

REXEL

A French *Société anonyme* with registered capital: 1,519,944,495 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 23 MAY 2019

OUTCOME OF THE VOTE ON RESOLUTIONS (Article R.225-106-1 of the French Commercial Code)

The company informs its shareholders of the outcome of the vote on the resolutions submitted to the Combined General Meeting of Shareholders' held on Thursday 23 May 2019 at 10:00 a.m. at Châteaufortm' City George V – 28, avenue George V, 75008 PARIS.

**Ordinary resolutions:**

- Number of issued shares: 303,988,899
- Number of shares with voting rights: 301,984,887
- Number of shareholders present or duly represented: 1,348
- Number of shares present, duly represented or having voted by mail: 250,020,523
- Number of votes present, duly represented or having voted by mail: 250,020,523
- Quorum: 82,792 %

	Total votes cast	Number of shares	% of capital represented	For		Against		Abstentions	
				Number	%	Number	%	Number	%
1 <sup>st</sup> resolution	250,020,523	250,020,523	82.246	249,684,948	99.87	329,739	0.13	5,836	<0.01
2 <sup>nd</sup> resolution	250,020,523	250,020,523	82.246	248,235,606	99.29	1,779,081	0.71	5,836	<0.01
3 <sup>rd</sup> resolution	250,020,523	250,020,523	82.246	249,065,438	99.62	949,249	0.38	5,836	<0.01
4 <sup>th</sup> resolution	249,646,559	249,646,559	82.123	249,322,452	99.87	318,148	0.13	5,959	<0.01
5 <sup>th</sup> resolution	249,646,559	249,646,559	82.123	243,691,259	97.61	5,949,341	2.38	5,959	<0.01
6 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	247,273,638	98.90	2,740,926	1.10	5,959	<0.01
7 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	243,624,263	97.44	6,390,301	2.56	5,959	<0.01
8 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	247,571,957	99.02	2,442,607	0.98	5,959	<0.01
9 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	244,733,596	97.89	5,280,968	2.11	5,959	<0.01
10 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	247,720,697	99.08	2,293,867	0.92	5,959	<0.01
11 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	249,621,106	99.84	393,458	0.16	5,959	<0.01
12 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	249,961,887	99.98	52,677	0.02	5,959	<0.01
13 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	249,442,049	99.77	572,515	0.23	5,959	<0.01

*Due torounding, figures may not add up to the totals shown*

**Extraordinary resolutions:**

- Number of issued shares: 303,988,899
- Number of shares with voting rights: 301,984,887
- Number of shareholders present or duly represented: 1,348
- Number of shares present, duly represented or having voted by mail: 250,020,523
- Number of votes present, duly represented or having voted by mail: 250,020,523
- Quorum: 82,792 %

14 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	249,959,856	99.98	54,693	0.02	5,974	<0.01
15 <sup>th</sup> resolution	250,020,523	250,020,523	82.246	234,721,046	93.88	15,293,518	6.12	5,959	<0.01
16 <sup>th</sup> resolution	250,020,523	250,020,523	82,246	232,591,221	93.03	17,422,343	6.97	6,959	<0.01
17 <sup>th</sup> resolution	250,020,523	250,020,523	82,246	230,513,771	92.20	19,500,193	7.80	6,559	<0.01
18 <sup>th</sup> resolution	250,020,523	250,020,523	82,246	226,353,420	90.53	23,660,144	9.46	6,959	<0.01
19 <sup>th</sup> resolution	250,020,523	250,020,523	82,246	230,979,301	92.38	19,034,263	7.61	6,959	<0.01
20 <sup>th</sup> resolution	250,020,523	250,020,523	82,246	237,667,994	95.06	12,345,570	4.94	6,959	<0.01
21 <sup>th</sup> resolution	250,020,523	250,020,523	82,246	249,910,425	99.96	104,139	0.04	5,959	<0.01
22 <sup>th</sup> resolution	250,020,523	250,020,523	82,246	250,007,548	99.99	7,016	< 0.01	5,959	<0.01

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