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COMPENSATION OF CORPORATE OFFICERS

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At its meeting of May 23, 2017, the Board of Directors of Rexel approved the decisions listed below concerning the compensation of corporate officers.

1. Fixed compensation of Ian Meakins, Chairman of the Board of Directors

Following renewal of the term of office as a Director of Ian Meakins for a period of four years at the Shareholders' Meeting of May 23, 2017 (sixteenth resolution), the Board of Directors renewed his appointment as Chairman of the Board of Directors. The Board confirmed at this time that his annual fixed compensation would be unchanged at €500,000 for the remainder of his term, without adjustment. Ian Meakins does not receive any other compensation.

2. Allocation of 2017 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 eighteenth resolution approved by the Shareholders' Meeting of May 25, 2016, the Board of Directors 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.