

Disclosure in accordance with the provisions of the Act of 2 May 2007

CAPITAL INCREASE THROUGH EXERCISE OF WARRANTS CONVERTIBLE BOND CONVERSION PRICE ADJUSTMENT

Recticel announces that on 31 May 2013 its share capital has been increased following the exercise of 9,900 warrants of the warrant plan issued on 24 December 2008. This resulted in the issuance of 9,900 new ordinary shares, which are admitted for trading on Euronext Brussels as of 06 June, 2013.

Recticel also informs that on 31 May 2013, following the provisions of the convertible bond issue of 2007, the conversion price has been lowered from EUR 12.53 to EUR 12.00.

This results in the following overview:

	before	current
Total subscribed capital (in EUR)	72 328 640	72 353 390
Total number of shares in issue (with voting rights)	28 931 456	28 941 356
Total number of outstanding warrants ¹	2 987 300	2 977 400
Total number of outstanding convertible bonds ²	1 150	1 150

¹ Each warrant entitles the holder to subscribe to 1 new ordinary share.

² Each bond (nominal value: EUR 50 000) can be converted into 4,166.667 new ordinary shares on the basis of the current conversion price (**EUR 12.00**). If all the bonds are converted, an additional **4,791,667** ordinary shares can therefore be created. The conversion price is adjustable in accordance with the usual conditions.

The convertible bonds bought back by the Group between 2008 and 2011 have **not** been deducted.

Financial calendar

Ex-coupon date	31.05.2013
Record date	04.06.2013
Dividend payment date	05.06.2013
First half-year 2013 results	30.08.2013 (before opening of the stock exchange)
Third quarter trading update 2013	31.10.2013 (before opening of the stock exchange)

For additional information

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Recticel in a nutshell

Recticel is a Belgian Group with a strong European dimension, but also operates in the rest of the world. Recticel has 103 establishments in 28 countries.

Recticel contributes to daily comfort with foam filling for seats, mattresses and slat bases of top brands, insulation material, interior comfort for cars and an extensive range of other industrial and domestic applications.

Recticel is the Group behind well-known bedding brands (Beka®, Lattoflex®, Literie Bultex®, Schlaraffia®, Sembella®, Swissflex®, Superba®, Ubica®, etc.). Within the Insulation sub-segment high-quality thermal insulation products are marketed under the well-known brands Eurowall®, Powerroof®, Powerdeck® and Powerwall®.

Recticel is driven by technological progress and innovation, which has led to a revolutionary breakthrough at the biggest names in the car industry.

Recticel achieved sales of EUR 1.32 billion in 2012.

Recticel (NYSE Euronext: REC – Reuters: RECTt.BR – Bloomberg: REC:BB) is listed on NYSE Euronext in Brussels.



The press release is available in English, Dutch and French on the website www.recticel.com