

Act2022

May 9-24, 2022

Become a shareholder or take the opportunity to increase your investment in Nexans.

ELECTRIFY OUR SHARES!

Dear Nexans colleagues,

Since 2002, Nexans has regularly offered employee share ownership plans. Act 2020 closed on November 13, 2020 with nearly half a million new shares issued!

Act 2022 will be the 10th plan for Nexans employees. This new offer is based on a structure close to what has been proposed in previous editions, with the invested amount guaranteed in euros.

Act employee shareholding plans reflect Group management's desire to involve you in Nexans' capital and success.

In February 2021, Nexans announced a new strategy called "Winds of Change". By 2024, the Group will simplify its model to amplify its impact and become the first "pure player" in electrification. Nexans will therefore need to redouble its efforts in CSR, by setting clear objectives connected to the 3Es: Economy, Environment and Engagement. The Group wishes to strengthen its involvment in the fight against climate change, with the objective of contributing to carbon neutrality by 2030.

To strengthen this new strategy, we have chosen to involve employees in the financing of projects for energy efficiency, for the reduction of greenhouse gas emissions or in the circular economy, and up to a minimum of 25% of the subscriptions to Act 2022. Throughout the period of your investment, we will report progress on these commitments and keep you informed about these projects which you will have helped to finance as well as their environmental benefits.

Great successes have already marked the first year of our new strategy and incredible challenges lie ahead. We are therefore particularly happy to offer you the opportunity to participate in this new employee shareholding plan which is an important step in the life of our company. By taking a stake in Nexans' capital, you reinforce your commitment and you express your confidence in the Group.

A 10th anniversary is a celebration, so we hope many of you will take part in this event!



Christopher Guérin,
Chief Executive Officer



David Dragone,
Chief Human Resources Officer



25
COUNTRIES

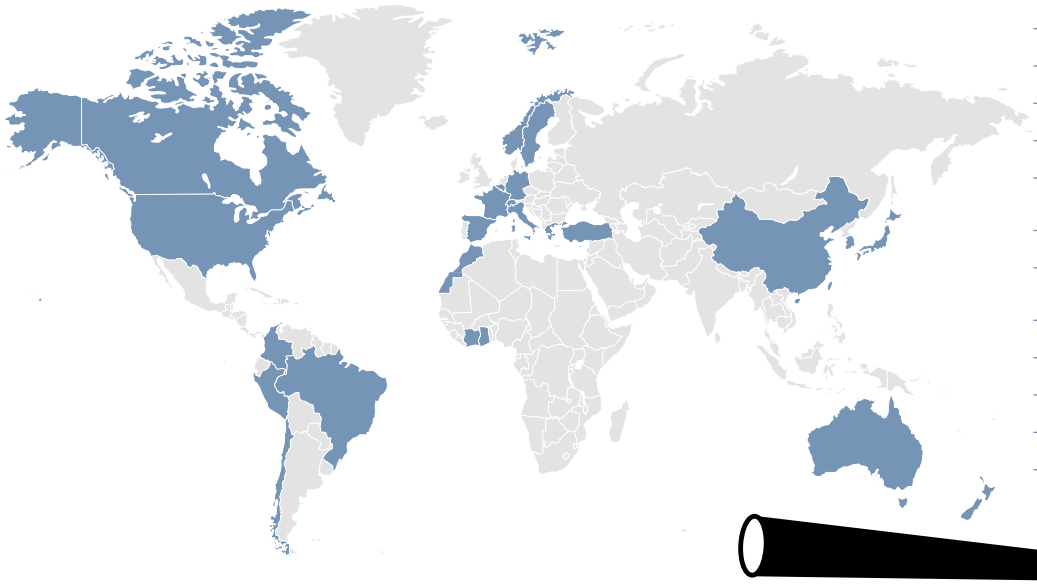
13,500
EMPLOYEES

Nexans
ELECTRIFY THE FUTURE

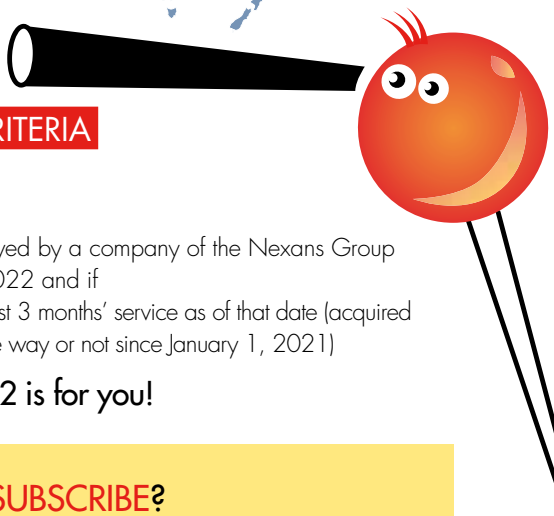
ACT, A RECURRING OFFER
TO EMPLOYEES IN 25 COUNTRIES

A GUARANTEED IN EUROS, PROTECTED AND DYNAMIC FORMULA

Canada
USA
Brazil
Chile
Colombia
Peru
Germany
Belgium
Spain
France
Ivory Coast
Ghana
Morocco



Greece
Italy
Norway
Sweden
Switzerland
Lebanon
Turkey
Australia
China
South Korea
Japan
New Zealand



ACT, IS A LONG-LASTING, SUSTAINABLE PROGRAM SINCE 2002 AND A PROPOSAL OFFERED ON A REGULAR BASIS

Act 2022, Nexans' 10th employee share ownership plan, illustrated the Group's long-term commitment to recurrent employee share ownership, with one plan every 2 years since 2002.



ELIGIBILITY CRITERIA

If...

a. ... you are employed by a company of the Nexans Group on June 28, 2022 and if
b. ... you have at least 3 months' service as of that date (acquired in a consecutive way or not since January 1, 2021)

...then Act 2022 is for you!

HOW TO SUBSCRIBE?

Please read carefully the subscription kit available on the dedicated website (https://act.nexans.com), then

Subscribe on the secure online subscription site on the abovementioned website with your identifier and password provided to you.

ACT 2022, OUR 10TH EDITION AROUND FOUR MAIN DATES:

May 9-24, 2022 — June 22, 2022

Reservation period
You reserve your subscription amount without knowing the subscription price of a Nexans share.

The reference price, the subscription price and the exchange rate
to convert your personal contribution into euros are communicated.

The reference price =
the average of the Nexans share opening prices recorded on each of the 20 trading days prior to June 22, 2022.

The subscription price =
80% of the reference price

Please note: you do not directly benefit from the discount, your potential gain is calculated from the reference price and not from the subscription price.

ACT 2022, IS...

- A partial allocation of the funds raised by Nexans in Act 2022 to environmental projects
- A guaranteed in euros, protected and dynamic formula, complemented by a Nexans matching contribution
- The possibility to subscribe from a minimum amount equal to the subscription price of one Nexans share
- The multiplication of your profits if the Nexans share price increases
- 400,000 shares available for beneficiaries
- An investment blocked for five years with the possibility to leave the plan before that date in certain cases (described in the "Local Supplement" specific to your country)
- The maintenance and management fees of your account borne by your employer
- An investment made within the rules of the Nexans International Group Savings Plan

Nexans shares are listed on the regulated market of Euronext Paris in euros. Your personal contribution in local currency will be converted in euros at the exchange rate applicable on June 21, 2022 (unless otherwise specified in Local Supplement) to allow you to subscribe to Nexans shares. Your investment is subject to movements in exchange rates between the euro and your local currency during the investment period. If your local currency appreciates against the euro, the value of your investment in local currency will therefore decrease. Vice versa, if the euro appreciates against your local currency, the value of your investment in local currency will increase proportionately.

IN 2022 AS IN 2020: A NEXANS MATCHING CONTRIBUTION INVESTED IN NEXANS SHARES

A Nexans matching contribution, equal to 60% of your personal contribution in Act 2022 and capped at €150 will be automatically granted.

This matching contribution will take the form of Nexans shares delivered to you for free on July 26, 2022, which will be available at the end of the 5-year lock-up period (except early release cases, see your Local Supplement). You will receive each potential dividend (or any other financial rights attached).

Nexans matching contribution may be subject to local social contributions and taxes, which may be deducted from your salary (see your Local Supplement).

Your personal contribution in euros	Nexans matching contribution 60% of your personal contribution, capped at €150
€100	100 x 60% = €60
€250	250 x 60% = €150
€600	600 x 60% = €360 → **capped at €150**

The actual benefit of the Nexans matching contribution is subject to the subscription of at least two shares with your personal contribution.

The number of Nexans shares corresponding to the matching contribution to which you will be entitled, proportionally to your personal contribution, will be rounded down to the nearest whole number of shares. Consequently, the actual amount of the matching contribution that you may receive under Act 2022 may be less than €150.

ACT 2022, IS AN OPPORTUNITY TO CONTRIBUTE TO NEXANS' ENVIRONMENTAL STRATEGY

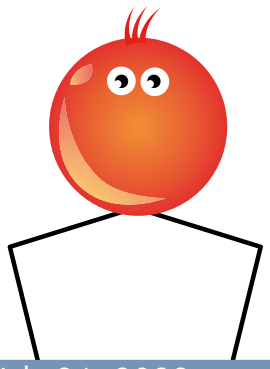
At least 25% of the fund raised thanks to Act 2022* and at least 10 million euros (up to the total amount subscribed if lower) will be allocated for financing internal environmental projects (reduction of greenhouse gas emissions, improvement of energy efficiency, circular economy). These projects and the allocation of the funds will meet the eligibility criteria, reporting commitments and governance framework defined by Nexans.

For example, the amounts could be invested in projects that improve the energy efficiency of plants.

Important: The Act 2022 offer does not imply any ESG approach and is not willing to meet any extra-financial or sustainability criteria in its investment process, which rely on Nexans shares. This is an additional commitment by the Group, under its own responsibility, to highlight its CSR approach and strengthen related investments.

Nexans will communicate on an annual basis until 2027, on the dedicated website, the list and a brief description of the projects in which the sums collected will have been invested and their environmental impacts.

(*) i.e. 6 times the total personal contribution of the subscribers.



June 23-28, 2022

Revocation period

Once the subscription price is announced, if you change your mind, you can cancel your reservation, only in full.

If you have not reserved but have finally decided to subscribe, you can do so but only for a reduced amount compared to what you could have subscribed for during the reservation period.

July 26, 2022

Delivery of the shares

Shares acquired pursuant to the capital increase reserved for employees will be available at the end of the 5-year lock-up period (except early release cases, see your Local Supplement).

ACT 2022 HOW DOES IT WORK?

ACT 2022: A UNIQUE FORMULA complemented by a Nexans matching contribution



YOUR PARTICIPATION IN ACT 2022

1 – SAR formula		2 – Nexans matching contribution
Nexans shares	+	Nexans shares
Guarantee to recover 100% of your personal contribution **in euros**		Not protected No leveraged gain
Leveraged gain upon exit, 3.5 times the protected average increase of the Nexans share		60% of the personal contribution, capped at €150
Potential dividends paid to you		Potential dividends paid to you
Lock-up period: 5 years		Lock-up period: 5 years

PRINCIPLE

1 – Protected and leveraged investment

- Your personal contribution, converted in euros, allows you to subscribe to Nexans shares.
- For each Nexans share subscribed, you will be granted a **Stock Appreciation Right** or "SAR" by your employer.

WHAT IS A SAR?

- The SAR is a commitment from your employer to pay you a cash bonus on a given date (July 26, 2027[1] or in case of early release) based on the Nexans share price performance over the lock-up period.
- The SAR mechanism enables you (i) to recover at least your personal contribution **in euros** and (ii) to benefit from a potential performance boost.
- Please refer to the SAR notice for further information on the SAR mechanism.

(1) In certain exceptional cases, such as a takeover bid on Nexans, SARs can terminate before maturity: you would, however, be guaranteed to recover at least your personal contribution in euros.

- Under the Act 2022 offer, you will receive at the end of the lock-up period (on July 26, 2027) or in case of early release the sum of:
  (i) The value of your Nexans shares at that date, if you request the sale of your shares.
  If the Nexans share price is lower than the subscription price in the Act 2022 offer, the SAR will entitle you to benefit from an indemnity payment allowing you to recover your initial investment in euros, regardless of the Nexans share performance during the lock-up period. This indemnity may be subject to local social contributions and taxes (see your Local Supplement).
  (ii) 3.5 times the protected average increase of the Nexans share price over the lock-up period through the SAR.

At the end of the plan, an average of the monthly share price readings during the plan period is calculated. The average is called "protected" because it only takes into account share price readings that are equal to, or higher than, the reference price. The initial reference price substitutes itself to any lower share prices.

The protected average can never be lower than the reference price.

2 – Nexans matching contribution

Every personal contribution in Act 2022 will automatically generate a matching contribution granted by Nexans.
This Nexans matching contribution is equal to 60% of the personal contribution and is capped at €150. The matching contribution takes the form of additional Nexans shares delivered to you for free on July 26, 2022, whose value will decrease or increase in accordance with the Nexans share price on the stock market.

The Nexans shares held in consideration for the marching contribution are subject to the 5-year lock-up period (except early release cases, see your Local Supplement).

Your investment in Act 2022 has three parts:

- An investment in Nexans shares with a 20% discount.
- A SAR granted to you by your employer that (i) protects you against any loss and (ii) allows you to receive a payment based on the protected average increase of the Nexans share price, if any.
- A Nexans matching contribution, in the form of Nexans shares delivered for free.

In addition, you benefit from the potential distribution of dividends, attached to the shares you own, over the whole period of time during which you hold your Nexans shares. These will be automatically paid to you.

A SIMULATOR TO HELP YOU



A simulator is at your disposal on the Act 2022 website (https://act.nexans.com), to help you to calculate the maximum authorized personal contribution (in relation with your annual gross compensation) and the amount of your potential gains, by using several assumptions. You also have the possibility to contact your Local Correspondent Act 2022.

A few investment EXAMPLES

Let's take as an example a personal contribution of €600[1]: this will determine the number of Nexans shares you subscribed.

1 - Part invested in Nexans shares protected by the SAR mechanism

Examples of potential return on investment

i-Average increase effect, paid by the SAR mechanism: you receive 3.5 times the protected average increase for each SAR

Hypothesis of protected average increase rate over the period	0%	10%	20%	30%	40%	50%
Amount received through the SAR at the end of the plan for a €600 personal contribution	€0	€263	€525.0	€788	€1,050	€1,313

ii - Value of the Nexans shares subscribed, protected by the SAR mechanism and combined with a potential capital gain

Evolution of Nexans stock price over the period, at the end of the plan	-40%	-20%	-10%	0%	+10%	+20%	+40%
Personal contribution : €600							
If you sell your Nexans shares, at the end of the holding period, you make a capital gain or loss	€-150	€0	€75	€150	€225	€300	€450
If the Nexans share price is lower than the subscription price, you receive an indemnity through the **SAR** mechanism	€150	€0	€0	€0	€0	€0	€0
Total gain	**€0**	**€0**	**€75**	**€150**	**€225**	**€300**	**€450**
Amount available after 5 years (except potential dividends), which adds to the potential SAR average increase effect payment from previous table for a €600 personal contribution	€600	€600	€675	€750	€825	€900	€1,050

2 – Nexans matching contribution invested in Nexans shares

The €600 personal contribution gives right to a Nexans matching contribution of €150, which determines the number of Nexans shares granted by dividing this amount by the subscription price (equal to 80% of the reference price). The result will be rounded down to the nearest whole number of shares. The actual value of the matching contribution (based on the subscription price) may thus be less than €150.

At the end of the plan, the value of the Nexans shares granted as matching contribution will depend on the Nexans share price at that time.

Evolution of the Nexans share price over the period, at the end of the plan	-40%	-20%	-10%	0%	+10%	+20%	+40%
Nexans matching contribution paid: €150							
Amount available after 5 years[3] (excluding potential dividends)	€112.5	€150	€168.75	€187.5	€206.25	€225	€262.5

3 – At maturity of the plan

For example, if the protected average increase of the Nexans share is equal to 20% and if the Nexans stock price has decreased by 10% at the end of the plan compared to the reference price, your assets will be: €525.0 (received through the SAR due to the protected average increase of the Nexans share of 20%), plus €675 (value of your Nexans shares at the exit), plus €168.75 (value of the matching contribution at the exit) corresponding to a global amount of €1,368.8 (excluding potential dividends) at the end of the plan, for your initial personal contribution of €600.

WITH ACT 2022, YOU BENEFIT FROM

- The guarantee to recover 100% of your personal contribution in euros, regardless of the evolution of the Nexans share price during the 5-year lock-up period[2].
  In Act 2022, your personal contribution is converted into euros to subscribe to Nexans shares. Only this amount in euros is guaranteed. Your personal contribution is subject to exchange rate fluctuations between the euro and your local currency. If your local currency appreciates against the euro, the value of your personal contribution in local currency will therefore decrease. *Vice versa*, if the euro appreciates against your local currency, the value of your personal contribution in local currency will increase proportionately.
- At the exit of the plan, 3.5 times the protected average increase of the Nexans share for each SAR[2].
- In addition, through your investment in Nexans shares thanks to your personal contribution, if the final Nexans share price is higher than the subscription price, you will make an additional capital gain ; you also benefit from the potential dividends distributed during the holding period.
- An automatic Nexans matching contribution invested in Nexans shares, subject to the 5-year lock-up period (except early release cases, see your Local Supplement).

TAX

- Taxation applicable in your country on the benefits of Act 2022 (on the discount, on the Nexans matching contribution, on SAR payments…), on capital gains & losses and potential social contributions are summed up in your Local Supplement.

(1) Figures are rounded and do not take into account the rounding down to the lower whole number of shares upon subscription. (2) Except in certain early termination cases as described in the SAR notice. (3) Before taxes and social contributions.

ACT 2022 IN PRACTICE

HOW MUCH TO INVEST?

- A minimum personal contribution corresponding to the subscription price of one share
  Warning! The actual benefit of the Nexans matching contribution is subject to the subscription of at least two shares with your personal contribution.
- Your reservation or your subscription may be reduced to allow you to invest in a whole number of shares. You will not be able to subscribe to a fraction of a Nexans share
- **A maximum of 25% of your gross annual compensation for 2022**
  Due to the advantages of the SAR mechanism, **in order to calculate if you respect this limit,** you have to multiply by 6 the amount of your personal contribution.
  Nexans matching contribution should not be taken into account to calculate this limit.

Note that in case of reservation during the revocation period, the above-mentioned ceiling of 25% will be reduced to 2.5% of your estimated gross annual compensation for 2022.

HOW DO I PAY FOR MY PERSONAL CONTRIBUTION?

Please refer to the Local Supplement and/or the reservation/subscription forms which describe, in particular, the payment methods that are available.

Don't forget: if you have subscribed online, please ensure that you give your payment to your Local Correspondent, when applicable.

Pratical EXAMPLE

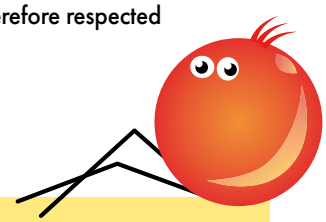
For a gross annual compensation in 2022 equivalent in your local currency to €30,000

Your investment limit for 2022 is 25% x €30,000 = ➤ €7,500

Your personal contribution to Act 2022 is ➤ €600

The total amount to take into account is 6 X €600 = ➤ €3,600

The investment limit of €7,500 is therefore respected in this example.



It is your responsibility to ensure that you keep within the 25% limit. If your actual compensation for 2022 is lower than your estimate for reasons that you were unable to predict at the time of subscription, your investment into Act 2022 will not be revised.

Your personal contribution will be converted into euros at the exchange rate communicated to you by Nexans on June 22, 2022, unless otherwise specified in the Local Supplement.

The subscription price of the Nexans share will be indicated in euros and in your currency based on the above-mentioned exchange rate.

NEXANS ON THE STOCK EXCHANGE

The stock market is a way of investing in companies. It allows them to raise capital for their investments and hence to develop.

The Nexans share is one of the components of the SBF 120 Stock index.

As with all stock market valuations, past performance is not an indication of future performance.

Because you benefit from the guarantee and the multiple of the protected average increase, the evolution of the value of your assets in Act 2022 may not be identical to the evolution of the Nexans share price.

Evolution of the Nexans share price over 6 years
(from January 4, 2016 to March 31, 2022)



WHAT HAPPENS IN THE EVENT OF OVER SUBSCRIPTION?

A maximum of 400,000 shares will be created for the capital increase reserved to the Nexans employees. If the total subscription requests exceed this number (over subscription), Nexans will calculate the theoretical average number of subscribed shares by dividing 400,000 shares by the number of subscribers.

The number of shares corresponding to your personal contribution + the Nexans matching contribution
<
theoretical average subscription

You will receive your full subscription.

The number of shares corresponding to your personal contribution + the Nexans matching contribution
>
theoretical average subscription

You will obtain Nexans shares up to that theoretical average number;
above this number, your investment will be reduced proportionally within the 400,000 share limit.
In this case, your personal contribution and potentially the Nexans matching contribution will be adjusted accordingly.

WHAT ARE THE **EARLY RELEASE CASES?**

Please refer to your Local Supplement.
It is important to note that in case of termination of employment, the payment of any amount due with respect to the SAR will be automatically triggered but that the sale of your Nexans shares will not be made automatically. Consequently, in case of termination of employment, you will have to request the sale of your shares in order to receive their value along with the SAR payment. If you do not request the sale of your shares upon the occurrence of the termination of your employment, you will no longer benefit from the protection on your personal contribution at the time the shares will be sold, as the SAR will have been paid shortly after the termination of employment.

HOW IS THE PROTECTED AVERAGE INCREASE CALCULATED IN THE **EVENT OF EARLY RELEASE?**

The protected average increase takes into account the readings until the date of early release. For the missing readings until the maturity date, the closing price of the Nexans share on the early release date (or the reference price if the latter is higher than the closing price) will be repeated as many times as necessary. The average will therefore take into account 60 values.
Please refer to the SAR Notice included in your subscription kit, which describes in detail the SAR payments you may receive and contains other important information regarding the SAR mechanism.

WHAT HAPPENS WITH THE NEXANS MATCHING CONTRIBUTION IN **CASE OF EARLY RELEASE?**

The Nexans matching contribution is invested in Nexans shares. In case of early release, it's the share value at the early release date that will be used to calculate the amount you will get back.

WHAT HAPPENS ON JULY 26, 2027?

1/ / On this date, the SAR mechanism ends. At this time, you will automatically receive any amount due in respect of the SAR:

- if the value of your Nexans shares subscribed thanks to your personal contribution is less than your personal contribution in euros in the Act 2022 offer, the SAR will entitle you to benefit from an indemnity payment allowing you to recover your initial investment in euros, regardless of the Nexans share performance during the lock-up period,
- plus 3.5 times the protected average increase of the Nexans share price.

And

- you will be able to choose between selling your shares subscribed thanks to your personal contribution and keeping them. In the latter case, the guarantee will no longer be applicable, and the share value will fluctuate (increasing or decreasing), depending on the Nexans share price.

You can request the sale of your shares at any time after this date.

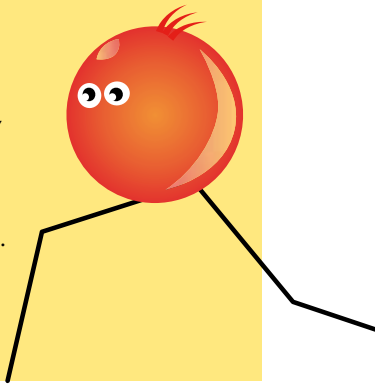
2/ Your Nexans matching contribution invested in Nexans shares will become available and you will be able to choose between selling your shares and keeping them.
You can request the sale of your Nexans shares at any time after this date.
Payment and refund will be in your local currency at the prevailing exchange rate at the date of the payment.





YOUR DECISION TO PARTICIPATE IN ACT 2022 IS STRICTLY VOLUNTARY

Neither Nexans, nor your employer can give you investment or tax advice.



BEFORE SUBSCRIBING

Take time to read all the documents available:

- on the dedicated website site: https://act.nexans.com
- with your Local Correspondent for Act 2022

The subscription kit is composed of:

- this brochure
- a reservation and subscription form
- a revocation and subscription form
- the Local Supplement
- the SAR Notice

KEEPING TRACK OF YOUR ACCOUNT

- The Nexans shares that you subscribed and those granted to you for free as matching contribution will be held in an individual account by a financial institution. You may find additional information regarding the custody of your shares in the Local Supplement included in your subscription kit.
- The custodian of your shares will send you on a regular basis a summary statement of your share account.
- On July 26, 2027, your assets will become available. You will be free to keep your shares in your account or sell them at any time.
- You can also unlock your assets before July 26, 2027 if you meet the criteria for an early release case.

The Nexans 2021 Universal Registration Document as well as other informative documents regarding Nexans are available on the Group website (www.nexans.com – section "Finance"). You are advised to look at these documents as they contain important information, in particular, about the Group's activity, its strategy and objectives, the Group's inherent risk and its financial results.

Your decision to participate in this offer is strictly personal and will not have any positive or negative impact on your job or career within the Nexans Group. This brochure or any other document provided or made available to you in the context of this offer does not modify in any way the terms of your work contract or your situation within the Nexans Group. Participating in this offer is not a part of your work contract.

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For more information, scan this QR code to access directly to the website

https://act.nexans.com

Nexans

Joint-stock company with a capital of €43,755,627.
Headquarters: 4 allée de l'Arche 92400 Courbevoie – France – www.nexans.com
RCS Nanterre 393 525 852

BRO_MASTER AD-SAR NON-EUR