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SUCCESSFUL PLACEMENT OF THE €300 MILLION NOTES OFFERING

Rexel, a global leader in the professional distribution of products and services for the energy world, has successfully placed €300 million of its 2.625% unsecured senior notes due 2024 (the "Notes").

The delivery and settlement and the listing of the notes on the Euro MTF market of the Luxembourg Stock Exchange are expected to occur on or about March 13, 2017.

The Notes, which mature on June 15, 2024, will be callable as from March 2020. They will rank *pari passu* with Rexel's senior credit facility and other senior unsecured notes. The Notes are expected to obtain the following ratings: Ba3 by Moody's (while Rexel's corporate rating is Ba2 with a stable outlook), BB- by S&P (while Rexel's corporate rating is BB with a stable outlook) and BB by Fitch (in line with Rexel's corporate rating with a stable outlook).

Rexel will use the proceeds of the issuance of the Notes, together with some available cash, to redeem all of the 5.250% senior US\$ notes due June 2020 (the "2020 Notes") of which US\$330,000,000 remain outstanding. Rexel expects to redeem the 2020 Notes on or about June 15, 2017. Rexel can elect not to redeem the 2020 Notes if it does not issue the Notes or if there is a material adverse change in financial markets.

This issuance will allow Rexel to enhance its financial structure by extending its debt maturity profile and reducing its overall cost of financing.

BNP Paribas and Crédit Agricole Corporate and Investment Bank acted as Joint Global Coordinators, and as Joint Lead Bookrunners for the offering. Merrill Lynch International, HSBC Bank plc and Natixis acted as Joint Bookrunners, and Banco Bilbao Vizcaya Argentaria, S.A., Crédit Industriel et Commercial S.A. and Société Générale acted as Co-Lead Managers.

Patrick BERARD, Chief Executive Officer, said:

"The success of this new seven-year note issuance confirms investor confidence in Rexel's business model and strategy. It will allow us to refinance the 5.250% notes issued in 2013 at a significantly lower cost. This operation constitutes a further step in our continuous efforts to strengthen our balance sheet and reduce our cost of financing."

This document is not an offer of securities for sale nor the solicitation of an offer to purchase securities in France, in the United States or any other jurisdiction.

The securities described herein may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons unless they are registered or exempt from registration under the U.S. Securities Act of 1933, as amended (the "Securities Act"). The securities described herein have not been and will not be registered under Securities Act and Rexel does not intend to make a public offer of its securities in the United States.

The offer and sale of the Notes in France will be carried out through a private placement in accordance with article L.411-2 of the French Financial and Monetary Code and other applicable laws and regulations. There will be no public offering in France

ABOUT REXEL GROUP

Rexel, a leader in the professional distribution of products and services for the energy world, addresses three main markets - residential, commercial and industrial. The Group supports its customers to be at their best in running their business, by providing a broad range of sustainable and innovative products, services and solutions in the field of technical supply, automation and energy management. Rexel operates through a network of some 2,000 branches in 32 countries, with more than 27,000 employees. The Group's sales were €13.2 billion in 2016.

Rexel is listed on the Eurolist market of Euronext Paris (compartment A, ticker RXL, ISIN code FR0010451203). It is included in the following indices: SBF 120, CAC Mid 100, CAC AllTrade, CAC AllShares, FTSE EuroMid, STOXX600. Rexel is also part of the following SRI indices : FTSE4Good, STOXX® (STOXX® Global ESG Impact, STOXX® Low Carbon indices Global, Europe et EURO), Ethibel Sustainability Index Excellence Europe and Dow Jones Sustainability Index Europe, in recognition of its performance in corporate social responsibility (CSR). For more information, visit Rexel's web site at www.rexel.com

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This announcement is not a prospectus within the meaning of Directive 2003/71/EC of the European Parliament and the Council of November 4, 2003 as implemented in each member State of the European Economic Area and amendments thereto, including Directive 2010/73/EU (the "Prospectus Directive").

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With respect to the member States of the European Economic Area, other than France, which have implemented the Prospectus Directive, the Notes may only be offered under circumstances not requiring Rexel to publish a prospectus as provided under article 3(2) of the Prospectus Directive.

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