

Media Release | February 6, 2013

## **Borealis offers to acquire all outstanding shares of TOTAL affiliate GPN SA**

**Borealis**, a leading provider of chemical and innovative plastics solutions, has made a firm offer to TOTAL to purchase all outstanding shares of GPN SA, France's largest nitrogen fertilizer manufacturer. Borealis is already active in nitrogen fertilizers in Central Europe, as well as in France following its acquisition of PEC-Rhin SA, today known as Borealis PEC-Rhin SAS, in early 2012.

Fertilizers are a non-strategic business for TOTAL. In joining Borealis, GPN — which is well established in France and has benefited from a vast investment plan in recent years — would enjoy new growth opportunities, including in the global marketplace.

Borealis' offer for GPN includes clear undertakings to continue operations and to maintain jobs at the company's production facilities and headquarters. This offer and Borealis' offer (described in a separate press release) to acquire TOTAL's 56.86% interest in Belgium's Rosier SA, listed on NYSE Euronext in Brussels, will now be presented to the employee representatives concerned, as part of the information and consultation procedures.

The transaction is subject to approval by the relevant competition authorities.

Grande Paroisse SA, which carries all the liabilities of AZF in Toulouse, is not covered by the planned acquisition.

**END**

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**Borealis** is a leading provider of innovative solutions in the fields of polyolefins, base chemicals and fertilizers. Borealis is headquartered in Vienna, Austria, and operates in over 120 countries with around 5,300 employees worldwide, generating EUR 7.1 billion in sales revenue in 2011. The International Petroleum Investment Company (IPIC) of Abu Dhabi owns 64% of the company, the remaining 36% is owned by OMV, the leading energy group in the European growth belt. Borealis provides services and products to customers around

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the world in collaboration with Borouge, a joint venture with the Abu Dhabi National Oil Company (ADNOC).

Building on the unique Borstar® and Borlink™ technologies and 50 years of experience in polyolefins, Borealis and Borouge support key industries including infrastructure, automotive and advanced packaging. The Borouge plant expansion in Abu Dhabi will be fully operational by mid-2014 with a total annual capacity of 4.5 million tonnes. After this Borealis and Borouge will have approximately 8 million tonnes of polyolefin capacity.

Borealis offers a wide range of base chemicals, including melamine, phenol, acetone, ethylene and propylene servicing a wide range of industries. Together with Borouge the two companies will produce approximately 6 million tonnes of Base Chemicals in 2014.

Borealis also creates real value for the agricultural industry with a large portfolio of fertilizers. The company distributes approximately 2.1 million tonnes per year.

Borealis and Borouge aim to proactively benefit society by taking on real societal challenges and offering real solutions. Both companies are committed to the principles of Responsible Care®, an initiative to improve safety performance within the chemical industry, and contribute to solve the world's water and sanitation challenges through product innovation and their Water for the World™ programme.

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**For more information visit:**

[www.borealisgroup.com](http://www.borealisgroup.com)  
[www.borouge.com](http://www.borouge.com)  
[www.waterfortheworld.net](http://www.waterfortheworld.net)

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**About GPN**

GPN is France's leading manufacturer of nitrogen fertilizers and nitrogen oxide reducers. It supplies about 25% of the French market, with revenue of €500 million. GPN has 725 employees in France. Its production facilities are located in Grandpuits in the greater Paris region and Grand-Quevilly in Normandy. [www.gpn.com](http://www.gpn.com)

**About TOTAL**

TOTAL is a leading international oil and gas company with operations in more than 130 countries and a world-class chemical producer. 96,000 employees put their expertise to work in every part of the industry — exploration and production of oil and natural gas, refining and marketing, new energies, trading and chemicals. TOTAL is working to keep the world supplied with energy, both today and tomorrow. [www.total.com](http://www.total.com)