



Shareholders' Meeting

November 8th 2024



“The images featured in some of the videos presented here refer to the promotion of alcohol and should not be viewed or shared with minors, nor are they authorized for commercial distribution in France.

Always drink responsibly.”



Opening



Alexandre RICARD
Chairman & Chief Executive Officer



Shareholders' Meeting

BUREAU

CHAIRMAN Alexandre RICARD

TELLERS Patricia RICARD GIRON, Laurent RAETS

SECRETARY Anne-Marie POLIQUIN

ALSO ATTENDING

LEAD INDEPENDANT DIRECTOR Patricia BARBIZET

EVP FINANCE & IT Hélène de TISSOT

STATUTORY AUDITOR

KPMG S.A. Caroline BRUNO-DIAZ



Provisional Quorum



Provisional Quorum

In shares: (80.88)%

	NB OF SHARES	NB OF VOTES
REPRESENTED AT THE AGM	30,797,225	55,852,660
POWERS REPRESENTED	10,065	11,142
POWERS TO THE PRESIDENT	29,83,680	53,269,227
POSTAL VOTE	142,617,344	142,711,304
TOTAL	203,256,314	251,844,333



Legal documents available to shareholders

The documents required by the applicable laws and regulations, **which are on the Shareholders' Bureau**, have been sent and made available to the Shareholders within the legal delays.



1 Management Report



INNOVATION RESPONSIBILITY INVESTMENT



Financial performance overview

Organic
Operating
Margin
expansion
of +80bps

NET SALES
€11,598m

Organic **-1%**
Reported **-4%**

GROUP SHARE
OF NET PROFIT
€1,476m

-35%

PRO
€3,116m

Organic **+1.5%**
Reported **-7%**

EPS
€7.90

-13%

FREE
CASH-FLOW
€963m

-33%

NET DEBT /
EBITDA
3.1X

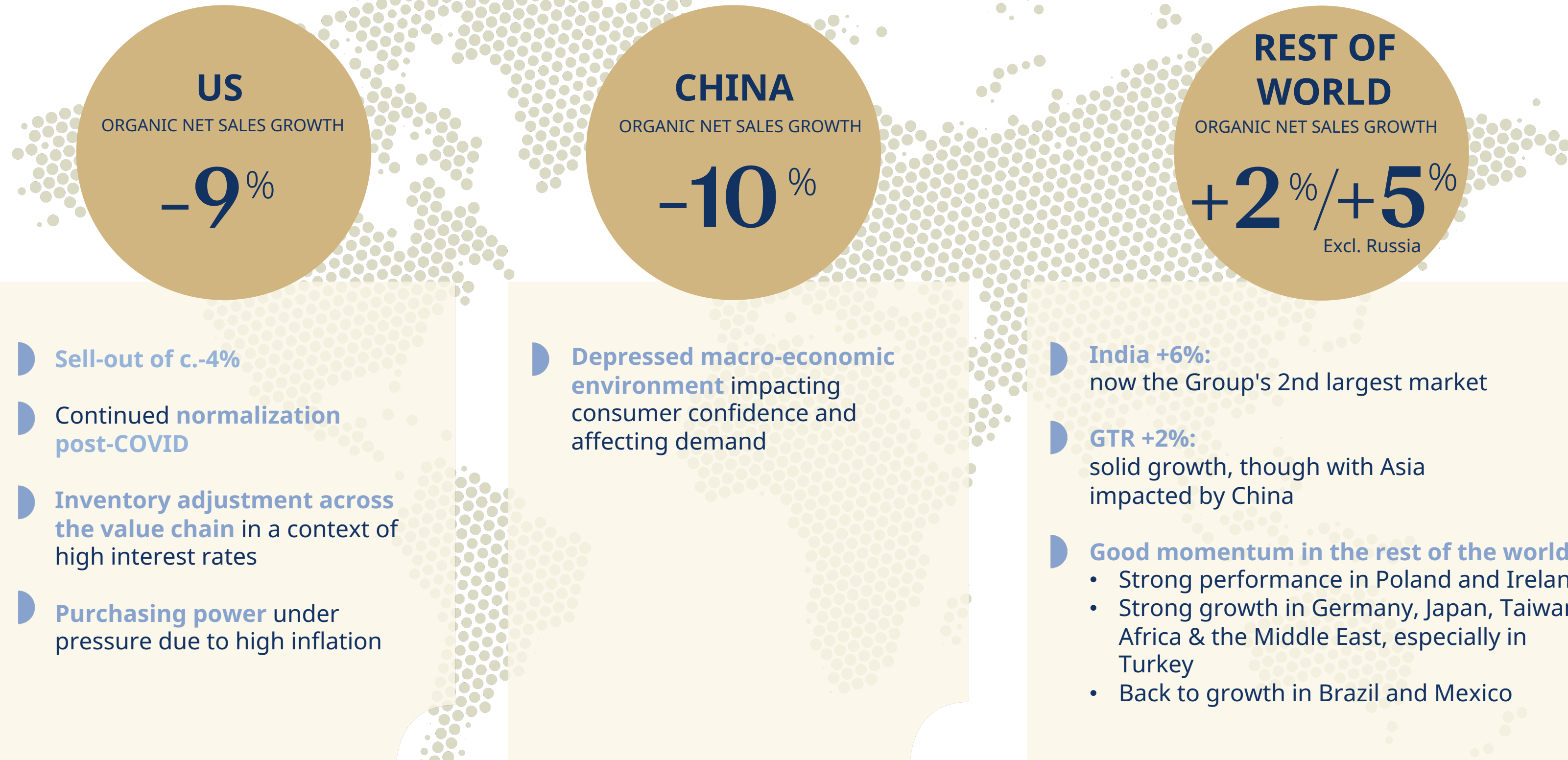
+0.3x



Broad-based and balanced geographic breadth mitigates the impact of softer results in the US & China

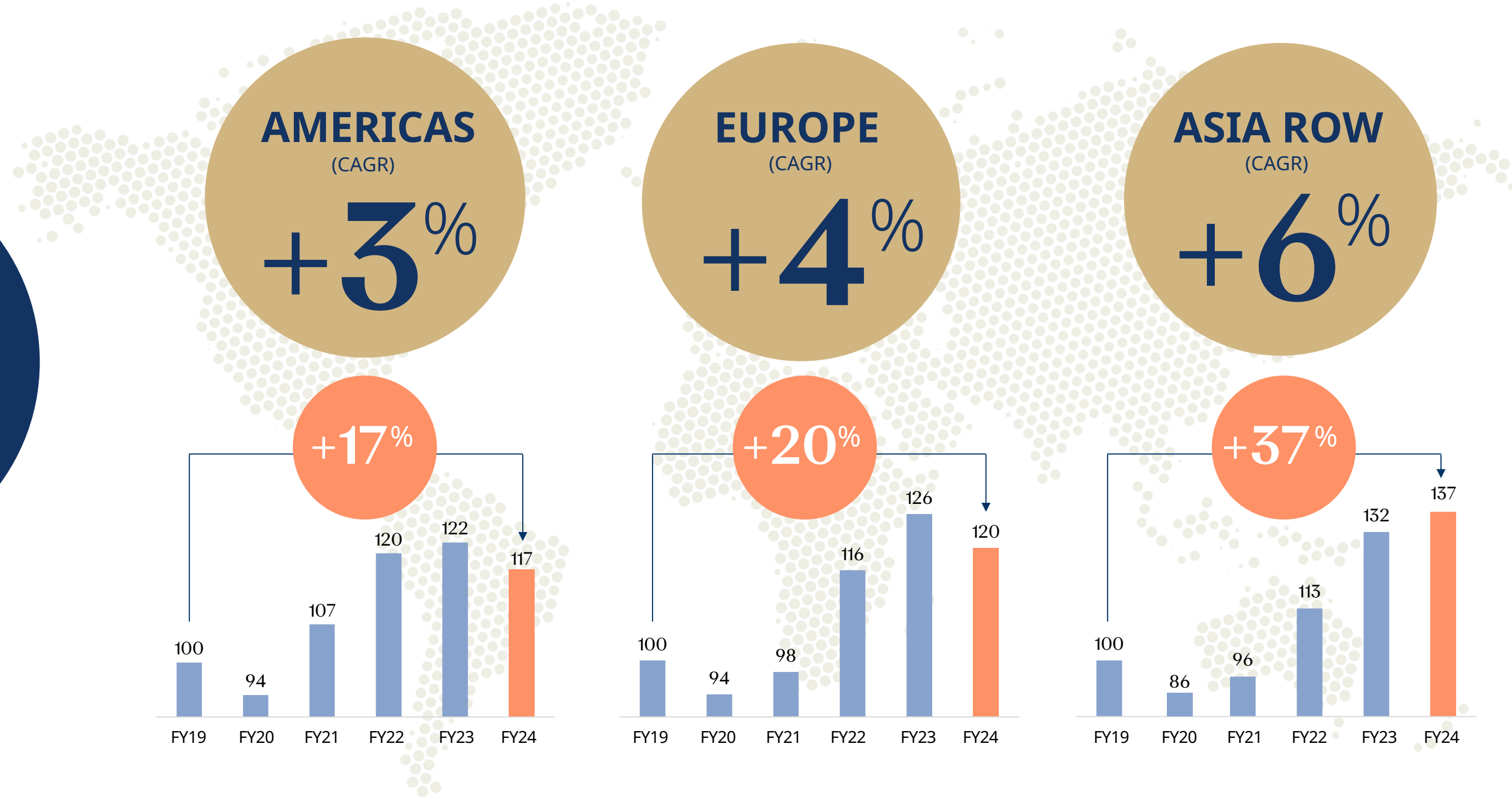
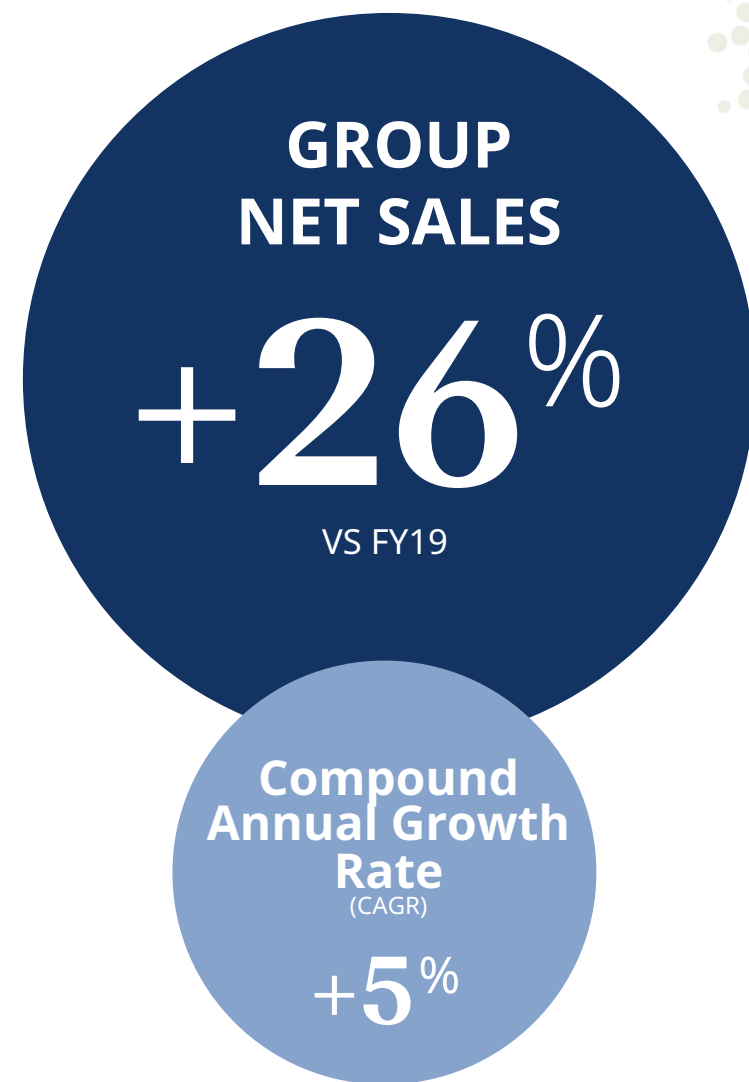


Broad-based and balanced geographic breadth mitigates the impact of softer results in the US & China



Normalization is concluded in most markets following two years of outsized growth

Sequential volume recovery in most markets¹ in H2

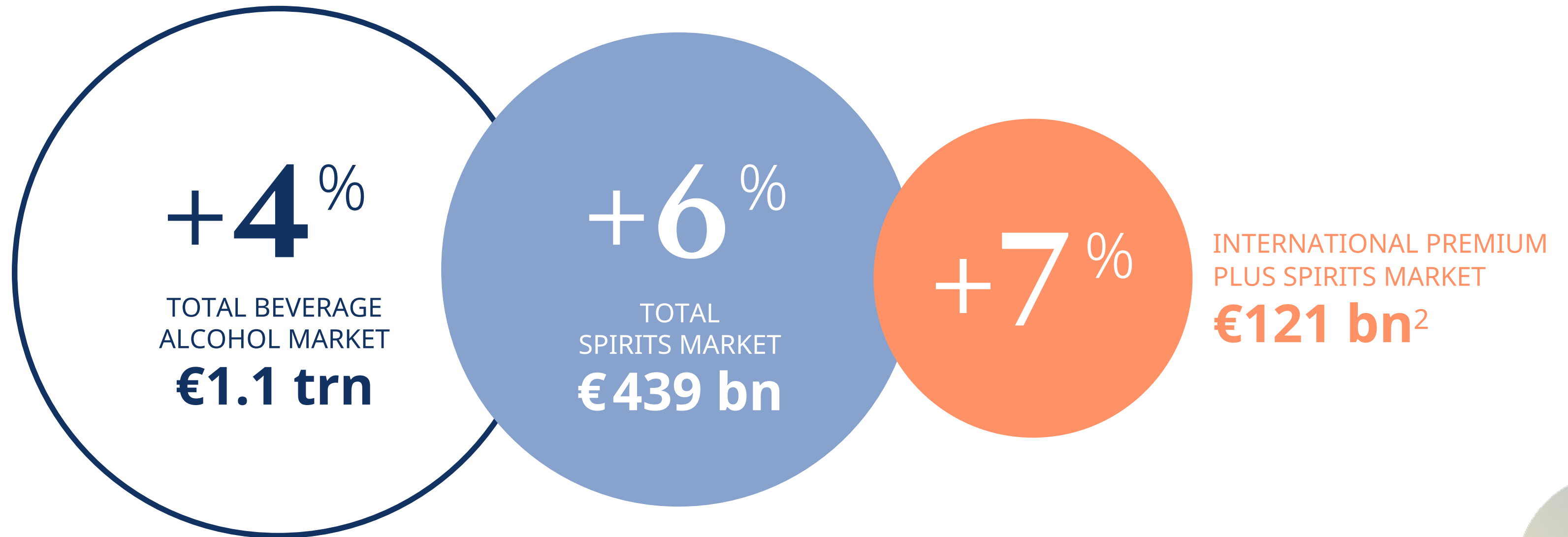


1- Markets accounting for c.70% of Group Net Sales



With its premium portfolio, Pernod Ricard operates in the most dynamic segment of the attractive beverage alcohol market

Compound Annual Growth Rate 2013 to 2023¹



1- 2013 to 2023 CAGR, IWSR growth market value
2- The Pernod Ricard Market View based on IWSR data ending 2023





Favourable trends sustain long-term growth of premium spirits

Powerful mega trends

- ▶ Global growth in Legal Drinking Age
- ▶ Global growth in middle class
- ▶ Women increasing share of consumption

Evolving consumer needs

- ▶ Search for experiences
- ▶ Self-expression
- ▶ Convenience

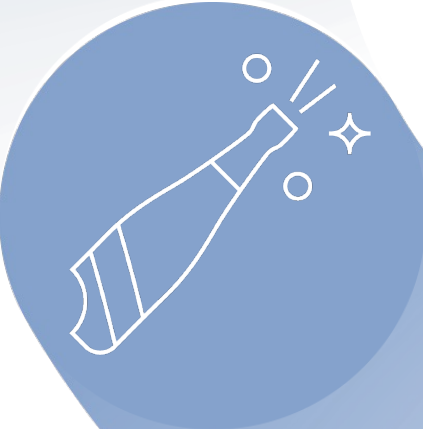


THE MOST COMPLETE
PREMIUM PORTFOLIO



**Our
competitive
advantages**

WINNING
CULTURE



THE MOST COMPREHENSIVE
DISTRIBUTION NETWORK

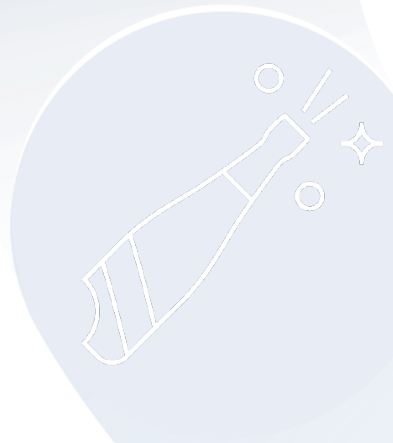


THE MOST COMPLETE
PREMIUM PORTFOLIO

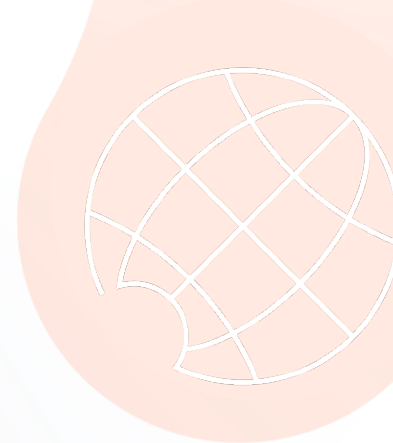


Our
**competitive
advantages**

WINNING
CULTURE



THE MOST COMPREHENSIVE
DISTRIBUTION NETWORK





STRATEGIC INTERNATIONAL BRANDS



STRATEGIC LOCAL BRANDS

PRESTIGE BRANDS



SPECIALTY BRANDS

Over time, we have built the industry's most complete and diversified portfolio of premium international spirits brands.



Consumer centricity fuels innovation and marketing investments

**Absolut
x Ocean Spray**

**Skrewball
Whiskey**

**Ricard
Limited edition**

**Absolut Warhol
Limited edition**

**Lillet
x Emily in Paris**

**Malfy x Missoni
Limited edition**





Tom DALEY



Mélanie LAURENT



Active portfolio management

In line with our international development and premiumization strategy



Local Strategic Brands Disposals

Clan Campbell and Becherovka



Wines Disposals

Transaction expected to close in H2 of FY25¹



Disposal of Minttu and other local Nordic brands

Closing expected to occur during the third quarter of FY25¹

1- Subject to closing conditions and regulatory clearances





THE MOST COMPLETE
PREMIUM PORTFOLIO

Our competitive advantages

WINNING
CULTURE

THE MOST COMPREHENSIVE
DISTRIBUTION NETWORK



The most comprehensive distribution network



THE MOST COMPLETE
PREMIUM PORTFOLIO

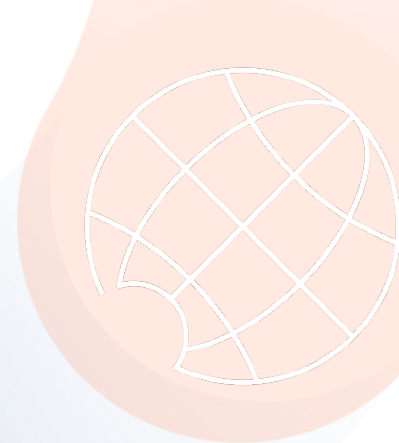


Our competitive advantages

WINNING
CULTURE



THE MOST COMPREHENSIVE
DISTRIBUTION NETWORK





Our Values

Grounded
in the real

Fiercely
authentic

Passion
for challenge

Connected
beyond borders





TIME

WORLD'S
BEST
COMPANIES

IN PARTNERSHIP WITH
statista

2024

Forbes 2024

WORLD'S BEST
EMPLOYERS

POWERED BY STATISTA





Direct beneficiaries of Pernod Ricard's activities

In billion Euros – FY24

TAX E.g. Corporation tax, excise duty*, custom duties, VAT

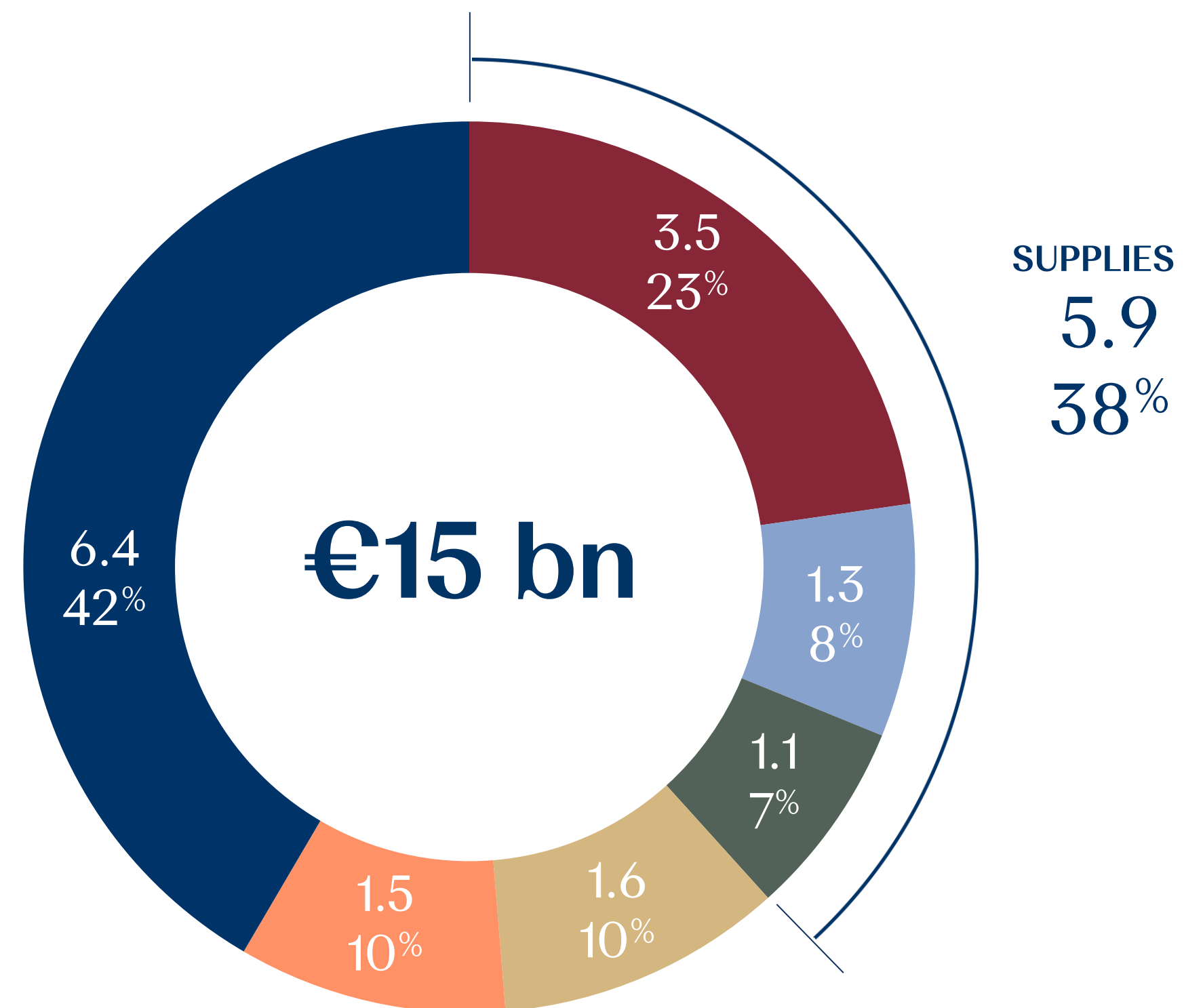
SERVICES SUPPLIES E.g. Purchasing of advertising and marketing services

AGRICULTURAL, FOOD & DRINKS SUPPLIES E.g. Cereals and grapes

INDUSTRIAL SUPPLIES E.g. Glass products

EMPLOYEE COMPENSATION E.g. Wage & benefits in cash and in kind, income taxes and social contributions

DIVIDENDS & SHARE BUYBACK



*Only excise taxes paid directly by Pernod Ricard at importation or release for consumption

Source: Oxford Economics study, based on Pernod Ricard data
Totals may not add up due to rounding



Pernod Ricard's global economic footprint in FY24



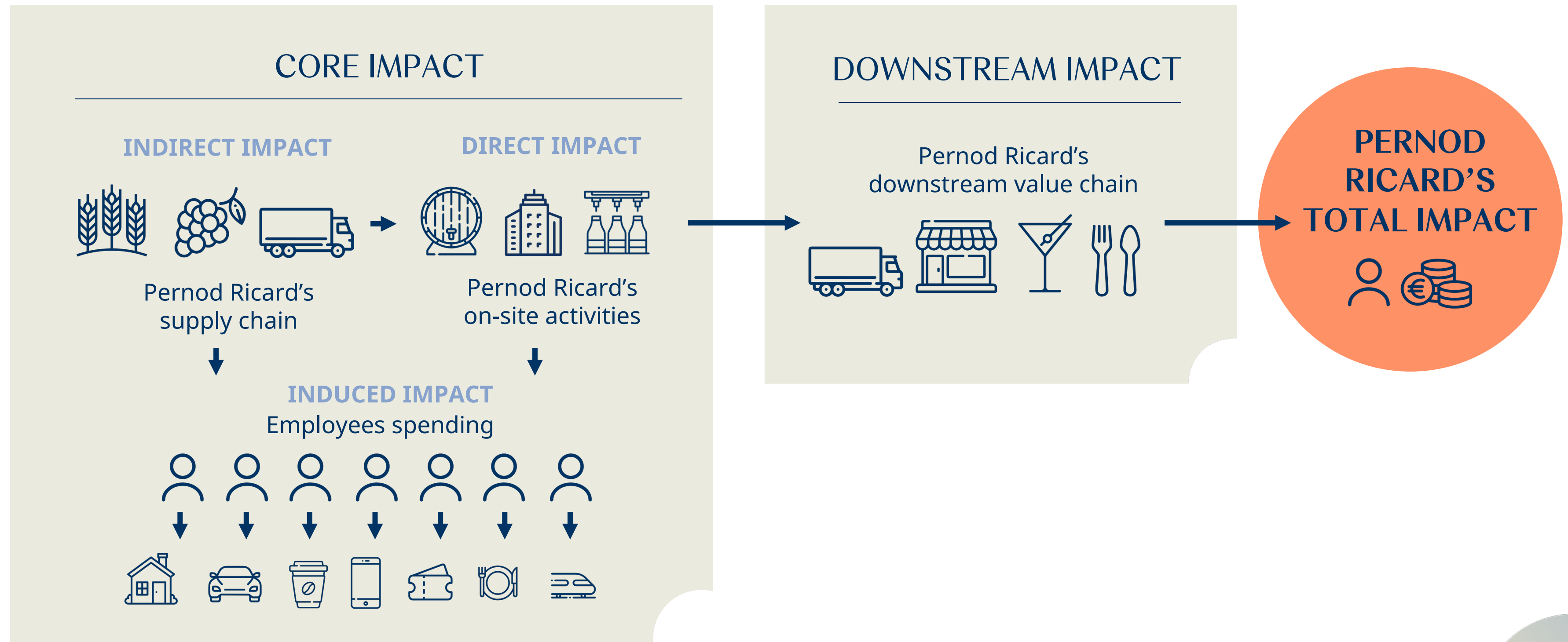
OXFORD
ECONOMICS

Jeremy LEONARD

Managing Director, Oxford
Economics Global Industry Service



Pernod Ricard's channels of impact



Source: Oxford Economics study, based on Pernod Ricard data



Pernod Ricard's global economic impact

Direct, Indirect, Induced and Downstream Impact

- ▶ **€33 billion contribution to global GDP**
which is equivalent to around one tenth of GDP in Paris
- ▶ **1 million jobs**
- ▶ **€14 billion**
in tax payments around the world



6.2 GDP multiplier

For every **€1** in GDP directly contributed by Pernod Ricard, a further **€5.2** is supported through its wider impact.



52 employment multiplier

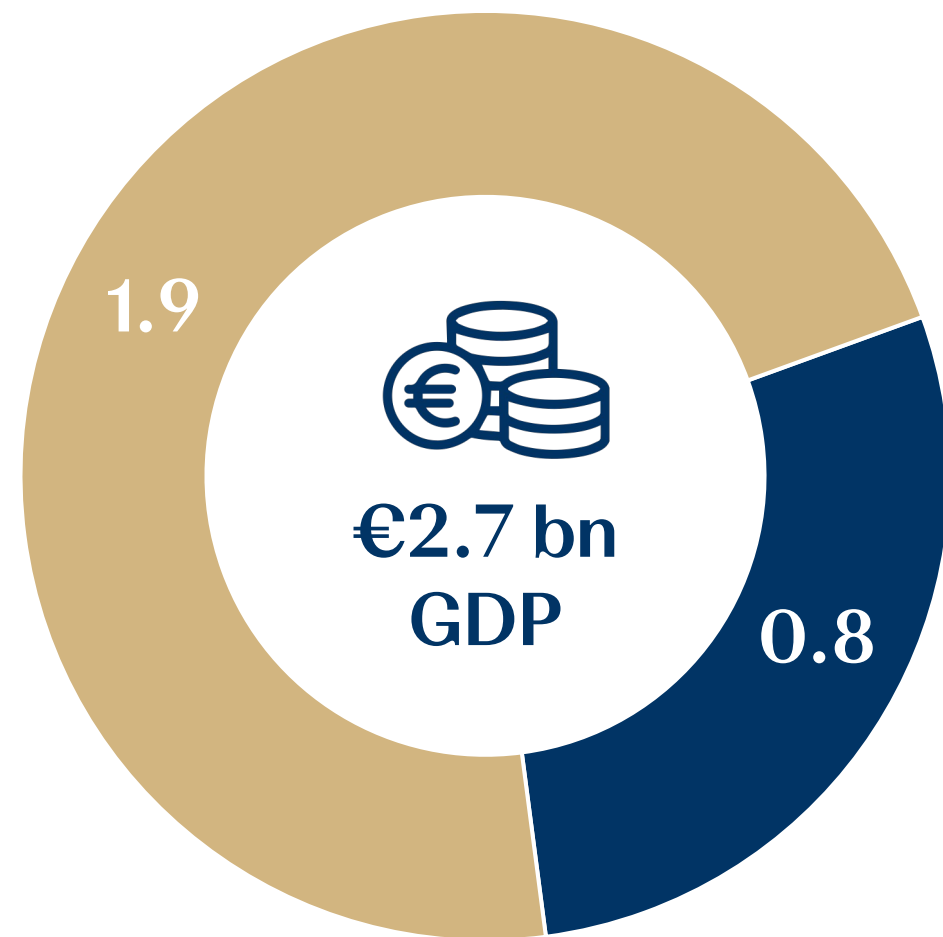
For every **person** directly employed by Pernod Ricard, a further **51 jobs** are supported through its wider impact.



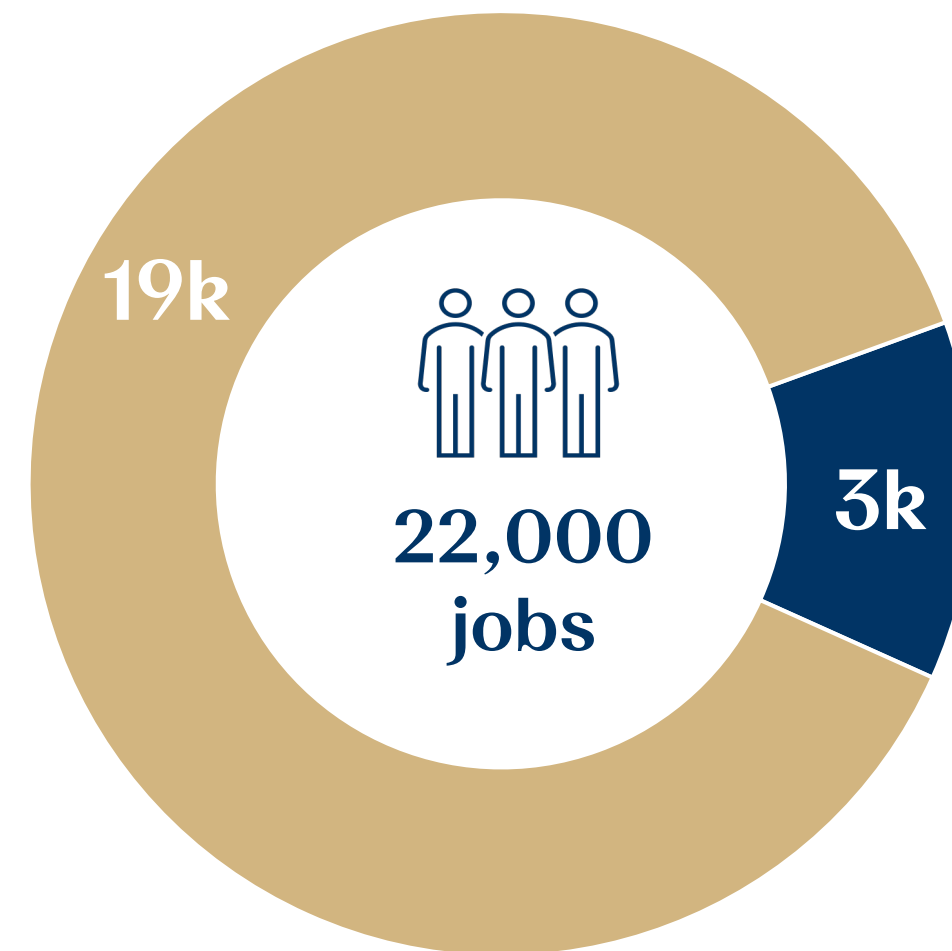
Pernod Ricard's impact in France

Pernod Ricard's economic footprint, by measure of employment in particular, extends well beyond its direct impact...

Pernod Ricard's direct and total GDP impact in France, FY24



Pernod Ricard's direct and total employment impact in France, FY24



 DIRECT IMPACT

 WIDER IMPACTS

Source: Oxford Economics study, based on Pernod Ricard data



FROM GRAIN TO GLASS



For a sustainable and responsible growth

Noémie BAUER
Chief Sustainability Officer

FROM A GOOD PLACE.
TO GOOD TIMES.



Our 2030 Sustainability & Responsibility strategy has enabled strong progress

- ▶ A robust governance
- ▶ A team of experts and a strongly committed network in our affiliates
- ▶ Important progress, with some commitments already reached
- ▶ High recognition





Regenerative viticulture practices being piloted in Champagne

Nurturing our terroirs

Securing the supply of our **natural ingredients** and regenerating our **terroirs**

100%

of our wine regions are piloting regenerative viticulture

11,200

farmers supported, trained and empowered to drive regenerative agriculture practices

39%

of our main natural ingredients are produced or sourced in line with sustainability standards



Valuing People

Fostering an environment where **everyone** throughout our value chain feels **heard, valued and safe**

38%

of women among Top Management

Maintain gender pay equity

-43%

reduction in lost time accident frequency rate since FY22



Be the one

- Our campaign 'Be The One' raises awareness among employees on the importance of taking care of their and others health & safety.





Deploying ecoSpirits circular distribution solution in Cuba

Circular Making

Reducing our **environmental impact** by acting with our suppliers throughout our value chain

99%

of our packaging is reusable, recyclable or compostable

-12%

reduction water consumption intensity since FY18

-30%

reduction in scopes 1 and 2 absolute emissions from our production sites since FY22

-9%

reduction in scopes 1,2 and 3 FLAG* absolute emissions since FY22

-6%

Reduction in scope 3 non FLAG* absolute emissions since FY22



SCIENCE BASED TARGETS



DISCLOSURE INSIGHT ACTION

*Forest, land & agriculture



Responsible Hosting

Promoting **responsible consumption** of alcohol by acting closer to our consumers

600 millions

people reached by the digital campaign 'Drink More Water'

32 millions

people exposed to this campaign in festivals and bars

108 millions

consumers reached by our strategic brand campaigns promoting responsible consumption of alcohol

95%

bottles with digital labels helping consumers make responsible choices

Activation of the 'Drink More Water' campaign during a festival in Portugal






A LONG-TERM, SUSTAINABLE & PROFITABLE GROWTH



Data and AI at the heart of our business



DEMAND ANALYSIS
Granular segmentation to position each brand

1 need × 1 moment × 1 consumer type



matrix

MARKETING INVESTMENTS



PROMOTION & PRICING



March- April



% discount



D-STAR

SALES FORCES



28 markets

covering **c.75% of Group Sales**,
now equipped with at least one KDP¹

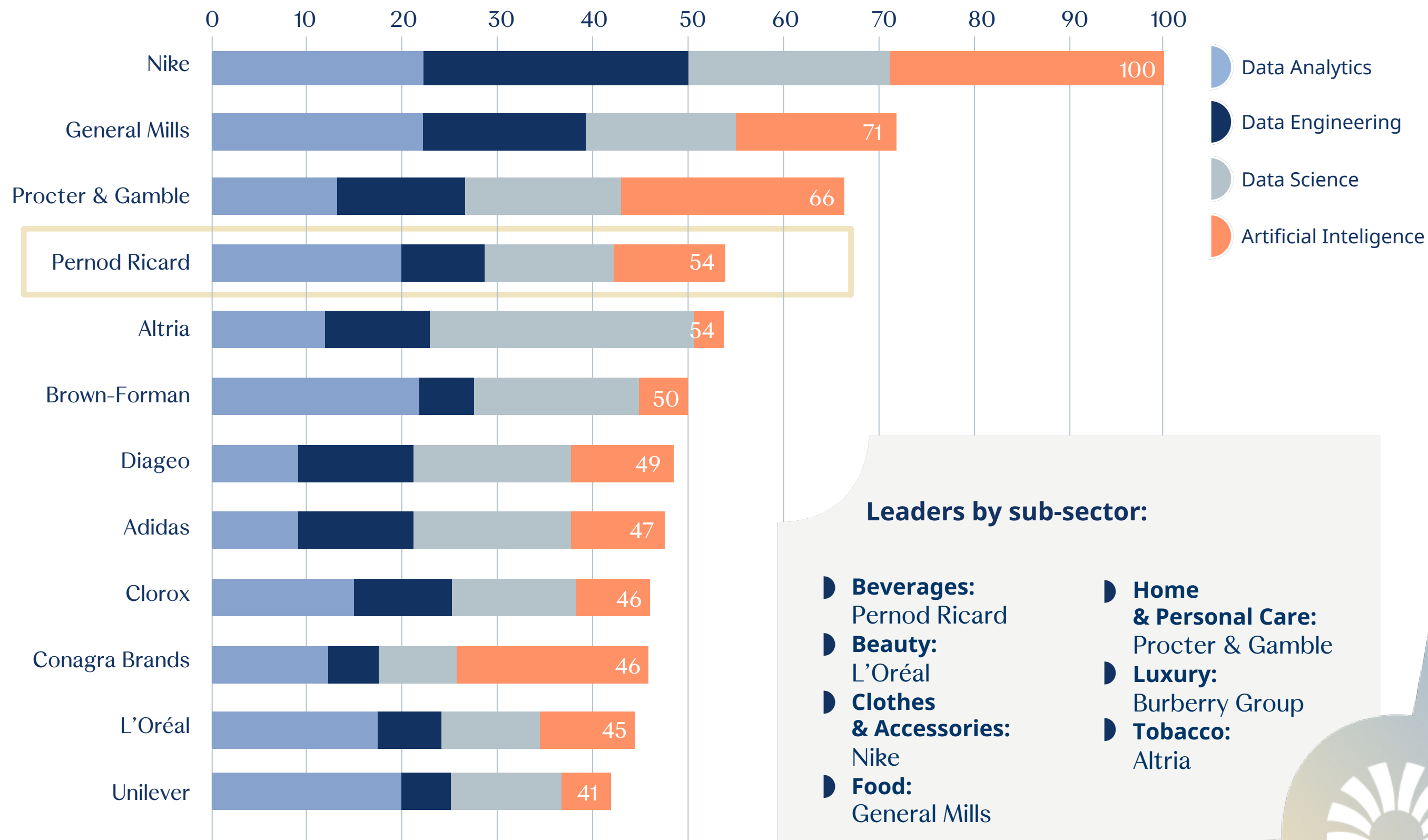
HORIZONS

CAREER MANAGEMENT & DEVELOPMENT



Pernod Ricard global leader in the drinks industry in terms of bringing skills dedicated to data and AI in-house

Top French and European company and ranking fourth globally across all categories

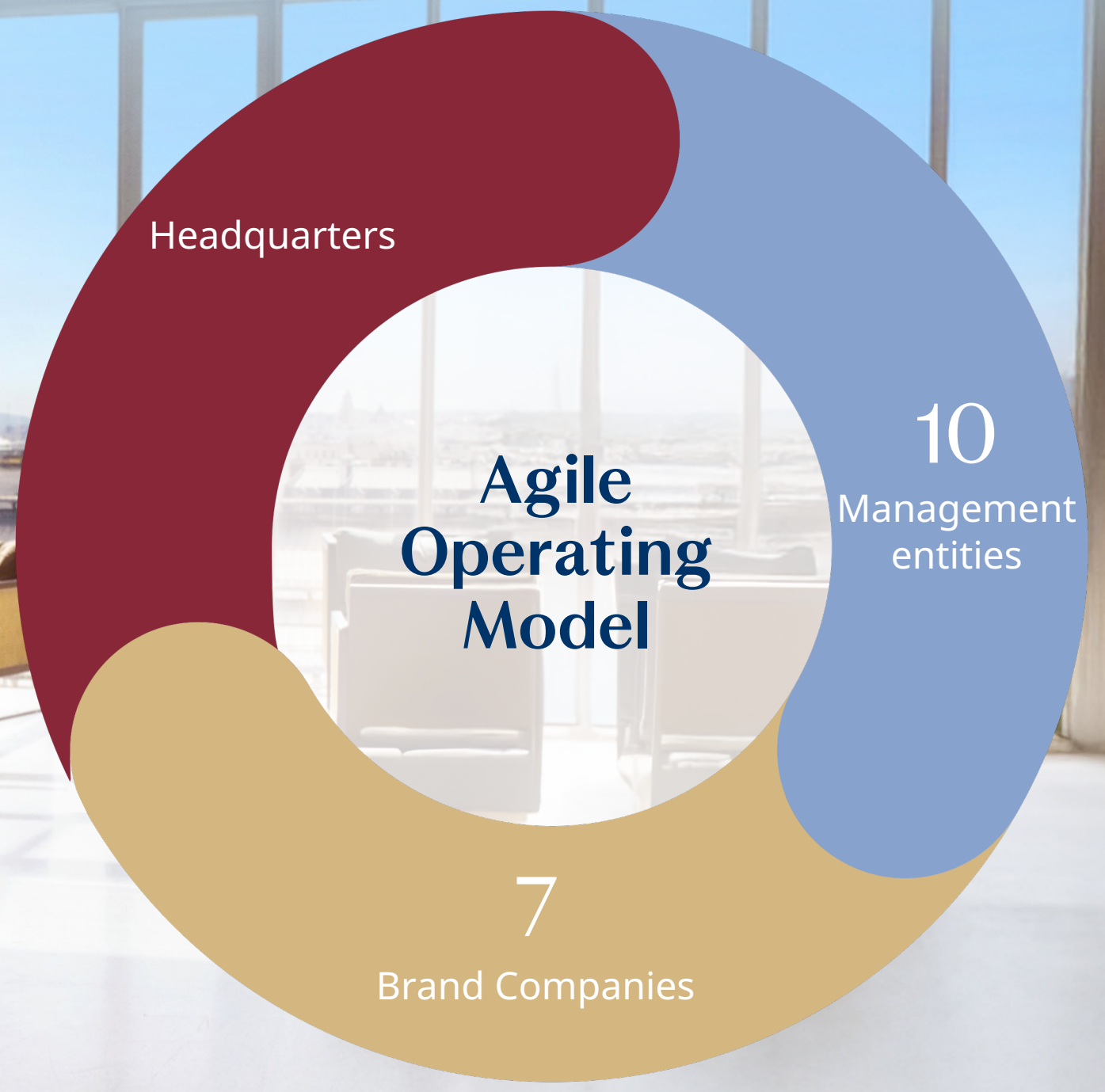


Source : Data & AI Human Capital Report 2024 by AlixPartners and Darwin X

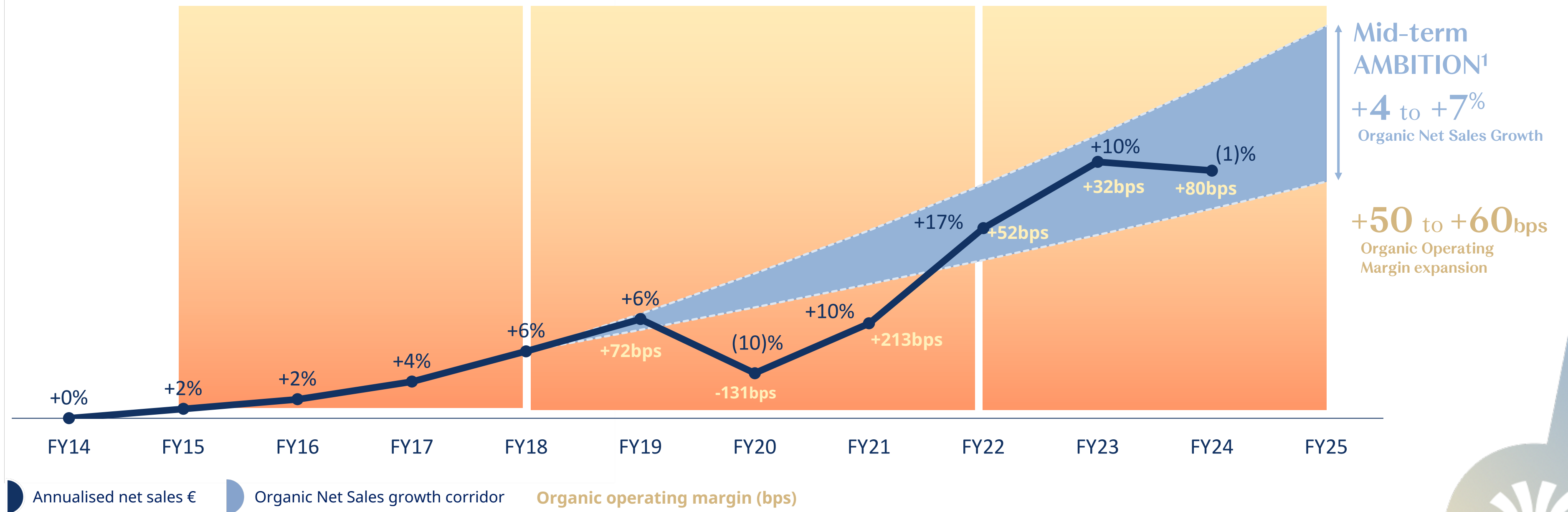


Agile organization and management with long-established expertise in spirits

An experienced Executive Committee leading our ambition



Enduring framework for sustainable value creation



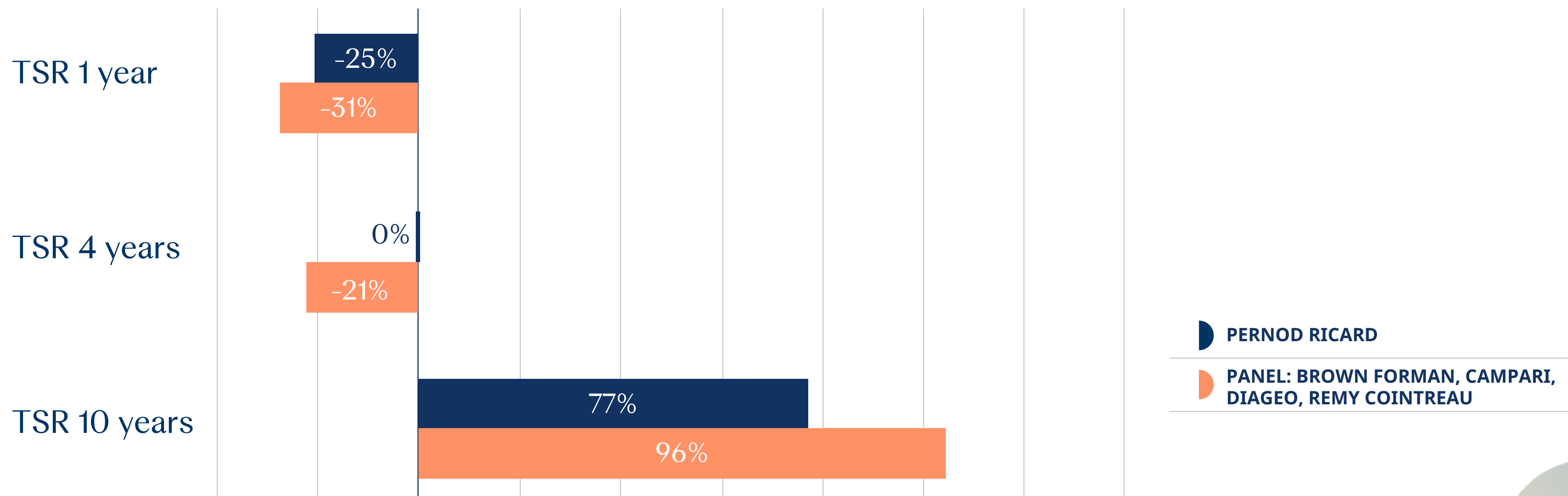
1- At our Capital Market Day in June 2022, we unveiled our FY 2023-FY 2025 medium-term ambitions of aiming for the upper end of +4% to +7% organic Net Sales growth and +50bps to +60bps organic Operating Margin expansion. The ambitions are relevant beyond this time horizon, as medium term is understood to refer to the next three to five financial years.



Long-term value creation at the core of our strategy

Recent performance in line with our spirits peers in a difficult context for the industry

TSR Global Performance¹



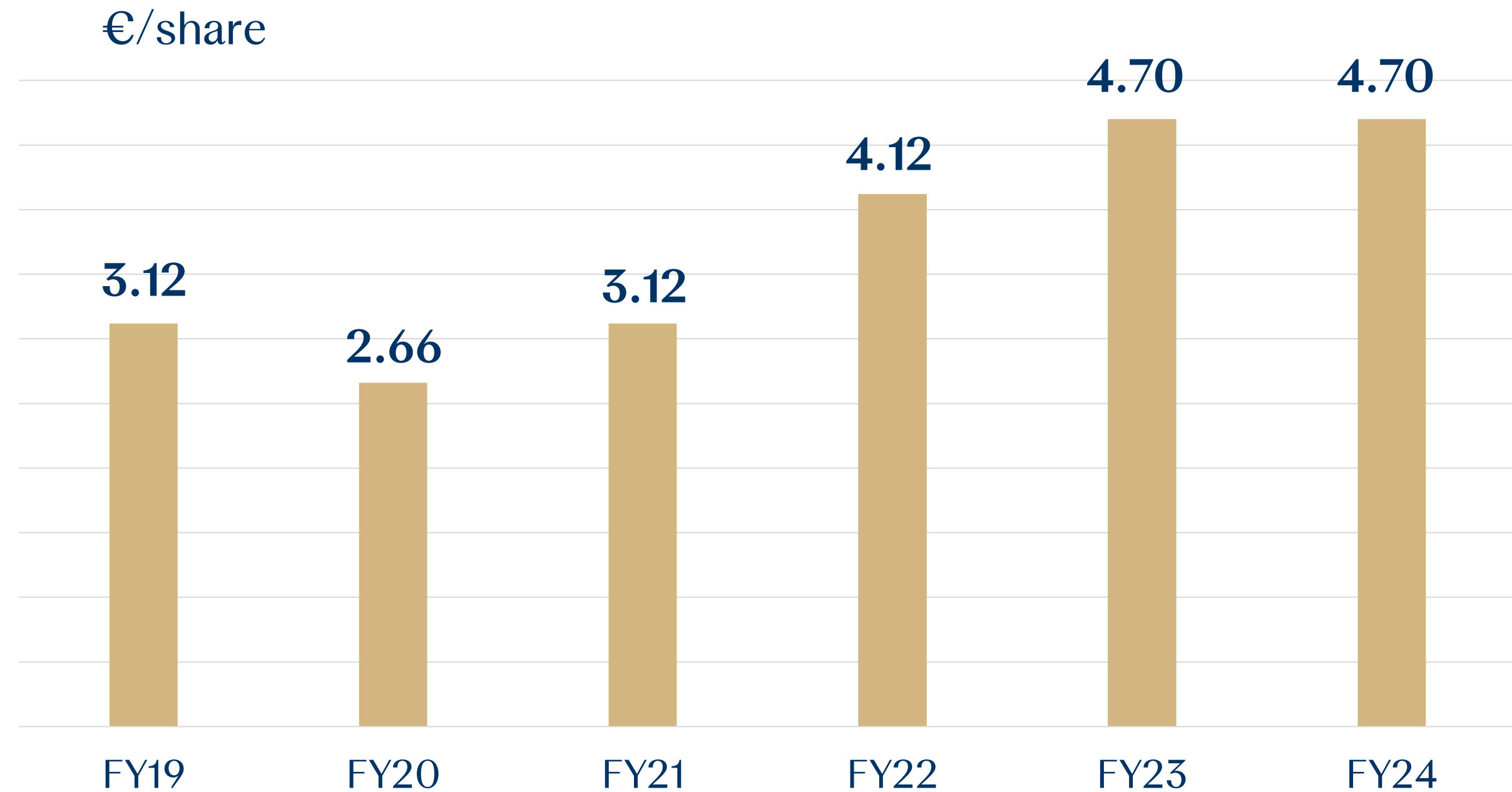
1- As of 31/10/2024, Total Shareholder Return calculated using the 3-month average method, with dividends reinvested



Committed to long-term shareholder value creation

CAGR increase of +8.5% since FY19

Proposed dividend per share
€4.70¹



1- Subject to shareholder approval





CLUB PREMIUM



2 Consolidated Financial Statements

Hélène de TISSOT
EVP Finance & IT



Executive Summary

FY24

Robust performance in a normalizing spirits market

FY 24 Organic Net Sales broadly stable (+1% excluding Russia)

as strong performance in many mature and emerging markets offsets a still-normalizing US and challenging China.

Sequential volume recovery

throughout H2 in most markets.

Pricing, operational efficiencies and cost discipline

leading to Organic Gross Margin expansion of +108 bps and Organic Operating Margin expansion of +80 bps.

Investing in brand desirability and long-term growth

with a sharp and consistent A&P policy and with an acceleration in strategic investments.

Continuing active portfolio management

with disposals of some Strategic Local Brands and the announcement of the disposal of wine brands¹.

1- Subject to fulfilment of closing conditions, including regulatory clearances and expected to occur during H2 FY25



Financial performance overview

NET SALES
€11,598m

Organic
Reported

-1%
-4%

FREE
CASH-FLOW
€963m

-33%

PRO
€3,116m

Organic
Reported

+1.5%
-7%

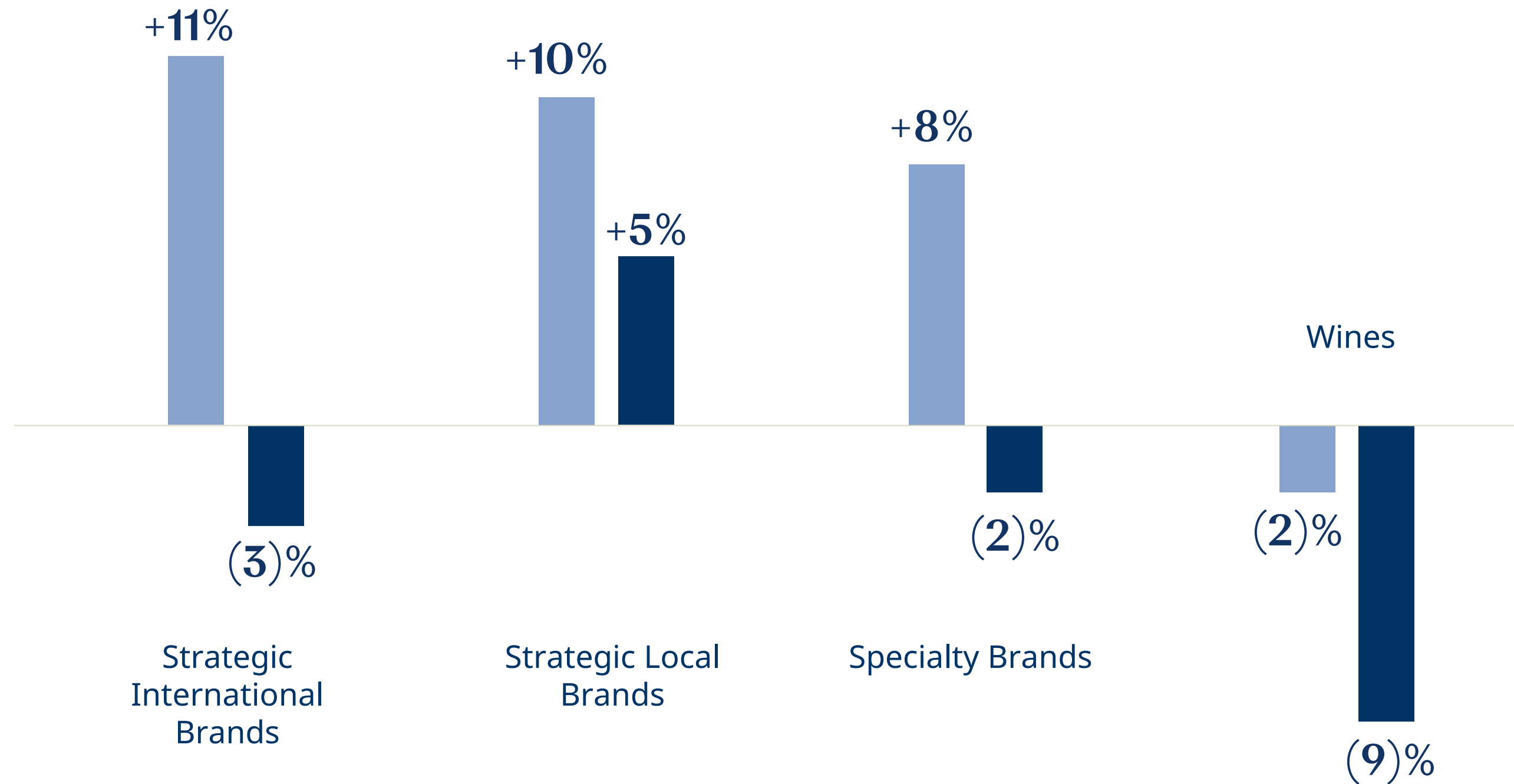
GROUP SHARE
OF NET PROFIT
€1,476m

-35%

Organic Operating Margin
expansion of +80bps



Sales by Categories



■ FY23
■ FY24

- ▶ **Jameson** continues its international expansion
- ▶ **Absolut** in dynamic growth in Asia-RoW and Europe
- ▶ Strong momentum for **Seagram's whiskies** in India
- ▶ **Scotch brands** negatively impacted by US and China



Summary Income Statement

Δ 23 - 24

Strong Gross Margin expansion led by pricing, operational efficiencies and strict cost control

€ in millions	FY24	Reported	Organic
SALES	11,598	(4)%	(1)%
Gross margin after logistic cost (GM) GM / Sales (var. in bps)	6,975 60.1%	(4)% +44 bps	+0,5% +108 bps
Advertising & promotional expenditure (A&P) PP / Sales (var. in bps)	(1,872) 16.1%	(3,5)% (16) bps	(3)% +30 bps
Structure Structure / Sales (var. in bps)	(1,987) 17.1%	+1% (100) bps	+2% (58) bps
PROFIT FROM RECURRING OPERATIONS (PRO)	3,116	(7)%	+1.5%
<i>PRO / Sales (var. in bps)</i>	26.9%	(72) bps	+80 bps



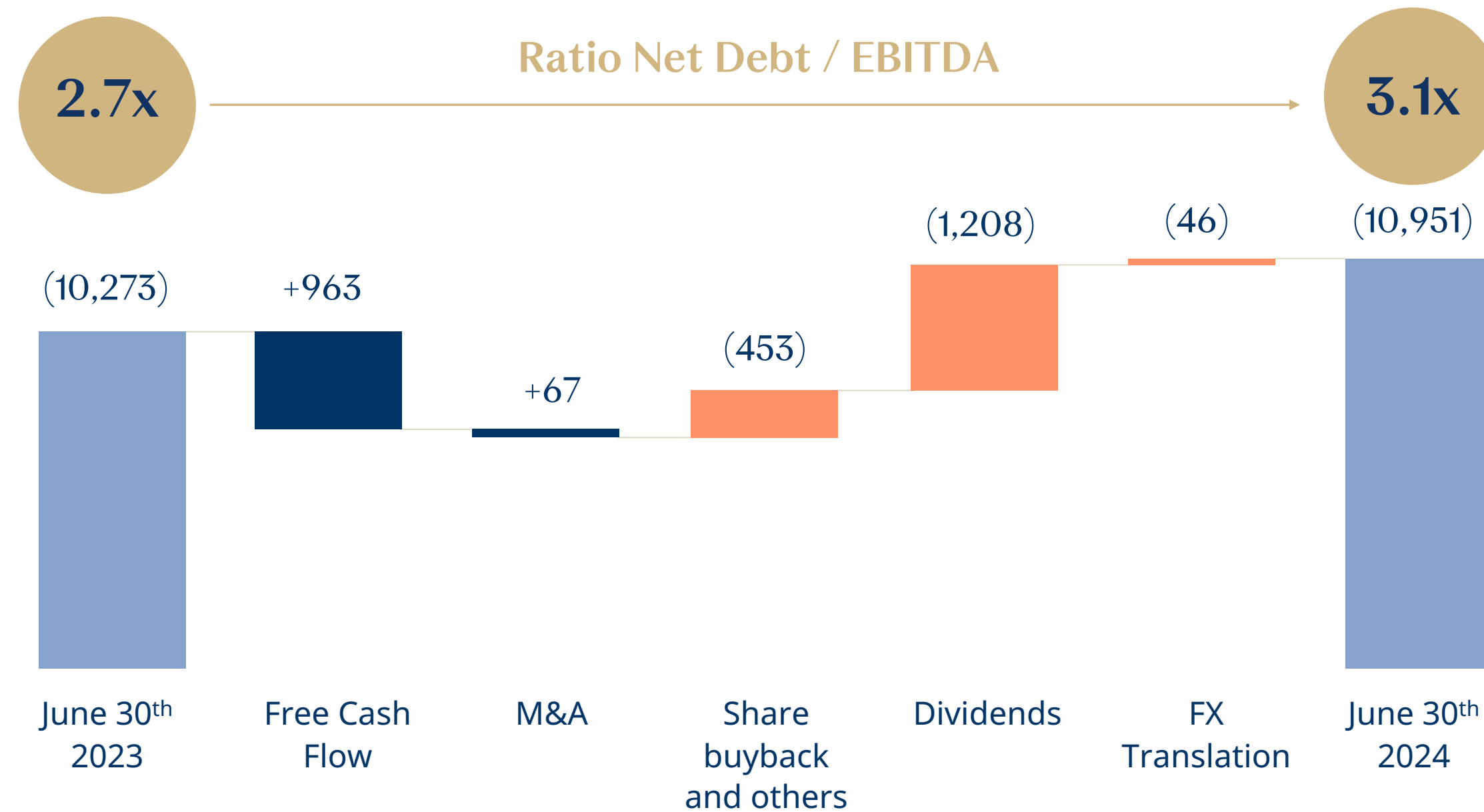
Group Share of Net Profit

Declining by 35%, impacted by Non-Recurring Expenses and an increase in Financial expenses

€ in millions	FY24	Δ Reported
PROFIT FROM RECURRING OPERATIONS (PRO)	3,116	(7)%
Non-recurring operating income and expenses	(392)	
OPERATING PROFIT	2,724	(17)%
Financial income (expense)	(437)	
Corporate income tax	(766)	
Non-controlling interests and other	(45)	
GROUP SHARE OF NET PROFIT	1,476	(35)%



Strong balance sheet supporting a dynamic financial policy



Financial Policy While maintaining investment grade rating

- ▶ Investment in future organic growth, in particular through Strategic Inventories and Capital Expenditure
- ▶ Continued active portfolio management, including value creating M&A
- ▶ Dividend distribution at c.50% of Net Profit from Recurring Operations, aiming at consistently growing dividends
- ▶ Share buyback, when above priorities are fulfilled



3 First Quarter FY25



First Quarter FY25

Organic Net Sales decline -5.9%
with stable volumes
Reported Net Sales -8.5%

Our broad geographic breadth

led us to deliver strong performances in a number of markets across the world, partially offsetting the net sales decline in two of our main markets.

US sales decline

of -10%, reflecting the continued normalization post-COVID, and further amplified by inventory adjustments with sell-out value at c.-5%.

Sharp sales decline in China

-26% in a challenging macroeconomic environment.

Solid growth in India

+2%, impacted by phasing.

Strong growth of Travel Retail in Americas and Europe,
with Asia impacted by China.



4 Outlook

Alexandre RICARD

Chairman & Chief Executive Officer



Outlook

Leveraging our diversified portfolio and balanced footprint, we reiterate our confidence in our medium-term¹ financial framework of aiming for:

- ▶ The upper end of **+4% to +7%** organic Net Sales growth
- ▶ **+50bps to +60bps** organic Operating Margin expansion



For FY25, we expect:

- ▶ **Full-year organic Net Sales back to growth** with continuing volume recovery
- ▶ To sustain **organic operating margin**





50th ANNIVERSARY



WE ARE
*Créateurs
de convivialité*



5 Governance

Patricia BARBIZET

Lead Independent Director
& Chair of the Nominations
and Governance Committee

A hand with colorful nail polish and a bracelet holds a chilled bottle of Malibu Original liqueur. The bottle is condensation-covered and features the Malibu logo: a palm tree on a sunset over water. Below the logo, it says 'ORIGINAL' and 'MADE WITH WHITE RUM AND COCONUT FLAVOUR LIQUEUR'. The background is a vibrant tropical scene with a pineapple, a bowl of ice, and various tropical plants and flowers under bright, sunny light.

MALIBU
ORIGINAL
MADE WITH WHITE RUM
AND COCONUT FLAVOUR
LIQUEUR



Boards of Directors & Committees



Board of Directors & Committees



Alexandre RICARD
Chairman & CEO



Patricia BARBIZET
Lead Independent Director

Independent Directors



Virginie FAUVEL



Ian GALLIENNE



Max KOEUNE



Anne LANGE



Philippe PETITCOLIN



Namita SHAH



Kory SORENSON

Directors



César GIRON



Patricia RICARD GIRON
Permanent representative
of Société Paul Ricard,
Director



Veronica VARGAS



Wolfgang COLBERG

Directors representing employees



Carla MACHADO LEITE



Brice THOMMEN



Pernod Ricard's diverse and complementary skills to meet the Group's challenges

56.4
years
average age

61.5 %
independent
Directors¹

53.8 %
women¹

46.7 %
non-French Directors

10
meetings



**General
management
& Strategy**
8 members



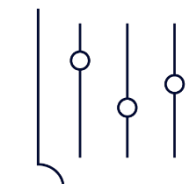
**Finance, Audit
& M&A**
9 members



**Corporate
Governance
& Compliance**
7 members



**CSR
& HR**
5 members



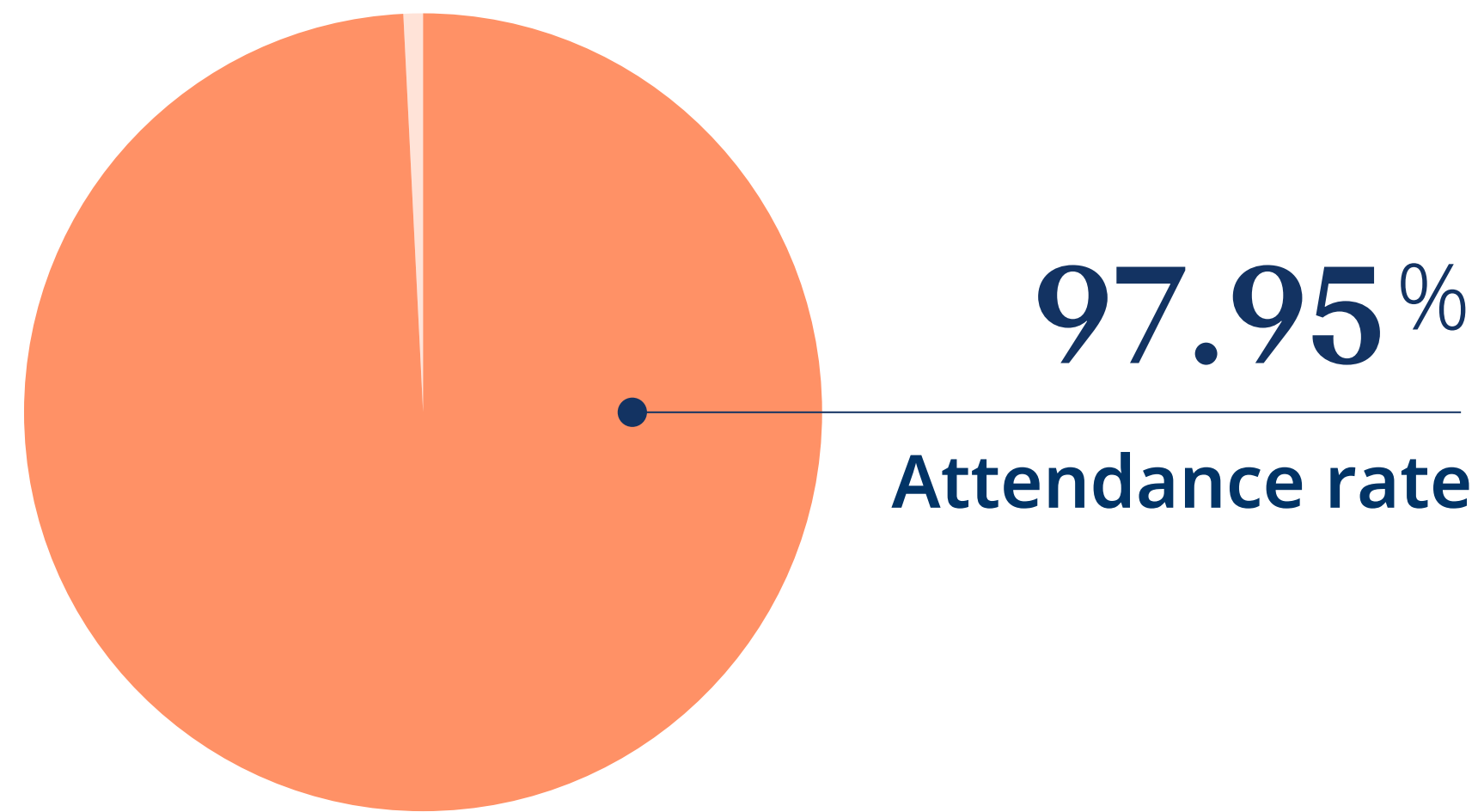
**Innovation,
Industry
& Consumer
Knowledge**
5 members



**Digital
& Technology**
3 members



A committed Board of Directors ensuring effective decision-making to meet the Group's challenges



This year, the Board notably discussed the following points:

- ▶ Group activity
- ▶ Group strategy and growth
- ▶ Group financial results
- ▶ Compensation policy of the Chairman & CEO
- ▶ Corporate Governance
- ▶ Group risks mapping
- ▶ Compliance/Regulatory



Lead Independent Director Report

FY24 Activity Report

During the financial year,
the Lead Independent
Director has notably:

- ▶ Met with our main investors to discuss the Company's governance and the resolutions submitted for vote at this General Meeting
- ▶ Chaired the executive session
- ▶ Ensured the prevention of potential conflicts of interest among directors



Five dedicated Committees supporting the Board in its responsibilities

AUDIT
COMMITTEE

NOMINATIONS
AND
GOVERNANCE
COMMITTEE

COMPENSATION
COMMITTEE

STRATEGIC
COMMITTEE

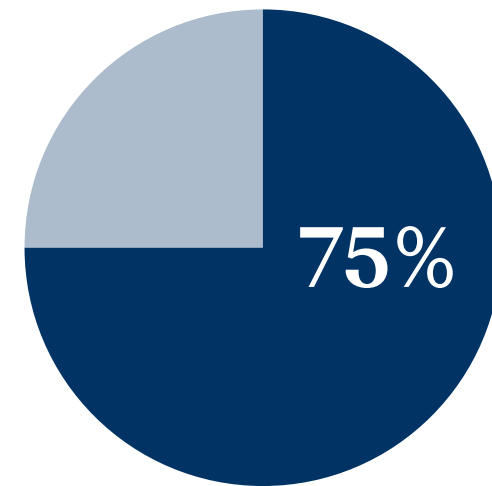
CSR
COMMITTEE



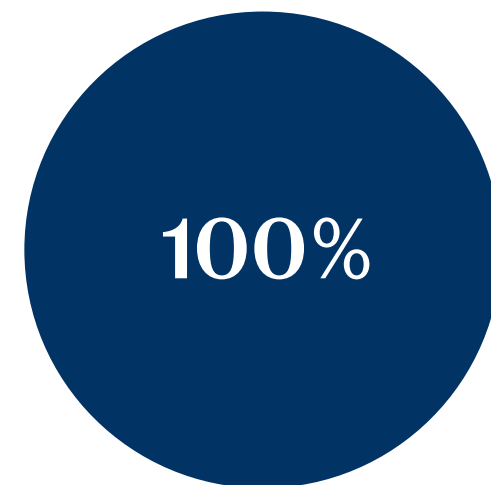
An Audit Committee composed of financial experts



Independence rate⁽¹⁾



Attendance rate



**Philippe
PETITCOLIN**
Chair



**Wolfgang
COLBERG**



**Max
KOEUNE**



**Kory
SORENSON**

1- Excluding Directors representing employees



Overview of the main activities of the Audit Committee in FY24



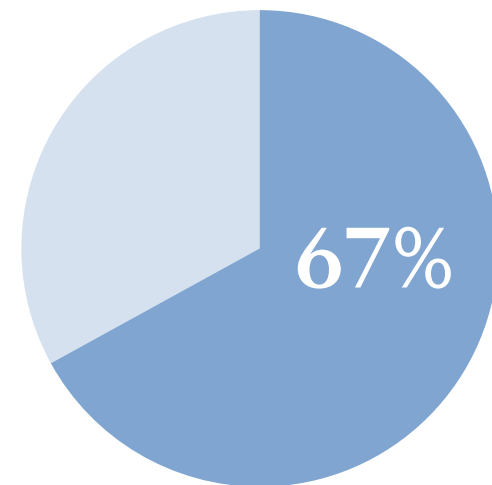
- Review of the interim and annual financial statements
- Monitoring of cash flow and debt
- Review of the updated risk mapping
- Review of internal control
- Examination of the internal audit reports
- Approval of the Group internal audit plan for FY25



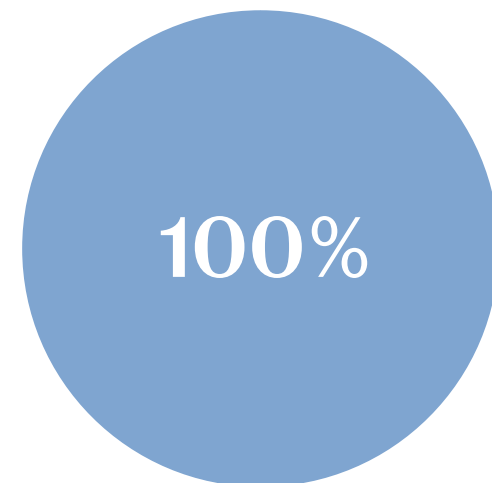
A Committee dedicated to Nominations and Governance



Independence rate ⁽¹⁾



Attendance rate



Patricia BARBIZET
Chair



Anne LANGE



César GIRON

1- Excluding Directors representing employees



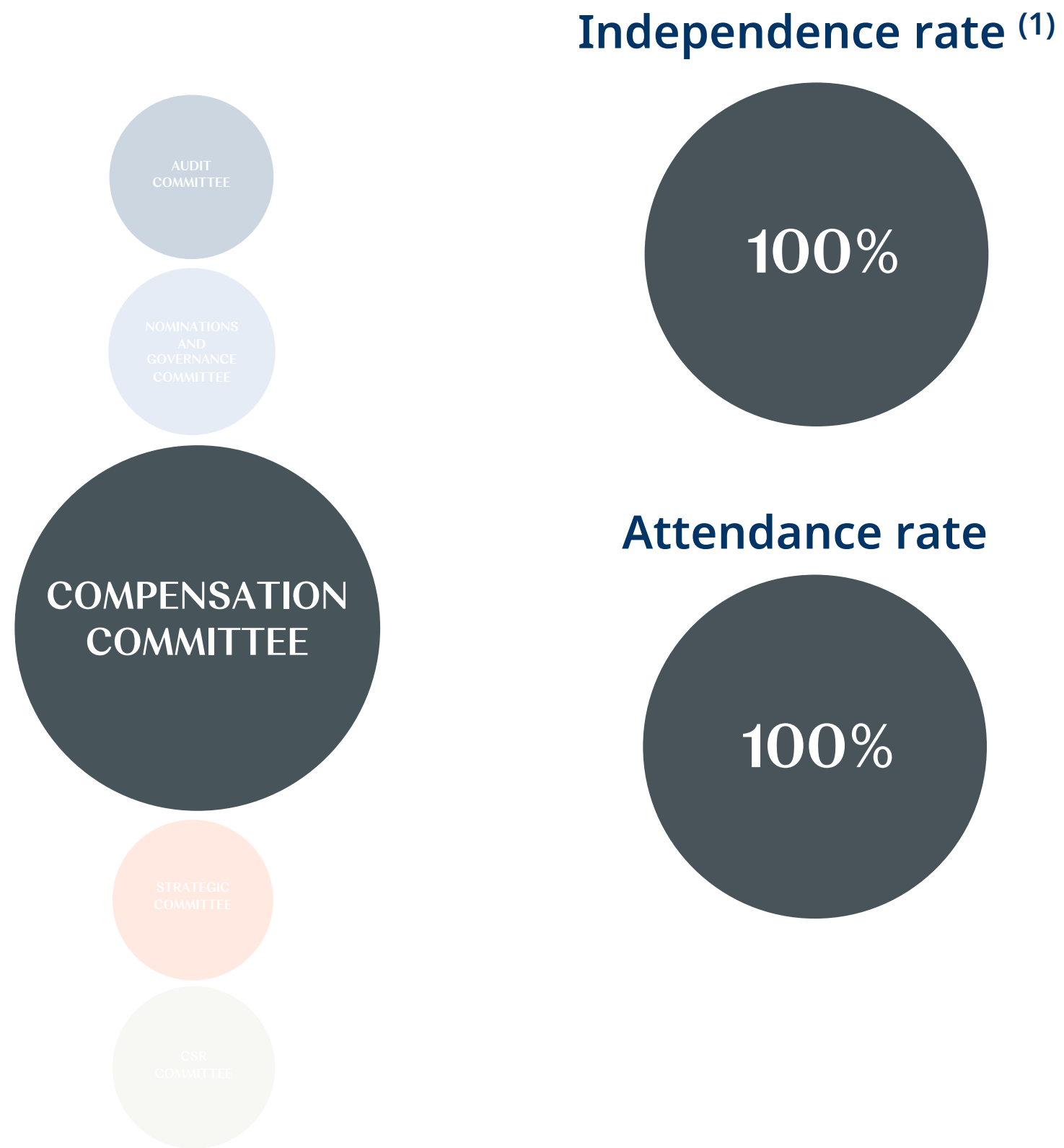
Committee's focus of the year



- Review and recommendations on Board and Committees' composition
- Review of the Group policies on Diversity and Inclusion, talent management & succession plans
- Formalized triennial Board evaluation review
- Proposals to improve the Board and Committees operations
- Improvement of the corporate governance information published in the URD



A Committee in charge of Compensation



Kory SORENSON
Chair



Patricia BARBIZET



Ian GALLIENNE



Brice THOMMEN

Director representing the employees

1- Excluding Directors representing employees



Compensation Committee main activities and analysis



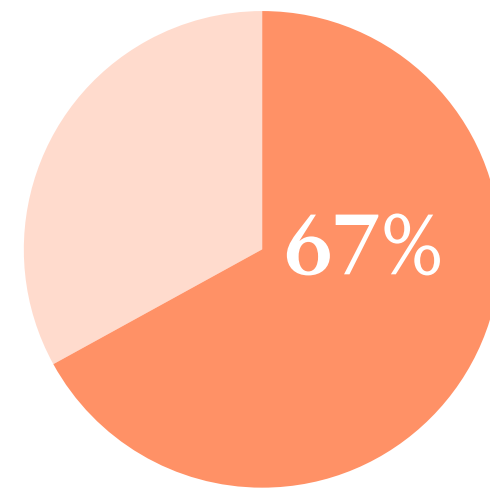
- ▶ In the context of the Chief Executive Officer's mandate renewal, review of the comparable CEOs compensation approaches and of the long-term incentives practices
- ▶ Chief Executive Officer's variable compensation assessment
- ▶ Review of the gender pay equity within the Group



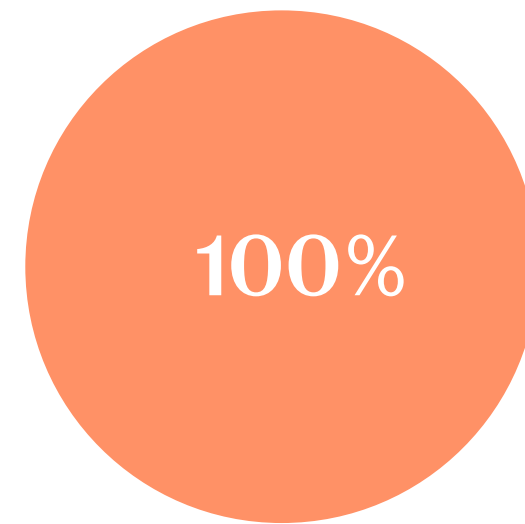
A Strategic Committee created in 2015



Independence rate ⁽¹⁾



Attendance rate



Alexandre RICARD
Chair



Anne LANGE



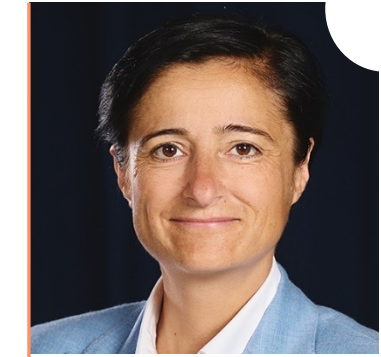
Ian GALLIENNE



Patricia RICARD GIRON
Permanent representative of Société Paul Ricard, Director



Philippe PETITCOLIN



Virginie FAUVEL

1- Excluding Directors representing employees



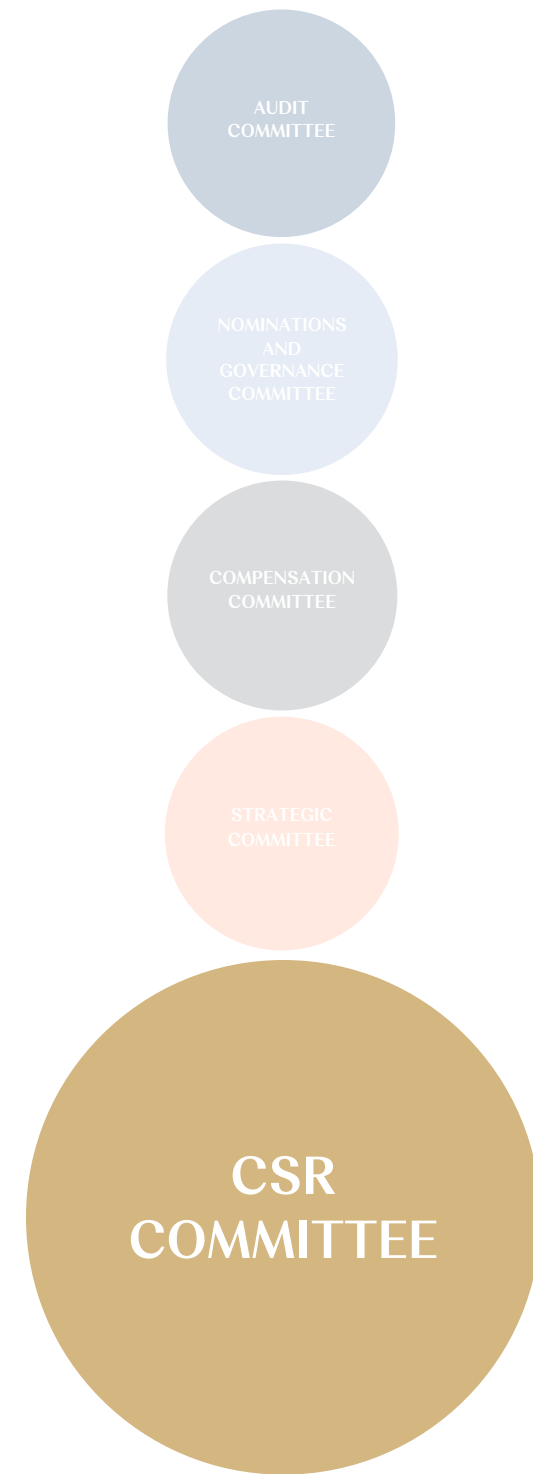
Targeted and diverse presentations delivered to the Committee in FY24



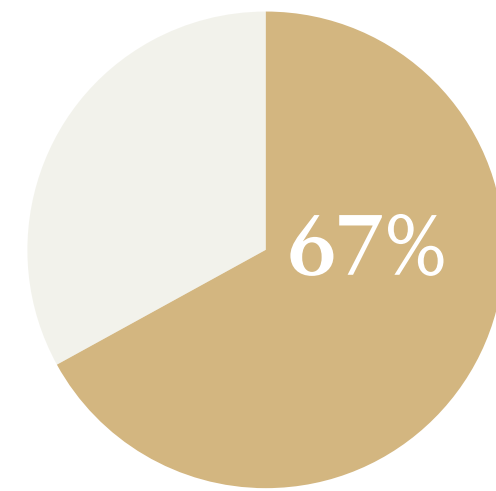
- Discussions *re* medium/long-term consumer habits and key markets strategy review
- Dedicated strategic day focused on climate change risks and opportunities



Since 2020, a Committee specialized in CSR issues

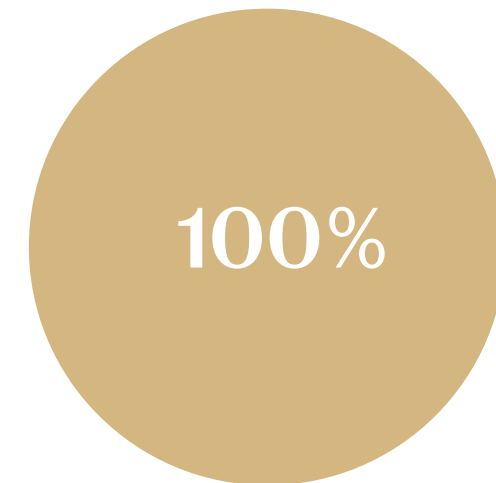


Independence rate ⁽¹⁾



Patricia BARBIZET
Chair

Attendance rate



Veronica VARGAS

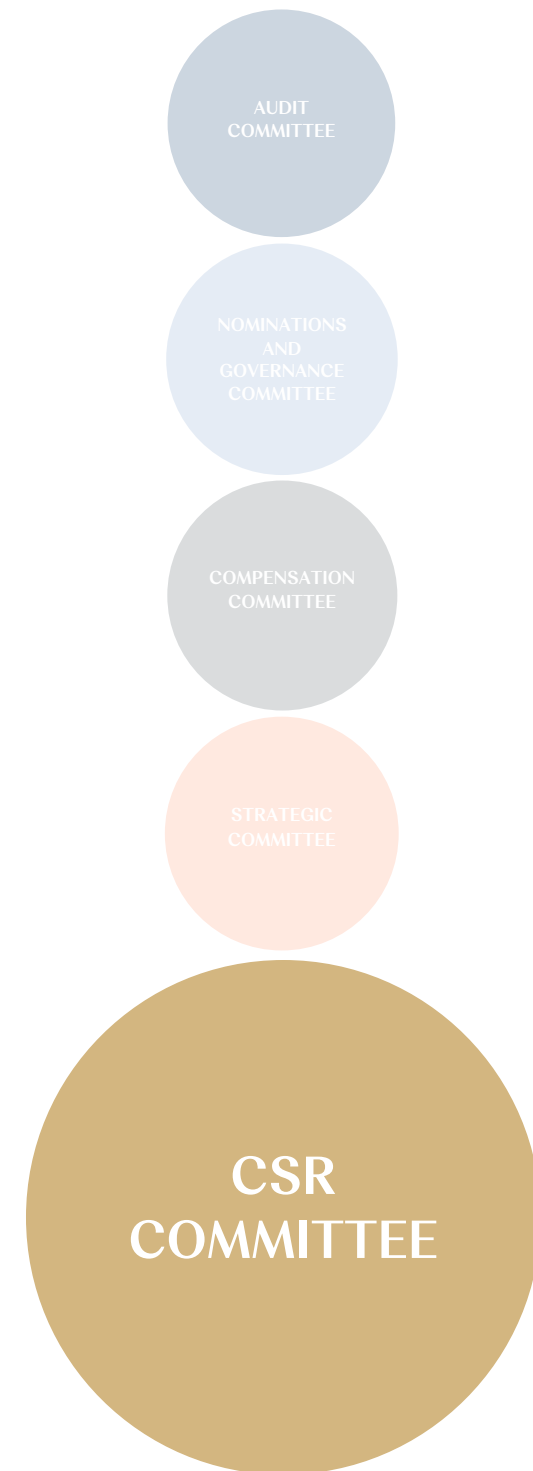


Namita SHAH

1- Excluding Directors representing employees



Points addressed by the Committee during FY24



- Focus on one of the pillars of the Group's CSR strategy "Nurturing Terroir"
- Presentation of the CSRD and the Group's methodology
- As from FY25, the CSR Committee and the Audit Committee will hold an annual joint meeting to review the Durability report



Compensation of The Chairman & CEO

Kory SORENSON

Independent Director & Chair
of the Compensation Committee



2 Resolutions submitted for vote

► VOTE “EX POST”

Approval of the fixed and variable components of the total compensation and benefits paid or awarded for FY24 to Alexandre Ricard, Chairman and CEO

(9th resolution)

► VOTE “EX ANTE”

Approval of the compensation policy applicable to Alexandre Ricard, Chairman and CEO

(10th resolution)



Compensation elements paid or awarded for FY24 (“ex post” vote)

FIXED COMPENSATION

€1,250,000

VARIABLE COMPENSATION

€1,243,125

i.e., 90.41% of the target
(target 110% and max 180%)

PERFORMANCE SHARES

8,620

Performance shares with internal performance conditions (3 years)

6,786

Performance shares with an external performance condition (3 years)

SUPPLEMENTARY PENSION SCHEME

Grant of performance shares:

1,444 shares with internal performance conditions

1,136 shares with an external performance condition

€314,062 cash payment (gross)

OTHER

Company car/collective healthcare and welfare schemes



Compensation policy for the Chairman & CEO

(“ex ante” vote)

FIXED COMPENSATION	€1,325,000
VARIABLE COMPENSATION	Target: 110% – Max : 180% (Financial criteria: target 80% / max 135% – Non-financial and qualitative criteria : target 30% / max 45%)
LONG-TERM VARIABLE COMPENSATION	Max: 100% of fixed and maximum annual variable compensation subject to performance conditions
SUPPLEMENTARY PENSION SCHEME	20% of fixed and variable compensation (10% in performance shares and 10% in cash)
DEFERRED COMMITMENTS	Non-compete clause + forced departure clause: combined maximum 24 months’ compensation (fixed and variable)
MULTI-YEAR/EXCEPTIONAL VARIABLE COMPENSATION	Any multi-year variable compensation or exceptional compensation must be precisely communicated and justified None currently
OTHER	Company car/collective healthcare and welfare schemes



6 Statutory Auditors' Report

Caroline Bruno-Diaz
Partner KPMG S.A.



Statutory Auditors' reports on the consolidated and annual financial statements (1/2)

Pages 285-288 and 312-314 of the Universal Registration Document

- ▶ **Objective:**
Obtain reasonable assurance that the financial statements are free from material misstatements and that they give a true and fair view of the assets and liabilities, of the financial position of the Group and of the results of its operations, in accordance with applicable accounting principles
- ▶ **Key audit matters detailed in the reports:**
Consolidated financial statements: brands' valuation, tax risk
Annual financial statements: valuation of investments
- ▶ We certified that the consolidated and annual financial statements give a true and fair view of the assets and liabilities, of the financial position of the Group and the Company and of the results of their operations for the year then ended





Statutory Auditors' reports on the consolidated and annual financial statements (2/2)

Pages 285-288 and 312-314 of the Universal Registration Document

- ▶ **No matters** to report on the Group and parent company management reports and **attestation of presence in the management report of the consolidated non-financial statement**
- ▶ **Accuracy and fair presentation of the information** given with respect to remunerations and benefits received by or awarded to the directors and any other commitments made in their favor
- ▶ **Fair presentation and the consistency** with the annual financial statements of the information relating to payment deadlines
- ▶ **Positive conclusion on the respect of the European Single Electronic format (ESEF)** for the Group's consolidated financial statements and the parent company's financial statements included in the annual financial report



Statutory Auditors' special report on regulated agreements

Page 315 of the Universal Registration Document

- ▶ **No new regulated agreement** submitted to the approval of the Shareholders' Meeting
- ▶ **No regulated agreement** previously approved by the Shareholders' Meeting remained in force during the financial year



Statutory Auditors' reports regarding the extraordinary Shareholders' Meeting

Pages 328-329 of the Universal Registration Document

- ▶ **We have issued the two following reports:**
 - **Statutory Auditors' report on the authorization to grant free performance shares** (existing or to be issued) to employees and Executive Corporate Officers (15th resolution)
 - **Statutory Auditors' report on the authorization to grant free shares** (existing or to be issued) to Group employees (16th resolution)
- ▶ **We have no matters to report on the information presented in the Board of Directors' report on the proposed (i) authorization to grant free performance shares to employees and executive officers and (ii) authorization to grant free shares to Group employees**



7 Presentation of the Resolutions

Anne-Marie POLIQUIN
EVP Legal and Compliance



Ordinary resolutions

1ST RESOLUTION

Approval of the parent company financial statements for the financial year ended 30 June 2024

- ▶ The purpose of this resolution is to approve the financial statements for the financial year ended 30 June 2024.



Ordinary resolutions

2ND RESOLUTION

Approval of the consolidated financial statements for the financial year ended 30 June 2024

- ▶ The purpose of this resolution is to approve the consolidated financial statements for the financial year ended 30 June 2024.



Ordinary resolutions

3RD RESOLUTION

Allocation of net profit for the financial year ended 30 June 2024 and setting of the dividend

- Resolution regarding the allocation of the result for the financial year ended 30 June 2024.
- Proposed dividend: €4.70 per share.





Ordinary resolutions

4TH RESOLUTION

Renewal of the directorship of Virginie Fauvel

- ▶ Renewal for a term of 4 years.
- ▶ Expertise of Virginie Fauvel: solid experience in technology and digital transformation. Well-known member of the fintech community.



Ordinary resolutions

5TH RESOLUTION

Renewal of the directorship of Alexandre Ricard

- ▶ Renewal for a term of 4 years.



Ordinary resolutions

6TH RESOLUTION

Renewal of the directorship of César Giron

- ▶ Renewal for a term of 4 years.
- ▶ Expertise of César Giron: significant experience in industry and in-depth knowledge of Group's key markets.



Ordinary resolutions

7TH RESOLUTION

Appointment of Deloitte & Associés as Statutory Auditor in charge of certifying sustainability information

- ▶ Sustainability auditor appointed under the CSRD framework.
- ▶ Term: 3 years.



Ordinary resolutions

8TH RESOLUTION

Appointment of KPMG S.A. as Statutory Auditor in charge of certifying sustainability information

- ▶ Sustainability auditor appointed in accordance with CSRD.
- ▶ Term: 3 years.



Ordinary resolutions

9TH RESOLUTION

Approval of Alexandre Ricard's compensation for FY24 (“Ex Post” vote)

- Details of these components can be found in the Notice of Meeting, pages 24 to 27.



Ordinary resolutions

10TH RESOLUTION

Approval of Alexandre Ricard's compensation policy (“Ex Ante” vote)

- Details on compensation policy can be found in the Notice of Meeting, pages 27 to 29.



Ordinary resolutions

11TH RESOLUTION

Approval of the information relating to each Corporate Officers' compensation (“Ex Post” vote)

- Details presented in the 2023-2024 URD, pages 83 to 85.



Ordinary resolutions

12TH RESOLUTION

Approval of the compensation policy applicable to Directors (“Ex Ante” vote)

- ▶ Compensation policy applicable to Directors for FY25.
- ▶ Details presented in the 2023-2024 URD, page 85.



Ordinary resolutions

13TH RESOLUTION

Approval of the regulated agreements referred to in articles L.225-38 *et seq.* of the French Commercial code

- ▶ No regulated agreements were either concluded nor continued during FY24.





Ordinary resolutions

14TH RESOLUTION

Authorisation to be granted to the Board of Directors to trade in the Company's shares

- ▶ **Period of validity:** 18 months
- ▶ **Maximum purchase price per share:** €250
- ▶ **Maximum holding:** 10% of the share capital



Extraordinary resolutions

15TH RESOLUTION

Resolution relating to the grant of free shares with performance conditions

- ▶ **Overall limit: 1.5%**
- ▶ **Sub-cap for Executive Corporate Officer: 0.08%**
- ▶ **Performance conditions assessed over a 3-year period**
- ▶ **Period of validity: 38 months**



Extraordinary resolutions

16TH RESOLUTION

Resolution relating to the grant of free shares with no performance conditions to Group employees

- ▶ **Overall limit:** 0.5% of the share capital
- ▶ **Period of validity:** 38 months



Extraordinary resolutions

17TH RESOLUTION

Powers to carry out the required legal formalities

- ▶ The purpose of this resolution is to authorise the Board of Directors to carry out the required legal formalities that follow the decisions of the Shareholders' Meeting.



8 Questions from Shareholders



9 Vote on Resolutions



Ordinary resolutions

1ST RESOLUTION

Approval of the parent company
financial statements for the financial
year ended 30 June 2024

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

2ND RESOLUTION

Approval of the consolidated financial statements for the financial year ended 30 June 2024

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

3RD RESOLUTION

Allocation of net profit for the financial year ended 30 June 2024 and setting of the dividend

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE





Ordinary resolutions

4TH RESOLUTION

Renewal of the directorship
of Virginie Fauvel

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

5TH RESOLUTION

Renewal of the directorship
of Alexandre Ricard

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

6TH RESOLUTION

Renewal of the directorship
of César Giron

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

7TH RESOLUTION

Appointment of Deloitte & Associés
as Statutory Auditor in charge of
certifying sustainability information

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

8TH RESOLUTION

Appointment of KPMG S.A.
as Statutory Auditor in charge of
certifying sustainability information

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

9TH RESOLUTION

Approval of the fixed and variable components of the total compensation and benefits paid during or awarded for FY24 to Alexandre Ricard, Chairman & CEO (“Ex Post”)

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

10TH RESOLUTION

Approval of the compensation policy applicable to Alexandre Ricard, Chairman & CEO (“Ex Ante”)

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

11TH RESOLUTION

Approval of the information referred to in Article L. 22-10-9 I of the French commercial code relating to the compensation of Corporate Officers (“Ex Post”)

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

12TH RESOLUTION

Approval of the compensation policy applicable to Directors (“Ex Ante”)

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Ordinary resolutions

13TH RESOLUTION

Approval of the related-party agreements referred to in Articles L.225-38 *et seq.* of the French Commercial code

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE





Ordinary resolutions

14TH RESOLUTION

Authorisation for the Board of Directors to trade in the Company's shares

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Extraordinary resolutions

15TH RESOLUTION

Authorisation to be granted to the Board of Directors to allocate performance shares, either existing or to be issued, free of charge, to employees and Executive Corporate Officers of the Company and Group companies, or certain categories thereof, which will automatically result in the waiver by the shareholders of their preferential subscription rights

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Extraordinary resolutions

16TH RESOLUTION

Authorisation to be granted to the Board of Directors to allocate shares, either existing or to be issued, free of charge, to employees of the Group, or certain categories thereof, which will automatically result in the waiver by the shareholders of their preferential subscription rights.

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Extraordinary resolutions

17TH RESOLUTION

Powers to carry out the
required legal formalities

CADRE RÉSERVÉ
À LA SOCIÉTÉ GÉNÉRALE



Closing

