

**PUBLIC STOCK BUYBACK TENDER OFFER FOR 7,064,792 SHARES OF LECTRA STOCK
FOR THE PURPOSE OF REDUCING THE COMPANY'S CAPITAL STOCK**



16-18 rue Chalgrin, 75016 PARIS

Natexis Bleichroeder
Filiale de  NATIXIS

 **SOCIÉTÉ GÉNÉRALE**
Corporate & Investment Banking

Terms of the Tender Offer

€6.75 per share of Lectra stock (ex-dividend)

Duration of Tender Offer

May 3—May 22, 2007

The conditions governing the Tender Offer are removed by the publication of this statement

This statement has been prepared and released as prescribed by article 231-37 of the General Regulation of the *Autorité des Marchés financiers* ("AMF").

The Extraordinary General Meeting of Shareholders, which met on April 30, 2007, notably approved the second resolution laid before it and authorized the Board of Directors to reduce the capital stock by a maximum nominal amount of €10,597,188 by means of a stock buyback with a view to canceling the said shares up to a maximum of 7,064,792 shares of stock representing 20% of Lectra's capital stock, as per articles L.225-204 and L.225-207 of the French Commercial Code, at a price of €6.75 per share (ex-dividend).

The Board of Directors of Lectra, meeting after the said General Meeting of Shareholders, has decided to give effect to the reduction of the capital stock by means of a public stock buyback tender offer for the Company's shares, with a view to their cancellation in keeping with article L.225-207 of the Commercial Code.

As stated previously by the Company on April 17 and 27, 2007, copies of the Offer document approved by the AMF on April 17, 2007, no. 07-124, together with other disclosures pertaining to Lectra, and in particular legal, financial and accounting disclosures, are available on the Web sites of the Company (www.lectra.com) and the *Autorité des Marchés Financiers* (www.amf-france.org), and may be obtained at no charge, on application, from:

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Restrictions concerning the Tender Offer outside France

The tender offer for the Company's shares applies exclusively in France. In certain countries publication of the Offer documents, the Tender Offer, and acceptance of the Tender Offer may be subject to specific regulations or restrictions. This Tender Offer is not intended for persons subject either directly or indirectly to these restrictions, and is not intended in any way to be accepted by persons in countries in which the Tender Offer is subject to such restrictions. Consequently, persons in possession of this Offer document are required to inform themselves of such local restrictions as may apply and to comply with said restrictions. The Offer document is neither an offer to purchase nor a solicitation of an offer to sell securities in any jurisdiction in which such offer or solicitation is illegal. Lectra declines all liability in respect of any breach of these restrictions by all persons whomsoever.