PRESS RELEASE

Paris, 14th February, 2008

STRONG GROWTH IN PROFITABILITY AND CASH FLOW IN 2007

- Sales up 15.1%: 10,704 million EUR, up 2.9% on constant and same day basis
- Adjusted EBITA up 16.2%: 658 million EUR or 6.1% of sales, on a constant basis
- Net profit before IPO costs up 65.3%: 312 million EUR
- Free Cash Flow up 37.4%: 670 million EUR before interest and taxes
- Net Debt reduced in 2007 from 3.1x to 2.3x pro forma EBITDA
- Dividend of €0.37 per share, subject to shareholder approval at the Annual General Meeting of 20th May 2008

Jean-Charles Pauze, Chairman of the Management Board and CEO, commented:

"Rexel delivered yet another year of solid performance in 2007, posting strong growth in profitability and considerably enhancing cash-flow generation.

We grew our business in Europe and Asia-Pacific by focusing our efforts on delivering greater value to our clients.

In the US, Rexel strengthened its platform by integrating Gexpro ahead of schedule, and demonstrated its ability to adapt its cost base to a difficult economic environment.

Rexel is in good shape to acquire Hagemeyer. The retained European activities would reinforce our leading positions and increase our branch network in Europe by 50%. We are confident this strategic acquisition will result in a stronger platform for profitable growth and create more value for our shareholders."

FULL YEAR AND FOURTH QUARTER 2007 RESULTS

- **SUCCESSFUL IMPLEMENTATION OF OPERATING LEVERS**
- **RAPID DELEVERAGING DUE TO STRONG CASH FLOW GENERATION**
- **FASTER THAN EXPECTED SYNERGIES FROM GEXPRO**
- **PROVEN ABILITY TO FLEX THE NORTH AMERICAN COST BASE**

KEY FIGURES:

(All comments on a constant and adjusted basis and for sales, at same number of days)

IFRS, EUR million	Twelve months to December 31st			Three months to December 31st		
	2007	2006	Change	2007	2006	Change
Constant and adjusted[1]						
Sales	**10,704.4**	10,376.0	**+3.2%**	**2,722.6**	2,659.5	**+2.4%**
Same number of days			***+2.9%***			***+1.3%***
Gross margin as a % of sales	**24.5%**	24.2%	**+30 bps**	**24.4%**	24.3%	**+10 bps**
Operating expenses	**(1,968.6)**	(1,940.0)	**+1.5%**	**(496.2)**	(488.0)	**+1.7%**
EBITA	**657.9**	566.1	**+16.2%**	**168.0**	158.2	**+6.2%**
as a % of sales	***6.1%***	*5.5%*	***+60 bps***	***6.2%***	*5.9%*	***+30 bps***
Actual						
Sales[2]	10,704.4	9,298.9	+15.1%	2,722.6	2,722.9	0.0%
EBITA[3]	648.4	573.6	+13.1%	157.9	167.8	-5.9%
as a % of sales	*6.1%*	*6.2%*		*5.8%*	*6.2%*	
Net income pre IPO costs[4]	312.3	188.9	+65.3%	74.8	37.8	+97.9%
Free cash flow before interest & tax[5]	670.4	487.8	+37.4%	219.6	220.6	0.0%
Net debt	1,606.6	n.c.		1,606.6	n.c.	

(1) At 2007 constant scope of consolidation and exchange rates
Excluding estimated non-recurring net impact on stock from changes in the copper price of circa -9 million EUR in FY 07 and circa +57 million EUR in FY 06 at the EBITA level
(2) The rise in actual sales included 1,329 million EUR from acquisitions, partially offset by 252 million EUR in adverse exchange rate fluctuations, principally the depreciation of the US and Canadian Dollars versus the Euro.
(3) Operating income before other income & other expenses
(4) Excluding IPO costs (net of tax) of 169 million EUR in FY 07 and 18 million EUR in Q4 07, as detailed in the Q1 07 financial statements
(5) Cash from operating activities + net interest paid + income tax paid - net capital expenditures

Rexel sales reached 10,704 million EUR for the full year 2007, up 2.9% compared with 2006.

In Q4 07, Rexel achieved sales of 2,723 million EUR, up 1.3% compared with Q4 06. Without deflation in cable prices in all regions, Rexel would have posted 1% higher organic growth in the fourth quarter.

The gross margin increased to 24.5% in 2007, up 30 basis points. This performance was achieved as a result of the successful roll-out of gross margin-related operating initiatives, including supplier optimization, pricing improvements and increasing added-value services for key accounts. It also reflects the rapid integration of Gexpro and the delivery of faster-than-expected synergies from this transforming acquisition.

The gross margin for the fourth quarter was up 10 bps to 24.4% compared to Q4 06.

Operating expenses (including depreciation) were reduced by 30 basis points to 18.4% of sales in 2007. Through the U.S. cost reduction plan launched in the first quarter of 2007, Rexel demonstrated its capacity to adapt its cost base to the weaker sales trends in this region: the US electrical distribution headcount was down by 6.3% at the end of December 2007 versus December 2006.

The significant rise in EBITA to 658 million EUR, up 16.2% in 2007, and to 168 million EUR, up 6.2% in the fourth quarter, was fuelled by organic growth, gross margin improvement and efficient cost control. The EBITA margin reached 6.1% of sales in 2007, 20 basis points of which relate to specific non-recurring commercial actions in Q1 07 as previously indicated. The EBITA margin reached 6.2% in Q4 07.

Other income and expenses recorded a net expense of 78 million EUR in 2007, of which 61 million EUR was due to the IPO-related employee share offer scheme and free shares, as previously disclosed.

Net financial expenses amounted to 319 million EUR in 2007, including 166 million EUR of IPO-related costs as disclosed in the Q1 07 financial statements. Excluding these IPO-related costs, net financial expenses stood at 153 million EUR in 2007 versus 252 million EUR in 2006. This decrease resulted from the significant improvement in Rexel's financial structure, thanks both to the proceeds of the IPO and the strong operating cash flow.

Excluding non-recurring items, mainly the non-tax deductible free shares, the effective tax rate would have been 33% in 2007.

Net income amounted to 143 million EUR for the period ended December 31, 2007. Excluding IPO costs representing a post-tax amount of 169 million EUR, net income was 312 million EUR, up 65.3% from 189 million EUR in 2006.

STRONG GENERATION OF FREE CASH FLOW: +37.4% IN 2007

Rexel significantly improved its free cash flow before net interest and income tax paid to 670 million EUR in 2007 from 488 million EUR in 2006. This 37.4% rise reflects:

- The improvement in EBITDA;
- A reduction in working capital as a percentage of sales to 13.6% at December 31, 2007 from 14.0% at December 31, 2006, thanks to continuous inventory management improvement and better payment terms; and
- A decrease in net capital expenditure to 21 million EUR in 2007 from 45 million EUR in 2006, thanks to the sale and partial leaseback of real estate in Switzerland.

After net interest and income tax paid, free cash flow increased to 411 million EUR in 2007 versus 163 million EUR in 2006.

Net financial debt was down to 1,607 million EUR at December 31, 2007. Shareholders' equity amounted to 3,227 million EUR at December 31, 2007 versus 989 million EUR at December 31, 2006.

In 2007, Rexel further demonstrated its ability to de-leverage rapidly, even in a more challenging macro-economic environment than in 2006: Net debt to Last Twelve Months pro forma EBITDA was 2.3x at December 31, 2007 vs. 3.1x at December 31, 2006 pro forma for the IPO.

HAGEMEYER RECOMMENDED OFFER

On 23 November 2007, Rexel announced its intention to launch a public tender offer to acquire Hagemeyer N.V. The planned transaction would consolidate Rexel's worldwide leadership position by enhancing its footprint across Europe and strengthening its business profile.

On December 24, 2007, Kelium, an indirect subsidiary of Rexel, launched a recommended cash offer for all shares and bonds of Hagemeyer N.V. The offer will expire at 15:00 hours Amsterdam time, on 4 March 2008 (the "Tender Offer Closing Date"), unless extended in accordance with Dutch law.

If one or more of the conditions to the offer set out in Section 5.7 of the offer memorandum dated December 21, 2007 are not satisfied at the Tender Offer Closing Date, the offeror may extend the tender period until all such offer conditions have been satisfied or, if relevant, and to the extent permitted by law, waived.

POST-DECEMBER 31 EVENTS

On 31 January 2008, Rexel completed two small acquisitions:

- ABK in Australia. The company has 10 employees in one branch in Brisbane. Its annual sales as at June 30, 2007, amounted to over 6 million euros (10.8 million AUD). ABK will reinforce Rexel's exposure to the industrial market in Queensland; and

- Beacon Electric in the US. Based in the San Diego area, the company has 70 employees and two branches and its 2006 sales amounted to over 33 million euros (49.5 million USD). The acquired company will be incorporated into Gexpro.

2008 OUTLOOK

Upon successful completion of its offer for Hagemeyer and shortly after the end of the tender period, Rexel will host a presentation to provide details of the combined Group and its objectives.

Excluding Hagemeyer, and in current market conditions, Rexel expects its organic sales in 2008 to be at or above their 2007 level. Rexel expects its 2008 adjusted EBITA margin to be at or above the restated level of 2007 of 5.9%, which excludes the 20 basis points of favourable non-recurring items relating to the first quarter 2007.

Rexel will propose to the Annual General Meeting to be held on May 20, 2008, a dividend of €0.37 per share, payable on June 30, 2008, and representing a pay-out ratio of 30% of the net result pre-IPO costs.

FINANCIAL CALENDAR

February 14, 2008
10:00 AM CET: conference call

May 15, 2008
7:30 AM CET: Q1 08 results announcement
10:00 AM CET: conference call

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Leading distributor worldwide of electrical supplies, Rexel serves three main end markets: industrial, commercial and residential. The Group is present in 29 countries, with a network of circa 1,960 branches, and employs 25,600 people. Rexel's sales were 10.7 billion EUR in 2007. Its majority shareholders are an investor group led by Clayton, Dubilier & Rice, Eurazeo and Merrill Lynch Global Private Equity.

Rexel is listed on the Eurolist market of Euronext Paris (compartment A, ticker RXL, ISIN code FR0010451203). It is integrated in the following indices: NEXT 150, SBF 120, and CAC Mid 100.

For more information, visit Rexel's web site at ***www.rexel.com***

This press release does not constitute, or form any part of, an offer, or any solicitation of any offer, to buy or subscribe for any securities of Hagemeyer N.V. In the event that such an offer is made, details of the offer will be set out in an offer memorandum, which will contain the full terms and conditions of the offer including how the offer can be accepted, and which will be published in due course and made available to all holders of securities of Hagemeyer N.V. free of charge.

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Certain of the statements contained in this release may be statements of future expectations and other forward-looking statements that are based on management's estimates, views, expectations and assumptions. Words such as "expects", "anticipates", "plans", "aims", "projects", "believes", "estimates", "target", "will", "may", "could", "should" and variations of these words and similar expressions are intended to identify forward-looking statements which include but are not limited to projections of revenues, earnings, segment performance, cash flows, contract awards. By their nature, forward-looking statements are subject to numerous risks and uncertainties, many of which are difficult to predict and generally beyond under the control of Rexel, as they relate to events and depend on circumstances that may or may not occur in the future. These forward-looking statements are not guarantees of Rexel's future performance. Rexel's actual results of operations, financial condition and liquidity as well as development of the industry in which Rexel operates may differ materially from those made in or suggested by the forward-looking statements contained in this release. All forward-looking statements speak only as of the date of this release. Rexel expressly disclaims any obligation or undertaking to review or confirm analyst expectations or estimates, to release publicly any updates or revisions to any forward-looking statements to reflect events that occur or circumstances that arise after the date of this release.

Appendix 1

BUSINESS REVIEW

(All comments on a constant and adjusted basis and for sales, at same number of days)

EUROPE

IFRS, EUR million Constant and adjusted basis	Twelve months to December 31st			Three months to December 31st		
	2007	2006	Change	2007	2006	Change
Sales	5,041.9	4,745.7	+6.2%	1,338.3	1,296.6	+3.2%
Constant basis and same number of days			*+6.0%*			+2.2%
Gross Margin	*26.7%*	*26.3%*	*+ 40bps*	*26.3%*	*26.0%*	*+30bps*
Operating expenses (including depreciation)	(969.3)	(948.1)	+2.2%	(244.7)	(240.6)	+1.7%
EBITA	378.7	302.3	+25.3%	107.4	96.9	+10.8%
As % of sales	*7.5%*	*6.4%*	*+110bps*	*8.0%*	*7.5%*	*+50bps*

Business activity

- Sales up 6.0% in 2007, of which:

  - France (+6.8%): around 10% growth achieved with contractors (55% of sales) and volumes up c.10% in installation equipment, illustrating Rexel's strong market position and level of service;
  - UK (+6.3%): performance above market trend, notably with large contractors in commercial construction, helped by implementation of the "Best Mates" customer loyalty program;
  - Germany (-1.1%): industrial and automation products posted almost double-digit growth whilst residential construction was down. Rexel has re-focused its business and deliberately scaled down the distribution of photovoltaic and white & brown products (10% of sales). Excluding these activities, sales would have increased by 1.1%;
  - Other Europe (+6.7%): in particular, double-digit growth in Belgium driven by small- and medium-sized contractors, and in the Netherlands, driven by large contractors;

- Slower growth in Q4 07 due to cable price deflation, lower residential construction activity and slower sales in Germany.

Operating performance

- Gross margin of 26.7% in 2007, up 40 bps: successful implementation of operating levers such as procurement terms and pricing excellence;

- Operating expenses including depreciation under strict control: +2.2% in FY 07 and +1.7% in Q4 07;

- EBITA margin up 110 bps to 7.5% in 2007, up 50 bps to 8.0% in Q4 07.

NORTH AMERICA

IFRS, EUR million Constant and adjusted basis	Twelve months to December 31st			Three months to December 31st		
	2007	2006	Change	2007	2006	Change
Sales	4,806.1	4,872.0	-1.4%	1,153.1	1,158.0	-0.4%
Constant basis and same number of days			*-1.6%*			-1.3%
Gross Margin	*21.9%*	*21.5%*	*+40bps*	*21.7%*	*21.8%*	*-10 bps*
Operating expenses (including depreciation)	(809.5)	(806.3)	+0.4%	(192.8)	(193.8)	-0.5%
EBITA	241.1	242.4	-0.5%	57.7	58.2	-0.9%
As % of sales	*5.0%*	*5.0%*	*0bp*	*5.0%*	*5.0%*	*0 bp*

Business activity

- Sales down 1.6% in 2007, of which:

  - USA (-2.4%): high base effect in 2006 due to high level of cable sales and post-hurricane Katrina rebuilding activity. Ongoing decline in residential construction and residential-related commercial projects. At Gexpro, double-digit growth with key accounts, notably related to large project management;
  - Canada (+1.5%): activity driven by the mining and building markets in the West, as well as commercial activity in Quebec, although growth was impacted by the unfavourable Canadian / US dollar exchange rate effect;

- Sales down 1.3% in Q4 07, the improvement vs. Q2 and Q3 (-2.2% and -2.3% respectively) being due to a more favourable base effect in Q4 06;

- Excluding cables, organic sales growth was +0.4% in 2007 and +0.6% in Q4 07.

Operating performance

- Gross margin of 21.9% in 2007, up 40 bps: improvement through the success of commercial initiatives and synergies from purchasing integration with Gexpro;

- Operating expenses including depreciation up 0.4% in 2007 and down 0.5% in Q4 07: the development of the Services platform at Gexpro required some hiring, but overall Rexel was successful in adapting its cost base to the evolution of activity, with a 6.3% reduction in US electrical distribution headcount;

- Faster than expected synergies achieved from the Gexpro acquisition: 9 million EUR more than planned;

- Rexel's efforts to focus its activities on margin-enhancing business resulted in a stable EBITA margin of 5.0% for the full year and Q4 07, despite the slowdown in sales.

ASIA-PACIFIC

IFRS, EUR million Constant and adjusted basis	Twelve months to December 31st			Three months to December 31st		
	2007	2006	Change	2007	2006	Change
Sales	797.2	704.4	+13.2%	216.2	191.3	+13.0%
Constant basis and same number of days			+12.6%			+11.3%
Gross Margin	*25.4%*	*25.5%*	*-10 bps*	*24.9%*	*25.0%*	*-10 bps*
Operating expenses (including depreciation)	(152.0)	(142.7)	+6.6%	(41.3)	(38.9)	+6.2%
EBITA	50.2	37.0	+35.4%	12.6	8.9	+42.2%
As % of sales	*6.3%*	*5.3%*	*+100 bps*	*5.8%*	*4.6%*	*+120 bps*

Business activity

Sales up 12.6% in 2007, of which:

- Australia (+8.6%): performance above market trend thanks to strong positions in the dynamic industrial and mining sectors and sustained activity in non-residential construction. Strong growth in the states of Queensland, New South Wales and Western Australia;
- Asia (+65.6%): 61.0% growth in China with actual sales of 76 million EUR (120 million EUR on a pro forma basis), giving Rexel a leadership position among international electrical distributors.

Operating performance

- Gross margin of 25.4% in 2007, down 10 bps: Gross margins improved in Australia due to the optimization of purchasing and a favourable product mix, albeit this was offset by the very fast sales growth in lower margin countries;

- EBITA strongly ahead by 35.4%, driving the EBITA margin to 6.3%, a 100 bps improvement over the previous year.

Appendix 2

Condensed Income Statement

IFRS, EUR million	Twelve months to December 31st			Three months to December 31st		
	2007	2006	Change	2007	2006	Change
Actual						
Sales	10,704.4	9,298.9	+15.1%	2,722.6	2,722.9	0.0%
Gross profit As a% of sales	2,615.6 24.4%	2,345.6 25.2%	+11.5%	654.2 24.0%	664.0 24.4%	-1.5%
Operating expenses (including depreciation)	(1,967.2)	(1,772.0)	+11.0%	(496.3)	(496.2)	0.0%
EBITDA As a % of sales	725.4 6.8%	637.0 6.9%	+13.9%	181.9 6.7%	185.2 6.8%	-1.7%
EBITA As a % of sales	648.4 6.1%	573.6 6.2%	+13.1%	157.9 5.8%	167.8 6.2%	-5.9%
Other income & expenses	(77.9)	(49.9)	+56.1%	(27.2)	(43.0)	
Operating income	570.5	523.7	+8.9%	130.7	124.8	+4.7%
Net financial expenses	(319.2)	(252.0)	+26.7%	(26.2)	(70.5)	-62.9%
Income tax	(107.8)	(82.8)	+30.1%	(47.9)	(16.5)	+190%
Net income	143.5	188.9	-24.0%	56.6	37.8	+49.9%
Net income pre IPO related expenses	312.3	188.9	+65.3%	74.8	37.8	+97.9%

Constant and adjusted						
Sales	**10,704.4**	**10,376.0**	**+3.2%***	**2,722.6**	**2,659.5**	**+2.4%***
Gross profit **As a % of sales**	**2,626.5** **24.5%**	**2,506.1** **24.2%**	**+4.8%** **+30 bps**	**664.2** **24.4%**	**646.2** **24.3%**	**+2.8%** **+10 bps**
Operating expenses (including depreciation)	**(1,968.6)**	**(1,940.0)**	**+1.5%**	**(496.2)**	**(488.0)**	**+1.7%**
EBITA **As a % of sales**	**657.9** **6.1%**	**566.1** **5.5%**	**+16.2%** **+60 bps**	**168.0** **6.2%**	**158.2** **5.9%**	**+6.2%** **+30 bps**

* Constant basis and same number of days: +2.9% in 2007 and +1.3% in Q4 07

Pro forma 2007* - constant and adjusted			
Sales	**10,809.5**	**10,466.5**	**+3.3%**
EBITDA **As a % of sales**	**743.6** **6.9%**	**645.6** **6.2%**	**+15.2%** **+70 bps**
EBITA **As a % of sales**	**664.2** **6.1%**	**570.7** **5.5%**	**+16.4%** **+60 bps**

* As if all 2006 and 2007 acquisitions and divestitures had been made on 1 January 2006

Appendix 3

Change in Net Debt

IFRS, EUR million	Twelve months to December 31st		Three months to December 31st	
	2007	**2006**	**2007**	**2006**
EBITDA	725.4	637.1	181.9	185.2
Other operating revenues & costs	(21.4)	(6.0)	(7.1)	1.1
Change in Working capital	(13.0)	(97.9)	64.9	48.3
Net capital expenditures	(20.6)	(45.4)	(20.1)	(14.0)
Free cash flow before interest and tax paid	**670.4**	**487.8**	**219.6**	**220.6**
Net interest paid / received(1)	(217.7)	(196.6)	(25.3)	(52.4)
Income tax paid	(41.8)	(127.8)	(17.5)	(36.6)
Free cash flow after interest and tax paid	**410.9**	**163.4**	**176.8**	**131.6**
Net financial investments	(163.6)	(820.7)	(131.1)	(7.5)
Change in equity	996.7	(1.9)	(2.9)	-
Other(2)	1,050.4	(53.7)	38.1	26.2
Decrease (increase) in net debt	**2,294.4**	**(712.9)**	**80.9**	**150.3**
Net Debt	**1,606.6**	**3,901.0**	**1,606.6**	**3,901.0**

(1) Including the high yield bond redemption cost of 89.6 million EUR in Q2 07
(2) Including capitalization of the shareholders' loan for 1,039.9 million EUR in Q2 07

Appendix 4

Balance Sheet

EUR million	December 31, 2007 IFRS	December 31, 2006 IFRS
ASSETS		
Net intangible assets & Goodwill	3,294.3	3,259.4
Property, plant & equipment	272.1	268.5
Long term investments	76.8	39.3
Deferred tax assets	127.4	127.3
Total non-current assets	**3,770.6**	**3,694.5**
Inventories	1,143.2	1,117.0
Trade accounts receivable	2,018.5	2,026.9
Other accounts receivables	424.0	491.6
Assets held for sale	-	50.7
Cash and cash equivalents	515.2	473.1
Total current assets	**4,100.9**	**4,159.3**
TOTAL ASSETS	**7,871.5**	**7,853.8**

EQUITY & LIABILITIES		
TOTAL EQUITY	**3,227.3**	**988.6**
Interest bearing debt	2,053.9	3,747.4
Other non current liabilities	339.9	365.2
Total non-current liabilities	**2,393.8**	**4,112.6**
Interest bearing debt + accrued interest	67.9	626.7
Trade accounts payable	1,659.3	1,616.1
Other current liabilities	523.2	507.4
Liabilities held for sale	-	2.4
Total current liabilities	**2,250.4**	**2,752.6**
Total liabilities	**4,644.2**	**6,865.2**
TOTAL EQUITY AND LIABILITIES	**7,871.5**	**7,853.8**

Appendix 5

Evolution of sales by geographic area

Geographic area	2007 (in M€)	2007/ 2006 Actual	2007/ 2006 Constant *	Q4 07 (in M€)	Q4 07/Q4 06 Actual	Q4 07/Q4 06 Constant *
Europe	**5,041.9**	**+9.9%**	**+6.0%**	**1,338.3**	**+3.9%**	**2.2%**
of which						
France		+7.7%	+6.8%		+6.2%	+4.0%
United Kingdom		+7.6%	+6.3%		+4.4%	+6.8%
Germany		-1.3%	-1.1%		-12.0%	-10.8%
Other Europe		+16.5%	+6.7%		+5.4%	+2.3%
North America	**4,806.1**	**+19.7%**	**-1.6%**	**1,153.1**	**-7.8%**	**-1.3%**
of which						
USA		+27.0%	-2.4%		-10.6%	-1.5%
Canada		-1.4%	+1.5%		+2.8%	-0.7%
Asia-Pacific	**797.2**	**+25.4%**	**+12.6%**	**216.2**	**+27.4%**	**+11.3%**
of which						
Australia		+15.3%	+8.6%		+26.3%	+8.6%
Asia		+225.9%	+65.6%		+83.7%	+51.3%
Other	**59.2**	**+1.8%**	**+9.9%**	**15.0**	**+2.2%**	**+7.3%**
Total Group	**10,704.4**	**+15.1%**	**+2.9%**	**2,722.6**	**0.0%**	**+1.3%**

* Constant basis and same number of days