Rexel to acquire GCG, a leading specialty infrastructure platform in the US, a key milestone on Rexel's strategic roadmap

- Seizing a major opportunity to expand our US business, **adding a c.$1.1bn sales specialty infrastructure platform**
- **Leveraging GCG's exposure to high growth segments & strong value-added customer service**
- $1.4bn Enterprise Value acquisition at an attractive **<8x 2026e EBITDAaL multiple post run-rate synergies**
- **Reaching all strict financial criteria,** including EPS accretion in year 1 & value creation by year 3, supported by targeted **cost synergies**
- Providing **an accelerated path** to Rexel's mid-term financial objectives
- Financed through a mix of existing cash on hand and debt, alongside an equity raise of up to €500m **to preserve credit rating and balance-sheet flexibility. Remain committed to an indebtedness ratio of c.2x from 2027 onwards**

Rexel has entered into an agreement with Audax Private Equity ("Audax") to acquire GCG, a leading US provider of specialty wire and cable, connectivity, power and engineered solutions for critical infrastructure applications. Headquartered in Chicago, Illinois, GCG operates 16 locations with approximately 950 employees and is expected to reach over $1.1 billion of revenue in 2026.

Compelling value-added service, exposed to high growth segments

GCG combines specialty distribution with a complete range of advanced services including engineering, custom assembly, product modification, kitting, testing and rapid fulfillment. A significant portion of its revenue is generated from proprietary offerings, while more than 75% incorporates value-added products or services. These capabilities allow GCG to participate further upstream in product design and specification, help customers reduce installation time and labor, and build more embedded customer relationships.

The acquisition will position Rexel at the center of several powerful mega trends reshaping the global economy and its electrification. More than 60% of GCG's revenue is exposed to high growth segments including data centers, power/utilities infrastructure, grid modernization, communications, defense, utilities and other long-term growth markets where artificial intelligence, rising electricity demand and increasing technical complexity are driving sustained infrastructure investments.

Since 2019, GCG has delivered double-digit annual revenue growth and is expected to reach a c.11% EBITA margin in 2026, reflecting GCG's exposure to structurally attractive end-markets, proprietary products, technical expertise and its value-add operating model.

Rexel's Board of Directors has unanimously approved the acquisition of GCG.

Executing our value creating M&A strategy

This acquisition is fully aligned with Rexel's strategy to accelerate further in its core geographies and is a strong driver of the Group's accelerated sales growth.

Rexel also expects to generate meaningful cost synergies from GCG through scale, logistics optimization, insourcing and select efficiencies. In addition, the combination also creates significant commercial opportunities by bringing GCG's engineered solutions and specialty distribution capabilities to Rexel's broader customer base.

The transaction values GCG at an Enterprise Value of approximately $1.4 billion, corresponding to a <8x 2026e EBITDAaL multiple including anticipated run-rate synergies. This transaction respects all financial M&A criteria, including EPS accretion in year 1 and value creation by year 3.

Preserving our balance sheet

Rexel plans to finance GCG through a mix of existing cash on hand, and debt for c.€800 million.

The Group also intends to raise up to €500 million equity through an accelerated bookbuilding offering (subject to market conditions), to preserve its credit rating and maintain a net financial debt / EBITDAaL ratio around 2x from 2027 onwards.

As such, Rexel will maintain a balanced capital allocation strategy between a consistent dividend policy of at least 40% payout and a self-funded value creative acquisition strategy allowing the Group to continue delivering solid growth and returns to shareholders.

The transaction is expected to close by 2026 year-end, subject to customary regulatory approvals and closing conditions.

Guillaume Texier, Chief Executive Officer of Rexel, commented:

"The acquisition of GCG is an exciting and major step forward in Rexel's strategy. It significantly expands our addressable market, strengthening our position in key, fast-growing segments. It moves Rexel into higher-value parts of the infrastructure value chain and creates a more complete offering across electrical power and digital connectivity.

It is financially attractive, immediately accretive to adjusted earnings and to Rexel's EBITA margin, with substantial additional value creation potential from synergies and commercial expansion.

GCG also brings high-quality, talented teams with a strong reputation with customers, suppliers and partners, which will be key assets as we build a leading specialty infrastructure platform together.

The acquisition of GCG, an exceptional platform combining strong growth, an attractive margin profile and differentiated capabilities is fully in line with Rexel's Axelerate 28 strategy, which aims at shaping our portfolio towards more growth and more value-added, and is a significant step in the direction of achieving our mid-term objectives."

Advisors

Guggenheim Securities and Rothschild & Co served as financial advisors to Rexel and Sidley Austin LLP served as legal advisor. Solomon Partners and J.P. Morgan served as financial advisors to GCG, with Kirkland & Ellis and Fredrikson & Byron serving as legal counsel.

Analyst call and further information

Rexel will be hosting a call for analysts and investors at 6.15pm CET on September 25th, 2026. Participants are advised to join the call at least 10 minutes prior to the commencement of the call to register. Presentation materials will be available ahead of the call on the Rexel website. Please connect to the call via the following link: https://streamstudio.world-television.com/1524-2871-43792/en To dial in from France: +33 (0)1 70 91 87 04 (code: 596076) or from outside of France: +44 (0) 12 1281 8004 or +1 718 705 8796 (code: 596076)

About Rexel group

Rexel, worldwide expert in the multichannel professional distribution of products and services for the energy world, addresses three main markets: residential, non-residential, and industrial. The Group supports its residential, non-residential, and industrial customers by providing a tailored and scalable range of products and services in energy management for construction, renovation, production, and maintenance. Rexel operates through a network of 1,876 branches in 17 countries, with 26,306 employees. The Group's sales were €19.4 billion in 2025.

Rexel is listed on the Eurolist market of Euronext Paris (compartment A, ticker RXL, ISIN code FR0010451203). It is included in the following indices: MSCI World, CAC Next 20, SBF 120, CAC Large 60, CAC SBT 1.5 NR, CAC AllTrade, CAC AllShares, FTSE EuroMid, and STOXX600. Rexel is also part of the following SRI indices: FTSE4Good, Dow Jones Sustainability Index Europe, Euronext Sustainable Europe 120 and S&P Global Sustainability Yearbook 2025, in recognition of its performance in terms of Corporate Social Responsibility (CSR).

For more information, visit www.rexel.com/en.

About GCG

GCG is a leading value-added provider of wire, cable, connectivity, and automation solutions serving diverse markets. With a comprehensive offering of premier brands and custom solutions, GCG is the preferred provider for original equipment manufacturers, contractors, installers, and other end users in attractive, mission critical markets. GCG generates over $1 billion in annual revenue via more than 16 facilities. GCG has cable assembly operations and product engineering capabilities to support unique customer needs and is proud to be a leading wire and cable provider to the U.S. Navy.

About Audax Private Equity

Headquartered in Boston, with offices in San Francisco, New York, London and Hong Kong, Audax Private Equity is a leading private equity platform focused on investing across the North American middle market. Our objective is to accelerate value creation through our Buy & Build strategy and the Audax Value Agenda™, a holistic framework that seeks to enable, create, and protect value across every stage of the investment lifecycle. As of July 2026, Audax Private Equity had approximately $20.1 billion of assets under management and, since inception in 1999, has invested in more than 180 platforms and more than 1,500 add-on acquisitions. For more information, visit www.audaxprivateequity.com or follow us on LinkedIn.

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Disclaimer

The Group is exposed to fluctuations in copper prices in connection with its distribution of cable products. Cables accounted for approximately 16% of the Group's sales and copper accounts for approximately 60% of the composition of cables. This exposure is indirect since cable prices also reflect copper suppliers' commercial policies and the competitive environment in the Group's markets. Changes in copper prices have an estimated so-called "recurring" effect and an estimated so called "non-recurring" effect on the Group's performance assessed as part of the monthly internal reporting process of the Rexel Group: i) the recurring effect related to the change in copper-based cable prices corresponds to the change in value of the copper part included in the sales price of cables from one period to another. This effect mainly relates to the Group's sales; ii) the non-recurring effect related to the change in copper-based cable prices corresponds to the effect of copper price variations on the sales price of cables between the time they are purchased and the time they are sold, until all such inventory has been sold (direct effect on gross profit). Practically, the non-recurring effect on gross profit is determined by comparing the historical purchase price for copper-based cable and the supplier price effective at the date of the sale of the cables by the Rexel Group. Additionally, the non-recurring effect on current EBITA corresponds to the non-recurring effect on gross profit, which may be offset, when appropriate, by the non-recurring portion of changes in the distribution and administrative expenses.

The impact of these two effects is assessed for as much of the Group's total cable sales as possible, over each period. Group procedures require that entities that do not have the information systems capable of such exhaustive calculations to estimate these effects based on a sample representing at least 70% of the sales in the period. The results are then extrapolated to all cables sold during the period for that entity. Considering the sales covered, the Rexel Group considers such estimates of the impact of the two effects to be reasonable.

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This document may contain statements of future expectations and other forward-looking statements. By their nature, they are subject to numerous risks and uncertainties, including those described in the Universal Registration Document registered with the French Autorité des Marchés Financiers (AMF) on March 10, 2026 under number D.26-0073. 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. The forward-looking statements contained in this communication speak only as of the date of this communication and Rexel does not undertake, unless required by law or regulation, to update any of the forward-looking statements after this date to conform such statements to actual results to reflect the occurrence of anticipated results or otherwise.

The market and industry data and forecasts included in this document were obtained from internal surveys, estimates, experts and studies, where appropriate, as well as external market research, publicly available information and industry publications. Rexel, its affiliates, directors, officers, advisors and employees have not independently verified the accuracy of any such market and industry data and forecasts and make no representations or warranties in relation thereto. Such data and forecasts are included herein for information purposes only.

This document includes only summary information and must be read in conjunction with Rexel's Universal Registration Document registered with the AMF on March 10, 2026 under number D.26-0073, and the half-year financial report for the six month period ended June 30, 2026 which can be obtained from Rexel's website (www.rexel.com) .