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PRIVATE EQUITY CAPITAL

PRESS RELEASE

3 July 2007

Results of the share capital increase of OFI Private Equity Capital and pricing of the offered shares

- **Amount of share capital increase: € 56.39 million, representing more than three quarters[1] of the maximum amount initially indicated**
- **Free float of OFI Private Equity Capital: 44.4% of share capital**
- **Pricing of shares offered in the placement: € 16.50 per share**
- **Repurchase price of equity warrants (the "Warrants") not exercised during their listing period and repurchased by the lead managers: € 0.01 per Warrant**

OFI Private Equity Capital (the "**Company**") announces the completion of a major step in the development of its activities with the realisation of a share capital increase amounting to € 56,390,284.50 with French and international investors.

Olivier Millet, Chairman of the Management Board of OFI Private Equity said: "Both institutional investors from Europe and numerous retail investors have given us their support, which will enable us to continue investing in a growing market. With more than 100 million euros of market capitalisation, OFI Private Equity Capital is well positioned to carry on its investment strategy and give the new shareholders access to this attractive asset class in the small cap secondary buyout market."

OFI Private Equity Capital thus benefits from the resources necessary to finance its investments for the next 12-18 months and is now a major listed investment company dedicated to secondary Small Cap LBO transactions.

As a result of this share capital increase, the free float of the Company amounts to 44.4%.

Distribution of the Company's share capital after completion of the share capital increase

Shareholders	Number of shares	% of capital
MACIF	2,543,080	42.97%
MUTAVIE	520,330	8.79%
Groupe MACIF	3,063,410	51.77%
Assurance Mutuelle des Fonctionnaires	102,990	1.74%
OFI PE Commandité	2,700	0.05%
Jean-Philippe Richaud	10	-
Jean Simonet	10	-
Olivier Millet (via Finoleam SAS)	121,212	2.05%
Free float	**2,627,248**	**44.40%**
Total	**5,917,580**	**100%**

[1] Pursuant to the provisions of the twentieth resolution of the general shareholders' meeting of 23 April 2007 and of article L. 225-134 of the French commercial code, the Manager has decided to limit the amount of the share capital increase to three quarters of the amount initially decided on 14 June 2007.

Taking into account the fact that the price of the shares offered in the placement is € 16.50, i.e. the minimum price in the context of the transaction, MACIF and MUTAVIE decided to modify its intention and to subscribe for an amount of € 5 million each in the placement.

RESULTS OF THE PLACEMENT

Number of shares issued through the exercise of the Warrants	3,417,580 shares
Price of the shares offered in the placement	€ 16.50 per share
Allotment	- Open price offer (“**OPO**”) 235,673 shares, i.e. 7.03% of the shares offered in the placement were allocated to the OPO in accordance with the following rule: • A1 order portion (between 1 and 100 shares): served for 100% of the demand, • A2 order portion: served for 100% of the demand. The number of shares allocated to the OPO consequently represents 100% of the demand expressed in the OPO. - Global placement 3,115,107 shares were allocated to the global placement. The number of shares allocated to the global placement consequently represents 100% of the demand expressed in the global placement.
Number of exercised Warrants	1,879,676 Warrants (including 36 740 Warrants exercised during their listing period)
Repurchase price of the Warrants	€ 0.01per Warrant. Such amount will be paid to the account-keepers on behalf of the holders of the repurchased Warrants on 6 July 2007.
Underwriting	The placement is underwritten by JPMorgan Cazenove Limited, Global co-cordinator, lead manager and bookrunner and Société Générale Corporate & Investment Banking, lead manager and joint bookrunner. The underwriting agreement was signed on 3 July 2007.
Listing of the shares to be issued through the exercise of the Warrants	The new shares will be traded on the Eurolist by Euronext Paris market (Compartment C). Between 4 July 2007 and 6 July 2007, the trades of shares to be issued through the exercise of the Warrants shall take place under condition precedent they are issued on a listing line titled « OFI Promesses » (code ISIN FR0010487488). As of 9 July 2007, the entirety of the Company’s shares shall be gathered under the same listing line (code ISIN FR0000038945).

Public information

A prospectus on which the French Financial Market Authority ("AMF") has granted its visa n° 07-192 on 14 June 2007 is available free of charge from OFI Private Equity Capital (1 rue Vernier- 75017 Paris). The prospectus may also be consulted on the OFI Private Equity Capital website (www.ofi-pecapital.com) and the AMF website (www.amf-france.org). The prospectus consists of (i) the Company registration document registered by the AMF on the 15 May 2007 under n° R.07-067, (ii) the offering document and (iii) the summary of the prospectus. This prospectus includes a section describing risk factors related to the Company, to the offer and to securities offered. The legal notice will be published in the Bulletin des Annonces légales obligatoires on 18 June 2007.

About OFI Private Equity

OFI Private Equity is the investment management company of Group OFI dedicated to private equity investments in secondary Buy-out transactions. OFI Private Equity manages more than €100 million through different listed or non listed investment companies and invests in both Equity and Mezzanine in companies with enterprise values of between €15 et €75 million. OFI Private Equity is a dynamic actor of the LBO market in France.

About OFI Private Equity Capital

OFI Private Equity Capital is the main investment company of OFI Private Equity, which invests in both equity and mezzanine in secondary Buy-out of French companies with enterprise values of between €15 and €75 million that have been the subject of a previous LBO. As at 31 December 2006, OFI Private Equity Capital had consolidated shareholders' equity of € 55 million.

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