Tender offer to acquire TELVENT

June 1, 2011
Important notice

The planned tender offer described in this presentation has not yet commenced. This presentation is not an offer to buy or the solicitation of an offer to sell securities. At the time the planned tender offer is commenced, Schneider Electric S.A. (“Schneider Electric” or the “Company”) will file a tender offer statement on Schedule TO with the Securities and Exchange Commission (the “SEC”), and Telvent GIT, S.A. (“Telvent”) will file a solicitation/recommendation statement on Schedule 14D-9 with respect to the planned tender offer. The tender offer statement (including an offer to purchase, a related letter of transmittal and other tender offer documents) and the solicitation/recommendation statement will contain important information that should be read carefully before making any decision to tender securities in the planned tender offer. Those materials will be made available to Telvent’s stockholders at no expense to them. In addition, all of those materials (and all other tender offer documents filed with the SEC) will be made available at no charge on the SEC’s website: www.sec.gov.

Forward-looking Statements

This presentation contains forward-looking statements. Forward-looking statements relate to expectations, beliefs, projections, future plans and strategies, anticipated events or trends and similar expressions concerning matters that are not historical facts. In some cases, you can identify forward-looking statements by terms such as “anticipate,” “believe,” “could,” “estimate,” “expect,” “intend,” “may,” “plan,” “potential,” “should,” “strategy,” “will” and other words of similar meaning. The forward-looking statements are based on Schneider Electric’s beliefs, assumptions and expectations of future performance, taking into account all information currently available to the Company. These beliefs, assumptions and expectations can change as a result of many possible events or factors, not all of which are known to us or are within Schneider Electric’s control. Such factors include, but are not limited to:

• intense competition in, and diverse political, legal, economic and other conditions affecting, the markets in which the Company operates;
• the Company’s ability to develop new products and services and adapt to changes in consumer preferences;
• the Company’s ability to identify external growth opportunities, integrate acquired business successfully and achieve expected synergies;
• the Company’s ability to attract and retain qualified management and technical personnel;
• potential products liability claims;
• the Company’s ability to successfully comply with environmental regulations and standards in the markets in which it operates;
• breakdowns or significant interruptions in the Company’s information systems, or difficulties in deploying new information systems;
• unfavorable interest rate and foreign currency exchange rate fluctuations;
• unfavorable fluctuations in energy and raw material prices, particularly steel, copper, aluminum, silver, lead, nickel, zinc and plastics;
• counterparty, liquidity and equity risks;
• changes in the laws and regulations of in the markets in which the Company operates;
• the Company’s ability to attract and retain qualified management and technical personnel;
• costs and liabilities the Company may incur in connection with litigation.

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Presentation of Telvent and strategic intent
TELVENT is a leading software solutions provider for efficient management of infrastructure.

**Business description**

1. A leading **IT software and automation solutions** company
   - Specializing in **high value-added** solutions for **real-time** management of mission-critical **infrastructure**
   - Providing customers with increased **reliability and flexibility** of **distribution**, and energy and operational **efficiency** of infrastructures

2. **2010 sales by segment**
   - Agriculture: 11%
   - Global services: 19%
   - Energy: 34%
   - Environment: 8%
   - Transportation: 28%

3. **2010 sales by geography**
   - Europe: 42%
   - North America: 35%
   - Latin America: 16%
   - RoW: 7%
   - Europe 42%

**Sales and adjusted EBITDA (in€)**

- As reported by Telvent – non-USGAAP
- Guidance: +5%–+8%
- 2009*: 725m
- 2010: 753m (15.2% EBITDA margin)
- 2011e: 14.5%-15.5%

* Excludes a small IT unit disposed in 2010. Including this unit, non-USGAAP sales reached €765m (14.5% EBITDA margin)
Integration of smart devices and software to drive efficiency of mission-critical infrastructures
Software capability of Telvent complements and integrates with Schneider Electric positioning

THE GRID

- Smart grid suite
- Real-time operation and analytics
- Real-time control and security software

EFFICIENT END-USERS

- Energy management suite
- Best-in-class field devices and sensors

Software competency (~10,000 people) + Full software platform

DMS / OMS
MDM / GIS
SCADA / SaaS*

* See glossary on page 19
Telvent reinforces Schneider Electric’s position in 3 key infrastructure markets

- SMART GRID
- EFFICIENT INFRASTRUCTURES
- SMART CITIES

- ELECTRICITY: ~17% of Telvent sales**
- OIL & GAS: ~20% of Telvent sales**
- TRANSPORT: ~28% of Telvent sales
- UTILITIES
- OIL & GAS
- WATER
- CITIES, DEPT OF TRANSPORT

SaaS* & WEATHER SERVICES
IT INTEGRATION CAPABILITY
SOFTWARE CAPABILITY: ~23% of Telvent sales**

* Software as a Service (subscription based model)
** Schneider Electric’s own estimates
We will propose a full smart grid solution, from field devices to management software.

Global substation & feeder automation portfolio for Utilities

- **Substation Automation**
  - PACS Substation Control Systems

- **Feeder Automation**
  - RTU, bay controller, fault detector

- **Protection IEDs**
  - Protection relays 61850
  - SEPAM® MICOM®

Reliability & Efficiency

- Advanced Grid supervision
- Integration of renewables
- Optimize network operations
- Safety & Security

Real time software suite for global grid management

- **Smart grid suite**
  - DMS*
  - MDM*
  - GIS*
  - SCADA*
  - RTU*

Strong project teams

- Delivery units: US, Canada, Spain, the Balkans

* See glossary on page 19
We will have a complete solution offering for Oil & Gas midstream.
We will have a complete solution offering in the water segment

**Integrated architecture for Power, Control & Security**

**Integration**

**Telemetry & automation**
- SCADA & RTU
- PAC, PLC, Controllers, HMI, Drives

**Power management**

**Security management**

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**Efficiency & productivity**

- Network optimization
- Energy management
- Leak detection
- Water quality management

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**TELVENT**

**Information management solution to monitor & optimise water networks**

- Advanced applications
  - Leak detection
  - Quality monitoring

- IT integration with enterprise systems
  - ERP, GIS, CMMS...

- Integration with supervisory systems (SCADA)

- Weather intelligence

- Strong project teams
  Delivery units: US, Spain, Australia and Canada
Telvent will be a major contribution to our offers for Smart Cities

City challenges

- Energy prices and power outages
- Traffic congestion and pollution
- Demand for security
- Need for environmental care

SMART CITIES

Another layer of communication and intelligence between the key infrastructures of power, water & transport for the efficiency of cities

Flexible distribution
Demand-Response
Decentralized renewable energies
EV charging infrastructure
Video security
Energy reliability
Energy efficiency

Smart grid suite
Efficient transport networks
Weather intelligence
Efficient water networks
Strong geographical fit across most key markets

Build on Telvent’s strong footprint in North America, Latin America

Enlarge Telvent’s presence in other new economies and Western Europe
Synergies and transaction details
Complementary business value and positioning will drive €50-60m of synergies

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<th>Domain</th>
<th>Selected drivers</th>
<th>Full synergy impact</th>
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| Revenue synergies | **Grid:** Selling Telvent solutions to Schneider customers in Western Europe and Asia-Pacific  
                             **O&G:** Selling MV solutions to Telvent customers (Americas) and selling Telvent offer to Schneider customers in other regions  
                             **Water:** More comprehensive offering + access to new customers  
                             **Transp:** Introducing Telvent to Schneider contacts in WE/APAC | ~€250-300m  
                        ~€30-35m |
| Cost synergies   | **Operational:** Software development and procurement savings  
                             **Non-operational:** Listing, dual consolidation, back office efficiency | ~€20-25m  
                        ~€250-300m  
                        ~€50-60m |
Approx. 2/3 of total synergies are expected to be delivered by year 3

Synergies profile *

- 2012: €35-40m
- 2014: €50-60m
- 2016: €50-60m

1/3 cost synergies, 2/3 revenue synergies

2/3 of synergies should be achieved in 2014, including almost all cost synergies

* Before implementation costs of €20m in 2012 and €15m in 2013
Transaction details

- Abengoa and certain members of Abengoa and Telvent management agreed to irrevocably tender ~41.5% of shares
- Transaction approved by Telvent’s Board of Directors
- Tender offer for 100% of Telvent shares at $40 per share (36% premium to past 3m avg.)
- Enterprise value at 100%: ~EUR1.4bn, including the purchase of Telvent’s 5.5% senior subordinated convertible notes on an as converted basis

- Telvent will be kept initially as an autonomous unit
- Telvent will be reported under the Energy business

Attractive valuation

- EV/EBITDA multiple of ~12x based on 2011 consensus
- EPS accretion* from year 1
- Return On Capital Employed above WACC in year 3

* Before implementation costs

Estimated timeline

- Tender offer launch: mid-June
- Squeeze-out process post tender offer
- End of tender offer and closing expected in Q3 2011
Conclusion

Strong global player in smart grid

Leading provider of solutions for efficient infrastructures

Reinforced project, software and service capabilities

A synergetic and value creating transaction

Schneider Electric + Telvent: a very powerful proposition to utility & infrastructure customers
Appendices
Glossary

- DMS: Distribution Management System
- OMS: Outage Management System
- MDM: Meter Data Management
- GIS: Geographical Information System
- SCADA: Supervisory Control And Data Acquisition
- RTU: Remote Terminal Unit
- SaaS: Software as a Service
Definitions

- **EBITDA:** EBIT before net depreciation and amortization
- **EBITA:** EBIT before amortization and impairment of purchase accounting intangibles and impairment of goodwill
Contacts & agenda

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29 July
2011 Half-Year Results
Conference call before market opens

20 October
Q3 2011 Sales
Conference call before market opens
Help people make the most of their energy