
REXEL ANNUAL SHAREHOLDERS' MEETING OF APRIL 22nd, 2021

The combined Shareholders' Meeting of Rexel was held today *in camera* at the Registered Office, under the Chairmanship of François Henrot, Vice-Chairman of the Board of Directors, in accordance with the derogatory measures adapting the rules for meetings and deliberations of shareholders' meetings adopted by the French authorities due to the Covid-19 pandemic.

The shareholders approved all the resolutions. The results of the votes and the video webcast are available on the Company's website:

<https://www.rexel.com/en/medias/events/2021-annual-general-shareholders-meeting/>

Distribution of 0.46 euro per share

The Shareholders' Meeting approved the distribution of an amount of 0.46 euro per share, by deduction from the issue premium after clearance of the negative carry forward.

It will be paid in full in cash. The ex-dividend date for this distribution on the regulated market of Euronext Paris is April 29, 2021. The payment date will be May 3, 2021.

Compensation of the Chairman of the Board of Directors, the Directors and the Chief Executive Officer

All the resolutions relating to the compensation of the Chairman of the Board of Directors, the Directors and the Chief Executive Officer (whether it be Patrick Berard's compensation or that of his successor, Guillaume Texier) were approved.

Financial authorizations

All the financial delegations and authorizations whose adoption or renewal was submitted to the Shareholders' Meeting were approved.

Renewal of the term of office of three Directors/ Appointment of a new director effective September 1, 2021

The terms of office of François Henrot, Marcus Alexanderson and Maria Richter were renewed for a period of four years.

As part of Patrick Berard's succession plan, Guillaume Texier was also appointed as a Director for a four-year term of office effective September 1, 2021.

Composition of the Board of Directors

Following the Shareholders' Meeting, the Board of Directors still comprises 12 members. Excluding the Directors representing the employees, the Board comprises five women i.e 50% of the Board members, in accordance with Article L. 225-18-1 of the French Commercial Code.

The Board of Directors meeting held after the Shareholders' Meeting renewed the term of office of François Henrot as Senior Independent Director and Vice-Chairman of the Board of Directors for the duration of his term of office.

The Board also acknowledge the renewal of Julien Bonnel's term of office as a Director representing the employees for a period of four years, renewed his term of office as member of the Compensation Committee in accordance with the Afep-Medef Code, and appointed Toni Killebrew, second Director representing the employees, as a member of the Nomination Committee.

Consequently, following this Board meeting, the composition of the specialized committees is as follows:

Nomination Committee	Compensation Committee	Audit and Risks Committee
Herna Verhagen (Chairwoman)	Agnès Touraine (Chairwoman)	François Auque (Chairman)
Marcus Alexanderson	Marcus Alexanderson	Brigitte Cantaloube
François Henrot	Julien Bonnel (<i>Director representing employees</i>)	Ian Meakins
Toni Killebrew (<i>Director representing employees</i>)	François Henrot	Elen Phillips
Ian Meakins	Ian Meakins	Maria Richter
Elen Phillips	Maria Richter	-

Update of the by-laws:

The by-laws have been updated to reflect recent legislative changes.

ABOUT REXEL GROUP

Rexel, worldwide expert in the multichannel professional distribution of products and services for the energy world, addresses three main markets - residential, commercial and industrial. The Group supports its residential, commercial 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 more than 1,900 branches in 25 countries, with more than 24,000 employees. The Group's sales were €12.6 billion in 2020. Rexel is listed on the Eurolist market of Euronext Paris (compartment A, ticker RXL, ISIN code FR0010451203). It is included in the following indices: SBF 120, CAC Mid 100, CAC AllTrade, CAC AllShares, FTSE EuroMid, STOXX600. Rexel is also part of the following SRI indices: FTSE4Good, Dow Jones Sustainability Index Europe, Euronext Vigeo Europe 120, STOXX® Global ESG Environmental Leaders, 2021 Global 100 Index, S&P Global Sustainability Yearbook 2021, in recognition of its performance in terms of corporate social responsibility (CSR). Rexel is rated A- in the 2020 CDP Climate Change assessment and ranked in the 2020 CDP Supplier Engagement Leaderboard.

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

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