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## **FORM 6-K**

**Cnova N.V. - CNV**

**Filed: January 21, 2015 (period: January 21, 2015)**

Report of foreign issuer rules 13a-16 and 15d-16 of the Securities Exchange Act

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 6-K

### REPORT OF FOREIGN PRIVATE ISSUER

Pursuant to Rule 13a-16 or 15d-16 of the  
Securities Exchange Act of 1934

For the month of January 2015

Commission File Number: 001-36744

### Cnova N.V.

(Translation of registrant's name into English)

WTC Schiphol Airport  
Tower D, 7<sup>th</sup> Floor  
Schiphol Boulevard 273  
1118 BH Schiphol  
The Netherlands

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes

No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

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## EXPLANATORY NOTE

On January 21, 2015, Cnova N.V. issued a press release announcing that all regulatory approvals have been obtained and its ordinary shares will commence trading on Euronext Paris on January 23, 2015. A copy of this press release is furnished as Exhibit 99.1 herewith.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CNOVA N.V.

Date: January 21, 2015

By: /s/ David I. Mossé  
Name: David I. Mossé  
Title: EVP and General Counsel

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## EXHIBIT INDEX

Exhibit	Description
99.1	Press release dated January 21, 2015 titled "Cnova N.V. Ordinary Shares to Commence Trading on Euronext Paris on January 23 <sup>rd</sup> ."

Press release



January 21, 2015

### **Cnova N.V. Ordinary Shares to Commence Trading on Euronext Paris on January 23<sup>rd</sup>**

AMSTERDAM, January 21, 2015 — Cnova N.V. (Nasdaq: CNV, Euronext Paris: CNV) (“Cnova” or “the Company”) announced today that it has received all approvals necessary from the Netherlands Authority for the Financial Markets (the “AFM”) and Euronext Paris and has been granted a passport on its listing prospectus by the AFM to the French *Autorité des marchés financiers* for a secondary listing of its ordinary shares on the regulated market (*marché réglementé*) of Euronext Paris. Euronext Paris has announced that trading of the Company’s ordinary shares will commence at 9:00 A.M. Paris Time on January 23, 2015 under the symbol “CNV”. The Company is not issuing or offering any new equity capital in conjunction with the listing. The prospectus will be made available on Cnova’s website ([www.cnova.com/investor-relations.aspx](http://www.cnova.com/investor-relations.aspx)) before trading commences.

Cnova’s ordinary shares will remain listed on Nasdaq and will continue to be subject to all the applicable rules and regulations of the Nasdaq Global Select Market and the U.S. Securities and Exchange Commission.

#### **About Cnova N.V.**

*Cnova N.V. is one of the largest global eCommerce companies, operating Cdiscount sites in France, Brazil, Colombia, Ecuador, Panama, Thailand, Vietnam, Ivory Coast, Senegal, Cameroon and Belgium and the sites Extra.com.br, Pontofrio.com and Casasbahia.com.br. in Brazil. Cnova N.V. offers its more than 13 million active customers access to a wide assortment of more than 12 million product offerings through a combination of attractive pricing and highly differentiated delivery and payment solutions. Cnova N.V. is part of Groupe Casino, a global diversified retailer. Cnova N.V.’s news releases are available at [www.cnova.com/investor-relations.aspx](http://www.cnova.com/investor-relations.aspx). Information available on, or accessible through, the sites referenced above is not part of this press release.*

#### **Forward-Looking Statements**

*In addition to historical information, this press release contains forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995, Section 27A of the U.S. Securities Act of 1933, and Section 21E of the U.S. Securities Exchange Act of 1934. Such forward-looking statements may include projections regarding Cnova’s future performance and, in some cases, may be identified by words like “anticipate,” “assume,” “believe,” “continue,” “could,” “estimate,” “expect,” “intend,” “may,” “plan,” “potential,” “predict,” “project,” “future,” “will,” “seek” and similar terms or phrases. The forward-looking statements contained in this press release are based on management’s current expectations, which are subject to uncertainty, risks and changes in circumstances that are difficult to predict and many of which are outside of Cnova’s control. Important factors that could cause Cnova’s actual results to differ materially from those indicated in the forward-looking statements include, among others: the ability to grow its customer base; the ability to maintain and enhance its brands and reputation; the ability to manage the growth of Cnova*

*effectively; changes to technologies used by Cnova; changes in global, national, regional or local economic, business, competitive, market or regulatory conditions; and other factors discussed under the heading "Risk Factors" in the prospectus filed with the U.S. Securities and Exchange Commission on November 21, 2014 and other documents filed with the U.S. Securities and Exchange Commission as well as under the heading "Risk Factors" in the listing prospectus approved by the AFM on January 21, 2015. Any forward-looking statement made in this press release speaks only as of the date hereof. Factors or events that could cause Cnova's actual results to differ from the statements contained herein may emerge from time to time, and it is not possible for Cnova to predict all of them. Except as required by law, Cnova undertakes no obligation to publicly update any forward-looking statements, whether as a result of new information, future developments or otherwise.*

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