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SUCCESSFUL PLACEMENT OF THE €500 MILLION NOTES OFFERING

Rexel, global leader in the distribution of electrical supplies, has successfully placed €500 million of its 3.250% unsecured senior notes due 2022 (the "Notes").

The delivery and settlement and the listing of the notes on the Euro MTF market of the Luxembourg Stock Exchange are expected to occur on or about May 27, 2015.

The Notes will mature on June 15, 2022 and will be non-callable until 2018. They will rank *pari passu* with Rexel's senior credit facility and other senior unsecured notes. The Notes' ratings are expected to be in line with the current rating of Rexel's other outstanding senior unsecured notes, Ba3 by Moody's (while Rexel's corporate rating is Ba2 with a stable outlook), BB by S&P (in line with Rexel's corporate rating with a stable outlook) and BB by Fitch (in line with Rexel's corporate rating with a stable outlook).

The proceeds of the issuance of the Notes will be used to redeem US\$ 500 million principal amount of Rexel's 6.125% USD senior notes due 2019 (the "2019 Notes"), and for general corporate purposes. Rexel will redeem the 2019 Notes at their applicable make-whole redemption premium, plus accrued and unpaid interest.

This issuance will allow Rexel to enhance its financial flexibility by extending its debt maturity profile and reducing its overall cost of financing.

Crédit Agricole CIB, HSBC and Société Générale acted as Joint Global Coordinators, and as Joint Lead Bookrunners for the offering, BofA Merrill Lynch, CM-CIC, ING and J.P. Morgan acted as Joint Bookrunners, and BayernLB, Natixis and Standard Chartered Bank acted as Co-Lead Managers.

Catherine GUILLOUARD, Deputy CEO and Group CFO, said:

"The success of this new seven-year note issuance confirms investor confidence in Rexel's business model and strategy. It will allow us to refinance the 6.125% notes issued in 2012 at a significantly lower cost.

Combined with the recent renegotiation of our senior credit facility and early repayment of the 7% notes issued in 2011, this operation constitutes a further step in our continuous efforts to strengthen our balance sheet and reduce our cost of financing."

This document is not an offer of securities for sale nor the solicitation of an offer to purchase securities in France, in the United States or any other jurisdiction.

The securities described herein may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons unless they are registered or exempt from registration under the U.S. Securities Act of 1933, as amended (the "Securities Act"). The securities described herein have not been and will not be registered under the Securities Act and Rexel does not intend to make a public offer of its securities in the United States.

The offer and sale of the Notes in France will be carried out through a private placement in accordance with article L.411-2 of the French Financial and Monetary Code and other applicable laws and regulations. There will be no public offering in France.

ABOUT REXEL GROUP

Rexel, a global leader in the professional distribution of products and services for the energy world, addresses three main markets - industrial, commercial and residential. The Group supports customers around the globe, wherever they are, to create value and run their businesses better. With a network of some 2,200 branches in 38 countries, and c. 30,000 employees, Rexel's sales were €13.1 billion in 2014. Rexel is listed on the Eurolist market of Euronext Paris (compartment A, ticker RXL, ISIN code FR0010451203). It is included in the following indices: SBF 120, CAC Mid 100, CAC AllTrade, CAC AllShares, FTSE EuroMid, STOXX600. Rexel is also part of the following SRI indices: DJSI Europe, FTSE4Good Europe & Global, EURO STOXX Sustainability, Euronext Vigeo Europe 120 and ESI Excellence Europe. Finally, Rexel is included on the Ethibel EXCELLENCE Investment Registers in recognition of its performance in corporate social responsibility (CSR). For more information, visit Rexel's web site at www.rexel.com.

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With respect to the member States of the European Economic Area, other than France, which have implemented the Prospectus Directive, the Notes may only be offered under circumstances not requiring Rexel to publish a prospectus as provided under article 3(2) of the Prospectus Directive.

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