Q2 2010 results

July 28, 2010

Financial statements at June 30, 2010 were reviewed by the Supervisory Board held on July 27, 2010.

1. Q2 2010 at a glance

Q2 2010 highlights

- **Organic sales growth in Q2 (+2.3%) after six consecutive quarters of decline, confirming encouraging signs seen in Q1**
  - **Sales trends improved continuously across all geographies: the 3 regions (Europe, North America and Asia-Pacific) recorded organic sales growth in June**
  - **Continued market share gains in most key countries**

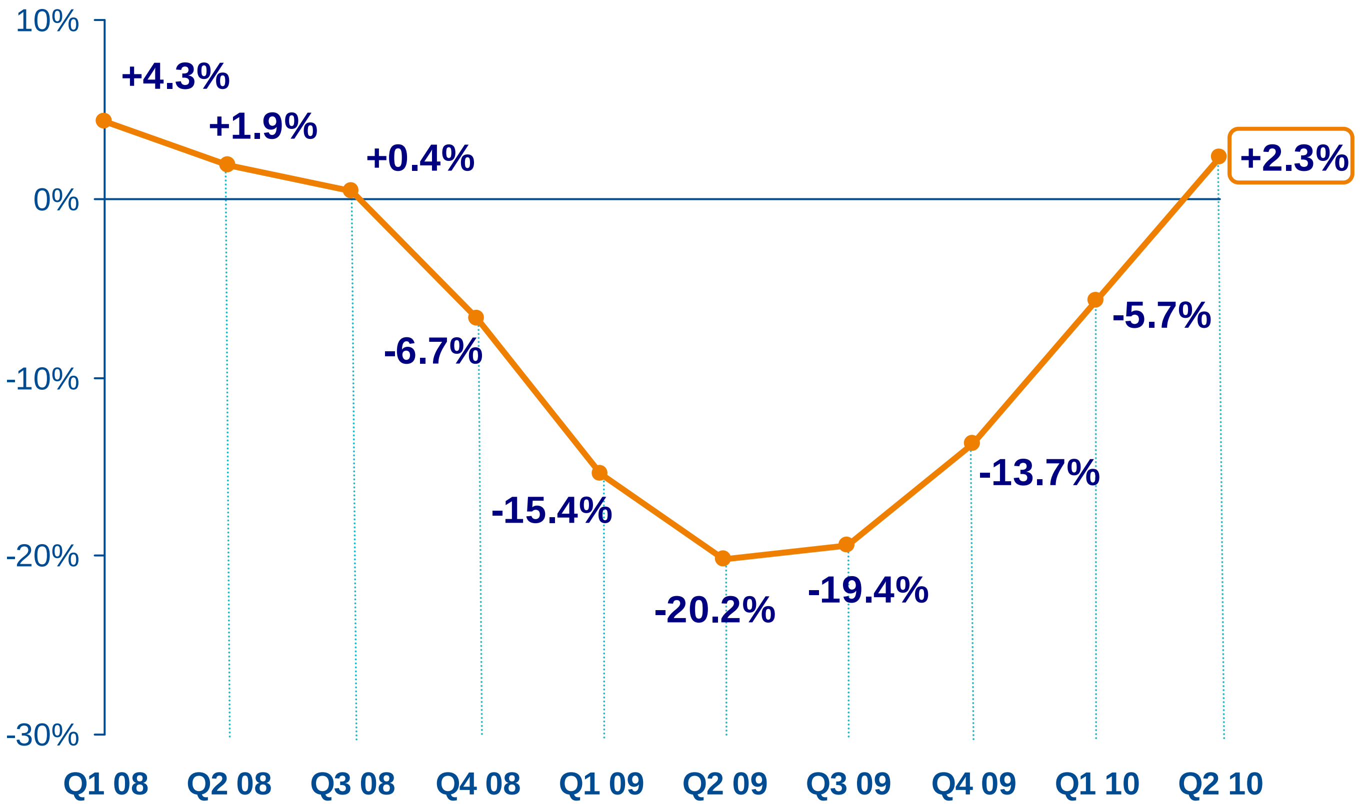
- **Strong improvement in profitability: reported EBITA up 39% and adjusted EBITA margin up 110bps**
  - **Increased gross margin** (positive impact on adj. EBITA margin: +10bps)
  - **Leaner cost structure** (positive impact on adj. EBITA margin: +100bps)

- **Continued deleveraging**
  - **Indebtedness ratio below 4 times** (3.92x) **at the end of June**
  - **Tight control of debt**

REXEL ELECTRICAL SUPPLIES

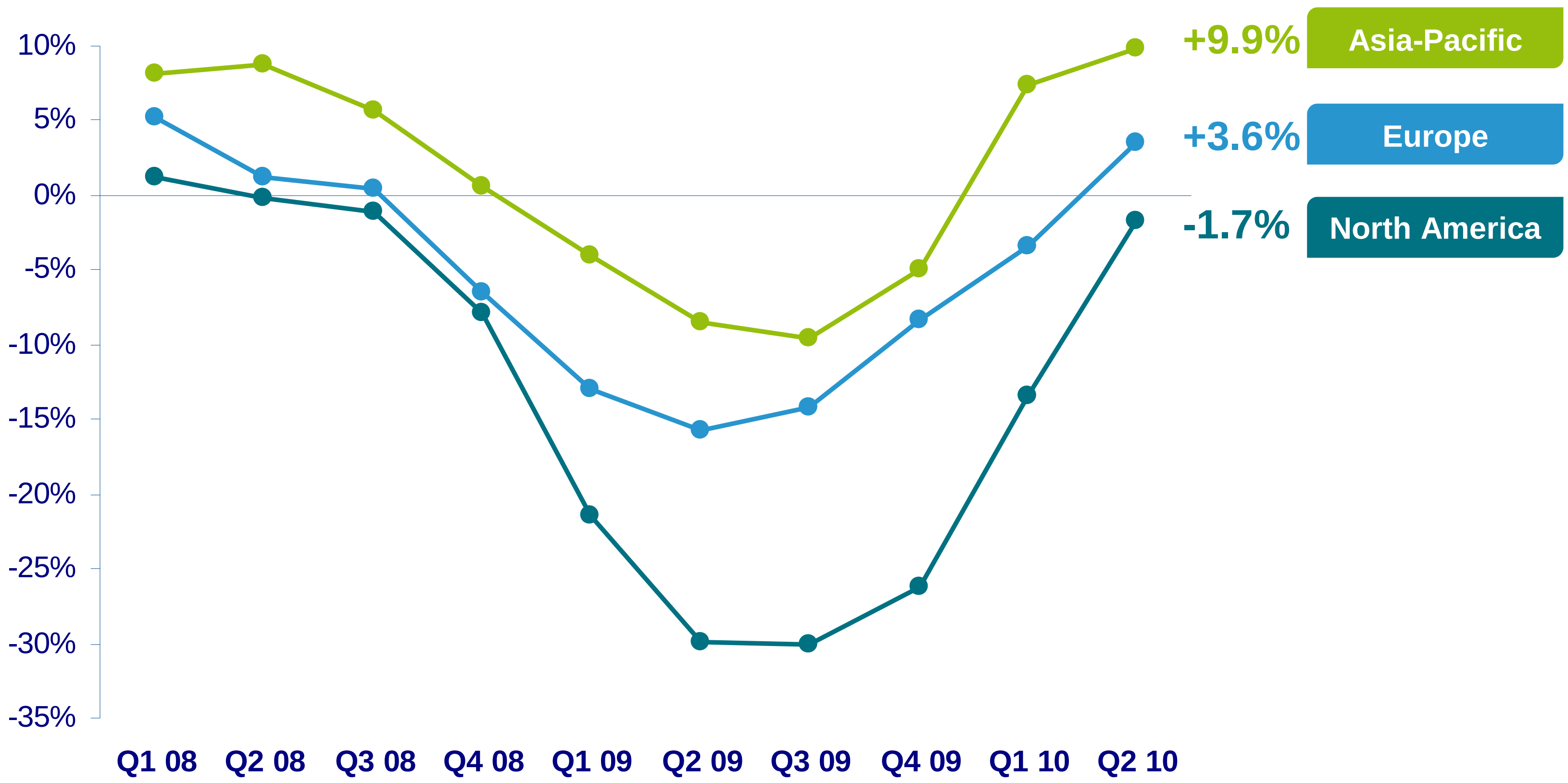
Q2 2010 sales: return to organic growth

- **Sales growth in Q2** *(+2.3% on a constant and same-day basis)* **after six consecutive quarters of decline**



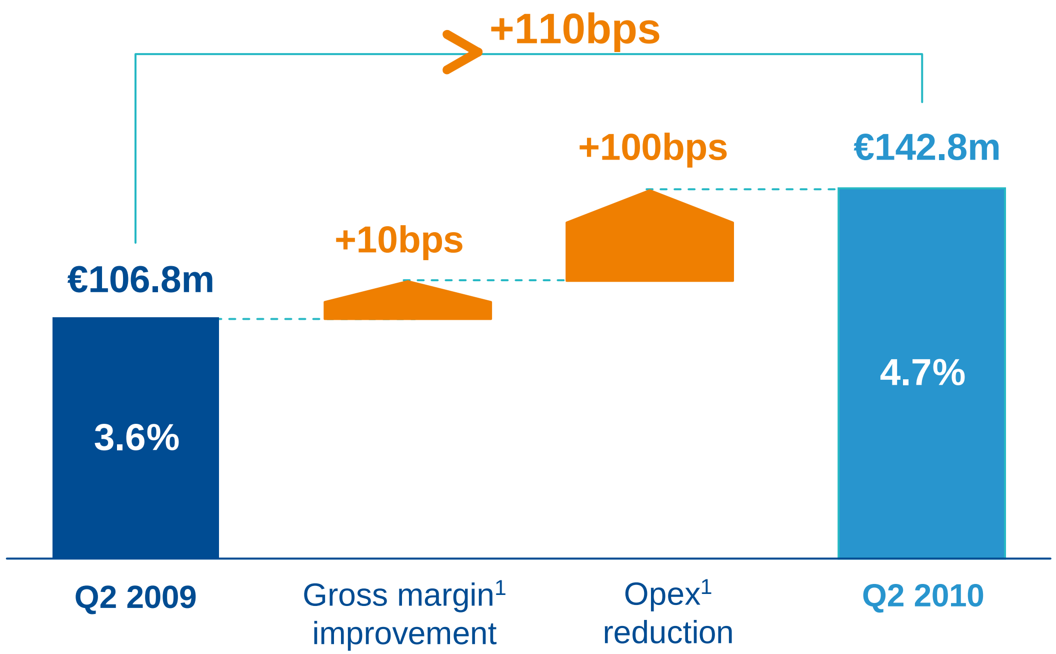
Q2 2010 sales: improvement across all geographies

- Europe was positive throughout the quarter
- North America is pursuing its strong recovery and was positive in June
- Asia-Pacific kept growing at a sustained pace



Q2 2010: significant increase in profitability

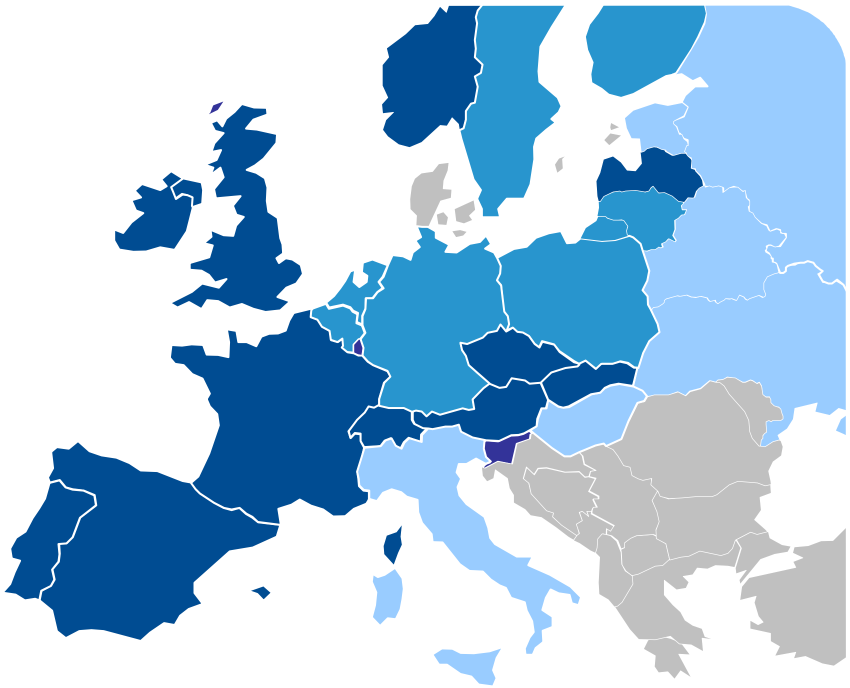
- **110bps improvement in EBITA margin[1], thanks to:**
  - Gross margin[1] improvement: +10bps
  - Continued focus on cost control: opex represented 19.6% of sales vs. 20.6% in Q2 2009



[1] At comparable scope of consolidation and exchange rates and:
> Excluding amortization of purchase price allocation
> Excluding the non-recurring effect related to changes in copper-based cables price

Europe (59% of sales):
Return to growth and EBITA margin[1] at 5.9% in Q2

Rexel's market ranking (2009)



- # 1
- # 2
- other
- No Rexel presence

Business Highlights Q2

- Continued market share gains in major markets: France, UK and Germany
- France has been positive since March (+3.9% in Q2)
- Strong growth in Germany (+28.7%) boosted by photovoltaic, in Austria (+13.1%) and in Switzerland (+7.8%)
- Scandinavia returned to growth (+3.4% vs. -7.3% in Q1)
- Improving trends in the UK (-2% vs. -4.2% in Q1)
- Sharp rise in EBITA[1] margin: +200 bps year-on-year, thanks to gross margin improvement and leaner cost structure (incl. Hagemeyer synergies)
- 1,292 branches at June 30 (-6% yoy)
- Headcount reduced by 9% over the last 12 months

Key Figures (1)

€m	Q2 2010	H1 2010
Sales	**1,744.5**	**3,365.3**
organic same-day	*+3.6%*	*+0.1%*
EBITA	**103.8**	**185.6**
as a % of sales	*5.9%*	*5.5%*
Year-on-year change	*+200bps*	*+170bps*

[1] At comparable scope of consolidation and exchange rates and:
> Excluding amortization of purchase price allocation
> Excluding the non-recurring effect related to changes in copper-based cables price

North America (29% of sales):
Organic growth in June in the US and throughout the quarter in Canada

Rexel's market ranking (2009)

■ # 1
■ # 2
■ other
■ No Rexel presence

Business Highlights Q2

- **USA (sales: -3.6% organic same-day)**
  - > Continued signs of improvement in the industrial and residential end-markets but commercial end-market still weak
  - > USA recorded organic growth (+2.8%) in June
  - > 30 branches closed over the last 12 months (-8% yoy)
    ⇒ impact on sales of c.-3.1 pts in H1 yoy
  - > Headcount reduced by 8% over the last 12 months
- **Canada (sales: +3.1% organic same-day)**
  - > Canada recorded organic growth throughout the quarter
  - > Strong increase in the energy savings segment (+46%)

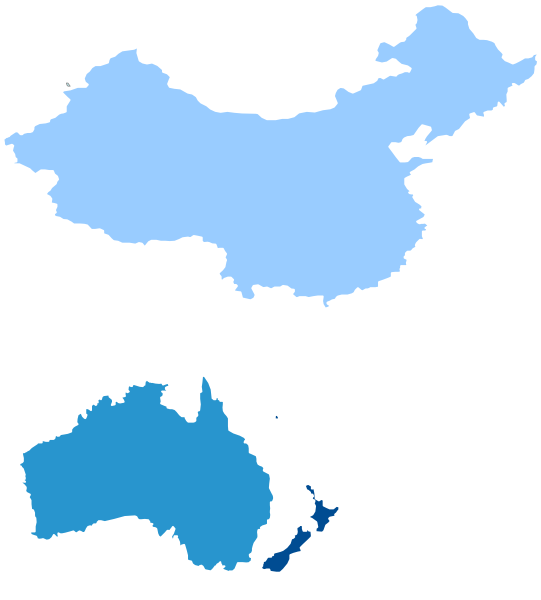
Key Figures [(1)]

€m	Q2 2010	H1 2010
Sales	**919.2**	**1,665.3**
organic same-day	*-1.7%*	*-7.3%*
EBITA	**26.7**	**38.8**
as a % of sales	*2.9%*	*2.3%*
Year-on-year change	*+10bps*	*+10bps*

[1] At comparable scope of consolidation and exchange rates and:
> Excluding amortization of purchase price allocation
> Excluding the non-recurring effect related to changes in copper-based cables price

Asia-Pacific (9% of sales):
Solid growth driven by China and Australia

Rexel's market ranking (2009)



- # 1
- # 2
- other
- No Rexel presence

Business Highlights Q2

- **Australia** (63% of the region's sales): solid growth in the quarter (+7.4% organic same-day), driven by project activity
- **China** (21% of the region's sales): double-digit organic growth (+27.6%) for the fifth consecutive quarter
- **New-Zealand** (12% of the region's sales): drop in sales limited to 1.6% (vs. -3.0% in Q1)
- 292 branches at June 30 (-3% yoy)
- Headcount reduced by 2% over the last 12 months

Key Figures [1]

€m	Q2 2010	H1 2010
Sales	**287.4**	**523.1**
organic same-day	*+9.9%*	*+8.7%*
EBITA	**16.1**	**28.0**
as a % of sales	*5.6%*	*5.4%*
Year-on-year change	*flat*	*+10bps*

[1] At comparable scope of consolidation and exchange rates and:
> Excluding amortization of purchase price allocation
> Excluding the non-recurring effect related to changes in copper-based cables price

REXEL ELECTRICAL SUPPLIES

2. Financial review

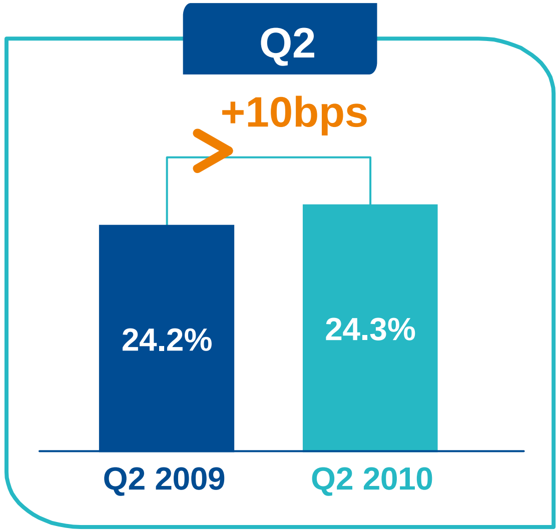
Sales up 8.9% in Q2 and up 2.4% in H1

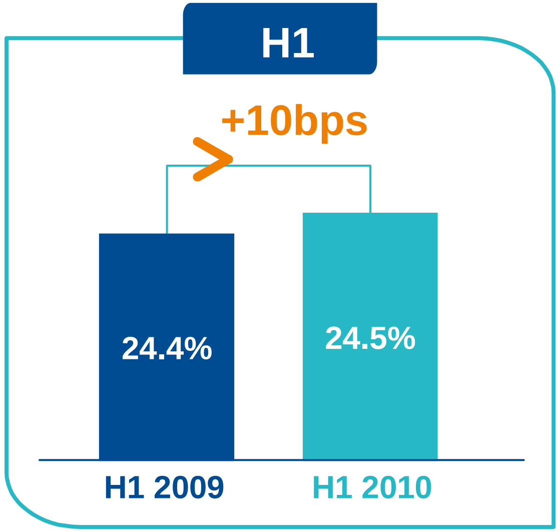
	Second quarter		First half	
Sales 2009 (€m)	**2,799.1**		**5,608.9**	
Effect of changes in FX	+6.3%		+4.2%	
Effect of changes in scope	-0.8%		-0.5%	
Sales 2009 comparable (€m)	**2,954.0**		**5,813.9**	
Days impact	+0.9%		+0.4%	
Organic same-day	**+2.3%**	*Europe +3.6%* *North America -1.7%* *Asia-Pacific +9.9%*	**-1.6%**	*Europe +0.1%* *North America -7.3%* *Asia-Pacific +8.7%*
o/w copper impact	*+3.3%*		*+3.2%*	
o/w branch closures	*-0.7%*		*-1.2%*	
Sales 2010 (€m)	**3,047.0**		**5,744.6**	
% of change	***+8.9%***		***+2.4%***	

- **Reported sales: +8.9% in Q2 and +2.4% in H1**
- **Organic same-day sales: +2.3% in Q2 and -1.6% in H1**
  - Industrial and residential end-markets show some signs of improvement, but from low levels
  - Commercial end-market still deteriorating

REXEL ELECTRICAL SUPPLIES

Increased gross margin driven by Europe and North America





Europe: +10bps in Q2 and H1

- Favourable country mix
- Better purchasing conditions, including synergies from Hagemeyer integration
- Unfavourable product mix due to higher share of cable sales in the Group's total sales (with lower gross margin)

North America: +10bps in Q2 and H1

- Favourable effect due to change in the channel mix (greater share of warehouse sales vs. direct sales)
- Lower rebates
- Price pressure on commodity prices

Asia-Pacific: -60bps in Q2 and -110bps in H1

- Change in the regional mix (increasing share of China where gross margin is lower)
- Increased share of projects and pressure on cable margins in Australia

Improved profitability and strong rise in EBITA

Constant and adj. basis[1] (€m)	Q2	YoY change	H1	YoY change
Sales	3,047.0	+3.2%	5,744.6	-1.2%
Gross profit	739.6	+3.6%	1,409.1	-0.8%
as a % of sales	*24.3%*	*+10bps*	*24.5%*	*+10bps*
Distr. & adm. exp. (incl. depr.)	(596.9)	-1.7%	(1,164.6)	-4.9%
as a % of sales	*19.6%*	*+100bps*	*20.3%*	*+80bps*
EBITA	142.8	+33.7%	244.5	+24.8%
as a % of sales	*4.7%*	*+110bps*	*4.3%*	*+90bps*

Improved gross margin

+

Efficient cost control

=

Increased profitability

Reported basis (€m)	Q2	YoY change	H1	YoY change
Sales	3,047.0	+8.9%	5,744.6	+2.4%
EBITDA	167.0	+31.2%	295.4	+28.2%
Depreciation	(19.0)		(38.0)	
EBITA	148.0	+39.2%	257.4	+36.4%

Strong rise in EBITA

Rexel ELECTRICAL SUPPLIES

[1] At comparable scope of consolidation and exchange rates and:
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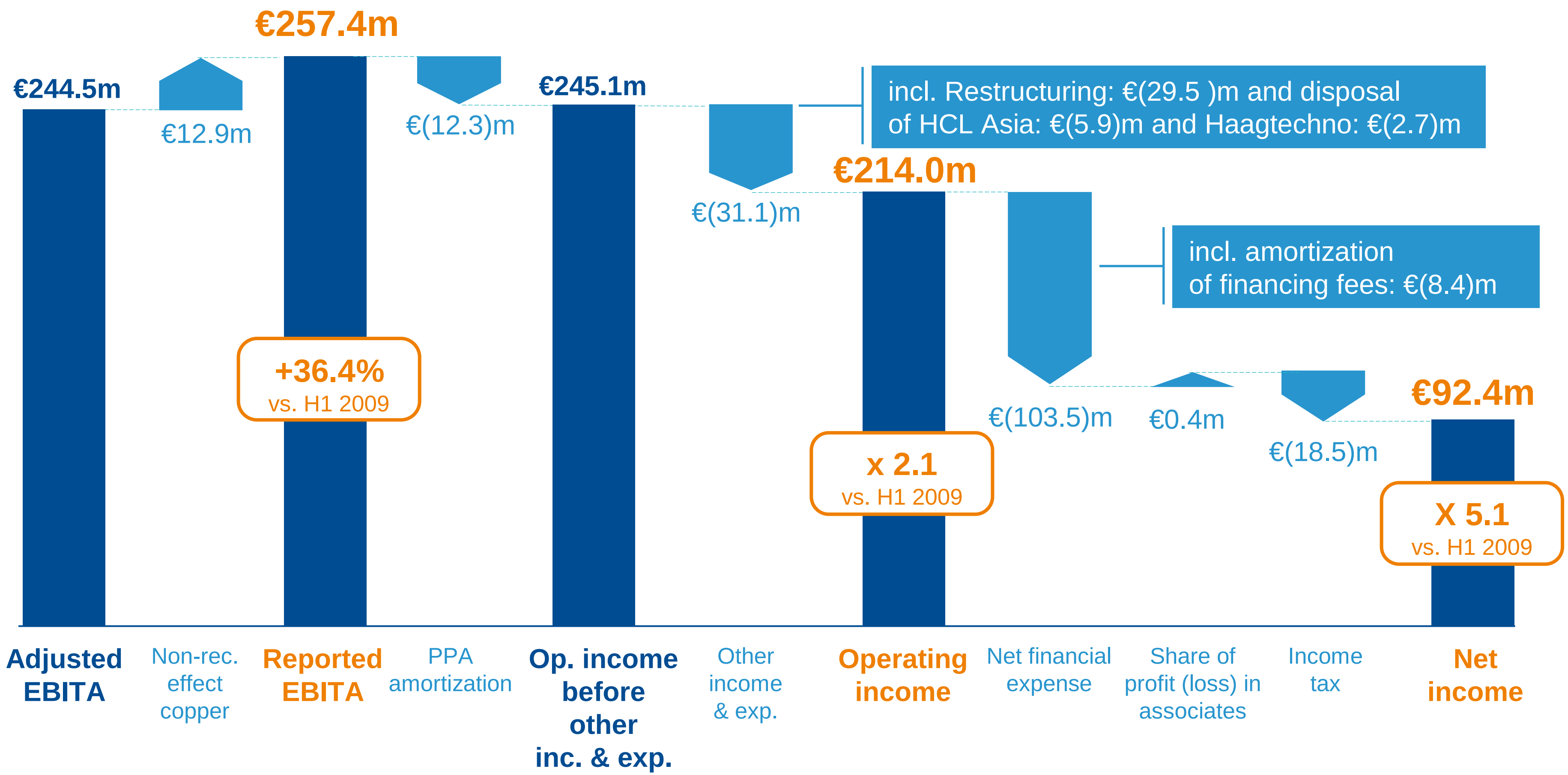
Sharp improvement in net income over the half-year



Solid free cash flow generation

€m	Q2 2010	H1 2010
EBITDA	**167.0**	**295.4**
Other operating revenues & costs	**(22.1)**	**(74.6)**
Change in working capital	**18.4**	**(20.4)**
Net capital expenditure, o/w:	**(7.0)**	**(17.5)**
Gross capital expenditure	*(11.8)*	*(23.7)*
Disposal of fixed assets and other	*4.8*	*6.2*
Free cash flow before interest & tax	**156.2**	**182.9**

incl. restructuring exp.: €(42.6)m and settlement of Ceteco litigation: €(29.8)m

Working capital at 11.3% of sales[1], improved by 10 bps on a constant basis

Free cash flow before interest & tax of €156.2m in Q2 and €182.9m in H1:

- Tight control of WCR
- Impact of the settlement of Ceteco litigation for €29.8 million in March
- Limited capital expenditure

[1] WCR at June 30.2010 represented 11.3% of sales before effect of de-recognition of US securitization (€66.6m) and 10.8% of sales after effect of de-recognition of US securitization

Indebtedness ratio reduced below 4.0x

€m	Q2 2010	H1 2010
Free cash flow before interest & tax	**156.2**	**182.9**
Net interest paid	(32.8)	(87.0)
Income tax paid	(18.8)	(27.9)
Net financial investment	9.9	11.3
Currency variation	(105.6)	(198.4)
Other	(4.2)	(14.4)
Decrease/(Increase) in net debt	**4.7**	**(133.5)**
Net debt at the beginning of the period	**2,539.4**	**2,401.2**
Indebtedness ratio (covenant formula)	*4.34x*	*4.32x*
Net debt at the end of the period	**2,534.7**	**2,534.7**
Indebtedness ratio (covenant formula)	*3.92x*	*3.92x*

incl. restructuring exp.: €(42.6)m and Ceteco litigation: €(29.8)m

incl. net effect of disposals: HCL for €2.7m Haagtechno for €10.2m

mainly USD for €(108.9)m and CAD for €(30.5)m

> **Debt was flat at the end of June vs. end of March**

Sound financial structure

- **At June 30, net debt stood at €2,534.7m, of which:**

► Senior unsecured notes	€675.5m
► Senior Credit Agreement (facilities A & B)	€1,126.1m
► Securitization[1]	€985.0m
► Other debt & cash	€(251.9)m

- **Interest rate hedging of 80% of net debt for 2010, through swaps and caps**

- **Indebtedness Ratio stood at 3.92x at June 30 (vs. 4.32x at the end of December):**
  - ► Well below the 5.15x covenant threshold
  - ► Below 4.00x, thus allowing Rexel to reduce by 50bps the margin applicable to the SCA

- **No significant debt repayment before end 2012**

[1] After de-recognition of US Securitization for €66.6m

3. Update on priorities & 2010 Outlook

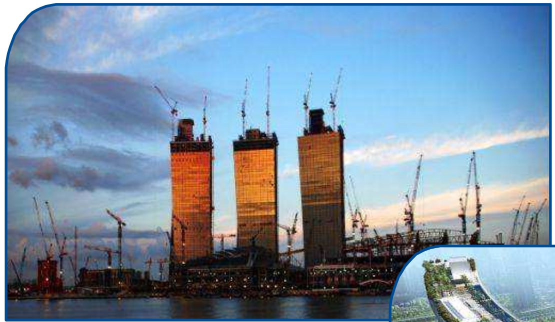
Accelerating growth from structural growth drivers

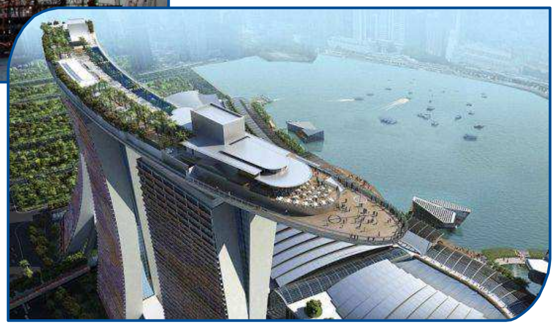
- **Rexel identified 4 major Structural Organic Growth drivers ("SOGs") that are expected to generate €400m additional sales by 2012**
- **In H1 2010, these 4 segments already generated €195.6m, representing:**
  - An increase of €90m vs. H1 2009
  - 1.6 percentage points out of the 2.4% increase in sales recorded in H1 2010

Sales (€m)	H1 2010	YoY change
Energy Efficiency	**44.8**	**+96%**
(Lighting retrofit)		
Renewable Energy	**128.3**	**+81%**
Photovoltaic	104.3	+199%
Wind	24.0	-33%
EPCs	**22.5**	**+70%**
(International Projects Group-IPG)		
Total	**195.6**	**+83%**

Focus on lighting projects

- **Singapore: Rexel was the exclusive Lighting supplier for the Marina Bay Sands that opened last June in Singapore**
  - As part of the partnership concluded with the Las Vegas Sands Int. group
  - More than 100,000 fitting delivered, of which 80% in less than 4 months
  - Gexpro's mission included specification and sourcing of the interior & exterior lighting packages



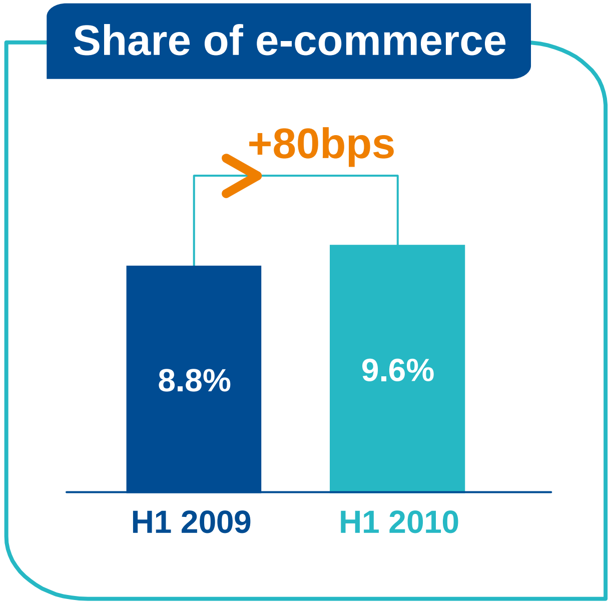


- **Local initiatives structuring or accelerating in 12 countries to catch smaller size opportunities**
  - **Several thousand of installations supplied from <1,000 € projects up to >100,000 € contracts**
  - **Canada:**
    - Thousands of lighting retrofits of small to medium sized businesses completed in Ontario
    - Leveraged this experience to set up similar programs in other regions of Canada.
    - Rexel also continues to complete retrofits for large industrial, commercial and retail end users.
  - **Finland:**
    - Contract with department store chain for the supply, replacement and maintenance of more than 36,000 light points in 7 stores
    - To be extended to other chains of the group in Finland, Russia and Baltics
  - **North America:**
    - Lighting retrofit contract with coffee shop chains for the replacement of light points with efficient lighting (LED) in >5,000 locations
    - Potential extension to Europe

Rexel ELECTRICAL SUPPLIES

Continued growth of e-commerce

- **Share of e-commerce increased by 80bps in H1 2010 and should further increase in the second half**



- Increase in France, Germany, Belgium, Austria, Finland and Canada
- Group common webshop solution in line for Sweden; deployment planned in the Netherlands, in Austria and in Canada in 2010

- **Transfer from “off-line” to “on-line” means:**
  - Increased sales productivity and cost efficiency
  - Strengthened customer loyalty
  - Reduced WCR

2010 guidance revised upwards

Better-than-expected performance since the beginning of the year and improved prospects for the second-half of the year lead the Group to revise upwards its full-year targets:

- **Sales should slightly increase on a constant and same-day basis**
  - *Vs. February guidance of a low single-digit drop on a constant and same-day basis*

- **Adjusted EBITA[1] margin should be above 4.5%**
  - *Vs. February guidance of an improvement over the 4.0% recorded in 2009*

- **Free cash flow before interest & tax should be above €400m**
  - *Vs. February guidance of around €400m*

1. Adjusted and at constant scope of consolidation and exchange rates:
   >Excluding amortization of purchase price allocation
   >Excluding the non-recurring effect related to changes in copper-based cables price

Financial Calendar & Contacts

Financial Calendar & Contacts

Financial Calendar

- **November 10, 2010**
  Third-quarter & 9-month 2010 results

- **December 2 & 3, 2010**
  Investor Day

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- **Investors & Analysts**

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Appendices

Appendix 1:
Segment reporting – Constant and adjusted basis

Group

Constant and adjusted basis (€m)	Q2 2009	Q2 2010	Change	H1 2009	H1 2010	Change
Sales	2,954.0	**3,047.0**	**+3.2%**	5,813.9	**5,744.6**	**-1.2%**
on a constant basis and same days			***+2.3%***			***-1.6%***
Gross profit	714.0	**739.6**	**+3.6%**	1,420.6	**1,409.1**	**-0.8%**
as a % of sales	*24.2%*	*24.3%*	*+10bps*	*24.4%*	*24.5%*	*+10bps*
Distribution & adm. expenses (incl. depreciation)	(607.2)	(596.9)	-1.7%	(1,224.6)	(1,164.6)	-4.9%
EBITA	106.8	**142.8**	**+33.7%**	196.0	**244.5**	**+24.8%**
as a % of sales	*3.6%*	*4.7%*	*+110bps*	*3.4%*	*4.3%*	*+90bps*
Headcount (end of period)	29,885	**27,840**	**-6.8%**	29,885	**27,840**	**-6.8%**

► Constant and adjusted = at comparable scope of consolidation and exchange rates, excluding the non-recurring effect related to changes in copper-based cables price and before amortization of purchase price allocation; the non-recurring effect related to changes in copper-based cables price was, at the EBITA level, a profit of €6.5 million in Q2 2009 and a profit of €5.2 million in Q2 2010 ; a profit of €3.6 million in H1 2009 and a profit of €12.9 million in H1 2010.

Appendix 1:
Segment reporting – Constant and adjusted basis

Europe

Constant and adjusted basis (€m)		Q2 2009	Q2 2010	Change	H1 2009	H1 2010	Change
Sales		1,657.5	**1,744.5**	**+5.3%**	3,324.2	**3,365.3**	**+1.2%**
	on a constant basis and same days			***+3.6%***			***+0.1%***
o/w	France	544.7	**584.8**	*+7.4%*	1,116.6	**1,152.7**	*+3.2%*
	on a constant basis and same days			*+3.9%*			*+0.8%*
	United Kingdom	224.5	**220.0**	*-2.0%*	462.3	**447.8**	*-3.1%*
	on a constant basis and same days			*-2.0%*			*-3.1%*
	Germany	186.4	**243.6**	*+30.7%*	358.0	**443.0**	*+23.7%*
	on a constant basis and same days			*+28.7%*			*+22.7%*
	Scandinavia	199.5	**208.4**	*+4.5%*	397.9	**392.4**	*-1.4%*
	on a constant basis and same days			*+3.4%*			*-1.9%*
Gross profit		423.4	**447.3**	**+5.6%**	858.0	**873.1**	**+1.8%**
	as a % of sales	*25.5%*	*25.6%*	*+10bps*	*25.8%*	*25.9%*	*+10bps*
Distribution & adm. expenses (incl. depreciation)		(359.0)	(343.5)	-4.3%	(731.0)	(687.4)	-6.0%
EBITA		64.4	**103.8**	**+61.1%**	127.0	**185.6**	**+46.2%**
	as a % of sales	*3.9%*	*5.9%*	*+200bps*	*3.8%*	*5.5%*	*+170bps*
Headcount (end of period)		18,247	**16,664**	**-8.7%**	18,247	**16,664**	**-8.7%**

► Constant and adjusted = at comparable scope of consolidation and exchange rates, excluding the non-recurring effect related to changes in copper-based cables price and before amortization of purchase price allocation; the non-recurring effect related to changes in copper-based cables price was, at the EBITA level, a profit of €6.5 million in Q2 2009 and a profit of €5.2 million in Q2 2010 ; a profit of €3.6 million in H1 2009 and a profit of €12.9 million in H1 2010.

Appendix 1:
Segment reporting – Constant and adjusted basis

North America

Constant and adjusted basis (€m)	Q2 2009	Q2 2010	Change	H1 2009	H1 2010	Change
Sales	935.2	**919.2**	**-1.7%**	1,807.9	**1,665.3**	**-7.9%**
on a constant basis and same days			***-1.7%***			***-7.3%***
o/w United States	673.1	**649.0**	*-3.6%*	1,315.5	**1,175.1**	*-10.7%*
on a constant basis and same days			*-3.6%*			*-10.0%*
Canada	262.0	**270.3**	*+3.1%*	492.3	**490.3**	*-0.4%*
on a constant basis and same days			*+3.1%*			*-0.4%*
Gross profit	201.4	**198.1**	**-1.6%**	389.4	**359.9**	**-7.6%**
as a % of sales	*21.5%*	*21.6%*	*+10bps*	*21.5%*	*21.6%*	*+10bps*
Distribution & adm. expenses (incl. depreciation)	(174.8)	(171.4)	-2.0%	(348.8)	(321.0)	-8.0%
EBITA	26.6	**26.7**	**+0.4%**	40.6	**38.8**	**-4.4%**
as a % of sales	*2.8%*	*2.9%*	*+10bps*	*2.2%*	*2.3%*	*+10bps*
Headcount (end of period)	7,949	**7,534**	**-5.2%**	7,949	**7,534**	**-5.2%**

► Constant and adjusted = at comparable scope of consolidation and exchange rates, excluding the non-recurring effect related to changes in copper-based cables price and before amortization of purchase price allocation; the non-recurring effect related to changes in copper-based cables price was, at the EBITA level, a profit of €6.5 million in Q2 2009 and a profit of €5.2 million in Q2 2010 ; a profit of €3.6 million in H1 2009 and a profit of €12.9 million in H1 2010.

Rexel ELECTRICAL SUPPLIES

Appendix 1:
Segment reporting – Constant and adjusted basis

Asia-Pacific

Constant and adjusted basis (€m)		Q2 2009	Q2 2010	Change	H1 2009	H1 2010	Change
Sales		263.0	**287.4**	**+9.3%**	481.8	**523.1**	**+8.6%**
	on a constant basis and same days			***+9.9%***			***+8.7%***
o/w	Australia	168.9	**179.7**	*+6.4%*	318.4	**331.2**	*+4.0%*
	on a constant basis and same days			*+7.4%*			*+4.4%*
	New-Zealand	35.6	**35.1**	*-1.5%*	65.0	**64.1**	*-1.4%*
	on a constant basis and same days			*-1.6%*			*-2.2%*
	China	46.0	**59.0**	*+28.2%*	76.2	**101.8**	*+33.7%*
	on a constant basis and same days			*+27.6%*			*+32.9%*
Gross profit		58.1	**61.8**	**+6.3%**	110.5	**114.0**	**+3.2%**
	as a % of sales	*22.1%*	*21.5%*	*-60bps*	*22.9%*	*21.8%*	*-110bps*
Distribution & adm. expenses (incl. depreciation)		(43.4)	(45.7)	+5.3%	(84.8)	(86.0)	+1.4%
EBITA		14.7	**16.1**	**+9.3%**	25.7	**28.0**	**+9.0%**
	as a % of sales	*5.6%*	*5.6%*	*flat*	*5.3%*	*5.4%*	*+10bps*
Headcount (end of period)		2,671	**2,616**	**-2.1%**	2,671	**2,616**	**-2.1%**

► Constant and adjusted = at comparable scope of consolidation and exchange rates, excluding the non-recurring effect related to changes in copper-based cables price and before amortization of purchase price allocation; the non-recurring effect related to changes in copper-based cables price was, at the EBITA level, a profit of €6.5 million in Q2 2009 and a profit of €5.2 million in Q2 2010 ; a profit of €3.6 million in H1 2009 and a profit of €12.9 million in H1 2010.

Appendix 1:
Segment reporting – Constant and adjusted basis

Other

Constant and adjusted basis (€m)	Q2 2009	Q2 2010	Change	H1 2009	H1 2010	Change
Sales	98.3	**95.9**	**-2.5%**	200.1	**190.9**	**-4.6%**
on a constant basis and same days			***-1.3%***			***-4.1%***
Gross profit	31.1	**32.5**	**+4.5%**	62.6	**62.2**	**-0.7%**
as a % of sales	*31.6%*	*33.9%*	*+230bps*	*31.3%*	*32.6%*	*+130bps*
Distribution & adm. expenses (incl. depreciation)	(30.0)	(36.3)	+20.9%	(59.9)	(70.1)	+17.0%
EBITA	1.1	**(3.8)**	**n/m**	2.6	**(8.0)**	**n/m**
as a % of sales	*1.1%*	*-4.0%*	*n/m*	*1.3%*	*-4.2%*	*n/m*
Headcount (end of period)	1,019	**1,026**	**+0.7%**	1,019	**1,026**	**+0.7%**

► Constant and adjusted = at comparable scope of consolidation and exchange rates, excluding the non-recurring effect related to changes in copper-based cables price and before amortization of purchase price allocation; the non-recurring effect related to changes in copper-based cables price was, at the EBITA level, a profit of €6.5 million in Q2 2009 and a profit of €5.2 million in Q2 2010 ; a profit of €3.6 million in H1 2009 and a profit of €12.9 million in H1 2010.

Appendix 2:
Income Statement

Reported basis (€m)	Q2 2009	Q2 2010	Change	H1 2009	H1 2010	Change
Sales	2,799.1	**3,047.0**	**+8.9%**	5,608.9	**5,744.6**	**+2.4%**
Gross profit	685.2	**744.6**	**+8.7%**	1,376.0	**1,422.8**	**+3.4%**
as a % of sales	*24.5%*	*24.4%*		*24.5%*	*24.8%*	
Distribution & adm. expenses (excl. depreciation)	(558.1)	(577.6)	+3.5%	(1,145.6)	(1,127.4)	-1.6%
EBITDA	127.1	**167.0**	**+31.3%**	230.4	**295.4**	**+28.2%**
as a % of sales	*4.5%*	*5.5%*		*4.1%*	*5.1%*	
Depreciation	(20.9)	(19.0)		(41.8)	(38.0)	
EBITA	106.2	**148.0**	**+39.4%**	188.6	**257.4**	**+36.4%**
as a % of sales	*3.8%*	*4.9%*		*3.4%*	*4.5%*	
Amortization of purchase price allocation	(4.7)	(7.2)		(9.6)	(12.3)	
Operating income bef. other inc. and exp.	101.5	**140.8**	**+38.7%**	179.0	**245.1**	**+36.9%**
as a % of sales	*3.6%*	*4.6%*		*3.2%*	*4.3%*	
Other income and expenses	(39.2)	(15.9)		(77.8)	(31.1)	
Operating income	62.3	**124.9**	**+100.5%**	101.2	**214.0**	**+111.5%**
Financial expenses (net)	(37.0)	(52.8)		(74.7)	(103.5)	
Share of profit (loss) in associates	0.0	1.5		0.0	0.4	
Net income (loss) before income tax	25.3	**73.6**	**+190.9%**	26.5	**110.9**	**+318.5%**
Income tax	(8.1)	(10.5)		(8.5)	(18.5)	
Net income (loss)	17.2	**63.1**	**+266.9%**	18.0	**92.4**	**+413.3%**
Net income (loss) attr. to non-controlling interests	0.2	0.3		0.1	0.4	
Net income (loss) attr. to equity holders of the parent	17.0	**62.8**	**n/a**	17.9	**92.0**	**n/a**

Appendix 3:
Sales and profitability by segment – Reported basis

Reported basis (€m)	Q2 2009	Q2 2010	Change	H1 2009	H1 2010	Change
Sales	**2,799.1**	**3,047.0**	**+8.9%**	**5,608.9**	**5,744.6**	**+2.4%**
Europe	1,626.5	1,744.5	+7.3%	3,272.6	3,365.3	+2.8%
North America	844.3	919.2	+8.9%	1,730.4	1,665.3	-3.8%
Asia-Pacific	219.3	287.4	+31.0%	399.4	523.1	+31.0%
Other	108.9	95.9	-12.0%	206.6	190.9	-7.6%
Gross profit	**685.2**	**744.6**	**+8.7%**	**1,376.0**	**1,422.8**	**+3.4%**
Europe	422.6	451.7	+6.9%	852.2	883.8	+3.7%
North America	182.3	198.8	+9.1%	370.4	362.7	-2.1%
Asia-Pacific	47.5	61.7	+30.0%	89.8	114.1	+27.1%
Other	32.9	32.4	-1.6%	63.7	62.1	-2.4%
EBITA	**106.3**	**148.0**	**+39.2%**	**188.6**	**257.4**	**+36.4%**
Europe	70.2	108.6	+54.8%	132.4	195.9	+48.0%
North America	23.8	27.2	+14.1%	33.9	41.3	+21.8%
Asia-Pacific	12.1	16.0	+32.8%	21.2	28.1	+32.7%
Other	0.2	-3.9		1.1	-8.0	

Appendix 4: Recurring net income

In millions of euros	Q2 2009	**Q2 2010**	**YoY change**	H1 2009	**H1 2010**	**YoY change**
Reported net income	17.2	**63.1**	**267%**	18.0	**92.4**	**413%**
Non recurring items on tax rate	0.6	**(14.2)**		0.7	**(18.3)**	
Non-recurring copper effect	(6.7)	**(5.2)**		(4.1)	**(12.9)**	
Restructuring	22.5	**15.8**		53.0	**29.5**	
Loss (profit) on disposals	3.2	**0.6**		8.8	**6.4**	
Goodwill & assets impairment	13.9	**4.4**		14.1	**4.4**	
Free shares 2007	(0.3)			2.3		
Other	(0.2)	**(4.8)**		(0.3)	**(9.1)**	
Tax effect	(9.2)	**(2.3)**		(21.7)	**(4.7)**	
Recurring net income	41.2	**57.2**	**39%**	70.8	**87.6**	**24%**

Appendix 5: Balance Sheet

Assets (€m)	December 31st 2009	June 30 2010
Goodwill	3,759.4	3,994.5
Intangible assets	927.8	955.6
Property, plant & equipment	261.6	258.6
Long-term investments(1)	53.3	69.5
Investments in associates	5.9	6.3
Deferred tax assets	230.0	222.8
Total non-current assets	**5,238.0**	**5,507.3**
Inventories	1,141.4	1,227.8
Trade receivables	1,901.5	2,096.7
Other receivables & assets classified as held for sale	414.4	401.0
Cash and cash equivalents	359.6	285.2
Total current assets	**3,816.9**	**4,010.7**
Total assets	**9,054.9**	**9,518.0**

Liabilities (€m)	December 31st 2009	June 30 2010
Total equity	**3,412.0**	**3,689.0**
Long-term debt	2,677.3	2,744.6
Other non-current liabilities	630.9	584.2
Total non-current liabilities	**3,308.2**	**3,328.8**
Interest bearing debt & accrued interests	83.5	87.9
Trade payables	1,676.0	1,855.8
Other payables & liabilities classified as held for sale	575.2	556.5
Total current liabilities	**2,334.7**	**2,500.2**
Total liabilities	**5,642.9**	**5,829.0**
Total equity & liabilities	**9,054.9**	**9,518.0**

(1) Includes €12.6 million of Fair value hedge derivatives at June 30, 2010

Appendix 6:
Change in Net Debt

€m	Q2 2009	**Q2 2010**	H1 2009	**H1 2010**
EBITDA	127.2	**167.0**	230.4	**295.4**
Other operating revenues & costs(1)	(28.1)	(22.1)	(52.2)	(74.6)
Operating cash flow	99.1	**144.9**	178.2	**220.8**
Change in working capital	139.3	18.4	238.0	(20.4)
Gross capital expenditure	*(10.4)*	*(11.8)*	*(22.4)*	*(23.7)*
Disposal of fixed assets & other	*0.6*	*4.8*	*2.5*	*6.2*
Net capital expenditure	(9.8)	(7.0)	(19.8)	(17.6)
Free cash flow before interest and tax	228.7	**156.2**	396.4	**182.9**
Net interest paid / received	(24.5)	(32.8)	(59.5)	(87.0)
Income tax paid	(28.3)	(18.8)	(43.9)	(27.9)
Free cash flow after interest and tax	176.0	**104.5**	293.0	**68.0**
Net financial investment(2)	(27.4)	9.9	(33.2)	11.3
Dividends paid	0.0	0.0	0.0	0.0
Net change in equity	9.2	1.3	9.3	6.9
Other(3)	(3.1)	(5.5)	(11.9)	(21.3)
Currency exchange variation	24.8	(105.6)	(33.1)	(198.4)
Decrease (increase) in net debt	179.1	**4.7**	224.2	**(133.5)**
Net debt at the beginning of the period	2,887.0	**2,539.4**	2,932.0	**2,401.2**
Net debt at the end of the period	2,707.9	**2,534.7**	2,707.9	**2,534.7**

(1) Includes restructuring outflows of €25.2 million in Q2 2009 and €21.2 million in Q2 2010 and €45.8 million in H1 2009 and €42.6 million in H1 2010
(2) Q2 2010 includes €10.2 million from the disposal of Haagtechno, net of cash + €2.7 million from the disposal of HCL Asia, net of cash in Q1 2010 = €12.9 million, net of cash in H1 2010
(3) H1 2010 includes €11.2 million of change in High Yield Bond fair value

Appendix 7:
Working Capital

Constant basis (€m)	June 30 2009	June 30 2010
Sales (12 rolling months)	**12,429.2**	**11,272.9**
Net inventories	**1,213.9**	**1,154.0**
as a % of sales 12 rolling months	*9.8%*	*10.2%*
as a number of days	*50.5*	*46.2*
Net trade receivables (1)	**2,056.4**	**2,052.4**
as a % of sales 12 rolling months	*16.5%*	*18.2%*
as a number of days	*58.1*	*54.3*
Net trade payables	**1,655.8**	**1,767.3**
as a % of sales 12 rolling months	*13.3%*	*15.7%*
as a number of days	*64.2*	*62.0*
Trade working capital	**1,614.5**	**1,439.0**
as a % of sales 12 rolling months	*13.0%*	*12.8%*
Non-trade working capital	**-198.4**	**-164.8**
Total working capital (1)	**1,416.1**	**1,274.3**
as a % of sales 12 rolling months	*11.4%*	*11.3%*

(1) June 30, 2010 figures are before effect of the de-recognition of US securitization (€66.6m); working capital stood at 10.8% of sales after effect of de-recognition of US securitization

Appendix 8:
Senior Credit Agreement signed in December 2009

- **The new €1.7bn SCA comprises two revolving credit facilities:**
  - A 3-year multi-currency revolving credit facility in an initial amount of €600m, which will reduce to €400m after one year and to €200m after two years (“Facility A”)
  - A 5-year multi-currency revolving credit facility in an amount of €1,100m (“Facility B”)
- **The applicable margins in the new SCA are 50bps lower for Facility A and 25bps lower for Facility B than in the previous SCA (IR = Indebtedness Ratio, i.e. adjusted consolidated net debt to adjusted consolidated EBITDA of the last 12 months)**

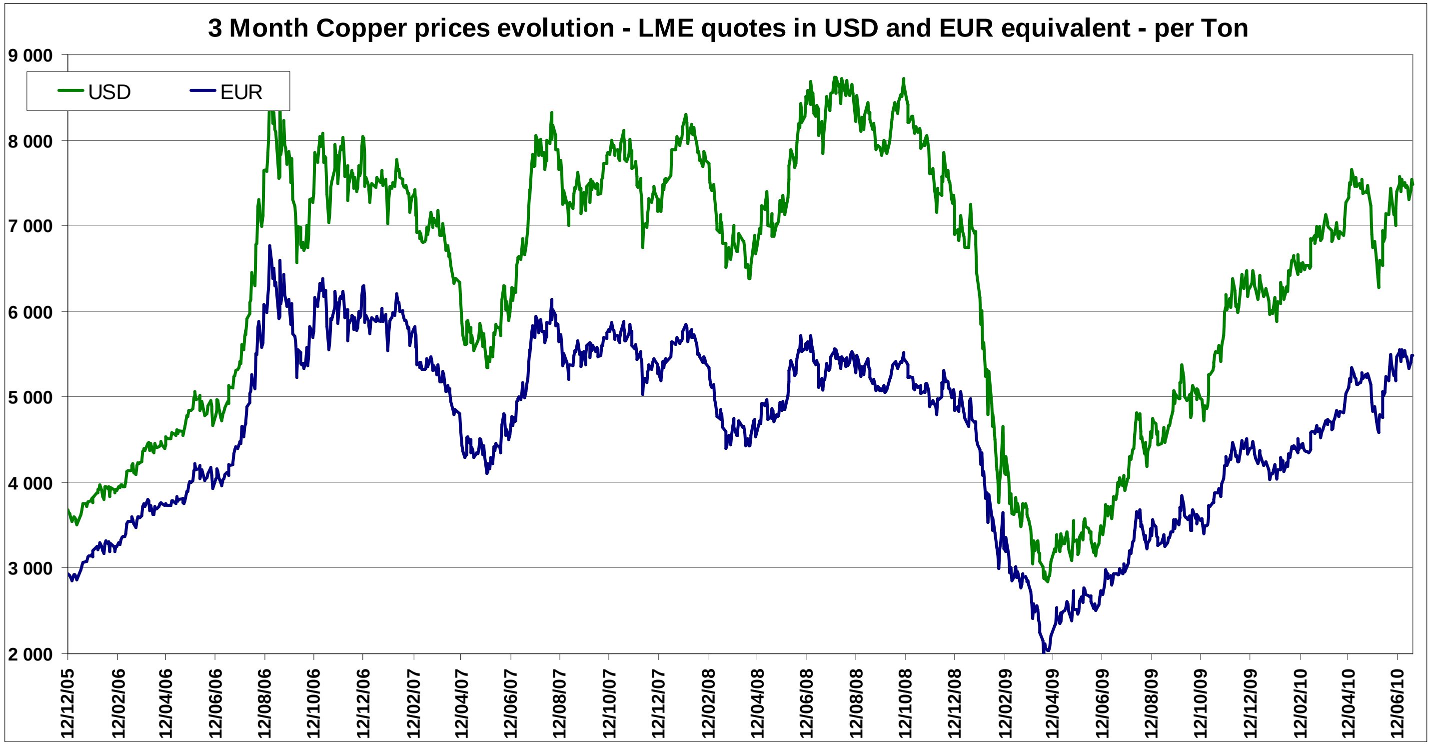
IR	IR≥5.00	4.50≤IR<5.00	4.00≤IR<4.50	3.50≤IR<4.00	3.00≤IR<3.50	2.50≤IR<3.00	IR≤2.50
Facility A	4.25%	3.50%	3.00%	2.50%	2.00%	1.75%	1.50%
Facility B	4.50%	3.75%	3.25%	2.75%	2.25%	2.00%	1.75%

- **In addition, the margin applicable to both facilities shall be increased by an utilization fee equal to:**
  - 25bps if the total amount drawn under both facilities is comprised between 33% and 66% of the total commitment
  - 50bps if the total amount drawn under both facilities equals or exceeds 66% of the total commitment
- **The financial covenants related to the Indebtedness Ratio covenant, to the limitation of capital expenditure and to the limitation of dividend payment remain unchanged**

Date	30/06/2010	31/12/2010	30/06/2011	31/12/2011	30/06/2012	Thereafter
IR commitment	5.15x	4.90x	4.50x	4.00x	3.75x	3.50x

  - Commitment to suspend dividend payments in 2010 and as long as IR ≥ 4.00x
  - Commitment to limit capital expenditure to 0.75% of sales as long as IR ≥ 4.00x
- **The new SCA contains customary clauses for this type of agreement. These include clauses restricting the ability of Rexel Group companies to pledge their assets, carry out mergers or restructuring programs, borrow or lend money or provide guarantees. In particular, the Rexel Group has no restriction on acquisitions if the Indebtedness Ratio does not exceed 3.50x and has an acquisition basket of up to €200 million for each 12-months period if the Indebtedness Ratio equals or exceed 3.50x**

Appendix 9:
Three-month Copper Price Evolution



USD/t	Q1	Q2	Q3	Q4	FY
2008	7,770	8,318	7,561	3,916	6,891
2009	3,489	4,695	5,876	6,683	5,185
2010	**7,264**	**7,055**	**-**	**-**	**-**
2009 vs. 2008	-55%	-44%	-22%	+71%	-25%
2010 vs. 2009	**+108%**	**+50%**	**-**	**-**	**-**

€/t	Q1	Q2	Q3	Q4	FY
2008	5,177	5,325	5,021	2,976	4,625
2009	2,677	3,447	4,104	4,524	3,688
2010	**5,250**	**5,539**	**-**	**-**	**-**
2009 vs. 2008	-48%	-35%	-18%	+52%	-20%
2010 vs. 2009	**+96%**	**+61%**	**-**	**-**	**-**

Appendix 9:
Headcount & Branch Evolution

FTEs comparable	30/06/2009	31/12/2009	30/06/2010	Change 30/06/2010 vs.30/06/2009	Change 30/06/2010 vs.31/12/2009
Europe	**18,247**	**16,927**	**16,664**	**-9%**	**-2%**
USA	*5,853*	*5,577*	*5,406*	*-8%*	*-3%*
Canada	*2,096*	*2,106*	*2,129*	*2%*	*1%*
North America	**7,949**	**7,683**	**7,534**	**-5%**	**-2%**
Asia-Pacific	**2,671**	**2,592**	**2,616**	**-2%**	**1%**
Other	**1,019**	**1,100**	**1,026**	**1%**	**-7%**
Group	**29,886**	**28,302**	**27,840**	**-7%**	**-2%**

Branches	30/06/2009	31/12/2009	30/06/2010	Change 30/06/2010 vs.30/06/2009	Change 30/06/2010 vs.31/12/2009
Europe	**1,378**	**1,314**	**1,292**	**-6%**	**-2%**
USA	*393*	*374*	*339*	*-14%*	*-9%*
Canada	*215*	*210*	*209*	*-3%*	*0%*
North America	**608**	**584**	**548**	**-10%**	**-6%**
Asia-Pacific	**302**	**293**	**292**	**-3%**	**0%**
Other	**79**	**78**	**24**	**-70%**	**-69%**
Group	**2,367**	**2,269**	**2,156**	**-9%**	**-5%**

Disclaimer

The Group is indirectly exposed to fluctuations in copper price in connection with the distribution of cable products. Cables accounted for approximately 15% of the Group's sales, and copper accounts for approximately 60% of the composition of cables. This exposure is indirect since cable prices also depend on suppliers' commercial policies and on 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:

- 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 selling price of cables from one period to another. This effect mainly relates to sales;

- the non-recurring effect related to the change in copper-based cables prices corresponds to the effect of copper price variations on the selling price of cables between the moment they are purchased and the time they are sold, until all such inventory is sold (direct effect on gross profit). Practically, the non-recurring effect on gross profit is determined by comparing the historical purchase price and the supplier price effective at the date of the sale of the cables by the Rexel Group. Additionally, the non-recurring effect on EBITA is the non-recurring effect on gross profit offset, when appropriate, by the non-recurring portion of changes in the distribution and administrative expenses (essentially, the variable portion of compensation of sales personnel, which accounts for approximately 10% of the variation in gross profit).

Both these effects are assessed, as much as possible, on the whole of cable sales in the period. Internal Rexel Group procedures stipulate that entities that do not have the information systems that allow such exhaustive calculation have 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. Considering the sales covered, the Rexel Group deems the effects thus measured a reasonable estimate.

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 "Document de Référence" registered with the French "Autorité des Marchés Financiers" on April 21, 2010 under number R.10-024. 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.