial statements at December 31, 2007

Vote on the second resolution

Approval of consolidated financial statements at December 31, 2007

Vote on the third resolution

Appropriation of earnings

Vote on the fourth resolution

Agreements within the scope of Article L.225-38 of the Commercial Code

Vote on the fifth resolution

Commitments within the scope of Article L.225-42-1 of the Commercial Code

Vote on the sixth resolution

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**Ratification of the co-option of
Mr. Mattia CAPRIOLI to the Board of
Directors**

Vote on the seventh resolution

**Renewal of the term of office of
M. Olivier BAZIL**

Vote on the eighth resolution

**Renewal of the term of office of
M. Mattia CAPRIOLI**

Vote on the ninth resolution

**Renewal of the term of office of
M. Arnaud FAYET**

Vote on the tenth resolution

**Renewal of the term of office of
M. Jacques GARAÏALDE**

Vote on the eleventh resolution

**Renewal of the term of office of
M. Edward GILHULY**

Vote on the twelfth resolution

**Renewal of the term of office of
M. François GRAPPOTTE**

Vote on the thirteenth resolution

**Renewal of the term of office of
M. Jean-Bernard LAFONTA**

Vote on the fourteenth resolution

**Renewal of the term of office of
M. Gilles SCHNEPP**

Vote on the fifteenth resolution

**Renewal of the term of office of
M. Ernest-Antoine SEILLIERE**

Vote on the sixteenth resolution

Approval of a share buyback program

Vote on the seventeenth resolution

Authorization to cancel shares purchased pursuant to the share buyback program

Vote on the eighteenth resolution

Powers relating to formalities

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