



A French société anonyme with capital of EUR 1,078,773,504
Registered at 128, avenue du Maréchal de Lattre de Tassigny - 87000 Limoges, France
421 259 615 RCS Limoges

Limoges, March 21, 2007

SHARE BUYBACK PROGRAM

Established in accordance with articles 241-1 and following of the General Regulation of the Autorité des Marchés Financiers (AMF), this description of the share buyback program has been drawn up for the purpose of setting forth the objectives and terms of the program of Legrand (the Company) for the purchase of its own shares as authorized by the General Meeting of Shareholders on February 24, 2006.

Legrand is the world specialist in products and systems for electrical installations and information networks, offering solutions for use in residential, commercial and industrial buildings. Operating in over 60 countries with sales of €3.7 billion, it employs about 33,000 people and its catalogues list more than 130,000 products. At Legrand, innovation drives growth: with nearly 5% of sales invested in R&D every year, the group brings out a steady stream of new, high added-value products.

The Company's shares are traded on the Eurolist market of Euronext.

Legrand's Board of Directors wishes Legrand to have a share buyback program.

1. Date of the General Meeting of Shareholders having granted authorization for a share buyback program

The share buyback program was authorized by the Combined Ordinary and Extraordinary General Meeting of Shareholders on February 24, 2006.

2. Number of own shares and percentage of capital stock held by the Company

At March 21, 2007, the Company did not hold any of its own shares, either directly or indirectly.

3. Purpose of the buyback program

Legrand envisages conducting or having conducted a share buyback for the purposes of:

- implementing any Company stock-option plan in accordance with the provisions of articles L.225-177 and following of the Code de Commerce (commercial code); any free allocation of shares as may result from any company or group employee share-ownership plan in accordance with the provisions of articles L.443-1 and following of the Code du Travail (labor code); any free allocation of shares pursuant to the provisions of articles L.225-197-1 and following of the Code de Commerce (commercial code); and any free allocation of shares for the purposes of employee profit-sharing, together with any hedging transactions relating to any of the aforesaid transactions,
- holding and subsequently delivering shares by way of exchange or payment relating to equity acquisitions, this being within the limits established under applicable regulations,

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- delivering shares on the exercise of rights attached to securities where these rights entail direct or indirect entitlement, whether immediately or at some later date, to Company shares,
- canceling all or some of the shares so purchased.

Shares may be cancelled pursuant to the Ninth Resolution adopted by the Combined Ordinary and Extraordinary General Meeting of Shareholders on February 24, 2006, this Resolution being in force until April 24, 2008.

5. Limit on the percentage of capital stock and the number of shares that may be purchased pursuant to the share buyback program

The limit on the portion of capital stock that is authorized for purchase under the buyback program will be 10% of the total number of shares representing the capital stock at the time of the purchase, this being, by way of an indication, 26,969,337 at March 21, 2007.

As provided under articles L. 225-209 and L.225-210 of the Code de Commerce (commercial code), the Company may at no time hold Legrand shares representing more than 10% of the shares making up Legrand's capital stock at the date concerned (subject to more restrictive limits established under applicable law).

The securities that Legrand proposes to buy are shares only.

6. Maximum authorized unit purchase price

The maximum price that may be paid for shares purchased pursuant to the buyback program will be €29.62 per share, it being provided that this price may be adjusted in the event of a change in the nominal value of shares in connection with a capital increase resulting from incorporation of reserves, with a free allotment of shares, with a share split or combination, with distribution of reserves or other assets, or with the amortization of equity or other transactions affecting equity, in such a way as to allow for the impact of such transactions on nominal value. In any event, the purchase of the securities shall only be made in accordance with any applicable law and regulation.

The maximum total expenditure authorized for the purposes of implementing the share buyback program will be €200 million, including fees, commissions and other expenses. Legrand reserves the right to conduct the buyback program in the full amount authorized.

7. Duration of the buyback program

Pursuant to the Fifth Resolution adopted by the Combined Ordinary and Extraordinary General Meeting of Shareholders on February 24, 2006, the buyback program may be implemented up to August 24, 2007 at the latest.

8. Appointment of an investment service provider

Legrand has appointed an investment service provider acting independently in order to assist it in the implementation of the share buyback program.

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