



## **Success of Tarkett's Initial Public Offering**

- **Offering price: 29.00 euros per share, representing a market capitalization of approximately 1,848 million euros**
- **Total size of the offering: approximately 461.64 million euros; increased to 530.89 million euros, assuming the full exercise of the over-allotment option**
- **Following the offering and assuming the full exercise of the over-allotment option, the Deconinck Family (50.10%) and KKR (18.90%) will remain Tarkett's main shareholders. Tarkett will have a public float of 28.73%.**

**Paris, November 21, 2013** – Today Tarkett, one of the global leaders in flooring solutions and sports surfaces, announces the final terms and conditions of its Initial Public Offering (the "IPO") on the regulated market of Euronext in Paris (Compartment A; ISIN code : FR0004188670; ticker : TKTT).

The Initial Public Offering was a great success with international and French institutional investors, as well as with retail investors in France. The Initial Public Offering was priced at 29.00 euros per share.

Commenting on the transaction, Michel Giannuzzi, Chief Executive Officer of Tarkett, stated: *"We are particularly pleased with the excellent reception of our Group, both in France and internationally, and the great success of our IPO. Today, Tarkett benefits from all of the strengths necessary to pursue its profitable, sustainable growth dynamic: a healthy, solid financial structure, a balanced geographical presence and a broad portfolio of solutions in the flooring and sports surface markets. Supported by our historical shareholders, we are proud to welcome on board the new shareholders who have joined us, thereby demonstrating their confidence in our strategy."*

Trading of Tarkett's shares will begin on November 22, 2013. The settlement and delivery is expected to take place on November 26, 2013.

Following the Initial Public Offering and assuming the full exercise of the over-allotment option, Tarkett's shareholders will be the following: Société d'Investissement Deconinck 50.10%, KKR International Flooring 2 S.à.r.l 18.90%, Tarkett GDL 0.38%, Directors, Officers and employees of Tarkett 1.90 % and a public float of 28.73 %.

## **Terms and Conditions of the Offering**

### **Offering Price**

The Offering Price for the Retail Offering and the International Offering is set at 29.00 euros per share.

### **Breakdown of the Global Offering (excluding the Over-allotment)**

- 13,689,361 shares allocated to the International Offering (representing approximately 396.99 million euros or approximately 86.00 % of the 15,918,765 shares offered before exercise of the over-allotment option (the "Initial Shares")).
- 2,229,404 shares allocated to the Retail Offering (representing approximately 64.65 million euros or approximately 14.00 % of the Initial Shares).

### **Size of the Offering**

The gross proceeds from the Initial Public Offering are approximately 461.64 million euros, for 15,918,765 existing shares, representing approximately 24.98% of the share capital of Tarkett and 25.08% of the voting rights, before the exercise of the over-allotment option.

KKR International Flooring 2 S.à.r.l. granted the underwriters named below an over-allotment option, exercisable from November 21, 2013 to December 21, 2013, inclusive, for a maximum of 2,387,814 additional shares, sold by KKR International Flooring 2 S.à.r.l., or 15% of the number of Initial Shares.

In the event the over-allotment option is exercised in full, the Initial Public Offering will cover 18,306,579 existing shares, representing approximately 28.73% of the share capital of Tarkett and 28.84% of the voting rights, yielding gross proceeds of approximately 530.89 million euros.

### **Offering Calendar**

Trading in Tarkett shares will begin on November 22, 2013 at 9:00 a.m. (Paris time) on the regulated market of Euronext in Paris (compartment A), on a specific quotation line entitled "TARKETT PROMESSES" until November 26, 2013, inclusive. The settlement and delivery is expected to take place on November 26, 2013. Beginning on November 27, 2013, Tarkett shares will trade on a quotation line entitled "TARKETT" on the regulated market of Euronext in Paris (compartment A).

## Shareholders

Following the Initial Public Offering, and based on the Offering Price of 29.00 euros per share, the shareholders of Tarkett, after completion of the Pre-IPO Reorganization transactions and the share sales referred to below, can be broken down as follows:

Shareholders	Shareholding (before exercise of the Over-allotment Option)			Shareholding (after exercise of the Over-allotment Option)		
	Number of Shares	% of share capital	% of voting rights	Number of Shares	% of share capital	% of voting rights
Société d'Investissement Deconinck (SID)	31,925,071	50.10%	50.29%	31,925,071	50.10%	50.29%
KKR International Flooring 2 S.à.r.l.	14,429,944	22.64%	22.73%	12,042,130	18.90%	18.97%
Tarkett GDL	240,000	0.38%	0.00%	240,000	0.38%	0.00%
Directors, Officers and Employees of Tarkett <sup>(1)</sup>	1,208,888	1.90%	1.90%	1,208,888	1.90%	1.90%
Public <sup>(2)</sup>	15,918,793	24.98%	25.08%	18,306,607	28.73%	28.84%
<b>Total</b>	<b>63,722,696</b>	<b>100.00%</b>	<b>100.00%</b>	<b>63,722,696</b>	<b>100.00%</b>	<b>100.00%</b>

<sup>(1)</sup> Including former Directors, Officers and Employees of Tarkett.

<sup>(2)</sup> Including members of the Supervisory Board of Tarkett.

In the context of the Pre-IPO Reorganization transactions, Société d'Investissement Deconinck acquired from Tarkett GDL, a subsidiary of the Company, 307,155 Tarkett shares with a nominal value of €20 per share prior to the stock-split and prior to the distribution of the exceptional dividend; these shares were purchased at the Offering Price, for a total of 38.08 million euros. SID also acquired 173,871 additional shares of the Company from KKR International Flooring 2 S.à.r.l. at the Offering Price, for a total of 5.04 million euros.

## Underwriters

Deutsche Bank and J.P. Morgan acted as Global Coordinators and Joint Bookrunners.

BofA Merrill Lynch, Crédit Agricole Corporate and Investment Bank, and HSBC acted as Joint Bookrunners and Commerzbank acted as Co-Lead Manager.

## Information available to the public

Copies of the prospectus, which received a visa from the AMF on November 8, 2013, under the number 13-598, may be obtained free of charge at the Company's headquarters, and from the financial institutions in the banking syndicate as well as from the internet websites of the AMF (at [www.amf-france.org](http://www.amf-france.org)) and the Company (at [www.tarkett.com](http://www.tarkett.com)). The prospectus is composed of the *Document de Base* filed with the AMF on October 3, 2013 under the number I.13-046, the update to the *Document de Base* filed with the AMF on October 18, 2013 under the number D.13-0891-A01, a *Note d'Opération* and a Summary of the prospectus (contained in the *Note d'Opération*).

Attention is drawn to the risk factors described in Chapter 4 of the *Document de Base* and the update to the *Document de Base* as well as in Section 2 of the *Note d'Opération*. The realization of one or more of the risks described therein is likely to have a material adverse effect on the business, financial position, results or outlook of the Company, as well as on the market price of shares in the Company.

## **About Tarkett**

Tarkett is a global leader in innovative and sustainable solutions for flooring and sports surfaces. With a wide range of products including vinyl, linoleum, carpet, rubber, wood & laminate, synthetic turf and athletics track, the Group serves customers in more than 100 countries worldwide. With almost 11,000 employees and 30 production sites, Tarkett sells 1.3 million square meters of flooring every day, for hospitals, schools, housing, hotels, offices, stores and sports fields. Committed to sustainable development, the Group has implemented an eco-innovation strategy and promotes circular economy. Tarkett net sales of 2.3 billion euros in 2012 are balanced between Europe, North America and fast growing countries. Tarkett's main shareholders are the Deconinck Family and KKR International Flooring 2 S.à.r.l., a limited liability company owned by funds managed or advised by Kohlberg Kravis Roberts & Co. L.P. Tarkett is listed on the regulated market of Euronext in Paris (compartment A, ISIN: FR0004188670, ticker: TKTT)

[www.tarkett.com](http://www.tarkett.com)

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## **Notice**

No communication or other information related to this transaction or to Tarkett may be transmitted to the public in a country in which any approval or registration is required. No steps to such end have been taken or will be taken by the Company in any country in which such steps would be required (other than France).

This press release does not constitute an offer or a solicitation to sell or subscribe requiring a prospectus within the meaning of Directive 2003/71/CE of the European Parliament and Council dated November 4, 2003, as amended, in particular by Directive 2010/73/UE in the case where such directive was implemented into law in the member states of the European Economic Area (together, the "Prospectus Directive").

With respect to the member states of the European Economic Area other than France (the "Member States") having implemented the Prospectus Directive into law, no action has been or will be taken in order to permit a public offer of the securities which would require the publication of a prospectus in one of such member states. In Member States other than France, this press release and any offer if made subsequently are directed exclusively at persons who are "qualified investors" and acting for their own account within the meaning of the Prospectus Directive and any relevant implementing measures in the relevant member state.

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This press release is not an invitation nor an inducement to engage in investment activity for the purpose of Section 21 of the Financial Services and Markets Act 2000, as amended ("FSMA"). This press release is directed only at (i) persons outside the United Kingdom, (ii) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order"), (iii) persons referred to in Article 49(2) (a) to (d) of the Order (high net worth entities, non-registered associations, etc.) and (iv) other persons to whom this document may be lawfully communicated (all persons listed in (i), (ii), (iii) and (iv) above being referred to as "Relevant Persons"). The securities of Tarkett described herein are available only to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with, Relevant Persons. Any person who is not a Relevant Person must not act or rely on this document or any of its contents.

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This document contains certain forward-looking statements relating to Tarkett's prospects and growth strategy. This information is not historical data and should not be interpreted as guarantees of the future occurrence of such facts and data. These statements are based on data, assumptions and estimates that the Company believes are reasonable. The Company operates in a competitive and rapidly changing environment. It is therefore not in a position to predict all of the risks, uncertainties or other factors that may affect its business, their potential impact on its business, or the extent to which the occurrence of a risk or a combination of risks could have results that are significantly different from those included in any forward-looking statement. The forward-looking statements contained in this press release are made only as of the date hereof. Except as required by any applicable law, rules or regulations, the Company expressly disclaims any obligation or undertaking to publicly release any updates of any forward-looking statements contained in this press release to reflect any change in its expectations or any change in events, conditions or circumstances on which any forward-looking statement contained in this press release is based.

In case of exercise of the over-allotment option in connection with this offering, Deutsche Bank AG, London Branch, acting as a stabilizing manager (or any institution acting on its behalf) (the "Stabilizing Manager") may, during a period of 30 days following the date on which the offering price is determined, i.e., according to the indicative calendar, from November 21, 2013 up to and including December 21, 2013, effect transactions with a view to maintaining the market price of Tarkett's shares in a manner consistent with applicable laws and regulations and, in particular, EU Commission Regulation No. 2273/03 of December 22, 2003. However, there is no assurance that the Stabilizing Manager will take any stabilizing action and if begun, such stabilizing action may be ended at any time. Any stabilizing action may affect the price of Tarkett's shares and could result in market prices for the shares higher than those which might otherwise prevail.

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