

## REXEL

A French *Société anonyme* with registered capital: 1.484.986.270 euros

Registered Office: 13, boulevard du Fort de Vaux - 75017 PARIS

Paris Trade and Companies Register No. 479 973 513

### COMBINED GENERAL MEETING OF SHAREHOLDERS HELD ON 22 APRIL 2026

#### OUTCOME OF THE VOTE ON RESOLUTIONS (Article R.22-10-30 of the French Commercial Code)

Rexel informs its shareholders of the outcome of the vote on the resolutions submitted to the Combined General Meeting of Shareholders' held on Wednesday 22, April 2026 at 10:30 a.m. at the Châteaufort City - George V, 28, avenue George V - 75008 PARIS.

For the Ordinary general meeting:

- Number of issued shares: 296,096,004<sup>1</sup>
- Number of shares with voting rights: 292,792,830
- Number of shareholders present or duly represented: 3,482
- Number of shares present, duly represented or having voted by mail: 247,386,548
- Number of votes present, duly represented or having voted by mail: 247,386,548
- Quorum: 84.49%

For the Extraordinary general meeting:

- Number of issued shares: 296,096,004<sup>2</sup>
- Number of shares with voting rights: 292,792,830
- Number of shareholders present or duly represented: 3,483
- Number of shares present, duly represented or having voted by mail: 247,387,048
- Number of votes present, duly represented or having voted by mail: 247,387,048
- Quorum: 84.49%

**The details of the outcome of the vote and the general quorum of the Combined General Meeting of Shareholders' are included in Appendices 1 and 2.**

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<sup>1</sup> As of the record date of April 15, 2026

<sup>2</sup> As of the record date of April 15, 2026

## APPENDIX 1: OUTCOME OF THE VOTE

Details of the voting results and the general quorum of the mixed general assembly below:

REXEL Combined General Meeting , Wednesday 22 April 2026																
VOTE RESULTS																
CAPITAL SHARES: 296 096 004																
Resolution	Type	Vote Time	Votes valid for majority				Votes not valid for majority			Presents & Represented		Shares valid for majority		Excluded voting rights	State of adoption	
			For	%	Against	%	Abstain	Invalid	Not voted	Shares	Votes	For + Against	% of shares capital			
1	Approval of the financial statements for the financial year ended December 31, 2025	Ordinary	22/04/2026 11:36:27	245 899 305	99,98%	51 338	0,02%	1 432 611	0	3 294	247 386 548	247 386 548	245 950 643	83,06%	0	Carried
2	Approval of the consolidated financial statements for the financial year ended	Ordinary	22/04/2026 11:37:02	245 935 894	>99,99%	14 587	<0,01%	1 432 486	0	3 581	247 386 548	247 386 548	245 950 481	83,06%	0	Carried
3	Allocation of net result for the financial year ended December 31, 2025; distribution of €1.20 per share from net profit.	Ordinary	22/04/2026 11:37:40	247 369 165	>99,99%	12 621	<0,01%	1 548	0	3 214	247 386 548	247 386 548	247 381 786	83,55%	0	Carried
4	Approval of agreements governed by articles L.225-38 et seq. of the French Commercial	Ordinary	22/04/2026 11:38:21	247 379 276	>99,99%	1 078	<0,01%	3 352	0	2 842	247 386 548	247 386 548	247 380 354	83,55%	0	Carried
5	Approval of the information referred to in Article L.22-10-9, I of the French Commercial Code for the financial year ended December 31, 2025	Ordinary	22/04/2026 11:39:04	240 852 871	97,36%	6 528 346	2,64%	2 489	0	2 842	247 386 548	247 386 548	247 381 217	83,55%	0	Carried
6	Approval of the fixed, variable and exceptional items of the total compensation and benefits of any kind paid or granted in respect of the 2025 financial year to Agnès Touraine, Chairwoman of the Board of Directors	Ordinary	22/04/2026 11:39:48	247 320 879	99,98%	56 316	0,02%	6 511	0	2 842	247 386 548	247 386 548	247 377 195	83,55%	0	Carried
7	Approval of the fixed, variable and exceptional items of the total compensation and benefits of any kind paid or granted in respect of the 2025 financial year to Guillaume Texier, Chief Executive Officer.	Ordinary	22/04/2026 11:40:32	237 564 781	96,09%	9 671 298	3,91%	147 549	0	2 920	247 386 548	247 386 548	247 236 079	83,50%	0	Carried
8	Approval of the compensation policy applicable to the Chairwoman of the Board of Directors for the 2026 financial year, as provided for in article L.22-10-8 of the French Commercial Code	Ordinary	22/04/2026 11:41:08	247 345 031	99,99%	30 353	0,01%	8 322	0	2 842	247 386 548	247 386 548	247 375 384	83,55%	0	Carried
9	Approval of the compensation policy applicable to directors for the 2026 financial year, referred to in Article L.22-10-8 of the French Commercial	Ordinary	22/04/2026 11:41:43	246 082 351	99,48%	1 290 393	0,52%	10 362	0	3 442	247 386 548	247 386 548	247 372 744	83,54%	0	Carried
10	Approval of the compensation policy applicable to the Chief Executive Officer for the 2026 financial year, referred to in Article L.22-10-8 of the French Commercial Code.	Ordinary	22/04/2026 11:42:17	237 535 594	96,08%	9 700 218	3,92%	147 894	0	2 842	247 386 548	247 386 548	247 235 812	83,50%	0	Carried
11	Ratification of the co-optation of Robert Schuchna as director.	Ordinary	22/04/2026 11:42:55	242 018 321	97,83%	5 359 420	2,17%	5 965	0	2 842	247 386 548	247 386 548	247 377 741	83,55%	0	Carried
12	Renewal of Robert Schuchna's term of office as director.	Ordinary	22/04/2026 11:43:28	224 173 802	90,62%	23 204 386	9,38%	5 338	0	3 022	247 386 548	247 386 548	247 378 188	83,55%	0	Carried
13	Renewal of Barbara Dalibard's term of office as director.	Ordinary	22/04/2026 11:44:01	241 529 393	97,80%	5 440 313	2,20%	413 820	0	3 022	247 386 548	247 386 548	246 969 706	83,41%	0	Carried
14	Renewal of François Auque's term of office as director	Ordinary	22/04/2026 11:44:34	243 425 202	98,57%	3 543 727	1,43%	414 597	0	3 022	247 386 548	247 386 548	246 968 929	83,41%	0	Carried
15	Authorization for the Board of Directors to trade in the Company's shares.	Ordinary	22/04/2026 11:45:08	245 889 734	99,41%	1 447 037	0,59%	46 755	0	3 022	247 386 548	247 386 548	247 336 771	83,53%	0	Carried
16	Authorization to be granted to the Board of Directors to decrease share capital by cancelling shares.	Extraordinary	22/04/2026 11:45:43	247 003 266	99,85%	378 432	0,15%	2 328	0	3 022	247 387 048	247 387 048	247 381 698	83,55%	0	Carried
17	Authorization to be granted to the Board of Directors to increase the share capital by issuing ordinary shares or securities that are equity securities conferring access to other equity securities of the Company or giving entitlement to the allotment of debt securities, or securities conferring access to equity securities to be issued, with cancellation of preferential subscription rights in favor of members of a savings plan.	Extraordinary	22/04/2026 11:46:21	240 803 739	97,34%	6 577 046	2,66%	3 241	0	3 022	247 387 048	247 387 048	247 380 785	83,55%	0	Carried

18	Delegation of authority to the Board of Directors to issue ordinary shares or share equivalents conferring access to other equity securities or entitling their holders to the allotment of debt securities, or securities conferring access to equity securities to be issued, with cancellation of the shareholders' preferential subscription rights for certain categories of beneficiaries, to allow employee shareholding transactions;	Extraordinary	22/04/2026 11:47:01	240 751 253	97,32%	6 628 926	2,68%	3 847	0	3 022	247 387 048	247 387 048	247 380 179	83,55%	0	Carried
19	Authorization to be granted to the Board of Directors to allot free shares to employees and officers of the Company and its subsidiaries;	Extraordinary	22/04/2026 11:47:38	240 828 154	97,41%	6 408 996	2,59%	146 876	0	3 022	247 387 048	247 387 048	247 237 150	83,50%	0	Carried
20	Authorization to be granted to the Board of Directors to allocate free shares to employees and corporate officers of the Company and its subsidiaries who subscribe for a Rexel Group employee shareholding plan;	Extraordinary	22/04/2026 11:48:15	245 430 560	99,21%	1 948 558	0,79%	4 908	0	3 022	247 387 048	247 387 048	247 379 118	83,55%	0	Carried
21	Power for legal formalities	Extraordinary	22/04/2026 11:48:45	247 378 942	>99,99%	2 473	<0,01%	2 044	0	3 589	247 387 048	247 387 048	247 381 415	83,55%	0	Carried

APPENDIX 2: GENERAL QUORUM

**REXEL**  
**Annual General Meeting, Wednesday 22 April 2026**

**Quorum for resolutions ordinary**

CAPITAL SHARES	296 096 004
OWN SHARES HELD	3 303 174
VOTING SHARES	292 792 830
REQUIRED QUORUM: 20% OF VOTING SHARES	58 558 566

**The quorum reached is 84.49%**

It represents 247,386,548 shares for 3,482 shareholders

84.49% of the 292,792,830 shares entitled to vote

	SHAREHOLDERS	SHARES	%	VOTES
<b>Presents</b>	54	288 328	0,10%	288 328
<b>Represented</b>	5	1 914	0,00%	1 914
<b>Proxies to chairman</b>	679	157 449	0,05%	157 449
<b>Direct votes</b>	2 744	246 938 857	84,34%	246 938 857
<b>Total</b>	3 482	247 386 548	84,49%	247 386 548

THE GENERAL MEETING MAY VALIDLY DELIBERATE

**REXEL**  
**Annual General Meeting, Wednesday 22 April 2026**

**Quorum for resolutions extraordinary**

CAPITAL SHARES	296 096 004
OWN SHARES HELD	3 303 174
VOTING SHARES	292 792 830
REQUIRED QUORUM: 25% OF VOTING SHARES	73 198 208

**The quorum reached is 84.49%**

It represents 247,387,048 shares for 3,483 shareholders

84.49% of the 292,792,830 shares entitled to vote

	SHAREHOLDERS	SHARES	%	VOTES
<b>Presents</b>	54	288 328	0,10%	288 328
<b>Represented</b>	5	1 914	0,00%	1 914
<b>Proxies to chairman</b>	680	157 949	0,05%	157 949
<b>Direct votes</b>	2 744	246 938 857	84,34%	246 938 857
<b>Total</b>	3 483	247 387 048	84,49%	247 387 048

**THE GENERAL MEETING MAY VALIDLY DELIBERATE**