

REXEL  
13, boulevard du Fort de Vaux  
CS 60002, 75838 Paris Cedex 17, France  
VP, Group General Counsel & Corporate Secretary  
Fax No.: + 33 1 42 85 92 03

June 13, 2016

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 5.125% Senior Notes due 2020

Dear Sir or Madam:

We refer to the Notice of Conditional Full Redemption (the "Notice of Redemption") given by us to you on May 11, 2016 pursuant to the Indenture, dated as of April 3, 2013, among, Rexel (the "Company"), The Bank of New York Mellon, as Trustee (the "Trustee"), Registrar and Principal Paying Agent (the "Paying Agent") and The Bank of New York Mellon (Luxembourg) S.A., as Luxembourg Paying Agent and Luxembourg Transfer Agent (the "Indenture"), with respect to all of our outstanding Euro-Denominated 5.125% Senior Notes due 2020 issued under the Indenture (the "Notes") and the full redemption thereof. 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 June 15, 2016.

We hereby notify you that the Redemption Price with respect to the redeemed Notes is equal to €1,038.44 per €1,000 principal amount of the Notes and consists of the following:

- (a) 103.844% of the principal amount, €1,038.44 per €1,000 principal amount of the Notes, **plus**
- (b) the accrued but unpaid interest to the Redemption Date equal to €0 per €1,000 principal amount of the Notes, as the Holders of record on the relevant Record Date (i.e.; June 1, 2016) shall receive interest due on the relevant interest payment date which falls on the Redemption Date.

[Signature page follows]

Very truly yours,

REXEL

By:  
Name:  
Title:

A handwritten signature in black ink, appearing to read "C. Quill", is written over a horizontal line. The signature is fluid and cursive.

cc: The Bank of New York Mellon (Luxembourg) S.A.  
as 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) 24 524 200

Attention: Corporate Trust Administration