



**XELLA ANNOUNCES THE PRICING OF
€200 MILLION PIK TOGGLE NOTES OFFERING BY XELLA HOLDCO FINANCE S.A.**

Xella International Holdings S.à r.l. (the direct parent company of Xella International S.A.) and Xella HoldCo Finance S.A. announce the pricing of €200 million aggregate principal amount of PIK Toggle Notes due 2018 (“Notes”) at 9.125% cash interest and 9.875% PIK interest.

The Notes were offered by Xella HoldCo Finance S.A., a finance company established by our shareholders for the purpose of facilitating the offering of the Notes, in a private placement to qualified institutional buyers pursuant to Rule 144A under the U.S. Securities Act of 1933, as amended (the “U.S. Securities Act”) and outside the United States to certain non-U.S. persons pursuant to Regulation S under the U.S. Securities Act. The Notes will be guaranteed by Xella International Holdings S.à r.l. The net proceeds from the sale of the Notes will be used to finance the acquisition of the existing vendor loan note by Xella HoldCo Finance S.A. and to fund future payments of cash interest on the Notes. The existing vendor loan note was extended by Franz Haniel & Cie. GmbH (as vendor) to Xella International Holdings S.à r.l. (as borrower) in connection with the acquisition of the Xella group by our shareholders in 2008.

Important Regulatory Notice

This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Notes mentioned herein have not been, and will not be, registered under the U.S. Securities Act. The Notes may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and the rules and regulations thereunder. There will be no public offer of the Notes in the United States.

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