



PRESS
release

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June 20, 2011

Saint-Gobain postpones Verallia's IPO

Saint-Gobain has decided to postpone the initial public offering of Verallia, in light of the very adverse market conditions.

The pricing was expected to occur on June 21, 2011, two weeks after the opening of the Offer, which started on June 7th.

The offering received strong support from institutional investors in Europe (especially in France) and North America, as well as a significant demand from retail investors.

However, given the underlying level of market uncertainty and volatility, Saint-Gobain considers that the conditions are not met to ensure a clear success for the IPO of Verallia.

The outlook for Verallia is favorable and the company will continue to pursue its growth and operational excellence strategy, based on a solid financial structure and a strong cash flow generation.

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About Saint-Gobain

Saint-Gobain, the world leader in the habitat and construction markets, designs, manufactures and distributes building materials, providing innovative solutions to the challenges of growth, energy efficiency and environmental protection. With 2010 sales of €40.1 billion, Saint-Gobain operates in 64

countries and has nearly 190,000 employees. For more information about Saint-Gobain, please visit www.saint-gobain.com.

Financial intermediaries and advisors

BNP PARIBAS, J.P. Morgan Securities Ltd. and Merrill Lynch International are acting as Joint Global Coordinators, Joint-Lead Managers and Joint-Bookrunners.

Banco Santander, CréditAgricole Corporate & Investment Bank, SociétéGénérale, and The Royal Bank of Scotland plc are acting as Co-Bookrunners.

Banca IMI S.p.A., BANCO BILBAO VIZCAYA ARGENTARIA, S.A., Commerzbank, ING Bank N.V. and Mitsubishi UFJ Securities International plc are acting as as Co-Lead Managers.

Hawkpoint acted as financial advisor to Verallia.

Information available to the Public

A *Prospectus* approved by the French *Autorité de marchés financiers* under *visa* number 11-200 on 6 June 2011, comprised of a *Document de Base* registered on April 18, 2011 under number I.11-016 and a *Note d'Opération*(including a summary of the *Prospectus*) in connection with the Offering, is available on the websites of Verallia(www.verallia.com) and of the AMF (www.amf-france.org) and free of charge and upon request to Verallia at, Les Miroirs, 18, avenue d'Alsace, 92400 Courbevoie. Verallia draws the public's attention to Chapter 4 "Risk Factors" of the *Document de Base* registered with the AMF and Chapter 2 of the *Note d'Opération*.

Important information

No communication and no information in respect of this transaction or of Verallia may be distributed to the public in any jurisdiction where a registration or approval is required. No steps have been or will be taken in any jurisdiction (other than France) where such steps would be required. The issue, the subscription for or the purchase of Verallia's shares may be subject to specific legal or regulatory restrictions in certain jurisdictions. Verallia assumes no responsibility for any violation of any such restrictions by any person.

This announcement is not a prospectus within the meaning of Directive 2003/71/EC of the European Parliament and the Council of November 4th, 2003, as amended, in particular by Directive 2010/73/UE in the extent such Directive has been transposed in the relevant member State of the European Economic Area (together, the "Prospectus Directive").

With respect to the member States of the European Economic Area which have implemented the Prospectus Directive (each, a "relevant member State"), other than France, no action has been undertaken or will be undertaken to make an offer to the public of the shares requiring a publication of a prospectus in any relevant member State. As a result, the new or existing shares of Verallia may only be offered in relevant member States (i) to qualified investors, as defined by the Prospectus Directive; or (ii) in any other circumstances, not requiring Verallia to publish a prospectus as provided under article 3(2) of the Prospectus Directive.

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BNP PARIBAS, acting as a stabilizing manager (or any institution acting on its behalf) may, during a period of 30 days following the date on which the offering price is determined, i.e., from June 21, 2011 up to and including July 20, 2011, effect transactions with a view to maintaining the market price of Verallia's shares in a manner consistent with applicable laws and regulations and, in particular, EU Commission Regulation No. 2273/03 of December 22, 2003. Any stabilizing action may affect the price of Verallia's shares and could result in market prices for the shares higher than those which might otherwise prevail.