# 2009-2010 REFERENCE DOCUMENT AND ANNUAL FINANCIAL REPORT

2009-2010 Annual Report



This document was registered with the French financial market authorities (*Autorité des Marchés Financiers* or AMF) on June 17, 2010, in accordance with article 212-13 of its Draft Regulation. It can be used to document a financial transaction if accompanied by a memorandum registered with the AMF.

The present document was drawn up by the Issuer and is binding on its signatories

In this document, the term "Group" refers to Laurent-Perrier and its consolidated subsidiaries, and» Laurent-Perrier" refers to the brand name under which Laurent-Perrier products are sold. Words marked with an asterisk (\*) refer readers to the glossary at the end of this document. ISIN code for Laurent-Perrier: FR0006864484

# CONTENTS

# LAURENT-PERRIER 2009-2010

1.	Busin	ess activities of the Laurent-Perrier Group	Page 4
	1.1.	LAURENT-PERRIER: THE HISTORY OF A GROUP CLOSE TO ITS ROOTS	
	1.2 <i>.</i>	GROUP OVERVIEW 1.2.1 Introduction 1.2.2 Keys figures for the last three financial years	
	1.3.	THE MARKET 1.3.1 From vines to wine 1.3.2 Global demand for Champagne 1.3.3 Market trends 1.3.4 The competitive environment 1.3.5 Tax and regulatory environment in 2009-2010	
	1.4.	THE LAURENT-PERRIER GROUP: RECENT CHANGES, GOALS AND STRATEGY, OUTLOOK 1.4.1 Highlights of the 2009-2010 financial year 1.4.2 Strategy 1.4.3 Outlook 1.4.4 Main investments	
	1.5.	RISK FACTORS 1.5.1. Supplies and grape prices 1.5.2. Commercial and competition risks 1.5.3. IT, legal, social and general organisation risks 1.5.4. Market and financial instrument risks 1.5.5. Insurance	
	1.6 <i>.</i>	REPORT ON SOCIAL AND LABOUR RELATIONS	
	1.7.	REPORT ON ENVIRONMENTAL DATA - PREVENTION	
	1.8.	EXCEPTIONAL EVENTS AND LITIGATION	
2.		ons responsible for this reference document and for ing the accounts page Person RESPONSIBLE FOR THIS REFERENCE DOCUMENT	Page 38
	2.2.	AFFIDAVIT BY THE PERSON RESPONSIBLE FOR THE REFERENCE DOCUMENT	
	<i>2.3</i> .	Auditors	
	2.4.	PERSON RESPONSIBLE FOR INVESTOR INFORMATION	
3.	Gene	ral information on Laurent-Perrier	Page 40
	3.1.	STATUTORY INFORMATION AND SHARE BUY-BACK PROGRAMME	
	3.2.	GENERAL INFORMATION ON LAURENT-PERRIER'S CAPITAL AND SHARES	
	3.3.	PROPERTY, PLANT AND EQUIPMENT	
	3.4.	SIMPLIFIED ORGANISATION CHART OF THE LAURENT-PERRIER GROUP	

# 4. Corporate governance and conflicts of interest: administrative, management and supervisory bodies

- **4.1.** SENIOR MANAGEMENT
- **4.2.** GLOBAL AMOUNT OF TOTAL REMUNERATION AND FRINGE BENEFITS OF ALL SORTS PAID OUT EITHER DIRECTLY OR INDIRECTLY BY LAURENT-PERRIER OR OTHER GROUP COMPANIES DURING THE FINANCIAL YEAR
- **4.3.** STOCK OPTIONS GRANTED TO GROUP OFFICERS AND TO THE TOP 10 NON-OFFICER EMPLOYEES
- 4.4. PROTECTIVE MEASURES IMPOSED ON SENIOR EXECUTIVES
- **4.5.** Report by the Chairman of the Supervisory Board on the conditions for the preparation and organisation of the work of the Supervisory Board and on the internal control procedures implemented by Laurent-Perrier
- **4.6.** Special report on directors' shareholdings March 31, 2010

# 5. Assets, financial position and income statements

- 5.1. CONSOLIDATED FINANCIAL STATEMENTS AT MARCH 31, 2009 AND 2010
- 5.2. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2010
- 5.3. PARENT COMPANY FINANCIAL STATEMENTS AT MARCH 31, 2008, 2009 AND 2010
- 5.4. NOTES TO THE PARENT COMPANY FINANCIAL STATEMENTS AT MARCH 31, 2010
- **5.5.** RESULTS OF THE PAST FIVE FINANCIAL YEARS
- **5.6.** Reports of the statutory auditors on the parent company financial statements at March 31, 2010
- **5.7.** SPECIAL REPORT OF THE STATUTORY AUDITORS ON RELATED PARTY AGREEMENTS
- **5.8.** Fees paid by the Group to the auditors and members of their networks at March 31, 2010

# 6. Joint Shareholders' Meeting, July 7, 2010

- 6.1. AGENDA
- 6.2. SHAREHOLDERS' RESOLUTIONS

# 7. Reports

- **7.1.** INFORMATION PUBLISHED OVER THE YEAR
- **7.2.** SPECIAL REPORT ON TRANSACTIONS UNDERTAKEN FOR THE SHARE BUY-BACK PROGRAMME
- 7.3. EXCERPT FROM MANAGEMENT REPORT

Annexes

- Annex 1: The making of champagne
- Annex 2: Glossary
- Annex 3: Cross-references between the reference document and the report of the Management Board
- Annex 4: Cross references between the reference document and the principal headings of European Commission Regulation (EC) 809-2004 of April 29, 2004.
- Annex 5: Concordance with information required in the annual financial report

# Page 118



Page 49

Page 69

# BUSINESS ACTIVITIES OF THE LAURENT-PERRIER GROUP

# *1.1.* LAURENT-PERRIER: THE HISTORY OF A GROUP CLOSE TO ITS ROOTS

- 1939: Marie-Louise de Nonancourt acquires Laurent-Perrier.
- 1949: Her son, Bernard de Nonancourt, becomes Chairman of Laurent-Perrier.
- 1958: Cuvée Grand Siècle launched.
- 1968: Cuvée Rosé Brut launched.
- 1978: Distribution subsidiary set up in the United Kingdom.
- 1983: Acquisition of a 34% stake in Champagne de Castellane.
- 1988: Laurent-Perrier acquires a majority interest in the Salon champagne house.
- 1992: Distribution subsidiary set up in Switzerland.
- 1998: Buy-back of the minority shareholdings in Champagne Laurent-Perrier (22%) and Laurent-Perrier (3%) held by United Distillers and Vintners (UDV).
- 1998: Creation of a United States subsidiary and a distribution branch in Belgium.
- 1999: Buy-back of minority shareholdings in Champagne de Castellane.
- 1999: Company listed on the Euronext Paris Second Marché stock exchange market.
- 2002: New presentation and packaging for the Laurent-Perrier range.
- 2004: Acquisition of Château Malakoff.
- 2005: Global launch of the Laurent-Perrier and Grand Siècle new visual identity.
- 2007: Japanese distribution contract signed with Suntory.
- 2007: Re-launch with a new Russian market distributor.
- 2008: German subsidiary created and opening of an office in Japan.
- 2008: New Grand Siècle campaign launched.
- 2009: Direct commercial present in Italy, Singapore and Dubai.

# 1.2. GROUP OVERVIEW

# 1.2.1. Introduction

Under Bernard de Nonancourt's energetic leadership, Laurent-Perrier Group has become a leading champagne Group, selling nearly 10.3-million bottles of champagne in 2009-2010. Its worldwide market share is about 3.5%.

Amongst négociants, it has an estimated worldwide volume market share of around 5.3% (source: Laurent-Perrier and CIVC\*). The Group's products are sold under four main brands: Laurent-Perrier, Salon, Delamotte, and Champagne de Castellane, which are positioned across a price spectrum ranging from the upper-middle category to the premium and ultra-premium categories. The Laurent-Perrier Group ranks 4th worldwide by sales after the LVMH, Boizel Chanoine Champagne, and Vranken groups.

Laurent-Perrier also considers that it has gained a leading position in high value-added products such as rosé champagne, prestige cuvées and unsweetened Brut Nature.

The Group is controlled by the de Nonancourt family, which holds 56.98% of its capital and 69.04% of the voting rights. It is organised under three different types of legal entities:

- champagne houses, including in addition to Champagne Laurent-Perrier, Champagne de Castellane (Champagne de Castellane brand, Jeanmaire, Oudinot and Beaumet brands), the A.S. company (Salon and Delamotte brands) and Champagne Lemoine ;
- distribution subsidiaries or subsidiaries or branches in France and several foreign markets: Germany, Belgium, the United States, Switzerland and the United Kingdom;
- vineyards, held either directly by Grands Vignobles de Champagne and Château Malakoff, or through real-estate companies (sociétés civiles immobilières), some of which have wine-growers as partners.

Two Economic Interest Groups (EIGs) whose members are companies belonging to the Group have been set up to maximize the Group's distribution and production capabilities. These EIGs are not consolidated because their earnings are integrated directly into the accounts of the EIG partner companies and they have no material assets.

The Group exports 64.3% of its sales to over 120 countries, including the UK, Belgium, Japan, Switzerland, the United States, Italy, Germany, Spain, the Netherlands, Luxembourg and Austria. In most of its export markets, Laurent-Perrier's products are mainly sold through specialised distribution channels (cafés, hotels and restaurants, wine merchants and direct sales), with the notable exception of Belgium, where the Group has a strong foothold in major retail chains. In France, 75.7% of the volumes sold under the Laurent-Perrier brand name go through specialised and direct distribution network channels, with the remaining 24.3% being distributed through self-service retail channels suited to distributing the Group's champagnes.

# **1.2.2.** Key figures for the last three financial years

	31.03.2008	31.03.2009	31.03.2010
Sales (million euros)	249,4	181,34	171,84
Export sales as % of total sales (million euros)	67.2%	69.8%	64.3%
Share of premium products in Laurent-Perrier	39.4%	37.5%	35.0%
brand sales			
Share of specialist channels in Laurent-Perrier	78%	75.5%	75.7%
brand sales in France			
Gross margin	53.1%	57.6%	49,7%
Operating income (million euros)	66	43.4	28,7
Return on Capital Employed (ROCE)	13.5%	7.8%	4,9%
Gearing (net debt/attributable shareholders'	109.0%	136.0%	142%
equity)			
Book value of inventory/net	154.0%	143.0%	140%
_Return on Capital Employed (ROCE)	34,6	18,9	10,6

Net debt: "Long-term and short-term financial debt, plus other long-term debt, minus cash and cash equivalents".

Return on capital employed:

("Operating profit" / Capital employed)

Capital employed:

"Goodwill" plus "Net intangible and tangible assets" plus "Inventories and work in progress " plus "Trade receivables" plus "Other receivables" minus "Suppliers" minus "Tax and social security liabilities" minus "Other debt".

# 1.3. THE MARKET

1.3.1. From vine to wine

# • AOC surface area

The champagne appellation covers a rated area of around 35,000 hectares. It was defined by the Act of 1927 which instituted the Appellation d'Origine Contrôlée (AOC\*). At that time, the AOC surface area amounted to 35,208 hectares.

Subsequently, the smaller area classed as AOC gradually increased in size from 20,000 to 25,000 hectares by the end of the 1970s, and to 30,000 hectares at the end of the 1990s. It currently stands at around 35,000 hectares.

The demarcation of the champagne AOC area is based on three distinct ideas: the "zone d'élaboration", the "zone de production", and the "zone parcellaire".

The first of these, the "zone d'élaboration", concerns a set of villages where the different phases of making the product can take place: grape pressing, bottling, storage, packaging, etc.

The second, the "zone de production", concerns all the villages where vines with appellation status may be grown.

The third, the "zone parcellaire", corresponds to the list of plots of land recognised by the Institut National d'Appellations d'Origine (INAO) as being suitable for planting vines. You can, therefore, only find plots with champagne appellation status in villages situated in the "zone de production".

At present, of the 35,200 hectares with appellation status, some 33,100 are actually in production. The margin for increasing production volumes is thus extremely limited. Yet from 2004 to 2007, the significantly stronger sales trends for champagne pointed to shortages, especially as, going forward, environmental restrictions could result in lower yields.

Since the recession of 2008 and 2009, the threat of a major structural shortage of grapes seems to have receded for several years. Because of this, the programme to revise the "Champagne" appellation zone, initiated in 2003, has become considerably less urgent, even if it is still of long-term strategic importance for the profession.

Today, a total of 319 villages (or "communes") are located within the champagne production area. An expert committee set up by the CIVC\* (Comité Interprofessionnel du Vin de Champagne) comprising both geologists tasked with assessing the type of land and historians able to ascertain a tradition of wine making in a particular locality, has drawn up an overall specification.

Work on revising the champagne AOC growing area continues. A project, comprising two lists of communes, one for the "zone d'élaboration", the other for the "zone de production", has undergone a double public consultation procedure under which any interested party may register their objections or opposition to the project. The experts appointed by the INAO\* will revise their initial recommendation on the basis of their analysis of these objections. The definitive report and list should be submitted to the INAO's national committee some time in 2010.

After this it should be possible to commence examining the parcels of land in all the communes in the grape growing area, i.e., in those villages whose grape growing status has been maintained, and in the newly-classified ones. Prior to this, a new expert committee will be appointed to define the basis and criteria for identifying the growing parcels for the champagne AOC area.

In view of the huge surface area and the detailed level of investigation, involving the land registry, it will take the INAO\* several years to complete this complex programme.

The challenges involved are many. While the initial aim of the programme is undoubtedly economic, the aim is most certainly not to detract from either the quality or the uniquely typical character of champagne. In fact, the objective is to take advantage of this opportunity to improve quality even further. Testimony to this is the planned declassification of some villages and perhaps, subsequently, some parcels.

Before we are able to open the first bottle of champagne made from grapes harvested in the new production areas, we will have to wait for many years, at least until 2022 and perhaps even 2025.

# • Wine growing

Champagne is the northernmost wine-producing region in France and, with a few exceptions, in the world.

It is a small area of land, representing only 6.8% of AOC-registered land and only 3.5% of French land used for wine growing (Source: CIVC\*, Bank of France). Output is limited (both in terms of yield per hectare and pressing\*) in order to ensure the quality of the champagne appellation. Wines produced under the appellation thus totally derive from this land and are limited to the grape volume quotas fixed by the INAO\*.

In addition to defining the champagne growing area, the 1927 law contains strict provisions specific to the region regarding planting, varieties (cépages\*), pruning, harvesting, fermentation\* and production. Between 8,000 and 10,000 vines per hectare are planted in the vineyards.

Champagne concentrates three centuries of know-how, research and experience of vines and production. Part of its secret lies in the difficult growing conditions, with frequent frosts in winter and spring (and the possibility of very hot temperatures in summer). It is a difficult environment for vines and growers alike, particularly as the land is divided up into many plots – around 276,000 – usually on hillsides. Harvests\* are therefore irregular. To make optimal use of the cultivated land and offset the risk of poor harvests, champagne producers blend\* wines of different years and different areas as a means of ensuring consistent quality and style.

Grape cultivation, wine making and ageing\* involve a long list of complex processes:

- vigorous pruning,
- manual harvests\* to protect the grapes,
- small, perforated harvesting baskets,
- very slow pressing\*,
- division of musts\*,
- blending of wines from different areas,
- two fermentations\*,
- "remuage\*" (riddling) of the bottles\*,
- disgorgement\*
- dosing\*.

In fact, over 25 stages are needed to produce this extraordinary wine, calling for talented professionals, sophisticated machinery and large-scale investment (see appendix on champagne making). The distinctive product is a sparkling wine, which, unlike other wines, is actually a blend of different wines, both "vertical" (using reserve wines from different years) and "horizontal" (combining different varieties of grapes grown in different areas of the Champagne region, harvested in a single year).

The technique and the skills necessary to produce champagne of a consistent quality and style year after year make it unique and highly sought-after. Wine connoisseurs take the view that "the genius of champagne resides in the blending" which is what sets the best brands apart. There are three different grape varieties or cépages\* grown in the region, namely black pinot noir grapes (38.4% of total planted area), black pinot meunier grapes, (32.9% of total surface area); and white chardonnay grapes (28.7% of total surface area). Chardonnay is the rarest of the three varieties grown in the Champagne region.

To maintain its premium positioning, the champagne industry has systematically taken steps to improve product quality to differentiate it from its competitors. Under the supervision of the Institut National des Appellations d'Origine (INAO\*) and the Comité Interprofessional du Vin de Champagne (CIVC\*), industry-wide regulation and best practices have been established. Product quality is controlled through very strict production criteria, the most important of which are:

**Origin of grapes:** all grapes must be grown inside the AOC\* area. Some 32,700 hectares were under cultivation in-2007, 32,946 hectares in 2008 and 33,100 hectares in 2009 (source: CIVC\*).

**Grape quality\*:** grapes are graded according to a quality rating expressed as a percentage. The minimum grade is 80%, the highest, 100%. Currently, 323 different crus\* are listed. Champagne is a grand cru\* if it is produced exclusively from grapes graded 100%, and a premier cru\* if produced from grapes graded from 90-99%.

(Excerpt from the Revue de Droit Rural ("Rural Law Review") – November 2009, translated from the original French)

#### "Set-aside wines – unique to champagne

Whether called "blocked wines" or "reserve wines" and whether the measure is called "blocking " of "qualitative reserve", or even "individual reserve" the overriding principle is the same, which is to smooth production peaks and troughs so as to avoid economic fits and starts as far as possible and ensure maximum control over wine production. The notion of setting wines aside was born in 1938, even before the creation of the CIVC (Comité Interprofessionnel du Vin de Champagne). The measure was also adopted at the time of the 1982 and 1983 harvests to cope with the superabundant harvests of those years. Each of them netted the equivalent of 300 million bottles for Champagne at a time when annual shipments were running at around 150 million bottles. The block was lifted in 1984 and 1985, which were two years of very thin harvests.

Following a further application in 1986, the block developed into a familiar occurrence for everyone in Champagne and it became part of the tools permanently available to deal with fluctuating harvests in the best possible conditions.

Consequently, the mechanism was again brought into service for the grape harvests of 1992-1993-1994. These were years of abundant harvests but also of declining shipments. These quantities, which were released from the set-aside reserves in 1997 and 1998, bolstered inventories for the forecast spike in shipments needed to celebrate the new millennium.

Gradually, the notion of "block" gave way to the notion of "qualitative reserve" in order to reflect the desire not to accumulate quantity indefinitely, but to achieve additional volumes during the best years, when it is a well-known fact that quality and quality are intimately related, to offset small harvests.

From the 1998 harvest onward, setting wine aside became a more frequent practice, making it possible to take advantage of abundant harvests to meet steadily growing demand for quality and shipments. Set-aside measures were decided for harvests in 1998-1999-2000-2002-2004 and 2005.

But the mechanism was still not completely satisfactory, because set-aside measures are collective, whereas those to remove wines from the reserves are partly individual decisions. For example, champagne makers who had suffered from bad weather, or young growers who were starting out, or those who set up a company without any transfer of stock, could find themselves lacking the backstop of set-aside wines. Which meant that they could only reconstitute their volumes at the time of a new collective set-aside measure, whereas many of their counterparts were in a comfortable situation because they had large quantities of set-aside wine in reserve. This is why the use of the set-aside reserve as a safety mechanism in the event of a modest harvest was not playing its allotted role. The idea of changing the set-aside system in favour of an individual one had thus been making its way in the minds of trade professionals. As a result, lengthy negotiations were needed to introduce the legal basis of the regulation mechanism into the new regulations."

**Maximum yield\*:** for a wine to be entitled to the champagne appellation, maximum grape yield per hectare is set each year and may not under any circumstances exceed 15,500 kg per hectare. A set proportion of any wine produced in excess of the cap set for each harvest may be used to constitute a qualitative set-aside reserve of clear wine\* for subsequent possible release in the event of a future harvest shortfall.

Any remaining production surplus is sent for distilling. For the record, the set-aside reserve constituted since the 1998 harvest amounts to 7,319kg/hectare after release.

#### Set-aside reserve

Each year, growers may put a proportion of their excess production (i.e., the harvest volume in excess of the year's yield up to a maximum amount of 15,500kg/ha) into a set-aside reserve. The champagne houses do not pay for the grapes corresponding to the set-aside until the wine is released, once is has been decided, either by an individual grower or by the CIVC, to release the corresponding wine onto the market. At that point the houses pay the market rate of the most recent harvest.

During this period, which may last several years, the champagne houses carry only the cost of storage in their tanks.

This practice has made it possible for champagne growers, etc. to regulate their production, which means that champagne houses are today in a better position to manage their expansion strategies.

The set-aside reserve is a complex management mechanism that is the outcome of lengthy deliberations and measures that are constantly being improved. It reflects the pragmatic approach of champagne professionals and the empirical way in which the joint management of the Champagne appellation has always been carried out.

It provides the houses and the growers with an incomparable economic safety mechanism, in a wine growing area where harvest variability, due to the northerly geographic location, has always been a major concern.

Even today, however, the measure is still experimental until the end of the 2011-2012 season, but the profession overall has only a single objective, which is to demonstrate its validity to the regulatory authorities. To do this it is important to remind the champagne profession as a whole that this measure is the necessary adjunct to effective control over harvest yields.

This system, which can be partly likened to harvest insurance, is being closely looked at by other wine-growing regions, and the CIVC is regularly consulted on this head. But the specific nature of other products, such as the importance of the vintage year, have so far not proved up to the task of being applied in such an effective manner. (Excerpt from *Revue de Droit Rural* – November 2009, translated from the original French)

The new measure implemented since the 2007 grape harvest has three components:

- 1) Changes to maximum AOC champagne yield. The maximum yield is the annual capped yield of AOC champagne. This has been increased from 13,000 to 15,500 kilos per hectare, a level of yield constituting a maximum reserved for outstanding years.
- 2) Authorization to constitute an individual AOC wine set-aside. The individual set-aside may be up to 8,000 kilos per hectare, subject to compliance with the annual cap. The individual set-aside enjoys the same status as the current set-aside wines. This means that current set-aside wines will be included in the calculation of the 8,000 kilos per hectare ceiling. The

rules governing release of the set-aside are unchanged: the decision to release set-aside wines may be collective or, in the case of an individual decision, as a result of a harvest shortfall or in the event of cessation of activity.

3) Maximum yield per plot. To optimise the quality of grapes grown, in exchange for the creation of an individual set-aside, the new measure sets out a maximum average yield per plot. The yield will be assessed on the basis of 18 bunches per square metre, with a maximum yield of 21,700 kilos per hectare.

With what amounts to comprehensive harvest insurance, growers should be more willing to change their growing practices to ensure greater control over yields.

The new measure is to be implemented on an experimental basis until the end of the 2011-2012 season, and could be modified depending on feedback.

Year	Maximum basic regulated yield (kilos per hectare)	Of which individual set- aside (kilos per ha) formerly blocked	Usable yield (kilos per hectare) basic yield	Review of the set- asides wines released with authorization
2000	12 ,600	1,600	11,000	
2001	11,000	0	11,000	
2002	12,000	600	11,400	
2003	11,400	0	11,400	Individual set- aside wine release because of poor yield
2004	14,000	2,000	12,000	
2005	13,000	1,500	11 500	1,000
2006	13,000	0	13,000	500
2007	15,500	3,100*	12,400	1,600
2008	15,500	3,100*	12,400	1,200
_2009	15,500	4,300*	9,700	

\* Maximum individual set-aside reserve, up to 8,000kg/ha.

Note that for the 2009 harvest, the négociants will pay grape growers in five staggered payments instead of the usual four. The fifth payment concerns 1,700kg/ha out of the 9,700kg/ha which cannot be released until October 2010, and will be payable in November 2010.

**Minimum ageing\*:** regulations provide that non-vintage champagne\* has to be bottle-aged for a minimum of 15 months, while vintage\* champagnes require a minimum of three years' ageing.

# • Grape supply contracts

Land ownership in the Champagne area is extremely fragmented, with 15,671 growers cultivating about 89% of the planted land, while the champagne houses own only 11% of the vineyards and generate 66% of total champagne sales.

This situation requires a permanent and balanced relationship between the growers and the champagne houses in order to meet the grape requirements of the houses in response to growing consumer demand, in particular on export markets, where the market share of champagne houses is 90%. These relationships are organised through grape supply contracts whose structure is periodically re-negotiated between the Syndicat Général des Vignerons (representing the growers) and the Union des Maisons de Champagne (representing the houses). Some 1.2 kilos of grapes are required to produce a 750ml bottle of champagne. Grapes account for approximately 75% of the total cost of a bottle of champagne. Fluctuations in grape prices are therefore crucial for champagne houses.

The method used to set grape prices has undergone several changes over the past 20 years. Until 1989, the CIVC\* set the price of grapes on an annual basis according to demand and harvest output. In 1990, the grape price-setting mechanism was deregulated, causing greater volatility. The champagne houses attempted to pass on part of the resulting sharp increase in grape prices to customers. Coupled with an economic downturn in Europe, this led to a 14% drop in demand for champagne between 1989 and 1991. Even the subsequent cuts in retail prices implemented by the champagne houses were not sufficient to lift demand to earlier levels.

The industry responded to this situation by restoring a sophisticated system designed to organise transactions. Following a three-year transitional period from 1993 to 1996, a first industry-wide agreement was reached in 1996 between the organisation representing the grape growers (Syndicat Général des Vignerons) and the body representing champagne houses (Union des Maisons de Champagne) covering the four grape harvests\* between 1996 and 1999. This was subsequently renewed in 2000 for harvests between 2000 and 2003. The agreement introduced four-year supply contracts between the champagne houses and the growers. In connection with the renewal of industry agreements in 2004, the heads of the joint trade body developed a new type of agreement, with the result that a more rigorous and transparent organisation was adopted, the CIVC\* acting as the arbitration authority.

The objectives of this new agreement were to:

- safeguard consumer interests,
- encourage the sale of grape harvests under five-year contracts between sellers and buyers, including a reservation of title clause in favour of suppliers,
- sustain the diversity of market participants,
- ensure a transparent internal champagne market.

As of 1996, grape growers began selling all the annual grape production of their vineyards covered by their supply contracts up to the maximum authorised yield, at a price which each year depends on an indicative reference price. This price was set on the basis of statistics provided by a monitoring system operated by the CIVC's\* Observatoire Économique intelligence unit. The indicative reference price for 100%-graded grapes was  $\leq$ 4 per kilo in 2001,  $\leq$ 4.10 per kilo in 2002 and  $\leq$ 4.25 per kilo in 2003. The price was adjusted according to the grade of the grape, sometimes supplemented by premiums paid to growers by the champagne houses.

Since the interprofessional agreement signed on 21 June 2004, the grape pricing structure has evolved with a trend towards a certain "regionalisation" of the prices observed. In 2008, the price of grapes, including all premiums paid, ranged from  $\notin$ 4.90 to  $\notin$ 5.80 per kilo.

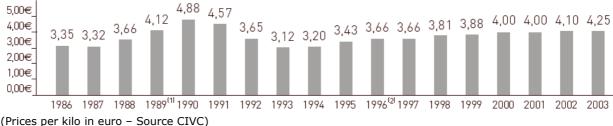
In 2008, a new interprofessional agreement was signed. This will govern the sale of grapes for harvests between 2008-2009 and 2013-2014.

The three main objectives of the new interprofessional agreement are:

- Adjust supply to demand in the interests of consumers, champagne houses and growers. Between 2008 and 2013, the industry will implement the regulation mechanisms at its disposal in order to match supply to demand as closely as possible in order to minimise excessive price variations in either direction, to guarantee the existence of a qualitative level of inventory, and to limit speculative raiding practices by operators. The management of volumes is based on four mechanisms:
  - determination of the quantities available for sale each year in accordance with the sales outlook for négociants (in the framework of a reasonable trend) taking into account the level of inventories essential to wine quality
  - creation of an individual set-aside,
  - the requirement, in the framework of the contracts, to deliver the reserved portion corresponding to the volumes promised for sale,
  - the possibility of recommending that négociants cap their supplies to ensure that the available volumes are as far as possible and in the interests of consumers directed towards champagne markets and not held back for purely speculative reasons.
- 2) Guarantee market transparency, without which no collective management is possible, and which ensures that appropriate measures can be taken.
- 3) Harmonise contract practice for the sake of balance between buyers and sellers. The most important compulsory model clauses are:
  - obligation for the seller to supply merchandise in compliance with the aim of the contract (quantities, quality, cépages, crus, etc.), and meeting all AOC criteria;
  - obligation for the buyer to acquire the merchandise at the price and conditions agreed in the contract, notably as regards the settlement dates stipulated by the CIVC;
  - the price agreed between the contracting parties for the first season must be expressly set out in full in the contract, per cru and per cépage, pursuant to the aims of the contract. No modifications may be made to it after the payment of the first instalment;
  - all contracts must contain an indexing clause used to set the price of merchandise each season on the basis of the original price throughout the lifetime of the contract;
  - in principle no multi-year contract may exceed six seasons. If, however, a contract is

signed for a longer period, it must contain a clause providing for unilateral termination enabling either party to terminate the contract before 31 March 2014. If at that date the parties decide to extend the contract, each party must subsequently be able to terminate the contract at the time of each interprofessional market organisation decision. The clause enabling termination of the contract before 31 March 2014 or at the time of each interprofessional decision must be formulated without any requirement for prior notice of termination.

The above measures have done much to ensure regular supplies, enabling champagne houses to better direct their growth strategies.



The following chart shows grape reference prices from 1986 to 2003.

(1) 1989 – price controls relaxed (2) 1996 – framework agreement implemented.

As of 2004, there are no more global statistics because of the "regionalisation" of grape prices.

2009 grape prices were down about 4% on those paid for the 2008 harvest.

# 1.3.2. Global demand for champagne

Since the end of 2008, a crisis has been building up that will have a severe impact on the champagne market since it combines a cyclical low point for the champagne industry with an external banking and financial crisis, with a decrease in consumption in most countries worldwide. The CIVC's intelligence unit, the Observatoire Economique du CIVC, is working on proposals to try to ensure that as far as possible the global economic crisis that has certainly not passed Champagne by is not exacerbated by inappropriate inter-professional measures.

The four goals of this study are to:

- understand the real state of the markets: this includes the inventory levels among distributors, and sales to end-consumers, broken down by country, type of cuvee, etc.;
- forecast the outlook for change on the markets, the difficulties likely to affect operator balance sheets, their ability to honour their payment deadlines, etc.;
- take action by issuing recommendations for solutions, some with immediate effect, others for the longer term;
- communicate at regional level in Champagne and, where appropriate, beyond its borders, about the observations made and the solutions implemented.

#### Report on the economic situation of champagne

In view of the very severe economic and financial threats facing the champagne industry at the end of 2008, the cochairmen of the CIVC decided to commission a major report and recommendations on the economic outlook for champagne (Mission d'Etude et de Recommandation Économique Champagne – EREC). The commission, entrusted to the Champagne Intelligence unit (Observatoire Economique du Champagne) made use of the CIVC economic research department and was given a budget allowing it to make use of a competent external consultancy.

In view of the tight restrictions on bank lending that were in place by early 2009, the Chairman of the Observatoire Economique first ascertained that the leading banks were prepared to give our activity, which is heavily reliant on bank lending, their solid, unbroken backing.

Subsequently, following extensive consultations with everyone involved in the profession and other stakeholders, the team set up to carry the project effected analyses and drafted recommendations. After analysis by the CIVC's joint Economic Working Group, the report and its recommendations were submitted to the CIVC's Executive Committee, which based its economic decisions about the 2009 harvest on them.

In the face of this extremely serious economic and financial crisis, the authors of the EREC report mapped out two key objectives, namely to preserve the financial stability of players and ward off the threat of deflation. These two causes of destroyed value systematically resurface every time champagne is caught up in a crisis.

The CIVC's grape harvest measures have thus sought to preserve cash for grape growers, with a paid yield of 9,700kg/ha, which is higher than the strict minimum, as well as for the champagne houses, by allowing them to settle only 8,000kg/ha at the usual due-dates. The measures were also designed to avoid sudden deflation by forbidding the immediate bottling of more than the 8,000 kg/ha (an exception being made for individual grower-winemakers), in order to restrict supply so as to better align inventories on predicted demand.

The EREC report also generated models and analytical procedures used to recognise the very important role of downstream inventory variations in the level of shipments, the price formation mechanism, the link which exists between deflation, and the "prospective" upstream inventory level expressed in years' sales.

The CIVC's Observatoire Economique should continue its task of illuminating professional decisions in 2010. This is because, although shipments at the end of 2009 were significantly better than feared, the crisis is far from over and the threat of deflation is still present.

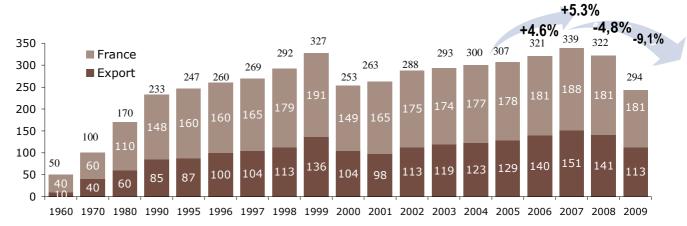
# 1.3.3. Market trends

The champagne market enjoys long-term trend growth in volumes shipped of around 2-3% per year. But the growth is uneven, with cycles most generally linked to ups and downs in the global economy. In previous years, for example, oil shocks led to a fall-off in exports, as did the sharp economic recession in France, especially in the early 1990s. More recently, an atypical trend in exports emerged in 1998-1999, with large-scale inventory building in connection with the millennium celebrations.

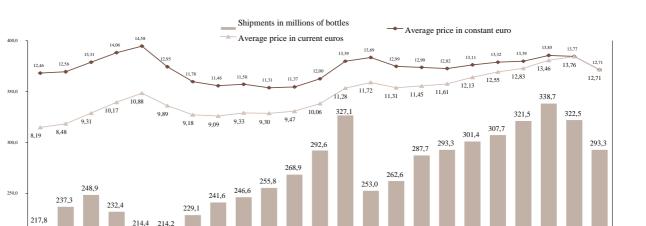
In 2009, champagne shipments totalled 293.3 million bottles, a drop of 9.1% compared with 2008, which was already down on the record 2007. The French market came off best, with 181 million bottles shipped, unchanged on the previous year. Its share rose to 61.7%, while exports fell to 38.3%. The European Union, at 70.6 million bottles, was down 17.4%. The rest of the world fell 25.1% to 41.7 million bottles. Apart from the effects of the global economic crisis, exchange rates had a negative impact, notably on shipments to the United States and United Kingdom. The emerging countries, notably the BRICs (Brazil, Russia, India and China) did not, as hoped, offset falls elsewhere. The sharp fall in exports can be put down to a combination of lower consumption and inventory downsizing by buyers throughout the distribution chain.

The fall in turnover is even more marked than the drop in volumes, with a decline of 17% relative to 2008, or in balance sheet terms, around 3.7 billion euros. This can be explained by the price discounts that some operators were forced to accept and by the sharp drop in the proportion of premium cuvées and vintage wines shipped.

The chart below shows sales in million of bottles for the champagne industry as a whole since 1960, illustrating strong, long-term volume growth. Despite fluctuations in the early 1990s, one can wonder whether 2008 is not the year of the beginning of new cycle.



Source CIVC 2010



#### The chart below shows the quantities of champagne shipped and the average price per bottle since 1987

The table below shows volume shipments over the past 40 years. The long-term growth trend has been running at about 3%, and there are grounds for thinking that the market will return to trend growth in the years ahead.

1997

1998 1999

2000 2001 2002 2003

2005

2004

2007 2008

2009

2006

1995

1996

1993 1994

200,0

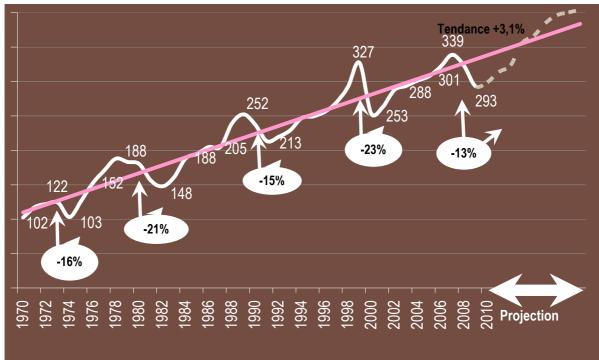
150,0

.

1987

1988 1989 1990

1991 1992



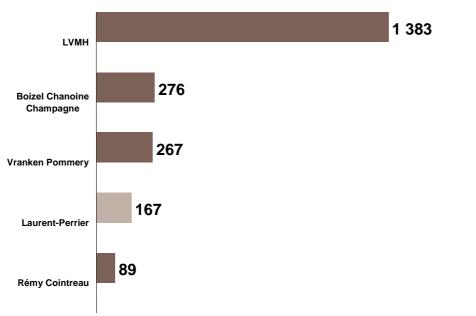
The table below sets out the main export markets (shipments per million bottles).

(million bottles)	1990	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	Average annual growth (1990-2009
Country														
UK	21,3	24,3	32,3	20,4	25	31,7	34,5	35	36,8		39,0	36,0	30,5	2,8%
United States	11,7	16,9	23,7	19,2	13,7	18,3	19	20,3	20,7	23,1	21,7	17,2	12,6	2,0%
Germany	14,2	19,3	17,5	14,2	12,8	11,4	12,1	11,5	11,9	12,3	12,9	11,6	10,9	-1,1%
Belgium	5,9	9,5	10,7	7,3	7,4	9	9,1	9,3	9,4	9,3	9,9	9,9	8,2	2,8%
Italy	6,9	8,2	9,4	8,2	7	7,9	8,5	8,2	8,8	9,3	10,3	9,4	6,8	1,6%
Japan	1,5	3	3,9	3,2	3,5	4	5	5,9	5,9	8,0	9,2	8,3	5,1	9,4%
Switzerland	8,6	8,4	8,7	6,5	6,1	5,8	5,6	5,2	5,1	5,4	6,1	5,4	4,8	-2,4%
Others	12	24	30,4	24,5	22,7	24,6	25,6	27,6	31,1	36,4	41,8	43,4	33,4	7,0%
Total Exports	84,8	113,6	136,6	103,5	98,2	112,7	119,3	123	129,8	140,6	151,0	141,2	112,4	2,7%
France	147,6	179	190,5	149,5	164,4	175	174	177,6	178	181,0	187,8	181,4	180,9	1,1%
TOTAL	232,4	292,6	327,1	253	262,6	287,7	293,3	300,6	307,8	321,6	338,7	322,6	293,3	1,7%

# 1.3.4. The competitive environment

Numbering around 100, the champagne houses account for over two-thirds of champagne sales and 90% of exports to 160 countries. Sales generated by the champagne houses contribute to France's trade balance.

#### Source: publicated sales



# Sales of champagne and wine, 2009 (€ million)

The champagne industry has seen numerous changes since 1990. In addition to significant changes in the industry's regulatory framework, the competitive landscape has been transformed following major consolidation or deconsolidation moves, the emergence of new players, and public share offerings by a growing number of groups. These changes reflect ongoing restructuring and modernisation trends in the industry, as well

These changes reflect ongoing restructuring and modernisation trends in the industry, as well as champagne's recognition as a global luxury product.

#### The main transactions since 1995:

Buyer/Seller	Target	Date
La Financière Martin	Acquired Champagne Delbeck	1995
Vranken	Acquired the A. Charbaut et Fils champagne house	1995
Vranken	Acquired Heidsieck-Monopole	1997
Boizel-Chanoine	Acquired Philipponnat et Abel Lepître	1997
La Financière Martin	Acquired Champagne Bricout	1998
Rémy Cointreau	Sold De Venoge, Krug	1998
Laurent-Perrier	Sold Joseph-Perrier to the Alain Thiénot Group	1998
LVMH	Acquired Krug and De Venoge from Rémy Cointreau	1998
	Subsequently sold the De Venoge brand	1998
Boizel-Chanoine	Acquired Bonnet and the De Venoge brand name	1998
Seagram	Sold Mumm et Perrier-Jouët to Hicks Muse Tate & Furst	1999
Vranken	Sold Germain to Frey	1999
Allied Domecq	Acquired Mumm and Perrier Jouet	2000
Vranken	Acquired Pommery from LVMH	2002
Opson (Schneider)	Acquired Champagne Bricout and Champagne Delbeck	2003
Vranken Monopole/Moët & Chandon	Acquired Champagne Bricout and Champagne Delbeck	2003
Vranken Monopole	Acquired Champagne Jacopin	2003
LVMH et Vranken Monopole	Shared assets of wholesale wine merchant Bricout-Delbeck	2003
LVMH	Sold Canard-Duchêne to Alain Thienot Group	2003
Laurent-Perrier	Acquired Château Malakoff	2004
Frey	Acquired 45% stake in Champagne Billecart Salmon	2004
Bruno Paillard	Acquired Domaine René Jardin and vineyards	2004
Frey	Sold Ayala brand to Bollinger	2005
Pernod Ricard	Acquired Mumm Perrier Jouët	2005
Starwood	Acquired Taittinger	2005
Boizel Chanoîne	Acquired Lanson International	2006
Starwood	Crédit Agricole acquired control of Taittinger	2006
Famille Taittinger	Acquired 37% stake of Taittinger from Crédit Agricole	2006-2007
Famille Taittinger	Acquired additional 4% stake	2007
LVMH	Acquired Champagne Montaudon	2008

# 1.3.5. Tax and regulatory environment in 2009

The champagne profession is subject to extensive regulations. These European, national and regional regulations cover areas such as production, ageing\*, quality, territory of origin (Appellation d'Origine Contrôlée\*), direct and indirect taxes and labelling. In addition, French agricultural laws, structural regulations, and Société d'Aménagement Foncier et d'Etablissement Rural agricultural land companies (SAFER), have created a series of obligations notably as regards land sales and the management of wine producing estates.

In France, the Evin Act, passed on January 10, 1991, imposes special advertising restrictions on all beverages containing more than 1.2 degrees of alcohol.

New traceability measures came into effect on January 1, 2005 and new provisions in the LME Act ("Loi de Modernisation de l'Economie") passed on August 4, 2008 now apply to all supplierdistributor relations.

The champagne houses making up the Laurent-Perrier Group have taken all necessary steps to respect this tax and regulatory environment.

# 1.4. The Laurent-Perrier Group: recent changes, goals and strategy, outlook

# 1.4.1. Highlights of the 2009-2010 financial year

#### Turnover resumes growth in second half

While turnover in the first nine months of the year was over 9% down on the previous year's figure, the fourth quarter saw an increase of more than 18%, largely thanks to a greater contribution to total turnover from the Laurent-Perrier brand. Export sales rose in particular, accounting for almost 75% of Laurent-Perrier brand fourth-quarter sales.

#### Results improve in second half

Gross margin came out at 49 million euros in the second half, or 46.3% of total turnover. This was affected by the unfavourable brand mix in the third quarter, whereas the proportion of premium Laurent-Perrier brand sales was starting to pick up, amounting to 35.9% in the second half compared with 34.2% a year earlier.

Brand support investment amounted to 8.6% of annual turnover, compared with 11% in the previous year, giving an average spend of 7.5% in 2004-2008. Investment was mainly devoted to support for sales initiatives targeted on points of sale. As in previous years, stringent financial management control was applied, so that other commercial and administrative expenses were reduced by 1.6 million euros, for savings of 3.7%.

After falling by close to 62% in the first part of the year, current operating income began to improve in the second half, rising 0.8% to 19.6 million euros for the second half, an operating margin of 18.5%, or 16.7% over the full year.

At 11.9 million euros, the financial result was down 2.2 million euros on the previous year, largely thanks to lower interest rates.

Second-half net income was up 13.5% on the year-earlier period. For the record, it had fallen by over 80% in the first half. Over the full year, net income came out at 10.6 million euros, compared with 19 million euros in 2008-2009.

#### Return to positive net cash-flow and debt retirement in second half

The net cash-flow figure saw a 36.1 million euro improvement relative to the previous year due to a smaller working capital requirement and to asset disposals during the year. In the second half in particular, net cash-flow became positive once more, at 19.3 million euros, whereas it had been a negative 13 million euros in the same period last time.

Net debt thus fell by 19.7 million euros in the second half, standing at 327.6 million euros on March 31, 2010, taking the debt/equity ratio to 142% compared with 136% on March 31, 2009.

Inventories are a strategic asset for a champagne house and are still valued at considerably more than net debt as they amount to 1.4x net debt, unchanged on the March 31, 2009 figure.

During the financial year, the Group extended its ageing credit lines for a further 12 months, and these are now secured until 2015. These facilities are used to finance around two-thirds of overall net debt. The remainder is made up of credit lines with a maturity of five years or more, mainly originating in the acquisition of Château Malakoff in early 2004. Some of these credit lines have covenants attached. Under no circumstances will the breach of any of these covenants lead to a demand for immediate debt repayment, as they simply include a clause pledging to rediscuss with the banking pool.

At end-March 2010, debt accounted for 84% of the credit lines authorised by the Group's partner banking pool.

One of the covenants was not honoured as at March 31, 2010.

#### **New Management Board Chairman**

On Thursday 27 May, Michel Boulaire was appointed Chairman of the Laurent-Perrier Group Management Board, following the resignation for personal reasons of Stéphane Tsassis.

At the same time, Etienne Auriau, Chief Financial Officer, and Michel Fauconnet, Cellar Master, and Head of Vineyards, Supplies and Production, have joined Alexandra Pereyre de Nonancourt and Stéphanie Meneux de Nonancourt on the Management Board.

At the date of the present reference document, no material change to the Group's financial or commercial situation has occurred since March 31, 2010.

# 1.4.2. Strategy

One of the Group's key success factors since being listed on the stock market has been that both the strategic objectives it has set itself and the resources it has applied to achieve them have never been called into question. The Group's strategy has four key components:

- a single business: the making and sale of premium champagnes,
- high quality supplies based on a partnership approach,
- a portfolio of complementary brands,
- active control of worldwide distribution.

## 1.4.2.1. A single business: the making and sale of premium champagnes

For more than a decade, the Laurent-Perrier Group has refocused on a single activity in which it has been engaged for decades: the making and sale of premium champagnes. This is a complex profession which requires not only a relentless commitment to quality, but also very specific commercial and brand communication methods completely unlike those used for wine. The Group's efforts are at all times focused on continuous improvement and on growing sales, particularly of the high value-added products that form part of the luxury goods rather than the consumer products universe. Having a single business means that resource allocation and investment decisions never give rise to conflicts of interest, and results in acquiring a higher level of expertise and professional specialisation.

## 1.4.2.2. High quality supplies based on a partnership approach

This is an essential element in developing each brand both in terms of volume and quality. The Group, which obtains 89% of its grape supply through contracts, aims to exploit its considerable strengths in this respect, seeking to expand and secure this supply by continuously strengthening its partnerships with growers in the Champagne region, while driving innovation.

The Group's grape supplies are provided in part by co-operatives but above all by over 1,200 independent grape growers in the Champagne region. This strategy has resulted in extremely high-quality supplies. With champagnes based on an average 91% cru\*, Champagne Laurent-Perrier is one of the best supplied champagne houses in terms of grape quality, since the average cru\* used in the industry is around 88% (source: CIVC\*).

The good relationship the Group enjoys with the wine growers and cooperatives, and the strong and sustainable partnerships it builds with them, mean that agreements renew at different dates, another of the Group's strengths.

#### Supplies

To meet its needs, the Group has secured supplies from around 1,400 hectares of vineyards.

The Group's own vineyards produced about 11% of its grape requirement in 2009-2010. This is below the champagne house average of around 20% (Laurent-Perrier estimate based on industry data). The Group has never believed that the purchase and operation of vineyards should be its core business or an end in itself and has always favoured agreements with wine-growers.

# 1.4.2.3. A portfolio of complementary brands

The Group's four main and complementary brands, Laurent-Perrier, Champagne de Castellane, Delamotte, and Salon, cover all segments of the market for mid-range and premium champagne. Since they are always sold either through different distribution channels or in different price ranges, the four brands do not compete with each other. The combined share of these four brands amounts to 84% of Group turnover.

#### Champagne Laurent-Perrier

Laurent-Perrier is the Group's main brand, with production facilities located in Tours-sur-Marne, in the heartland of the Champagne grape-growing region.

France accounted for 31% of Champagne Laurent-Perrier turnover, while 69% of its production was exported. Sales are mainly through specialised distribution channels, including restaurants, fine-food stores and wine merchants. Champagne Laurent-Perrier is not sold in great quantities in supermarket chains.

As a major luxury brand, Laurent-Perrier has patiently cultivated and promoted its distinctive products since Bernard de Nonancourt took the Group's helm in 1949. The creation of cuvées such as Grand Siècle, Laurent-Perrier Ultra Brut and Cuvée Rosé Brut, as well as innovative packaging design, enables Laurent-Perrier to preserve traditions while adapting to the times.

The deployment of the new Laurent-Perrier visual identity in 2004 and that of Grand Siècle in 2005, together with the new Rosé and Grand Siècle gift packaging and wine cradle, and a new Grand Siècle advertising campaign in 2008, are perfect illustrations of this strategy.

In March 1998, Champagne Laurent-Perrier was appointed official champagne supplier to HRH the Prince of Wales, a distinction never before granted to any other champagne brand. The appointment was renewed in 2007.

One of the principal characteristics of Laurent-Perrier is the wide range of its premium and prestige products.

#### Brut L-P

While vintage champagne reflects the essence of a single harvest, non-vintage brut champagne expresses the style of a champagne house. Brut L-P exemplifies the freshness, elegance and fine balance of Laurent-Perrier wines and is the ideal introduction to the world of Laurent-Perrier.

Brut L-P is the best-selling champagne of the Laurent-Perrier house, produced using a very high percentage of the chardonnay grape, the source of its elegance and freshness, making it an ideal apéritif.

#### **Demi-Sec**

In the 19th century, Laurent-Perrier called this wine "Excellent", as a dessert wine. It is rich and generous, full bodied and smooth, dominated by its round flavour. The general move towards drier wines and the trend towards consumption as an apéritif have favoured the sale of brut champagnes. Many connoisseurs, however, still appreciate Demi-Sec for its subtlety and taste of things past, particularly when served as a dessert wine.

#### Laurent-Perrier Ultra Brut

This champagne originates in the "Grand Vin Sans Sucre" (without sugar) prestige wine created by Laurent-Perrier in the late 19th century, whose modern-day version was re-launched at the time of the high-maturity 1976 harvest, and at the beginning of the trend towards less artificial, more natural cuisine. It requires exceptional skills in blending\* and outstanding quality, and mature grapes with low acid content from specific years. The creation of Laurent-Perrier Ultra Brut coincided with the emergence of Nouvelle Cuisine and it is the very essence of a genuine champagne, falling into the category of unsweetened brut nature champagnes. As a showpiece of wine-making expertise, Laurent-Perrier Ultra Brut is increasingly attracting the attention of modern connoisseurs, who are discovering a number of different ways to enjoy it.

#### Millésimé

Laurent-Perrier has elected to make a vintage champagne only in the very best years to ensure that its Brut Millésimé\* remains a rare wine of exceptional quality. True to the purity and freshness of its style, Laurent-Perrier seeks to give full expression to the character of such years.

#### **Cuvée Rosé**

Its bottle with moulded shield has a shape dating back to the time of King Henri IV. This is one of the very few rosé champagnes made using the maceration technique, which gives it an unmistakeable winey flavour. Admired by connoisseurs for its taste and by lovers of fine design for the beauty of its bottle, Cuvée Rosé Brut quickly became the world's leading rosé champagne and one of the jewels in the Laurent-Perrier crown. In 1968, Laurent-Perrier was the first champagne house to seriously develop this type of wine, which combines top quality with a special production process and original packaging in the celebrated round, shield-shaped bottle. The unique colouring of Cuvée Rosé Brut is associated with the fresh red-fruit flavours that are one of its chief characteristics. This champagne has created a new high-growth segment. Laurent-Perrier is the global yardstick for rosé champagne.

#### Grand Siècle

When developing Laurent-Perrier's grande cuvée, Bernard de Nonancourt had the idea of emphasising two traditional factors of champagne elaboration: the blending of crus and of harvests. Grand Siècle champagne is the result of blending complementary wines from the best

crus and from outstanding years that have produced vintage champagnes for Laurent-Perrier. Intended as a gift for those closest to us, or for sharing with them, this champagne is all that is pleasurable and seductive.

Introduced in 1958, for the christening of the ocean liner *France*, this prestige product is an assemblage\* or special blend of two grape varietals, chardonnay and pinot noir, from exceptional vintage years and vineyards, a product unique in its category of prestige champagnes. On this high value-added segment, the brand intends to step up the development of the sales of this incomparable wine.

New international Grand Siècle campaign in 2008

Applying the compositional rules of the classic Still Life schools of the 16th, 17th and 18th centuries, two leading contemporary photographers have created a magnificent series of photos around the Grand Siècle theme: the bottle and the object.

The terms of the commission required them to work in glorious black and white and to produce a minimalist composition: the bottle is shown with an object that will associate it turn-by-turn with rarity, authenticity, precision and craftsmanship.

Each image (e.g., a truffle, a few grapes, a snowy tablecloth, a paintbrush) symbolises the philosophy of the prestige Grand Siècle cuvee with understated elegance.

The visuals were unveiled in the presence of their makers, Daniel Jouanneau and the Japanese photographer Kenji Toma, at a private opening in a contemporary art gallery in Paris.

#### Alexandra Rosé

The wedding of his elder daughter Alexandra in 1987 gave Bernard de Nonancourt the opportunity to create this vintage rosé champagne, which is the epitome of the demanding values of the Laurent-Perrier House. Having already created a flagship non-vintage rosé champagne, Laurent-Perrier undoubtedly needed a prestige rosé grande cuvée, an unusual, much sought-after wine, to hold a special place within its range.

A selection of grapes grown on special plots or sites, sorted and stemmed before the wine making process, ensures that this rare wine reveals all the aromas of pinot noir and chardonnay varietals.

#### Champagne de Castellane

Champagne de Castellane bears the name of one of the oldest families of France, whose origins date back to the 10th century and the Counts of Arles and Provence.

This champagne house, founded in 1895 by Viscount Florens de Castellane, is located in Epernay. It quickly gained importance, riding the wave of Belle Epoque opulence. Acquired in 1927 by Alexandre Mérand, it saw strong growth under the guidance of this charismatic business leader, rising to become one of the leading champagne houses in the 1960s.

From 1970, Mérand's three daughters continued to expand the family business until Laurent-Perrier acquired a stake in the champagne house in 1983. Ten years later, the Nonancourt family and Laurent-Perrier increased their stake to 50%, finally taking overall control in 1999.

Today Champagne de Castellane is synonymous with Epernay thanks to its celebrated 66-metre tower, the symbol of the capital of Champagne. The tower soars above an imposing cluster of buildings, some of them officially listed as historic.

Its wines have a distinctive label bearing the red cross of St. Andrew. Among champagne labels, Champagne de Castellane is distinguished by its renowned style and quality and a strong presence in France in modern retail channels.

The brand also has positions in Europe, which accounts for 18% of its worldwide sales.

This champagne represented by the red cross of St. Andrew is aimed at younger drinkers, for whom nightlife is an essential component of the festive spirit.

In late 2008, following a partial tendering of assets through which Château Malakoff, a Laurent-Perrier Group company, tendered its independent champagne wines production and marketing activity, Champagne de Castellane also became the owner of three brands, namely Jeanmaire, Oudinot, and Beaumet.

These wines occupy specific market segments:

- Jeanmaire is a mid-range label for the French mass market and the export market, with solid positions in Northern Europe- the Netherlands, Scandinavia, Belgium, etc. In France, it serves as an effective underpinning for the Champagne Laurent-Perrier and Champagne de Castellane brands, allowing the Laurent-Perrier Group to market a range from the mid to the upper segment of the market.
- Beaumet has a restaurant clientele, mainly in export markets.
- Oudinot is a mid-range label exported for sale in large retail chains. It consistently ranks among the top-selling champagne brands by volume in the United Kingdom.

#### **Champagne Salon**

This prestigious champagne house, acquired by the Group in 1988, was founded in 1921 by Eugène-Aimé Salon.

Champagne Salon is located at Le Mesnil-sur-Oger, in the heartland of the Côte des Blancs\* wine-growing area, famous for the very high quality of its 100% graded chardonnay grapes.

Champagne Salon is unique. It is made exclusively from chardonnay grapes originating from vineyards in Le Mesnil-sur-Oger (Grand Cru). The champagne is only made from wines of one harvest in exceptionally good years and is aged for a very long time. Only 37 vintages have been vinified within a century. These factors contribute to Salon being perceived as the rarest and most exclusive of champagnes, acknowledged as the ultimate "blanc-de-blancs"\* champagne.

France accounts for only a small proportion of Salon's sales. Most production is exported to around 30 countries, principally the United States, Japan, the United Kingdom, Sweden, Italy, Spain, Belgium, Russia and Singapore. Salon is purchased by exclusive restaurants, specialised wine merchants and wine connoisseurs. This customer base is serviced by independent importers who also often distribute other world-renowned wines.

#### **Champagne Delamotte**

This historic house, founded in 1760, is one of the five oldest champagne houses. It was acquired by Marie-Louise de Nonancourt in 1948 and is also located in Le Mesnil-sur-Oger on the renowned Côte des Blancs\*.

Champagne Delamotte's sales mix is fairly evenly divided between export markets and France. Today, Champagne Delamotte is distributed in more than 40 countries through the same importers as Salon.

Delamotte is sold exclusively by hotels and restaurants and specialised wine merchants. The brand has excellent growth potential and a very positive image among professionals.

#### Other products distributed

The Group's distribution subsidiaries (LPD) can also sell wines and spirits not made by the Group, namely the wines of Château de Lamarque, the Marqués de Riscal wines from Spain, and Taylor's port.

#### 1.4.2.4. Active control of worldwide distribution

In 1998, the Group opted to strengthen its control over the distribution of its own products. This strategy is executed through local sales teams in six key countries: France, the United Kingdom, Belgium, the United States, Germany, Switzerland, Japan, and Italy. In 2009 these countries accounted for 89% of the global champagne market (source CIVC\*) The Group considers that in nearby countries, where it has a certain critical mass, having its own sales team is a key success factor and one vital both to building its reputation and the profitability of its brands in an orderly and sustainable manner. It also helps to achieve better control over inventory levels upstream.

In other countries, it has entrusted the distribution to exclusive importers, who are carefully selected for their knowledge of the wine market and their positioning within traditional channels. They are real partners, notably when the markets are restricted and complex.

Belgium	Market	2009 (Mbt)	% of total
	France	181,0	62%
	Export	112,4	38%
Switzerlan	UK	30,5	10%
	United States	12,6	4%
	Germany	10,9	4%
Dubai	Belgium	8,2	3%
Singapore	Italy	6,8	2%
	Japan	5,1	2%
Subsidiaries: France, UK, Switzerland, United States, Germany Representiative office: Japon, Dubai,	Switzerland	4,8	2%
	Other	33,4	11%

Regardless of whether they are employees of our distribution subsidiaries or our importers, the sales staff responsible for our brands must focus first on value and the long term rather than on volume and the short term. They must have specialist knowledge of champagne and of local distribution channels and nurture direct relationships with all customers. They must know how to manage the entire range and in particular its unique premium products such as Cuvée Rosé Brut or Grand Siècle. Special attention is paid to the traditional customer base of wine merchants and upscale restaurants, where the image and reputation of luxury gastronomy are patiently cultivated. Because champagne is a branded wine, it is vital to ensure a coherent link between brand development investments and the sales arguments related to the different products.

# 1.4.3. Outlook

# Good start to FY 2010-2011

Sustained by the Group's commercial drive, the positive trend observed in 2008-2009 has continued into FY 2010-2011. Thanks to its direct presence on the main champagne markets, the Laurent-Perrier brand will get the full benefit of now-emerging growth opportunities. In line with the Group's strategic choices, it will also benefit from large-scale investment via targeted initiatives involving its premium cuvées.

In this respect, new labelling and boxing have been launched for Cuvée Rosé, and these are being energetically showcased during the first quarter of FY 2010-2011.

In parallel, the Group will pursue its prudential management of its costs and cash-flow enabling to continue steadily paying down debt, thereby strengthening its balance sheet.

# 1.4.4. Main investments

The main tangible fixed asset investments of the financial year have been:

(€ million)	March 31,2008	March 31,2009	March 31,2010
Industrial equipment	5,22	2,85	3,04
Wine-growing equipment	0,54	0,06	0,33
Hardware and software	1,32	1,32	1,16
Building fixtures	7,25	4,12	4,07
Furniture	0,10		
Planting expenses		0,14	0,13
Vineyards	0,14	0.34	0,75
Other	0,01	0.09	0,15

There are no major future investments for which formal commitments have been made.

# 1.5. RISK FACTORS

To guarantee the permanence of its activities, the Laurent-Perrier Group has to exercise continuous vigilance with respect to minimising and managing its risk exposure.

In view of this, the Laurent-Perrier Group has identified the various types of risks incurred in its business operations. Procedures and checks to manage these risks have been implemented as well as the resources required to minimise their financial impact, notably via the insurance policies it has taken out.

# 1.5.1. Supplies and grape prices

#### • Supplies

It is important for a champagne house to be sure of an unbroken supply of grapes. The quality and quantity of grapes depends on factors such as weather conditions, diseases that can attack the vines, and the extension of planted areas.

Because the area under production is strictly regulated, grape supplies in Champagne are limited. The Group grows 11% of its grape requirements itself. Despite this, it is quite confident that it can maintain the surface area it has under contract. The profession has also built up champagne reserves amounting to the equivalent of approximately 130 million bottles, which it can release with the approval of the CIVC in the event of a poor harvest. Laurent-Perrier estimates that the Group is well supplied with grapes, but cannot rule out a possible supply shortfall going forward.

It is also unusual in Champagne to insure vineyards. For the Laurent-Perrier Group, the dispersed locations of its parcels significantly reduces risk factors, notably those of adverse weather conditions.

#### Production

In the Laurent-Perrier Group business sectors, control over production risks involves not only securing grape supplies, but also continually striving to ensure the reliability of its production facilities.

With regard to grape supplies, contracts are staggered over time, while the considerable fragmentation of the *vignerons livreurs* who grow and supply the grapes means that the risk of losing contracts can be diversified. Otherwise, the Group has many direct contracts, mainly with the growers, enabling it to considerably spread the risks. Historically, the rate of contract renewal has been extremely high, and for this reason, the Group is confident that this will continue.

Concerning wine inventories, fire risk is limited by the very nature of the inventories themselves (wine in bottles) and cases of roof falls in storage cellars are extremely rare.

The Group also uses a range of geographically separate storage sites, and a clause covering roof falls in cellars is included in the property damage insurance contract. Wines still in tanks and bottled wines are also insured.

The Supply and Production Manager can, using the production oversight indicators from the various production sites, detect any anomalies and set the necessary remedial action in motion.

Wine inventories are monitored very closely and data are filed on a monthly basis with the French Customs authorities. A full inventory is taken every year when the accounts are closed. Quality controls are carried out on stocks of dry materials and the supplier is held liable in the event of non-conformance.

# • Environment

The Group practices *viticulture raisonnée* sustainable wine-making methods on its parcels in accordance with the technical recommendations of the industry authorities.

The Group minimises waste generation both in respect of wine making and product packaging. It also seeks to minimise its consumption of water, electricity and gas.

The Group complies with wastewater treatment legislation and operates a water treatment plant at Tours-sur-Marne.

The Group also seeks to raise awareness of environmental issues among all staff concerned.

All its activities are subject to regulatory standards overseen by:

- The French Ministry of Agriculture (notably planting and wine ageing standards),
- The French Customs and Excise Department (Direction des Douanes et des Droits Indirects), notably for verification of wine incomings and outgoings,
- The French competition authorities (Direction Générale de la Concurrence, de la Consommation et de la Répression des Fraudes) notably concerning the quantity and quality of bottled wines.

Full details of this regulated industry are set out in section 1.3.1. of the present reference document.

# • Industrial and environmental risks

Each site has received a licence to operate from the local *Préfecture*, certifying that operating conditions meet all the criteria laid down by law, and those concerning environmental impact and employee safety, among others.

# 1.5.2. Commercial and competition risks

# Commercial

Commercial dependency on a client or a market is a source of insecurity.

The Group has large numbers of reliable and solvent importers and customers in a wide range of markets with which the Group has nurtured links over many years. The Group is not dependent on any single sector or market.

The large number of customers guarantees excellent diversification of customer credit risk. Customer credit management procedures help to minimise the risk of non-payment, with orders being embargoed when credit limits are exceeded, which also minimises the risk of non payment. Contracts specifying the precise liabilities of importers have been signed with each country.

Suppliers are also under contract to guarantee the characteristics of the products distributed by the Group.

Information on trade receivables may be found in 4.6 to the consolidated statements of account.

# • Subsidiaries

All subsidiaries, branches and representative offices are located in places deemed low-risk (France, Germany, the United Kingdom, Belgium, the United States, Switzerland, Japan). A detailed monthly report forwarded to Head Office is used to monitor activity. Audits and half-yearly reviews guarantee the validity of the data received and compliance with the local legislation currently in force.

# • Product quality

Quality controls are systematically carried out at every stage of production. Laboratory checks and tastings ensure strict monitoring of wine quality. The very strict Champagne AOC rules also help to guarantee an excellent level of quality.

# • Brand image – Brand protection

In luxury goods businesses, brand image must be protected as a priority.

Strict in-house rules can be applied to manage any emergency involving the Group's products worldwide.

Group brands are registered as trademarks and special procedures are in place to guarantee renewal of filings within legal deadlines. Specialised consultancies monitor the threat of counterfeiting and notify the Group and advise it on the appropriate course of action. A crisis management procedure is also in place with the help of an external consultancy to enable the Group to respond quickly and effectively in the event of a proven risk. The Group complies with labelling legislation to ensure that consumers are adequately informed.

# • Visits – receptions

Activities involving external visitors are subject to stringent controls on the part of safety committees, which determine which activities are permissible depending on facilities and sites.

## • Transport

All transport services are outsourced to recognised companies with adequate insurance cover. The Group also takes out insurance cover against financial losses linked to the transport of its products.

Details of the competitive environment are set out in section 1.3.4. of the present reference document.

# 1.5.3. IT, legal, social and general organisation

## • Information systems and data

Loss of commercial, financial and operational data may hamper the activity of Group departments.

The Group has a central Information Systems Department responsible for the accounting and operations information systems. This reports to the Administrative and Financial Division. The Department is responsible for systems operation over the long term, and notably the deployment of data recovery and back-up procedures. The Group's Information systems Department also makes the computer hardware and software investment decisions for all Laurent-Perrier Group entities.

A new integrated management system, PGI, has been brought on stream which will strengthen oversight of company operations.

#### • Legal

A part of the Group Administrative and Financial Division, the Legal Affairs Department oversees legal affairs and ensures compliance with the regulations in force. The legal department supervises the legal affairs secretariats of Group subsidiaries. Intellectual and industrial property is a major concern for the Group. Property rights are strictly monitored and updated in-house and with the help of outside consultancies.

The applicable regulations are set out in sections 1.3.5. and 3.1.1. of the present reference document.

To the best of the Group's knowledge, there are no governmental, legal or arbitration procedures in abeyance or threatened that could have or have recently had a material impact on the Group's financial situation or profitability.

#### • Labour Relations

At its biggest entities, the Group undertakes social dialogue as required by law, via Works Councils, Hygiene & Safety Committees, annual negotiations with trade union representatives, and meetings with employee representatives. Employee benefits are subject to an approvals procedure with the Chairman of the Management Board.

# • Hygiene & Safety

The Group complies with French labour law, notably as regards the employment of seasonal workers in its vineyards. It also observes all hygiene and safety rules, as monitored by the CHSCT Hygiene & Safety Committee, factory inspectors and the company doctor. The risk prevention plan and safety instructions contribute to limiting and controlling dangerous areas. Manufacturing facilities also require operating authorisations delivered by the competent authorities. The insurance cover taken out on buildings and the decennial liability guarantees protect the company from the risks of bad workmanship or damage that could affect Group activity. When travelling outside France, Group staff is covered by adequate insurance. A charter "alcohol-speeding at the wheel" has been circulated to all sales staff to raise their awareness of the need to drive carefully.

#### General organisation

The Group's functions and activity sectors are grouped into four divisions reporting to the Chairman of the Management Board:

- Supplies and Production,
- Sales & Marketing,
- Administration Finance,
- Brand Development Public Relations,

For each of these four Divisions, the Group has drawn up organisation charts and precise descriptions of jobs and responsibilities.

This distribution should make it easier to implement formal procedures for delegating powers.

# 1.5.4. Market and Financial Instrument Risks

#### • Foreign exchange risk

The Group uses financial derivatives to manage and operationally hedge the risk of exchange rate fluctuations. The Group does not use derivatives for speculative purposes.

The Group uses foreign currency treasury flow forecasts which are updated monthly. The foreign exchange risk management policy consists in hedging such treasury flows with the objective of matching the budgeted exchange rates. The Group uses a specialised software application to track treasury movements on a daily basis and make forecasts, and which is also used for statistical monthly reporting.

The derivatives owned by the Group and qualified in accounting terms as hedging instruments within the meaning of IAS 39 are mostly firm commitments to buy or sell foreign currency futures.

At March 31, 2010	Operating assets	Financial assets	Operating liabilities	Financial liabilities	Net position before hedging	Hedges	Net position after hedging
GBP	3,145	1,380	-1,727		2,798	-2,000	798
CHF	2,092	472	-390		2,174	-2,000	174
USD	125	1,694	-329		1,490		1,490
Total	5,362	3,546	-2,446		6,462	-4,000	2,462

Information about foreign exchange risk may be found in notes 4.14.2 and 4.14.3 of the consolidated financial statements, which contain a detailed presentation of hedging transactions and sensitivity to fluctuating exchange rates.

## • Interest rate risk

The Group uses financial derivatives to manage and operationally hedge the risk of interest rate fluctuations. The Group does not use derivatives for speculative purposes.

The Group draws up debt forecasts which are updated monthly by the treasury flow manager who reports to the Chief Financial Officer.

The Group's hedging policy consists in taking out swap contracts for periods or around three years and to roll over the contracts when they mature to ensure that approximately half of its interest rate risk is permanently hedged.

At March 31, 2010 (€ million)			Financial	Financial liabilities		Net exposure before hedging		Interest rate hedges		Net exposure after hedging	
		Variable		Variable		Variable		Variable		Variable	
	Fixed rate	rate	Fixed rate	rate	Fixed rate	rate	Fixed rate	rate	Fixed rate	rate	
Less than 1 year		5,48	-2,16	-9,99	-2,16	-4,51		30,09	-2,16	25,58	
1-5 years			-3,94	-266,32	-3,94	-266,32		135,41	-3,94	-130,91	
Over 5 years				-50,66	0,00	-50,66		12,57	0,00	-38,09	
Total	0	5,48	-6,10	-326,97	-6,10	-321,49		178,07	-6,10	-143,42	

Information about interest rate risk may be found in notes 4.14.1 and 4.14.3 of the consolidated financial statements, which contain a detailed presentation of interest rate transactions and sensitivity to any change in interest rates.

## • Liquidity and covenant risk

The measures taken by the Group in this area are described in Chapter 5, section 4.11 of the present reference document.

The Group's policy with respect to its banking covenants is to negotiate "re-negotiation" clauses rather than "early repayment" clauses should it exceed the agreed debt ratios. The "re-negotiation" clause simply stipulates that in the event that the covenants are not honoured, the company is required to meet the banking pool to inform it of the situation. Loans do not become immediately repayable under any circumstance.

Liquidity risk is constantly monitored with our partner banks and seems modest in view of the continued support from the same banks.

Information about debt and cash and cash equivalent and liquidity risk may be found in point 4.11 and 4.12 of the consolidated financial statements.

#### • Market risk

In-house rules are also in place to ensure compliance with AMF directives on listed companies, including transparency of information, deadlines for the publication of financial results, corporate governance, and the risk of insider trading. The Group organises twice-yearly meetings with analysts and meets investors regularly and often, in order to explain its performance and strategy.

Managing financial risk calls for tight control over investments and strict financial and accounting management.

The Group has reviewed its risks and considers that there are no significant risks other than those presented here.

#### • Financial management

Financial management monitors activity relative to the budget and oversees the implementation of any remedial measures that may be necessary. Procedures are in place to authorise the main spending items before they are disbursed and strictly monitor investment.

The Group's budgetary approach broken down on a departmental basis is a key component in the oversight of activity and financial data. The General Management's strategic options are given formal expression in an annual business plan, and are then cascaded by management. The Group's budget approach is the main lever when it comes to operational implementation of strategy.

The Group Management Control unit is tasked with organising the budgeting process and helps operational staff in drawing up their budgets, monitoring them, and implementing the planned improvement initiatives. It is also responsible for coordinating, centralising and overseeing the consistency of budget and financial management reporting.

Regular budget monitoring by fiscal entity and Department can help identify any mismatches with the planned activity levels or spending.

# 1.5.5. Insurance

Laurent-Perrier Group companies are insured by Group-wide insurance policies. The coverage and limited liabilities are in line with practices of similar-size groups involved in the same activity.

These policies cover the risk of:

#### **Operations and post-delivery liabilities**

This policy covers physical, property and consequential damage to third parties and those caused by the operation, distribution or sale of products, subject to the cover limits specific to the risks guaranteed in the policies.

Third party liability due to operations  $\leq 15,245,000$ , Third party liability after delivery  $\leq 15,245,000$ .

#### Property damage (buildings, installations, stocks, IT system, machine breakage etc.)

This policy covers property damage on the basis of predefined events, insured amounts and deductibles as well as supplemental operating costs for an indemnity period of 18 months. Since April 1, 2005, goods are insured with differing limits and cover for the foreign subsidiaries in Switzerland, USA, UK and Belgium.

Since April 1, 2009, we have extended insurance coverage to goods lodged with the German subsidiary. The main policy prevails where the terms or limits differ from those of local policies issued by the local insurer.

Amounts covered: Direct damage: €395.408.083 Supplementary expense: €2,000,000 All policies are subject to the cover limits set for each contract. From April 1, 2009, the policy also includes a contractual payout limit of €150,000,000.

### **Company vehicles**

This policy covers all material damage caused to company vehicles as well as material damage and physical injury caused to third parties by the said vehicles.

#### Special personal automobile coverage

This policy covers losses incurred in connection with occasional trips by Group employees when using their personal vehicles.

#### **Directors and managers liability insurance**

This policy covers officers and managers against professional misconduct defined as follows:

- Management misconduct which is the result of imprudence, negligence, error, omission and misstatement.
- Any breach of legal and regulatory obligations.

#### **Fully-comprehensive IT policy**

This policy covers fixed and portable computer equipment according to a list which is updated annually by the Group.

## Personal accident

This coverage guarantees named Group employees in connection with professional travel (assistance, repatriation, death and disability benefits).

#### Freight carried

This policy covers:

- The carriage of goods in France by the Géodis Walbaum Group;
- The transport of grape must during the grape harvest.

As of 1 April 2009 the following are covered:

- All pre-shipping haulage in France,
- Transport between subsidiaries in Belgium and Germany.

Premiums paid to insurance companies relative to these insurance policies amount to approximately  $\leq$  350,000 per year.

# The Group considers that the risks are limited and that it is not necessary to outsource insurance cover for the following risks:

- The Group's product is not insurable. Consequently, the cost of its replacement is incurred by the Group within the framework of the civil liability policy.
- Wine stocks are not totally insured; the Group considers that the risks of theft, fire or any
  other damage concerning wine stored in its cellars are limited and that it is impossible that
  a single event could affect the entire stock. Nevertheless, protection has been taken out for
  the "collapse of underground wine cellars" to cover the cellars themselves and the wine
  kept there.
- "Business interruption risks" are not covered. However, coverage for additional expenses has been taken out to guarantee the reimbursement of costs incurred subsequent to an event covered by the property insurance. It is also intended that all labelled bottled wine is to be insured for the sale price as of April 1, 2009.
- Vineyards are not covered, because the dispersion of plots throughout the Champagne region considerably reduces risks.

The Group manages its customer credits with the greatest caution and does not deem it necessary to insure itself for this risk.

Goods shipped outside France are insured directly by customers and their service providers.

The Company uses an insurance broker who deals with the leading insurers, which means that about ten insurers are involved in our contracts as either lead insurer or co-insurer.

# 1.6. REPORT ON SOCIAL AND LABOUR RELATIONS

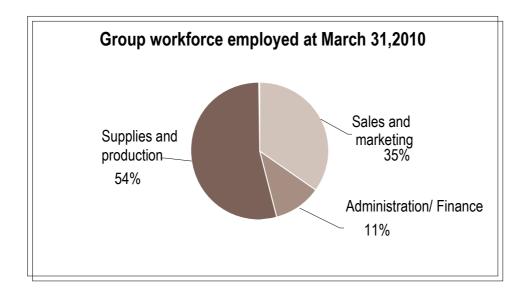
# 1.6.1. The workforce

At March 31, 2010, the workforce continued to shrink. The total registered workforce amounted to 456, a reduction of over 10% in three years.

The reduction is most marked in sales administration and production functions, whereas staffing levels have increase in the vineyards sector.

The tables below show the breakdown by category of employment over the past three years:

	2008	2009	2010
Group workforce employed at March 31			
Commercial, Brand Development, Public Relations	175	166	158
Administration, Finance, Human Resources, Legal	47	49	51
Supply, Production, Procurement	243	245	247
Total	465	460	456



# **1.6.2.** Workforce at French commercial companies:

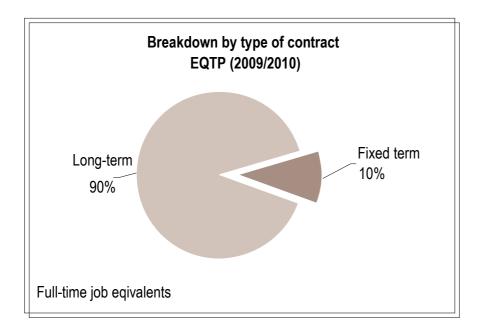
The Group's principal commercial companies are Laurent-Perrier, Champagne Laurent-Perrier, Champagne de Castellane, AS, Grands Vignobles de Champagne and Château Malakoff.

Workforce at 31 March	Laurent	-Perrier		pagne :-Perrier		agne de ellane	Socié	té AS	Vignot	nds bles de pagne		teau akoff
Year	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009	2010
Long term (LT) Fixed	16	17	179	173	55	54	11	10	30	34	23	24
term (FT)	0	0	6	2	1	1	1	0	1	4	38	38
Total	16	17	185	175	56	55	12	10	31	38	61	62

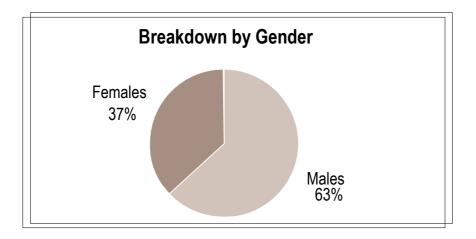
The workforce of each of these companies and by contract type breaks down as follows:

The biggest changes concern Champagne Laurent-Perrier, whose workforce had fallen by 5% by March 31, 2010.

In 2010, the Group had less recourse to fixed-term employment contracts, except in the production sector due to the extremely seasonal nature of the workload.

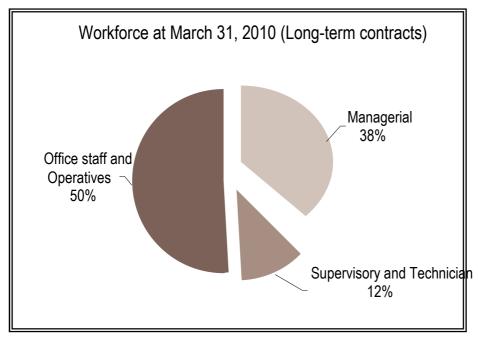


**1.6.2.1.** Breakdown of the workforce by socio-professional category and gender at March 31,



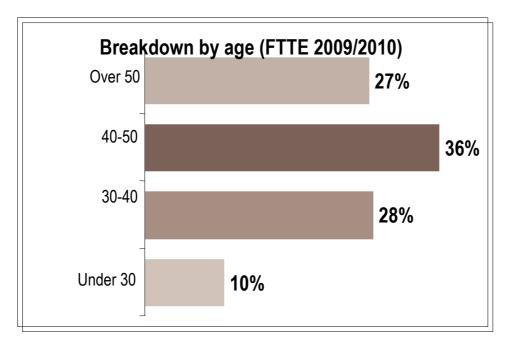
The breakdown by gender has not changed since end-March 2009.

The breakdown by socio-professional category was also largely unchanged compared with the previous year.



1.6.2.2. Average employee age

The breakdown by employee age group is identical to that in previous years. The workforce is neither getting younger or older. The adoption of a plan for seniors will optimise employment conditions for staff nearing retirement age.



# 1.6.2.3. New Hires

Eleven staff were hired on long-term contracts in the French companies in France in 2009/2010. Most of these hires concerned staff tending Group vineyards. Nine corresponded to new job creations and two were replacements.

Some 749 staff were hired on fixed-term contracts: 547 during the grape harvest and 202 to replace staff who were temporarily absent from their position or to deal with a passing increase in activity.

Group companies also have recourse to temporary employment agencies but only for very short term assignments.

Six staff on long-term employment contracts work part time.

1.6.2.4. Employment and integration of employees with disabilities at March 31, 2009

As at March 31, 2010, six workers with disabilities were employed in the companies concerned Group companies also regularly apply to the Sheltered sector and disability-friendly companies ("Entreprises Adaptées") to carry out work not falling within the usual scope of company skills or where the skills required to carry out the work are not available at those companies.

# 1.6.3. Working conditions

## 1.6.3.1. Working hours and absenteeism

The legislation on the shorter working week is applied by all of the Group's French subsidiaries. The shorter working week and absenteeism can be analysed as follows:

	Weekly average	Absenteeism excluding paid holidays	Notes
Laurent-Perrier	35h	3.33%	Work scheduled according to specific job requirements and implemented on the basis of annual work contingents.
Champagne Laurent- Perrier	34h20	4.91%	Departments in contact with customers are required to abide by an annual contingent of hours used to vary weekly working hours from 32 to 40 hours depending on the seasonal nature of activities.
Champagne de Castellane	35h	11.39%	Work takes place within fixed periods except in the case of departments in contact with customers, which are subject to variable working hours
Société AS	35h	2.55%	Administrative work is subject to variable working hours.
Grands Vignobles de Champagne	35h	0.89%	Adjustable working hours are used to vary hours worked from 0 to 40 per week to take the special nature of tending wines into account.
Château Malakoff	35h	7.27%	Adjustable working hours are used to vary hours worked from 0 to 40 per week to take the special nature of tending vines into account.

Group companies may have recourse to overtime working, notably during the grape harvest.

#### 1.6.3.2. Hygiene and safety conditions

Hygiene and safety conditions at Group companies are subject to close scrutiny by their Managements working in conjunction with the company doctor.

In the financial year just ended, the following data were recorded:

	2008-2009	2009-2010
Working days lost	463	535
Number of occupational accidents	41	24
Number of accidents travelling	3	2

The year just ended was mainly characterised by an increase in the number of days' work lost despite the drop in occupational accidents or accidents occurring on the way to or from work.

The Group makes regular efforts to improve working and safety conditions. It carries out work and invests to this end and periodically upgrades personal protection equipment. These issues are addressed at the time of regular meetings with employee representatives in the framework of the Hygiene and Safety and Working Conditions Committee. Similarly, accident prevention initiatives are implemented in conjunction with social security bodies. At each of the Group's companies, the professional risk assessment report is regularly updated.

#### 1.6.4. Remuneration

# 1.6.4.1. Global remuneration

Total remuneration paid, with the exception of Social Security daily sickness benefit payments, during the financial year, and the total social and fiscal payroll taxes paid by the Company were as follows:

2009-2010	Compensation (€)	+/- year earlier	Payroll taxes (€)	+/- year earlier
Laurent-Perrier	1,284,983	11.21%	584,829	6.93%
Champagne Laurent-Perrier	8,417,955	-0.04%	4,052,527	0.15%
Champagne de Castellane	1,834,778	-12.07%	879,877	-9.22%
Société A.S.	430,079	-8.73%	189,597	-8.67%
Grands Vignobles de	1,137,703	0.04%	433,001	0.17%
Champagne				
Château Malakoff	1,904,611	-11.70%	692,112	-9.71%

The variations from one year to the next can mainly be explained by the changes in staffing levels during the year.

Performance-related compensation systems are in place for line managers and sales staff. Bonus systems for results and performance are all individual and directly linked to achieving quantitative and qualitative targets set at the start of each financial year.

Group companies benefit from reduced payroll taxes on low salaries under existing provisions.

The principle of gender equality in compensation is complied with as regards identical positions and experience.

# 1.6.4.2. Incentives and Profit-sharing

As required by law, Champagne Laurent-Perrier, Champagne de Castellane and Château Malakoff have implemented employee profit-sharing schemes.

An employee incentive scheme is also applicable in the same three companies. The incentive agreement applicable at Champagne Laurent-Perrier is contingent on meeting annual production, turnover and average sales-price targets.

The Champagne de Castellane employee incentive scheme is contingent on achieving productivity and average sales-price targets.

The Château Malakoff employee incentive scheme is contingent on achieving productivity and harvest yield targets.

The amounts distributed pursuant to incentive and profit sharing schemes may be invested in Corporate Savings Plans.

# **1.6.5.** Occupational Training

Occupational training is considered especially important at Group companies, which seek to make training a full-fledged tool for employee skills development.

Spending on training during the financial year just ended rose by over 70%, to €193,615. The sharp increase is notably due to a large-scale training push when the new information system was deployed. The other training sessions concerned refresher and advanced training courses, courses in the use of new production equipment, technical courses in viticulture and winemaking, language learning, management and safety.

Over half of all staff attended a total of 2,486 man-hours of training.

In 2009, nine staff attended training courses under the provision for their "Individual Training Entitlement" (DIF – Droit Individuel à la Formation). Training courses attended in this respect mainly involved language skills and wine growing and making techniques. Champagne Laurent-Perrier also sponsors the Chair in Management of Champagne set up at the Reims Management School. The first intake of students began their studies in 2007.

# 1.6.6. Social dialogue

The Group is particularly attentive to the quality of social dialogue in its constituent companies.

## 1.6.6.1. Professional relations

The Group's French companies all have representative employee bodies in operation, except for Laurent-Perrier SA and A.S., where the workforce is too small for them to be organised.

All questions within the remit of representative employee bodies are regularly addressed during meetings with the General Managements of each company concerned.

In addition, a Group committee has been set up for companies with the Délégation Unique du Personnel (DUP –"Single Staff Delegation") and meets on a regular basis. Representative trade unions are active at Champagne Laurent-Perrier and Champagne de Castellane.

The following corporate agreements were signed at Group companies with trade union representation:

Company	Number of agreements	Subject of agreement
Société		
Champagne Laurent-Perrier	1	Amendment to Profit-sharing agreement
	1	2009 Compulsory Annual Bargaining round (NAO) agreement
	1	Amendment to Corporate Savings Scheme
	1	Agreement on hours for Employee representatives
Champagne de Castellane	1	Amendment to Profit-sharing agreement
	1	2009 Compulsory Annual Bargaining round (NAO) agreement
	1	Amendment to RTT shorter working week agreement
Château Malakoff	1	Amendment to Profit-sharing agreement
Château Malakoff	1	

The amendments to profit sharing agreements were signed to ensure compliance with changes in the law.

# 1.6.6.2. Company benefit schemes

Group contributions to company benefit schemes and holiday allowance paid to the works councils of individual companies are as follows:

Société	Benefit schemes (€)	Holiday allowances (€)
Laurent-Perrier	12,691	584
Champagne Laurent-Perrier	135,366	6,792
Champagne de Castellane	33,550	2,118
A.S.	7,755	438
Château Malakoff	30,473	940

Champagne Laurent-Perrier and Champagne de Castellane employees benefit from a health insurance regime whose financial cost is split between the company, the employee and the company works council.

Laurent-Perrier, A.S. and Grands Vignobles de Champagne employees benefit from a common health insurance regime whose financial cost is split between the company and the employee. Château Malakoff employees benefit from a separate regime whose financial cost is split between the company and the employee.

Employees at Laurent-Perrier SA, Champagne Laurent-Perrier, Champagne de Castellane, Château Malakoff and A.S. receive luncheon vouchers.

# **1.6.7.** Extent of sub-contracting

Group companies adhere to the provisions of the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work. The companies have limited and occasional recourse to sub-contracting, mainly for tasks falling outside of the usual range of corporate skills.

# **1.6.8.** Key non-financial performance indicators with respect to personnel

Most personnel-related indicators have been detailed above. These indicators are constantly monitored so that remedial action can be taken in the event of any significant deterioration.

# 1.7. REPORT ON ENVIRONMENTAL DATA - PREVENTION

# **1.7.1.** Report on environmental data

The desire to protect the environment and the terroir is reflected in all aspects of Group activity.

#### 1.7.1.1. Grape growing and the vineyards

For many years past, the vineyards owned by the Group have been managed sustainably. This involves taking the long-term nature of the activity into account and in particularly rejecting any practice or behaviour likely to have an irreversible impact on the natural milieu and the environment.

From this perspective, our priority is to deploy grape-growing practices that respect the environment, husband natural resources, and preserve biological and human equilibriums.

This environmental policy is inconceivable without the experience and motivation of the people working the land.

It implies:

- balanced management of *terroir* and soil,
- careful husbanding of resources such as water, energy and inputs,
- reduction at source of waste by recycling and recovery.

This strategy also aims to be perfectly consistent with the regulatory framework and the expectations which society at large require of grape growing. Among other points, one can note

the new specifications for productions conditions in the AOC\* area, the avenues recommended in the findings of the *Grenelle de l'Environnement* environmental summit, the Technical Handbook (*Référentiel Technique*) drawn up for the champagne growing area (a specification endorsed by champagne professionals, which identifies all practices deemed to be compatible, in the current state of our knowledge, with sustainable grape-growing), and Prefectoral decrees.

In practice, the Group's approach relies on:

- regular diagnosis of its grape-growing practice relative to the commitments set out in the Technical Handbook drawn up for the champagne growing area,
- continuous education for staff working in the vines,
- the deployment of strategies to protect vines which reconcile quality and the measured use of inputs,
- deployment of strategies to improve the soil, mainly directed towards mechanical upkeep (mowing, work beneath the vines),
- the continual upgrading of our plant and equipment in order to safeguard the quality of air, water, soils and natural environments,
- initiatives designed to extend and step up the momentum of sustainability. These include the management of effluent generated by grape growing (vineyard cleaning by plot, washing areas at the Montagne de Reims and Côte des Blancs sites), recovery and priority use of rainwater, waste management, risk prevention and strict application of procedures.

While being attentive to innovation, we pay special attention to ecological action. The carbon audit on Champagne Laurent-Perrier's vineyard activities carried out in 2007 helped us to act or schedule initiatives in the most relevant areas so that we can further reduce our greenhouse gas emissions.

#### 1.7.1.2. Wine making

Since 2009, all wine-making takes place at the Tours-sur-Marne facility, where the Group has invested heavily in winery capacity. These investments have improved occupational safety and environmental protection.

The wineries are compliant with safety standards not only to safeguard employees but also for ecological reasons, implementing, notably including a sophisticated carbon monoxide extraction system.

All press residues (dregs, residues from pressing and must, plus any grape juice left after pressing and before fermentation), are all sent to a local distillery, where they are transformed into alcohol.

The waste water from the Tours-sur-Marne winery is no longer piped to the village waste-water treatment centre, but to our own waste-water treatment facility on the Champagne Laurent-Perrier site.

The preference has long gone to gravity rather than the use of pumps in order to make energy savings and protect the quality of our wines.

The tanks are cleaned in a closed circuit. The products used for this are recovered after cleaning for subsequent recycling and processing.

#### Waste water

As stipulated above, waste water is not sent to the village wastewater treatment plant, but to our own, on-site treatment plant.

The deployment of an in-house wastewater treatment plant that combines biological and physical processes (respectively active sludge and membrane filtration), we have achieved a 99% reduction in organic pollution (Chemical Oxygen Demand, or COD). Slurry generated by this treatment plant is via a composting centre.

To reduce the impact of its discharges, Laurent-Perrier has housed its treatment centre in a traditional, Champagne-style building in the parkland of the Company's wooded site.

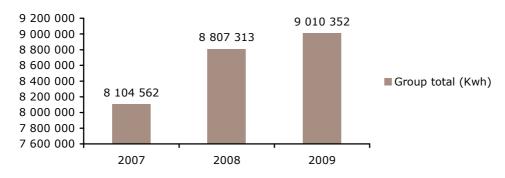
#### Water and Energy consumption at the Tours-sur-Marne site.

The centralisation of wine-making at a single location explains the rise in water and energy consumption, as shown in the charts below:

#### 36 000 35 000 34 000 33 000 32 142 a Group total (cu.m.) 2007 2008 2009

#### Water consumption at the Tours-sur-Marne site

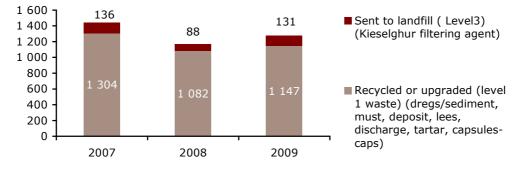
#### Energy consumption at the Tours-sur-Marne site (all energy types)



#### Waste management

Laurent-Perrier Group

Waste resulting from champagne making (tonnes)



Similarly, the increase in waste volumes also correlates with the volume of wine now made at the site.

The Group remains committed to improving the environmental performance of its activities, in compliance with the current and future regulatory framework.

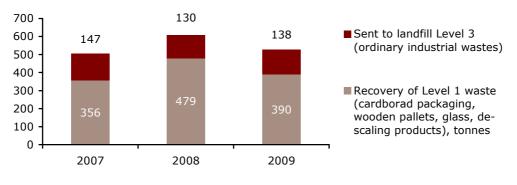
# 1.7.1.3. Labelling and packing

For its labelling and promotional materials, Laurent-Perrier increasingly seeks to use environmentally-friendly materials compliant with the European Union standards now in force in many countries. As planned in 1997, the use of tinfoil caps has been reduced. The use of polystyrene for all packaging has been abandoned in favour of recyclable moulded cellulose trays.

All cardboard items used in the manufacture of boxes are made from recycled paper, and, despite the printed characters and other items decorating them, can still be 100% recycled. To comply with European Union regulations, a "Recyclable" logo is printed on all labels, both those glued directly on the bottles and on the boxes. The cartons used to ship the wine are re-usable.

This policy explains the tight control over the volume of waste generated during this production phase. Special emphasis is placed on efforts to recover and re-use such waste. Laurent-Perrier Group

Incidental waste from champagne making (tonnes)



## 1.7.1.4. Buildings

Laurent-Perrier's main premises are located in the villages of Tours-sur-Marne and Louvois, Epernay, and Châlons-en-Champagne. The buildings are a fine illustration of the Group's conservation policy for historic buildings and the blending of these buildings into their rural environment.

The Château de Louvois and its large park and gardens have been regularly restored according to the style and rules governing their historic and architectural past.

Much of the production at Tours-sur-Marne takes place in the underground cellars. When this is not possible, work is carried out in industrial facilities which are of necessity more modern constructions, but whose façades have been designed to blend in with the style of the village.

It was with a constant concern to protect the aesthetic heritage of these wine-growing regions that Laurent-Perrier installed its own waste-water treatment plant in a building erected in 2004 in the tradition and architectural style of Champagne. In 2006 and 2008, also in Tours-sur-Marne, Laurent-Perrier built a new winery on the "Clos Valin" site designed to blend in with the local environment.

## 1.7.1.5. Conclusion

Laurent-Perrier has deployed an environmental policy in all its activities, demonstrating its commitment towards sustained environmental protection.

The Chairman of the Management Board, on behalf of the company as a whole, and the Head of Supplies and Production, along with the other department heads more specifically on behalf of their departments, are all committed to promoting and encouraging environmental management and protection best practice.

## 1.7.2. Prevention Report

The Group continued to promote its awareness campaign targeting all employees who, due to their position, are required to travel by car to represent one of the Group companies. A guide on the risks of drink-driving entitled *Fatigue, Alcohol and Speeding* setting out the need to comply with the Highway Code, and the risks of tiredness and alcohol consumption when driving is distributed to everyone concerned when they join the company.

## 1.8. EXCEPTIONAL EVENTS AND LITIGATION

As far as the Group is aware, there are no governmental, legal or arbitration proceedings pending or threatened which could have or may have had over the past twelve months any material impact on the Group's financial situation or profits.

# 2. PERSONS RESPONSIBLE FOR THIS REFERENCE DOCUMENT AND FOR AUDITING THE ACCOUNTS

## 2.1. PERSON RESPONSIBLE FOR THIS REFERENCE DOCUMENT

Michel Boulaire - Chairman of the Management Board as of 27th May 2010

## 2.2. AFFIDAVIT BY THE PERSON RESPONSIBLE FOR THE REFERENCE DOCUMENT

" I certify that I have taken all reasonable measures to ensure that the information contained n the present reference document is to the best of my knowledge in accordance with the facts and contains no omissions likely to affect its import.

I declare that to the best of my knowledge, the accounts have been drawn up in accordance with the applicable accounting standards and provide a fair image of the assets, financial situation, and results of the company and all those companies consolidated with it, and that the information relative to the management report listed in Annex 5 (last page of AFR concordance), presents a faithful picture of the business developments, results, and financial situation of the company and all those companies consolidated with it, as well as a description of the main risks and uncertainties with which they are faced.

I have obtained a completion letter from the statutory auditors in which they state that they have verified the information on the financial situation and accounts set out in the present document and have read the document in its entirety."

Tours-sur-Marne, June 17, 2010

Michel Boulaire- Chairman of the Management Board as of 27<sup>th</sup> May 2010

## 2.3. AUDITORS

## Statutory auditors:

PricewaterhouseCoopers Audit, a member of the Versailles Company of Statutory Auditors, represented by Mr Christian Perrier, 63, rue de Villiers
F - 92208 Neuilly-sur-Seine
First appointed: July 11, 1996
Mandate expires: Ordinary Shareholders' Meeting held to approve the accounts for the financial year ending March 31, 2014.
Philippe Venet & Associés, a member of the Reims Company of Statutory Auditors
Mr Philippe Venet
9, rue de Pouilly
F - 51100 Reims

F - 51100 Reims	
First appointed:	July 10, 1984
Mandate expires:	Ordinary Shareholders' Meeting held to approve the accounts for the
	financial year ending March 31, 2011.

#### Alternate auditors:

Société d'Expertise Comptable FIDEX Mr Leroy 2 bis, allée de Villiers, F - 92300 Levallois-Perret First appointed: June 25, 1985 Mandate expires: Ordinary Shareholders' Meeting held to approve the accounts for the financial year ending March 31, 2011. Mr Etienne Boris 63, rue de Villiers F - 92208 Neuilly-sur-Seine First appointed: July 9, 2008, replacing Pierre Coll Mandate expires: Ordinary Shareholders' Meeting held to approve the accounts for the financial year ending March 31, 2014.

## 2.4. PERSON RESPONSIBLE FOR INVESTOR INFORMATION

Mr Etienne Auriau, Finance Director E-mail: etienne.auriau@laurent-perrier.fr Tel: + 33(0) 3.26.58.91.22 Fax: + 33 (0) 3.26.58.17.29

## 3. GENERAL INFORMATION ON LAURENT-PERRIER

## 3.1. STATUTORY INFORMATION AND SHARE BUY-BACK PROGRAMME

## 3.1.1. Corporate name and registered office

Laurent-Perrier - 32, avenue de Champagne – F-51150 Tours-sur-Marne. Telephone + 33 (0)3.26.58.91.22.

In France, Laurent-Perrier is governed by French law while foreign subsidiaries and branches are subject to the law of the country in which they are located:

- Laurent-Perrier UK: UK law
- Laurent-Perrier Switzerland: Swiss law,
- Laurent-Perrier US: US law,
- Laurent-Perrier Diffusion Belgium: Belgian law.
- Laurent-Perrier Germany: German law.

## 3.1.2. Consultation of legal documents or information on Laurent-Perrier

Legal documents or information relating to Laurent-Perrier are available for consultation at the Group's headquarters at 51150 Tours-sur-Marne subject to legal requirements.

The following documents may be consulted:

- Laurent-Perrier memorandum of association and articles of association,
- all reports, letters and other documents, historic financial information and declarations prepared by experts at the request of Laurent-Perrier,
- historic financial information on Laurent-Perrier and its subsidiaries for the two financial years prior to publication of the reference document.

The above documents are available for consultation in hard copy or electronic format.

## 3.1.3. Incorporation date and term (article 5 of the by-laws)

The Group was incorporated on February 20, 1939, for a period of ninety-nine years, expiring on January 30, 2038 unless it is wound up beforehand or its term is extended.

## 3.1.4. Incorporation details

Laurent-Perrier companies are registered with the Reims Companies Registry under number 335 680 096.

APE business activity code: 6420 Z.

**3.1.5.** Legal structure (article 1 of the by-laws)

Laurent-Perrier is a French *société anonyme* (public limited company) with a Management Board and a Supervisory Board.

## **3.1.6.** Corporate purpose (article 3 of the by-laws)

Laurent-Perrier's corporate purpose is to trade mainly in the wine industry and includes:

- the acquisition, management and sale of securities, shares and all rights pertaining to them;
  active participation in defining the goals and policies of companies in which it has exclusive
- or joint control or a significant influence;budgetary and financial control and coordination of such companies;
- the provision of specific administrative, legal, accounting, financial or real-estate services on a purely in-house basis to such companies;
- all operations that are compatible with this purpose, related to it or further its accomplishment.

## 3.1.7. Financial year (article 19 of the by-laws)

## From April 1 to March 31 of the calendar year.

- 3.1.8. Appropriation and distribution of earnings (article 20 of the by-laws)
- 3.1.9. Annual General Meetings of Shareholders (article 18 of the by-laws)
- **3.1.10.** Special provisions of the by-laws

## **Disclosure thresholds (article 9)**

Article 9 of the by-laws states that any private individual or corporate body who, within the meaning of article L 233-7 of the French Commercial Code, falls below or rises above a threshold equal to 2.5% of the share capital and/or voting rights of the Company or a multiple thereof, must report to Laurent-Perrier the total number of shares they hold.

## Double voting rights (article 18 of the by-laws)

Double voting rights are legally granted to all fully-paid up registered shares which have been registered in the name of the same shareholder for at least four years (date to date).

#### Identification of holders of bearer shares

The survey undertaken by Laurent-Perrier on March 31, 2010 of holders of bearer shares identified about 4,432 shareholders.

## 3.1.11. Supervisory Board membership requirements (article 15)

Other than those stipulated in the bylaws, the rules governing the Supervisory Board, and notably its membership, operation and purview, are those set out in the applicable legal provisions.

Any members present at the meetings via a videoconferencing link whose nature and operating methods are compliant with regulatory provisions shall be deemed present for the purposes of establishing the quorum and the majority of Supervisory Board members.

Videoconferencing participation is not valid when taking the following decisions, however:

- appointment of the members of the Management Board, the Chairman of the Management Board and the single Chief Executive Officer,
- dismissal of members of the Management Board and the single Chief Executive Officer if the bylaws make provision for such dismissal by the Supervisory Board,
- election and remuneration of the Chairman and Vice Chairman of the Supervisory Board.

## **3.1.12.** Provisions for attendance at the General Meeting of Shareholders (article 18)

Other than those stipulated in the bylaws, the rules governing the holding of General Meetings of Shareholders and in particular the calling and holding of such meetings, as well as the rights pertaining to shareholder communication and information, are those set out in the applicable legal provisions.

Any shareholders taking part in the General Meeting of Shareholders via a videoconferencing link or other telecommunications link enabling their identification, whose nature and operating methods are compliant with regulatory provisions shall be deemed present for the purposes of establishing the quorum and the majority of shareholders.

General Meetings of Shareholders convene at the Group's Registered Office or at any other venue specified in the invitation to attend.

## 3.1.13. Laurent-Perrier share buy-back programme

The Shareholders' Meeting of July 8, 2009 authorised the Management Board to repurchase Company shares pursuant to articles L.225-209 et seq. of the French Commercial Code, notably in order to:

- maintain an orderly market in Company shares through a liquidity agreement with an investment services provider that conforms to the AFEI charter recognised by AMF;
- allocate shares to employees or Company representatives;
- use the shares to grant share options to employees or Company Representatives;
- retain the shares acquired and use them in swaps or in acquisition agreements;
- cancel all or part of the shares acquired.

The Company has not cancelled any shares held under the provisions of the above programme. The special buy-in report is included in section 7.2.

The July 7, 2010 Joint Ordinary and Extraordinary Shareholders' Meeting held to vote on the financial statements for the period ended March 31, 2010 will be asked to issue a new authorisation.

If authorised by the shareholders, the Management Board may cancel shares and reduce the company's share capital accordingly.

#### Conditions

Under the new programme shares will be bought in at no more than  $\in 100$  per share excluding expenses.

The Shareholders' Meeting on July 7, 2010 will authorise the buy-back of up to 594,000 shares each with a par value of  $\in$  3.80 (minus the 67,869 treasury shares already owned by the Company at March 31, 2010).

## Assumptions used to assess the impact of the share buy-back programme on the financial situation of Laurent-Perrier

Calculations to assess the impact of the buy-back programme on Laurent-Perrier's accounts are based on the consolidated financial statements at March 31, 2010. However, taking into account the 67,869 treasury shares already owned by the Company at March 31, 2010, it is unlikely to acquire all the 594,000 shares that may be repurchased under the buy-back programme.

Shares will be bought and sold on the stock market and/or in block sales.

#### Financing of share repurchase

The buy-back programme shall be financed with Laurent-Perrier's own funds.

#### Intention of Laurent-Perrier's executive officers

The executive officers of Laurent-Perrier do not intend to buy or sell shares under the buy-back programme.

## **Operations carried out by Laurent-Perrier on its own shares pursuant to article L 225-209 of the French Commercial Code**

**1.** During the financial year, i.e. from 01.04.2009 to 31.03.2010:

A) Market making:

-	Shares purchased during the Shares sold during the finan Average share price:	,	44,377 shares 48,336 shares €51,76 €51,97
	are purchase options Shares purchased during the	e financial year:	0 shares

- Average share price: €0

C) External	growth
-------------	--------

-	Shares purchased during	the financial year:	0	
- Shares sold during the financial year:				
-	Average share price:	purchase:	0	
-		sale:	0	

D) Amount of trading fees:

- Market making:
- Expenses incurred on purchases: €0
   Expenses incurred on sales: €0
- Share options purchases:
- Expenses incurred on purchases: €0
- E) Reasons for acquisitions: Market making and employee allocations.

F) Fraction of capital in treasury shares: 1.14 %

2. Total

- A) Total shares registered in the company name at close of financial year: 67,869 shares
- B) Value at purchase price: €3,974,103.23
- C) Nominal value of treasury shares: € 3,8 € per share (for a total of €257,902.20)

The special report on share buybacks mentioned in article L 225-209 et al. of the French Commercial code is appended to the present reference document as Annexe 7.3.

## 3.2. GENERAL INFORMATION ON LAURENT-PERRIER'S CAPITAL AND SHARES

## 3.2.1. Share capital (article 7 of the by-laws)

At March 31, 2010, the capital stock of the company stood at  $\leq 22,594,271.80$ , divided into 5,945,861 shares, each with a par value of  $\leq 3.80$ , all of the same class. The number of shares was unchanged throughout the financial year

## 3.2.2. Stock option plans (tableau AMF n°8)

The Joint Ordinary and Extraordinary Shareholders' Meeting of June 29, 2001, July, 3, 2003 and 6 July 2006 authorised the Management Board to allocate stock options to employees or executive officers of the Group in accordance with legal provisions and the limits laid down in articles L225-177 et seq. of the French Commercial Code (articles 225-177 and seq.). It is here specified that the Group has no stock option plans based on the creation of new equity (Plans d'options de souscription d'actions), but only stock option plans (Plans d'option d'achat d'actions) using existing shares.

The Joint Ordinary and Extraordinary Shareholders' Meeting of July 8, 2009 authorised 1. the Management Board to grant stock options up to a maximum of 210,000 euros to the

- 1. the Management Board to grant stock options up to a maximum of 210,000 euros to the same beneficiaries as before.
- 2. along with bonus shares up to a maximum of 1.7% of the Laurent-Perrier capital stock.

These authorisations were granted for a period of 38 months and will have to be renewed in 2012.

					Overview			allocation						
	Date of Shareholders'Meeting													
			26.05.99				29.06.200	1		03.07.03			06.07.06	•
	Plan n°1	Plan n°2	Plan n°3	Plan n°4	Plan n°5	Plan n°6	Plan n°7	Plan n°8	Plan n°9	Plan n°10	Plan n°11	Plan n°12	Plan n°13	Plan nº14
Management Board Meeting			30.03.00		1					08.03.05		7	18.03.08	
Number of eligible employees and/or executive officers	18	3	22	1	21	3	25	27	30	3	6	5	23	24
Total number of shares purchasable Corporate	31,474	4,500 (1)	44,950 (1)	2,250 (1)	44,000 (1)	3,950	66,700 (1)	46,900 (1)	49,400 (1)	18,000	28,000	25,000	34,200	41,300
officers														
Stéphane Tsassis														10,000
Cumulative former managers (2)	10,624	0,000	16,000	0,000	16,000	2,000	30,000	21,000	21,000	10,000	10,000	10,000	10,000	10,000
Option exercisable as of	12.06.04	23.10.04	31.03.05	26.04.05	31.03.0 6	06.09.05	27.03.06	26.03.07	31.03.08	09.03.09	15.03.10	23.03.1 1	19.03.12	03.04.13
Expiry date	10.06.09	21.10.09	29.03.10	24.04.10	29.03.1	04.09.11	25.03.12	24.03.13	29.03.14	07.03.15	13.03.16	21.03.1	17.03.18	01.04.19
Subscription price	€33.00	€ 33,90	€ 30,63	€ 29,97	€ 29,62	€ 32,22	€ 27,66	€ 29,78	€ 28,71	€ 34,10	€ 50,38	€ 83,72	€ 98,98	€ 41
Exercise	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Number of shares subscribed to at 31,03,2010	24,974			•		1,200	51,666		24,400	4,000	0,000		0,000	0,000
Cumulative nimber of stock options cancelled or worthless	6,500	3,500	8,100	0,000	4,700	2,000	8,800	9,050	11,750	0,000	3,000	0,000	0,000	0,000
Stock options remaining at end of FY (31/03/2010)	0	0	0	0	0	750	6,234	7,613	13,250	14,000	25,000	25,000	34,200	41,300

Overview of Stock Option allocations

(1) Including allocations for beneficiairies before they left the Group

(2) ie, corporate officers having left their position

## 3.2.3. Capital authorised but not issued (financial authorisations)

The Joint Ordinary and Extraordinary Shareholders' Meeting of July 8, 2009 authorised the Management Board to increase the share capital on one or several occasions over a period of 26 months through:

- issues of Laurent-Perrier shares or any type of securities giving immediate or subsequent access to Laurent-Perrier shares, with the exception of preferred shares, non-voting priority dividend shares and investment certificates. These issues can be made with or without maintaining the preferential subscription rights of existing shareholders. The maximum total increase in nominal capital that may result from such issues is €10,000,000 for shares and €150,000,000 for debt issues;
- issues of Laurent-Perrier shares through capital increases of up to €10,000,000 through capitalisation of reserves, profits and share premiums.

The authorisations were not implemented by the Management Board at March 31, 2010.

## 3.2.4. Other securities giving direct or indirect access to the Company's capital

There are no other securities giving access to Laurent-Perrier's share capital either directly or indirectly.

## 3.2.5. Changes in ownership at March 31, 2010

Date	Nature of transaction	Capital increase or reduction (in FRF unless otherwise stated)	Issue or transfer premiums (in FRF unless otherwise stated)	Change in number of shares	Share capital after the transaction (in FRF unless otherwise stated)
20.02.1939	Creation of Laurent- Perrier-Perrier by asset transfer			36,000	3,600,000
1939 to 1993	Successive capital increases			366,000	36,600,000
10.12.1993 27.06.1994	Capital increase Capital increase through capitalisation of reserves	444,500	10,668,000	4,445 2,032,225	40,644,500 243,867,000
15.03.1999	Capital decrease by reducing the par value of shares from FRF 100 to FRF 50	121,933,500			121,933 ,500
31.03.1999	Capital increase related to the merger of Galilee Investissements <sup>(1)</sup>	11,030,400	27,403,170	220,608	132,963,900
26.05.1999	Division of the par value of shares from 50 FRF to 25 FRF			2 659 277	132,963,850
26.05.1999	Conversion of the capital in Euros (3,80 € per share) rounding and decreasing.	€59,703			€20,210,505.20
31.05.1999	Cancellation of treasury shares	(€1,653,820.80)		(435,216)	€18 556 684,40
11.06.1999 July 1999	Capital increase Exercise of over- allocation option	€3,510,945.40 €526,642	€26,978,843.00 €4,046,828	923,933 138,590 number of total shares 5,945,861	€22,067,629.80 €22,594,271.80

In order to simplify and enhance the overall transparency of the Laurent-Perrier Group's legal structure and rationalise its holding company governance, Galilée Investissements, a family investment holding company exclusively owned by members of the de Nonancourt family, was merged with Laurent-Perrier with effect from March 31, 1999.

## 3.2.6. Breakdown of shareholdings and voting rights

## 3.2.6.1. At March 31, 2010

Shareholders	Numbers of shares	% capital	% voting rights
<ul> <li>Registered family shares (de Nonancourt family)</li> </ul>	3,387,882	56.98%	69.04%
<sup>②</sup> Institutional shareholders (registered shares) <sup>(1)</sup>	513,945	8.64%	10.25%
<sup>③</sup> Other shareholders, including individuals <sup>(2)</sup>	1,955,057	32.89%	20.30%
④ Shares held through the corporate mutual fund for employees and managed by HSBC Epargne Entreprise (registered and bearer)	21,108	0.35%	0.41%
<sup>⑤</sup> Treasury shares <sup>(3)</sup>	67,869	1.14%	-
GRAND TOTAL at 31.03.2010	_ 5,945,861 _	100%	100%

(1) Including First Eagle Funds Inc, which to the best of the Group's knowledge holds more than 7.5% of the capital and more than 10% of the voting rights.

(2) Of which

- First Eagle Investment Management, LLC (US Investment Advisor) which has disclosed that it has crossed the threshold of 10% of the capital and 10% of the voting rights, including First Eagle Funds Inc cited above<sup>(1)</sup> and which further declares that it has no intention of acquiring control of the company.
- FIL Limited (Fil international, a fund manager) which has disclosed that it has crossed the threshold of 2.5% of the capital and 2.5% of the voting rights.

(3) Treasury shares: this mainly corresponds to shares acquired under the provisions of articles L 225 –209 et seq. of the French Commercial Code (market making and shares held for allocation to employees).

3.2.6.2. At March 31, 2009

Shareholders	Numbers of shares	% capital	% voting rights
<ul> <li>Registered family shares (de Nonancourt family)</li> </ul>	3 387 882	56.98%	67.27%
<sup>2</sup> Institutional shareholders (registered shares) <sup>(1)</sup>	483 945	8.14%	10.53%
<sup>③</sup> Other shareholders, including individuals <sup>(2)</sup>	1 976 892	33.25%	21.77%
④ Shares held through the corporate mutual fund for employees and managed by HSBC Epargne Entreprise (registered and bearer)	20 314	0.34%	0.43%
<sup>⑤</sup> Treasury shares <sup>(3)</sup>	76 828	1.29%	-
GRAND TOTAL at 31.03.2009	5 945 861	100%	100%

(1) Including First Eagle Funds Inc, which to the best of the Group's knowledge holds more than 7.5% of the capital and more than 10% of the voting rights.

- (2) Of which
  - Arnhold and S. Bleichroeder (US Investment Advisor) which has disclosed that it has crossed the threshold of 10% of the capital and 10% of the voting rights, including First Eagle Funds Inc cited above<sup>(1)</sup> and which further declares that it has no intention of acquiring control of the company.
  - Fidelity International which has disclosed that it has crossed the threshold of 5% of the capital and 2.5% of the voting rights.
- (3) Treasury shares: this mainly corresponds to shares acquired under the provisions of articles L 225 –209 and seq. of the French Commercial Code (market making and shares held for allocation to employees).

## 3.2.6.3. At March 31, 2008

Shareholders	Number of shares	% capital	% voting rights
① Registered family shares	3 339 221	56.16%	70.35%
(de Nonancourt family)			
<sup>②</sup> Institutional shareholders (registered	483 946	8.14%	5.54%
shares) <sup>(1)</sup>			
<sup>③</sup> Other shareholders, (including individuals) <sup>(2)</sup>	2 037 932	34.28%	23.65%
④ Shares held through the corporate mutual	19 285	0.32%	0.443%
fund set up for employees and managed by			
HBC Epargne Entreprise			
⑤ Treasury shares <sup>(3)</sup>	65 477	1,10%	-
GRAND TOTAL at 31.03.2008	5 945 861	100%	100%

- (1) Including First Eagle Funds Inc, which to the best of the Group' knowledge holds more than 7.5% of the capital and more than 5% of the voting rights.
- (2) Including Arnhold and S. Bleichroeder (US Investment Advisor) which has disclosed that it has crossed the threshold of 7.5% of the capital and 5% of the voting rights including the First Eagle Funds Inc cited above in (1).
- (3) Treasury shares: this mainly corresponds to shares acquired under the provision of articles L 225 –209 et seq. of the Commercial Code (market making and shares held for allocation to employees).

## 3.2.7. Major changes in capital ownership since the initial listing on the stock market

Since the initial listing on the stock market, there has been no significant change in the capital ownership and voting rights of the Group.

## 3.2.8. Changes in share capital

Changes in share capital or in the voting rights attached to shares are governed by law; nothing specific is provided in the by-laws.

## 3.2.9. Shareholder pact

To the Laurent-Perrier Group's knowledge, no shareholder pact exists. In July 2005, the de Nonancourt family Group re-structured its holding in the Laurent-Perrier share capital. Following this transaction, ASN increased its share of the Group's capital and voting rights

## **3.2.10.** Pledges of company shares

To the company's knowledge, no Laurent-Perrier shares were pledged as security in 2009-2010.

All guarantees given by Group companies are shown in section 5.2 of the "Notes to the Consolidated Financial Statements" (Off-balance sheet commitments, paragraph 4.24, p 98 of the present reference document) and in the notes to the parent company financial statements in section 5.4. (note 14, p 109), Off-balance sheet commitments, of the present reference document).

#### 3.2.11. The Laurent-Perrier share market: prices, trends, trading

	Monthly opening price (€)	Monthly closing price (€)	Monthly high (€)	Monthly low (€)	Trading volume (shares)	Trading volume (€)
October- 08	89.15	63.02	90.00	59.00	150.865	10 344 092
November-08	64.00	54.70	65.00	52.95	111.318	6 674 933
December-08	54.40	59.00	60.00	49.50	143.012	7 702 763
December 00	5 11 10	55100	00100	19100	1101012	, , , , , , , , , , , , , , , , , , , ,
January-09	59.01	44.00	59.30	40.00	38.385	1 942 866
February-09	44.00	41.80	45.00	40.00	54.498	2 300 510
March-09	42.00	38.01	42.00	36.03	45.527	1 746 757
April-09	38.02	44.49	47.40	37.30	117.809	4 986 354
May-09	45.00	40.61	47.00	40.25	153.371	6 872 900
June-09	40.61	49.00	56.00	40.61	80.337	3 885 773
July-09	49.00	46.67	49.25	42.18	31.028	1 455 760
August-09	46.67	48.54	48.55	46.00	63.525	2 996 459
September-09	48.00	55.90	60.50	46.61	70.390	3 799 252
October-09	55.90	54.28	56.00	49.79	128.626	6 851 540
November-09	54.50	53.51	58.22	53.20	50.407	2 825 516
December-09	53.51	54.01	57.23	50.01	35.424	1 899 926
January-10	54.15	62.00	64.90	52.00	77.478	4 624 023
February-10	62.00	56.90	63.79	55.03	24.751	1 444 796
March-10	57.20	59.50	61.00	56.76	50.376	2 936 417

#### Laurent-Perrier shares are listed on Eurolist B of Euronext Paris.

## **3.2.12.** Dividend policy

Laurent-Perrier intends to continue its policy of distributing dividends in the order of 30-40% of attributable net income (IFRS) insofar as allowed by Laurent-Perrier's business interests.

On May 27, 2010, the Management Board decided to propose to the Joint Ordinary and Extraordinary Shareholders' Meeting on July 7, 2010 a dividend of 0.69 per share in respect of financial year 2009-2010 before social security contributions.

Dividends distributed over the last three financial years were as follows:

Financial year	Dividend per share (€)
2006-2007	€1.30
2007-2008	€1.40
2008-2009	€0.83

After a period of five years, unclaimed dividends are automatically paid to the French Treasury.

## *3.3.* **PROPERTY, PLANT AND EQUIPMENT**

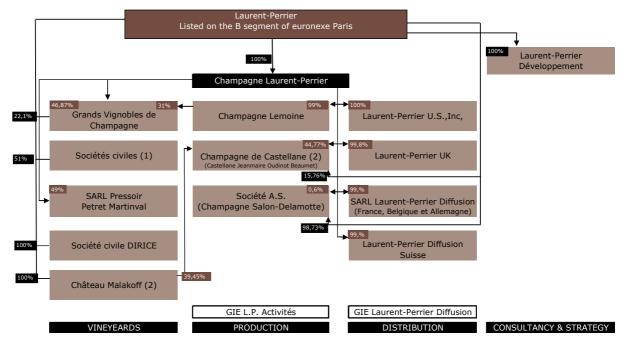
The Group has invested heavily since 2006 to upgrade its production base:

- All wine making is now centralised at a single facility in Tours-sur-Marne after new winery capacity was installed. The large number of tanks means that the crus from the grape harvest can be perfectly separated, while regulation processes guarantee extensive control over every phase of wine-making proper.
- The other production phases (bottling, riddling, disgorging and labelling/packing) are mainly carried out at two facilities in Tours-sur-Marne and Epernay.
- The Group also has three main storage sites in Tours-sur-Marne, Epernay and Châlonsen-Champagne.

At grape harvest time, the Group has three presses at Tours-sur-Marne, Oger and Landreville.

## 3.4. SIMPLIFIED ORGANISATION CHART OF THE LAURENT-PERRIER GROUP

The following simplified chart shows the legal structure of the Group at March 31, 2010, which is structured around the Laurent-Perrier parent company, Champagne Laurent-Perrier, Champagne de Castellane and Château Malakoff, its wholly owned (equity and voting rights) main operating subsidiaries.



- 1) See annex to the consolidated accounts for minority equity interests
- 2) Partial tender of Château Malakoff assets to Champagne de Castellane.

The chart showing subsidiaries and participations appears in Chapter 5 of the reference document.

# 4. CORPORATE GOVERNANCE AND CONFLICTS OF INTEREST: ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES

## 4.1. SENIOR MANAGEMENT

## 4.1.1. The Laurent-Perrier Management Board Group and non-Group directorships

Mandates renewed for two financial periods at the end of the General Meeting of Shareholders called to examine the financial statements for the period ending March 31, 2009:

	Company directorships over the last 5 years or date of initial appointment	Appointment expires or terminates	Other Group directorships	Other non-Group directorships
Mr Stéphane Tsassis, Chairman Business address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur- Marne	January 1,2009	Resignation at 26, May 2010	See table of positions and offices	None
Ms Alexandra Pereyre de Nonancourt*, member Business address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur- Marne	May 10, 1999	Supervisory Board meeting held following the 2011 General Meeting of Shareholders	See table of positions and offices	None
Ms Stéphanie Meneux de Nonancourt*, Member Business address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur- Marne	May 10, 1999	Supervisory Board meeting held following the 2011 General Meeting of Shareholders	See table of positions and offices	None

\* Mss Alexandra Pereyre de Nonancourt and Stéphanie Meneux de Nonancourt are the daughters of Mr Bernard de Nonancourt and his wife, Claude de Nonancourt.

## 4.1.2. The Laurent-Perrier Supervisory Board

Supervisory Board members are appointed for a term of six years. Group and non-Group mandates:

Directors	Other Group and non-Group mandates at March 31, 2010
Date of initial appointment expires	

Bernard de Nonancourt	Other Laurent-Perrier Group mandates: see table of positions and offices
Chairman: May 26,1999 to July 7, 2005 Honorary Chairman: July 7, 2005 Member: May 26, 1999 – 2011 Former Chief Executive of Laurent- Perrier Business address	Non-Laurent-Perrier Group mandates: none
Laurent-Perrier 32, avenue de Champagne 51150 Tours-sur-Marne	
Maurice de Kervénoaël <sup>(1)</sup>	Other Laurent-Perrier Group mandates: none
<i>Chairman</i> : July 7, 2005 - 2011 Business address: MDK Consulting 20, rue Vignon 75009 Paris	Non-Laurent-Perrier Group mandates: - Manager of Consultancy company - Managing Director of MDK Consulting - Chairman of Hermès International Audit Committee - Director, Deputy Chairman, Hermès International - Directeur ONET
François Philippoteaux Deputy Chairman Member: July 11, 1996 – 2014	Other Laurent-Perrier Group mandates: see table of positions and offices - Chairman of Laurent-Perrier Switzerland
Former Chief Executive of Laurent- Perrier	Non-Laurent-Perrier Group mandates: none
Michel Chiron <sup>(1)</sup>	Other Laurent-Perrier Group mandates: none
<i>Member</i> : July,7 2005- 2011	Non-Laurent-Perrier Group mandates: Chairman of the Supervisory Board of Partner-Jouet Management Chartered accountant and former statutory auditor
Bernard de La Giraudière	Other Laurent-Perrier Group mandates: - Chairman of Laurent-Perrier UK
<i>Member</i> : July, 1996 – 2014 Former Chief Executive of Laurent- Perrier	Non-Laurent-Perrier Group mandates: - Chairman of Spirited Co. Limited
Claude de Nonancourt	Other Laurent-Perrier Group mandates: see table of positions and offices
<i>Member</i> : July 11 1996 - 2014 <i>Family tie</i> : wife of Bernard de Nonancourt	Non-Laurent-Perrier Group mandates: none
Yann Duchesne <sup>(1)</sup>	Other Laurent-Perrier Group mandates: none
<i>Member</i> : July 3 2003 - 2015 <i>Business address</i> : Doughty & Hanson 45 Pall Mall London SWY 5 JG United Kingdom	Non-Laurent-Perrier Group mandates: - Senior Associate Doughty & Hanson investment fund - Chairman of the Supervisory Board of Saft - Chairman, Balta - Chairman, KP1 - Director, IPSOS - Director, TUMI - Director, HDF Finance - Director, Impress
Grant Gordon <sup>(1)</sup>	Other Laurent-Perrier Group mandates: none
<i>Member</i> : October 26, 1999 - 2011 <i>Business address</i> : 32 Buckingham Palace Road London, SW1 W ORE United Kingdom	Non-Laurent-Perrier Group mandates: - Director General, Institute for Family Business (UK)

Éric Meneux	Other Laurent-Perrier Group mandates: none
<i>Member</i> : October 26, 1999 - 2011 <i>Family tie</i> : husband of Stéphanie Meneux de Nonancourt, member of the Management Board	Non-Laurent-Perrier Group mandates: Medical Doctor, surgeon at the Clinique Sainte Isabelle and the American Hospital, Neuilly-sur-Seine
Jean-Louis Pereyre	Other Laurent-Perrier Group mandates: none
<i>Member</i> : December 20, 1994 - 2012 <i>Family tie</i> : husband of Alexandra Pereyre de Nonancourt, member of the Management Board	Non-Laurent-Perrier Group mandates: Chairman, Maritime Archéologie et Prospection Director, Media Contact Services

(1) Independent members of the Supervisory Board.

#### Supervisory Board Committees:

Several committees met over the course of the financial year.

**The Strategy Committee** is tasked with monitoring Company growth and presenting strategy proposals for the Laurent-Perrier Group to the Supervisory Board as a whole. The Strategy Committee is chaired by Bernard de Nonancourt. Its other members are Yann Duchesne (Vice President), Maurice de Kervénoaël, Éric Meneux, François Philippoteaux, Jean-Louis Pereyre, Management Board members Stéphane Tsassis, Alexandra Pereyre de Nonancourt and Stéphanie Meneux de Nonancourt, and Yves Dumont, President of Laurent-Perrier Développement.

**The Liaison Committee** replaced the Executive Committee on January 1, 2009. It meets once a month to examine the company's indicators, and the results and profitability of the Group's products and countries where it operates. The Committee is also responsible for oversight of Laurent-Perrier Développement, which:

- advises the Group on grape supply policy,
- maintains relations with the most important customers and networks,
- represents the Group on trade bodies,
- recommends strategic options.

The Committee is chaired by Maurice de Kervénoaël. Its other member is Bernard de Nonancourt. Alexandra Pereyre, Stéphanie Meneux and Stéphane Tsassis are permanently invited to be present at meetings.

**The Audit and Financial Communication Committee** examines the Company's financial results for each reporting period and ensures they are communicated to shareholders. Its role is to ensure the quality of the accounting methods and internal procedures, review the statutory and consolidated financial statements before they are presented to the Supervisory Board, and ensure the quality of the financial information provided to shareholders. Members are Bernard de La Giraudière, Éric Meneux, and Claude de Nonancourt, with Michel Chiron as Chairman.

**The Remuneration and Corporate Governance Committee** recommends the remuneration levels of Supervisory and Management Board members, proposes authorisations governing the stock-option plans and their application to Management Board members. It provides opinions on the Group's executive remuneration policy, ensures that conflicts of interest are avoided or resolved and determines and implements the Company's corporate governance policy. Members are Michel Chiron, Grant Gordon and Jean-Louis Pereyre, with Yann Duchesne as Chairman.

#### **Internal controls**

Paragraph 4.5. of the present reference document contains the Report of the Chairman of the Supervisory Board on the preparation and organisation of its work and on the internal control procedures put in place by the Group.

## List of positions and offices held in Group Companies by the executive officers as at March 31, 2010.

	Companies Executive Officers	Laurent- Perrier	Champagne Laurent-	Champagne de Castellane	Société A.S.	Château Malakoff
	Bernard de Nonancourt	Member of Supervisory Board and Honorary Chairman	Perrier Chairman of the Supervisory Board		Chairman of the Supervisory Board	
	Maurice de Kervénoaël	Chairman of the Supervisory Board				
p	Michel Chiron	Member of the Supervisory Board				
ry Boai	Bernard de La Giraudière	Member of the Supervisory Board				
Supervisory Board	Grant E. Gordon	Member of the Supervisory Board				
Sup	Éric Meneux	Member of the Supervisory Board				
	Claude de Nonancourt	Member of the Supervisory Board		Director	Vice Chairman of Supervisory Board	
	Jean-Louis Pereyre	Member of the Supervisory Board				
	François Philippoteaux	Vice Chairman of the Supervisory Board	Vice Chairman of the Supervisory Board			
	Yann Duchesne	Member of the Supervisory Board				
t Board	Stéphane Tsassis	Chairman of the Management Board	Chairman of the Management Board	Chairman of the Board of Directors		Chairman
Management Board	Stéphanie Meneux	Member of the Management Board	Permanent representative of LP, member of the Supervisory Board	Permanent representative of CLP, Director	Member of the Management Board	
	Alexandra Pereyre	Member of the Management Board	Member of the Management Board			

## 4.1.3. Potential conflicts of interest and corporate governance

## **Conflicts of interest**

There are no potential conflicts of interest for the members of the Supervisory Board or members of the Management Board between their duties towards Laurent-Perrier and their private interests.

At the present date and to the Company's best knowledge over at least the past five years, no director or member of the Supervisory Board occupying a Company position at March 31, 2010: has been found guilty of fraud,

- has been associated with any bankruptcy, had his/her assets seized or attached or been put into liquidation,
- has been found guilty of any offence and/or been subject to official censure by statutory or regulatory authorities,
- has been banned by any court from acting as director, manager or member of the supervisory board of any company issuing shares or from being involved in the management or the running of any company issuing shares over at least the last five years.

There is no arrangement or agreement between the main shareholders, clients, suppliers or others by virtue of which one or other of the persons enumerated in Chapter 4 of the present reference document has been selected as a member of a Board, Management or Supervisory level structure or as a member of the General Management thereof.

#### **Corporate governance**

The Group considers that its practices comply with French corporate governance requirements.

#### 4.2. GLOBAL AMOUNT OF TOTAL REMUNERATION AND FRINGE BENEFITS OF ALL SORTS PAID OUT EITHER DIRECTLY OR INDIRECTLY BY LAURENT-PERRIER OR OTHER GROUP COMPANIES DURING THE FINANCIAL YEAR

The Laurent-Perrier Group has opted to voluntarily refer to the AFEP-MEDEF code of corporate governance (available, in French, at www.medef.fr) in order to integrate its best corporate governance practice and recommendations for listed companies into the Group's operating methods and oversight and management structures.

#### 4.2.1. Members of the Management Board

Table showing compensation and options and shares allocated to each company executive officer

(tableau AMF n°1)

Name and function of executive officer	2008-2009	2009-2010
Stéphane Tsassis, President of Management Board	(01.01.2009 to the 31.03.2009)	
Compensation for the period (breakdown below)	€ 135.000	€ 345.455
Value of options allocated during the period	none	€ 80.000
Valuation of performance shares allocated in FY	none	none
Total	€ 135.000	€ 425.455
Alexandra Pereyre, member of the Management Board		
Compensation for the period (breakdown below)	€ 106.750	€ 100.000
Value of options allocated durig the period	none	none
Valuation of performance shares allocated in FY	none	none
Total	€ 106.750	€ 100.000
Stéphanie Meneux, member of the Managment Board		
Compensation for the period (breakdown below)	€106,759	€ 100.008
Value of options allocated durig the period	none	none
Valuation of performance shares allocated in FY	none	none
Total	€106,759	€ 100.008

#### Breadown of compensation for company executive officers

(Tableau AMF n°2)

Fixed compensation Performance-related compensation Exceptional compensation Director's fees Benefits in kind Total	€ 75,000 € 60,000 0 € 0 € 0 € 135,000	€ 75,000 0 € 0 € 0 € 0 € € 75,000	€ 300,000 * € 40,000 0 € € 5,455 € 345,455	€ 300,000 € 60,000 € 40,000 0 € € 5,455 € 405,455
Alexandra Pereyre				
Fixed compensation Performance-related compensation Exceptional compensation Director's fees Benefits in kind Total Stéphanie Meneux	€ 57,960 € 6,750 0 € € 42,040 0 € € 106,750	€ 57,960 € 14,572 0€ € 42,040 0€ € 144,572	€ 57,960 * 0 € € 42,040 0 € 100,000 €	€ 57,960 6,750 € 0 € € 42,040 0 € 106,750 €
Fixed compensation Performance-related compensation Exceptional compensation Director's fees Benefits in kind Total	€ 100,008 € 6,751 0 € 0 € € 106,759	€ 100,008 € 14,579 0 € 0 € € 114,587	€ 100,008 * 0 € 0 € € 100,008	€ 100,008 € 6,751 0 € 0 € € 106,759

Performance-related remuneration is contingent on achieving Group targets and individual objectives.

\*The amount will be calculated during the first half of 2010.

#### Social Status of Chief Executive Officer

(AMF Table No.10)

Executive officers	Employment	Contract	Suppler pension		benefits likely to subseq cessa	nities or s due or o be due juent to tion or f functions	to non-o cla	ies linked compete use
	yes	no	yes	no	yes	no	yes	no
Stéphane Tsassis	(1)		yes			no		no

(1) See paragraph 2.3 on the internal control report (Section 4.5. of the Reference Document).

#### **Complementary retirement pension**

The provisions and reserves by the Company and its subsidiaries for general and retirement pensions and other benefits together total  $\in$ 456.1K, broken down as follows.

#### Additional retirement pension

- nature of commitment, "defined benefits article 39 of French tax code"
- commitment calculation method, +15% of salary in 12 months preceding retirement date.

	Stéphanie Meneux	Alexandra Pereyre	Stéphane Tsassis
Defined benefit pension	121.5	131.3	203.3

It should be noted that supplementary-pension related benefits have been factored in to the package negotiated with senior executives.

## Stock options allocated

(AMF Table No.4)

Stock options allocated to each executive officer for the period							
Options allocated to each executive officer by the issues and all Group companies	No. and date of plan	Type of Options (purchase or subscription)	Value of options using the method chosen in the consolidated financial statements	Number of options allocated during the accounting period	Exercice price	Exercice period	
	Plan Nº 14					From 02/04/2013	
Stéphane Tsassis	02/04/2009	OAA		10 000	41€	to 03/04/2019	

## Stock options exercised

(AMF Table No.5)

Options to subscribe to or purchase share options eercided duing the accounting period by the executive officers						
Option exercised by executive officers	No. and date of plan	Number of options exercised during the financial vear	Exercise price	Exercise period		
None						

# **Bonus performance shares allocated** *Titre à(AMF Table No.6)*

Bonus performance shares allocated to each cororate executive officer						
Bonus performance shares allocated during the FY to each corporate executive officer by issuer and any Group compagny	No.and date of plan	evercised during	method used	Acquired	Available	

None

## Bonus performance shares now available

(AMF Table No.7)

Performance shares becoming available during the FY for each corporate officer							
executive officer by	vailable for each corporate issuer and by any Group ompany	No. and date of Plan	Number of shares becoming available during the FY	Acquisition conditions			
	None						

4.2.2.	Members	of the	Supervisory	Board
(Tableau	AMF n°3)			

Supervisory Board members	Amount paid in 2008-2009	Amount paid in 2009-2010
Maurice de Kervénoaël		
Attendance fees	néant	néant
Other remuneration	173,4 K€*	109,1K€*
Bernard de Nonancourt		
Attendance fees	16,7 K€	16,7 K€
Other remuneration	121,96 K€	121,96 K€
François Philippoteaux		
Attendance fees	24,2 K€	24,2 K€
Other remuneration		
Bernard de La Giraudière		
Attendance fees	16,7 K€	16,7 K€
Other remuneration		
Michel Chiron		
Attendance fees	16,7 K€	16,7 K€
Other remuneration		
Yann Duchesne		
Attendance fees	16,7 K€	16,7 K€
Other remuneration		
Grant Gordon		
Attendance fees	16,7 K€	16,7 K€
Other remuneration		
Eric Meneux		
Attendance fees	16,7 K€	16,7 K€
Other remuneration		
Claude de Nonancourt		
Attendance fees	16,7 K€	16,7 K€
Other remuneration		
Jean-Louis Pereyre		
Attendance fees	16,7 K€	16,7 K€

\*o/w payment of fees for services rendered paid to MDK Consulting, Managed by Maurice de Kervénoaël.

No loans or sureties were granted by Laurent-Perrier to members of the Management Board or Supervisory Board.

In the two years preceding the publication of the present reference document there is no contract which a member of the Management Board or Supervisory Board has left.

## 4.3. STOCK OPTIONS GRANTED TO GROUP OFFICERS AND THE TOP 10 NON-OFFICER EMPLOYEES

(AMF Table No.9)

4.3.1. This report has been prepared by the Company's Management Board in compliance with article L 225-184, paragraph 2 of the French Commercial Code as amended by Law 2008-1258 adopted on December 3, 2008, and with article D 174-20 of the decree of March 23, 1967, to inform shareholders of options granted by the Company and controlled companies in the year ended March 31, 2010 to:

- Officers ("*mandataires sociaux"*) of the Company and controlled companies in connection with offices or functions held,
- The ten non-officer employees having received the largest number of stock options during the period.

In compliance with the provisions of the aforementioned article L 225-184, amended, the table below outlines the number, exercise dates and option prices of the stock options granted in the year ended March 31, 2010, to the grantees enumerated below in respect of the authorisation conferred by the Joint Extraordinary and Ordinary General Meetings of Shareholders held on July 6, 2006.

	Number of options granted	Expiry date	Option price		
1) Officers					
	10,000	02/04/2013	€41		
2) Employees receiving the largest number of options who are not officers					
	31,400	02/04/2013	€41		

4.3.2. Furthermore, in application of the provisions of the aforementioned article L.225-184 of the French Commercial Code, this report must provide the number and the prices at which stock options entitling holders to acquire shares in the Company or the controlled companies were exercised by Group officers and by the ten non-officer employees of the Group exercising the largest number of options

Beneficiaries	Plan n°9 30.03.04	Plan n°10 08.03.05	Total		
Exercice period	from 31.03.08 to 29.03.14	from 09.03.09 to 07.03.15			
Exercice price	€28.71	€34.10			
	Stocks options allocated	Stocks options allocated			
1) Officers					
	None				
2) Non-Officer employees exercising the largest number of options					
	1,000	4,000	5,000		

NB: The historical series of stock options allocations (*AMF Table No.8*) is set out in section 3.2.2. of the present reference document.

## 4.4. PROTECTIVE MEASURES IMPOSED ON SENIOR EXECUTIVES

The Laurent-Perrier Supervisory Board has decided that with respect to shares obtained by exercising share options allocated from 2007, the following protective measures shall apply:

- shares to retain: Laurent-Perrier shares;
- beneficiaries concerned, and % of shares to retain:
  - Chairman of the Management Board: the Chairman of the Management Board shall retain 20% of the shares obtained by exercising share options as of the allocation of 2007. The number of shares to retain shall be calculated and retained at the time of each allocation of share options.
  - Operations Committee members: each member of the Operations Committee shall retain 20% of the shares obtained by exercising share options as of the allocation of 2007. The number of shares to retain shall be calculated and retained at the time of each allocation of share options.
- End of requirement to retain shares:
  - For the Chairman of the Management Board: the shares to be retained, obtained by exercising share options, may be sold on as of the first day after the Chairman relinquishes his duties as Chairman of the Management Board and at the end of any employment contracts he may have.
  - Operations Committee members: the shares to be retained, obtained by exercising share options, may be sold on as of the first day after the end of any employment contracts they have.

4.5. REPORT BY THE CHAIRMAN OF THE SUPERVISORY BOARD ON THE CONDITIONS FOR THE PREPARATION AND ORGANISATION OF THE WORK OF THE SUPERVISORY BOARD AND ON THE INTERNAL CONTROL PROCEDURES IMPLEMENTED BY LAURENT-PERRIER.

The present report has been drawn up in accordance with Article L 225-37 of the last paragraph of the French Commercial Code in order to present the conditions for the preparation and organisation of the work of the Supervisory Board, together with the internal control procedures, to the General Meeting of Shareholders. The report has been drawn up with the assistance of the Group Finance Department.

## A. COMPLIANCE WITH CORPORATE GOVERNANCE PRACTICE

The Laurent-Perrier Group has opted to voluntarily refer to the AFEP-MEDEF code of corporate governance (available, in French, at www.medef.fr) in order to integrate its best corporate governance practice and recommendations for listed companies into the Group's operating methods and oversight and management structures.

#### B. PREPARATION AND ORGANISATION OF THE WORK OF THE SUPERVISORY BOARD

#### **B.1.** Composition and role of the Supervisory Board

As at March 31, 2010, the Laurent-Perrier Supervisory Board comprised ten members, including four independent members in the sense of the AFEP-MEDEF code of corporate governance. The make-up of the Supervisory Board is set out in Annex 1.

The Supervisory Board appoints the Management Board and the General Shareholders' Meeting may terminate its mandate. In accordance with the law, it is responsible for the permanent oversight of the Company's management by the Management Board and under the terms of the Company by-laws authorises the following operations:

- draw up or modify the Laurent-Perrier Group multi-year corporate plan;
- execute or authorise all operations likely to substantially affect Group strategy, its financial structure or scope of activity and notably likely to substantially modify the image of Group brands;
- issue, even on the authorisation of the General Shareholders' Meeting, securities of any nature whatsoever resulting in or likely to result in an increase in the legal capital (or to enter into any undertakings whatsoever in this respect);
- grant remuneration or rights to securities issued by the Company to all members of the Management Board;
- execute the following transactions (or enter into any undertaking in this respect) when they individually and severally exceed an amount or, where applicable, a period of time set by the Supervisory Board, (it being understood that the present statutory provision shall only apply in cases where the Supervisory Board has set such amounts):
  - i) any and all subscriptions, purchases or disposals with respect to securities,
  - ii) any and all immediate or deferred purchase in any and all legal or de facto groups or companies,
  - iii) any and all asset transfers or exchanges, with or without a balancing cash adjustment, for goods or securities,
  - iv) any and all acquisitions or disposals of property assets or rights,
  - v) any and all acquisitions or disposals of receivables, businesses or other intangible assets,
  - vi) any and all initiatives with a view to granting or obtaining all loans, credits or overdraft facilities,
  - vii) any and all distribution contracts or, more generally, marketing contracts and any and all supply contracts,
  - viii) any and all transactions and compromises in the event of a dispute.

#### B.2. Exercise of Roles and responsibilities

The Supervisory Board meets at least four times a year to discuss an agenda drawn up by its chairman. During the 2009-2010 financial year, the Supervisory Board met on five occasions. The attendance rate of its members was as follows:

Date	Important points on the agenda	Attendance rate
26.05.2009	Approval of the corporate accounts and the consolidates financial	90%
07.07.2009	Budget for 2010-2011 financial year	90%
08.07.2009	Distribution of Directors'fees	80%
24.11.2009	Situation of the company in the first quarter of 2009-2010	
	financial year	80%
	Examination of estimated net income on March 31, 2010	
16.03.2010	Situationof the Company	100%
	Provisional accounts at March 31,2010	

Full details of all significant transactions are notified to the Supervisory Board. To date the Supervisory Board has not carried out any appraisal of its own operation. This question will be put on the agenda of its meetings in the coming months.

#### B.3. Committees

The Supervisory Board has set up four committees:

**The Strategy Committee** is responsible for studying the development of the Company and presenting strategy proposals for the Laurent-Perrier Group to the full Supervisory Board. The Strategy Committee is chaired by Bernard de Nonancourt. Its other members are Yann Duchesne (Deputy Chairman), Maurice de Kervénoaël, Eric Meneux, François Philippoteaux, Jean-Louis Pereyre, Yves Dumont, Stéphane Tsassis, Alexandra Pereyre and Stéphanie Meneux.

**The Liaison Committee** meets monthly and examines the Company's' key performance indicators and the results and profitability of the Group's products and countries where it operates. It also oversees the Group's development activities. It is chaired by Maurice de Kervénoaël and its other member is Bernard de Nonancourt.

**The Audit and Financial Communication Committee** deals with and analyzes corporate results, and disclosing these to shareholders. Its role is to ascertain the quality of accounting methods and internal procedures, examine the consolidated corporate accounts and financial statements before their submission to the Supervisory Board, and oversee the quality of financial communication to shareholders. The Committee is chaired by Michel Chiron. The other members are: Bernard de La Giraudière, Éric Meneux, and Claude de Nonancourt. In accordance with the recommendations of the MEDEF employers' body, at least one member of the Audit Committee is a qualified person with respect to financial affairs and accountancy.

**The Remuneration and Corporate Governance Committee** is in charge of selecting members of the Supervisory Board and Management Board and recommending conditions for their compensation and proposes authorisations governing the stock-option plans and their application to Management Board members. It provides opinions on the Group's executive remuneration policy.

It also ensures that conflicts of interest are avoided and determines and implements the Company's corporate governance policy. The Committee is chaired by Yann Duchesne. The other members are Michel Chiron, Grant Gordon and Jean-Louis Pereyre.

During FY 2009-2010, the Remuneration and Corporate Governance Committee was required to examine and issue a recommendation concerning the performance-related compensation of the members of the Management Board on the basis of the results of FY 2008-2009.

The remuneration of Supervisory Board members is based on the following criteria:

- Group operating income,
- adjusted current income corrected for goodwill
- qualitative criteria based on targets to meet set by the Chairman of the Supervisory Board.

Laurent-Perrier, whose roots are in the Champagne region, has always sought to reconcile an ethical approach and the need to attract and recruit the most suitable executives to develop the Group while simultaneously safeguarding its financial independence and family-owned character. To meet these fundamental criteria, Laurent-Perrier has implemented what seems to it to be the most suitable compensation policy:

- no excessive severance indemnity packages have been provided,
- a reasonable stock option allocation policy considered as a key motivation factor guaranteeing the future success of the Group, and pursued with no windfall effect in relation to stock market prices,
- a Chairman of the Management Board who is an Executive Officer only, but whose previous employment contract has been suspended. The absence of excessive exemption clauses in the contract signed by Mr Stéphane Tsassis prior to his appointment on 1 January 2009, together with the need to procure for the long-term and on a balanced basis for both contracting parties the services of a top manager with the most suitable profile, prompted the Group to maintain the suspension of the employment contract of the present Chairman of the Management Board. For this same reason, an insurance policy covering the loss of his job has also been maintained.
- a so-called "defined benefits" plan, as an incentive for senior executives to consider making a long-term career in the Group.

Laurent-Perrier also hopes to improve Group Corporate Governance practice via its Supervisory Board and its several Committees.

## c. INTERNAL CONTROL PROCEDURES

#### c.1. System of Controls

The Group's internal control system is centralised. Internal control structures and procedures are defined on behalf of the Group by the central departments at Group Head Office. The Group has begun changing its main IT applications to migrate them towards an integrated system.

#### Legal oversight

As part of the Group Finance department, the Legal Affairs department centralises and coordinates all legal aspects. The Legal Affairs department oversees the legal secretariat of all Group subsidiaries. Intellectual and industrial property is a major issue for the Group and it is closely monitored and updated internally, with the support of external legal practices.

#### Budget approach and financial management reporting

The Group's budgetary approach is broken down on a departmental basis and is a key component in the control of financial activities. The General Management's strategic choices are set out in an annual Business Plan and are then cascaded by management to all staff. The Group's budgetary approach is the main means of giving clear operational expression to the strategic directions.

The Group's Management Control department is tasked with organising the budget process and ensuring that operational staff is helped when drawing up their annual budgets, monitoring them and implementing the planned improvement initiatives. It also acts as a coordinating and centralisation agency and one that ensures consistency in budget and management reporting.

#### Administrative and Financial

Regular budget monitoring by fiscal entity and Department can help identify any mismatches with the planned activity levels or spending.

#### c.2. Control and management bodies

#### The Supervisory Board

The Supervisory Board exercises control over the management of the Laurent-Perrier Group based on the reports of the Management Board forwarded to it via the Liaison Committee, and on the work of the Audit and Financial Communication Committee.

Each year, during the last quarter of the financial year, an annual plan is drawn up to set targets and quantify the major strategic options. Once this plan has been drawn up at the level of each entity, it is used as a yardstick for the following year for measuring the Company's performance and defining any necessary remedial actions.

The Supervisory Board has been informed of the main thrust of risk management policy, and of the measures to implement in order to strengthen the role of the Audit Committee whose remit has been extended by current regulations to cover:

- the effectiveness of internal control mechanisms,
- control over financial information and control over procedures to draw up the consolidated accounts.

#### The Management Board

The Management Board exercises control over risk management based on existing reporting, and in particular on the work of the Finance, Accounts and Financial Control departments, as well as by examining investment and spending decisions.

The Management Board approves the budget and endorses all investments and significant contractual undertakings. Investment proposals are submitted to the Management Board by departments for approval.

The Management Board is regularly informed of the main risks identified and the means employed to mitigate them.

**c.3.** Internal control procedures for drawing up and processing accounting and financial information

#### Statutory consolidation

A balance sheet, profit and loss statement, and consolidated cash-flow statement are generated and published twice yearly.

The Laurent-Perrier Group's Accounts Department draws up a calendar of tasks and specifies the methods for preparing the consolidation documents to be forwarded to the Accounts Departments or to the different entities.

In particular, inventories are checked by physical stock-taking at the end of each accounting period and reconciliations are also carried out between book values and those declared to the French customs authorities as required by regulations.

Precise procedures also exist to gauge the provisions needed to cover identified risks and notably non-recovery risks in connection with certain trade receivables.

Every month the accounts are closed and analysed by the Management Control Department to ascertain that management indicators and accounting data are consistent.

Checks are carried out as follows:

- Twice yearly: an evaluation of contingency and loss provisions and of trade receivables provisions, and an audit by the Statutory Auditors and/or a review of accounts by the Statutory Auditors for all Group entities;
- Once a year: physical stock-taking;
- Once a month: the accounts are closed and any differences analysed, while late payment by customers is monitored;
- Continuously: monitoring of consumption of provisions, reconciliation of accounts, consistency controls by the Management Control department, and monitoring of debt levels relative to credit lines granted by the banks.

Financial management and consolidation documents are presented by the Finance Department to the Supervisory Board every quarter.

#### **D.2.** Executive compensation

Compensation rules for Laurent-Perrier have been substantively the same for many years. - Creation of a Remuneration and Corporate Governance Committee.

- Executive compensation voted by the Supervisory Board following recommendations from the Remuneration and Corporate Governance Committee.
- The breakdown of compensation components reflects the risks and responsibilities attached to the function.
- Adoption of standardised presentation of Executive compensation in the reference document.

## E. ARRANGEMENTS CONCERNING SHAREHOLDER PARTICIPATION AT THE GENERAL SHAREHOLDERS' MEETING

The company Bylaws stipulate the following:

Article 8: Form of shares and other securities

The securities issued by the company are in the form of bearer shares or registered shares in accordance with the conditions set out in the currently applicable legislation.

Article 12: Rights and obligations attached to shares

All shares are in the same category and confer the same rights and obligations, subject to their being fully paid up and without prejudice to the imperative applicable legal conditions at the time and to the provisions of the present Bylaws.

Ownership of a share legally requires acceptance of the present Company Bylaws and of the decisions taken at General Shareholders' Meetings.

The heirs, creditors, assigns or other representatives of a shareholder shall not, on any pretext whatsoever, request that the goods and securities of the Company be put under seal, nor request the Company's break-up or auctioning, nor interfere with the actions of its administration. To exercise their rights, they shall refer to the "inventory" accounting ledgers and to the decisions of the General Shareholders' Meetings.

The General Shareholders' Meeting may require a splitting or consolidation of shares in accordance with the applicable legal conditions at the time.

Each time it is necessary to own several securities, and shares in particular, to exercise a given right, in the event of a swap, consolidation, split or allocation of shares, or as a result of a capital increase or reduction, merger or other corporate transaction, the owners of single shares or shares in insufficient number to that required shall be personally responsible for consolidation and, where appropriate, purchase or sale of the required shares.

Article 18: General Shareholders' Meetings

1. Except for those provisions set out in the present Bylaws, the rules relative to General Shareholders' Meetings, and notably with respect to convening and holding them, and to communication and information rights of shareholders, are those provided for in the currently applicable legislation.

With respect to calculating the quorum or a majority, those shareholders deemed present include shareholders attending the Meeting over a video link or over a telecommunications link allowing them to be identified, whose type and application conditions comply with regulatory provisions.

General Shareholders' Meetings are held at the registered office or at any other venue notified on the invitation to attend.

- **2.** Should they deem it opportune, and provided such is notified in the invitation to attend (and also, where appropriate, in the notice of meeting), the Management Board or the Supervisory Board may subject the right to attend General Shareholders' Meetings:
  - with respect to shareholders bearing registered shares, to registration of shares in the bearer's name at least five (5) calendar days before the date of the General Shareholders' Meeting;
  - with respect to shareholders holding bearer shares, to deposit of the bearer share deposit certificate, pursuant to Article 136 of Decree 67-236 issued on March 23, 1967, at least five (5) days before the date of the General Shareholders' Meeting.
- **3.** Subject to the foregoing, the voting rights attached to shares are proportional to the portion of capital they represent.

These rights are exercised in accordance with the currently applicable legal provisions.

However, voting rights that are double those conferred on other shares in respect of the portion of capital that they represent are automatically conferred on all fully paid-up shares for which registration can be proved for four full years in the name of the same shareholder according to the applicable legal conditions and provisions.

Furthermore, and without limitation, in the event of a share split or consolidation, and also in the case of a capital increase by incorporation of reserves, earnings or issuance premiums, double voting rights are conferred, from the date of issuance, on registered bonus shares allocated to shareholders in connection with the old shares entitling them to double voting rights.

Shareholders with double voting rights may waive such voting rights either temporarily or definitively, either conditionally or unconditionally, revocably or irrevocably, by notifying such by recorded delivery mail sent to the Company head office no later than 30 (thirty) calendar days before the convening of the first General Shareholders' Meeting at which the waiver shall apply.

## F. FACTORS LIKELY TO HAVE AN INFLUENCE IN THE EVENT OF A PUBLIC OFFERING

The factors below are highlighted in order to ensure transparency as regards factors which may influence share prices.

F.1. Direct or indirect holdings in company equity at March 31, 2010

Shareholders ① Registered family shares 3 387 882 56.98% 69.04% (de Nonancourt family) <sup>②</sup> Institutional shareholders (registered shares) <sup>(1)</sup> 513 945 8.64% 10.25% <sup>3</sup> Other shareholders, including individuals <sup>(2)</sup> 1 955 057 32.89% 20.30% <sup>④</sup> Shares held through the corporate mutual fund 21 108 0.35% 0.41% for employees and managed by HSBC Epargne Entreprise (registered and bearer) <sup>⑤</sup> Treasury shares <sup>(3)</sup> 67 869 1.14% \_ at 31.03.2010 GRAND TOTAL 100%

(1) Including First Eagle Funds Inc, which to the best of the Group's knowledge holds more than 7.5% of the capital and more than 10% of the voting rights.

- (2) Of which
  - First Eagle Investment Management, LLC (US Investment Advisor) which has disclosed that it has crossed the threshold of 10% of the capital and 10% of the voting rights, including First Eagle Funds Inc cited above<sup>(1)</sup> and which further declares that it has no intention of acquiring control of the company.
  - FIL Limited (Fil international, a fund manager) which has disclosed that it has crossed the threshold of 2.5% of the capital and 2.5% of the voting rights.

(3) Treasury shares: this mainly corresponds to shares acquired under the provisions of articles L 225 -209 et seq. of the French Commercial Code (market making and shares held for allocation to employees).

**F.2.** Rules applicable to the appointment and replacement of the Management Board and to amendments to company Bylaws.

"Article 13 of the company Bylaws

- 1. 1. Except for that which is provided for in the present Bylaws, the rules concerning the Management Board, and notably its make-up, *modus operandi* and remit, are those provided for in currently applicable legislation.
- 2. The number of members in the Management Board is set by the Supervisory Board in compliance with currently applicable legislation. The maximum age for a member of the Management Board is set at 75 (seventy-five) years and all members of the Management Board shall resign from their positions following the General Shareholders' Meeting called to approve the accounts of the financial year in which the member(s) reach(es) the age of 75 (seventy-five) years.
- **3.** The Management Board is appointed for a term of two (2) years and its functions terminate following the General Shareholders' Meeting called to approve the accounts of the financial year just ended held in the financial year in which the Management Board's mandate expires.

All members of the Management Board are eligible for re-election.

In the event of a vacancy, the Supervisory Board shall designate a replacement or agree to abolish the vacant position within two months of its becoming vacant subject to compliance with the currently applicable legal limit.

#### 4.

 a) The Management Board meets as often as the interests of the Company so require and, in all cases provided for under the currently applicable legal provisions; it shall meet, notably, to discuss all transactions that require the prior authorisation of the Supervisory Board. The Management Board may be convened by any available means, even by word of mouth, by its chairman or by at least two of its members, or, if the Management Board has not convened for 15 (fifteen) calendar days on the day it is convened, by a single member. Meetings take place at the registered office or at any other location indicated in the invitation to attend.

The agenda may be decided at the start of the meeting.

b) For the discussions of the Management Board to be valid, two-thirds at least of its acting members must be present or represented.
For the decisions of the Management Board to be valid, they must be agreed by a majority of the members present or represented.
Any member of the Management Board may mandate another member to represent him or her. The mandate may be given by any means whatsoever. Each member present may only represent one other member.
Any member of the Management Board unable to attend a meeting in person may also

Any member of the Management Board unable to attend a meeting in person may also attend and take part in the discussions using any and all means of telecommunication, including telephone, video-link or fax.

- c) At the request of a member of the Management Board, all its discussions must be minuted and set out in a special register. The minutes are signed by the members present at the discussion, although failure to carry out this formality shall not, as such, nullify the proceedings.
- d) Where appropriate, the Management Board may designate a secretary at each of its meetings, who may be one of its members or a non-member.
- e) The Management Board may draw up a set of policies and procedures setting out and supplementing the *modus operandi* set out in the present Bylaws, although these rules shall not take effect until they have been approved by the Supervisory Board.
- **5.** The quarterly report that the Management Board is required to submit to the Supervisory Board pursuant to Article 225-68, *ult.* of the French Code of Commerce must include not only a report on the situation and operation of company business, but also on the situation and the business affairs of the whole formed by the Company and the entities controlled by the Company within the meaning of Article L 233-3 of the French Code of Commerce. The Management Board may also submit a report to the Supervisory Board at any time concerning any special operation."

**F.3.** Powers of the Management Board, notably concerning share issuance or buyback.

The Management Board has been authorised to:

- launch a share buy-back programme,
- grant Stock Options,
- increase shareholders' equity,
- award bonus shares.

Aim of authority	Type of security involved	Type of security excluded	Maximum amount authorised by the General Shareholders' Meeting, July 8, 2009	Use of authority at 31.03.2010
Capital increase for the Laurent-Perrier company though share issue maintaining preferential subscription rights	Shares and securities (warrants) entitling owners to acquire Laurent- Perrier shares	Preference shares	<ul> <li>€10,000,000 if shares</li> <li>€150,000,000 if securities representative of debts entitling owners to acquire company shares</li> </ul>	No
Capital increase for the Laurent-Perrier company though share issue without preferential subscription rights	Shares and securities (warrants) entitling owners to acquire Laurent- Perrier shares	• Preference shares	<ul> <li>€10,000,000 if shares</li> <li>€150,000,000 if securities representative of</li> </ul>	No

			debts entitling owners to acquire company shares	
Capital increase by issuance of shares following securities issuance by a company in which Laurent-Perrier directly or indirectly owns more than 50% of the equity	<ul> <li>Bonds with Laurent-Perrier equity warrants,</li> <li>or other securities</li> </ul>		<ul> <li>€10,000,000 if shares</li> <li>€150,000,000 if securities representative of debts entitling owners to acquire company shares</li> </ul>	No
Capital increase by the Laurent-Perrier company by incorporation of reserves, profits or premiums	Shares		€10,000,000	No
Capital increase by the Laurent-Perrier company at the time of an exchange offering or takeover	The shares and securities specified above	See exclusions specified above	<ul> <li>€10,000,000 if shares</li> <li>€150,000,000 if securities representative of debts entitling owners to acquire company shares</li> </ul>	No
Capital increase for Laurent-Perrier company staff	Resolutions rejected in 2009			No

**F.4.** There exist no agreements entered into by the company and falling within the legal requirement of disclosure which will be modified or terminated in the event of a change in control of the said company.

**F.5.** Agreements stipulating indemnities. There are no agreements stipulating the payment of indemnities for members of the Management Board or employees in the event of their resignation or are dismissed without good cause or if their employment should be terminated in the event of a public offering, and notably no excessive severance packages or golden parachutes.

The report was approved by the meeting of the Supervisory Board held on May 27, 2010.

Maurice de Kervénoaël Chairman of the Supervisory Board

Appendix 1 - List of members of the Supervisory Board and functions exercised in other companies Appendix 2 – Functional organisation chart

APPENDIX 1 List of members of the Supervisory Board and functions exercised in other companies

Directors Date of initial appointment expires	Other Group and non-Group mandates at March 31,2010
Bernard de Nonancourt	Other Laurent-Perrier Group mandates: see table of positions and offices
Chairman: May 26,1999 to July 7,	
2005	Non-Laurent-Perrier Group mandates: none
Honorary Chairman: July 7, 2005	
<i>Member</i> : May 26, 1999 – 2011 <i>Former Chief Executive of Laurent-</i>	
Perrier	
Business address:	
Laurent-Perrier	
32, avenue de Champagne 51150 Tours-sur-Marne	
SIISU TOUIS-SUI-Manie	

Maurice de Kervénoaël <sup>(1)</sup>	Other Laurent-Perrier Group mandates: none
<i>Chairman</i> : July 7, 2005 - 2011	Non-Laurent-Perrier Group mandates:
Business address:	- Manager of Consulting Company
MDK Consulting 20, rue Vignon	- Managing Director of MDK Consulting
75009 Paris	<ul> <li>Chairman of Hermès International Audit Committee</li> <li>Director, Deputy Chairman, Hermès International</li> </ul>
	- Director ONET
François Philippoteaux	Other Laurent-Perrier Group mandates: see table of positions
Deputy Chairman	and offices - Chairman of Laurent-Perrier Switzerland
Member: July 11, 1996 – 2014	
<i>Former Chief Executive of Laurent-</i> <i>Perrier</i>	Non-Laurent-Perrier Group mandates: none
Michel Chiron <sup>(1)</sup>	Other Laurent-Perrier Group mandates: none
Member: July,7 2005- 2011	Non-Laurent-Perrier Group mandates:
	Chairman of the Supervisory Board of Partner-Jouet Management
	Chartered accountant and former statutory auditor
Bernard de La Giraudière	Other Laurent-Perrier Group mandates:
	- Chairman of Laurent-Perrier UK
<i>Member</i> : July, 1996 – 2014 <i>Former Chief Executive of Laurent-</i>	Non-Laurant-Parriar Group mandatas
Perrier	Non-Laurent-Perrier Group mandates: - Chairman de Spirited Co. Limited
Claude de Nonancourt	Other Laurent-Perrier Group mandates: see table of positions and offices
Member: July 11 1996 - 2014	
<i>Family tie</i> : wife of Bernard de Nonancourt	Non-Laurent-Perrier Group mandates: none
Yann Duchesne <sup>(1)</sup>	Other Laurent-Perrier Group mandates: none
Member: July 3 2003 - 2015	Non-Laurent-Perrier Group mandates:
Business address:	- Senior Associate Doughty & Hanson investment fund
Doughty & Hanson 45 Pall Mall	- Chairman of the Supervisory Board of Saft
London SWY 5 JG	- Chairman, Balta - Chairman, de KP1
United Kingdom	- Director, IPSOS
	- Director, TUMI
	- Director, HDF Finance - Director, Impress
Grant Gordon <sup>(1)</sup>	Other Laurent-Perrier Group mandates: none
Marshaw October 20 1000 - 2011	
Member: October 26, 1999 -2011 Business address:	Non-Laurent-Perrier Group mandates: - Director General, Institute for Family Business (UK)
32 Buckingham Palace Road London,	
SW1 W ORE United Kingdom	
Éric Meneux	Other Laurent-Perrier Group mandates: none
<i>Member</i> : October 26, 1999 - 2011	Non-Laurent-Perrier Group mandatos
Family tie: husband of Stéphanie	Non-Laurent-Perrier Group mandates: Medical Doctor, surgeon at the Clinique Sainte Isabelle and the
Meneux de Nonancourt, member of	American Hospital, Neuilly-sur-Seine
the Management Board	
Monsieur Jean-Louis Pereyre	Other Laurent-Perrier Group mandates: none
Member: December 20, 1994 - 2012	Non-Laurent-Perrier Group mandates:
<i>Family tie</i> : husband of Alexandra Pereyre de Nonancourt, member of	Chairman, Maritime Archéologie et Prospection Director, Media Contact Services
the Management Board	
<ol><li>Independent members of the S</li></ol>	supervisory Boara.

(1) Independent members of the Supervisory Board.

#### APPENDIX 2 Functional organisation chart



# Report of the statutory auditors prepared in accordance with article L 225-235 of the French Commercial Code relating to the report of the Chairman of the Supervisory Board of Laurent-Perrier

#### Year ended March 31, 2010

"This is a free translation into English of the statutory auditors' report issued in the French language and is provided solely for the convenience of English speaking readers. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France."

To the Shareholders Laurent Perrier SA 32, avenue de Champagne 51150 Tours-sur-Marne

Dear Shareholders,

In our capacity as Statutory Auditors of Laurent-Perrier and in accordance with article L 225-235 of the French Commercial Code, we present our opinion on the report prepared by the Chairman of your Company in accordance with article L 225-68 of the French Commercial Code for the year ended March 31, 2010.

The Chairman is required to draw up and submit to the Supervisory Board for its approval a report on the internal control and risk management procedures implemented in the company and providing the other information required under article L. 225-68 of the French Commercial Code, notably with respect to corporate governance arrangements.

Our remit is to:

- submit our comments on the information and disclosures contained in the Chairman's report concerning the internal control procedures relating to the preparation and treatment of financial and accounting information, and to
- certify that the report contains the other information required under article L.225-68 of the French Commercial code, it being understood that it is not our role to verify the truthfulness of this other information.

We conducted our review in accordance with the professional standards applicable in France. Information relating to internal control procedures for the preparation and treatment of financial and accounting information

We conducted our review in accordance with the professional standards applicable in France. Those standards require that we conduct our verification in order to assess the fair presentation of the information provided in the Chairman's report concerning the internal control procedures for the preparation and treatment of the financial and accounting information contained in the Chairman's report. These efforts consisted in:

- reviewing the internal control procedures for the preparation and treatment of the financial and accounting information contained in the Chairman's report and in existing documents,

- reviewing the work procedures required to draw up this information and existing documents,
- verifying whether any major deficiencies in internal control procedures for the preparation and treatment of financial and accounting information which we may have identified under the terms of our mandate are appropriately reported in the Chairman's report.

Based on the procedures we carried out, we have no comments to make on the presentation of the Company's internal control procedures relative to the preparation and treatment of the financial and accounting information as contained in the report of the Chairman of the Supervisory Board prepared in accordance with article L.225-68 of the French Commercial Code.

#### Other information

We certify that the Chairman's report contains the other information disclosure of which is required under article L.225-68 of the French Commercial Code.

Neuilly-sur-Seine and Reims, June 15, 2010

The Statutory Auditors

#### PricewaterhouseCoopers Audit Philippe Venet et Associés

## 4.6. SPECIAL REPORT ON DIRECTORS' SHAREHOLDINGS MARCH 31, 2010

Name	Type of transaction	Aim	Number	Value	Unit price
None	-				

A list of directors, pursuant to article L 621-18-2 of the Monetary and Financial code, has been sent to THE AMF.

## ASSETS, FINANCIAL POSITION AND INCOME STATEMENTS

Pursuant to article 28 of Commission Regulation (EC) 809/2004, the following information is incorporated by reference in the present reference document:

- -the consolidated accounts for the year ended March 31, 2009 and the relevant report of the Statutory Auditors, presented respectively on pages 53 to 98 of Reference Document D09-0524 filed with the AMF on June 18, 2009.
- -the consolidated accounts for the year ended March 31, 2008 and the relevant report of the Statutory Auditors, presented respectively on pages 50 to 80 of Reference Document D08-0535 filed with the AMF on July 3, 2008.

## 5.1. CONSOLIDATED FINANCIAL STATEMENTS AT MARCH 31, 2009 AND 2010

#### **Consolidated income statement**

5.

(€ million except income per share)	Notes	March 31, 2010	March 31, 2009
Sales	4,18	171,84	181,34
Cost of sales	-	-86,48	
Gross margin		85,36	
Other net operating income	4.19	0,56	
Commercial expenses		-41,02	
Administrative expenses		-16,32	-19,08
Current operating income		-28,58	
Other operating income	4.21	6,23	
Other operating expenses	4.21	-6,14	-0,30
Operating income		28,67	43,24
Financial income		0,01	0,01
Cost of net debt		-10,61	-13,14
Other financial charges		-1,33	-1,01
Financial results	4,22	-11,93	-14,14
Income tax	4.23	-6,03	
Income from equity-consolidated companies		0,00	0,00
Net income		10,71	19,08
Net income: minority interests		0,09	0,13
Group net income		10,62	
Group net attributable income per share (€)		1,81	3,21
Number of shares		5 875 629	5 877 500
Diluted Group net attributable income per share $(\in)$		1,80	3,21
Number of shares		5 897 878	5 910 987
Global gains and losses recorded directly as equity ( amounts net	of tax)		
Net income for the period		10,71	19,08
Revaluation of hedging derivatives		0,48	
Revaluation of vineyards		-0,11	
Actuarial differences on defined benefit schemes		-0,08	-0,33
Unrealised exchange rate gains/(losses)		0,25	-0,8
Total gains and losses directly recognised as capital		0,53	-5,27
Intermediate result of gains and losses directly recognised as capil	tal	11,24	13,81
O/W share of minority interests		0,09	0,13
O/W Group share		11,15	13,68

The notes to the financial statements listed on page 73 form an integral part of the consolidated financial statements.

#### Consolidated Balance Sheet

€ million	Notes	March 31, 2010	March 31, 2009
Assets			
Goodwill	4.1	24,50	24,50
Net intangible fixed assets	4.2 4.3	7,74 135,79	7,00 137,05
Net tangible fixed assets Equity interests in companies carried at equity	4.5	0,08	137,05
Non-current financial assets	4.4	3,71	4,20
	7.7	-	
Non -current assets	4 5	171,82	172,83
Inventories and work in progress Trade receivables	4.5 4.6	465,49 37,26	438,91 26,81
Other receivables	4,7	15,09	20,01
Cash and cash equivalents	4.11	5,47	6,86
Current assets		523,31	496,59
Tabal sasaka			CC0 42
Total assets		695,13	669,42
€ million	Notes	March 31, 2010	March 31, 2009
Shareholders'equity		2010	2005
Capital	4.9	22,59	22,59
Capital reserves		22,74	22,74
Revaluation reserves		19,10	18,74
Other reserves		158,08	143,35
Unrealised foreign exchange gains Attributable net income		-1,94	-2,19 18,95
		10,62	,
Total shareholders' equity and reserves		231,19	224,18
Minority interests Consolidated shareholders' equity		<b>2,05</b> 233,24	<b>2,06</b> 226,24
Consolidated shareholders' equity		233,24	226,24
Liabilities			
Contingency and loss provsions - long-term	4.10	8,96	8,71
Long-term debt	4.11	320,92	297,08
Other long-term debt	4.15	3,99	4,04
Deferred tax liabilities	4.17	15,57	16,35
Non-current liabilities		349,44	326,18
Short-term debt	4.11	12,15	12,30
Trade payables		65,02	72,93
Tax and social liabilities Other debt		9,30	9,14
		25,98	22,63
Current liabilities		112,45	117,00
Total liabilities		461,89	443,18
Total liabilities and shareholders'equity		695,13	669,42

The notes to the financial statements listed on page 73 form an integral part of the consolidated financial statements.

(€ million except income per share )	March 31, 2010	March 31, 2009
CASH FLOW FROM ACTIVITY (A)		
Net income from companies carried at equity	10.72	19.08
Impairment and provisions	4.08	3.98
Unrealised gains and losses from changes in fair value	1.04	0.67
Charges and income with no effect on cash and equivalents	0.12	0.19
Pro-rated share in income from companies carried at equity	0.00	0.00
Proceeds on disposal of assets available for sale, net of tax	-0.19	0.05
After-tax cash flow	15.77	23.97
Tax (including deferred tax)	6.03	10.02
Pre-tax cash flow	21.80	33.99
Tax paid	-4.87	-13.68
Change in activity working capital requirement	-26.56	-65.34
- Inventories and work in progress - Trade receivables	-26.56 -10.25	-65.34 11.52
- Trade payables	-10.23 -7.97	-6.96
- Other receivables and payables	9.85	-0.90
Net cash flow from operations (A)	- <b>18.00</b>	-44.64
	-10.00	-++.0+
CASH FLOW FROM INVESTING ACTIVITIES (B)		
Acquisition of tangible and intangible fixed assets	-9.65	-8.92
Proceeds from available for sale tangible and intangible fixed assets	6.20	0.12
Net change in other long-term investments	0.93	-0.24
Net cash flow from investing activities (B)	-2.52	-9.04
CASH FLOW USED IN FINANCING ACTIVITIES (C)		
Dividends paid during the financial year	-5.27	-8.31
Sale (Purchase) of treasury shares	0.38	-2.08
Bond issuance	40.26	75.77
Loan repayments	-16.94	-12.41
Net cash flow used in financing activities (C)	18.43	52.97
NET CHANGE IN CASH FLOW (A+B+C)	-2.10	-0.71
Net cash and cash equivalents at beginning of year	6.75	7.52
Effect of foreign exchange changes	0.36	-0.06
Change in cash and cash equivalents	-2.10	-0.71
NET CASH AND CASH EQUIVALENTS AT END OF YEAR	5.00	-0.77
Cash and cash equivalents	5.47	6.86
Bank overdrafts	-0.47	-0.11
NET CASH AND CASH EQUIVALENTS	5.00	6.75

The notes to the financial statements listed on page 73 form an integral part of the consolidated financial statements.

## Change in consolidated shareholders' equity

(€million)	Capital	Capital reserves	Revaluat ion reserve	Treasury on reserve	Consolidated reserves	Unrealized currency losses/gai	Total Group share	Minority interests	Total
1 April 2008	22,59	22,74	22,88	-8,26	162,01	ns -1,39	220,57	2,00	222,57
Change in values									
recorded directly in									
shareholders'			-4,14		-0,33	-0,80	-5,27		-5,27
equity Result 2008-			-4,14			-0,80		0.40	-
2009 Total booked					18,95		18,95	0,13	19,08
expenses and income			-4,14	0,00	18,62	-0,80	13,68	0,13	13,81
Sale (Purchase) of									
Treasury Shares				-2,08			-2,08		-2,08
Stock option				2,00			2,00		2,00
plan-related expenses					0,30		0,30		0,30
Dividends paid					-8,15		-8,15	-0,07	-8,22
Other variations					-0,14		-0,14		-0,14
March 31, 2009	22,59	22,74	18,74	-10,34	172,64	-2,19	224,18	2,06	226,24
Change in values									
recorded directly in									
shareholders'			0.00		0.00	0.05	0.50		0.50
equity Result 2009-			0,36		-0,08	0,25	0,53		0,53
2010 Total booked					10,62		10,62	0,09	10,71
expenses and income			0,36	0,00	10,54	0,25	11,15	0,09	11,24
Sale (Purchase) of			,	, in the second s	, 	, ,	,	,	
Treasury Shares				0,38			0,38		0,38
Stock option				0,38			0,38		0,56
plan-related expenses					0,38		0,38		0,38
Dividends paid					-4,88		-4,88	-0,10	-4,98
Other variations					-0,02		-0,02		-0,02
March 31, 2010	22,59	22,74	19,10	-9,96	178,66	-1,94	231.19	2,05	233,24

# 5.2. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Unless otherwise stated, all amounts are in million euros.

# 1. GENERAL INFORMATION

The Laurent-Perrier Group's core business is the production and sale of champagne under four main brands positioned from the middle to the premium end of the market.

Laurent-Perrier S.A. (Registered office 32, avenue de Champagne F-51150 Tours-sur-Marne, SIRET No. 335 680 096 00021) is a public limited company governed by a Management Board and a Supervisory Board and is listed on the Euronext Paris stock market.

The Laurent-Perrier Group's consolidated financial statements for the year ended March 31, 2010 were signed off by the Supervisory Board on May 27, 2010 and will be submitted for its approval to the General Shareholders' Meeting to be held on July 7, 2010. The accounts are stated in million euros, unless otherwise specified.

# 2. ACCOUNTING PRINCIPLES

The main accounting rules and methods used when drawing up the consolidated financial statements are set out below.

#### 2.1. Preferred accounting standards

The Laurent-Perrier Group's financial statements are drawn up in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and applicable at March 31, 2010.

http://ec.europa.eu/international\_market/accounting/ias\_fr.htm#adopted-commission

The consolidated financial statements for the year ended March 31, 2010 were drawn up using accounting rules and methods identical to those used for the year ended March 31, 2009.

Pursuant to article 28.1 of Commission Regulation (EC) No.809/2004 of 29 April 2004, the consolidated financial statements for the year ended March 31, 2008 will be incorporated for reference purposes into the 2009-2010 reference document filed by Laurent-Perrier with the AMF. As a result, no comparative data for the 2007-2008 financial year will be presented in the financial statements for the year ended March 31 2010.

The following amendments and interpretations, approved by the European Union and applicable for the first time in the financial statements for accounting period starting on 1 January 2009, have had no material impact on the Group's financial statements and performance as at March 31, 2010:

- IAS 1, *Presentation of Financial Statements*, has been amended to increase the usefulness of the information presented in the financial statements. The main change concerns the introduction of a new Statement of Comprehensive Income which includes all items of income and expense presented in the income statement and other items in the profit and loss statement.
- IAS 23, *Borrowing Costs*, has been revised and now requires that borrowing costs immediately allocated to the acquisition, construction or production of a qualifying asset should be capitalised to form part of the sots of the asset, the other borrowing costs being recorded as expenses. However, in accordance with the option authorised by the standard as regards inventories produced on a regular, repetitive basis and in considerable quantities, the Group has opted to continue expensing inventory-related borrowing costs.
- The amendment to IFRS 2 *Share-based Payment*, entitled *Vesting Conditions and Cancellations*, clarifies rights vesting and confirms the application of a single accounting treatment for Cancellations, regardless of the entity.
- IFRS 8, Operating Segments, has replaced IAS 14, Segment Reporting. This requires the disclosure of segment information based on internal management data used by the chief operating decision maker to measure the performance of each segment and allocate resources to them, irrespective of whether the data comply with IFRS or not. Insofar as the company operates in a single activity sector, namely the production and sale of champagne, current segment information reflects internal Group reporting data and the

application of this new standard has no material impact on the consolidated financial statements;

- The amendment to IFRS 7, *Financial Instruments Disclosures*. Improving the quality of the information to be disclosed about financial instruments introduces a three-level hierarchy of fair value information to disclose which makes a distinction between valuation methods according to the importance of the data used. It also improves the information to be disclosed about the nature and scale of liquidity risk attached to the financial instruments to which the entity has exposure.
- The IFRIC 13 interpretation, *Customer Loyalty Programmes*, requires that loyalty award credits allocated to customers at the time of an initial sale should be recorded as a separate component of the transaction, separately from other identifiable components at the time of the initial sale. The liability allocated to the loyalty award credits must be measured by reference to their fair value, in the amount for which the award credits could be sold separately. The Group is not concerned by this interpretation.

The Laurent-Perrier Group has decided not to choose early application of the new standards, amendments and interpretations approved by the European Union, and notably:

- The improvements brought about by IFRS 5 *Non-current assets held for sale and discontinued activities*, published in May 2008, are applicable no later that the first accounting period started on or after 1 July 2009. This amendment will by prospectively applied.
- IFRS 3 *Business Combinations* and Consolidated and Separate Financial Statements, published in January 2008, make numerous changes to the accounting treatment of Business Combinations. These will compulsorily apply to combinations initiated in accounting periods started on or after 1 July 2009. This amendment will by prospectively applied.

#### 2.2. Evaluation methods

The financial statements have been prepared at historic cost, although vineyards, harvests brought in by Laurent-Perrier, and certain types of financial instrument have been measured at fair value.

The book values of assets and liabilities recognised on the balance sheet and hedged have been adjusted to take account of changes in the fair value of the hedged risks.

#### 2.3. Estimates and assumptions

When preparing the financial statements the Group must make estimates and use assumptions that impact the assets and liabilities recognised in the consolidated balance sheet, the information on those assets and liabilities, the revenue and charges posted to the income statement, and the commitments for the period concerned. The actual figures may subsequently diverge from the chosen estimates and assumptions.

The assumptions mainly concern:

- impairment tests (assumptions described in §2.10,
- pension provisions (assumptions described in § 2.19),
- stock option charges (§ 2.18);
- fair value recording of financial instruments (§ 2.23).

# 2.4. Consolidation methods

Subsidiaries are all entities whose financial and operating policies can be controlled by the Group, generally on the basis of an over-50% holding in their voting rights. Potential voting rights are taken into account when assessing the control exercised by the Group over another entity if such voting rights flow from instruments that could be exercised or converted at the time of assessment.

Subsidiaries are consolidated using the merger method as of the date on which control is transferred to the Group. They are de-consolidated as of the date on which the Group ceases to exercise control over them.

Intra-group transactions and unrealised gains and losses on transactions between Group companies have been eliminated.

Unrealised losses have also been eliminated on assets sold within the Group, and have instead been treated as indicators of impairment of value.

Associates are entities that the Group does not control but over which it exercises significant influence, generally accompanied by a 20-50% holding in their voting rights. Interests in associates are accounted for using the equity method and are initially measured at cost. The Group's interest in associates includes goodwill (net of impairments) at acquisition.

Unrealised gains on transactions between the Group and its associates are eliminated pro rata of the Group's holding in the associate concerned. Unrealised losses are also eliminated unless impairment arises on the sale of the asset in question.

The accounting methods of subsidiaries and associates have been modified where necessary to align them on those adopted by the Group.

The consolidated financial statements have been prepared on the basis of the accounts closed on March 31.

#### 2.5. Conversion of financial statements of foreign subsidiaries

The accounts of subsidiaries whose functional currency is not the euro are converted into euros: - at the closing exchange rate for balance-sheet items;

- at the average exchange rate for the period for income statement items.

Exchange rate differences resulting from the application of these exchange rates are recorded in Other Items and moved from Equity to the income statement when the net investment entry is reversed.

#### 2.6. Currency transactions and currency hedges

Currency transactions by consolidated companies are translated into their functional currencies at the exchange rate applicable at the transaction date.

Foreign currency receivables and payables are converted at the closing exchange rate. Unrealised conversion gains and losses are recorded as:

- current operating income for commercial purchases and sales
- financial income for financial transactions.

Exchange rate gains and losses resulting from the conversion of intra-group foreign currency transactions, receivables and payables, or their elimination, are recorded in the income statement unless they derive from long-term intra-group financing, when they are considered part of the net assets of the subsidiary involved and are therefore recognised in equity under "Foreign exchange unrealised gains and losses".

When derivative instruments are used to hedge foreign currency commercial transactions, they are marked to market on the balance sheet at the closing date. Changes in the market value of derivative instruments are recognised as:

- gross margin for the effective part of balance sheet receivables and liability hedges at the closing date;
- equity, under "revaluation reserve" for the effective component of future cash flow hedges.
   This is moved to gross margin when accounting for the hedged receivables and liabilities;
- financial results for the ineffective component of hedges.

#### 2.7. Business combinations

Company mergers are recorded at cost, pursuant to IFRS 3 – Business Combinations.

Company assets, liabilities and contingent liabilities are recorded at fair value.

The difference between purchase cost and the attributable fair value of assets and liabilities at the acquisition date is recognised in goodwill, which is not amortised but is instead tested for impairment whenever any indication of impairment is identified and at least once a year (§2.10 below).

Where acquisition cost is less than the fair value of the assets and liabilities identified, negative

goodwill is immediately recorded as a loss under "Other charges and operating income".

# 2.8. Intangible fixed assets

Only those identifiable brands that have been acquired and have a recognised reputation are carried as assets, at cost.

The cost of registering trademarks and of developing existing brands is recognised as a charge for the period.

The Group defines its leading brands as intangible fixed assets with an indefinite working life. They are not amortised, therefore, but their valuations are reviewed if anything should happen to cast doubt on those valuations, and at least once a year. If their realisable value, based on the criteria applied when they were acquired, is lower over the long term than their net book value, they are depreciated accordingly.

Other intangible fixed assets primarily comprise software, which is depreciated over its useful life of one to eight years.

#### 2.9. Tangible fixed assets

With the exception of vineyards, all property, plant and equipment is recognised at purchase cost minus depreciation and impairment, pursuant to IAS 16 – *Property, Plant and Equipment*.

Subsequent costs are included in the book value of the asset or, where appropriate, it is recognised as a separate asset if it is probable that future economic benefits associated with the asset will accrue to the Group and if the cost of the asset can be measured reliably. All repair and maintenance costs are charged to the income statement in the period in which they were incurred.

Vineyards are valued at market value as allowed under the alternative treatment authorised by IAS 16. Market value is based either on the "predominant" values published in the most recent *Journal Officiel*, or else using other tangible items of information which seem more relevant if it were deemed that the "predominant" values were not the best indicator for valuing vineyards at closure of accounts.

This is because the "predominant" values used at closure are the values used in the previous year, as no data for the current year are available at the time of closure.

The positive difference between historic cost and revaluation is recognised in Other Items in the consolidated result and added as equity under the "revaluation reserve". However, it must be recorded in the P&L statement when it offsets a revaluation decrease of the same item which had previously been recorded in the P&L statement. If, following a revaluation market price falls below purchase price, depreciation amounting to the difference is recognised in the P&L statement.

As biological assets, vines are recorded at cost (planning costs) minus the cumulative deprecation (25 years) and the cumulative loss in value. This is because there is no observable fair value for these assets.

The depreciation of other assets begins when they are available for use. From the date it comes into service, all property, plant and equipment is depreciated straight-line on a component basis over its useful life:

- Buildings and improvements: 10 50 years
- Plant and equipment: 4 30 years
- Other: 4 20 years

If material, the residual value of assets is taken into account when calculating depreciation.

Goods leased under financial leases are capitalised if the financial leases transfer to the Group most of the risks and rewards incident to ownership, based on the present value of the rent payable, or on market value if lower, each valued at the start of the leasing contract Leases that do not transfer risks and rewards to the Group are classified as operating leases. Operating lease payments are recognised as an expense in the income statement over the term of the lease on a straight-line basis.

# 2.10. Impairment of long-term assets

Pursuant to IAS 36 – *Impairment of Assets*, the Group determines the recoverable amount of its long-term assets as follows:

- tangible and intangible assets subject to depreciation are tested for impairment if there is an indication that their value has been impaired;
- intangible assets not subject to depreciation and goodwill are tested for impairment if there is an indication that their value has been impaired, and at least once a year.

Impairment tests compare the net book value with the higher of the following two values: the fair net value of sale price, and value in use. Value in use is determined by discounting the cash flows that will be generated by the continued use of the tested assets over their useful lives and their possible disposal thereafter. Management uses its most recent five-year cash flow forecasts for this purpose, to project a final value at the end of that period. Assets are discounted at a rate equal to the average weighted cost of capital of the Group, which includes the yield expected by an investor in this business segment and the Group's own risk premium.

Depending on circumstance, impairment tests will be run on individual assets or on the cashgenerating units (CGUs) to which such assets belong. CGUs are the smallest homogeneous groups of assets generating cash flows independently of other asset groups. Goodwill is attached to a CGU depending on how Group management monitors business performance and measures acquisition synergies. As the Group has only a single business (the making and sale of champagne), the chosen CGU scope is the Group as a whole. The cash-flow figures used are those of the Group in its entirety.

Assets are depreciated if their recoverable amount is below their book value. Depreciation of goodwill is irreversible.

#### 2.11. Equity interests in non-consolidated companies and other financial assets

Equity interests in non-consolidated companies are initially recorded at purchase cost and are then valued at each closing date:

- at cost (net of any depreciation) in the case of interests whose value is not material;
- at fair value in the case of "available-for-sale" assets. Changes in fair value are recorded in a separate account as equity until the securities concerned are sold. At the time of sale, changes in fair value previously recorded as equity are included in the financial result. Where circumstances indicate that impairment is permanent, it is recognised as a financial cost.

If equity interests continue to be recognised at cost, particularly if their fair value cannot be reliably measured, they will be tested for impairment. In this case, the recoverable value will be based on attributable net asset value, expected return and the growth prospects of the entity in which the investment is made.

Loans are recognised at amortised cost using the effective rate method and are amortised if there is any indication of objective impairment. Long-term, non-interest bearing loans are therefore entered on the balance sheet at their discounted value. The effect of not discounting them constitutes financial income.

When a new loan is granted, the difference between the discounted value and the historic value is restated in intangible fixed assets and is amortised over the term of the loan.

# 2.12. Non-current assets held for sale

Assets are "held for sale" if:

- the sale is highly probable within a reasonable timeframe,
- the asset is available for immediate sale and management is actively marketing the asset for sale.

Non-current assets held for sale are entered on a separate line on the consolidated balance sheet.

Under IFRS 5 - *Non-current Assets Held for Sale and Discontinued Operations*, such assets are measured at the lower of book value and market value, minus cost of sale.

### 2.13. Inventories and work in progress

With the exception of the grapes harvested by the Group in its own vineyards, inventory is carried at cost, which may not exceed net realisable value. Valuation is based on the weighted average unit cost excluding financial expense.

Stocks of wine made from grapes harvested by the Group in its own vineyards are valued at the market price of the harvest concerned, as if the grapes had been bought in. The impact of this valuation is shown in the income statement under "Cost of sales".

The Group's own grapes are not measured at market price unless the Group has details of the yield and market value of the next crop. As a result, on the closing date, March 31, the financial statements take no account of the market value of the next crop.

Wine reserves held on behalf of suppliers (which cannot be released unless authorised by the industry bodies) are only valued at pressing and wine production costs.

In the event of a material drop in activity at certain production stages, a rational allocation of overheads is applied when valuing such stocks so as to prevent inclusion of any under-activity charge in the calculation of their cost price.

Although the champagne ageing process requires stocks to be kept for over one year, these remain classified as current assets in line with the length of the operating cycle.

Depreciation is applied if inventory value is lower than book value.

Transaction margins between consolidated companies are neutralised, except for those reflecting the market value of the grapes, in accordance with IAS 41.

#### 2.14. Trade receivables

Trade receivables are recognised at nominal value.

They are not discounted unless the due date is over one year and the effect of the discount is significant.

Provisions for doubtful receivables are accrued if it is probable that the receivables concerned will not be recovered and it is possible to give a reasonable estimate of the loss that will be incurred. The identification of doubtful receivables and the amount of provision required are based on past experience of written-off receivables and the age of the receivables concerned. The accrual is entered under "Sales charges". Once it becomes certain that a doubtful receivable will not be recovered, it is written off and the provision cancelled in the income statement.

#### 2.15. **Tax**

Deferred tax on time differences between fiscal and accounting bases for consolidated assets and liabilities is calculated using the variable carried-forward liability method at the rates applicable, or likely to be applicable, at the balance-sheet date.

Deferred tax assets are not taken into account unless it is likely that the company will be able to recover them over a reasonable period of time as a result of a taxable gain expected in subsequent financial years.

Deferred tax is not discounted.

An accrual is formed for any attributable deferred tax resulting from the distribution of dividends from subsidiaries if a formal decision to make the distribution has been made when the accounts are closed. Deferred tax assets and liabilities are offset where legally allowed and so long as they relate to income tax payable to the same fiscal authority.

Fiscal liabilities are booked in the income statement unless they relate to items directly recognised in equity, in which case the tax liability will also be recognised in equity.

France's Finance Act 2010, adopted on December 30, 2009, abolished the *Taxe Professionnelle* business rate liability for French fiscal entities from 2010, replacing it with the *Contribution Economique Territoriale* (CET – "Territorial Economic Contribution"), which comprises two new contributions:

- The *Cotisation Foncière des Entreprises* (CFE "Company Land Tax") calculated on the basis of the annual land rental value used to calculate the current business rate;
- The Contribution sur la Valeur Ajoutée des Entreprises (CVAE "Corporate Valued Added Contribution"), based on the value-added derived from the financial statements.

The Group records the business rate as an operating expense.

At this juncture, the Group has concluded that the fiscal change mentioned above mainly consisted in a change in the manner of calculating French local taxes, without fundamentally changing its nature. The Group therefore considers that there is no need to apply a different accounting treatment either to the CFE or the CVAE from that applied to the business rate. These two new contributions are thus recorded as operating expenses, with no change relative to the categories used for the business rate.

#### 2.16. Cash and cash equivalents

Cash and cash equivalents are liquidity and short-term financial investments (less than three months), whose value is not significantly dependent on changes in market price or indexes, as well as overdrafts. If not the case, they are entered on a separate line on the balance sheet. Overdrafts are recorded as current liabilities on the balance sheet under "Loans".

Financial assets held for trading are measured at fair value, and changes in fair value are recognised in financial results.

#### 2.17. Treasury shares

If any company in the Group buys shares in the Company (treasury shares), the amount paid, including directly attributable marginal costs (net of income tax), is deducted from that company's shareholders' equity until the shares are cancelled or sold. If the shares are sold on, the gain is credited to company shareholders' equity net of marginal costs directly attributable to the transaction and to the related fiscal impact.

#### 2.18. Option plan to purchase and subscribe for shares

Share option plans are granted to senior executives and some Group employees.

Pursuant to IFRS 2 – *Share-based Payment*, plans put in place after November 7, 2002 are valued at the allocation date and are recognised as personnel costs over the period in which the beneficiaries acquire the rights concerned, generally four years. The offset of the charge, which is the market price of the option at the allocation date, is an increase in reserves.

Based on their individual characteristics, option plans are valued using the Black & Scholes model.

#### 2.19. Pension liabilities and other employee benefits

The Group provides its employees with a number of different supplementary pension schemes, retirement bonuses and other long-term benefits, depending on the regulations and customs in the countries where it operates.

Defined benefit plan liabilities are provisioned on the basis of actuarial valuations, the liabilities themselves being calculated pursuant to IAS 19 using the projected credit unit (PCU) method. The actuarial assumptions applied are described in §4.10.1

Since FY 2006-2007, the Group has applied the amendment to IAS 19 whereby actuarial differences concerning benefits subsequent to employee service life and due to the effect of experience and changes in actuarial assumptions, are recorded directly in equity in the year in which they occur, offset by an increase or decrease in the obligation.

The cost of previous years' service arising from changes in the rights granted under a plan or from an increase in the number of beneficiaries of a plan as from April 1, 2004, is amortised over the remaining years of service of the employee concerned.

## 2.20. Contingencies and loss provisions

The Group records a provision for third-party legal, contractual or implicit commitments at the closing date if such commitments are the result of a past event and if the ensuing loss or payment is probable and can be reasonably measured. If the liability is due in over one year, the amount of the provision is discounted if it has a significant impact. Any discounting impacts are recorded in financial results.

If the liability is neither probable nor reasonably measurable, but is a possibility, the Group will enter a contingent liability in its off-balance sheet commitments.

#### 2.21. **Debt**

With the exception of derivative instruments, borrowings and other financial liabilities are measured at amortised cost using the effective rate method.

Borrowings are classed as current liabilities unless the Group has an unconditional right to defer the repayment of the debt until at least 12 months after the closing date, in which case those particular borrowings will be classed as non-current liabilities.

#### 2.22. Dividends

Dividend distributions to Company shareholders are recognised as debt in the Group's financial statements during the period for which the dividends were approved by Company shareholders.

#### 2.23. Financial instruments and derivatives

The Group uses derivative instruments to manage and hedge exchange rate and interest rate risk. The Group does not use derivatives for speculative purposes.

The derivatives held by the Group and classed as hedges in the accounts pursuant to IAS 39 are mainly:

- interest-rate hedges: future cash flow swaps (taker Euribor 3M, payor fixed rate),
- exchange rate hedges: forward currency buy/sell transactions

Hedge accounting under IAS 39 is applied prospectively. Specific documentation on hedges is provided. Effectiveness testing is performed at each closing date.

The accounting effectiveness of the hedge is measured by the value variance ratio of the derivative and the hedged underlying asset. This ratio must be within a range of 80-125%.

If the instrument is speculative, or concern the ineffective part of hedges, changes in the value of derivative instruments are recognised in financial results.

Derivative instruments are recorded under "Other receivables" and "Other debt" on the balance sheet.

#### 2.24. Revenue recognition

Turnover includes wholesale sales to distributors and agents, and retail sales, which are recognised upon transfer of ownership, generally at shipment date or at purchase date by the client.

Turnover is recorded net of all allowances and discounts, including sums paid under sales cooperation agreements with distributors, and duties on wines and spirits.

The "Other Operating Income and Charges" item includes transactions carried out at intermediate production and industrial services rendered for third parties.

# 2.25. Earnings per share (EPS)

EPS is calculated on the basis of the weighted average number of shares in circulation over the financial year, minus Laurent-Perrier treasury shares recorded as a decrease in equity.

EPS after dilution is calculated by adjusting attributable earnings and the number of shares in circulation to take account of the diluting effect of exercising of stock options in plans still open at the closing date. The dilution linked to the exercise of stock options is determined plan by plan, using the buy-back method, i.e., the theoretical number of shares bought back at market price (price at financial year-end) using funds obtained from the exercise of options, and taking into account only those plans whose exercise price is lower than the fair value of the shares.

# 2.26. Other Operating Income and Charges

The Group's core business is the production and sale of champagne under four main brands positioned from the middle to the premium end of the market. This generates current operating income resulting from recurring, occasional, core or subsidiary activity.

Other income and operating charges include gains and losses on operations whose nature and/or frequency prevents them from being deemed core Group activities. These include the impairment write-downs of intangible assets that have not been amortised, goodwill, and gains and losses on disposals of fixed assets or consolidated companies, if material.

#### 2.27. Cash flow statement

The consolidated cash flow statement has been prepared using the indirect method, which reconciles net attributable earnings with the cash generated by operations over the financial year. Opening and closing cash balances include liquidity and other investment instruments, minus any bank overdrafts.

#### 2.28. Segment reporting

A business segment is a component of an entity

a) that engages in business activities from which it may earn revenues and incur expenses,

b) whose operating results are reviewed regularly by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and

c) for which discrete financial information is available.

A geographical segment is a group of assets and operations that provides products and services within a particular economic environment subject to risks and returns that are different from those obtaining in the other economic environments in which the Group operates.

The segment information presented in §4.18 relates to the geographical segments that Group management monitors in order to analyse and track operating performance. Turnover is broken down by location of Group clients but other data are based on the geographic location of Group companies.

#### 3. MAIN OPERATIONS OVER THE PERIOD

No material acquisition or disposal was made during the financial year just ended.

### 4. NOTES TO THE FINANCIAL STATEMENTS

# 4.1. Goodwill

#### 4.1.1. Main goodwill

	Year of	March 31,2010	March 31,
(€ million)	purchase	Net	2009 Net
Shares in Champagne Laurent-Perrier SA	1998	2,19	2,19
Shares in Champagne de Castellane SA	1999	1,64	1,64
Shares in Laurent-Perrier Suisse SA	2000	0,18	0,18
Shares in A.S. SA	2001	0,44	0,44
Shares in Grands Vignobles de Champagne (ex :			
SARL Alain Mandois)	2003	0,72	0,72
SA Château Malakoff	2004	19,23	19,23
SC Dirice	2005	0,10	0,10
Total		24,50	24,50

#### 4.1.2. Movements over the period

None.

#### 4.1.3. Regular impairment testing

Impairment testing of CGUs including goodwill has revealed no recognisable loss of value. The key assumptions used to measure cash flows were:

- market prices for grapes and vineyards,
- sales on the French, UK and US markets.

The main growth rate assumptions applied were:

- long-term sales growth rate beyond the five-year forecast horizon: 3% (3% at March 31, 2009),
- discount rate: the average weighted cost of capital and debt. The rate used at March 31, 2010 was 5.2% (5.9% at March 31, 2009).

Calculations at March 31, 2009 and March 31, 2010 do not indicate any need to amortise goodwill.

Over the past 40 years, the champagne market has grown by an average 3.1% per year by volume. Obviously, this has not been linear growth and approximately five cycles may be identified during the period. Each cycle we observed to evolve in a similar fashion: market growth begins by exceeding average growth in long-term demand, after which a correction occurs during which the market shrinks, often due to retail trade destocking phenomena, whether or not combined with a drop in final consumption.

Recently, 2006 and 2007 seem to correspond to the first part of a cycle (above long-term trend growth), whereas 2008 and 2009 correspond to a correction phase and therefore to a shrinking market.

To carry out its impairment tests, the Group accordingly used market assumptions to match this analysis. After experiencing a fall-off in activity in 2008-2009, the Group thus hopes to gradually return to earlier activity levels over the next five years as it emerges from the market downswing. Beyond that horizon, it has this year opted for a 2% growth rate in line with the long-term market trend. The rate used to make this measurement last year was 3%.

These assumptions led us to the conclusion that no impairment needed recording.

Because the most sensitive assumption is the rate of growth in turnover and consequently of cash-flow, a sensitivity analysis was carried out on this assumption: by deducting 1% growth from cash flows to infinity, instead of 2%, we again observed that there is no impairment. Similarly, by using a average weighted cost of capital and debt of 6%, no impairment is observed.

# 4.2. Intangible fixed assets

i në change in inta	ingible liked as	3003 by 4330	at category	bieaks dowii	
<b>Gross values</b> € million	Gross values at April 1, 2009	Acquisitions	Disposals	Other movements	Gross values at March 31, 2010
Brands Software Other	3.29 4.23 1.01	1.16	-0.62	-0.20	3.29 4.77 0.81
Total	8.53	1.16	-0.62	-0.20	8.87
<b>Depreciation</b> € million	Gross values at April 1, 2009	Acquisitions	Disposals	Other movements	Gross values at March 31, 2010
Brands Software Other	0.00 1.53 0.00	0.15	-0.54	-0.01	0.00 1.13 0.00
Total	1.53	0.15	-0.54	-0.01	1.13
Net value	7.00	1.02	-0.08	-0.19	7.74
<b>Gross values</b> € million	Gross values at April 1, 2008	Acquisitions	Disposals	Other movements	Gross values at March 31, 2009
€ million Brands Software Other	April 1, 2008 3.29 1.71 0.87	1.32		movements 1.20 0.14	at March 31, 2009 3.29 4.23 1.01
€ <i>million</i> Brands Software	April 1, 2008 3.29 1.71		Disposals 0.00	movements 1.20	at March 31, 2009 3.29 4.23
€ million Brands Software Other	April 1, 2008 3.29 1.71 0.87 5.87 Gross values at April 1, 2008	1.32		movements 1.20 0.14	at March 31, 2009 3.29 4.23 1.01 8.53 Gross values at March 31, 2009
€ million Brands Software Other Total          Depreciation         € million         Brands         Software         Other	April 1, 2008 3.29 1.71 0.87 5.87 Gross values at April 1, 2008 0.00 1.44 0.00	1.32 1.32 Acquisitions 0.09	0.00 Disposals	movements 1.20 0.14 1.34 Other movements	at March 31, 2009 3.29 4.23 1.01 8.53 Gross values at March 31, 2009 0.00 1.53 0.00
€ million Brands Software Other Total Depreciation € million Brands Software	April 1, 2008 3.29 1.71 0.87 5.87 Gross values at April 1, 2008 0.00 1.44	1.32 1.32 Acquisitions	0.00	movements 1.20 0.14 1.34 Other	at March 31, 2009 3.29 4.23 1.01 8.53 Gross values at March 31, 2009 0.00 1.53

# The change in intangible fixed assets by asset category breaks down as follows:

The "brands" item corresponds to the Laurent-Perrier and Salon brands only at their historic cost. These brands are deemed to have an indefinite life-span and the results of value tests are positive.

The increase in the "Software" item mainly concerns spending on the replacement of the ERP suite, which went into service in FY 2009-2010.

# 4.3. Tangible fixed assets

# 4.3.1. Change in tangible fixed assets

<b>Gross values</b> € <i>million</i>	Gross values at April 1, 2009	Acquisitions	Disposals	Other movements	Gross values at March 31, 2010
Land	91,57	0,76	-0,33		91,99
Vineyards	6,11	0,09			6,20
Buildings	47,19	3,03	-9,88	1,29	41,63
Machinery and equipment	47,17	4,13	-3,96	0,16	47,49
Other tangible fixed assets	4,18	0,13	-0,15	0,03	4,19
Assets in progress	1,67	0,42	0,00	-1,53	0,56
Total	197,89	8,56	-14,33	-0,06	192,07

Depreciation €million	Gross values at April 1, 2009	Acquisitions	Disposals	Other movements	Gross values at March 31, 2010
Land	0,57	0,00	0.00		0,57
Vineyards	3,38		0,00		3,58
Buildings	19,60		-4,27	0,06	,
Machinery and equipment	33,58		-3,66	0,02	32,06
Other tangible fixed assest	3,37	0,15	-0,13	-0,04	- / -
Assets in progress	0,34		-0,34		0,00
Total	60,84	3,81	-8,40	0,03	56,28
Net value	137,05	4,75	-5,92	-0,09	135,79

<b>Gross values</b> € <i>million</i>	Gross values at April 1, 2008	Acquisitions	Disposals	Other movements	Gross values at March 31, 2009
Land	91,2	0,34		0,03	91,57
Vineyards	5,93		-0,04	0,18	6,11
Buildings	37,06	3,68	-2,89	6,49	47,19
Machinery and equipment	45,98	1,86	-0,02	2,22	47,17
Other tangible fixed assest	4,45	0,18	-0,01	-0,43	4,18
Assets in progress	9,92	1,53		-9,78	1,67
Total	194,54			-1.29	197,89

<b>Depreciation</b> €million	Gross values at April 1, 2008	Acquisitions	Disposals	Other movements	Gross values at March 31, 2009
Land	0,56				0,57
Vineyards	3,18				3,39
Buildings	18,00		-0,04	0,22	19,60
Machinery and equipment	34,27		-2,72 -0,02	-0,06	33,58
Other tangible fixed assest	3,50		-0,02	-0,24	3,37
Assets in progress	0,14	0,20			0,34
Total	59,65	4,05	-2,78	-0,08	60,85
Net value	134,89	3,54	-0,18	-1,21	137,04

# 4.3.2. **Revaluation of vineyards**

Vineyards were revalued in previous years and this was recorded in equity in the "Revaluation reserve" at their net of tax amount

(€ million) Value of vinevards before revaluation	April 1, 2009	Acquisitions /revaluations	Disposal/transf ers	March 31, 2010
Land other than vineyards	4.22		0.12	4.10
Vineyards:				
<ul> <li>Non-revalued vineyards</li> </ul>	12.54	0.76		13.30
<ul> <li>Revalued vineyards</li> </ul>	43.96		0.22	43.74
Revaluation of vineyards over historical cost	30.95			30.85
Total	91.57	0.76	0.34	91.99

As in FY 2008-2009, the revaluation would have been calculated according to the average cash value of farmland in 2007, the most recently-published values, and would have amounted to around 7% (6 million euros before tax). In view of uncertainties connected with the ongoing economic crisis, the Group's General Management decided not to apply the revaluation at March 31, 2010.

# 4.4. Other financial investments

Other financial investments are set out below:

(€ million)	March 31, 2010	March 31, 2009
	Net	Net
Non-consolidated securities	0,01	
Loans	3,33	3,86
Other	0,37	0,34
Total	3,71	4,20

Loans were mainly to our wine-growing partners, those due in over one year being secured. They have been discounted at the equivalent market rate of 3.92% (compared with 4.2% in the previous period), if non-interest bearing.

# 4.5. Inventory and work in progress

(€ million)			March 31, 2010	March 31, 2009
	Gross	Provisions	Net	Net
Goods and finished products	364,03		364,03	321,11
Raw materials and work in progress	101,46	-0,01	101,46	117,80
Total	465,49	-0,01	465,49	438,91

The provision for depreciation relates mainly to promotional items. Changes are set out in the following table:

(€ million)	March 31, 2010	March 31, 2009
Depreciation of inventories at April 1	0,11	0,01
Net depreciation recorded in income	-0,10	0,10
Other changes		
Depreciation of inventories at March 31	0,01	0,11

In order to take account or the work involved in certain stages of the production process, the Group makes a rational imputation of overheads when measuring inventory. Activity in 2009-2010 was considered as normal and therefore no under-activity charge was recognised in the income statement.

The cost price of inventory includes the impact of valuing grapes from the Group's own vineyards at the market price:

(€ million)	2009-2010	2008-2009
Valuation of own vineyard harvest at market price	2,05	4,71
Effect of inventory movement (decrease)	-2,84	-2,60
Impact on cost of sales for the period	-0,79	2,11
Impact on value of inventory at closure	11,36	12,15

#### 4.6. Trade receivables and related accounts

(€ million)			March 31, 2010	March 31, 2009
	Gross	Provisions	Net	Net
Trade receivables	38,21	-0,95	37,26	26,81
Total	38,21	-0,95	37,26	26,81

There is no concentration of credit risk, attached to trade receivables because of their large number and their international origins.

The Group manages its customer credit dealings with great caution and has not deemed it

necessary to take out credit insurance.

Changes in provisions for writedowns break down as follows:

(€ million)	March 31, 2010	March 31, 2009
Impairment of trade receivables at April 1	1,07	1,14
Net impairment recorded in income	-0,12	-0,07
Other changes		
Impairment of trade receivables an March 31	0,95	1,07

Write downs are calculated individually when a strong risk of default on the part of the client in question is identified and on the basis of late payment.

The schedule of receivables incurring write downs is as follows:

(€ million)	March 31, 2010	March 31, 2009
de 90-120 days	0,11	0,32
Over 120 days	0,84	0,75
Average receivables payment (days)	87	75

#### 4.7. Other receivables

Other receivables break down as follows:

(€ million)	March 31, 2010	March 31, 2009
State - VAT credits	5,99	7,46
State - Income tax advances	0,59	2,68
Prepaid expenses	1,48	3,52
Active interest rate and currency derivatives	0,03	0,17
Sundry	7,01	10,18
Total	15,09	24,01

All these other receivables and payables are due at less than one year. The "Other payables" item mainly covers prepayments to grape and wine suppliers.

# 4.8. Table of financial assets

(€ million)	IAS 39 category	March 31, 2010		March 31, 2009	
		Book value	Fair value	Book value	Fair value
Loans	L&R	3.33	3.33	3.86	3.86
Deposits	L&R	0.21	0.21	0.19	0.19
Other	AfS	0.17	0.17	0.15	0.15
Total non-current financial assets		3.71	3.71	4.20	4.20
Trade receivables	L&R	37.26	37.26	26.81	26.81
Deductible VAT and other sales taxes (1)	N/A	5.99	5.99	7.46	7.46
Other receivables	L&R	7.60	7.60	12.86	12.86
Derivatives used as hedging instruments (1)	FVR	0.03	0.03	0.17	0.17
Prepaid expenses (2)	N/A	1.48	1.48	3.52	3.52
Total other current assets		52.35	52.35	50.82	50.82
Cash in hand	L&R	5.47	5.47	6.86	6.86
Cash and cash equivalents		5.47	5.47	6.86	6.86

(1) Accounting method specific to hedging transactions

(2) Not a financial asset within the meaning of IAS 39  $\,$ 

Loans and receivables	L&R	Held Trading	HT
Financial assets available for sale	AfS	Fair value of results from options l	FVR
Net applicable	N/A		

All the financial instruments recorded in the financial statements are valued on the basis of transactions carried out on an over-the-counter market (Level 2 in IFRS 7)

# 4.9. Shareholder's equity

# 4.9.1. Capital contribution

	March 31, 2010	March 31, 2009
Total number of shares	5 945 861	5 945 861
Shares issued and paid up in full	5 945 861	5 945 861
Shares issued but not paid up in full		
Nominal value (euros) per share	3.8	3.8
Legal capital (euros)	22 594 272	22 594 272
Treasury shares owned by the Group	67 869	76 828

The total number of voting rights attached to the 5,945,861 shares comprising equity was 9,737,482 at March 31, 2010 (9,189,860 at March 31, 2009).

To the best of the Laurent-Perrier Group's knowledge, no shareholder pact involving the legal capital exists. Nor are Laurent-Perrier or its subsidiaries subject to specific capital requirements by virtue of external rules.

#### 4.9.2. Earning per share (EPS)

	March 31, 2010	March 31, 2009
Ordinary shares *	5 875 629	5 877 500
Dilutive effect of buy-backs Other	22 249	33 487
Average weighted number of shares	5 897 878	5 910 987
Y wash of human was also was		

\* net of treasury shares

Net earnings per share

(euros)	March 3	March 31, 2010		March 31, 2010 March 31, 200		31, 2009
	Before dilution	Before dilution After dilution		After dilution		
Pre-tax profit	2.85	2.84	4.95	4.92		
Group net attributable income	1.81	1.80	3.22	3.21		

#### 4.9.3. Dividends

The Group seeks to pursue a stable policy of distributing dividends amounting to 30-40% of consolidated net income (valued according to international standards), conditions at Laurent-Perrier permitting.

Dividend paid out in 2008-2009 and 2009-2010 amounted to  ${\in}1.40$  and  ${\in}0.83$  per share respectively.

At the forthcoming General Meeting of Shareholders in July 2010, payment of a dividend of  $\notin$  0.69 per share will be proposed.

# 4.9.4. Share options plans

The situation as regards exercisable options and their cost in the financial year was as follows:

	Attribution	Earliest	Exercise date	Option exercise
	date	exercise date	Exercise date	price
Plan n°4	25.04.2000	26.04.2005	25.04.2010	29,97€
Plan n°5	01.04.2001	31.03.2006	30.03.2011	29,62 €
Plan n°6	04.09.2001	06.09.2005	05.09.2011	32,22€
Plan n°7	26.03.2002	27.03.2006	26.03.2012	27,66 €
Plan n°8	25.03.2003	26.03.2007	25.03.2013	29,78€
Plan n°9	30.03.2004	31.03.2008	30.03.2014	28,71€
Plan n°10	08.03.2005	09.03.2009	08.03.2015	34,10€
Plan nº 11	14.03.2006	15.03.2010	14.03.2016	50,38€
Plan nº 12	22.03.2007	22.03.2011	21.03.2017	83,72€
Plan n°13	18.03.2008	19.03.2012	18.03.2018	98,98 €
Plan nº 14	02.04.2009	01.04.2013	01.04.2019	41,00€

The option exercise price corresponds to the average share price in the 20 trading sessions preceding the attribution date.

Under IFRS 2, only plans dated after November 7, 2002 have been valued. Taking into account the timeframe of rights acquisition, the charge at March 31, 2010 was  $\in$  377,000. It was  $\notin$  299,000 at March 31, 2009.

	Options allocated and not exercised at March 31, 2009	Number of options allocated	Number of options exercised	Number of options expiring worthless	Number of options not exercised at March 31, 2010
Plan n°4 Plan n°5 Plan n°6 Plan n°7 Plan n°8 Plan n°9 Plan n°10 Plan n° 11 Plan n° 12 Plan n°13 Plan n° 14	750 6 234 7 613 14 250 18 000 25 000 25 000 34 200	41 300	1 000 4 000		750 6 234 7 613 13 250 14 000 25 000 25 000 34 200 41 300

#### 4.9.5 Treasury shares

The July 3, 2003 Shareholders' Meeting approved the buy-back of 386,480 shares. Buy-back programmes have a number of goals: to reduce dilution, optimise management of Company equity, or cover share option plans.

During the 2009/2010 financial year, the number of treasury shares held by the Group fell by a net 8,959 to 67,869 shares at March 31, 2010. The change had a positive impact on shareholders' equity in the amount of  $\leq$ 380,000, which breaks down as follows:

(€	000s)
----	-------

- Change in gross value 574
- (Loss) profit from disposals (194)
- Net change in treasury shares 380

At March 31 2009, the Group held 76,828 treasury shares. During the 2008/2009 financial year, the number of treasury shares held by the Group increased by 11,351. The change had a negative impact on shareholders' equity amounting to  $\leq 2,081,000$ , which breaks down as follows:

	(€ 0	00s)
-	Change in gross value	(412)
-	(Loss) profit from disposals	(1,669)
	Not change in treasury charge	(2 001)

- Net change in treasury shares (2,081)

# 4.10. Contingencies and loss provisions

	Amount on April 1, 2009	Allowances	Utilisations	Reversals	Other movements	Amount on March 31,2010
Nature of provision						
Liabilities to employees	8.50	1.26		-1.17	0.12	8.71
Labour medal provisions	0.06	0.05	-0.04	-0.01		0.06
Other provisions	0.15	0.19	-0.06	-0.09		0.19
	8.71	1.50	-0.10	-1.27	0.12	8.96

Other provisions are mainly for commercial risks and disputes with suppliers.

# 4.10.1. Retirement pension liabilities and similar benefits

Total Laurent-Perrier Group pension liabilities and similar benefits stood at  $\in$ 8.71 million, an amount that is fully provisioned on the balance sheet pursuant to the IAS 19 – *Employee Benefits* amendment, which introduced the option of carrying actuarial gains and losses on defined benefit plans as equity. The net charge recognised in the income statement is  $\in$ 1.23 million.

These reserves cover three types of liabilities:

- At retirement, the employees of the French companies receive an indemnity calculated in accordance with the Champagne Collective Agreement and based largely on their final salary and years of service. These are "defined benefit plans" within the meaning of IAS 19. This liability is not covered by third-party finance.
- Liabilities to employees (French companies only) are calculated using a retrospective method to project end-of-career salaries. The main actuarial assumptions applied at March 31, 2010 were:
  - employee must leave voluntarily
  - o discount rate: 4.114% (Bloomberg AA Composite Euro rate at 31/03/10)
  - o annual salary revaluation: 2% for non-managerial staff, and 3.5% for managerial staff
  - retirement age: Managers: 64,
     Non managerial: 62
     Sales reps: 65
  - Annual staff turnover rate:

	Managers and Sales Personnel of GIE Laurent- Perrier Diffusion	Supervisory and technician	Clerical and operative
Before age 40	10%	5%	1%
41- 50	7%	3%	1%
After age 50	0%	0%	0%

Mortality table: TH and TF00.02.

The assumptions used at March 31, 2009 were already very similar- the only significant change concerned the discount rate, which was 5.015%.

- The Group has also taken out a defined benefit policy to provide supplementary retirement benefits for senior management. This policy provides gross annual retirement benefits of

10-15% of their salary in the 12 months preceding retirement. Benefits are vested only after calculating the basic State pension. This is a "defined benefit plan" within the meaning of IAS 19 and is covered by third-party, non recourse finance.

- A number of the French companies in the Group assist their retired employees by paying part of their private health insurance contributions.
- Sensitivity to changes in healthcare costs for supplementary health insurance commitments (€m):

	+1%	-1%
Private health insurance	1.11	-0.81
	24.51%	-17.87%

Sensitivity to variations in the discount rate on liabilities

	+0,25%	-0,25%
Retirement indemnities	-0.10	0.10
	-2,43%	2.52%
Private health insurance	-0.22	0.25
	-4.75%	5.59%
Supplementary pension	-0.02	0.02
	-0.96%	0.99%
Changes in retirement pension and similar benefit r	reserves were:	-
	2009-2010	2008-2009
Charge for the period	(1.23)	(1.15)
Benefits paid	0.15	0.35
Contributions paid	0.99	0.29
Actuarial variance recognised in equity	(0.12)	(0.50)
Unrealised currency gains/losses		
Total	(0.21)	(1.01)

Annual changes in liabilities, in the market value of investments and in the corresponding assets and provisions recognised in the consolidated balance sheet were:

	March 31, 2010	March 31, 2009
1. Reconciliation of balance sheet items		
Discounted value of unfunded liabilities	8,49	8,01
Discounted value of funded liabilities	2,62	2,62
Discounted value of total liabilities	11,11	10,63
Fair value of pension hedging assets (1)	1,59	0,90
Net value of liabilities	9,52	9,73
Cost of unrecognised past service	0,81	1,23
Net value of assets (liabilities) recorded on balance sheet	8,71	8,50
2. Details of net costs recorded in the income statement		
Cost of services rendered	0,62	0,57
Financial cost (discount effect)	0,54	0,47
Projected return on plan assets	(0,03)	(0,02)
Cost of years of past service	0,09	0,13
Effect of plan pay-outs/reductions		
Net cost recognised in income statement	1,23	1,15

(1)Breakdown of assets to cover retirement liabilities at March 31, 2010: Fixed income: 76,6%; Equities: 13,4%; Others: 10,0%

	March 31, 2010	March 31, 2009
3. Change in the discounted value of liabilities		
Discounted value of liabilities at start of period	10,63	9,08
Actuarial (losses) gains recognised in equity	0,12	0,50
Cost of services rendered	0,62	0,57
Financial cost (discount effect)	0,54	0,47
Employee contributions	(0,99)	0,00
Cost of past service	0,34	0,36
Benefits paid	(0,15)	(0,35)
Changes in plan rules		
Unrealised currency gains/losses		
Other (Incl. pay-outs/reductions)		
Discounted value of liabilities at end of period	11,11	10,63

	March 31, 2010	March 31, 2009
4. Change in fair value of plan assets		
Fair value of plan assets at start of period	0,90	0,59
Projected return on plan assets	0,04	0,02
Employee contributions		
Employer contributions	0,50	
Benefits paid	0,15	0,29
Fair value of plan assets at end of period	1,59	0,90
5. Financial provision at March 31	2010	2009
Discounted value of liabilities	(11, 11)	(10,63)
Fair value of plan assets	1,59	0,90
Effect of asset capping		
Deferred items:		
Unrecognised changes of plan rules	0,81	1,23
Net (liabilities) / assets recognised on the balance sheet	(8,71)	(8,50)

	Actuarial gains (losses) recognized in equity			Analysis of differences in FY	
	March 31, 2009	FY 2009/2010	March 31, 2010	Difference with assumptions	Difference with real
6. Analysis of actuarial differences					
Supplementary pension	(0.38)	0.23	(0.15)	0.04	0.19
Retirement indemnities	0.53	0.14	0.67	0.13	0.01
Private health plan	(0.50)	(0.49)	(0.99)	(0.56)	0.07
	(0.35)	(0.12)	(0.47)	(0.39)	0.27

Estimated cost of pensions for 2010/2011 financial year and forecast returns:

- Cost of services rendered 0.76
- Cost of past service 0.10
- Forecast return on assets (0.03)

The Swiss subsidiary, Laurent-Perrier Suisse, has set up a defined benefit pension scheme for its employees.

At March 31 2010, assets under management amounted to	3.04
Liabilities amounted to	<u>3.00</u>
To honour its present and future commitments, Laurent-Perrier Suisse	
has a moral obligation to cover a funding shortfall of	0.04

# 4.11. Debt and cash

Net debt was:

€ million	March 31, 2010	March 31, 2009
Long-term debt	320.92	297.08
Short-term debt	12.15	12.30
Gross debt	333.07	309.38
Gross debt after derivatives	333.07	309.38
Cash and cash equivalent	-5.47	-6.86
Net debt	327.60	302.52

Gross debt breaks down as follows:

€ million	March 31, 2010	March 31, 2009
Bank loans (investment credits)	34.49	42.16
Bank loans (operating credits)	286.43	254.92
Financial leases		
Long-term debt	320.92	297.08
Bank loans (investment credits)	9.10	11.22
Bank loans (operating credits)	1.44	0.10
Leasing contract		
Financial leases	0.48	0.11
Accrued interest	1.13	0.87
Short-term debt	12.15	12.30
Gross debt	333.07	309.38

# 4.12. Liquidity risk

The Group is faced with no significant debt repayments in the short or medium term. Working capital loans comprise renewable lines of credit.

The debt repayment schedule is as follows:

€ million	March 31, 2010	March 31, 2009
Less than one year	12.15	12.30
1-5 years	270.26	229.45
Over five years	50.66	67.63
Total to repay (including interest payable at closure)	333.07	309.38

#### 4.13. Counterparty risk

The main financial instruments that can expose the Group to counterparty risk are trade receivables, cash and cash equivalent, and derivatives. Counterparty risk for trade receivables is limited by the large number of Group customers and their geographic dispersion in France and elsewhere. The maximum risk, corresponding to total outstanding trade receivables after taking guarantees and loss of registered securities into account, amounted to  $\in$ 37.3 million at closure and is analysed in Note 4.6., Trade receivables.

Counterparty risk on cash and cash equivalent and hedging instruments is also limited by the creditworthiness of the counterparties in question, which exclusively comprise internationally-reputed financial institutions. Total outstanding amounted to  $\in$ 5.5 million at March 31, 2010 and corresponds to the net book value of all these items.

Maximum counterparty risk on the Group's other financial assets totals  $\in$ 15.3 million and mainly corresponds to payables by the State (VAT), down-payments to suppliers, and prepaid expenses.

#### 4.14. Financial instruments

4.14.1. Interest rate hedging

€ million	March 31, 2010	March 31, 2009
Non-hedged variable rate (euribor 3-month rate + bank margin)	148.90	58.69
Capped variable rate	0.00	20.00
Swapped variable rate (average rate 3.29% + bank margin	178.07	220.59
Fixed rate (average rate 4.25%)	6.10	10.10
Total	333.07	309.38

Specific interest rate swaps have been put in place for working capital and investments credits:

	Variable-rate c	perating credit	Interest-rate contracts	Net position after hedging
	Authorised	Used	CONTRACTS	neuging
01/04/10 to 31/03/11	€341.87m	€289.36m	€160.0m	€129.36m
01/04/11 to 31/03/12	€341.87m		€130.0m	
01/04/12 to 31/03/13	€341.87m		€50.0m	

#### **Investment credits**

 $\in$ 39 million of amortisable loans have variable rates. Interest rate swaps have been written in the amount of  $\in$ 18.1 million. The hedges will be reduced as the loans are amortised.

#### Sensitivity to interest rate variations

The Group's mean effective interest rate was 3.43% at March 31, 2010 for the hedged portion of its debt, compared with 3.80% at March 31, 2009.

The Group is exposed to the risk of higher interest rates, which would push up the cost of servicing its debt. Based on the net position after hedges for the forthcoming period, and assuming a one percentage point rise in interest rates, the additional financial cost would be

€1.504 million for:

- Working capital credits €1.294 million
- Investment credits €0.210 million

This should be compared with the cost of debt over the 12-month period, which was  ${\in}10.61$  million.

In the case of fixed income instruments a variation of +0.5% would add  $\in$ 1.04 million to the Group's shareholders' equity, while a change of -0.5% would reduce shareholders' equity by  $\in$ 1.10 million.

# 4.14.2. Foreign currency hedging

#### Sensitivity to exchange rate variations

In 2009-2010, 19.9% of Group turnover was denominated in currencies other than the euro, including almost 1.6% in US dollars, 12.3% in Sterling and 5.6% in Swiss francs. Debt, on the other hand, is exclusively euro-denominated. As the reporting currency for the financial statements is the euro, the Group must convert assets, liabilities, income and charges incurred in other currencies into euros when drawing up the financial statements.

The results from these business activities are consolidated in the Group's income statement after conversion at the average exchange rate for the period.

If the euro were to appreciate by 5% against the US dollar, Sterling and the Swiss franc, it would diminish turnover respectively by  $\in 0.14$  million,  $\in 1.01$  million and 0.46 million euros. The fall in operating income before amortisation, other income and charges would not be material. If the euro were to depreciate by 5% against these same currencies, it would result in an increase in turnover of respectively  $\in 0.15$  million,  $\in 1.11$  million and  $\in 0.51$  million and the increase in operating income before amortisation, other income and charges would not be material.

#### 4.14.3. Analysis of interest rate and currency derivative transactions

€ million		Fair value			F	ace value b	y maturity	
	at March	31, 2010				at March3	1, 2010	
		Derivatives	Tabal	At March 31, 2009	Less than	1 5	Over 5	<b>T</b> - 1 - 1
Hedging of future cash flow	assets	liabilities	Total	Total	one year	1-5 years	years	Total
Forward forex	0,03		0,03					3,68
Interest rate swaps		6,06	-6.06	-5.93	30,09	132,67	2,47	165,23
Non-qualified derivatives Forward forex								0,00
Interest rate swaps		0,69	-0.69	-0.50		2,67	10,10	12,77
Total	0,03	6.75	-6.72	-6.26	33.77	135,34	12,57	181,68

Fair value is measured in reference to market prices and the use of valuation techniques all of whose important financial data is based on market information.

In FY 2009-2010, the amounts recorded directly in the income statement were a loss of  $\notin 0.19$  million for interest rate derivatives.

In FY 2008-2009 the amounts recorded directly in the income statement were a loss of  $\notin 0.50$  million for interest rate derivatives and a loss of  $\notin 0.01$  million for foreign exchange derivatives.

Future flows from interest rate swaps will be as follows

	FY 2010- 2011	FY 2011- 2012	FY2012- 2013	> 2013
Cash flows from interest rate swaps	4.0	1.6	0.6	0.2
	Q1 2010-	Q2 2010-	Q3 2010-	Q4 2010-
	2011	2011	2011	2011
Provisional Sterling cash-flows	2.2	4.0	3.8	5.5
Provisional Swiss franc cash-flows	1.1	1.9	2.0	4.4

# 4.15. Other long-term debt

Other financial debt includes mandatory employee profit-sharing:

€ million	March 31, 2010	March 31, 2009
Less than one year One-five years	3.99	4.04
Over five years		
Total	3.99	4.04

Debt due in under one year is recognised in current liabilities under "Other debt".

# 4.16. Financial Liabilities

€ million		March 31, 2010		March 31, 2009	
	IAS 39	Book value	Fair value	Book value	Fair value
Debt including accrued interest	category AC	333.07		309.38	309.38
Trade payables	AC	65.02		72.93	
Liabilities for personnel and social charges (1)	N/A	6.66	6.66	7.64	7.64
VAT payable and other sales taxes	N/A	2.64	2.64	1.49	1.49
Interest rate derivatives liabilities		6.75	6.75	6.43	6.43
Creditor affiliates		15.33	15.33	13.47	13.47
Other debt	AC	3.89	3.89	2.74	2.74
Total other debt	-	35.27	35.27	31.77	31.77

(1) Not a financial asset within the meaning of IAS 39

Debt liabilities at amortised cost	AC
Held for trading	H/T
Non applicable	N/A

#### 4.17. Deferred tax

Net deferred tax (by type) is as follows:

€ million	March 31, 2010	March 31, 2009
Tax on revaluation of vineyards	12.44	12.50
Tax on revaluation of tangible assets	1.91	3.00
Tax on revaluation of intangible assets	0.63	0.73
Tax on harvest valuation at market rates	1.62	1.91
Tax on elimination of inventory margins	-1.01	-1.42
Tax on elimination of provisions for treasury shares	2.80	2.86
Tax on financial instruments	-2.45	-2.37
Tax on price increase accrual	0.41	0.47
Tax on accelerated depreciation	2.10	1.65
Tax on employee benefits	-3.00	-2.94
Other (1)	0.15	-0.04
Total	15.57	16.35
Balance-sheet reconciliation		
- Deferred tax assets	0.00	0.00
- Deferred tax liabilities	15.57	16.35
Total net	15.57	16.35
Including deferred tax recorded in equity	9.92	9.88

(1) Most "Other tax" comes from temporary differences between fiscal and accounting results

# 4.18. Sectoral information broken down by geographic

€ million	March 31, 2010	March 31, 2009
Turnover (by client location)	2010	2009
France	61.40	54.70
Europe	82.70	88.60
UK included	21.15	23.40
Rest of the world	27.739	38.04
Consolidated total	171.84_	181.34_
Current operating income *		
France	29.77	44.24
Europe	0.053	-0.17
UK included	-0.05	-0.32
Other and eliminations	-1.23	-0.68
_Consolidated total	28.60_	43.39_
Balance sheet assets *		
France	685.82	661.49
Europe	8.95	7.54
UK included	6.10	5.84
Other and eliminations	0.53	0.39
Consolidated total	695.30	675.42
Investments (intangible and tangible fixed assets)*		
France	9.60	8.89
Europe	0.03	0.04
UK included	0.03	0.04
Other and eliminations	0.03	0.00
Consolidated total	9.66_	8.92_
Liabilities (excluding shareholder's equity)*	457.71	440.27
France	457.71	440.27
Europe	3.66	2.53
UK included	1.05 0.52	1.02
Other and eliminations		0.38
Consolidated total	461.89	443.18

st By geographical zone where Group companies are located

The Group is active only in the production and distribution of champagnes: information is thus not broken down by industry segment.

#### 4.19. Other net operating income

This breaks downs as follows:

€ million	March 31, 2010	March 31, 2009
Margin on semi-finished goods and services	0.92	2.68
Operating currency gains	0.67	0.94
Operating currency losses	-1.03	-0.34
Other net operating income	0.56	3.28

The margin on semi-finished goods and services breaks down as follows:

€ million	March 31, 2010	March 31, 2009
Semi-finished goods		
Turnover	8.91	17.44
Cost of sales	-8.70	
Margin	0.21	1.89
Services rendered		
Sales	1.13	1.56
Cost of sales	-0.42	-0.77
Margin	0.71	0.79
Consolidated margin	0.92	2.68

# 4.20. Payroll expenses

Payroll expenses (including social security charges, incentives, mandatory profit-sharing and pension liabilities) are distributed among the various functions as follows:

€ million	March 31, 2010	March 31, 2009
Cost of sales	11.26	11.66
Commercial charges	14.05	13.81
Administrative charges	9.34	8.99
Total	34.65	34.46

These break down as follows:

€ million	March 31, 2010	March 31, 2009
Wages and social charges	33.55	33.47
Cost of stock options	0.38	0.30
Pension charges - defined benefit plans	0.72	0.69
Other employee benefits		
Total	34.65	34.46

#### 4.21. Other operating income and charges

€ million	March 31, 2010	March 31, 2009
Other operating income		
Disposals of fixed assets	6.21	0.12
Other income	0.02	0.03
Total	6.23	0.15
Other operating costs		
Residual value of fixed asset disposals	5.97	0.18
Other costs	0.17	0.12
Total	6.14	0.30

# 4.22. Financial income

€ million	March 31, 2010	March 31, 2009
Cost of gross debt	10.61	13.14
Cash management income	-0.01	-0.02
Cost of net debt	10.60	13.12
Financial instruments (ineffective portion)	1.04	0.67
Other, net	0.29	0.35
Other financial income and charges	1.33	1.02
Financial income	11.93	14.14
Items directly recorded in equity		
Unrealised currency/(losses)	0.25	-0.80

The net financial expenses above include the following items deriving from assets and liabilities that are not offset at fair value in the income statement:

Interest income on financial assets	-0.01	-0.02
Debt interest payments	10.61	13.14

# 4.23. Tax

Tax and effective tax rates are:		
€ million	March 31, 2010	March 31, 2009
Current tax	6.96	10.04
Deferred tax	-0.92	
Total tax	6.04	10.02
Pre-tax profit	16.76	29.1
Effective tax rate	36.0%	34.4%

The difference between the theoretical tax rate (the corporation tax rate applicable to French companies) and the effective tax rate stated in the consolidated financial statements breaks down as follows:

€ million	March 31, 2010	%	March 31, 2009	%
Total consolidated income before income tax and deferred tax Theoretical tax liability at 34.43%	16.76 5.79	34.5%		
Permanent accounting and fiscal differences Fiscal losses not activated for the period Tax rate differentials (France/France and	0.35 0	2.1%	0.13	0.4%
France/abroad) Savings linked to fiscal integration	-0.01 -0.01	-0.1% -0.1%		0.0% -0.1%
Sundry (including change in deferred tax rates) Effective tax liability	- <b>0.07</b> 6.04	<b>-0.4%</b> 36.0%	-0.08 10.02	<b>-0.3%</b> 34.4%

Laurent-Perrier, Champagne Laurent-Perrier, Champagne de Castellane, Laurent-Perrier Diffusion, Lemoine Grands Vignobles de Champagne and A.S. are members of a fiscallyintegrated Group. Château Malakoff became a member of that Group on April 1, 2004. The agreements signed between the parent company and the integrated subsidiaries apply the neutral tax method, whereby subsidiaries account for tax liabilities as if they had been taxed separately, the parent company recording its own liability and the savings flowing from the tax integration.

#### 4.24. Contingent commitments and liabilities

#### **Financial liabilities**

At March 31, 2010, a portion of the bank liabilities described in §4.13, which have a  $\in$ 260.2 million authorised credit line, were provided with various guarantees carrying security in the form of "warrants douaniers" a special type of bank guarantee used in Champagne. The guarantees totalled  $\in$ 217.3 million at March 31, 2009.

Under the terms of the agreements with its pool of banks, the Group undertook to maintain the following ratios:

- a net debt to shareholders' equity ratio of less than 2
- a financial expense to operating income ratio greater than 3.

Failure to maintain these ratios will lead to implementation of an adjustment clause providing for a consultation meeting between the parties that carries no early repayment clause.

At March 31, 2010, only the first ratio was honoured.

#### **Other liabilities**

- Mortgages have been given as security for loans to purchase property totalling €31.8 million.
- Pledges have been given over shares in the amount of €39 million and over goodwill in the amount of €7.8 million to guarantee loans to acquire companies or subscribe to capital increases.
- Several subsidiaries have entered into agreements with suppliers to purchase a material proportion of their grape requirement. The agreements relate to specific areas of land and owing to the variations in yield and price from one year to another no reasonable approximation of the liabilities involved can be made. Such commitments are vital to the operation of a champagne house.
- The Laurent-Perrier Group holds 58,584 hectolitres of wine from the 1999, 2000, 2002, 2004, 2005, 2007, 2008 and 2009 harvests in its cellars, constituting a set-aside reserve belonging to wine growers and co-operatives.

- The number of hours accrued in respect of the personal training entitlement (DIF - Droit Individuel à la Formation) stood at 36,982 hours at March 31, 2010.

# 4.25. Transactions with related parties

Members of the Management Board

The charges in respect of compensation for members of the Group Management Board, its Supervisory Board and main non-mandated Directors are as follows:

€ million	March 31, 2010	March 31, 2009
Compensation paid to members of the Supervisory		
Board	0.31	0.32
Salaries and other short-term benefits	1.76	2.14
Benefits subsequent to employment - cost of services		
rendered	0.17	0.77
Severance indemnities	-0.04	0.08
Effect of plan payouts /reductions	0.23	0.1
Cost in the period	2.43	3.41

Salaries and other short-term benefits include the social charges paid by the Group and the contributions calculated on the basis of salaries.

#### **Other transactions**

€ million	March 31, 2010	March 31, 2009
Fees paid to companies sharing senior executives with		
Laurent-Perrier	0.08	0.15
Interest paid to members of the Supervisory Board on		
monies deposited in current accounts	0.16	0.21
Cost in the period	0.24	0.36

# 4.26. Statutory Auditors' fees

Total fees paid to the Statutory Auditors in return for the legal verification of the consolidated financial statements amount to  $\leq 239,000$  for FY 2009/2010.

# 4.27. Events since the closure of accounts

At the time of finalising the present financial statements there have been no events subsequent to the closure likely to have a material impact on the Group's financial situation.

# 5. SCOPE OF CONSOLIDATION

# 5.1. Fully consolidated

companies				
Company <u>France</u>	Registrered Office	Siren No.	% Control	% Stake
Laurent-Perrier	32, avenue de Champagne	335 680 096	100.00	100.00
	51150 Tours sur Marne			
Champagne Laurent-Perrier	32, avenue de Champagne	351 306 022	100.00	100.00
	51150 Tours sur Marne			
Laurent-Perrier Diffusion	32, avenue de Champagne 51150 Tours sur Marne	337 180 152	100	100
Champagne LEMOINE	Rue de Chigny	335 780 011	99.80	99.80
	51500 Rilly La Montagne			
Société A.S.	5-7, rue de la Brèche d'Oger	095 751 038	99.40	99.40
	51190 Le Mesnil sur Oger			
Grands Vignobles de Champagne	32, avenue de Champagne	379 525 389	100	100
	51150 Tours sur Marne			
SAS Laurent-Perrier Développement	32, avenue de Champagne	509 980 926	16	16
	51150 Tours sur Marne			
SCA Coteaux de Courteron	32, avenue de Champagne 51150 Tours sur Marne	352 427 603	51.05	40.00
SCA Coteaux de Charmeronde	32, avenue de Champagne	389 698 622	51.14	51.14
	51150 Tours sur Marne			
SCA Coteaux du Barrois	32, avenue de Champagne	350 251 351	50.96	50.96
	51150 Tours sur Marne			
Champagne de Castellane	57, rue de Verdun	095 650 529	99.98	99.98
	51200 Epernay			
Château Malakoff S.A.	1 rue de Champagne 51190 Oger	095 750 089	100.00	100.00
SC de CHAMOE	32, avenue de Champagne	390 025 716	100.00	100.00
	51150 Tours sur Marne			
SC Coteaux de la Louvière	32, avenue de Champagne	384 974 835	50,44	30
	51150 Tours sur Marne			
SCEA des Grands Monts	32, avenue de Champagne	388 367 534	51,15	30
	51150 Tours sur Marne			
SC Cuvillier	Domaine Laurent-Perrier	388 693 657	100	100
	51150 Tours sur Marne			
SC Dirice	32, avenue de Champagne	414 522 367	100	100
	51150 Tours sur Marne			
<u>Abroad</u>				
Laurent-Perrier UK LTD	66/68 Chapel Street Marlow	/	99.80	99.80
	Bucks SL 7 1 DE			
		_		
Laurent-Perrier U.S., Inc.	2320 Marinshipway Suite 140	/	100.00	100.00
Laurent-Perrier Suisse	Sausalito California 94965 USA Chemin de la Vuarpillière 35			
	1260 NYON SWITZERLAND	/	100.00	100.00
	1200 INTOIN SWITZERLAIND	/	100.00	100.00

# 5.2. Companies consolidated under the equity method

Company	Registered office	Siren No.	% Control	% Stake
France				
Petret-Martinval SARL	9, rue des Ecoles 51530 Chouilly	407 910 629	49.00	49.00

# 5.3. PARENT COMPANY FINANCIAL STATEMENTS AT MARCH 31, 2008, 2009 AND 2010

Income Statement

	Periods ending March 31			
(€ million, except EPS)	Notes	2008	2009	2010
Sales		1.65	1.52	1.49
Release of amortisation and transfer of charges		0.02		0.02
Other income		6.16	4.50	4.12
Total operating income		7.83	6.02	5.63
Purchase of goods				
Change in inventory (goods)				
Other purchases and external charges		(0.94)	(1.52)	(1.01)
Tax and similar payments		(0.13)	(0.14)	(0.11)
Wages and salaries	10	(1.09)	(1.21)	(2.23)
Social charges	10	(0.43)	(0.72)	(1.51)
Amortisation and depreciation		(0.02)	(0.02)	(0.03)
Provisions		0.00	(0.00)	0.00
Other expenses		(0.34)	(0.25)	(0.24)
Operating profit		4.87	2.16	0.50
Financial income		6.11	12.19	6.21
Financial charges		(4.32)	(7.59)	(2.61)
Financial result	11	1.79	4.60	3.60
Current pre-tax profit		6.66	6.75	4.11
Extraordinary income		0.00	0.00	0.00
Extraordinary expenses		(0.00)	(0.01)	(0.01)
Extraordinary profit	12	(0.00)	(0.01)	(0.01)
Income tax	13	(1.14)	(0.15)	(0.03)
Employee profit-sharing				
Net income		5.52	6.60	4.07

#### **Balance Sheet**

	Periods ending March 31			
	Notes	2008	2009	2010
Assets			(€ million)	
Intangible assets		1.91	1.91	1.91
Tangible fixed assets		0.28	0.31	0.32
Long-term investments and loans		109.90	109.95	109.92
Other long-term investments				
Total fixed assets	1 & 2	112.08	112.16	112.15
Inventory and work in progress				
Trade receivables		0.01	0.05	7.05
Other receivables and related accounts	8	3.98	59.38	43.15
Marketable securities	3	6.44	5.71	6.41
Cash and cash equivalents		0.38	0.17	0.49
Prepaid expenses		0.02	0.05	0.02
Current assets		10.83	65.35	57.12
Total assets		122.91	177.51	169.27

	Periods ending March 31			
	Notes	2008	2009	2010
Liabilities			(€ million)	
Capital	4	22.59	22.59	22.59
Additional paid-in capital		21.80	20.63	20.22
Legal reserve		3.72	3.72	3.72
Statutory reserves		2.71	2.71	2.71
Special regulated reserves		5.46	6.63	7.04
Retained earnings		14.01	11.28	13.00
Net income		5.52	6.60	4.07
Regulated provisions		0.01	0.02	0.02
Total shareholders' equity	4	75.82	74.18	73.38
Other equity				
Contingency and loss provisions	6	6.26	3.12	4.01
Borrowing and financial debt	7	26.43	80.20	73.46
Trade payables and related accounds		0.40	0.32	0.43
Fiscal and social liabilities	8	1.60	0.30	1.36
Other liabilities and related accounts	8	12.40	19.38	16.63
Total Debt		40.83	100.21	91.89
Total liabilities		122.91	177.51	169.27

# 5.4. Notes to the consolidated financial statements for the period ended March 31, 2010

# 1. ACCOUNTING RULES AND METHODS

The consolidated financial statements are drawn up in accordance with standard accounting procedures and the recommendations of the French Commercial Code. General accounting practices were applied on a prudential basis in accordance with the following basic assumptions:

- continuity of operations,
- consistency of accounting methods from one financial year to another,
- standalone accounts for each financial year.

# 2. VALUATION METHODS AND PRINCIPLES

# 2.1. Intangible fixed assets

Trademarks are recorded at their historic value. The amount recorded does not therefore represent their intrinsic value. Impairment tests are regularly carried out at Group level to ascertain that the value of these assets is higher than their net book value. The tests, based on future cash flows, did not reveal any losses in value to record.

The costs of registering and renewing trademarks and research on trademarks have not been recorded as fixed assets since 1 April 2005. They are now expensed pursuant to opinion 04-15 of the Conseil National de la Comptabilité.

# 2.2. Tangible fixed assets

Tangible fixed assets are valued at their acquisition cost including the purchase price and ancillary cost, or at their production cost.

Interest on specific loans for the production of fixed assets is not included in the production cost of these fixed assets.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset. The principal depreciation periods are as follows:

-	Building fixtures and fittings	7 - 25 years
-	Furniture and equipment	5 - 10 years

#### 2.3. Long-term financial investments

These are recorded at their historic value (acquisition or contribution value).

At the close of the financial year, the inventory value of securities is determined on the basis of the share of capital stock held and taking into account possible unrealised capital gains and profitability forecasts.

Accordingly, a provision is booked if this inventory value is lower than gross value.

# 2.4. Receivables and payables in foreign currencies

Foreign currency transactions are translated into euros at the exchange rate prevailing on the date of the transaction. Foreign currency asset and liability balances are converted at the rate prevailing at the year-end closure date, and any resulting unrealised foreign exchange gains or losses are recorded in the balance sheet. Unrealised foreign currency losses are provisioned for risk.

# 2.5. Receivables

Receivables are recorded at their nominal value. A provision for impairment is written when the realisable value is lower than their book value.

# 2.6. Contingencies and loss provisions

These provisions cover clearly-defined risks and liabilities whose occurrence is considered probable on the basis of past or current events.

# 2.7. Pensions and other commitments to personnel

Pensions, supplementary pensions and retirement indemnity liabilities are recorded as offbalance sheet commitments and measured on the basis of actuarial calculations. These amounts were calculated using the projected credit unit (PCU) method. The main actuarial assumptions used are as follows:

- a discount rate of 4.114%;
- an annual wage increase of 2.0 for non-managerial staff and of 3.5% for managerial staff.

Retirement age:			
	Managers	Supervisory ,Clerical and operative	
Born after 1949	64	62	
Annual resignation rate	e:		
	Managers	Supervisory	Clerical and operative
Before age 40	10%	5%	1%
41- 50	7%	3%	1%
After age 50	0%	0%	0%

# 2.8. Financial instruments and derivatives

The company uses financial derivatives to operationally manage and hedge exchange rate and interest rate risk. The company does not use derivatives for speculative purposes.

#### 2.9. Criteria used to determine non-recurrent items

Non-recurrent items are revenues and expenditures outside the company's normal operations. They concern either profit and loss-related operations or capital transactions.

#### 2.10. Other information

As parent company, the Company also prepares consolidated financial statements that take account of the company's annual financial statements under the full consolidation method.

#### Breakdown of the Balance Sheet and Income Statement

All figures in  $\in$  million.

#### **NOTE 1** – Gross value of fixed assets

	Gross value at opening	Acquisitions	Disposals	Other movements	Gross value at closing
Gross values					
Intangible fixed assets					
Trademarks	1.91				1.91
Trademark registration/renewal	-				-
Other	0.06				0.06
Sub-total	1.97	-	-	-	1.97
Tangible fixed assets					
Land					
Buildings					
Machinery and equipment	0.14	0.00			0.14
Other	1.95	0.09	-	(0.05)	1.99
Sub-total	2.09	0.09	0.00	(0.05)	2.13
Long-term investments and loans					
Equity interests	109.91	0.00			109.91
Other long-term financial assets	0.04		0.03		0.02
Sub-total	109.95	-	0.03	-	109.92
Total	114.00	0.09	0.03	-0.05	114.02

# **Equity interests**

Champagne Laurent-Perrier	2,900,289 shares	54.98
A.S. (Salon+Delamotte)	181,519 shares	9.86
Champagne de Castellane	94,763 shares	3.44
Grands Vignobles de Champagne	16,634 shares	1.39
Château Malakoff	2,660 shares	38.99
Cot. du Barrois SC	851 units	0.13
Cot. de Courteron SC	390 units	0.06
Cot. de Charmeronde SC	1,570 units	0.24
Gds Monts SCEV	1,620 units	0.07
Chamoé SC	1,620 units	0.34
Cot. Louvière SC	1,160 units	0.02
Cuvilliers SCI	229 units	0.08
Dirice SC	59 units	0.31
		109.91

# **NOTE 2** – Depreciation, amortisation and provisions

	A&D at opening	Increase	Decreases	Other movements	A&D at closing
Amortisation and depreciation					
Intangible fixed assets					
Trademarks	-				-
Other	0,06				0,06
Sub-total	0,06	-	-	-	0,06
Tangible fixed assets					
Land	-				-
Building					
Machinery and equipment	0,11	0,01			0,12
Other	1,67	0,02			1,69
Sub-total	1,78	0,03	-	-	1,81
Long-term investments and loan	ns				
Equity interests	-				-
Other LT financial assets	-				-
Sub-total	-	-	-	-	-
Total	1,84	0,03	-	-	1,87

# **NOTE 3** – Marketable securities

At March 31, 2010, marketable securities totalled  $\in$ 6.41 million and included 62,997 treasury shares held under a stock options plan in the amount of  $\in$ 6.12 million and 4,872 shares held under a market-making contract for a total amount of  $\in$ 0.28 million. During the financial year, 5,000 treasury shares were sold for a total of  $\in$ 0.16 million.

	At March 31		
Gross values	2009	2010	
Treasury shares owned under			
stock options plan	6,63	6,12	
Market making contract	0,35	0,28	
Total	6,98	6,41	

The book value of those shares not allocated to a stock option plan was compared with the average share price during the last 20 trading sessions immediately preceding the end of the financial year. Because this average price of  $\notin$ 58.56 was higher than the cost price, last year's impairment provision of  $\notin$ 1.27 million was reversed.

Provisions for impairment	Opening balance	Provisions	Reversals	Closing balance
Treasury shares with low exercise probability and market making	1,27		(1,27)	0,00
Total	1,27	0,00	(1,27)	0,00

# NOTE 4 – Composition of share capital and changes in shareholder's equity

The share capital comprises 5,945,861 shares with a nominal value of 3.80 euros. Changes to shareholders' equity were as follows:

Amount at March 31, 2009	74.18
Net increase in capital	
Income for the financial year	4.07
Dividends	(4.88)
Amount at March 31, 2010	73.37

# **NOTE 5** - Stock option plans

The situation as regards exercisable options and their cost in the financial year was as follows:

	Attribution date	Earliest exercise date	Exercise date	Option exercise price
Plan nº4	25.04.2000	26.04.2005	25.04.2010	29.97 €
Plan n°5	01.04.2001	31.03.2006	30.03.2011	29.62€
Plan n°6	04.09.2001	06.09.2005	05.09.2011	32.22€
Plan n°7	26.03.2002	27.03.2006	26.03.2012	27.66 €
Plan n°8	25.03.2003	26.03.2007	25.03.2013	29.78 €
Plan n°9	30.03.2004	31.03.2008	30.03.2014	28.71€
Plan n°10	08.03.2005	09.03.2009	08.03.2015	34.10€
Plan nº 11	14.03.2006	15.03.2010	14.03.2016	50.38€
Plan nº 12	22.03.2007	22.03.2011	21.03.2017	83.72€
Plan nº13	18.03.2008	19.03.2012	18.03.2018	98.98€
Plan nº 14	02.04.2009	01.04.2013	01.04.2019	41.00€

	Options allocated and not exercised at March 31, 2009	Number of options allocated	Number of options exercised	Number of options expiring worthless	Number of options not exercised at March 31, 2010
Plan n°4 Plan n°5 Plan n°6 Plan n°7 Plan n°8 Plan n°9 Plan n°10 Plan n° 11 Plan n° 12 Plan n°13 Plan n° 14	750 6 234 7 613 14 250 18 000 25 000 25 000 34 200	41 300	1 000 4 000		750 6 234 7 613 13 250 14 000 25 000 25 000 34 200 41 300

# **NOTE 6** - Contingencies and loss provisions

-	Opening balance	Provisions	Reversals	Closing balance
Type of provisions Risk on stock options	3.12	0.89		4.01
Other	0.00			0.00
Total	3.12	0.89	0.00	4.01

The provision for stock option risk corresponds to the difference between 1) the price of stock options granted to employees, and 2) the net accounting value of treasury shares and the estimated acquisition price by the company for shares not yet purchased. The estimated acquisition price adopted corresponds to the closing price on the last day of the financial year, i.e., March 31, 2010.

# **NOTE 7** – Borrowings and financial debts

		Less than one		More than five	
	Total	year	1-5 years	years	
Financial debt	73.5	6.8	32.9	33.8	

The company has taken out mid-term variable rate loans for a total of  $\in$ 60 million. Interest rates on the loans have been hedged for a total of  $\in$ 10 million for a fixed rate of 3.94% maturing on 21 October 2012. Hedges previously taken out are due for  $\in$ 5.3 million, maturing on 13 February 2012.

#### NOTE 8 – Other receivables and other debts

Other receivables can be broken down as follows:

	At March 31	
Other receivables	2009	2010
Subsidiaries - Tax consolidation	1.88	0.82
State - corporate income tax prepayment	2.63	0.74
Current accounts (Group companies)	54.82	41.58
Other receivables	0.05	0.01
Total	59.37	43.15

Most of the mid-term loan (see Note 7) has been registered in the current account of the Champagne Laurent-Perrier subsidiary. This explains the "Current Accounts – Group Companies" item.

Other payables include the following:

Fiscal and social payables, other debt and adjustment accounts

	At March 31	
Other payables	2009	2010
Owed to personnel	0.23	0.27
Social bodies	0.20	0.23
State - VAT and other taxes	(0.20)	0.78
State corporate income tax	0.00	0.00
Subsidiaries - Tax consolidation	3.75	1.54
Current accounts - Group companies	0.63	0.56
Current accounts - Shareholders	13.35	14.52
Other payables	1.73	0.09
Total	19.68	18.00

All these other receivables and payables are due at less than one year.

# NOTE 9 – Other information relating to the balance sheet

	Amounts concerning affiliates	g Accrued
Balance sheet items		
Equity interests and related payables	109,90	)
Trade receivables and related accounts	7,05	5
Other receivables	42,40	)
Loans from credit institutions		0,35
Other borrowing and debt		
Trade payables and related accounts		0,23
Tax and social security liabilities		0,40
Other liabilities	2,10	0,01
		I

# **OTE 10** – Personnel expenses

Company personnel costs (including social security contributions) amounted to  $\in$ 3,74 million compared with  $\in$ 1,93 in the previous financial year. The workforce in March 31, 2010:

	At 31 March	
Workforce	2009	2010
Managerial	8	9
Supervisory	1	1
Clerical	5	5
Operatives	2	2
Total	16	17

# **NOTE 11 – Financial income and expenses**

Financial income was positive and can be broken down as follows:

	FY	
INCOME	2008/2009	2009/2010
Dividends received	6.74	4.16
Other financial income	2.31	0.78
Provison writebacks	3.14	1.27
CHARGES		
Provisions	1.14	-
Interest and equivalent	4.76	- 2.26
Net charges for marketable securities disposals	1.69	- 0.35
Total	4.60	3.60

The provision covers impairment of marketable securities (Note 3).

# **NOTE 12 – Extraordinary income and expenses**

The  $\in$ 5,000 expense corresponds to an allowance for accelerated depreciation.

# **NOTE 13** - Corporate income tax

Laurent-Perrier, Champagne Laurent-Perrier, Champagne de Castellane, Laurent-Perrier Diffusion, Lemoine, Grands Vignobles de Champagne, A.S. and Château Malakoff are members of a tax-consolidated Group.

Tax-sharing agreements concluded between the parent company and subsidiaries included in the tax group apply the principle of tax neutrality. Taxes owed are recorded by subsidiaries as if they were taxed as separate companies. The parent company records its own tax charge and the tax savings or expenses generated from the tax group.

The Group has continued its previous policy of not recognising deferred tax liabilities linked to tax payable to the State if and when loss-making subsidiaries return to profit.

		Company	
	€ million	tax €	%
		million	
Breakdown of tax between current pre-tax profit and			
extraordinary profit			
Current pre-tax profit	4,11	0,08	2%
Extraordinary income	(0,01)	0,00	0%
Corporate income tax	(0,08)		
Tax consolidation: saving (payable) on corporate income tax	0,05	(0,05)	
Net income	4,07	0,03	1%

# **NOTE 14 – Off-balance sheet commitments**

Commitments given:

Shares have been pledged as security to guarantee the financing of acquisitions or capital increases of companies in the total amount of €39.0 million.

Commitments for retirement indemnities amount to  $\notin 0.07$  million.

The Group has taken out a defined benefit policy to provide additional supplementary retirement benefits for senior management. This policy provides gross annual retirement benefits of 10-15% of their salary in the 12 months preceding retirement. Benefits are vested only after calculating the basic State pension. The contributions paid to the organisation managing the pension fund are recorded under Group personnel expenses. Pension liabilities for past benefits are estimated at  $\leq 2.08$  million.

# SUBSIDIARIES AND AFFILIATES

TABLE OF SUBSIDIARIES AND AFFILIATES

	Financial information			
Detailed information on each subsidiary and affiliate subject To disclosure obligations in which the Group owns more than 1%	Share capital	Shareholders' equity other than capital	Ownership interest (%)	Income (profit or loss of the last financial year)
1 . Subsidiaries (over 50% owned)				
Champagne Laurent-Perrier	44,200,816 €	126,234,009 €	99,00%	7,039,291 €
Société A.S.	698,638 €	20,323,328 €	98.73%	1,837,186 €
Société Château Malakoff	5,865,200 €	19,203,391 €	99,70%	1,684,746 €
SCEA des Coteaux du Barrois	253,840 €	29,773€	50,96%	23,161 €
SCEA des Coteaux de Charmeronde	466,640 €	63,563€	51,14%	45,212 €
SCA des Coteaux de Courteron	116,128€	29,613€	51,05%	29,270 €
SCEV des Grands Monts	132,000 €	19,376€	51,15%	17,108 €
Sté Civile Chamoe	246,240 €	6,121€	100,00%	5,394 €
Sté Civile Cuvillier	3,450 €	3,957€	99,57%	3,901€
SC des Coteaux de la Louvière	34,500 €	6,244 €	50,44%	5,680€
SC Dirice	9,600€	4,875€	100,00%	-59,446 €
<b>2</b> . Affiliates (between 10 and 50% owned)				
Champagne de Castellane	9,162,821 €	18,900,570 €	15,76%	2 402 693 €
Grands Vignobles de Champagne	1,145,713 €	5,401,842 €	22,13%	696 929 €

General information on all subsidiaries and affiliates	Subsid	Subsidiaries		ates
	French	French Foreign		Foreign
Book value of shares held				
- Gross	105,072,933€		4,830,116€	
- Net	105,072,933€		4,830,116€	
Loans and advances granted	41,582,298 €			
Amount of dividends	4,162,751€			

# 5.5. RESULTS OF THE PAST FIVE FINANCIAL YEARS

# Company: Laurent-Perrier - FY 01/04/06 to 31/03/10

	01.04.2009 to	01.04.2008 to	01.04.2007 to	01.04.2006 to	01.04.2005 to
€ 000s	31.03.2010	31.03.2009	31.03.2008	31.03.2007	31.03.2006
Share capital at periode end	d				
Share capital	22 594	22 594	22 594	22 594	22 594
Number of ordinary	5 945 861	5 945 861	5 945 861	5 945 861	5 945 861
shares	5 945 661	5 945 001	5 945 001	5 945 001	5 945 001
Preferred non-voting					
stocks					
Maximum number of shares to be issued					
- through bond					
conversion					
- through subscription					
rights					
Transactions and results for	r the financial year				
Sales (ex-VAT)	1 488	1 522	1 646	1 555	1 388
Pre-tax income, before					
employee profit sharing,	2 861	5 013	6 815	8 157	6 048
amortisation and	2 001	5 015	0 015	0157	0 048
provisions		4.50	1 1 2 2	1 000	(276)
Corporate income tax	33	152	1 138	1 928	(376)
Employee profit-sharing for the financial year					
After-tax income,					
including employee profit	4 069	6 595	5 516	2 523	5 697
sharing, amortisation and provisions					
Income distributed to					
shareholders	4 876	8 239	7 669	5 915	4 346
Earning per share (€)					
Earning after taxes and					
employee profit sharings but before depreciation,	0.40	0.00	0.05	1.05	1.00
amortisation and	0,48	0.82	0.95	1.05	1.08
provisions					
Earnings after employee					
profit sharing, taxes,	0.68	1.11	0.93	0.42	0.96
depreciation, amortisation	0100		0155	0112	0150
and provisions Dividend per share (1)	0.830 €	1.400€	1.300€	1.000€	0.999€
Workforce	0.030 €	1.400 E	1.300 €	1.000 E	0.999 €
Average number of					
employees	15	14	13	14	13
Total payroll <sup>(2)</sup>	2229	1211	1092	795	873
Amounts paid out in					
benefits (social security,	1 507	718	432	278	646
benefits, etc.) (2)	1				

 benefits, etc.) (2)
 (1)Specify if dividend is gross or net, where appropriate by share class.

 (2)Average rate of Social Security charges for external staff (temporary or seconded employees or staff on loan) for 2006 and previous fiscal years),

# 5.6. REPORTS OF THE STATUTORY AUDITORS ON THE PARENT COMPANY FINANCIAL STATEMENTS

5.6.1. Report of the statutory auditors on the annual financial statements

# (Financial year ended March 31, 2010)

"This is a free translation into English of the statutory auditors' report issued in the French language and is provided solely for the convenience of English speaking users. The statutory auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the opinion on the consolidated financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the consolidated financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the financial statements.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France."

# Laurent Perrier SA

32, avenue de Champagne BP 3 51150 Tours-sur-Marne

# Dear Shareholders,

Pursuant to the mandate we have received from your General Meeting, we hereby present our report for the financial year ended March 31, 2010 on:

- the audit of the annual financial statements for Laurent-Perrier SA as presented herein,
- the justification for our assessments,
- the specific procedures and disclosures prescribed by law.

The annual financial statements were prepared by your Management Board. Our responsibility is to express an opinion on these statements based on our audit.

# I - Opinion concerning the annual financial statements

We conducted our audit in accordance with the professional standards applying in France, which require all due diligence to be exercised so that we can be reasonably satisfied that the annual financial statements contain no material errors. An audit involves the examination by sampling of the proofs of the data contained in these accounts. It also involves assessing the accounting principles applied and the material estimates used to prepare the accounts, and looking at their general presentation. We believe that our controls provide a reasonable basis for the following opinion.

We hereby certify that the annual financial statements prepared on the basis of French accounting rules and standards are truthful and provide a true and fair view of the out come of operations in the financial year just ended and of the financial and asset position of the company at the close of the said financial year.

# **II** - Justification of our assessments

Pursuant to the provisions of Article L. 823-9 of the French Commercial Code on the basis for our opinion, we must bring the following to your attention:

• Note 2.3 in the Notes to the Financial Statements sets out the accounting principles and methods used to assess the value in use to the Company of its equity investments. While

assessing the accounting rules and principles adopted by the Company, we examined whether the above accounting methods were appropriate and correctly applied and are satisfied that the resulting estimates are reasonable.

The above comments form part of our audit of the annual financial statements as a whole and this contributed to the formation of our opinion as expressed in the first section of this report.

# III- Specific procedures

Pursuant to the professional standards applying in France, we also carried out the controls that are legally required.

We have no comment to make on the fairness and the consistency with the annual financial statements of the information contained in the report of the Management Board or in the documents addressed to shareholders concerning the financial position and annual financial statements.

With respect to the information provided pursuant to article L.225-102-1 of the French Code of Commerce concerning the compensation and benefits paid to company executive officers and the commitments entered into on their behalf, we have verified their consistency with the financial statements or with the data used to draw up the financial statements and where appropriate with data gathered by your company from companies controlling your company or controlled by it. On the basis of this review we certify that the information contained in them is accurate and truthful.

Neuilly-sur-Seine and Reims, June 15, 2010 The Statutory Auditors

# PricewaterhouseCoopers Audit

# **Philippe Venet et Associés**

Christian Perrier

Philippe Venet

# 5.6.2. Report of the statutory auditors on the consolidated financial statements

# (Financial year ended March 31, 2010)

"This is a free translation into English of the statutory auditors' report issued in the French language and is provided solely for the convenience of English speaking users. The statutory auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the opinion on the consolidated financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the consolidated financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the consolidated financial statements.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France."

# Laurent Perrier SA

32, avenue de Champagne BP 3 51150 Tours-sur-Marne

# Dear Shareholders ,

Pursuant to the mandate we have received from your General Meeting, we hereby present our report for the financial year ended March 31, 2010 on:

- the audit of the consolidated financial statements for Laurent-Perrier SA as presented herein,
- the justification for our assessments,
- the specific procedures and disclosures prescribed by law.

The annual financial statements were prepared by your Management Board. Our responsibility is to express an opinion on these statements based on our audit.

# I - Opinion concerning the consolidated financial statements

We conducted our audit in accordance with the professional standards applying in France, which require all due diligence to be exercised so that we can be reasonably satisfied that the consolidated financial statements contain no material errors. An audit involves the examination by sampling of the proofs of the data contained in these accounts. It also involves assessing the accounting principles applied and the material estimates used to prepare the accounts, and looking at their general presentation. We believe that our controls provide a reasonable basis for the following opinion.

We hereby certify that the consolidated financial statements prepared under IFRS as adopted by the European Union are truthful and provide a true and fair view of the financial and asset position of the Group comprising the individual and legal entities in the consolidation.

# **II** - Justification of our assessments

Pursuant to the provisions of Article L. 823-9 of the French Commercial Code on the basis for our opinion, we must bring the following to your attention:

 Notes 2.9 and 4.3.2 in the Notes to the Consolidated Financial Statements set out the approaches used to value vineyards at market price. While assessing the accounting rules and principles adopted by the Company, we examined whether the above accounting methods were appropriate and correctly applied and are satisfied that the resulting estimates are reasonable.

The above comments form part of our audit of the annual consolidated financial statements as a whole and this contributed to the formation of our opinion as expressed in the first section of this report.

# III – Specific procedures

We also carried out the specific verifications required by law on the information provided in the consolidated management report.

We have no comment to make on the truthfulness of that information or its agreement with the consolidated financial statements.

Neuilly-sur-Seine and Reims, June 15, 2010

The Statutory Auditors

# **PricewaterhouseCoopers Audit**

Christian Perrier

Philippe Venet et Associés Philippe Venet

# 5.7. SPECIAL REPORT OF THE STATUTORY AUDITORS ON RELATED PARTY AGREEMENTS

In our quality as statutory auditors to your company, we present our report on related-party agreements.

# I – Authorised agreements during the financial year

Pursuant to article L.225-88 of the French Commercial Code, we have been advised of agreements requiring prior authorisation from the Supervisory Board.

We are not required to look for other agreements that may exist but we must advise you, on the basis of the information given to us, of the clauses and basic characteristics of those reported to us. We are not required to comment on their usefulness or whether they are justified. It is your duty pursuant to article R.225-58 of the French Commercial Code, to appreciate the usefulness of these agreements before approving them.

We have applied our audit in compliance with the professional standards applying in France which requires all due diligence to be exercised to verify that the information given to us matches the documents on which it is based.

At its meeting on 24 November 2009, your Supervisory Board authorised the following agreement:

# Amendment to the agreement on the supplementary pensions paid to Executive Officers

Regulations governing the defined benefits pension scheme must now concern an objective category of employees and no longer be based simply on position coefficients in order to identify eligibility conditions.

It was decided to select the category of "Corporate Executive Officers and Senior Executives" (*dirigeants sociaux et cadres dirigeants*). All other benefits of the scheme are unchanged.

The supplementary defined benefit pension scheme provides for the payment of a lifetime annuity for insured beneficiaries, with 100% right in reversion to the surviving spouse.

The annuity will amount to 15% of the beneficiary's annual salary, calculated on the last 12 months of employment. It will only be paid to Corporate Officers on their retirement.

# II – Agreements approved in previous periods and implemented through the period

Pursuant to the French Commercial Code, we have further been informed of the implementation of the following agreements approved in previous periods and still in force in the financial year just ended:

# 2.1 With MDK Consulting, of which Mr Maurice de Kervénoaël, Chairman of the Supervisory Board, is the Manager

MDK Consulting charges for *"assistance in the preparation of action plans in the following areas: strategic management, world-wide expansion of distribution networks and resource optimisation."* Billing totalled €81,865 exclusive of VAT for the financial year just ended.

# 2.2 With Champagne Laurent-Perrier

# Champagne Laurent-Perrier as supplier of your company

- Continuation of the agreement for the use of Champagne Laurent Perrier premises and services For the 2009-2010 financial year, Champagne Laurent Perrier billed €45,732 (exclusive of VAT) to your company in respect of rent and services.

# - Management Assistance contract

After implementing synergies, Champagne Laurent-Perrier provides administrative, accountancy, IT and information services for Laurent-Perrier, as well as human resources management services.

A total of €80,000 (exclusive of VAT) was billed for these.

# Laurent-Perrier as supplier of Champagne Laurent-Perrier

- Continuation of the agreement giving Champagne Laurent Perrier the use of the Château de Louvois

Under the terms of the agreement, authorised by the Supervisory Board on April 24, 1997, the Company makes the Château de Louvois available to its subsidiary Champagne Laurent Perrier for events to promote the image of Champagne Laurent Perrier and Grand Siècle.

In exchange, the Company receives an annual fee of €38,000 euros and €114,000 euros in rent.

# - Continuation of management assistance contract

In exchange for sundry services provided by Laurent-Perrier to Champagne Laurent-Perrier with respect to strategy, legal affairs, claims & disputes, public relations, general Group promotion, defence of the Laurent-Perrier image, budget and forecasting, etc., an annual fee of €1,160,000 (exclusive of VAT) was billed.

# - Continuation of payment of brand royalties

Payment of brand royalties under the December 14, 1990 licensing agreement amended on December 2, 1992, and effective on January 1, 1993, continued. The total amount paid for the financial year ended March 31, 2009 came to €4,188,997 (exclusive of VAT).

# 2.3 With Champagne de Castellane

- Continuation of management assistance contract

In exchange for sundry services provided by Laurent-Perrier to Champagne de Castellane, an annual fee of €110,000 (exclusive of VAT) was billed.

# 2.4 With Société AS

- Continuation of management assistance contract

In exchange for sundry services provided by Laurent-Perrier to Société AS, an annual fee of €60,000 (exclusive of VAT) was billed.

# 2.5 With the seven private vineyard property companies (sociétés civiles de vignobles)

€800 invoiced to each for annual assistance and management services.

# 2.6 Treasury management agreement

For several years past, Group companies have operated a central treasury management agreement concerning the cash flows between and among them but excluding all amounts due in respect of commercial activities. Advances are coordinated by Champagne Laurent Perrier and bear interest at the Group's external refinancing rate (currently 1-month Euribor + 0.60%) except on current accounts between your company and the private vineyard property companies, (sociétés civiles d'exploitation) which bear interest at a rate equal to the maximum fiscally deductible rate at March 31, 2010 of 4.33%.

Under the terms of the agreement, current accounts carried the following interest over the period:

	Interest paid (€)	Interest rec′d (€)	Rate %
Champagne Laurent-Perrier		604,653	Euribor+ 0.60 %
SCEA des Grands Monts	2,638		4.33%
SC des Coteaux de Charmeronde	8,335		4.33%
SC des Coteaux du Barrois	74,402		4.33%
SC des Coteaux de la Louvière	1,192		4.33%
SC de Chamoe	5,338		4.33%
SC des Coteaux de Courteron		3,474	4.33%
SC ASN	436,974		4.33%
SC DIRICE		17,599	Euribor+ 0,60 %

# 2.7 Current account agreements with Mr and Madame Bernard de Nonancourt

Their current accounts have credit balances of respectively  $\in 2,372,629$  and  $\in 1,376,478$  at March 31, 2010, and generate interest of 4.33%. Interest for the 2009/2010 financial year amounted respectively to  $\notin 97,764$  and  $\notin 57,290$ .

The appended table sets out the names and functions of the executives common to the public limited companies (*Sociétés Anonymes*) concerned by the above agreements.

Reims and Neuilly-sur-Seine, 11 June 2010

# The Statutory Auditors

Philippe VENET et Associés Philippe VENET

# PRICEWATERHOUSECOOPERS AUDIT Christian PERRIER

Companies Company Officers	Laurent- Perrier	Champagne Laurent- Perrier	Champagne de Castellane	Société A.S.	Château Malakoff
Bernard de Nonancourt	Member of the Supervisory Board and Honorary Chairman	Chairman of the Supervisory Board		Chairman of the Supervisory Board	
Claude de Nonancourt	Member of the Supervisory Board		Director	Vice-Chairman of the Supervisory Board	
François Philippoteaux	Vice-Chairman of the Supervisory Board	Vice-Chairman of the Supervisory Board			
Stéphane Tsassis	Chairman of the Management Board	Chairman of the Management Board	Chairman of the Board of Directors		Chairman
Stéphanie Meneux	Member of the Management Board	Permanent representative of LP and member of the Supervisory Board	Permanent representative of CLP Director	Member of the Management Board	
Alexandra Pereyre	Member of the Management Board	Member of the Management Board			

# $5.8.\,$ Fees paid by the Group to the auditors and members of their network in the year ended March 31, 2010

	PricewaterhouseCoopers Audit				P۱	/A		
	Amount (HT) %		Amount (HT)		0	/o		
	March	March	March	March	March	March	March	March
	31.2010	31.2009	31.2010	31.2009	31.2010	31.2009	31.2010	31.2009
Audit Statutory auditing, certification auditing of individual and consolidated accounts issuer Issuer Fully-consolidated subsidiaries	48,300 76,906	43,300 80,000	39% 61%	35% 65%	37,000 78,800	32,000 81,000	32% 68%	28% 72%
Other activities and services directly related to the statutory auditor's remit Issuer Fully-consolidated subsidiaries								
Subtotal	125,206	123,300	100%	100%	115,800	113,000	100%	100%
Other services rendered by the netw	orks to fully	-consolidate	d subsidiari	es				
Legal, fiscal, social Other (specify it 10% of audit fees)	6,335	8,405	100%	100%	0	0		
Subtotal	6,335	8,405	100%	100%				
TOTAL	131,541	132	100%	100%	115,800	113,000	100%	100%

Amounts in foreign currencies have been converted at the average exchange rate for the accounting period.

# 6. JOINT SHAREHOLDERS MEETING, JULY 7, 2010

# 6.1. AGENDA

# **RESOLUTIONS PRESENTED AT THE ORDINARY SHAREHOLDERS' MEETING**

- 1. Presentation of the combined report of the Management Board on the parent company and consolidated financial statements for the financial year ended March 31, 2010 and on the activity of the Company during the said financial year; of a number of other reports, in particular that by the Chairman of the Supervisory Board on the internal organisation of the Supervisory Board and on internal controls;
- 2. Presentation of the Statutory Auditors' reports on the parent company and consolidated financial statements for the financial year ended March 31, 2010 and on the activity during the said financial year;
- 3. Presentation of the special report by the Statutory Auditors on agreements governed by articles L 225-86 et seq. of the French Commercial Code;
- 4. Presentation of the report of the Supervisory Board on the report of the Management Board and the parent company financial statements for the financial year ended March 31, 2010;
- 5. Examination and approval of the Company's financial statements and consolidated financial statements for the financial year ended March 31, 2010;
- 6. Granting of discharge to the members of the Management Board, the Supervisory Board and the Statutory Auditors;
- 7. Appropriation of income for the financial year;
- 8. Approval of the related party agreements governed by articles L 225-86 et seq. of the French Commercial Code;
- 9. Attendance fees;
- Examination of Supervisory Board members', Statutory Auditors' and alternate auditors' mandates;
- 11. Authority and powers granted to the Management Board for the new share buy-back programme.

# **RESOLUTIONS PRESENTED AT THE EXTRAORDINARY SHAREHOLDERS' MEETING**

- 12. Authority and powers to be granted to the Management Board to cancel Company shares;
- 13. Authorisation and powers to confer on the Management Board to make use of the capital increase authorisations conferred by the General Shareholders' Meeting held on July 8, 2009 and applying to Company shares in the event of an exchange offer or takeover;
- 14. Modification of article 15.1 of bylaws on attendance at meetings of the Supervisory Board by means of telecommunications
- 15. Powers

NB: The numbering of resolutions differs from the numbering of items on the agenda

# 6.2. SHAREHOLDERS' RESOLUTIONS

# **RESOLUTIONS PRESENTED AT THE ORDINARY SHAREHOLDERS' MEETING**

# **First resolution**

The General Shareholders' Meeting, having reviewed the various reports and notably those of the Management Board concerning the parent company financial statements; of the Supervisory Board; of the Chairman of the Supervisory Board on the internal organisation of the Supervisory Board and on internal controls; and of the Statutory Auditors, approves these reports and financial statements for the financial year ended March 31, 2010 as submitted to it. The meeting also approves the transactions described in the accounts and summarised in these reports.

# Second resolution

The General Shareholders' Meeting, having reviewed the various reports and notably that of the Management Board concerning the Group's activity and situation; the report of the Supervisory Board; and the report of the Statutory Auditors for the financial year ended March 31, 2010,

approves the consolidated accounts as submitted to it. The meeting also approves the transactions described in the accounts and summarised in these reports.

# **Third resolution**

Consequently, the General Shareholders' Meeting grants the Management Board full discharge for its management during the financial year beginning on April 1, 2009 and ending on March 31, 2010.

# Fourth resolution

The General Shareholders' Meeting resolves to appropriate the net income for the year ended March 31, 2010 of  $\notin$ 4,068,695.25 as follows.

The dividend payable for the financial year is  $0.69 \in$  per share. For individual investors who are natural persons resident in France for tax purposes, the amount of the dividend paid shall take account of social security contributions which are compulsory under the Finance Act of 2008. The dividend will be paid out on July 22, 2010.

It is hereby stated that dividends payable on Laurent-Perrier treasury shares will not be distributed but will instead be transferred to retained earnings.

(\*)Excluding the 67,869 Laurent-Perrier shares held by the Company as at 31.03.2010, unless there is an increase or decrease in the number of treasury shares held.

For natural persons who are resident in France for tax purposes this dividend is eligible for the discount stipulated in § 20 of article 158-3 of the French Tax Code (Code Général des Impôts).

It is hereby stated that in order to comply with the provisions of article 117 quater new of the French Tax Code, derived from the 2008 Finance Act (Act No.2007-1822, 24 December 2007 published in the Journal Officiel on 27/12/2007), and in respect of attributable income eligible for the 40% discount taken from January 1, 2008:

- the withholding taxes due in respect of this income shall be deducted at source and declared directly by the Company,
- natural persons resident for tax purposes in France (other than industrial, commercial, artisanal, or farming companies, or those in non-commercial occupations) may opt for the 18% flat-rate, at source withholding tax.

Persons who opt for or who have already opted for the 18% flat rate withholding tax may not under any circumstances benefit from the 40% discount on all attributed income, received or to be received during 2010. The option chosen must be notified to the Company no later than on receiving each payment.

A sum of  $\in 6,407,798.11$  corresponding to the carrying value of the 67,869 treasury shares owned by the Company as at March 31, 2010 must be stated in the "Treasury share reserve" account. To This reserve currently amounts to  $\in 6$  981 937.88

The Shareholders duly note that the sums distributed as dividends over the last three financial years were:

Financial Year	Dividend per share (€)
2006-2007	€1.30
2007-2008	€1.40
2008-2009	€0.83

# **Fifth resolution**

The Shareholders approve the transactions conducted between the members of the Supervisory Board (or the companies or enterprises they represent, are executive officers of, or in which they hold a direct or indirect interest, or in which they are active via a third party) and the Company over the financial year just ended, as these are described in the Statutory Auditors' special report on regulated agreements covered by articles *L 225-86 et seq.* of the French Commercial Code.

# Sixth resolution

The Shareholders approve the transactions conducted between the members of the Management Board (or the companies or enterprises they represent, are executive officers of, or in which they hold a direct or indirect interest or in which they are active via a third party) and the Company over the financial year just ended as these are described in the Statutory Auditors' special report on regulated agreements covered by articles *L 225-86 et seq.* of the French Commercial Code.

# Seventh resolution

The Shareholders approve all transactions between, one the one hand, a shareholder owning more than 10% of the voting rights in the Company or any company controlling another company that is a shareholder and owning more than 10% of the voting rights in the Company and, on the other hand, the Company itself, over the financial year under review, as these are described in the Statutory Auditors' special report on regulated agreements covered by articles *L 225-86 et seq.* of the French Commercial Code.

# **Eighth resolution**

The General Shareholders' Meeting resolves to set total attendance fees payable to the members of the Supervisory Board at €158,340, unless shareholders decide otherwise. A Supervisory Board meeting will be held to allocate the attendance fees.

# Ninth resolution

The General Shareholders' Meeting, notes that the term of office of no members of the Supervisory Board or of the Statutory Auditors has ended.

# **Tenth resolution**

The General Shareholders' Meeting, having reviewed the report of the Management Board and read the information in the memorandum filed with the AMF in accordance with the provisions of articles 241-1 to 241-8 of the latter's General Regulations, authorises the Management Board, for eighteen (18) months from the date of this meeting, to buy back shares in the Company in accordance with the provisions of articles L 225-209 et seq. of the French Commercial Code and other applicable legal provisions.

The General Shareholders' Meeting resolves that the shares may be repurchased either on the stock market or through acquisitions of blocks of shares, at one or more times, subject to the maximum limit set forth hereinafter. The maximum purchase price of a share (excluding transaction costs) is set at  $\in 100$ .

The maximum number of shares that may be acquired may at no time exceed 10% of Company capital, or a maximum of 594,000 shares as of the day of the present General Shareholders' Meeting, taking into consideration the shares that have already been purchased in the preceding programmes authorised by the Company's Shareholders' Meetings.

The maximum amount allocated to the buy-back programme is  $\in$  52,613, 100.

The General Shareholders' Meeting resolves that the said shares may be bought back to:

- ensure the orderly trading of company shares by an investment services provider within the framework of a liquidity agreement in compliance with the rules of conduct of the French association of investment firms (AFEI) recognised by the AMF;
- grant shares to employees or officers;
- grant stock options to employees or officers;
- hold the shares purchased for subsequent use for exchange or payment in case of mergers or acquisitions;
- cancel all or part of the shares acquired.

The General Shareholders' Meeting resolves that shares may be repurchased and sold on the stock market and/or by means of block trading. Shares may be repurchased through block trading, it being understood that the goal of ensuring orderly trading in Company shares might in such cases

not be fully achieved.

Shares may be purchased, sold or transferred at any time, and by any appropriate method, including the use of derivative instruments and options strategies, subject to the limits set by stock market regulations.

This authorisation cancels and replaces the provisions of an earlier authorisation to the same effect granted at the General Shareholders' Meeting on July 9, 2009.

# **RESOLUTIONS PRESENTED AT THE EXTRAORDINARY SHAREHOLDERS' MEETING**

# **Eleventh resolution**

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholder's Meetings and after reviewing the report of the Management Board and the special report by the Statutory Auditors, the General Shareholders' Meeting authorises the Management Board, to the extent allowed by law and statutory provisions, for a period of eighteen (18) months to:

- -cancel the shares acquired under the Company's buy-back programme approved by the Management Board,
- provided that the aggregate number of shares cancelled in any 24-month period does not exceed 10% of Company capital;
- -reduce the capital accordingly by charging the difference between the purchase price of
- cancelled shares and their par value to additional paid-in capital or any distributable reserves.

The General Shareholders' Meeting confers full powers on the Management Board to:

- - carry out such reduction or reductions of capital;
- -set the definitive amount of the reduction, determine the terms and conditions, and take note of completion;
- offset the difference between the purchase value and the par value of cancelled shares against additional paid-in capital or reserves;
- -amend the by-laws to reflect the new capital and more generally to carry out all necessary formalities, in accordance with legal provisions in force at the time this authorisation is used.

# **Twelfth resolution**

The General Shareholders' Meeting, having reviewed the various reports and notably that of the Management Board, expressly authorises the said Management Board from the date of the present General Shareholders' Meeting and until the time of the next General Shareholders' Meeting called to approve the Company's annual accounts, in the event of a public offer to purchase or exchange company shares, to use the authorisations granted to it in the tenth, eleventh and twelfth resolutions of the General Shareholders' Meeting held on July 8, 2009 in order to increase by all legal means the company's equity in the conditions laid down by the said tenth, eleventh and twelfth resolutions.

# Thirteenth resolution

The General Shareholders' Meeting agrees that, pursuant to article L 225-82 §.3 of the French Commercial Code, that members of the Supervisory Board may take part in meetings of the said Supervisory Board by means of videoconferencing or telecommunications methods allowing them to be identified and guaranteeing their effective participation.

Article 15.1. of the Company Bylaws shall accordingly be modified as follows:

# Former article 15.1.

"Article 15 – Supervisory Board

1. With the exception of that which is expressly provided for in the present Bylaws, the rules concerning the Supervisory Board, and notably its membership, operation and role are those provided for in the currently applicable legal provisions.

Members of the Supervisory Board who take part in the meeting via videoconferencing link whose nature and application arrangements comply with regulatory requirements are deemed present for calculating the quorum and majority.

Attendance via such videoconferencing link is not, however, permitted for the following decisions:

- Appointment of members of the Management Board, and the single Chief Executive Officer,
- Dismissal of members of the Management Board and the single Chief Executive Officer, in cases where the present Bylaws provide for such dismissal by the Supervisory Board,
- Election and compensation of the Chairman and Deputy Chairman of the Supervisory Board."

# New article 15.1.

# "Article 15 - Supervisory Board

1. With the exception of that which is expressly provided for in the present Bylaws, the rules concerning the Supervisory Board, and notably its membership, operation and role are those provided for in the currently applicable legal provisions.

Members of the Supervisory Board who take part in the meeting via videoconferencing link or/ and telecommunications link enabling them to be identified and whose nature and application arrangements comply with regulatory requirements are deemed present for calculating the quorum and majority.

Attendance via such videoconferencing link or/and telecommunications link is not, however, permitted for the following decisions:

- Appointment of members of the Management Board, and the single Chief Executive Officer,
- Dismissal of members of the Management Board and the single Chief Executive Officer, in cases where the present Bylaws provide for such dismissal by the Supervisory Board,
- Election and compensation of the Chairman and Deputy Chairman of the Supervisory Board."

# Fourteenth resolution

The General Shareholders' Meeting authorises the bearer of an original, a copy or an extract of the minutes of this Meeting to execute all filing, publication and other formalities required under French law.

#### 7. REPORTS

#### 7.1. INFORMATION PUBLISHED OVER THE YEAR

The following documents are published either regularly or as and when 7.1.1. required on the website of the French financial markets authority (Autorité des Marchés Financiers) www.amf-france.org and/or at www.finance-groupelp.fr.

	2008-2009
03.06.2009	Turnover, FY 2009-2009
03.06.2009	2008-2009 Reference Document
03.06.2009	Results for FY 2008-2009
03.06.2009	Analysts' Briefing on the results for FY 2008-2009
10.07.2009	Address to shareholders an the Annual General Shareholders' Meeting held on
	July 8, 2009
21.07.2009	First-quarter turnover FY 2009-2010
01.12.2009	First-half turnover FY 2009-2010
01.12.2009	First-half results FY 2009-2010
01.12.2009	Analysts' briefing on first-half results, FY 2009-2010
10.02.2010	Third-quarter turnover, FY 2009-2010

#### 7.1.2. Information published in the industry and specialist press 2009-2010

/.1.2. 1110111	action published in the industry and specialist press 2005 2010
March 2009	Garden of harmonies for Laurent-Perrier Champagne Laurent-Perrier again took part in this latest edition of <i>Jardins</i> , <i>Jardin aux Tuileries</i> , from 5-7 June 2009. To express the character of Laurent Perrier's vins de plaisir, duo Andy Cao and Xavier Perrot dreamed up a <i>Jardin</i> <i>Laurent-Perrier</i> , by graphically interpreting its Grand Siècle cuvée, the flagship of the champagne house's core values of exacting standards and ultimate refinement.
	Elliptical in shape, the Jardin Laurent-Perrier comprised an undulating carpet of feathery "angel's hair" grasses that were delicate and silky to the touch, punctuated by dainty seasonal flowers. A grid of narrow paths took visitors into the heart of this frothy ocean of grasses, where an airy, structured tree had been installed, expressing the personality of Laurent-Perrier and the style of its prestige cuvée. The tree structure, made of silvered, twisted wire, rose heavenwards. The tall, powerful silhouette of its trunk, and its fluid, delicate branches ending in leaves of gilded mother-of-pearl made it a structure which excited the senses and radiated a heady mix of power and lyricism.
	Following the highly symbolic garden of Pierre-Alexandre Risser, the aesthete's garden by Daniel Ost, the garden à <i>la Française</i> designed by Yves Gosse de Gorre, Cao & Perrot invited visitors to a powerful sense experience, made of dreams and contemplation inspired by Laurent-Perrier's <i>vins de plaisir</i> .
	Cao   Perrot Studio is the outcome of a meeting of minds between Vietnamese- born American landscape artist Andy Cao, and French-born (Brittany) landscape designer Xavier Perrot. Since they began working together in 2001, they have created gardens and contemporary landscaped installations that combine their US, European and Asian cultures. Considering manufacturing imperfections as inherent marks of beauty, Cao & Perrot imbue their creations with an authentic, human dimension.
May 2009	Jardins en fête – Switzerland On May 8, 9 and 10, 2009, Jardins en Fête took place at the Château de Coppet, promising three enchanting days on the theme of The Earth and its Soils ( <i>La Terre, les terres</i> ). This fourth edition of the festival, following on from that of 2008 and its special

focus on the wise use of water resources, was again all about sustainability,

with this year's festival being devoted to the preservation of soils and respect for the different characteristics of soil varieties in the choice of plants to ornament gardens.

Garden professionals shared their knowledge with visitors and gave advice on the choice of plants for different soil-types.

Visitors also saw an exhibition of garden furniture, homecare accessories, ceramics and garden tools.

# The "Laurent-Perrier Garden Competition" for Jardins en Fête

Laurent-Perrier teamed up with this latest edition and launched its "Laurent-Perrier Garden Competition" for young landscape gardeners. The aim is to provide an opportunity for young professionals to design a small garden to a precise set of specifications, including, for example, the requirement to design for the variety of soils in the region. They were free to choose the theme of their garden, however.

The creation of a garden is a powerful activity, symbolising mastery of a natural world magnified by human hand, and in this is very similar to making champagne. Which explains how the link with *Jardins en fête* came to be part of Laurent-Perrier's gardens policy, offering full-scale expression of the alignment between Laurent-Perrier's corporate values and those of gardening: high standards, roots in the land, the focus on hard work, the notion of passing time, and a delight in the good life.

#### "Caran D'Ache Competition: Draw me a garden"

Under the aegis of Caran D'Ache, which sponsored the *Jardins en Fête* 2009 festival, a drawing competition for adults entitled *Draw me a Garden* provided amateur artists with a chance to give free rein to their skills and imagination. A drawing table was also put at the kids' disposal, with artist's materials provided by Caran D'Ache in the Chateau's Park and Orchard.

#### April 2009

#### Art and Nature

Champagne Laurent-Perrier united the world of art with the beauty of nature for the first time at the RHS Chelsea Flower Show 2009. The 2009 Laurent-Perrier Garden, created by garden designer **Luciano Giubbilei**, is an art form in itself, and includes a feature artwork by British sculptor Nigel Hall.

Giubbilei brought together art and nature in the context of a design that embodied understated sophistication, and was inspired by Champagne Laurent-Perrier's own elegant, handcrafted style. The design forms part of an extended living space and explores the relationship between architecture, art and nature.

Framed within tiered evergreen hedges and trees, a monolithic stonewall formed of unfilled travertine blocks displays a ethereal work of art – the 'Big Bite' – by artist Nigel Hall. The hedges are rendered like an architectural feature, exemplifying the relationship between architecture and gardens.

The same stone extends through perfectly proportioned water features and sculptural sitting blocks, adding to the sense of harmony. The seductive qualities of repetition are also experienced through the planting in the garden - from the formal clipped trees, to the elegant blocks of tall grasses and perennial beds. Black bearded irises and a palette of claret coloured flowers present an asymmetrical arrangement; varied and multiple, balancing the formality of the design.

This is the first time that Luciano Giubbilei has designed a Show Garden at the RHS Chelsea Flower Show. His Laurent-Perrier garden is perfectly representative of his style.

Speaking of what the Chelsea Flower Show meant for him, Giubillei said: "For me, the process of creating a beautiful space at Chelsea Flower Show is a personal and inspirational experience. Envisaging how the viewers will perceive the space - the tension and harmony between the garden, the art-works, the materials and the furnishings that together create the final composition - is the most rewarding part of it."

Whilst art has always been an important aspect of Giubbilei's work, the world of contemporary and modern art is also an important sponsorship arena for Champagne Laurent-Perrier, which also sponsors the Frieze Art Fair in London and other artistic events around the world.

All plants on the Laurent-Perrier Garden were again sourced from www.crocus.co.uk, one of the UK's leading nurseries.

August 2009 THE ART OF ENTERTAINING Grand Siècle by Laurent-Perrier Champagne Cradle Producing fine wines with rare excellence is what Champagne Laurent-Perrier does best. Combine this with a little French savoir faire when hosting the ultimate dining experience and the result is an epicurean sensation.

> This Christmas, redefine the way that you entertain with the limited edition Grand Siècle by Laurent-Perrier Champagne Cradle, bringing a new dimension to serving champagne.

> Named after the 17th century when the 'Sun King' Louis XIV reigned, (a time when champagne found its place at the court of Versailles) Grand Siècle is a skilful blend of wines from the best Laurent-Perrier vintages. This groundbreaking wine was the first-ever multi-vintage prestige cuvée to be introduced and epitomises Laurent-Perrier's heritage for innovative wine-making. This respected wine is therefore well-deserving of such a unique serving ritual, which is almost as pleasurable as the wine itself.

The Grand Siècle by Laurent-Perrier Champagne Cradle is an elegant, dualpurpose champagne pourer, which is made especially to hold the distinctive Grand Siècle bottle. Delicately handcrafted by Loire Valley pewtersmiths, this decorative yet practical design features a detachable cooling mat, which is discreetly placed at the base of the cradle. Ingeniously crafted to ensure that the wine is chilled to perfection, (at 10C) this clever device creates an exceptional Grand Siècle tasting experience, throughout the duration of the meal. Simply remove the cooling mat from the base of the cradle and refrigerate for an hour before replacing for service.

David Biraud, consultant on the design and award-winning Paris sommelier, comments: "The pouring cradle is a highly sophisticated chilling device that has taken great technical expertise to perfect. It allows Grand Siècle to be served in the height of elegance, as if wearing a majestic 'haute couture' dress."

October 2009 Laurent-Perrier Brut Millésimé 2000 The House of Laurent-Perrier has launched its Brut Millésimé 2000 at its historical grounds in Tours-sur-Marne. Chairman of the Management Board Stéphane Tsassis, Board members Alexandra Pereyre de Nonancourt and Stéphanie Meneux de Nonancourt, as well as Michel Fauconnet, Cellar Master and Supply and Production Manager, all attended the event. This new vintage is in line with Laurent-Perrier's style and reveals the full character of the year 2000. It will be available throughout the world from the end of 2009. November 2009 Daniel Barenboim - Winner of the 45th Prix Grand Siècle Laurent-Perrier The Prix Grand Siècle Laurent-Perrier committee, chaired by French Minister and former astronaut Claudie Haigneré, selected Daniel Barenboim as the winner of this 45th award, not only for his lifetime achievements but also and above all to pay tribute to his efforts to bring peace to the Middle East. Daniel Barenboim is a living classical-music legend. Now 65, and after a career almost as long, the virtuoso pianist and conductor has achieved the peak of glory. Of course, one could highlight his immense repertoire, his pianistic genius,

the orchestras he has conducted and the musicians he has discovered. But it was above all the man committed to his epoch that the Jury wished to distinguish.

By creating the West-Eastern Divan Orchestra with Edward Said, the Palestinianborn American critic and intellectual, just a decade ago, and by encouraging young Arab and Israeli musicians to perform together, Daniel Barenboim used music as a means of simultaneously bringing together members of the two communities, as an instrument of peace and intelligence, and as a forum for free and open discussion.

This is surely the ideal response to the aims of the Prix Grand Siècle Laurent-Perrier, which are to "honour the men and women who, through their commitment and convictions, testify to the undying values of our times" and, by contributing to the Foundation set up by Daniel Barenboim, encourage his fervour and determination to encourage his young musicians, who carry a message of hope wherever they perform.

Daniel Barenboim has now joined a prestigious line of other award-winners from the world of music, chosen for their exemplary contributions, including Mstislav Rostropovich in 1975 and William Christie in 1997, who this year celebrated the 30<sup>th</sup> anniversary of his *Arts Florissants* ensemble.

December 2009	Laurent-Perrier Cuvée Rosé Limited Edition Gift Set
December 2009	Laurent-Perrier Cuvée Rosé Limited Edition Gift Set To celebrate longer, lighter days and the freshness of Spring, Laurent-Perrier has created a limited edition gift set comprising four champagne glasses to compliment the very essence, of the Laurent-Perrier Cuvée Rosé. To mark the new Season the elegant Laurent-Perrier Cuvée Rosé Champagne Glasses are a perfect gift for a celebration this spring. The four champagne glasses are decorated with a delicate cherry blossom design and presented with a 75cl bottle of Laurent-Perrier Cuvée Rosé in a stylish pink gift box. Inspired by the fresh, light and vibrant Laurent-Perrier Cuvée Rosé, a glass of this memorable champagne will befit any alfresco occasion this Spring. With its famously curvaceous bottle, inspired during the late 16th Century, Laurent-Perrier Cuvée Rosé is an exceptional and delicate fusion of tradition and modernity. Cuvée Rosé is memorable for its exceptional freshness and unique aromas of freshly picked red berries making it a delicious aperitif, and the
	perfect partner to charcuterie, poultry, Asian cuisine and red-fruit desserts.

# 7.1.3. Financial Advertising 2009-2010

Date	Name of publication – purpose of publications
03.06.2009	La Tribune – Turnover and Annual results 2009-2010
21.07.2009	La Tribune – First-quarter turnover 2009–2010
_01.12.2009	La Tribune – First-half results 2009-2010
_10.02.2010	La Tribune – Third-quarter turnover 2009–2010

# 7.1.4. Information filed with the Commercial Court of Reims

Annual financial statements, extract from the minutes of the July 8, 2009 Ordinary and Extraordinary General Shareholders' Meeting, company management report, reference document (including the consolidated management report), audit report on the ordinary and consolidated financial statements, Chairman's report on internal controls.
statements, charman's report on internal controls.

7.1.5. Information made available to shareholders prior to the July 8, 2009 General Shareholders' Meeting

Notice of meeting, BALO Notice of meeting, La Tribune Notice of meeting, Matot Braine Invitations to the statutory auditors Invitations to registered shareholders Attendance sheet Voting form Publication of financial statements, BALO Information note on share buy-back programme Documents to be sent to shareholders: - Agenda

- Agenda
   List of shares
- Corporate financial statements at March 31, 2009
- Consolidated financial statements at March 31, 2009
- Results for the last five years
- Summary
- Audit reports on the statutory and consolidated financial statements and special audit report
- List of unregulated agreements
- Report by the Chairman of the Supervisory Board on the operations of the Supervisory Board
- and internal controls
- Management Board report
- Draft resolutions
- List of members of the Management and Supervisory Boards and other offices held
- Postal/proxy vote form
- Request for documents

For further information please contact

Chef Financial Officer Etienne Auriau Tel: 33 (0)3.26.58.91.22 – fax: 33 (0)3.26.58.17.29 e-mail: etienne.auriau@laurent-perrier.fr

Head of Communication and Public Relations Marie-Clotilde Debieuvre-Patoz Tel: 33 (0)3.26.58.91.22 – fax: 33 (0)3.26.58.77.29 e-mail: mc.debieuvre@laurent-perrier.fr

# 7.2. SPECIAL REPORT ON TRANSACTIONS UNDERTAKEN FOR THE SHARE BUY-BACK PROGRAMME

Pursuant to paragraph 2, article L 225-209 of the French Commercial Code, the following are the transactions undertaken on the basis of the authority you granted the Management Board under Resolution 8 by the July 8, 2009 General Shareholders' Meeting and pursuant to the requirements set out in the information note approved by the Autorité des Marché Financiers (AMF) on June 14, 2010.

-	Proportion of equity held directly or indirectly at 31.03.2010:	1.14%
-	Number of shares cancelled over the past 24 months:	0
Tre	easury shares portfolio	
-	Securities held for trading:	67,869
-	Investments:	0
-	Book value of the portfolio:	€ 6,409,879.86
-	Market value of the portfolio, at €58,56 per share:	€ 3,974,103.23

# Transactions under the last authorisation given (April 1, 2009 to March 31, 2010)

	Market making liauiditv	Scrip issues	Acquisitions	Use of stock options for plans	Cancellation of shares	Total
Purchase						
Number of shares	44			0		
Share price	51.76			€0		
Amount	2,296,822			€0		
Number of shares used Reallocation for other						
purposes	40.000			_		
Sales/transfers	48,336			5		
Number of shares	51.97			33.02		
Share price Amount	2,512,112			165,11		

The Company has not used derivatives to buy back shares.

Treasury shares have been allocated for no other purposes since the last authorisation from the General Shareholders' Meeting. The 67,869 treasury shares at March 31, 2010 have all been allocated to the share buy-back programme organised by Oddo Pinatton Corporate and have been used for two purposes:

- market making;
- stock options awarded to employees and Company officers.

The Management Board

# 7.3. EXCERPT FROM THE MANAGEMENT REPORT

All the components of the management report are included in the reference document. Some of these components are detailed below.

# **1.** General information about the Laurent-Perrier company – situation and activity at March **31**, 2010

Turnover at March 31, 2010

During FY 2009-2010, Laurent-Perrier generated turnover of €1.49 million euros (€m) compared with €1.52 million in FY 2008-2009.

The figure mainly comprises the Group management fee. Revenue also includes brand royalties paid for the financial year.

# Analysis of financial income at March 31, 2010

In FY 2009-2010, financial income amounted to a profit of  $\in$ 3.60 million compared with a loss of  $\notin$ 4.60 million in FY 2008-2009.

# Analysis of extraordinary income at March 31, 2010

In FY 2009-2010 the non-recurring income item was non-significant, compared with non-recurring income of  $\in$ -0.01 million in FT 2008-2009.

As a result, and after deduction of all expenses, tax, provisions and amortisation, FY 2009-2010 showed a profit of  $\in$ 4.07million, compared with a profit of  $\in$ 6.59 million in the previous financial year.

Amount of investment and details of Investments amounted to €0.05 million.

# Liabilities

A provision has been recorded in Liabilities to cover commitments in respect of share warrants distributed by the Company in the amount of  $\notin$ 4.00 million, of which  $\notin$ 3.1 million in provisions written in respect of previous financial years.

# 2. Non tax-deductible expenses

Pursuant to the provision of Article 223 quater of the General Tax Code, please note that the accounts for the financial year just ended do not deduct non-deductible expenses from taxable income in accordance with Article 39-4 of the same General Tax Code. For the record, the accounts include a  $\leq$ 31.1K writeback of excess vehicle leasing payments.

# Annex 1 - The making of champagne

The champagne production process comprises ten major stages:

# Stage 1 - harvest\* (September - October)

All grapes are handpicked and transported in small baskets to ensure the highest-quality champagne.

# Stage 2 - pressing\* (September - October)

Grapes are pressed to extract 25.5 hectolitres of must\* per 4,000 kilos of crushed grapes, which is exceptionally high compared to other wine products.

# Stage 3 - fermentation\* (October - November - December)

The wine undergoes an initial phase of fermentation\* in tanks or barrels during which the sugar content is transformed into alcohol.

# Stage 4 - blending\* (January - March)

This is a crucial step in the process, as it will determine the taste of the champagne after ageing\*. A cellar master or chef de cave\* with an intimate knowledge of his champagne house's traditional style, blends different crus\* both vertically and horizontally to achieve a consistent product quality every year. A proportion of exceptional harvests that do not require blending with a previous year's harvest may be used to produce vintages.

# Stage 5 - bottling

Cane liqueur and yeast are added to the wine, which is poured into the bottles. The bottles are then stored in wine cellars or temperature and humidity-controlled warehouses for ageing\*.

# Stage 6 - creating the sparkling effect

The added sugar ferments at low temperature, forming alcohol and carbonic gas, the latter ensuring its transformation into a sparkling wine.

# Stage 7 - ageing\*

The minimum ageing\* requirement for champagne is 15 months and three years for a vintage champagne.

# Stage 8 - riddling/remuage\*

At the end of the ageing\* process, the bottles are rotated slightly at regular intervals over several weeks to allow fermentation deposits to gather in the neck of the bottle.

# Stage 9 - disgorgement\*

Fermentation deposits that develop during the ageing\* process and which gather in the neck of the bottle during the remuage process are removed from the bottle through a freezing process. A cane sugar liqueur (a mixture of cane sugar and wine) is added before the champagne is corked. Depending on the amount of sugar added, the champagne will be brut\* nature, brut\*, extra dry, sec, demi-sec or doux (sweet).

# Stage 10 - packaging\*

Finally, the bottle is packaged with a cap, collar and label and is put in a box or case ready for shipment.

# Annex 2 - Glossary

# Ageing (vieillissement)

As wines age in the bottle, a series of phenomena take place, which refine the wines and allow their bouquet and sparkling effect to develop. The Champagne AOC\* regulations require a minimum of 15 months from bottling for non-vintage champagne and three years minimum from bottling for vintage champagne.

# Appellation d'Origine Contrôlée (AOC)

AOC refers to clearly delimited regions and occasionally to the locality of the vineyard. AOC wines must comply with precise criteria established by the INAO with regard to the maximum yield per hectare, alcoholic content, grape varietal used and minimum sugar content required in the must\*. The wines are approved each year by a tasting panel.

# **Blanc de blancs**

Champagne produced with white grapes only. This champagne (vintage or non-vintage) is made with chardonnay grapes to give it a characteristically fresh taste.

# Blending (assemblage)

This operation is carried out after fermentation and consists in blending several wines to obtain a single harmonious mix. In Champagne, wines of different vintages, varietals and vineyards are mixed together. The blending process produces a wine of better and more consistent quality than each of its component wines from one year to the next.

# Bottling (tirage)

This involves the bottling and addition of natural ferments and sugar, after the first fermentation and blending and before the champagnisation\*.

# Brut

Traditionally the driest of the champagnes until the relatively recent development of champagnes with little or no added sugar that are now called "extra brut", "brut nature" or "brut zéro".

# **Brut nature**

Champagne with little or no added sugar (0-3 grams of sugar per litre).

# Cépage

Grape varietal. Only three are authorised for the production of champagne: the pinot noir, the pinot meunier and the chardonnay.

# Champagnisation (Bottle fermentation)

This is the second fermentation\* process, once the wine is in the bottle, which lasts for several months. It is produced by the addition, at the time of bottling, of a cane sugar liqueur and of selected ferments. This second fermentation increases the alcohol concentration from 10.5° to 12° and produces carbonic gas which, because it cannot escape, dissolves in the wine and gives it its sparkle.

# Chef de cave

The "cellar master" is responsible for blending\* the wines and supervising the production process.

# CIVC

The *Comité Interprofessionnel des Vins de Champagne* is an independent authority founded in 1941 that acts in the interests of grape growers and producers, setting and implementing professional standards for grape growing and the production of champagne and ensuring that the level of production is in line with demand.

# Clear wines (vins clairs, vins en cercle)

Clear wines refer to the wines stored in vats before bottling.

# Côte des Blancs

Prestigious grape growing region in the hills south of Epernay.

# Cru (Quality of grapes)

The CIVC attributes to each wine-growing district a grade depending on the quality of its production for its grapes by reference to production. This quality grading is reflected in a quality scale. Champagne may be called *grand cru* (17 villages) if it is produced from grapes graded 100%, and *premier cru* (43 villages) if it is produced from grapes graded 90% to 99%. The minimum percentage grading for champagne is 80%.

# Cuvée spéciale

Brut champagne, including vintage champagne, made from a special blend, aged longer and sold in a special bottle with more luxurious packaging.

# Disgorgement

Disgorgement consists in removing the sediment (*lees*) from the neck of the bottle after second fermentation, ageing and rotation. In order to avoid a loss of wine, the neck of the bottle is plunged into a vat at  $-23^{\circ}$ C. A block of ice, enclosing the deposit, is formed and expelled by the pressure of the gas on opening. Dosing\* then takes place.

# Dosing

A small amount of liqueur, made up from old wine and cane sugar, is added in the bottle after disgorgement. According to the dosing of sugar, the champagne will be brut nature (less than 3 grams per litre), extra brut (less than 6 grams per litre), brut (less than 12 grams per litre), sec (between 17 and 32 grams per litre) demi-sec (between 32 and 50 grams per litre) or doux (more than 50 grams per litre).

# **Extra Brut**

This champagne has very little sugar added (0-6 grams per litre). If no sugar at all is added, the champagne becomes brut nature, or unsweetened.

# Fermentation

Fermentation process of the must\* in stainless steel or, more rarely, in oak vats.

# Fruit set

Initial formation of the grape bunches.

# Grand cru

Champagne made from grapes graded 100%.

# Grape-grower-operator (récoltant manipulant)

A grape grower who makes wine from his own harvest and bottles it.

# **Grape quality**

The quality of grapes is measured in percentage terms from 80% to 100%. The quality of champagne is largely dependent on the quality of the grapes used.

# Harvest (vendange)

The grape harvest in the Champagne region is exclusively picked by hand to avoid damaging the grapes. The dates of the harvest are set by the CIVC\* and fall between September and October.

# INAO

The Institut National des Appellations d'Origine is an independent authority that controls and safeguards the AOC against fraudulent use. INAO monitors in compliance with AOC standards.

# Lees (or sediment)

These are the residues which settle in wine recipients after fermentation and/or storage. In the bottle, lees are the sediment that appears after the second fermentation. During the ageing process, the "lysis" phenomenon of these lees gives the champagne its characteristic aromas, which is why ageing on the lees is so important. The sediment is then sent toward the bottle neck during remuage\* and finally expelled through disgorgement\*.

# Maximum authorised grape yield

The maximum authorised grape yield is set each year by the INAO\* and since 2007 may not now exceed 15,500 kg of grapes per hectare. The maximum authorised grape yield in the event of an outstanding harvest is the upper limit for production (Plafond Limite de Classement - PLC) which authorises a yield normally limited to 25% over the basic yield.

The basic yield was set at 12,400 kg per hectare for the 2008 harvest.

#### Merchant operator (négociant manipulant)

A wine merchant, who purchases grapes from grape growers, manages the fermentation process and who only buys wines for blending.

# Millésimé

A millésimé (vintage) champagne is made from an assemblage of wines from a single year and aged for at least three years after bottling. These champagnes are characteristic of the climate of a given year. Millésimé wines are usually made only in exceptional years.

#### Montre

See "Fruit set".

# Must

The juice obtained from pressing the grapes. The first must produces the best champagne. The total quantity of must is regulated and limited to no more than 25.5 hectolitres per 4,000 kilos of grapes. Surplus can be distilled or used to make ratafia\*.

#### Non-vintage champagne

Champagne blended from wines from several years.

#### Packaging

Packaging includes putting on the label, the wire collar, tinfoil capsule and in some cases a medallion and a back label.

# **Premier cru**

Champagne made using grapes graded 90-99%.

# Pressing

This process is regulated and each pressing centre must have authorisation to carry it out. This process consists in pressing the grapes to obtain the juice or must. The maximum yield from pressing is 160 kilos of grapes for 1 hl of must (100l.).

# **Quality reserves**

This practice was developed by the profession to counter the adverse effect of bad weather on harvests in the Champagne region. Above and beyond the maximum yield set for each harvest (15,500 kilos per hectare in 2007 ,2008, and in 2009), a fixed amount can be set aside as a qualitative reserve (3,100 kilos per hectare in 2007 and 2008 and 4,300 kilos per hectare en 2009).

This reserve is converted into wine and stored by wine merchants, but it may not be bottled. Stored in vats, it may only be released by decision of the CIVC\* and the INAO\* to compensate for a poor grape yield in a subsequent year or for the economic requirements of the Champagne region. The storing of this regulating set-aside is funded both by the grape growers (who cannot invoice the grape production until it is released) and by the wine producers (who bear the cost of wine making and storage in vats).

# Ratafia

A sweet aromatic liqueur made in Champagne from grape juice and alcohol.

# **Reserve wines**

Reserve wines are stocks of wine from previous years used in the blending of non-vintage champagnes.

#### Remuage

The process takes place during the final months of ageing\*, when bottles are placed upside down in racks and small rotations are carried out at regular intervals in alternating directions and at an incline. The aim of this process is to drive the deposits left in the bottle during the second fermentation\* towards the neck of the bottle. While progressive rotation is still carried out

manually in some instances, automation is increasingly used.

# Stacked wines (vins sur lattes)

Stacked wines refer to bottled champagne which has not yet been disgorged.

# Taille

The juice from the grapes at the second pressing.

# Wine-making (vinification)

This is the process of transforming must\* into wine. For champagne, this process is the first fermentation\*.

# Annex 3 - Cross-references between the reference document and the REPORT OF THE MANAGEMENT BOARD

	Chapter section	Page(s)
Situation of the Company during the financial year just ended	1.2. and 1.4.	4 and 15
Foreseeable development of the Company and prospects	1.4.3.	21
Important events since the closure of accounts and the date on which the report was drawn up	1.4.	15
Integration of social and environmental impacts of Company activity	1.6.	31
Transactions carried out on the Company's own shares pursuant to Article L 225-209: average prices of share purchases and sales, and amount of trading fees	3.1.11.	41
Warrants reserved for Company personnel	3.2.5.	45
Status of employee share in legal capital and proportion of the share capital owned by employees whose shares are collectively managed or are subject to lock-up conditions	3.2.5.	45
Information on risks		
Information on capital structure Identity of persons directly or indirectly owning more than 5%, 10%, 20% 33 1/3% 50%, et 66 2/3% of the share capital or voting rights at General Shareholders' Meetings	3.2.6.	45
Changes in share ownership during the financial year just ended		
Compensation and fringe benefits of any nature paid individually to each Company officer	4.2.	53
Changes in the presentation of the annual consolidated financial statements or in the evaluation methods chosen in the conditions set out in Article L 123-17 of the French Commercial Code Activities and results for the Company as a whole	5 and 7.3.	69 and 128
Significant equity interests purchased during the financial year in companies incorporated in France	3.2.6.	45
Moves to take control of companies incorporated in France	3.2.6.	45
Amount of dividends distributed in the previous three financial years and corresponding tax credits	3.2.6.	45
Transactions carried out by the company on its own shares pursuant to Article L 225-208	3.1.12	42
Information on non tax-deductible expenses (sumptuary expenses and general and administrative expenses subject to tax adjustment)	7.3.	128
List of all mandates and functions exercised by Company officers	4.1.	49
Results of previous five financial years	5.5	110
Evolution of the Company shares price	3.2.11	47

# Annex 4 - Cross-References between the Reference document and the PRINCIPAL HEADINGS OF THE EUROPEAN COMMISSION REGULATION (EC) 809-2004 OF APRIL 29, 2004.

In order to facilitate the reading of the reference document, the following table refers to the main headings in the AMF draft regulation and to the pages of the present document.

		Chapter	Page(s)
		section	
1.	Responsible persons	2.1	38
1.1.	Persons responsible for the information in the reference document	2.1.	38
1.2.	Statement by the person responsible for this reference document	2.2. and	38
		2.4.	39
2.	Statutory auditors	2.3	38
2.1.	Names and addresses of the issuer's auditors	2.3.	38
2.2.	Statutory auditors who have resigned, been removed or have not been	N/A	
	reappointed	,	
3.	Selected financial information	1.2.2 and	5 and
		1.4	15
3.1	Historical financial information	5.1	69
		5.4	102
3.2	Presentation of year-end balance sheets	5.1	69
4.	Risk	1.5	22
5.	Information on the issuer	1.	4 and seq.
		3.	40
5.1.	Company background and development	1.1	4
5.1.1	Company name and trading name.	3.1	40
5.1.1	Issuer's registration place and number	3.1	40
5.1.3	Date of incorporation and term of issuer	3.1	40
5.1.4	Registered office and legal form of issuer, legislation governing its	3.1	40
	activities, country of origin, address and telephone number	-	-
5.1.5	Major events in the growth of the issuer's business	1.4	15
5.2.	Investments	1.4.4. and	21 and
		5.	69
5.2.1	Principal investments	1.4.4	21
5.2.2	Issuer's principal investments in progress	1.4.4	21
5.2.3	Principal future investments on which firm commitments have been	1.4.4	21
	made		
6.		1.4	15
6. 6.1.	Overview of activities	1.4	15
6.1.	Overview of activities Main activities	1.4	15 15 5
	Overview of activities		15
6.1. 6.1.1	Overview of activities Main activities Type of operations carried out	1.4 1.3 1.4	15 5
6.1. 6.1.1 6.1.2	Overview of activities Main activities Type of operations carried out Significant new products and/or services introduced	1.4 1.3 1.4 N/A	15 5 15
<ul><li>6.1.</li><li>6.1.1</li><li>6.1.2</li><li>6.2.</li></ul>	Overview of activities Main activities Type of operations carried out Significant new products and/or services introduced Main markets	1.4 1.3 1.4 N/A 1.3.	15 5 15 5
<ul><li>6.1.</li><li>6.1.1</li><li>6.1.2</li><li>6.2.</li><li>6.3</li></ul>	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors	1.4 1.3 1.4 N/A 1.3. 1.8	15 5 15
<ul><li>6.1.</li><li>6.1.1</li><li>6.1.2</li><li>6.2.</li></ul>	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide	1.4 1.3 1.4 N/A 1.3.	15 5 15 5
<ul><li>6.1.</li><li>6.1.1</li><li>6.1.2</li><li>6.2.</li><li>6.3</li></ul>	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details	1.4 1.3 1.4 N/A 1.3. 1.8	15 5 15 5
6.1. 6.1.1 6.2. 6.3 6.4	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its	1.4 1.3 1.4 N/A 1.3. 1.8 N/A	15 5 15 5 37
6.1. 6.1.1 6.2. 6.3 6.4 6.5	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details	1.4 1.3 1.4 N/A 1.3. 1.8 N/A	15 5 15 5 37
6.1. 6.1.2 6.2. 6.3 6.4 6.5 7.	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4	15         5         15         5         37         14         48
6.1. 6.1.1 6.2. 6.3 6.4 6.5	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4	15         5         15         5         37         14
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4.	15         5         15         5         37         14         48         48
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1 7.2.	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4 1.4.2	15         5         15         5         37         14         48         48         17
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1 7.2.	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4 3.4. 1.4.2 3.3.	15         5         15         5         37         14         48         48         17         48
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1 7.2. 8.	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer         Property, plant and equipment	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4 3.4. 1.4.2 3.3. and 5.	15         5         37         14         48         48         17         48         69
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1 7.2. 8.	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer         Property, plant and equipment	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4 3.4. 1.4.2 3.3. and 5.	15         5         37         14         48         48         17         48         69
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1 7.2. 8. 8.1	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer         Property, plant and equipment         Major tangible fixed assets	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4 3.4 1.4.2 3.3 and 5. 5.2	15         5         37         14         48         48         17         48         69         73
6.1. 6.1.1 6.1.2 6.2. 6.3 6.4 6.5 7. 7.1 7.2. 8. 8.1 8.2	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer         Property, plant and equipment         Major tangible fixed assets         Environmental issues	1.4         1.3         1.4         N/A         1.3.         1.8         N/A         1.3.4         3.4         3.4.         1.4.2         3.3.         and 5.         5.2         1.7	15         5         37         14         48         48         17         48         69         73         34
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1 7.2. 8. 8.1	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer         Property, plant and equipment         Major tangible fixed assets	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4 3.4 1.4.2 3.3 and 5. 5.2	15         5         37         14         48         48         17         48         69         73
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1 7.2. 8. 8.1 8.2 9.	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer         Property, plant and equipment         Major tangible fixed assets         Environmental issues         Financial, position and results	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4 3.4. 1.4.2 3.3. and 5. 5.2 1.7 5.1 5.2	15         5         37         14         48         48         17         48         69         73         34
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1 7.2. 8. 8.1 8.2	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer         Property, plant and equipment         Major tangible fixed assets         Environmental issues	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4 3.4 3.4 1.4.2 3.3. and 5. 5.2 1.7 5.1 5.2 5.1	15         5         37         14         48         48         17         48         69         73         34         69         73         69         73         69
6.1. 6.1.1 6.2. 6.3 6.4 6.5 7. 7.1 7.2. 8. 8.1 8.1 8.2 9.	Overview of activities         Main activities         Type of operations carried out         Significant new products and/or services introduced         Main markets         Information influenced by exceptional factors         If factors are material to the issuer's business or profitability, provide concise details         The basis for any statements made by the issuer regarding its competitive position         Company organisation         Description of the Group and the issuer's position within it         List of main subsidiaries of the issuer         Property, plant and equipment         Major tangible fixed assets         Environmental issues         Financial, position and results	1.4 1.3 1.4 N/A 1.3. 1.8 N/A 1.3.4 3.4 3.4 3.4. 1.4.2 3.3. and 5. 5.2 1.7 5.1 5.2	15         5         37         14         48         48         17         48         69         73         34

9.2.1.	Important factors	5.1	69
9.2.2.	Important changes in turnover	1.4	15
9.2.3.	Strategy or factor materially influencing operations	5.	69
		and 1.5.2 to 1.5.3	23 et 24
10.	Cash and capital	5.1	69
10.1	Information concerning the issuer's capital resources	5.1	69
10.2	Amount of issuer's cash-flows	5.1	69
10.3	Information on the borrowing requirements and funding structure of	1.4	15
	the issuer	1.5.4	25
		5.2	73
10.4	Restrictions on the use of capital resources	1.4	15
	·	1.5.4	25
		5.2	73
10.5	Sources of funds	1.4	15
		1.5.4	25
		5.2	73
11.	R &D, patents and licences	N/A	
12.	Trends – outlook	1.4.3	21
12.		1.4.5	21
12.1	Significant recent trends in production	1.4.3	21
12.2	Information on any known trends, uncertainties, demands,	1.4.3	21
12.2	commitments or events that are reasonably likely to have a material effect on the issuer's prospects	1.1.5	
13.	Profit outlook/estimates	N/A	
13.1	Principal assumptions on which the issuer has based its forecast or estimate	N/A	
13.2	Report prepared by independent accountants or auditors	N/A	
13.3	Profit forecast or estimate	N/A	
13.4	Statement setting out whether or not that forecast is still correct as at	N/A	
	the time of the registration document.		
14.	Administration, Management, Supervisory and General Management Boards	4.1.1. and 4.1.2.	49 49
14.1.	Management and Supervisory Boards	4.1.1	49
		4.1.2	49
14.2.	Conflicts of interest	1.8	37
15.	Compensation and benefits	3.2.3.	44
		4.2. and	53
		4.3.	56
15.1	Amount of remuneration paid	1.6	31
		4.2	53
15.2.	Total amount of provisions written	5.2	73
16.	Operation of administration and management bodies	4.	49
16.1.	Mandate expiry dates	4	49
		and 7.1	and 123
16.2.	Information concerning service contracts binding members of the governance bodies and inducing the granting of benefits	4.2	53
16.3.	Information about the Audit and Remuneration Committee	4.1.2	49
16.4.	Declaration indicating whether or not the issuer complies with current corporate governance rules	4.	49
17.	Payrolls	1.6	31
17.1.	Employees	1.6	31
17.2.	Stocks options	3.2.3.	44
		and 4.3.	56
17.3.	Employees share ownership in issuer equity	3.2.6	45
18.	Major shareholders	3.2.6	45
18.1	Names of any persons who, directly or indirectly, have an interest in the issuer's capital	3.2	42
18.2	Issuer's major shareholders with different voting rights	4.2	53
18.3	Description of the nature of this control and measures in place	3.2	42
18.4	Any arrangements known to the issuer the operation of which may at a subsequent date result in a change of control of the issuer	N/A	
19.	Transactions with affiliates	5.	69
20.	Financial information on the issuer's assets, financial position and results	5.	69
	Historical financial information	5.1 to 5.4.	69 to 102
20.1.			
20.1.	Pro forma financial information	5.1	69
20.1. 20.2	Pro forma financial information	5.1 5.4	69 102

20.4.	Auditing of historical annual financial information	5.6.	111
20.4.1	A statement that the historical financial information has been audited	5.6	111
20.4.2	Indication of other information in the registration document	5.0	111
20.4.3	Financial information in the registration document not extracted from		
20.4.5	issuer's financial statements		
20.5	Age of latest financial information	5.1	69
20.5.1	a) older than 18 months from the date of the registration document	7.3	128
20.3.1	b) older than 15 months from the date of the registration document	7.5	120
20.6	Interim and other financial information	7.3	128
20.6.1	Quarterly or half-yearly financial information since the date of the last audited financial statements	7.3	128
20.6.2	If dated more than nine months after the end of the last audited financial year	7.3	128
20.7	Dividend policy	3.2	42
20.7.1	Amount of the dividend per share	3.2	42
20.8	Legal and arbitration procedures. Information on any governmental,	1.5.3	24
20.0	legal or arbitration procedures which may have or have had in the recent past significant effects on the financial position or profitability	1.5.5	
20.9	Significant change in the issuer's financial or trading position	N/A	
21.	Supplementary information		
21.1.	Share capital	3.2.	42
21.1.1.	Paid-up capital, number of shares, face value	3.2	42
21.1.2.	Shares not representative of the equity, number and chief characteristics	3.2	42
21.1.3.	Number, book value and face value of treasury shares	3.2.1	43
21.1.4.	Amount of convertible and/or exchangeable securities	N/A	
21.1.5.	Information on conditions governing acquisition rights and/or all obligations attached to the equity purchased	N/A	
21.1.6	Information about any capital of any member of the group which is under option or agreed conditionally or unconditionally	N/A	
21.1.7	A history of share capital for the period covered	3.2.5	45
21.2.	Memorandum of Association and by-laws	3.1. and 3.2.	40 42
21.2.1.	Business activity of issuer	3.1.6 4.5	40 58
21.2.2.	Arrangements concerning members of its governance bodies	3.1.11 4.5	41 58
21.2.4.	Action required to modify shareholder rights	4.5	58
21.2.5.	Conditions governing the way in which General Shareholders' Meetings	4.5	58
	are convened	3.1.12	42
21.2.6.	Arrangements which could delay, defer, or stop a change in control	4.5 3.1.12	58 42
21.2.7.	Arrangements fixing the threshold above which all shareholdings must be disclosed	4.5 3.1.10	58 41
21.2.8.	Conditions governing changes to equity when such conditions go beyond those required by law	4.5	58
22.	Major contracts		
23.	Information from third parties, declaration by experts and declaration	5.6	111
	of interest	5.7	114
23.1	Statement or report attributed to a person as an expert	5.7	114
23.2	Information sourced from a third party	5.7	114
24.	Documents on display a) memorandum and articles of association of the issuer b) all reports, letters and other documents	3.1.2.	40
25	c) historical financial information of the issuer	4.1.2	
25	Equity interests	4.1.3	52

# Annex 5 - Concordance with information required in the annual financial REPORT

Information required in the annual financial report	Section	Page(s)
Statement by person responsible for the document Management Report	2.2.	38
Management Report		
<ul> <li>Analysis of results, financial situation and risk exposure of parent company and consolidated Group (arts. L.225-100 and L.225-100-2 of the French Commercial Code)</li> </ul>	5.	69
<ul> <li>Information concerning the capital structure and factors likely to have an impact in the event of a public offering (article L.225-100-3 of the French Commercial Code)</li> </ul>	4.5.	58
<ul> <li>Information concerning share buybacks (art. L.225-211, §2 of the French Commercial Code)</li> </ul>	3.2.2. et 4.2.1.	43 43
Financial statements and reports	5.	69
Information required in the annual financial report	5.3.	101
Report of Statutory Auditors on the annual financial statements	5.6.	111
Consolidated financial statements	5.1.	69
<ul> <li>Report of Statutory Auditors on the consolidated financial statements</li> </ul>	5.6.	111