

PROPOSED APPOINTMENTS TO REXEL'S SUPERVISORY BOARD

Rexel announces that it will propose at its shareholders' assembly to be held on May 20, 2010, Françoise Gri and Amaury Hendrickx be appointed as members of its Supervisory Board.

Amaury Hendrickx would be appointed to replace Guido Padovano, who has resigned in order to allow for a gradual renewal of the terms of office of the members of the Supervisory Board.

The appointment of Françoise Gri as an independent member would increase the number of independent members to four, or to one third of Rexel's Board, which would then have 12 members.

The shareholders' meeting called for May 20, 2010 will also be asked to incorporate in Rexel's by-laws the principle of the staggered renewal of the terms of office of the members of the Supervisory Board and to reduce their terms of office from five years to four years.

The Management Board's proposal to the May 20, 2010, shareholders' meeting of these two appointments and of the change to the by-laws reflects Rexel's commitment to comply with the principles and best practices set out in the AFEP-MEDEF corporate governance code, in terms of transparency, disclosure and good governance. In 2009, the Board also asked an independent consulting firm, Ricol Lasteyrie, to assess its organization and functioning. The consultants' report concluded that the Board's work, as well as the information provided to its members, was of high quality.

***Françoise Gri** has been the President of Manpower France and a member of the Group Manpower's Executive Management team since 2007. Before joining Manpower, Françoise Gri worked at IBM where she successively held the positions of Sales Representative, Account Manager and Sales Manager (1982-1989), Executive Assistant to the President of IBM France (1990), VP Government and Public Sector at IBM France (1991-1997), VP e-Business Solutions division, VP Sales Support and Operations division and VP Marketing and Channels division at IBM EMEA (1996-2000), VP Sales Operations division at IBM EMEA (2000-2001) and President of IBM France (2001-2007). In 2007-2008, Françoise Gri was also a member of the Board of Directors of Aker Yards (renamed STX Europe, a South Korean shipbuilding company). Françoise Gri is a member of the Board of Directors of Ecole Centrale, Paris, a member of the Ethics Committee of the MEDEF, a member of the Board of Directors of Institut de l'Entreprise. Françoise Gri received the title of Chevalier de l'Ordre National de la Légion d'Honneur and the title of Chevalier de l'Ordre National du Mérite. In 2009, for the sixth consecutive year, Françoise Gri was selected by Fortune Magazine for its list of the "50 Most Powerful Women in Business - International". Françoise Gri earned a Master of Science in Computer Engineering from Ecole Nationale Supérieure d'Informatique et Mathématiques Appliquées (ENSIMAG) in Grenoble, France.*

***Amaury Hendrickx** joined Merrill Lynch in 2004 and is a director of Merrill Lynch Global Private Equity. Prior to joining Merrill Lynch, Amaury Hendrickx worked at Alpinvest Partners focusing on private equity transactions in the Benelux countries and Germany. Previously, Amaury Hendrickx co-founded a financial software company and spent three years in the investment banking division of Bankers Trust/Deutsche Bank in London. Amaury Hendrickx holds a business degree from the KUL University of Belgium and an MBA from the University of Chicago.*

Amaury Hendrickx is a director of Merrill Lynch Global Private Equity, a director of Ktesios, a director of ML Infrastructure Holdings Sarl and a member of the Management Board of Ray Investment.

Information on Rexel's corporate governance is detailed in Chapter 7 of the 2009 annual report (*Document de Référence*), which may be downloaded from the company's website, www.rexel.com.

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Rexel, a global leader in the distribution of electrical supplies, serves three main end-markets: industry and the commercial and residential construction sectors. The Group operates in 34 countries, with a network of some 2,300 branches and employs 29,000 people. Rexel's sales were €11.3 billion in 2009. Its majority shareholders are an investor group[†] led by Clayton Dubilier & Rice, Eurazeo and BAML Capital Partners.

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

For more information, visit the Rexel website at www.rexel.com