

Related parties transactions

Nexans has not concluded any direct agreements with its directors and has not granted them any loans or guarantees.

Two agreements which fall within the scope of Article 225-38 of the French *Code de Commerce* have been concluded between Nexans and companies having directors or company managers who are also directors or managers of Nexans, or in which a shareholder holds over 5% of the voting rights for the 2001 financial year.

These agreements are as follows:

The “General Relations Agreement” concluded with all Nexans Group subsidiaries, and approved by the Board of Directors on March 14, 2001. In respect of this agreement with Nexans Deutschland AG, Mr. Gérard Hauser is a director of both Nexans and Nexans Deutschland AG.

These agreements govern the sharing of research and development facilities, the sharing of income issuing from research programs, and the administrative services rendered by Nexans to its subsidiaries.

Pursuant to these agreements, the companies pay to Nexans a percentage of their sales, varying according to the business sector involved, and Nexans contributes to the cost of the research and development programs. Nexans is paid a percentage of the company's sales in consideration of administrative services rendered.

The “Underwriting Agreement”–a placing and guarantee contract approved by the Board of Directors on June 12, 2001.

In the context of Nexans' flotation on the Paris Stock Exchange, Alcatel, Nexans, Goldman Sachs International, Société Générale and two other members of the guarantee syndicate signed this agreement relating to guarantee and placing requirements for Nexans' shares.

Pursuant to this agreement, Alcatel undertook to sell its shares in Nexans while the bank syndicate undertook to place and guarantee the placing of the Nexans shares in return for a fee paid by Alcatel and on the basis of certain representations and guarantees given by Alcatel and Nexans.

