

REXEL

A French *Société nonyme* with registered capital: 1.516.083.100 euros

Registered office:13, boulevard du Fort de Vaux - 75017 PARIS

Paris Trade and Companies Register No. 479 973 513

COMBINED GENERAL MEETING OF SHAREHOLDERS HELD ON 23 MAY 2017

OUTCOME OF THE VOTE ON RESOLUTIONS (Article R.225-106-1 of the French Commercial Code)

The company informs its shareholders of the outcome of the vote on the resolutions submitted to the Combined General Meeting held on Tuesday 23 May 2017 at 10:00 a.m. at Salons Eurosites George V – 28, avenue George V, 75008 PARIS

1. Number of issued shares:	303,213,583
2. Number of shares with voting rights:	301,791,856
2. Number of shareholders present or duly represented:	1,807
3. Number of shares present, duly represented or having voted by mail:	231,574,058
4. Number of votes present, duly represented or having voted by mail:	231,574,058
5. Quorum:	76.733 %

Votes by resolution:

Ordinary resolutions:

	Total votes cast	Number of shares	% of capital represented	For		Against		Abstentions	
				Number	%	Number	%	Number	%
1 st resolution	231,574,058	231,574,058	76.733	230,315,216	99.46	1,253,125	0.54	5,717	<0.01
2 nd resolution	231,574,058	231,574,058	76.733	231,177,987	99.83	390,354	0.17	5,717	<0.01
3 rd resolution	231,574,058	231,574,058	76.733	230,181,164	99.40	1,387,060	0.60	5,834	<0.01
4 th resolution	231,552,774	231,552,774	76.726	229,656,285	99.18	1,889,952	0.82	6,537	<0.01
5 th resolution	231,216,341	231,216,341	76.615	225,548,751	97.55	5,661,668	2.45	5,922	<0.01
6 th resolution	231,552,774	231,552,774	76.726	219,932,218	94.98	11,614,256	5.02	6,300	<0.01
7 th resolution	231,574,058	231,574,058	76.733	184,238,613	79.56	47,329,026	20.44	6,419	<0.01
8 th resolution	231,574,058	231,574,058	76.733	184,378,747	79.62	47,188,874	20.38	6,437	<0.01
9 th resolution	231,574,058	231,574,058	76.733	228,831,486	98.82	2,736,754	1.18	5,818	<0.01
10 th resolution	231,574,058	231,574,058	76.733	223,172,414	96.38	8,394,381	3.62	7,263	<0.01
11 th resolution	231,574,058	231,574,058	76.733	223,527,286	96.53	8,040,850	3.47	5,922	<0.01
12 th resolution	231,574,058	231,574,058	76.733	186,623,177	80.59	44,943,262	19.41	7,619	<0.01
13 th resolution	231,574,058	231,574,058	76.733	228,692,684	98.76	2,875,298	1.24	6,076	<0.01
14 th resolution	231,574,058	231,574,058	76.733	228,969,320	98.88	2,598,935	1.12	5,803	<0.01
15 th resolution	231,574,058	231,574,058	76.733	231,179,000	99.83	388,982	0.17	6,076	<0.01
16 th resolution	231,574,058	231,574,058	76.733	231,289,278	99.88	278,704	0.12	6,076	<0.01
17 th resolution	231,574,058	231,574,058	76.733	224,179,644	96.81	7,388,492	3.19	5,922	<0.01
18 th resolution	231,574,058	231,574,058	76.733	231,246,527	99.86	321,609	0.14	5,922	<0.01
19 th resolution	231,574,058	231,574,058	76.733	231,272,119	99.87	296,136	0.13	5,803	<0.01
20 th resolution	231,574,058	231,574,058	76.733	231,211,618	99.85	356,277	0.15	6,163	<0.01

Due torounding, figures may not add up to the totals shown

Extraordinary resolutions:

	Total votes cast	Number of shares	% of capital represented	For		Against		Abstentions	
				Number	%	Number	%	Number	%
21 st resolution	231,574,058	231,574,058	76.733	231,026,378	99.77	541,604	0.23	6,076	<0.01
22 nd resolution	231,574,058	231,574,058	76.733	225,487,348	97.37	6,080,788	2.63	5,922	<0.01
23 rd resolution	231,574,058	231,574,058	76.733	211,852,459	91.49	19,715,796	8.51	5,803	<0.01
24 th resolution	231,574,058	231,574,058	76.733	209,366,303	90.41	22,201,193	9.59	6,562	<0.01
25 th resolution	231,574,058	231,574,058	76.733	202,913,726	87.63	28,653,131	12.37	7,201	<0.01
26 th resolution	231,574,058	231,574,058	76.733	211,273,830	91.24	20,293,275	8.76	6,953	<0.01
27 th resolution	231,574,058	231,574,058	76.733	214,071,200	92.44	17,495,764	7.56	7,094	<0.01
28 th resolution	231,574,058	231,574,058	76.733	230,015,778	99.33	1,552,358	0.67	5,922	<0.01
29 th resolution	231,574,058	231,574,058	76.733	229,781,805	99.23	1,786,450	0.77	5,803	<0.01
30 th resolution	231,574,058	231,574,058	76.733	231,498,546	99.97	63,282	0.03	12,230	<0.01
31 th resolution	231,574,058	231,574,058	76.733	228,040,554	98.48	3,520,520	1.52	12,984	<0.01
32 th resolution	231,574,058	231,574,058	76.733	228,428,959	98.65	3,132,869	1.35	12,230	<0.01
33 th resolution	231,574,058	231,574,058	76.733	227,770,485	98.36	3,797,640	1.64	5,933	<0.01
34 th resolution	231,574,058	231,574,058	76.733	231,560,335	99.99	7,636	<0.01	6,087	<0.01

Due to rounding, figures may not add up to the totals shown