



**REXEL HOLDINGS USA CORP.**

**and subsidiaries, including**

**REXEL, INC., SUMMERS GROUP, INC., dba REXEL, SOUTHERN ELECTRIC SUPPLY COMPANY, INC. dba REXEL, BRANCH GROUP, INC. dba REXEL, PLATT ELECTRIC SUPPLY, INC., GENERAL SUPPLY & SERVICES, INC. dba GEXPRO and REXEL INTERNATIONAL PROJECTS GROUP, INC.**

**(collectively, the “Rexel Companies”)**

**CALIFORNIA TRANSPARENCY IN SUPPLY CHAINS ACT OF 2010 DISCLOSURE**

The Rexel Companies, like all members of the Rexel Group, have a strong commitment to ethical and lawful conduct and are subject to the Rexel Group Ethics Guide. The Ethics Guide sets out principles and practices on which the Rexel Group seeks to base its growth and build relations of trust with stakeholders such as customers, suppliers, shareholders and employees.

The Rexel Group is also a member of the United Nations Global Compact. Under the terms of the UN Global Compact, the Rexel Group undertakes to adhere to and promote its ten key principles in the areas of human rights, labor standards, the environment and the fight against corruption, which include:

- Principle 4: the elimination of all forms of forced and compulsory labor; and
- Principle 5: the effective abolition of child labor.

The UN Global Compact today has thousands of participants in over 100 countries.

To further these and other ethical commitments and objectives, the Rexel Companies have adopted the Rexel Holdings USA Code of Conduct. The Code of Conduct embraces the principles and practices set forth in the Ethics Guide, establishes key ethical obligations for the Rexel Companies and their employees, business leaders and business partners and is organized into the following four sections:

- Ethical Responsibilities—Employees;
- Ethical Responsibilities—Business Leaders;
- Rexel Holdings USA Ethics Approach; and
- Rexel Holdings USA Compliance Policies.

The Code of Conduct in its Compliance Policy—Supplier Relationships requires that Rexel Companies' relationships with suppliers be based on lawful, efficient and fair practices, and that Rexel Companies' suppliers obey the laws that require them to treat workers fairly, provide a safe and healthy work environment and protect environmental quality. Similarly, the Rexel Group expects its trading partners and suppliers to respect the principles set forth in the Ethics Guide as a basis for all business relations.

To that end, the Rexel Companies currently:

- Expect and require that its trading partners and suppliers comply with applicable laws and the relevant requirements of the Ethics Guide and the Code of Conduct.
- Require its suppliers, pursuant to purchase orders and other supply agreements, to comply with applicable laws. Such applicable laws include, without limitation, prohibiting the use of illegal child, coerced or forced labor and any other form of human trafficking or slavery.
- Do not engage in verification of product supply chains to evaluate and address risks of human trafficking and slavery in supply chains. However, pursuant to the Ethical Responsibilities—Employees and Ethical Responsibilities—Business Leaders obligations set forth in the Code of Conduct, Rexel Companies' employees and business leaders are required, among other obligations, to understand the key ethics risks and challenges that impact them and their business duties, to promptly raise any compliance concerns they identify and be persistent in ensuring that any such compliance concerns that they raise are addressed.
- Do not conduct audits of suppliers to evaluate supplier compliance with company standards for trafficking and slavery in supply chains. However, consistent with the obligations imposed by the Ethical Responsibilities—Employees and Ethical Responsibilities—Business Leaders obligations under the Code of Conduct, Rexel Companies' employees and business leaders are expected to be alert to any failure by suppliers to comply with applicable laws and to promptly raise any such concerns to Rexel Companies' management so they may be addressed.
- Do not require direct suppliers to certify that materials incorporated into products purchased by the Rexel Companies comply with the laws regarding slavery and human trafficking of the country or countries in which they are doing business. However, the Rexel Companies expect that suppliers and any products they purchase comply with applicable laws.
- Do maintain internal accountability standards and procedures. Such standards and procedures for employees and contractors include compliance with applicable laws, which would include prohibitions against the use of illegal child, coerced or forced labor, slavery and human trafficking.

- Require Rexel Companies' employees to comply with the Code of Conduct, including compliance with applicable laws, as a condition of employment.
- Require Rexel Companies' employees to undertake periodic compliance training with respect to the Code of Conduct and certify their compliance and commitment to the Code of Conduct's obligations and requirements. The Rexel Companies do not currently provide employees and management, who have direct responsibility for supply chain management, with training on human trafficking and slavery, including with respect to mitigating such risks within the supply chain.

The Rexel Companies recognize the importance of preventing and eradicating human trafficking, slavery and illegal child, coerced or forced labor and they expect and require that its trading partners and suppliers comply with applicable laws and the relevant requirements of the Ethics Guide and the Code of Conduct.

As part of its ongoing business activities, the Rexel Companies will evaluate whether there are additional steps or actions that should be taken to address the concerns identified by the California Transparency in Supply Chains Act of 2010.