

## **Compensation of corporate officers**

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## Allocation of 2019 performance shares to Patrick Berard, Chief Executive Officer

As part of the allocation of performance shares to employees and executives of the Rexel Group, in accordance with the allocation and performance conditions presented in the seventeenth resolution approved by the Shareholders' Meeting of May 24, 2018, the Board of Directors on May 23<sup>rd</sup> 2019 decided to allocate 100,000 shares to Patrick Berard, Chief Executive Officer.

These performance shares are allocated on the condition that he remains with the company and are all subject to performance conditions assessed over a three-year period<sup>1</sup>.

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<sup>&</sup>lt;sup>1</sup> These performance conditions are detailed under pages 112 and 113 of the 2018 Registration Document