

REXEL
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May 10, 2021

The Bank of New York Mellon
as Trustee, Registrar and Principal Paying Agent
One Canada Square
Canary Warf
London
E14 5AL
United Kingdom
Fax No.: +44 (0)207 964 2536
Attention: Corporate Trust Administration

Rexel
Euro-Denominated 2.125% Senior Notes due 2025
ISIN: XS1716833352, Common Code: 171683335

Dear Sir or Madam:

We refer to the Notice of Conditional Partial Redemption (the “Notice of Redemption”) given by us to you on April 30, 2021 pursuant to the Indenture, dated as of November 20, 2017, among, Rexel (the “Company”), The Bank of New York Mellon, as Trustee (the “Trustee”) and Principal Paying Agent (the “Paying Agent”) and The Bank of New York Mellon SA/NV, Luxembourg Branch, as Registrar, Luxembourg Paying Agent and Luxembourg Transfer Agent (the “Indenture”), with respect to the conditional partial redemption of €300,000,000 principal amount of Notes under the Indenture. Capitalized terms used and not otherwise defined herein have the meanings given thereto in the Notice of Redemption.

We hereby confirm that the Conditions Precedent have been satisfied and the Redemption Date will occur on May 12, 2021.

Pursuant to Section 3.02 of the Indenture, selection of the Notes for redemption will be made by the Trustee and no Notes of €100,000 in aggregate principal amount or less will be redeemed in part.


We hereby notify you that the Redemption Price with respect to the redeemed Notes is equal to:


- (a) 101.063% of the principal amount of the redeemed Notes, *plus*
- (b) the accrued but unpaid interest thereon to the Redemption Date equal to €8.68 per €1,000 principal amount of the Notes.

Signature page follows

Very truly yours,

REXEL

By: 
Name: **Jean-François DEISS**
Title: *Authorized Signatory*

By: 
Name: *Authorized signatory*
Title: **LAURENT DELABARRE**

cc: The Bank of New York Mellon SA/NV, Luxembourg Branch
as Registrar, Luxembourg Paying Agent or Luxembourg Transfer Agent
Vertigo Building - Polaris
2-4 rue Eugène Ruppert
L-2453 Luxembourg
Grand Duchy of Luxembourg
Fax No.: + (352) 24 524 204

Attention: Corporate Trust Administration