



## PRESS RELEASE

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### ACQUISITION OFFER BY BT GROUP

**Puteaux – 10<sup>th</sup> October 2007:** NET2S (ISIN FR0000075921), a consulting group specialised in the implementation of innovative solutions focusing on information and communication technology, today announces that Net 2S SA's founding shareholders, Mr Ali Pichvaï, Mr Bernard Razaghi, Mr Pascal Petit and Mr Christophe Canonne, who hold 68.6 % of the Company's share capital between them, have received an offer for their block of shares from BT Group plc ("BT", ex British Telecommunications), one of the world's leading providers of communications solutions and services. The four founding shareholders have granted BT exclusivity until 31<sup>st</sup> December 2007 in order to finalise the transaction.

This offer values the NET2S share at €5.27, and represents an overall valuation of Net 2S SA of approximately €68,500,000 based on the number of existing shares. This price takes into account the distribution of a special dividend of €5,000,000 before the acquisition of the block of shares is closed.

The proposed acquisition is notably conditional on the parties obtaining the necessary regulatory clearances.

On the basis of this offer, Net2S SA will open consultative talks with representative staff bodies.

Should the transaction go ahead, the acquisition by BT of part of this majority block, representing 42.9% of the Company's share capital, will be carried out through the issuing of BT shares in exchange for the Net 2S SA shares corresponding to this block.

Following this transaction, and in accordance with stock market regulations, BT will then implement a public tender offer for the remaining Net 2S shares at €5.27 a share.

**NET2S:** [www.net2s.com](http://www.net2s.com):

NET2S is a consulting group specialized in the implementation of innovating solutions focusing on information and communication technologies, and leader on the security market. Established in Paris, London, New York, Zurich, Brussels, Madrid and Casablanca, NET2S had 796 employees at 30<sup>th</sup> June 2007.

The combination of technological solutions and cross-functional offers, with dedicated business lines, particularly in the finance and telecoms sectors, allows NET2S to offer its customers high value added.

Listed on Eurolist of Euronext Paris – Compartment C,

ISIN: **FR0000075921**, Reuters: **NET2.LN**, Bloomberg: **NETS FP**, FTSE classification: **97 /972**



**Sales for the third quarter of 2007 will be published  
on 12<sup>th</sup> November (before market)**

The 2006 annual report is available on request from the Company and on its site: [www.net2s.com](http://www.net2s.com)