

COMBINED SHAREHOLDERS' MEETING OF MAY 20, 2009

The combined shareholders' meeting (ordinary and extraordinary) of Rexel will take place, upon first notice, on May 20, 2009 at 10:30 am at Salons Eurosites George V, located at 28, avenue George V, 75008 Paris.

The notice of meeting, which contains the agenda of the meeting, the draft resolutions and the information regarding the formalities for attendance and voting, was published in the *Bulletin des annonces légales et obligatoires* on April 10, 2009, bulletin n°43.

The convening notice was published in the *Bulletin des annonces légales et obligatoires* on April 29, 2009, bulletin n°51. Such notice is also being sent to the shareholders whose shares are held in registered form and made available to the accredited bank or broker for the shareholders whose shares are held in bearer form.

The documentation and information relating to this meeting are available to the shareholders at the registered offices of Rexel or will be sent to them by BNP Paribas - GCT Emetteurs - Service Assemblées - Immeuble Tolbiac - 75450 Paris Cedex 09 – France, upon receipt of their request, in accordance with the applicable laws and regulations.

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Leading distributor worldwide of electrical supplies, Rexel serves three main end markets: industrial, commercial and residential. The Group operates in 34 countries, with a network of some 2,400 sales outlets, and employs 33,000 people. Rexel's pro forma sales were 13.7 billion EUR in 2008. Its majority shareholders are an investor group led by Clayton, Dubilier & Rice, Eurazeo and Merrill Lynch Global Private Equity.

Rexel is listed on the Eurolist market of Euronext Paris (compartment A, ticker RXL, ISIN code FR0010451203). It is integrated in the following indices: NEXT 150, SBF 120, and CAC Mid 100.

For more information, you can visit the website www.rexel.com