

# REFERENCE DOCUMENT AND ANNUAL FINANCIAL REPORT 2017-2018

Laurent-Perrier



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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

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### 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.  
 1955: Edouard Leclerc, first Cellar Master (1955-1975).  
 1958: Cuvée Grand Siècle launched.  
 1968: Cuvée Rosé Brut launched.  
 1973: Michel Fauconnet joins Laurent-Perrier.  
 1975: Alain Terrier succeeds Edouard Leclerc as Cellar Master (1975-2004)  
 1978: Distribution subsidiary set up in the United Kingdom.  
 1981: Cuvée Ultra Brut launched.  
 1983: Acquisition of a 34% stake in Champagne de Castellane. Bernard de Nonancourt creates the Laurent-Perrier Group.  
 1987: Alexandra Pereyre joins Laurent-Perrier.  
 1987: Cuvée Alexandra launched.  
 1988: Laurent-Perrier acquires a majority interest in the Salon champagne house.  
 1990: Alexandra Pereyre appointed to Management Board.  
 1992: Distribution subsidiary set up in Switzerland.  
 1993: Stéphanie Meneux joins Laurent-Perrier, appointed to the Management Board.  
 1997: Yves Dumont joins Champagne Laurent-Perrier, appointed Chairman of the Management Board.  
 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.  
 1999: Yves Dumont appointed Chairman of the Laurent-Perrier Group Management Board.  
 2002: New presentation and packaging for the Laurent-Perrier range.  
 2004: Acquisition of Château Malakoff.  
 2005: Global launch of the new Laurent-Perrier and Grand Siècle visual identities.  
 2005: Michel Fauconnet appointed Cellar Master and Laurent-Perrier Group Head of Supplies and Production.  
 Etienne Auriou joins Laurent-Perrier as Chief Financial Officer.  
 2007: Japanese distribution contract signed with Suntory.  
 2008: German subsidiary created.  
 2008: New Grand Siècle campaign launched.  
 2009: Direct commercial presence in Italy, Singapore and Dubai.  
 2009: Appointment of Stéphane Tsassis as Chairman of the Management Board.  
 2010: Laurent-Perrier was deeply saddened to announce the death of Bernard de Nonancourt, Founder-Chairman of the Laurent-Perrier Group, on 29 October.  
 2010: Michel Boulaire becomes Chairman of the Management Board.  
 Etienne Auriou and Michel Fauconnet appointed members of the Management Board.  
 2011: Launch of new Brut Laurent-Perrier, Demi Sec, and Millésimé packaging.  
 2012: Bicentenary of Laurent-Perrier.  
 2012: Launch of Réserve Grand Siècle and Alexandra 2004, shipping for the first time in magnum format.  
 2012: Jordi Vinyals joins Laurent-Perrier as a member of its Management Board and Sales, Brand Development, Corporate Communications and Public Relations Director.  
 2014: Creation of an Italian subsidiary.  
 Acquisition of *négociant* François Daumale.  
 Appointment of Mr Stéphane Dalyac as Chairman of the Management Board.  
 2015: Launch of "Laurent-Perrier est la marque de champagne choisie par ceux qui savent choisir" advertising campaign.  
 2016: End of Phase Two of Clos Valin construction project – buildings and winery.  
 Participation in "Taste of Hong Kong" events in Paris and London.  
 2017: Launch of new packaging for the Bruts family.  
 Launch of "La Cuvée".  
 Renewal of the Royal Warrant of The Prince of Wales, assigned for five years, since March 1998

Launch of Laurent-Perrier Brut Millésimé 2007

Launch of the new communication Grand Siècle "Nature will probably never give us the perfect oenological year, but the art of assembly recreates this absolute". Realization of a press campaign in France, England and Italy.

Creation and launch of a dedicated minisite [www.grandsiecle.com](http://www.grandsiecle.com)

Opening an Instagram account [laurentperriergrandsiecle](https://www.instagram.com/laurentperriergrandsiecle)

2018: Reinforcement of the advertising campaign of the Cuvée Rosé Brut "Chosen by the best" with new prestigious establishments.

## 1.2. GROUP OVERVIEW

### 1.2.1. Introduction

Under the energetic leadership of Bernard de Nonancourt (1920-2010), the Laurent-Perrier Group became a leading champagne Group, selling nearly 11.8 million bottles of champagne in 2017-2018. Its worldwide market share is about 3.8%.

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.

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 61% of its capital and 75,41% 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);
- distribution subsidiaries or subsidiaries or branches in France and several foreign markets: Germany, Belgium, the United States, Switzerland, the United Kingdom and Italy;
- 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 maximise 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 70.2% of its sales to over 130 countries, including the UK, Belgium, Switzerland, the United States, Italy, Japan and Germany. 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, 80.5% of the volumes sold under the Laurent-Perrier brand name go through specialised and direct distribution network channels, with the remaining 19.5% 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

	31.03.2016	31.03.2017	31.03.2018
Sales (million euros)	244.8	230.6	225.7
Export sales as % of total sales (million euros)	68.9%	66.9%	70.2%
Share of premium products in Laurent-Perrier brand sales	39.5%	39.9%	40.5%
Share of specialist channels in Laurent-Perrier brand sales in France	75.3%	75.4%	70.0%
Gross margin	46.9%	47.0%	48.3%
Operating margin	18.2%	17.8%	17.2%
Operating income (million euros)	44.5	41.1	38.9
Operating Cash Flow (*)	11.7	1.7	14.7
Return on Capital Employed (ROCE)	6.5%	5.8%	5.3%
Gearing (net debt/attributable shareholders' equity)	72.8%	70.1%	68.0%
Book value of inventory/net	185%	185%	185%
Return on Capital Employed (ROCE) (M€)	25.2	23.2	20.7

Normes IFRIC 21



(\*) Cash flow from operations minus net investment before dividends and change in current accounts.

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".

Premium Products: Cuvée Rosé Brut, Ultra Brut, Millésimé, Grand Siècle, Alexandra.

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### 1.3. THE MARKET

A unique appellation, creating value - First AOC world wine in value



0,4 %

Of the world's vineyards



10 % in volume  
36 % in value

of world consumption of sparkling wines

#### THE KEY NUMBERS



307.3 million bottles shipped,  
of which 50% exported

4.9 billion euros in sales\*

A stock of more than 1 billion  
bottles

\* Duty free from Champagne

#### LIMITED TERRITORY



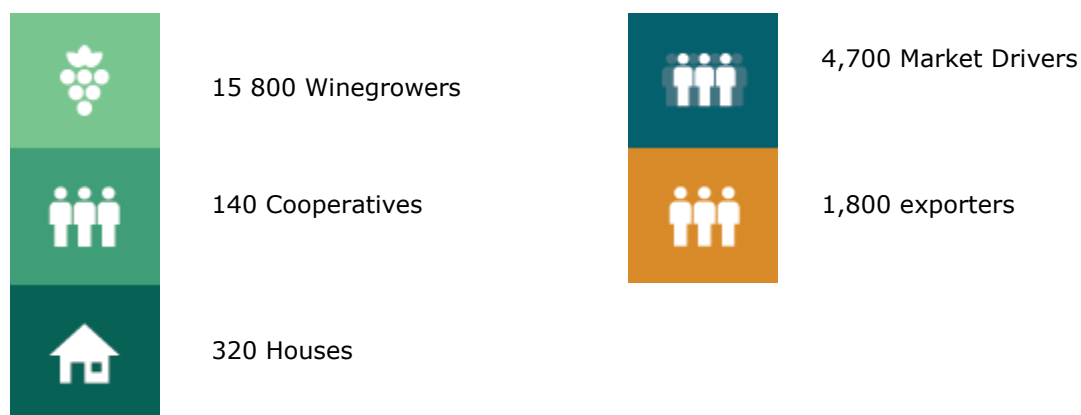
34,300 hectares

3 regions: Grand-Est, Hauts-de-France and Île-de-France

5 departments: Aube, Aisne, Marne, Haute-Marne and Seine-et-Marne

319 Cru





Source: CIVC - 2017 - *The Champagne sector, a major economic player*

### 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.

- **Geographic location**

Located in France about 150 kilometers east of Paris, it comprises 320 different crus (communes) in five departments:

- Marne (66%),
- Aube (23%),
- Aisne (10%),
- Haute-Marne and Seine-et-Marne.

- **Distribution of the Champagne vineyards**

The vineyard is divided into four main regions:

- Montagne de Reims,
- Vallée de la Marne,
- Côte des Blancs,
- and Côte des Bar.

Subsequently, the size of the area classed as AOC gradually decreased, to 20-25,000 hectares by the end of the 1970s, and then rose again 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 form 35,280 hectares with appellation status, with 34,358 planted hectares. The margin for increasing production volumes is thus extremely limited. From 2007, the significantly

stronger sales trends for champagne pointed to shortages, especially as, going forward, environmental restrictions could result in lower yields.

Because of this, the programme to revise the "champagne" appellation zone, initiated in 2003, has become an issue of long-term strategic importance for the profession.

"We will have to wait a few more years to have a precise fix on the new delimitation: the procedure, carried out by INAO, the National Institute of Origin and Quality, is not likely to be complete before "2020, or even 2021" according to mayor Noël Maury. "All the wine-producing villages will be studied – both those that are already in the AOC zone, and those that want to be," he says. "This review phase is scheduled to end between late 2018 and early 2019. Then people who dispute its findings will have two months to come forward. After that, there are still approvals to be obtained and everything will need to be signed off by the Council of State."

This "revision phase" is in fact a series of studies conducted by INAO. It will be followed, once the findings have been published, by a national consultation procedure scheduled to last two months, when "all natural and legal persons may express a reasoned opposition to the project" according to INAO. This is the "review" phase mentioned by Noël Maury. "It's especially for those who weren't classified in the AOC zone in the first place and would like to be," he says.

*Source Journal l'Union – February 6, 2018*

- **Planting rights**

Planting rights are used to regulate champagne's economy by adjusting production potential according to market prospects. According to an EU Regulation, it is only possible to plant a wine grape vine (i.e., for making wine) if the prospective planter has vine planting rights. These different types of rights are valid for a limited amount of time: eight years for replanting rights, two years for new plantings and rights offset against planting rights reserves. Vineyard renewal is achieved by grubbing up plots of vines, thereby generating a replanting right, which is then used to replant new plots of vines over an equivalent surface area.

A new text highlighting a system of approvals in the shape of a regulation is being drafted and should be included in the next reform of the CAP.

- **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 7% of AOC-registered land and only 3.6% 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 with an average area of 12,15 ares (2017 harvest figures) – around 282,887 – 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 whose main characteristics are recalled below:

- 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 Annex 1 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% of total planted area), black pinot meunier grapes, (32% of total surface area); and white chardonnay grapes (30% of total surface area). Chardonnay is the rarest of the three varieties grown in the Champagne region.

Pinot noir represents 38% of the planted vineyard.

Perfect on limestone and fresh grounds, it is the dominant *cépage* of the Montagne de Reims and the Côte des Bar. The wines produced here are distinguished by red fruit aromas and a marked structure. It is the *cépage* that brings to the assembly of the body and the power.

The Meunier represents 32% of the surfaces.

This vigorous *cépage* is particularly suitable for more clayey terroirs, such as those of the Vallée de la Marne, and is better adapted to climatic conditions more difficult for the vine. It gives supple and fruity wines that evolve a little more quickly in time and bring to the blend of roundness.

Chardonnay occupies 30% of the vineyard.

It is the favorite *cépage* of Côte des Blancs. The wines of Chardonnay are characterized by delicate aromas, floral notes, sometimes mineral citrus. A slow evolution, it is the ideal grape variety for the aging of wines.

The physiology of the vine and the natural constraints have given rise to a true wine strategy concerning selection, density, grafting, size, etc.

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 de l'Origine et de la Qualité (INAO\*) and the Comité Interprofessionnel 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. About 33,802 hectares in 2015, about 33,815 hectares in 2016 and 34,358 hectares in 2017 (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, 319 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%.

**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.

### **Set-aside reserve**

Today, 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 it has been decided 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.

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.

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 15,500kg per hectare, a level of yield constituting a maximum reserve for outstanding years.
- 2) Authorization to constitute an individual AOC (Réserve Individuelle) wine set-aside over several years. The individual set-aside may be up to 10,000kg 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 10,000kg 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, the result of a harvest shortfall.
- 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 21,700kg 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.

FIXED YIELD IN CHAMPAGNE APPELLATION (KG/HA)				
Years	Available yield	Reserve	Total yield in appellation	Collective exit from reserve (kg/ha)
2000	11 000	1 600	12 600	0
2001	11 000	0	11 000	0
2002	11 400	600	12 000	0
2003	11 400	0	11 400	0
2004	12 000	2 000	14 000	0
2005	11 500	1 500	13 000	1 000
2006	13 000	0	13 000	500
2007	12 400	3 100	15 500	1 600
2008	12 400	3 100	15 500	1 200
2009	9 700	4 300	14 000	
2010	10 500	1 500	12 000	
2011	10 500	3 100	13 600	2 000
2012	11 000	1 000	12 000	
2013	10 000	3 100	13 100	500
2014	10 100	3 100	13 200	500
2015	10 000	3 100	13 100	500
2016	9 700	3 100	12 800	1 100
2017*	10 300	3 100	13 400	500**

\*"The volume of grapes picked was finally 9 700 kilos per hectare. With an area of 33,800 hectares. The appellation can therefore count on a potential of 285 million bottles. To this volume, we must add the release on February 1 of this year, "equivalent to 32 million bottles". A system that allows, depending on the state of the crop, to adjust the volume of bottles to meet the market demand.

Clearly, in 2018, Champagne has a potential of 317 million bottles available for the next draws. But not for marketing in 2018 since it takes fifteen months minimum to develop a bottle.

No volume race for Champagne but a stabilization to bet on the value, thus implying an increase in the prices of the bottles. Against the competition, champagne is more rare and will definitely be more expensive."

Source *Journal L'Union - January 14, 2018*

\*\*Meeting in Epernay on Friday, July 21, 2017, wine growers and champagne houses agreed on a marketable yield of 10,800 kg/ha, of which 500 kg/ha taken from the individual reserve.

The marketable yield of 10,800 kg/ha gives the champagne industry the means to meet growing market demand.

In 2017, the Comité Champagne's Executive Committee decided to supplement the grape harvest (10,300kg per hectare) with a release of reserve wines representing 500kg of grapes per hectare, effective 1 February 2018. In the case of a large number of growers (3,998) this release was further supplemented by a release to offset an insufficient harvest. For a total of 317.8 million bottles shipped during the 2017-2018 campaign, close to 16% of the set-aside reserves were used.

Source *CIVC - Management Report 2017*

**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, from the bottling date ("tirage").

- **Grape supply contracts**

Land ownership in the Champagne area is extremely fragmented, with 15,900 growers cultivating about 90% of the planted land, while the champagne houses own only 10% of the vineyards and generate 72% 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 88%. 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 1.2kg 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.

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 €4.90 to €5.80 per kilo.

A further interprofessional agreement was signed in 2008. This governed the sale of grapes for harvests between 2008-2009 and 2013-2014.

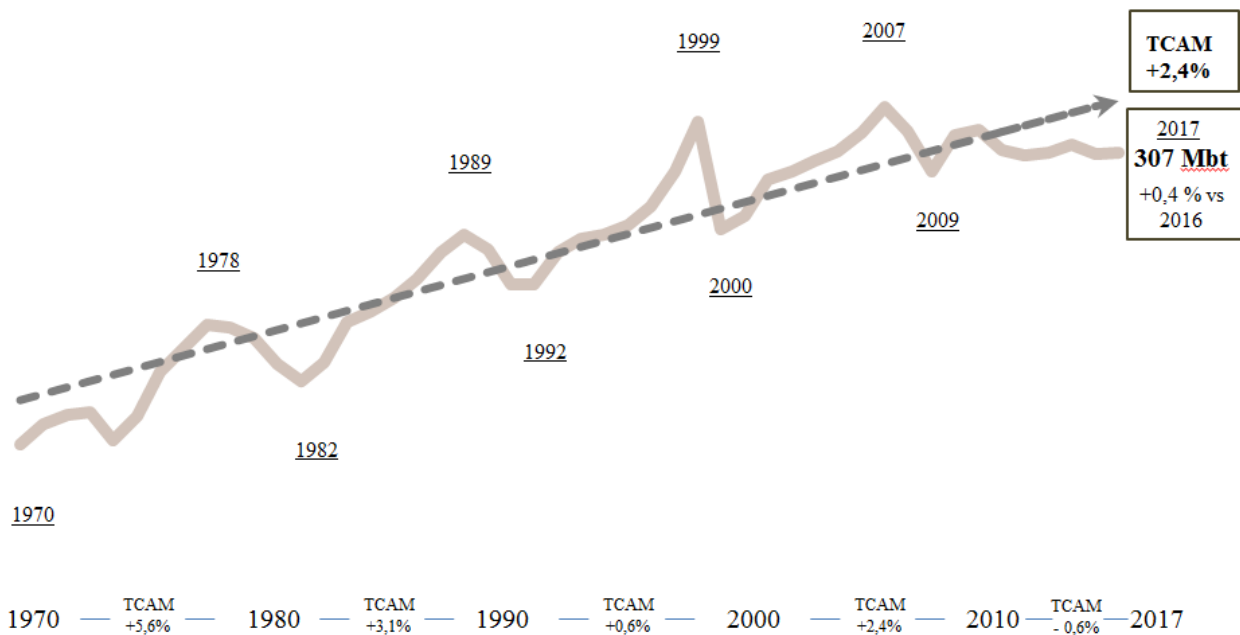
In 2014, a new interprofessional agreement was signed. It will govern the rules between the buyers and sellers of grapes, musts, still wines and bottled wines from the 2014-2015 to the 2018-2019 seasons. After the 2018 harvest, a new interprofessional decision will be put in place concerning the organization of the grape market.

In 2017 the base price for grapes was up by about 4% relative to the prices paid for the 2016 harvest, depending on the region.

### 1.3.2. History of global demand for champagne

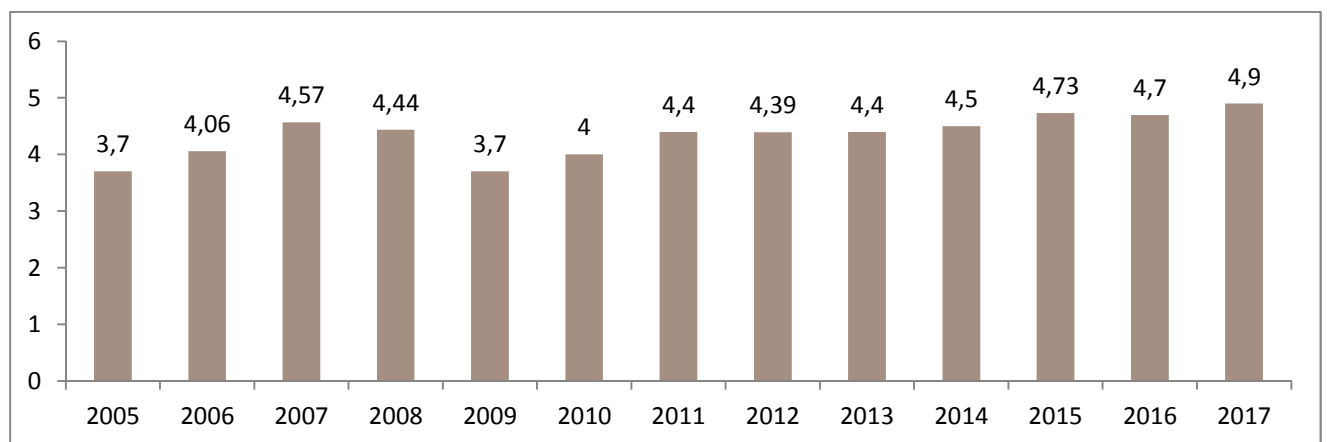
The table below shows volume shipments over the past 40 years. The long-term growth trend has been running at about 3%. After the 2009 crisis, the market quickly returned to its long-term growth rate. Following each cycle, shipments return to their long-term growth rates. The trend is, however, marked by sometimes violent cycles, often connected to the economic situation.

Shipping Volumes in million bottles (Source CIVC) :



### 1.3.3. Market trends

Champagne industry turnover (billion euros)



Source CIVC

The Comité Champagne has just announced the first official shipment figures for 2017. Total sales amount to 307.3 million bottles, a slight increase of 0.4% over the previous year's 306 million bottles. The French market has seen a further fall, with a 2.5% drop in volumes for a total of 153.7 million bottles [...]

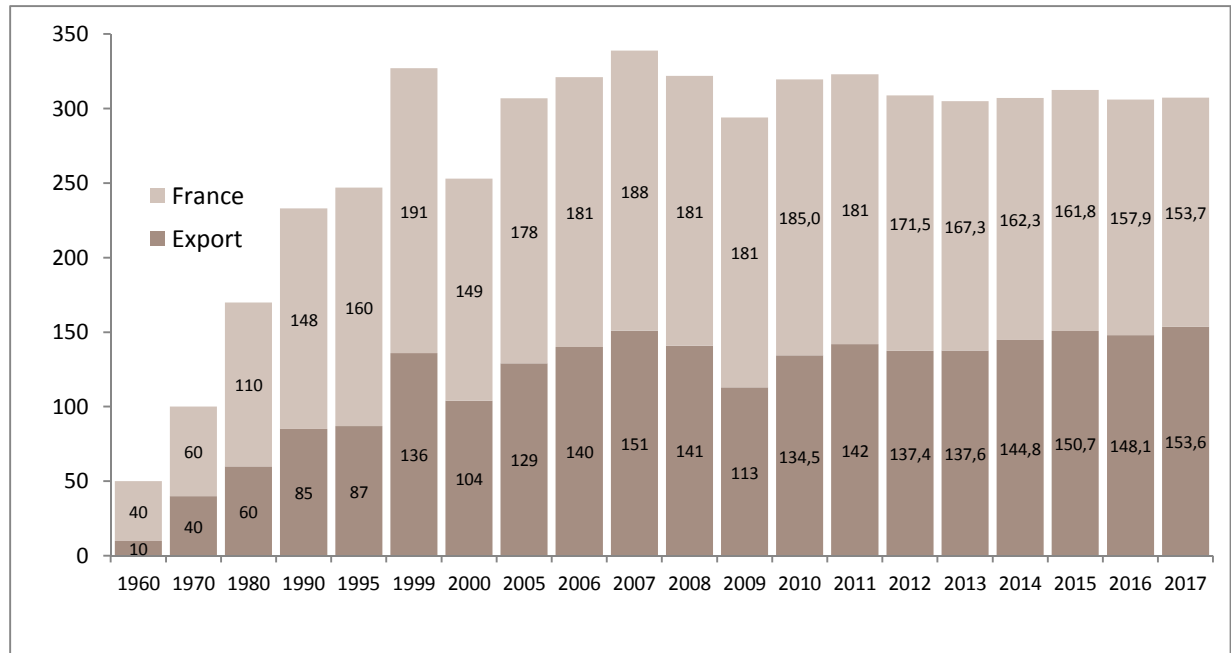
The fall-off in the French market has been offset by the 3.5% increase in international shipments. The volume reached 153.6 million bottles, equalling French domestic levels.

The European Union market was also down 1.3% at 76.6 million bottles. Shipments are now greater to countries outside the EU, the so-called "third countries", where volumes have risen 9% to 77 million bottles.

In this contrasted picture, champagne sales have again hit a new record at 4.9 billion euros, compared with 4.7 billion in 2016, largely thanks to the "premiumisation" of "cuvées", said Jean-Marie Barillère, President of the Union des Maisons de Champagne, and joint-President of the Comité Champagne, in a press release.

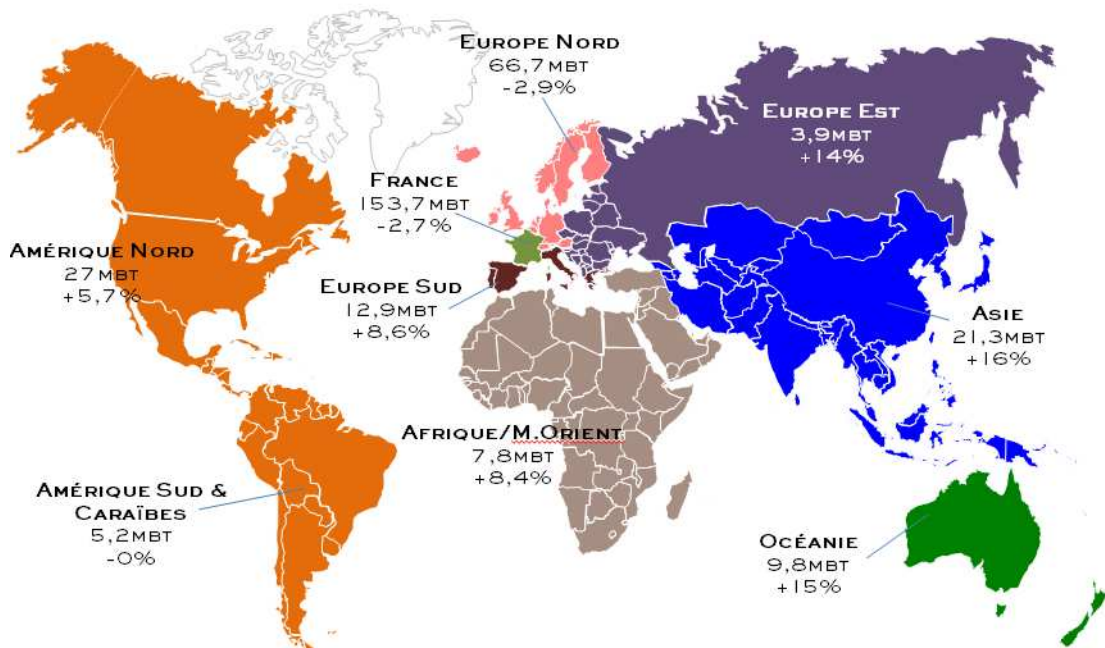
Source Journal l'Union – February 12, 2018

The chart below shows sales in millions of bottles for the champagne industry as a whole since 1960, illustrating strong, long-term volume growth, despite the existence of fairly marked cycles.



Source CIVC – 2017

The map below shows growth in the champagne market worldwide in 2017.



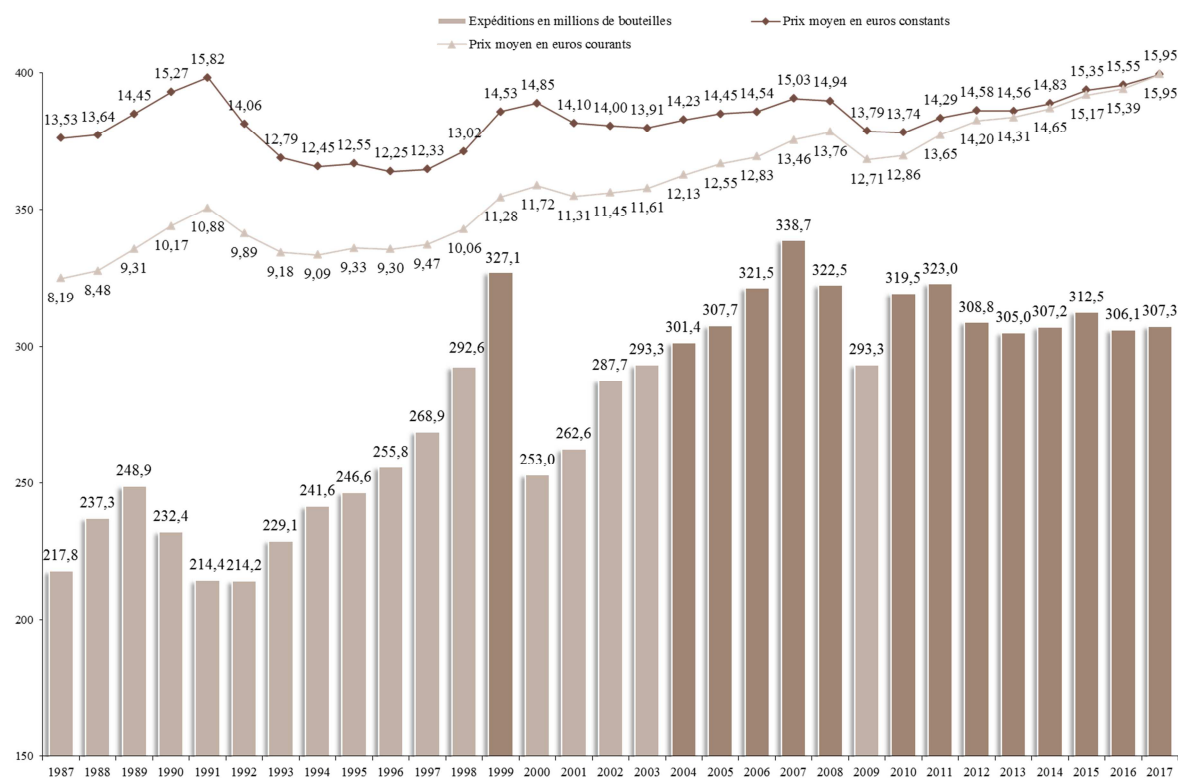


The chart below shows the quantities of champagne shipped and the average price per bottle since 1987.

In 2018, the average price of bottles shipped, in constant euros, was €15.95.

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

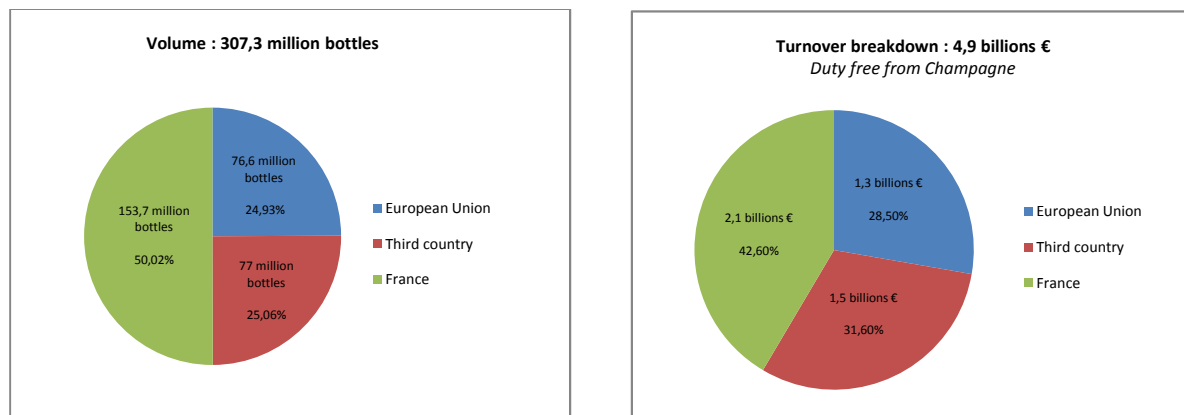
Le tableau ci-dessous montre l'évolution des quantités de champagne expédiées et le prix moyen par bouteille depuis 1987



The following table shows the main export markets (shipment per million bottles)

(million bottles)	1990	2000	2001	2002	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	Annual average growth rate 1990-2016
<b>Pays</b>																		
UK	21,3	20,4	25	31,7	36,8	36,8	39,0	36,0	30,5	35,5	34,5	32,4	30,8	32,7	34,1	31,2	27,8	1,0%
United States	11,7	19,2	13,7	18,3	20,7	23,1	21,7	17,2	12,6	16,9	19,4	17,7	17,8	19,1	20,5	21,8	23,1	2,6%
Germany	14,2	14,2	12,8	11,4	11,9	12,3	12,9	11,6	10,9	13,3	14,2	12,5	12,3	12,6	11,9	12,5	12,3	-0,5%
Japan	1,5	3,2	3,5	4	5,9	8,0	9,2	8,3	5,1	7,4	8,0	9,1	9,6	10,4	11,8	10,9	12,9	8,3%
Belgium	5,9	7,3	7,4	9	9,4	9,3	9,9	9,9	8,2	8,8	9,6	8,3	9,5	9,7	9,2	8,3	9,1	1,6%
Italy	6,9	8,2	7	7,9	8,8	9,3	10,3	9,4	6,8	7,1	7,6	6,2	5,3	5,8	6,3	6,6	4,0	0,3%
Switzerland	8,6	6,5	6,1	5,8	5,1	5,4	6,1	5,4	4,8	5,4	5,7	5,4	5,1	5,5	5,4	5,7	5,6	-1,6%
Others	12	24,5	22,7	24,6	31,1	36,4	41,8	43,4	33,4	40,1	43,0	45,8	47,2	49,0	51,5	51,1	55,4	5,8%
Total Exports	84,8	103,5	98,2	112,7	129,8	140,6	151,0	141,2	112,4	134,5	142,0	137,4	137,6	144,8	150,7	148,1	153,5	2,2%
France	147,6	149,5	164,4	175	178	181,0	187,8	181,4	180,9	185,0	181,0	171,5	167,3	162,3	161,8	157,9	153,8	0,2%
<b>TOTAL</b>	<b>232,4</b>	<b>253,0</b>	<b>262,6</b>	<b>287,7</b>	<b>307,8</b>	<b>321,6</b>	<b>338,7</b>	<b>322,6</b>	<b>293,3</b>	<b>319,5</b>	<b>323,0</b>	<b>308,9</b>	<b>304,9</b>	<b>307,1</b>	<b>312,5</b>	<b>306,0</b>	<b>307,3</b>	<b>1,0%</b>

Distribution of champagne sales in the world (Civil year 2017)



Source CIVC – Activity report 2017

“The United States is the leading export market by value, at 586 million euros, up 8.5% in 2017. At the 2018 ProWein trade fair, the Comité Champagne presented the export figures for 2017 on a country-by-country basis. Rightly so, because in 2017, champagne shipments worth 4.9 billion euros were driven by export sales, (2.8 billion euros, up 6.6% on 2016), whereas sales in the French market were unchanged at 2.1 billion euros. It is also worth noting that the United Kingdom, which has always ranked second in export sales by value, continued to show the adverse effects of the Brexit vote, with a 5.7% drop in shipments by value, and an even greater fall in volume sales of 11%.

Japan strengthened its third position on the back of strong growth both by value (+21.3%) and volume (+17.6%). The situation was more contrasted in fourth-ranking Germany, where sales rose 1.7% while volumes shrank slightly, by 0.8%. Italy saw a 9.7% increase by value.

Asia is one of the fastest growing continents, up 15.5% by volume and 19.2% by value. The Chinese-speaking world (China, Hong Kong, Taiwan) stood out with a particularly dynamic change (up 26.7% by value). Results in South Korea were also outstanding, with 39.5% growth by value; and shipments exceeded one million bottles for the first time.

After a fall-off in 2016, the Africa market has returned to growth, with 7% increases by value and by volume, with a return to growth in Nigeria, up 24.7% by volume and by 18.4% by value.

In Oceania, the Australia market saw further growth, up 23% by value, despite a slightly less favourable exchange rate, as did the New Zealand market, up 12.9% by value.

In Europe (excluding France, where sales were up 3.9% by value against a backdrop of near-stable (-0.5%) volume shipments), Scandinavia saw a further value increase of over 9% in its imports.

Compared with 2016, when growth in sales had been driven by cuvée diversification, it was the sharp increase in markets where champagne has high status that explained the new record in 2017, especially thanks to the United States, Japan and Australia.

In the past 12 years (since 2005), sales of champagne have grown by one billion euros.”

Source *La Champagne de Sophie Claeys – March 18, 2018*

“The Business Year

In 2017, champagne turnover rose 3.5% to 4.9 billion euros, a new value record for the sector. By volume, shipments were close to the previous year’s level of 307.3 million bottles (+0.4%).

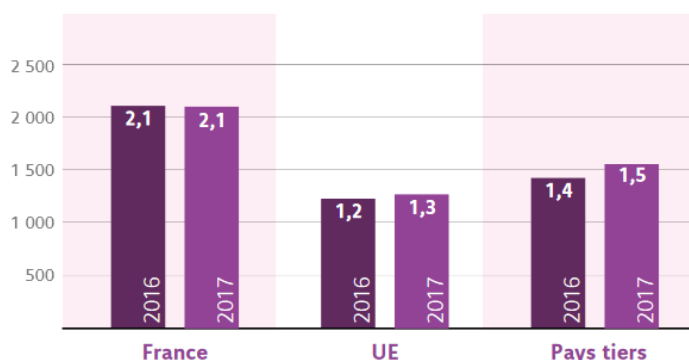
As in 2016, shipments to the French and UK markets were down. In France, by far the biggest market for champagne, shipments reached 153.8 million bottles (-2.5%). On the other hand, turnover, at 2.1 billion euros, was stable. Despite the further decline, the UK remains the biggest export market for champagne by volume.

For the third consecutive year, the United States strengthened its position as the leading export market by value. Japan and Australia also saw further sustained growth momentum. Many markets have also confirmed their status as growth drivers. This is the case for most markets in Asia, the Americas and Europe.

France now only accounts for 50% of volume champagne shipments. The other half, exports, divides into almost equal halves between the European Union and third countries, with shipments of respectively 76.6 million and 76.9 million bottles. Sales to the European Union rose by 3.4% to 1.3 billion euros, and to third countries by a more significant 9.3%, to 1.5 billion euros.”

Source CIVC – Management Report 2017

Turnover breakdown – Duty free per market (in milliard of euros)



Source CIVC – Activity report 2017

#### 1.3.4. The competitive environment

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 on-going restructuring and modernisation trends in the industry, as well as champagne's recognition as a global luxury product.

Principal 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 Chanoïne	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
Rémy Cointreau	Champagne business put up for sale (Piper and Charles Heidsieck brands)	2011
Vranken Pommery Monopole	Acquired Champagne Bissinger	2012
Lanson BCC	Sale of 4.72% equity stake to a Crédit Mutuel subsidiary	2013
Laurent-Perrier	Acquired S.A. François Daumale	2014

### 1.3.5. Tax and regulatory environment in 2017-2018

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.

On March 19, 2014, a new set of measures was implemented as part of the Hamon Act on relations between suppliers, retailers and consumers.

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

New regulations on paperless Customs documentation came into force in 2010.

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 2017-2018 financial year

#### Main audited consolidated financial data

€ million at March 31, 2018	2016-2017	2017-2018	Change on Y-1	Change on Y-1 at constant exchange rates	Change on Y-1 Organic (**)
Turnover	230.6	225.7	-2.1%	-0.8%	+0.7%
Operating result	41.1	38.9	-5.3%	+0.0%	+2.3%
Operating margin, %	17.8%	17.2%	-0.6 pt	+0.2 pt	+0.3 pt
Group net income	23.2	20.6	-11.5%	NA	NC
Earnings for share	€3.93	€3.48	-€0.45	NA	NC
Cash flow from operations*	1.7 M€	14.7 M€	+13.0 M€	NA	NC

\* Cash generated by operations minus net investment

\*\*Excluding currency effects and third-party activities

### **Turnover**

In a stable champagne market environment (-0.2% by volume over the 12 months of the financial year), Laurent-Perrier Group turnover came out at 225.7 million euros at constant exchange rates. Excluding currency effects, it reached 228.8 million euros, and in organic terms (excluding currency effects and third-party operations), it showed a change of +0.7%, at 232.1 million euros compared with last time.

This organic increase is linked to a robust price/mix effect.

In line with the Group's value strategy the Laurent-Perrier brand continued to strengthen its positions, with an increase in its export turnover and a further improvement in the contribution of its premium cuvées to sales.

### **Operating result**

At current exchange rates, the operating result came to 38.9 million euros, a fall of 5.3%. Excluding currency effects, it came out at 41.1 million euros, and in organic terms, it grew 2.3%, to 42.0 million euros.

The operating margin, excluding currency effect, amounted to 18.0%, and 18.1% in organic terms, a change of respectively 0.2 of a point and of 0.3 of a point compared with last year.

Group net income came out at 20.6 million euros, in published data, down 11.5%, and amounting to 9.1% of turnover. It had been severely affected by a financial charge of 0.8 million euros as a result of a decision to unwind swaps, and of the costs of putting the overall financing of the Group in place.

Cash flow from operations saw a significant increase of 13.0 million euros, largely due to the phasing of the multi-year investment programme and an improvement in the self-financing rate, plus tight control over the working capital requirement, which stood at 14.7 million euros.

### **Net debt**

Net debt amounted to 68% of shareholders' equity, as against 70% last year.

The value of inventories rose 2.1% to 186% of net debt, compared with 185% in 2016-2017.

### **Breakdown of Turnover**

<b>Group</b>	<b>2017/2018</b> April 1 – March 31
Turnover	€225.7m
Change / Y-1, %	- 2.1%
o/w	
Volume effect champagne	- 3.9%
Volume effect third party products	- 1.4%
Price / Mix effect	+ 4.6%
Currency effect	- 1.4%

#### 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 many years, 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. 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 about 90% 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.

The Group's grape supplies are provided in part by cooperatives 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 1,550 hectares of vineyards. The Group's own vineyards produced about 10% of its grape requirement in 2017-2018. 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 91% 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 19% of Champagne Laurent-Perrier turnover, while 81% 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 moving with the times.



The deployment of the new Laurent-Perrier visual identity in 2011, its new Rosé and Grand Siècle gift packaging and wine cradle 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, then successively in 2012 and 2017.

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

### **Laurent-Perrier "La Cuvée"**

This wine comes from the purest grape juice and it alone allows Laurent-Perrier to craft "La Cuvée", a champagne wine of great finesse and a beautiful freshness obtained after a long ageing process in our cellars.

Laurent-Perrier's style and personality are defined by its very high proportion of Chardonnay. Purity, freshness and elegance – essential characteristics, expressed in this champagne – are a good introduction to the spirit of the House.

This fresh and pure wine is perfect for an aperitif. Its citrus and white fruit notes and its remarkable balance, supported by a subtle effervescence, make it an ideal champagne to accompany poultry and the most delicate fish.

### **Laurent-Perrier "Harmony"**

Sweet effervescence of a round and delicate wine thanks to a high proportion of Chardonnay and a balanced dosage.

This wine sublimates sweet and savory dishes and goes particularly well with desserts and pastries. It will give the dishes a lot of richness and depth.

### **Laurent-Perrier Ultra Brut**

Pioneer of the Brut Nature category, Ultra Brut is a wine with no added sugar. It expresses the quintessential character of champagne and was known as a "Great Wine without sugar". Launched in 1981, Laurent-Perrier Ultra Brut is a true illustration of the House's know-how.

This wine pairs perfectly with seafood sushi and white fish ceviche as well as young parmesan or a pata negra ham.

### **Laurent-Perrier Brut Millésimé 2007**

Laurent-Perrier has chosen to make vintages very rarely, only selecting the very best years. This makes the Brut Millésimé a rare and outstanding wine that clearly expresses the specific character of a year, in the Laurent-Perrier style.

The year 2007 began with an unusually mild winter and was followed by a warm spring. The picking started early in late August with a generous harvest of grapes of great maturity and quality.

This Vintage Brut 2007 is perfect with terrines, ham and white meats.

### **Cuvée Rosé**

The Cuvée Rosé was created in 1968 from the boldness and know-how of the House of Laurent-Perrier. Perfected at each stage of its making. Cuvée Rosé is acknowledged for its consistency and its high quality.

It is characterized by its ripe red fruit aromas, a high intensity and great freshness.

Its aromatic depth makes it ideal for pairing with marinated row fish, grilled prawns exotic dishes and desserts with red fruits. Those who are more daring will try it with Asian or Indian cuisine.

### **Grand Siècle**

The creation of the perfect year

Nature will probably never provide the perfect oenological year, but the art of assemblage allows the creation of this ideal.

During the 1959 Bernard de Nonancourt crafted a new type of wine, going choosing not 1 but 3 exceptional years which complement each other perfectly. We must then wait for at least 8 years of ageing in our cellars before it can be enjoyed.

The pinnacle of the art of blending, Grand Siècle is the unique expression of the pursuit of excellence in Champagne; it is to: "blend the best with the best to obtain the best".

Grand Siècle pairs with high quality products and refined dishes, particularly "surf & turf" combinations as fried Saint-Jacques with black truffles.



## **Les Réerves Grand Siècle**

To celebrate its Bicentenary, Laurent-Perrier decided to showcase the first of its special creations, its Cuvée Grand Siècle, as a tribute to Bernard de Nonancourt, by offering for the first time and in a limited edition one of its symbolic Reserve wines: Cuvée N°571J.

The Grand Siècle style is the champagne cuvée par excellence, a blend of three great years declared as vintage years by Laurent-Perrier, made from grapes selected from the eleven top 100%-rated crus and the best of the chardonnay and pinot noir varieties selected from only the best plots or villages.

A hymn to the passage of time, the Réerves Grand Siècle are a blend of three vintages: the perfectly balanced 1995, the 1993 (delicacy personified) and the magnificently generous 1990. In 1996, this blend of Grand Siècle was bottled, some of it in magnums, and for the first time in the history of this wine, in a unique Jeroboam format. Some of these bottles, placed in reserve, including the Jeroboam, which had never been shown, had been silently slumbering in Laurent-Perrier's cellars for sixteen years, awaiting their awakening in the Bicentenary year.

The colour is light gold or white, the bead very fine. The nose presents delicate hints of honey, hazelnuts, and roasted almonds, with persistent hints of roasted cocoa beans. The attack is very pleasant, and the wine is harmoniously balanced with great finesse, persistently silky on the palate. At the finish, aromas of candied citrus dominate, leaving an infinitely elusive taste of eternity.

The Réerves Grand Siècle are the ambassador wine for the Grand Siècle style, testifying to the most sought-after Laurent-Perrier expertise.

## **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.

The selection of plots and vineyard sites for the perfectly ripe chardonnay and Pinot Noir grapes was extremely stringent. During the maceration of the Pinot Noir grapes a small amount of Chardonnay was added. The delicate Chardonnay, blended with Pinot Noir produces a pale coloured wine with a uniquely complex aroma. The bottled wine is then cellar-aged for a minimum of eight years.

## **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 Époque 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 and Laurent-Perrier acquired a stake 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 monuments.

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.

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 production and marketing activity.

## **Champagne Salon**

Still in its original 1921 location in Le Mesnil-sur-Oger in the heart of the Côte des Blancs, Salon makes the exceptional a rule. Salon is a unique champagne. Everything in this peerless wine can be defined by singularity: a champagne created by a single man, Aimé Salon, on a single terroir, the Côte des Blancs, from a single cru, Le Mesnil-sur-Oger, and a single grape varietal, chardonnay, from a single year, and with no blending whatsoever – the exceptional as a way of life.





Uniquely, for the world of wine, there were only 37 Salon vintages declared throughout the entire twentieth century. The twenty-first century sees this rigorous selection of vintages chosen for their extraordinary aging potential with 2002, 2004 and 2006.

Champagne Salon has an international reputation: its principal export markets are in Asia Pacific (Japan, Hong-Kong, Singapore, Australia), the United States, and Europe (the United Kingdom, Italy, Spain) where distribution is carried out by independent importers who are already the exclusive importers of some of the world's finest wines. In France and the export markets alike, Salon's customers are above all Michelin-star restaurants, specialist wine merchants and lovers of great wines.

### Champagne Delamotte

The house of Delamotte was founded in 1760 and is one of the first five houses created in Champagne. Located at Le Mesnil-sur-Oger, it stands adjacent to prestigious Salon, its sister house with which it has shared its destiny since 1988.

On the strength of its 250-year history, Delamotte is a yardstick among the people of Champagne, who acknowledge its consistently high quality and its makers' total respect for the terroir of the Côte des Blancs, from which it blends the greatest chardonnay crus. Champagne Delamotte has made Blanc de Blancs its speciality across a comprehensive range of cuvées that have always been distributed by the same importers as Champagne Salon. A growing proportion of its production (currently around 60%) is exported, and it enjoys an excellent reputation among wine professionals. Most sales are made in the fine food sector (from top bistros to Michelin-starred restaurants) and as well as among specialist retailers and national wine merchants.

### Other products distributed

The Group's distribution subsidiaries (LPD) can also sell wines from other producers, namely the wines of Château de Lamarque, Marqués de Riscal wines from Spain.

#### 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 own commercial subsidiaries in seven key countries: France, the United Kingdom, Belgium, the United States, Germany, Switzerland and since 2014 Italy. In 2017 these countries accounted for 75.3% 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.



Subsidiaries: France, UK, Belgium, Switzerland, Germany, United States, Italy

Representative office : Japan, China, Africa/Dubai



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 Laurent-Perrier's 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

In a still uncertain economic environment, and in line with its strategic aims, Laurent-Perrier will maintain its focus on its value strategy. Based on the acknowledged quality of its champagnes, its recent, optimised production tool, and a strong balance sheet, the Group aims to continue consolidating its growth plan, mainly concentrating efforts on its flagship Laurent-Perrier brand and on premium cuvées in international markets.

### 1.4.4. Main investments

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

(€ million)	March 31,2016	March 31,2017	March 31,2018
Industrial equipment	3.86	2.37	2.38
Wine-growing equipment	0.46	0.21	0.22
Hardware and software	0.43	0.25	
Building fixtures	0.32	1.79	
Furniture			
Planting expenses			
Vineyards	0.23	1.85	0.2
Other	0.52		0.1
Ongoing construction work	9.99	(15.9)	3.6
Constructions		15.9	0.1

Launched in the summer of 2014, the multi-year investment program is on schedule. Since the 2016 harvest, the Group has benefited from new production capacities, increased and optimized (see constructions).

## 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.

The Laurent-Perrier Group carried out a review of risks which could have a material negative impact on its activity, financial situation or results (or on its ability to achieve its targets) and considers that there are no other material risks other than those itemised. Details in paragraph 5 (Consolidated Financial Statements at March 31, 2018 Note 5.2.4.13 Counterparty Risk).

### 1.5.1. Supplies and production

- **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 10% of its grape requirements itself. Despite this, it is quite confident that it can maintain the surface area it has under contract as historically the rate of renewal of contracts has been extremely high. Laurent-Perrier estimates that the Group is well supplied with grapes, but cannot rule out a possible supply shortfall going forward. Details in paragraph 1.4.2.2. of this annual report.

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

The 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.

- **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.

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 in its vineyards 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.

- **Authorised Economic Operator (AEO) status**

Laurent-Perrier has been granted Authorised Economic Operator certification, a guarantee given by customs that all production and export sales procedures are overseen with a maximum level of security. Certification helps to guarantee and facilitate export shipments, and in particular shipments to non-EU countries.



## 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 5.2.4.6 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, and Italy). 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. For several years, an integrated management system (PGI) has been set up. In this context, the main associated procedures of the Group have been updated.

- **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 1.3.4. 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.

There are no other governmental, legal or arbitration procedures, including any procedures the Company is aware of, which were pending or threatened, likely to have or to have had over the last 12 months any material impact on the Company and/or Group's financial situation or profitability. Total provisions are shown in the Provisions table (Section 5.2.4.10 in the consolidated financial statements).

- **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 entitled "Tiredness, alcohol, speeding at the wheel" has been circulated to all sales staff to raise their awareness of the need to drive carefully.

- **Continuous improvement – internal audits**

The Group has decided to create a function dedicated to continuous improvement. The aim is to identify company processes that do not operate satisfactorily. A manager is appointed for each process. He or she sets up a working group and recommends improvement solutions with a detailed timetable. Once the solution has been adopted, it needs to be documented and included in the procedures database to put its application on a permanent footing.

- **General organisation**

The Group's functions and activity sectors are grouped into three divisions and represented within the Management Board:

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

For each of these three Divisions, the Group has precise descriptions of jobs and responsibilities.

## 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.

	Operating assets	Financial assets	Operating liabilities	Financial liabilities	Net position before hedging	Hedges	Net position after hedging
GBP	4 735	4 277	-2 360		6 652		6 652
CHF	1 667	3 287	-514		4 440		4 440
USD	1 979	346	-1 437		888		888
TOTAL	8 381	7 910	-4 311		11 980		11 980

Information about foreign exchange risk may be found in section 5.2.4.14. of the consolidated financial statements, which contain a detailed presentation of hedging transactions and sensitivity to fluctuating exchange rates.

At March 31, 2018, the Group does not hold a forward currency sales contract.

### • 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.

millions euros	Financial liabilities		Interest rate hedge		Exposure after hedging			Financial assets	Net exposure after hedging
	Fixed rate	Variable rate	Fixed rate	Variable rate	Fixed rate	Variable rate	TOTAL		
Less than 1 year	-16,76	-3,46		20,00	-16,76	16,54	-0,22	57,26	57,04
1-5 years	-7,24	-193,48		94,00	-7,24	-99,48	-106,72		-106,72
Over 5 years	-112,00	0,56			-112,00	0,56	-111,44		-111,44
TOTAL	-136,00	-196,38		114,00	-136,00	-82,38	-218,38	57,26	-161,12

Information about interest rate risk may be found in section 5.2.4.14. 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 section 5.2.4.12. of the consolidated financial statements, section 4.12 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. For bonds borrowed during the year, a 0.5% increase in the rate is scheduled.

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.

The Group has reviewed its risks and considers that there are no significant risks other than those presented here over the next twelve months.

Information about debt and cash and cash equivalent and liquidity risk may be found in sections 5.2.4.11, 5.2.4.12 and 5.2.4.24 (possible positive commitments with covenants) of the consolidated financial statements .

### **Counterparty risks**

The measures taken by the Group in this area are described in section 5.2.4.13. of this Reference Document.

- **Market risk – share price**

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.

The company owns a number of treasury shares, whose value is subject to stock market fluctuations. In the event that the stock market valuation is less than the book value of these treasury shares, a provision for depreciation would be recorded in the Company accounts (chapter 5.4. - note 3).

- **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 deployed in each entity. 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 can help identify any mismatches with the planned activity levels or spending and implement the necessary adjustments.

## 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 €15,500,000,

Third party liability after delivery €15,500,000.

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

This policy covers property damage on the basis of predefined events, including fire and special risks, natural disasters, bottle breakage, theft, electrical damage, and loss of liquids, insured amounts and deductibles as well as supplemental operating costs for an indemnity period of 18 months.

Goods are insured with differing limits and cover for the foreign subsidiaries in Germany, Switzerland, USA, UK, Belgium and Italy.

Guarantees were widened to the goods handled by the logistics operator in Singapore, again in difference of limits and in difference of guarantees of the local contract in force.

Amounts covered:

Direct damage: €494,195,852,

Supplementary expense: €2,000,000,

All policies are subject to the cover limits set for each contract.

“Supplementary expenses” means the excess of all expenses paid out by the insured during the indemnity period so that it can continue as a going concern, over and above the total expenses generated by the Company’s normal operation during the same period in the absence of any claim (*the coverage for Business Interruption (which was not taken out) provides for the payment of an indemnity corresponding to Business Interruption following damage covered and directly linked to the drop in turnover cause by an interruption in the company’s business or a reduction in its activity levels*).

The following “supplementary expenses” in particular, are covered:

- Sub-contracting
- Additional payroll costs as a result of increased needs following an accident
- Hiring of replacement premises
- Equipment leasing
- Cost of additional office supplies
- Additional communication costs
- Costs of maintaining provisional premises
- Premises heating and lighting costs
- Additional advertising and customer information costs, either via the media or directly.

The policy also includes a contractual pay-out limit of €150,000,000.

#### **Professional fully-comprehensive insurance**

This policy covers the Group’s offices at 27, rue du Faubourg St Honoré, 75008 PARIS.

#### **Special personal automobile coverage**

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

Coverage ceiling: €30,000.

(Deductibles of €228 for theft; no deductible for fire, damage and glass breakage).

#### **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.



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

This policy covers *de jure* and *de facto* directors and managers in the event of an accident leading to any and all claims against them and involving their individual or joint civil liability attributable to any real or alleged professional negligence arising in the course of their duties:

- breaches of management caused by imprudence, negligence, error, omission and inexact statements;
- breaches with respect to legal and regulatory obligations.

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

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

Coverage limits for stationary equipment: €138,000.

Coverage limits for portable equipment: €116,560.

### **Personal accident**

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

Accidental death/disability insurance:

Named senior executive insured for €450,000.

Named managers insured for €300,000.

9 staff insured for €153,000.

Assistance/Repatriation insurance:

Medical expenses abroad: unlimited

Ransom/kidnapping insurance.

### **Freight carried**

This policy covers:

- the transport of goods (champagne, whisky purchases) sub-contracted to carriers,
- the transport of grape must during the grape harvest.

Territories covered: France, Belgium, Germany, Switzerland, UK, Italy, and US flow

Transport from one subsidiary and one site to another is covered.

The means of transport covered are ground, sea and air transport.

### **Environmental risks (Civil Liability - Pollution)**

This policy is designed to provide cover for environmental risks and especially against environmental damage originating in the insured sites.

The guarantees involved mainly cover:

- sudden and accidental environmental as well as progressive damage
- damage to natural and protected species, damage to the ground and water (in compliance with article 2 of Directive 2004/35/CE of the European Parliament and of the Council and enshrined in French law as Act 2008-757 of August 1, 2008), loss of biodiversity
- depollution and decontamination costs
- prevention costs

Civil liability amount guaranteed for environmental damage: €5,000,000

Including material and immaterial damage: €3,000,000.

The sites covered are: Champagne Laurent Perrier-Tours sur Marne, Champagne Laurent Perrier Chalons en Champagne, Champagne De Castellane, François Daumale, Château Malakoff, Sté AS (Champagne Salon and Delamotte).

Premiums paid to insurance companies relative to these insurance policies amounted to € 290,000.

### **The Group considers 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.
- Vineyards are not covered, because the dispersion of plots throughout the Champagne region considerably reduces risks.

The Group manages the credit it extends to customers with extreme caution and has not deemed it necessary to take out a comprehensive credit insurance policy for the totality of its customer base.

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 ENVIRONMENTAL RESPONSIBILITY

### 1.6.1. Social information

#### 1.6.1.1. Employment

#### **A. Total workforce and breakdown of employees by department, gender, socio-professional category, age and geographical origin (in France and elsewhere)**

##### A.1. Total workforce with breakdown of employees by department

At end-March 2018, the Group employed 402 staff, slightly down on last year.

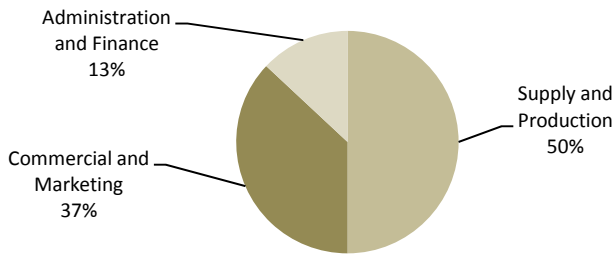
In fact, 50 fixed-term contracts were in progress during the month of March 2018 but 20 fixed-term contracts ended on the evening of Friday, March 30, 2018 (therefore, not present on March 31, 2018), a staff of 30 fixed-term contracts present on March 31, 2018; while last year, 55 fixed-term contracts were present on Friday, March 31, 2017 with an exit of staff for 48 of them on March 31, 2017 in the evening.

The calendar then justifies the difference between 2017 and 2018 in the number of employees present on the last day of the month.

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

	2016	2017	2018
<b>Workforce as at March 31</b>			
Commercial, Brand Management, Communication	163	151	150
Administration, Finance, Human Resources, Legal Affairs,	47	45	50
Supply, Production, Procurement	227	224	202
<b>Total</b>	<b>437</b>	<b>420</b>	<b>402</b>
31/03/2016 : 51 fixed-term contracts presents (31/03/2016 = Thursday)			
31/03/2017 : 55 fixed-term contracts presents (31/03/2017 = Friday)			
31/03/2018 : 30 fixed-term contracts presents (31/03/2018 = Saturday)			

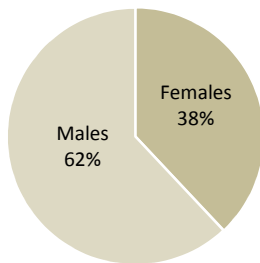
### Group Workforce - Présent at 31/03/2018



### A.2. Breakdown of workforce by gender as at March 31, 2018

The gender balance was stable at end-March 2018 :

#### Breakdown by gender at end March,31 2018

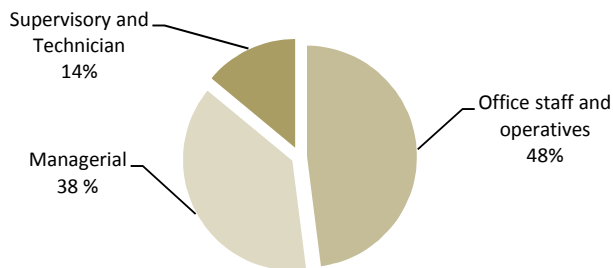


### A.3. Breakdown of workforce by socio-professional category at March 31, 2018

The proportion of each socio-professional category has changed very little since last year:

#### Workforce at March 31, 2018

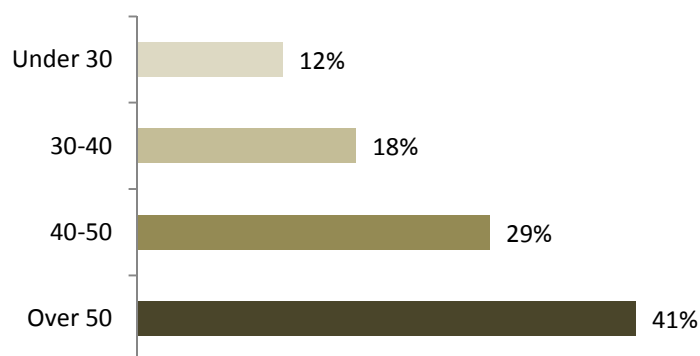
Long-term contracts



### A.4. Breakdown of workforce by age

The proportion of the workforce aged over 30 increased slightly, as well as the proportion of over-50s is down a little relative to last year. The Group has pursued its efforts on behalf of seniors, aimed at preserving their employment conditions until retirement age.

### Breakdown by age (FTE) - FY 2018



### A.5. Breakdown of workforce by geographical origin

The Group's principal trading companies in France are Laurent-Perrier, Champagne Laurent-Perrier, Champagne de Castellane, GIE Laurent-Perrier Diffusion, AS, Grands Vignobles de Champagne, and Château Malakoff.

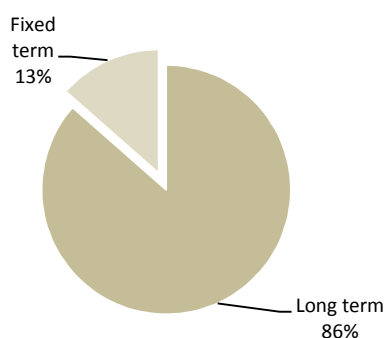
The situation of the workforce by type of contract in these companies is as follows:

Workforce at March 31	Laurent-Perrier		Champagne Laurent-Perrier		Champagne de Castellane		GIE Laurent-Perrier Diffusion		Société AS		Grands Vignobles de Champagne		Château Malakoff	
	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018
CDI	12	12	155	151	29	29	38	40	10	10	22	21	28	28
CDD		1	3	7		3		2		1	4	3	54	30
Total	12	13	158	158	29	2	38	42	10	11	26	24	82	58

The number of staff on fixed-term contracts almost exclusively concerns seasonal vineyard workers. The seasonal nature of these jobs can change from one year to the next, but the number this year is stable relative to that of previous years. The discrepancy noted for the Château Malakoff fixed-term contracts stems from the fact that last year the fixed-term contracts were present until the last day of March: the March 31, 2017 being a Friday. For 2018, the March 31 being a Saturday, the contracts ended on Friday March 30, 2018 in the evening (the activity of the moment does not require to make employees work on Saturday).

### Breakdown by type of contract

Present in France as at March 31, 2018



The workforce employed outside France as at March 31 in the past two financial years is as follows:

Workforce at March 31	LP Belgium		LP UK		LP Germany		LP Switzerland		LP USA		LP Italy	
	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018
Nb of Employees	9	8	23	22	5	5	9	11	10	10	8	8

## **B. Hiring and lay-offs in France and elsewhere**

### B.1. New hires in France and elsewhere

#### France:

16 new staff were hired on long-term contracts by the Group's French trading companies in 2017-2018. 6 of the hires were new positions and 10 were replacements.

Some 245 staff were hired on fixed-term contracts: 90 during the grape harvest, 106 for work in the vines, and 49 to replace staff temporarily absent from their job or to cope with an increase in activity.

Group companies do have recourse to agency staff but this is restricted to very short-term assignments.

#### Outside France:

9 staff were hired on long-term and fixed-term contracts outside France in FY 2017-2018. These hires were replacements.

### B.2. Redundancies

10 staff member were made redundant in France and abroad in FY 2017-2018.

## **C. Trends in compensation in France and elsewhere**

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

	2016-2017		2017-2018	
	Compensation	Payroll taxes	Compensation	Payroll taxes
Laurent-Perrier	€1.504,197	€641,330	€1.451,673	€601,304
Champagne Laurent-Perrier	€8.166,151	€4.618,415	€8.481,307	€4.571,675
Champagne de Castellane	€1.422,583	€748,969	€1.217,410	€652,569
GIE Laurent-Perrier Diffusion	€2.705,460	€1.298,990	€2.448,115	€1.153,588
Société A.S.	€620,138	€274,688	€623,659	€275,248
Grands Vignobles de Champagne	€854,707	€397,560	€776,491	€376,339
Château Malakoff	€1.984,338	€983,317	€1.941,832	€963,971
Foreign subsidiaries	€6.634,000	€970,000	€6.684,226	€1.118,416

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.

French companies have benefited from reduced payroll taxes on low salaries under existing provisions.

Charges in staff costs are presented in paragraph 5.2.4.20 of section 5.2. of the consolidated financial statements at March 31, 2018.

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

### 1.6.1.2. Organisation of working time and absenteeism (France only)

#### **A. Organisation of working time**

	2016-2017		2017-2018		Comments
	Weekly average	Absenteeism excluding paid holidays	Weekly average	Absenteeism excluding paid holidays	
Laurent-Perrier	35h	6.28%	35h	5,58%	Work scheduled according to specific job requirements and implemented on the basis of annual work contingents
Champagne Laurent-Perrier	34h20	3.74%	34h20	3,55%	Customer-facing Departments 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	13.21%	35h	18,93%	Work takes place within fixed periods except in the case of departments in contact with customers, which are subject to variable working hours.
GIE Laurent-Perrier Diffusion	Managers on day rates	5.28%	Cadres au Forfait Jours	2,76%	All personnel enjoy "managerial" status with an annual set number of working days, resulting in the allocation of ten additional rest days (called "RTT" or "shorter working week" days) per year of seniority.
Société AS	35h	8.46%	35h	10,42%	Administrative work is subject to variable working hours.
Grands Vignobles de Champagne	35h	13.11%	35h	17,25%	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.
Château Malakoff	35h	5.11%	35h	4,38%	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.

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

Finally, 9 employees, on long-term contracts, work part-time in France.

#### **B. Absenteeism**

See information in the table above.

For structures with few employees, the variations appear stronger, but it is a mechanical effect due to the small number of employees concerned.

### 1.6.1.3. Labour relations

#### **A. Organisation of social dialogue, staff information and consultation procedures, and negotiations with staff**

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

### A.1. Professional relations

As a matter of principle, French companies in the Group with the statutory headcount have their own employee representative bodies, although in some cases, no candidatures have been put forward.

Exceptionally, some French companies have retained their representative bodies even though their staff headcount is below the statutory level and such bodies are no longer a statutory requirement.

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, Champagne de Castellane, Grands Vignobles de Champagne and GIE Laurent-Perrier Diffusion.

The following corporate agreements have been signed within the Group's main companies :

Company	No. of agreements	Subject of agreement
Champagne Laurent-Perrier	1	NAO wage bargaining agreement 2017
	1	Profit sharing agreement
	1	Amendment to profit sharing agreement
	1	End-of-career leave agreement
	1	Amendment to profit sharing agreement
Champagne de Castellane	1	NAO wage bargaining agreement 2017
GIE Laurent-Perrier Diffusion	1	NAO wage bargaining agreement 2017

### A.2. Company benefit schemes

Group contributions to company benefit schemes and holiday allowances paid to the Works Councils of individual companies are as follows:

Company	2016-2017		2017-2018	
	Benefit schemes	Holiday allowances	Benefit schemes	Holiday allowances
Laurent-Perrier	€11,248	€593	€13,825	€555
Champagne Laurent-Perrier	€127,178	€6,401	€137,899	€6,145
Champagne de Castellane	€26,928	€1,462	€20,218	€1,346
GIE Laurent-Perrier Diffusion	€30,223	-	€28,624	-
A.S.	€8,249	€435	€8,944	€436
Château Malakoff	€30,847	€1,117	€32,404	€1,201

Staff at Champagne Laurent-Perrier, Champagne de Castellane, and GIE Laurent-Perrier Diffusion 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., Château Malakoff, and Grands Vignobles de Champagne employees benefit from a common healthcare cost 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.

### A.3. Employee information and consultation procedures and collective bargaining

Where an information-consultation procedure involving a representative employee body (eg, the Works Council, or the Hygiene and Safety Committee) is required:

- The competent body is officially convened in compliance with the legal lead-times laid down for each representative body;

- The point to be discussed must be included in the meeting agenda distributed with the invitations to attend;
- At the time of the first meeting, the employee representatives are duly informed about the project proposed by the management on the basis of explanatory documents which are as detailed as possible and distributed to representatives ahead of time;
- During the meeting, discussions and any preliminary negotiations take place, their content being set out in the minutes of the meetings concerned;
- At a second meeting, following any complementary discussions and negotiations, the opinion of the body consulted is presented. This second meeting is held in accordance with the new applicable legal provisions. During this period, there may be informal discussions and/or talks whose tenor is recorded in writing, between the employee representatives and Management, should information useful for their full understanding be lacking;
- Should it prove necessary, other intermediate meetings prior to that called to hear the employee representative body's opinion may be organised.

All corporate agreements applicable to the Group's French entities are subject to negotiations with the competent bodies.

## **B. Outcomes of collective agreements**

All these agreements are designed to improve employee working conditions and the Company's attractiveness and economic performance.

### **B.1. 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, as well as at GIE Laurent-Perrier Diffusion and Grands Vignobles de Champagne.

The incentive agreement applicable at Champagne Laurent-Perrier is contingent on meeting annual production, volume, and average sales-price targets.

The incentive agreement applicable at GIE Laurent-Perrier Diffusion is contingent on meeting annual turnover, average sales price, and overall net contribution targets.

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

The Château Malakoff and Grands Vignobles de Champagne incentive schemes are based on achieving productivity and harvest yield targets.

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

### **B.2. Employment of seniors**

The Group remains committed to the mobilization of older workers. The store of experience and knowledge built up among older employees in our Group is essential and preserved. The Laurent-Perrier Group is constantly evolving as it strives to ensure optimum use of its human resources, and lay the groundwork for the necessary changes to avoid sudden upheavals.

It also offers support for its employees in end-of-career management.

### **B.3. Gender equality plan**

Since January 1, 2012, the French legal system has made it possible for each business operating in France to negotiate collective, 3-years, corporate agreements or to implement annual action plans. Depending on the form of the plan chosen by the business, discussions and negotiations take place with union representatives or with the Works Council.



On the basis of these discussions with the social partners, several Gender Equality agreements were deployed, including, in particular, an evaluation of progress in achieving the objectives on the basis of the chosen indicators.

The Laurent-Perrier Group complies with these provisions (see point 1.6.1.6 A below).

#### 1.6.1.4. Health and Safety

##### **A. Occupational health and safety conditions**

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.

##### **B. Assessment of the agreements signed with trade unions or employee representatives in the area of occupational health and safety**

As detailed above, the Group fulfils its obligations to ensure compliance with respect to:

- The Single Document,
- The provident and supplementary healthcare scheme agreement
- The Seniors Plan / End of career management

##### **C. Occupational accidents – frequency and severity, and occupational diseases**

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

Please note that the data set out in the table below detail the working days lost and the number of days off for the Group in France.

Group Laurent-Perrier in France	2016-2017	2017-2018
Working days lost (industrial and commuting accidents)	275.5	130,5
Number of occupational accidents	15	18
Number of accidents travelling	4	0
Cases of occupational disease notified	3	2

#### 1.6.1.5. Training

##### **A. Training policy**

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

Spending on occupational training in the financial year just ended fell to €144,946, or 0.86% of the wage bill.

##### **B. Total man-hours of training**

The courses attended mainly focused on updating and perfecting knowledge, the use of production equipment, technical training in vine growing and wine making techniques, foreign languages, management skills, sales training, accident prevention, and safety.

Some 46% of employees of French Group Companies attended training courses, for a total of 1,864 man-hours (except DIF).

#### 1.6.1.6. Equal opportunity

##### **A. Measures to foster gender equality**

The Laurent-Perrier Group remains vigilant on professional equality between men and women into account, and takes the measures needed to achieve that goal. In France, in particular, where

- as part of the compulsory annual negotiations, and in each of the legal entities concerned, special negotiation sessions are devoted each year to professional equality. Furthermore, the objective of gender equality in the workplace is taken into account in each topic touched upon in the course of the annual negotiations, and in particular the length and organisation of working time, health insurance, etc.;
- the mandatory information derived from articles L. 3221-1 et. seq. in the French Labour code is displayed prominently;

##### **B. Measures for the employment and integration of employees with disabilities**

In total, around 11 disabled staff were employed during the financial year just ended in the companies concerned. Group companies also 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 perform the work are not available at those companies.

These arrangements meant that the companies concerned were able to meet their legal obligations as in previous years with respect to the employment and integration of employees with disabilities.

##### **C. Anti-discrimination policy**

The Laurent-Perrier Group is fully aligned with the anti-discrimination oversight rules in the French and EU legal and jurisprudence framework.

1.6.1.7. Promotion of and compliance with the stipulations of the Fundamental Conventions of the International Labour Organisation on:

##### **A. Freedom of association and the effective recognition of the right to collective bargaining**

The Laurent-Perrier Group commits to comply with the oversight rules concerning freedom of association and the effective recognition of the right to collective bargaining as set out in the French and EU legal and jurisprudence framework.

##### **B. The elimination of discrimination in respect of employment and occupation**

The Laurent-Perrier Group commits to comply with the oversight rules concerning the elimination of discrimination in respect of employment and occupation as set out in the French and EU legal and jurisprudence framework.

##### **C. The elimination of all forms of forced and compulsory labour**

This information does not apply to the proper activity of Laurent-Perrier Group due to the location of business in the Appellation d'Origine Contrôlée Champagne.

However, the provisions of the Fundamental Conventions of the International Labour Organisation are complied with in all Group companies. The companies have limited and occasional recourse to sub-contracting (less than 10% of total purchases are allocated to sub-contracting), mainly for tasks falling outside of the usual range of corporate skills.

## **D. The effective abolition of child labour**

This information does not apply to the proper activity of Laurent-Perrier Group due to the location of business in the Appellation d'Origine Contrôlée Champagne.

### 1.6.2. Environmental information

#### 1.6.2.1. General environmental policy

#### **A. Group organisation to take environmental questions into account and, where appropriate, its environmental evaluation or certification initiatives**

Protecting the environment is everybody's business, individually and collectively, especially in the framework of their professional activities and of their work environment.

Because of this, the Laurent-Perrier Group seeks to ensure that its workforce is aware of the issues and encourages them to include simple, responsible and effective environmental protection actions in their daily activity.

For example, since 2009, all wine-making has taken 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 to safeguard not only employees but also the environment, and notably feature a sophisticated carbon monoxide extraction system.

Laurent-Perrier pursues an environmentally-friendly policy in all its business activities, demonstrating its lasting commitment in this sphere.

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 protecting best practice.

The site of Tours-sur-Marne falls within the regime (authorisation) of installations classified for environmental protection (ICPE).

#### **B. Employee training and information in respect of environmental protection**

The Group continued its efforts to stimulate awareness of environmental issues among all employees likely to have an impact on the environment as a result of their occupation.

#### **C. Resources devoted to preventing environmental risks and pollution**

- interprofessional

The Interprofession of Champagne has defined environmental commitments to which the Group subscribes in accordance with the timetable set for all concerned.

It is important to note that no insecticide is used within the Group. An environmentally friendly policy has been put in place, generating a positive impact on the environment at the human level and making it possible to preserve the auxiliary fauna.

In terms of protecting the vineyards and the environment the Group aims to:

- a reduction in the use of fungicides,
- the preferential use of the products most respectful of man and the environment,
- the establishment of a system for the management of all phytosanitary effluents, an area in which the Group is ahead of the Interprofessional calendar, since it already manages its effluents in a responsible manner prefer the use of products most respectful of man and the environment,

In addition, the Group's Treatment Frequency Index is archived and improved. The Group is certified as a "service provider".

- Laurent-Perrier Group

In particular, as part of its environmental strategy for its vineyards, the Group was awarded Viticulture Durable en Champagne (VDC) and Haute Valeur Environnementale (HVE) certifications in February 2018 for its main wine-growing entities Grands Vignobles de Champagne, A.S, Château Malakoff, and Champagne Laurent-Perrier.

#### **D. Amount of provisions and guarantees for environmental risks**

The Group is not involved in any environmental disputes. The Group has taken out an insurance contract to cover environmental risks.

#### 1.6.2.2. Pollution and waste management

#### **A. Prevention, reduction or remediation measures for air, water and ground discharges with serious environmental impacts**

The Champagne trade body, the Comité Champagne, has drawn up a set of commitments to which the Group will adhere in compliance with the timetable set for all concerned. The federation recommends, among other things, a 25% reduction in water use relative to the estimated 2002 usage level.

The Group already applies sustainability measures in several areas. The treatment of effluent generated by wine-growing operations at its presses and wineries is already current practice, as is the sorting, treatment, and recovery of by-products and waste.

All press residues (dregs) from the Group presses (Tours-sur-Marne, Oger and Landreville), are all sent to a local distillery, where they are transformed into alcohol.

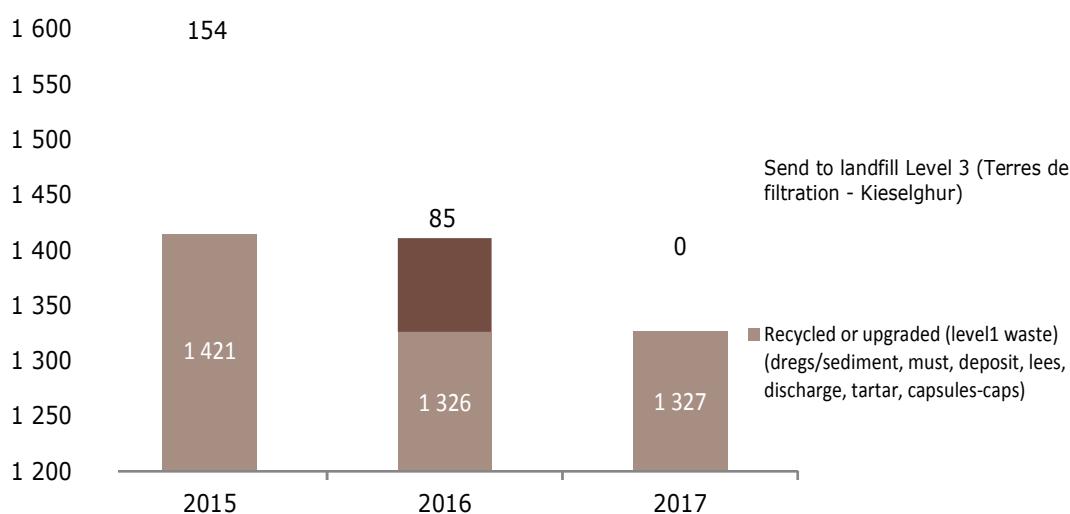
Wastewater from the Tours-sur-Marne winery is no longer piped to the village wastewater treatment centre, but to our own treatment facility on the Champagne Laurent-Perrier site. The creation of an in-house treatment plant combining the use of organic processes (activated sludge) and physical processes (membrane filtration) has cut organic pollution (Chemical Oxygen Demand, or COD) by 99%. The sludge from the treatment centre is recycled at a composting facility.

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

#### **B. Waste prevention, recycling, and elimination**

The Group aims both to decrease the amount of waste and better recover it by organising its recycling. The amount of waste generated obviously correlates closely to the yield from the grape harvest and to the volumes generated. From 2015, we can see a decrease in the volume of waste. The proportion of landfilled volumes remains fairly stable.

Waste resulting from champagne making (tonnes) sites of Tours sur Marne, Epernay, Oger and Landreville

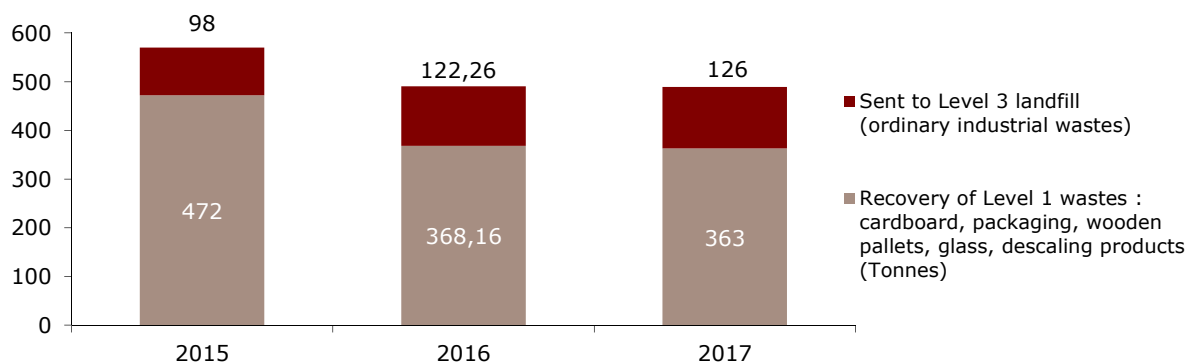


To comply with EU regulations, a “Recyclable” logo features on all labels glued to the bottles and cases. Cartons used to ship champagne can also be re-used.

For the circular economy and as examples the “aignes” are transformed in particular into alcohol and cosmetic products. The “sarments de vigne” are crushed and transformed into organic fertilizer which is used for the fertilization of the vineyards.

This policy is the good maîtrise and the stable stability of the volume of waste generated during this particular production phase. A special emphasis goes on trying to recover this waste. Switching from wood pallets to wire pallets explains the level in the volume of level 1 waste . These wood pallets now unused were recycled.

*Laurent-Perrier Group: Labelling waste – sites of Tours-sur-Marne and Epernay (tonnes)*



**C. Noise mitigation measures and efforts to minimise all other forms of activity specific pollution**

Centralising production at a limited number of sites and optimising loading makes it possible to reduce the amount of transport required. The Group also shows a preference for the transport modes least damaging to the environment (electric or gas trolleys). In this way, the Group seeks to minimise the environmental impact of its logistics operations.

Laurent-Perrier’s main buildings are located in the towns and villages of Tours-sur-Marne, Louvois, Epernay and Châlons-en-Champagne. These buildings are a fine illustration of the Group’s policy of preserving historic buildings and blending these buildings into the surrounding countryside.

The Château de Louvois, its large park and its gardens are regularly restored in the style and rules of their historic and architectural past.

A substantial proportion of production takes place underground in the cellars. However, the necessary industrial buildings, even if they are often of more modern construction, have façades that blend in perfectly with the style of the villages where they are located.

As part of this policy, and in line with its constant concern to protect the aesthetic heritage of wine-growing regions, Laurent-Perrier has installed its own wastewater treatment plant in Tours-sur-Marne in a building erected in 2004 in the architectural style and tradition of Champagne.

Between 2006 and 2008, again in Tours-sur-Marne, Laurent-Perrier erected several new buildings at "Clos Valin", using an architectural style that matches the local environment. This site enables Laurent-Perrier staff to work in natural daylight and in optimised acoustic conditions.

### **Bottle labelling and packing**

The Comité Champagne prefers an eco-friendly design for its bottle labels and packaging in order to minimise their environmental impact. It shares this same exacting requirement with its suppliers.

When it comes to labelling and advertising and promotional items, Laurent-Perrier seeks to use more and more materials compliant with the EU standards now in force in many countries. As planned from 1997, the use of pewter capsules has been reduced.

The use of polystyrene in shipping cartons has been completely stopped and has been superseded by recyclable sheets of moulded cellulose.

All cardboard items used in the manufacture of presentation boxes are now made of recycled paper and, despite the printed text and other items decorating the boxes, are nevertheless 100% recyclable.

#### 1.6.2.3. Initiatives to combat food waste

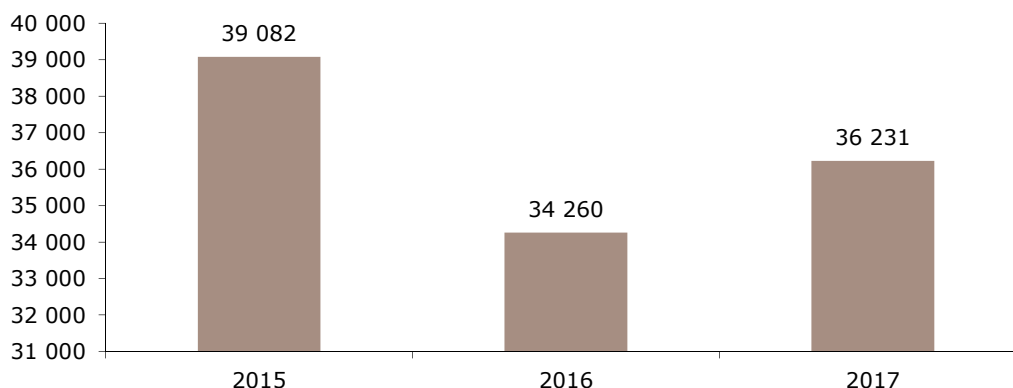
We have noted the new regulatory provisions concerning food waste. We have not identified this issue as having a material impact on our Company to the absence of a company restaurant offering meals but will nevertheless continue examining it for inclusion in our next reference document.

#### 1.6.2.4. Sustainable resource use

### **A. Water consumption and water supplies relative to local limitations**

The Group pursues a policy of constantly improving its control of water and energy consumption. The consumption trend over the past years illustrates this unremitting effort, consumptions that remain dependent on the level of activity. Due to its geographical location, the Group is not subject to specific local constraints on its water supply.

**Water consumption at the Tours-sur-Marne and Epernay sites (m<sup>3</sup>) Oger and Landreville, only in 2014 and 2015.**



**B. Consumption of raw materials and measures to improve efficient use**

The main raw materials are grapes and grape juice.

For containers, the Group uses glass bottles and cartons for the manufacture of champagne.

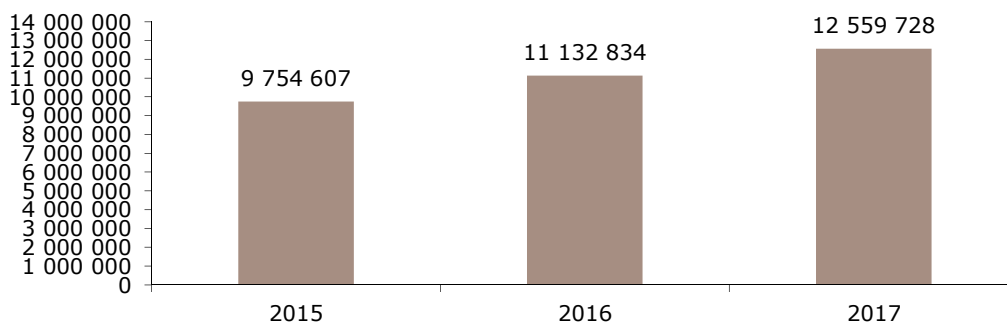
The Group works within a sustainable development framework which consists in taking account of the long-term nature of its activity, and in particular in banning any practice and behaviour likely to irreversibly modify the natural milieu and the environment.

To this end, it is committed to:

- complying with its regulatory environmental obligations, and notably with the strict rules of the INAO and the Comité Champagne;
- preserving natural resources;
- seeking to improve production processes in order to better control the use of natural resources such as water and energy resources, and to minimize its carbon footprint;
- minimising waste and organising its treatment.

**C. Energy consumption, measures to improve energy efficiency, and use of renewables**

*Energy consumption at the Tours-sur-Marne, Châlons en Champagne and Epernay sites (electric energy and gas) in Kwh.*



Energy consumption varies from one year to the next depending on a range of factors, including production levels, outside temperatures, and so on. In particular, the Group strives to continually seeks to optimise its energy consumption, and each new machine brought into service is generally an improvement in terms of ergonomcy and energy consumption and minimising the Group's overall environmental impact. The Group uses green energy through blue rates.

Energy audit



The energy audit is designed to identify excessive energy consumption and any potential for savings so as to generate recommendations for improved energy efficiency.

#### **D. Ground use**

Our raw materials derive from the plant universe, whose rhythms and cycles must imperatively be respected. Priority is therefore given to wine-growing practices which seek to preserve the environment, natural resources, and biological balances. These practices are inconceivable without the experience and motivation of the people working the land.

They imply:

- 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.

The Group also aims to be perfectly attuned to the regulatory framework and more generally with the expectations of society at large. In practice, its approach involves the following:

- strict compliance with
  - o the specifications concerning the production conditions for the Appellation d'Origine Contrôlée (AOC);
  - o the recommendations of the *Grenelle de l'Environnement* environmental summit;
  - o the Technical Handbook (*Référentiel Technique*) drawn up for the champagne growing area (a specification endorsed by champagne professionals, which identifies all practices deemed, in the current state of our knowledge, to be compatible with sustainable grape-growing);
  - o Prefectural decrees.
- regular diagnostics 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, and awareness-raising for the Group's grape suppliers as regards environmental issues;
- 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 and grassing over (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), recovery and priority use of rainwater, waste management, risk prevention, and strict application of procedures for use by staff.

#### 1.6.2.5. Climate change

##### **A. Greenhouse gas emissions**

The Group seeks to combine technical innovations and environmental actions. Thus, the encryption of carbon footprint of the champagne Laurent-Perrier's vineyard activity, in 2007, allowed operating and programming actions on the most relevant posts to further reduce the emissions of greenhouse gases.

The Comité Champagne trade body has drawn up an action plan which the Group will implement in compliance with the timetable set for all involved.

The commitments made have the effect of setting up a carbon footprint calculation for 50% then 80% of the champagne activity diagnosed Carbon between 2015 and 2020.

Energy saving measures (electricity, gas, fuel) will need to be cut by 15% and then 25% of the 2002 levels by 2015.

For 2017, the greenhouse gas emissions related to electricity and gas consumption amounted to 1,913 teq. CO<sup>2</sup> (emission factors of ADEME Carbon).

Significant greenhouse gas emissions are generated by the Company through the use of goods and especially services that it produces.



## **B. Adapting to the consequences of climate change**

The increase in average temperatures and more frequent occurrence of extreme meteorological events will affect basic wine-growing activity. A trend to bring forward harvest starts is already perceptible.

21-31 August	1-5 Sept.	6-10 Sept.	11-15 Sept.	16-20 Sept.	21-25 Sept.	26-30 Sept..	1-05 Oct.	6-10 Oct..	11-15 Oct.
2011	1976	2015	2014	2012	1996	2013	1991	1984	1972
2007		1959	2009	2010	1995	2004	1987	1980	
2003		1952	1993	2008	1966	2001	1979	1978	
			1989	2006		1988	1975	1977	
			1960	2005		1986	1969	1965	
			1953	2002		1985	1968	1956	
				2000		1983	1963		
				1999		1981	1962		
				1998		1974	1958		
				1997		1973	1951		
				1994		1970			
				1992		1967			
				1990		1955			
				1982		1954			
				1971					
				1964					
				1961					

Source Journal l'Union - November 17, 2015

For memory :

- Date of the harvest 2016: 6-10 sept.
- Date of the harvest 2017: 1-5 sept.

"For the 12 million inhabitants of the North and East of France, global warming actually sounds like good news. Imagine that in 2080, the climate in Lille will be comparable to that of Angers, or even Toulouse or Carcassonne! With milder winters, warmer summers, and similar rainfall levels, the conditions will be favourable for the major Northern crops and also for tourism. But we should not lose sight of the fact that this fertile manufacturing region was partly reclaimed from the sea and the rise in sea levels will be the biggest story of the century between now and then. In the East, where the semi-continental climate is a succession of hot summers and harsh winters, a different upheaval is in the offing: the disappearance of cold. How will the local fauna and flora respond to this unprecedented live without frost?"

What about champagne?

Don't worry: people will still be popping champagne corks! "Because champagne is essentially a blend of wines, we will be able to manipulate the quantity and quality of the grape varieties and years used," explains Jean-Marc Touzard, Research Director at Inra, the National Agricultural Research Institute. "Moreover, the rise in temperature, which boosts the sugar content and hence the alcohol level in the wine, will be less problematic here, as the grapes used contain lower sugar levels." The wine-making process itself makes it possible to adjust this variable. And what about the competition? "They will make very good sparkling wines elsewhere, especially in England," concedes climatologist Elodie Briche, "but it still won't be called champagne ».

Source Science et Vie - November 2015.

"New varieties for new needs

To combat disease and global warming-related change, a national programme has been rolled out with the Colmar outpost of Inra, the Montpellier Institut de la vigne et du vin, and the CIVC. "We have already been searching for more resistant vine rootstock, and we have found some. These are Asian and American vines. We have crossed them with European vines used in wine making. These are the super-progenitors. But they are derived from traditional hybridation process," explained Dominique Moncomble, head of the CIVC technical department, a few months back in these pages. "This super rootstock is also crossed with varieties used in Champagne, like chardonnay, pinot noir and gouais. Since the mapping of the vine's genome, gouais is the father of the varieties. We have now drilled down to the level of grape seed." In the best-case scenario, within the next twenty years, Champagne should be planting four or five types of new variety. However, it will still be necessary to name them and register them in the specification for the Champagne Appellation."

Source Journal l'Union - November 17, 2015



#### 1.6.2.6. Diversity protection

### **Measures to preserve or develop biodiversity**

The Comité Champagne trade body has drawn up a series of commitments to which the Group will adhere in compliance with the timetable set for all involved.

These measures are:

- Adopt new soil husbandry strategies (mechanical working of the soil and grass cover for each plot)
- Reduce the use of herbicides
- Create or preserve natural grass cover around the edges of vineyards
- Develop agro-ecological infrastructure

"Champagne readying for global warming.

As the first wine-growing region to have measured its carbon footprint, Champagne is, for the time being, benefitting from the positive effects of rising temperatures. The good people of Champagne are nothing if not adaptable. "Climate change has long been factored in, in Champagne. We were the first wine-growing region in the world to measure our carbon footprint in 2003," explains Vincent Perrin, head of the Comité Champagne.

Increased frequency of great vintages.

Back then, it was also a fine opportunity to accurately measure your carbon footprint on the basis of less optimistic climate change assumptions. "*Thanks to those measures, we have reduced our output of greenhouse gases throughout our operations,*" observes Vincent Perrin. This Carbon Plan cut the amount of greenhouse gas emissions per bottle of champagne by 15%. Moreover, Champagne is one of the top regions in Europe for the development of the biological technique of mating disruption that virtually eradicates traditional insecticide treatments (15,000 hectares protected using this method in 2015, or close to 45% of the AOC surface area). Here's another example from champagne-related activity, which generates around 10,000 metric tons a year of so-called industrial waste (metals, wood, glass, packing materials such as plastics, paper or cardboard, etc.). Today, 90% of that industrial waste is sorted and recovered in some way. The objective is to come close to 100% by 2020. "*We are now aiming for Factor 4, in other words to cut these emissions by a factor of four by 2050.*" The aim of the international community is to limit global warming to 2°C. In Champagne, those 2°C mean more sugar and less acidity. The consequences have been perceptible during recent grape harvests, since the quality of the wines has resulted in more frequent vintage years being declared, like 2002, 2004, 2005, 2006... and 2015, perhaps.

"*As a result, we find ourselves confronted with new challenges such as humidity and heat, and hence new diseases to control,*" explains Vincent Perrin. "In short, that's nothing new on the horizon in Champagne, since those notorious diseases of the vine (think oidium, mildew and insects) are being watched very closely by the Comité Champagne's technical people and also by the laboratories of the great champagne houses."

Source *Journal l'Union* - November 17, 2015.

### 1.6.3. Societal information

#### 1.6.3.1. Territorial, economic and social impact of Group operations

### **A. On employment and regional development**

The Group complies with national legislation and guarantees wage levels enabling its staff to have living standards above national averages relative to the cost of living near its operating facilities. The Group undertakes to pay all staff their wages on a regular basis.

By his AOC Champagne group supply, the group participates in the regional development by his activity; it also attracts tourists, supporting the local economy.

## **B. On residents and local inhabitants**

The Group pays great attention to the impact of its operations on local people: architectural integration (cf.1.6.2.2.C), effluent treatment, etc.

The phytosanitary treatments are carried out in relation with the CIVC \* and external consultants who carry out monthly checks.

1.6.3.2. Relations with individuals and organisations interested in the Group's activities, and in particular with social integration bodies, educational establishments, environmental protection groups, consumer associations, and local residents

### **A. Dialogue conditions with such individuals and organisations**

The Group maintains good relations with local government. It has links with training organisations and schools at regional level, and with voluntary social integration bodies, for example, Reims Business School NEOMA. The Group is present to the Comité Interprofessionnel du Vin de Champagne (CIVC\*), and Union des Maisons de Champagne (representing the houses).

### **B. Partnership and patronage activities**

In France, such activities are highly regulated with respect to the Evin Act (the alcohol and tobacco policy law). However, the Group is extremely attentive to all initiatives it can validly pursue in this area.

#### Groupama: Les Honneurs Laurent-Perrier de la Chasse

Founded in 1980 by Bernard de Nonancourt, the Les Honneurs de la Chasse Laurent-Perrier/Groupama award is designed to spotlight the work of hunters with respect to managing wild fauna. The award is a financial one and is also supported by the ONCFS (the national body for hunting and wild fauna) and the national federation of hunters, the FNC. It rewards the initiatives of a new generation of hunters of large and small game who are receptive to and respectful of biodiversity issues. The award also highlight It also promotes land-use planning for the preservation and conservation of species, while involving the responsibility of all users of the natural environment, thus promoting the recognition of ethical and exemplary hunting.

Over the past 30 years, the Honneurs de la Chasse Prize has become a major accolade, and many of its previous winners are now authorities in the specialities for which they were awarded the prize; from large to small game, migratory birds and mountain fauna, they have shown us the path of ethical hunting.

#### 1.6.3.3. Sub-contracting and suppliers

### **A. Taking social and environmental factors into account in procurement policy**

The Group has implemented recommendations to minimise the weight of glass in its bottles. All cardboard components of boxing are made from recycled paper and can be again recycled.

### **B. Scale of sub-contracting and assessment of levels of Corporate Social Responsibility in relations with suppliers and sub-contractors**

Less than 10% of total purchases made by the Group are related to subcontracting. In addition, the Group will identify positions in this area in the coming years.

The Group sources its raw materials (grapes) exclusively from the Champagne region in compliance with INAO rules.

The Group's chief suppliers are the grape growers. These are required to comply with the Champagne sustainability charter, and the Group assists them in doing so via staff dedicated to managing supplies and vineyards.

### **C. Supplier and sub-contractor principles for compliance with international regulatory agreements**

Concerning work legislation, the Group is focused to its supplier's practices to meet customers' requirements vis-à-vis the following standards:

- illegal or forced labour,
- child labour: under no circumstances does the Group condone the fact of making people who have not reached minimum legal age work,
- the elimination of all forms of discrimination with respect to access to employment,
- working hours: personnel must be able to benefit from sufficient rest periods,
- the legal provisions applicable to minimum wages.

With respect to ethical conduct, the Group is focused to its supplier's practices to meet customers' requirements vis-à-vis the following standards:

- maintain standards of professionalism, honesty and integrity in all their dealings,
- avoid the intention or demonstration of non-ethical or compromising practices in their internal and external relations and in their actions and communications.
- comply, in particular, with the principles of honesty and equity, and all applicable regulations in the sphere of competition and the elimination of bribery and corruption in commercial transactions,
- not propose products, favours, or services that could influence or are likely to influence decisions in the procurement process,
- treat confidential and proprietary information with all due care and in line with their own ethical considerations,
- comply with national and international laws, customs and practices.

In the sphere of occupational hygiene and safety, the Group is careful, wherever possible, to work with suppliers:

- who take pains to ensure that their activities are not harmful to the health and safety of their personnel, their own sub-contractors, or local inhabitants, and, as a general rule, of the users of their products,
- and subcontractors who show they can be proactive in respect of hygiene and safety issues,
- able to provide a safe, healthy environment for their personnel, customers, and visitors, to comply with national health and safety legislation, identify any dangers in connection with their operations, and take any necessary measures to minimise risks for their employees.

The Group expects its suppliers and sub-contractors to pass on these principles to their own suppliers and sub-contractors and that they implement a similar programme with them.

### **D. Commitment to comply with ethical rules in calls for tender**

When submitting tenders to third parties, the Group undertakes to submit and go about its business in compliance with the following common ethical rules:

- to ban all forms of corruption and fraud both inside and outside the company,
- to observe the rules of intellectual property in all cases, and circulate these to all,
- to accept only those assignments which the company is suitably qualified to carry out, so that it carries them out in its customers' best interests,
- to refuse to harm a fellow producer or peer by any activities, manoeuvres, or statements contrary to the principles of truth and fair competition,
- to seek never to take over a project by recruiting staff from a tendering company in charge of that project,
- to remind its personnel of the existence of ethical rules and ensure strict compliance with it.

#### 1.6.3.4. Fair practice

##### **A. Action to prevent corruption**

The Group is not involved in any activity that could encourage corruption. In particular, the Group is committed to:

- Adopt a loyal behaviour in business relations,
- Exclude any improper or unlawful conduct and restrictive practices and abuse of competition and anti-competitive practices,
- Exclude all behaviours or facts that can be qualified as active or passive corruption, complicity in influence peddling or favouritism, in the negotiation and execution of contracts,
- Facilitate, where appropriate, the successful completion of the potential social and environmental diagnostics.

##### **B. Measures to protect consumer health and safety**

The Group complies strictly with all existing hygiene, safety, and traceability regulations designed to protect consumer health and safety, particularly visible on the bottles labelling.

The guaranteeing of compliance with these regulations derives in particular from the creation of the Champagne AOC denomination in 1935. Champagne houses have never stopped organising and anticipating developments in the framework of their trade body as they seek to drive growth by bolstering their quality and reputation. The Champagne appellation is thus increasingly well protected against outside identity fraud as a result of its status as an unequivocal appellation.

It is also the duty of the champagne houses to protect consumers against all wines, beverages, and other products that would undermine the reputation or guarantee of origin and quality of the champagne appellation.

Champagne's trade body, the *Comité Interprofessionnel des Vins de Champagne*: the legal champion protecting the appellation.

The *Comité Interprofessionnel des Vins de Champagne* and INAO have accordingly undertaken to use the law to systematically oppose all those who try to hijack the reputation and identity of the appellation.

An AOC (*Appellation d'Origine Contrôlée*) label identifies a product and the authenticity and typicality of its geographical origin. It is a guarantee of its qualities and characteristics, the terroir it comes from, and the know-how of the producers (of wines, champagne, etc.). The quantity and checks on the labelling of AOC products comply with an approved specification, in France by INAO, which reports to the Ministry of Agriculture.

An Appellation d'Origine Contrôlée (AOC) is an official French label to protect a product in connection with its geographic area of production and a number of manufacturing characteristics. It guarantees the origins of traditional food products derived from a particular terroir and food culture.

An Appellation d'Origine is neither a commercial brand name, nor a registered design, but an official certification of provenance and know-how delivered by an agency reporting to a ministry and overseen by a national fraud authority.

The Group is also highly vigilant when it comes to compliance with local labelling rules for commercialised bottles.

##### **C. Other initiatives to protect human rights**

The Group ensures that its own subsidiaries and facilities are not complicit in any human rights violations.

The Group is especially vigilant in respect of the following:

- ethical behaviour,
- respect for the rule of law,
- compliance with international standards of behaviour,
- respect for economic, social and cultural rights,
- fundamental principles and rights at work,
- adopting fair competition practices,
- promoting corporate social responsibility in the value chain,
- respect for property rights.

#### Regulations and principles

The Group is pursuing an ethical programme to comply with:

- international and national regulations concerning its activities,
- international standards, and in particular the United Nations Universal Declaration of Human Rights,
- the Fundamental Conventions of the International Labour Organisation.

The Group does not encourage anti-competitive behaviour. It does likewise vis-à-vis its own customers.

#### Principles linked to respect for persons

The Group strives to ensure, as far as possible, that its customers are aware of the need to combat all forms of discrimination, especially as regards gender, origin, religious beliefs, and political affiliation, and has undertaken to encourage cultural diversity.

The Group seeks to ensure its customers are aware of:

- national legislation, and, in any event, compliance with international regulations on working time drafted by the International Labour Organisation relative to its own activity sector. The Group is also sensitive to all the initiatives taken by its customers aimed at ensuring that their workforce benefits from sufficient rest periods,
- the need to comply with national legislation to guarantee their staff a minimum level of wages, offering them a decent standard of living in line with the cost of living in the vicinity of their operating base,
- the need for regular payment of employee wages,
- the need to reject degrading practices in their workplaces, such as corporal punishment, moral and sexual harassment, and working under threat or duress.

### 1.6.4. Prevention

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.

### 1.6.5. Methodology note

#### 1.6.5.1. Scope and timeframe of reporting

In addition to data on enrollments (total and breakdown by age, sex, CSP, contracts and departments), the data are carried over to a French perimeter representing 84% of the total workforce.

The social data cover the fiscal year from 1 April 2017 to 31 March 2018, with the exception of training data covering the calendar year 1 January to 31 December 2017.

The reporting periods for environmental data correspond to the calendar year from 1 January to 31 December 2017. The environmental reporting scope adopted by the Group has been defined as being the most representative. Indeed, environmental data related to marketing activities based abroad were deemed to be insignificant since they were not related to production activities. Consequently, the France scope was deemed representative at Group level.

#### 1.6.5.2. Definitions and methodology choices – Social indicators

##### **Total workforce and distributions by sex, by occupational category, by contract type and geographical area :**

The distribution of staff by category, by contract type and geographical area are established on the basis of present employees and holders of permanent work contracts (CDI) and fixed term contracts (CDD) at 31 March. Corporate officers are not counted. Included in the CDD all fixed-term contracts including CDD harvest and work with vines, certificates of proficiency (CAP) and trainees.

The breakdown by gender is established on the basis of the annual rate of presence of employees on permanent contracts.

The breakdown by age group is established on the basis of the annual attendance rate of all employees Contract and Permanent.

The breakdown of employees by category is established on the basis of employees on permanent contracts as of March 31.

Voyageurs Représentants Placiers (VRP) multicards are counted as CDI. Each VRP is counted up to 0.2 except in the age distribution and geographical area where each account for VRP.

##### **Hires:**

Internal transfers are not included.

##### **Notified occupational diseases:**

This indicator is the number of occupational diseases reported by companies in France and recognized by the Primary Health Insurance Fund (CPAM) during the year. The being validated files are not recognized.

##### **Absences:**

The data relate only to French companies. The days lost due to work or commuting accidents are reported in working days. It should be noted that the method of calculating the absenteeism rate takes into account the actual hours modeled on the different work rhythms of the employees and not the theoretical hours.

The day of the work accident is considered a lost day in the event of a work stoppage, regardless of the time of the occurrence of the accident.

##### **Training:**

Data on training cover all training followed by employees on permanent contracts for French companies. Unless otherwise stated, the training data are only related to the training received under the CPD. Figures are calculated on a calendar year. Data are compiled on the basis of signing sheets.

The percentage of trained employees and training expenses relate solely to the CPD. The percentage of employees trained is expressed relative to the average workforces of French companies.

#### 1.6.5.3. Definition and methodology choices – Environmental indicators

##### **Water consumption:**

Are considered the city water consumption and well water for industrial use and domestic companies Champagne Laurent Perrier (Tours-sur-Marne site) and Champagne de Castellane (Epernay site), as well as sites Oger and Landreville from 2014.

### **Energy consumption:**

The energy consumption is expressed in kWh PCI (gas consumption for previous years have been converted to kWh PCI) and include:

- the electricity consumption of companies Champagne Laurent Perrier (Tours-sur-Marne sites and Chalons-en-Champagne) and Champagne de Castellane (Epernay site), as well as sites of Oger and Landreville;
- Gas consumption of industrial sites of companies Champagne Laurent Perrier (Tours-sur-Marne site), Champagne de Castellane (website Epernay) and the site of Oger. Thus excluding gas consumption presses and administrative buildings.

### **Emissions of greenhouse gases:**

Greenhouse gas emissions are calculated based on energy consumption. The emission factors used are from the 2015 Base Carbone ADEME.

### **Additional waste to the production of champagne and dressing waste:**

Are considered waste of Tours-sur-Marne, Epernay, Oger and Landreville sites. Data are compiled on the basis of invoices, removal orders, except amounts of DIB of aigues, of flees and wine disgorging which are estimated on the basis of production data.

## 1.6.6. Report of the independent body on the Social and Environmental Report

### **Report by one of the Statutory Auditors, appointed as independent third party, on the consolidated human resources, environmental and social information included in the management report**

*This is a free English translation of the Statutory Auditors' report issued in French 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 standards applicable in France.*

For the year ended March 31<sup>st</sup> 2018

To the Shareholders,

In our capacity as Statutory Auditor of Laurent Perrier S.A. Company, (hereinafter named the "Company"), appointed as independent third party and certified by COFRAC under number 3-1049<sup>(1)</sup> we hereby report to you on the consolidated human resources, environmental and social information for the year ended March 31st 2018, included in the management report (hereinafter named "CSR Information"), pursuant to article L.225-102-1 of the French Commercial Code (Code de commerce).

<sup>(1)</sup>whose scope is available at [www.cofrac.fr](http://www.cofrac.fr)

### **Company's responsibility**

The Board of Directors is responsible for preparing a company's management report including the CSR Information required by article R.225-105-1 of the French Commercial Code in accordance with the procedures used by the Company (hereinafter the "Guidelines"), summarised in the management report and available on request from the company's head office.

### **Independence and quality control**

Our independence is defined by regulatory texts, the French Code of ethics (Code de déontologie) of our profession and the requirements of article L.822-11-3 of the French Commercial Code. In addition, we have implemented a system of quality control including documented policies and procedures regarding compliance with the ethical requirements and applicable legal and regulatory requirements.



### **Statutory Auditor's responsibility**

On the basis of our work, our responsibility is to:

- attest that the required CSR Information is included in the management report or, in the event of non-disclosure of a part or all of the CSR Information, that an explanation is provided in accordance with the third paragraph of article R.225-105 of the French Commercial Code (Attestation regarding the completeness of CSR Information);
- express a limited assurance conclusion that the CSR Information taken as a whole is, in all material respects, fairly presented in accordance with the Guidelines (Conclusion on the fairness of CSR Information).

However, it is not our responsibility to express an opinion on the compliance with the other relevant legal provisions applicable if necessary, in particular those envisaged by article L. 225-102-4 of the French Commercial Code (Duty of care) and by the law n ° 2016-1691 of December 9, 2016 known as Sapin II (fight against corruption).

Our work involved four persons and was conducted between March 2018 and June 2018 during a two-week period. We were assisted in our work by our CSR experts.

We performed our work in accordance with the French professional standards and with the order dated 13 May 2013 defining the conditions under which the independent third party performs its engagement and with ISAE 3000<sup>(2)</sup> concerning our conclusion on the fairness of CSR Information.

<sup>(2)</sup>ISAE 3000 – Assurance engagements other than audits or reviews of historical financial information

#### 1.6.6.1. Attestation regarding the completeness of CSR Information

##### **Nature and scope of our work**

On the basis of interviews with the individuals in charge of the relevant departments, we obtained an understanding of the Company's sustainability strategy regarding human resources and environmental impacts of its activities and its social commitments and, where applicable, any actions or programmes arising from them.

We compared the CSR Information presented in the management report with the list provided in article R.225-105-1 of the French Commercial Code.

For any consolidated information that is not disclosed, we verified that explanations were provided in accordance with article R.225-105, paragraph 3 of the French Commercial Code.

We verified that the CSR Information covers the scope of consolidation, i.e., the Company, its subsidiaries as defined by article L.233-1 and the controlled entities as defined by article L.233-3 of the French Commercial Code within the limitations set out in the methodological note, presented in 1.6.5 section of the management report.

##### **Conclusion**

Based on the work performed and given the limitations mentioned above, we attest that the required CSR Information has been disclosed in the management report.

#### 1.6.6.2. Conclusion on the fairness of CSR Information

##### **Nature and scope of our work**

We conducted interviews with the persons responsible for preparing the CSR Information in the departments in charge of collecting the information and, where appropriate, responsible for internal control and risk management procedures, in order to:

- assess the suitability of the Guidelines in terms of relevance, completeness, reliability, neutrality and understandability, and taking into account industry best practices where appropriate;

- verify the implementation of data-collection, compilation, processing and control process to reach completeness and consistency of the CSR Information and obtain an understanding of the internal control and risk management procedures used to prepare the CSR Information.

We determined the nature and scope of our tests and procedures based on the nature and importance of the CSR Information with respect to the characteristics of the Company, the human resources and environmental challenges of its activities, its sustainability strategy and industry best practices.

Regarding the CSR Information that we considered to be the most important<sup>(3)</sup>:

- at parent entity level, we referred to documentary sources and conducted interviews to corroborate the qualitative information (organisation, policies, actions), performed analytical procedures on the quantitative information and verified, using sampling techniques, the calculations and the consolidation of the data. We also verified that the information was consistent and in agreement with the other information in the management report;
- at the level of a representative entity selected by us<sup>(4)</sup> on the basis of its activity, its contribution to the consolidated indicators, its location and a risk analysis, we conducted interviews to verify that procedures are properly applied and to identify potential undisclosed data, and we performed tests of details, using sampling techniques, in order to verify the calculations and reconcile the data with the supporting documents. The selected sample represents between 46% of headcount considered as material data of social issues and 100% of environmental data considered as material data<sup>(5)</sup> of environmental issues.

For the remaining consolidated CSR Information, we assessed its consistency based on our understanding of the company.

We also assessed the relevance of explanations provided for any information that was not disclosed, either in whole or in part.

We believe that the sampling methods and sample sizes we have used, based on our professional judgement, are sufficient to provide a basis for our limited assurance conclusion; a higher level of assurance would have required us to carry out more extensive procedures. Due to the use of sampling techniques and other limitations inherent to information and internal control systems, the risk of not detecting a material misstatement in the CSR information cannot be totally eliminated.

<sup>(3)</sup> Social indicators: Total workforce at 31/03 split by age, gender, geographic area and socio-professional categories, Hiring for fixed-term and unlimited contracts, Redundancies, Number of work and commuting accidents, Number of lost days for work and commuting accidents, Number of occupational illnesses, Number of training hours.

Environmental indicators: Energy consumption (electricity and natural gas); Water consumption; Wastes related to champagne production and Waste related to packaging.

Qualitative information: The organization of social dialogue including information procedures, consultation and negotiation with the employees, The organization of the company to integrate environmental issues and, if appropriate, the assessments and certification process regarding environmental issues.

<sup>(4)</sup> Champagne Laurent Perrier – Tours-sur-Marne.

<sup>(5)</sup> See list of environmental indicators disclosed in the foot note n°3 of this present report.

## Conclusion

Based on the work performed, no material misstatement has come to our attention that causes us to believe that the CSR Information, taken as a whole, is not presented fairly in accordance.

Paris-La Défense, 14<sup>th</sup> June 2018  
KPMG S.A.

Anne Garans  
*Partner*  
Sustainability Services

Fernando Alvarez  
*Partner*

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## 1.7. 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

Stéphane Dalyac - Chairman of the Management Board.

### 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 in 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 the management report listed in Annex 3 (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, on June 15, 2018

Stéphane Dalyac - Chairman of the Management Board

### 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, 2020.

KPMG, S.A., a member of the Versailles Company of Statutory Auditors, represented by Mr. Fernando Alvarez who, for reasons of rotation of the auditors, will replace Mr. Pascal Grosselin.

3 cours du Triangle  
92939 Paris la Défense Cedex

First appointed: July 6, 2011

Mandate expires: Ordinary Shareholders' Meeting held to approve the accounts for the financial year ending March 31, 2023

The ordinary Shareholders' meeting will be asked to renew his mandate.

#### **Alternate auditor:**

Mr Jean-Christophe Georghiou  
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, 2020.

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## 2.4. PERSON RESPONSIBLE FOR INVESTOR INFORMATION

Stéphane Dalyac, - email: [stephane.dalyac@laurent-perrier.fr](mailto:stephane.dalyac@laurent-perrier.fr)

Tel: + 33 (0)3.26.58.91.22

Fax: + 33 (0)3.26.58.17.29

### 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,
- Laurent-Perrier Italy: Italian 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,
- historical 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 on the site: [www.finance-groupep.com](http://www.finance-groupep.com).

#### 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)

This point is detailed in the draft resolutions.

### 3.1.9. Annual General Meetings of Shareholders (article 18 of the by-laws)

This point is detailed in the draft resolutions.

### 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. A lowering of this threshold with 0.5% is proposed with the vote of the shareholders at the time of the general meeting of 2018.

#### **Double voting rights (article 18 of the bylaws)**

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, 2018 of holders of bearer shares identified about 3,884 shareholders.

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

The General Meeting of Shareholders held on July 7, 2010 amended article 15 of the bylaws as follows:

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.

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."

### 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 12, 2017 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:

- ensure market-making and share liquidity through the intermediary of an investment services provider within the framework of a liquidity agreement compliant with the Code of Good Conduct of the *Association Française des Marchés Financiers* (AMAFI), recognised by the AMF;
- retain the shares purchased for eventual trading or use as payment under any acquisition-led growth transactions, it being specified that the shares purchased to this end may not exceed 5% of the Company's share capital,
- ensure coverage for stock option plans and/or the allotment of free bonus shares (or similar plan) for the benefit of employees and/or the Group's executive officers, and all allotments of shares under a corporate or Group savings plan (or similar plan) under the terms of a profit sharing plan and/or any and all other forms of share allotments to employees and/or executive officers of the Group,
- ensure the coverage of securities conferring the right to the allotment of Company shares in the framework of current legislation,
- cancel, where appropriate, any shares purchased, subject to the approval of the authority granted to the Management Board, as set out in the sixteenth resolution put before the extraordinary General Shareholders' Meeting.

The Company has not cancelled any shares held under the provisions of the above programme. The special buy-in report is included in section 7.1.

The July 11, 2018 Joint Ordinary and Extraordinary Shareholders' Meeting held to vote on the financial statements for the period ended March 31, 2018 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 €130 per share excluding expenses.

The Shareholders' Meeting on July 11, 2018 will authorise the buy-back of up to 594,000 shares each with a par value of €3.80 (minus the 33,111 treasury shares already owned by the Company at March 31, 2017) ie, a maximum of 10% of the adjusted share capital of any operation on the intervening capital over the life of the programme.

#### **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, 2018. However, taking into account the 33,111 treasury shares already owned by the Company at March 31, 2018, 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 01.04.2017 to 31.03.2018:**

A) Market making:		
- Shares purchased during the financial year:		21,518 shares
- Shares sold during the financial year:		25,108 shares
- Average share price:	purchase:	€82.518
	sale:	€81.234
B) Share purchase options		
- Shares purchased during the financial year:		0 share
- Average share price:		-
C) External growth		
- Shares purchased during the financial year:		none
D) Amount of trading fees:		
- Market making:	Expenses incurred on sales:	€0
	Expenses incurred on purchases:	€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:		0.56 %

**2. Total**

- A) Total shares registered in the company name at close of financial year: 33,111 shares
- B) Value at purchase price: €2,732,253.50
- C) Nominal value of treasury shares: €3.80 per share (for a total of €168,891.00)

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 Paragraph 7.2.

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## 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, 2018, the capital stock of the company stood at €22,594,271.80, divided into 5,945,861 shares, each with a par value of €3.80, all of the same class. The number of shares was unchanged throughout the financial year

### 3.2.2. Stock option plans and Bonus shares (AMF Table No.8 & 10 )

The Joint Ordinary and Extraordinary Shareholders' Meeting of 2001, 2003, 2006, 2009, 2012 and July 8, 2015, 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 L 225-177 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'option 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 on July 8, 2015 voted to renew the authorisations given to the Management Board to grant:

- 1) stock options in the company valued at not exceeding 210,000 stock to the same beneficiaries as before.
- 2) Bonus shares the total number of which to be awarded shall not exceed 1.7% (one point seven

per cent) of the capital stock, this percentage being calculated in relation to the number of such bonus shares already allocated or issued.

These authorisations are granted for 38 months and could therefore be renewed in 2018.

To replace the free share allocation authorization granted by the 2015 Shareholders' Meeting, the General Meeting of 12 July 2017 authorized the Management Board to grant free shares for 38 months, ie until 2020.

A new authorization to grant bonus shares will be proposed to the General Meeting of 11 July 2018 following the new tax rules ie until 2021.

It will be proposed to the shareholders at the Shareholders' Meeting of July 11, 2018 to decide on an authorization to be given to the Management Board to grant stock options to the Company up to a maximum of 210,000 stocks options to the same beneficiaries as previously, ie until 2021 .

#### Overview of Stock Option allocations (AMF n°8)

Management Board Meeting	Date of Shareholders' meeting													
	26.05.1999					29.06.2001			03.07.2003			06.07.2006		
	Plan n°1 11.06.99	Plan n°2 22.10.99	Plan n°3 30.03.00	Plan n°4 25.04.00	Plan n°5 30.03.01	Plan n°6 05.09.01	Plan n°7 26.03.02	Plan n°8 25.03.03	Plan n°9 30.03.04	Plan n°10 08.03.05	Plan n°11 14.03.06	Plan n°12 22.03.07	Plan n°13 18.03.08	Plan n°14 02.04.0
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	31,474	4,500 (1)	44,950 (1)	2,250 (1)	44,000 (1)	3,950	66,700	46,900 (1)	49 400 (1)	18,000	28,000 (1)	25,000	34,200	41,300 (1)
Corporate officers														
Cumulative former managers (2)	11,724	0	17,500	0	17,500	2,000	32,250	22,750	22,750	14,000	18,000	18,000	18,000	28,000
Option exercisable as of	12.06.04	23.10.04	31.03.05	26.04.05	31.03.06	06.09.05	27.03.06	26.03.07	31.03.08	09.03.09	15.03.10	23.03.11	19.03.12	03.04.13
Expiry date	10.06.09	21.10.09	29.03.10	24.04.10	29.03.11	04.09.11	25.03.12	24.03.13	29.03.14	07.03.15	13.03.16	21.03.17	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	€ 41,00
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 on 31/03/2018	24,974	1,000	36,850	2,250	39,300	1,950	57,900	37,100	36,900	25,000	7,500	0	0	28,000
Stock options remaining at end of FY (31/03/2018)	6,500	3,500	8,100	0	4,700	2,000	8,800	9,800	12,500	3,000	3,000	25,000	34,500	2,000
Stock Options remaining at end of FY (31/03/2018)	0	0	0	0	0	0	0	0	0	0	0	0	0	11,300

(1) including allocations for beneficiaries before they left the Group

(2) ie, corporate officers having left their position

#### Bonus shares – Information on free bonus shares

(AMF Table No. 10)

Allocations of bonus shares

None

History of the allocation of performance shares (AMF n ° 10): n/a

	N° du plan
Meeting date	n/a
Date of executive board	n/a
Total number of share awarded, the number attributed to :	n/a
Corporate officers <sup>(1)</sup>	n/a
Corporate officer 1	n/a
Corporate officers 2	n/a
Cumulative number of shares allocated to Corporate officers <sup>(2)</sup>	n/a
Date of acquisition of the shares	n/a
End of retention period date	n/a
Performance Conditions	n/a
Number of shares acquired on ... ( most recent date)	n/a
Cumulative number of canceled or canceled shares	n/a
Remaining performance shares at the end of the year	n/a

(1) Nominative list of corporate officers (non-executive and non executive directors))

(2) That is to say proxiez who left office after March 31,2018.

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

The Joint Ordinary and Extraordinary Shareholders' Meeting of July 7, 2016 authorised the Management Board to increase the share capital on one or several occasions over a period of 26 months through:

- increase the Company's capital stock by issuing shares or securities giving access to the share capital with maintenance of preferential subscription rights;
- increase the Company capital by incorporation of reserves, income or premiums or any other sums available for capitalisation;
- increase the share capital by issuing shares or securities giving access to the capital, with cancellation of preferential subscription rights;
- increase the capital by issuing ordinary shares or any other securities giving access to the capital, with cancellation of preferential subscription rights, up to an annual maximum of 10% of the share capital, according to the method of determining the subscription price defined by the General Shareholders' Meeting;
- increase the capital by issuing shares or securities giving access to the capital, with cancellation of preferential subscription rights, up to an annual maximum of 20% of the share capital through private placement reserved for qualified investors or a restricted circle of investors;
- increase the share capital up to a maximum of 10% of the capital to remunerate contributions in kind of shares or securities giving access to the capital of other companies;
- carry out capital increases reserved for employee members of a corporate or Group savings plan.

These authorisations were not implemented by the Management Board at March 31, 2018 and will be renewed at the General Meeting of July 11, 2018.

### 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, 2018

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	Capital increase	444,500	10,668,000	4,445	40,644,500
27.06.1994	Capital increase through capitalisation of reserves			2,032,225	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 Galilée 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 into 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	Capital increase	€3,510,945.40	€26,978,843.00	923,933	€22,067,629.80
July 1999	Exercise of over-allocation option	€526,642	€4,046,828	138,590	€22,594,271.80
				Total number shares 5,945,861	

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

Laurent-Perrier is a family-owned group. However, the shareholder family does not have a majority on the Supervisory Board. There are no ad hoc measures to ensure the control is not exercised abusively.

#### 3.2.6.1. At Mars 31, 2018

Shareholders	Number of shares	% capital	% voting rights
① Registered family shares (de Nonancourt family)	3,626,685	61.00%	75.41%
② Other registered shares (institutionals & other)	28,333	0.48%	0.59%
③ Free float	2,239,863	37.67%	23.81%
④ Shares held through the corporate mutual fund for employees and managed by HSBC Epargne Entreprise (registered and bearer)	17,869	0.30%	0.19%
⑤ Treasury shares (bearer and registered) <sup>(1)</sup>	33,111	0.56%	-
GENERAL TOTAL AT 31.03.2018	5,945,861	100%	100%

<sup>(1)</sup> 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)

### Shareholders owning more than 2.5% of the share capital

- First Eagle Investment Management, LLC (US Investment Advisor) which has disclosed that it has crossed the threshold of 10% of the capital and 5% of the voting rights, including First Eagle Funds Inc., (First Eagle Funds Inc, which has disclosed that it has crossed the threshold of 7.5% of the capital and 5% of the voting rights), 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,
- Mousseluxe SARL which has disclosed that it has crossed the threshold of 2.5% of the capital.

To the Group's knowledge, there are no other shareholders owning more than 2.5% of the capital or voting rights either directly, indirectly, alone or as part of a concert party.

### 3.2.6.2. At Mars 31, 2017

Shareholders	<u>Number of shares</u>	<u>% capital</u>	<u>% voting rights</u>
① Registered family shares (de Nonancourt family)	3, 583,685	60.27%	74.67%
② Other registered shares (institutionals & other)	37,621	0.63%	0.71%
③ Free float	2,258,856	37.99%	24.19%
④ Shares held through the corporate mutual fund for employees and managed by HSBC Epargne Entreprise (registered and bearer)	21,254	0.36%	0.43%
⑤ Treasury shares (bearer and registered) <sup>(1)</sup>	44,445	0.75%	-
<b>GENERAL TOTAL AT 31.03.2017</b>	<b>5,945,861</b>	<b>100%</b>	<b>100%</b>

<sup>(1)</sup> 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)

### Shareholders owning more than 2.5% of the share capital

- First Eagle Investment Management, LLC (US Investment Advisor) which has disclosed that it has crossed the threshold of 10% of the capital and 5% of the voting rights, including First Eagle Funds Inc., cited above (1) and which further declares that it has no intention of acquiring control of the company.
- First Eagle Funds Inc, which has disclosed that it has crossed the threshold of 7.5% of the capital and 5% of the voting rights.
- Fidelity International which has disclosed that it has crossed the threshold of 2.5% of the capital and 2.5% of the voting rights
- 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.
- Mousseluxe SARL which has disclosed that it has crossed the threshold of 2.5% of the capital.

To the Group's knowledge, there are no other shareholders owning more than 2.5% of the capital or voting rights either directly, indirectly, alone or as part of a concert party.

### 3.2.6.3. At March 31,2016

Shareholders	<u>Number of shares</u>	<u>% capital</u>	<u>% voting rights</u>
① Registered family shares (de Nonancourt family)	3,583,685	60.27%	74.64%
② Other registered shares (institutionals & other)	39,653	0.67%	0.73%
③ Free float	2,558,159	37.98%	24.20%
④ Shares held through the corporate mutual fund for employees and managed by HSBC Epargne Entreprise (registered and bearer)	21,061	0.35%	0.43%
⑤ Treasury shares (bearer and registered) <sup>(1)</sup>	43,303	0.73%	-
<b>GENERAL TOTAL AT 31.03.2016</b>	<b>5,945,861</b>	<b>100%</b>	<b>100%</b>

<sup>(1)</sup> 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)

### Shareholders owning more than 2.5% of the share capital

- First Eagle Investment Management, LLC (US Investment Advisor) which has disclosed that it has crossed the threshold of 10% of the capital and 5% of the voting rights, including First Eagle Funds Inc., cited above (1) 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 2.5% of the capital and 2.5% of the voting rights
- 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.
- Moussex SARL which has disclosed that it has crossed the threshold of 2.5% of the capital.

To the Group's knowledge, there are no other shareholders owning more than 2.5% of the capital or voting rights either directly, indirectly, alone or as part of a concert party.

The Group is controlled as described above. The Group considers that there is no risk that control is exercised in an abusive way.

### 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 for in the bylaws.

### 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. ASN is a civil society, a legal entity connected to Ms Alexandra Pereyre and Ms Stéphanie Meneux.

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 2016-2017. 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 5.2.4.24 of the present reference document) and in the notes to the parent company financial statements in section 5.4. (note 15, Off-balance sheet commitments, of the present reference document).

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

Laurent-Perrier shares are listed on Eurolist B of Euronext Paris (Enternext).

in €	Monthly opening price	Monthly closing price	Monthly high	Monthly low	Trading volume (shares)	Trading Volume (€)
October-16	72,34	70,00	73,01	68,50	23 292	1 651 111
November,-16	70,00	65,90	70,70	64,12	46 934	3 180 046
December-16	65,80	72,00	72,90	65,58	20 722	1 462 797
January,-17	72,00	69,00	72,01	65,50	39 917	2 756 950
February,-17	69,01	70,70	71,00	67,80	11 264	783 714
March,-17	70,71	69,10	72,00	68,00	12 758	842 222
April-17	68,50	70,68	70,69	68,00	27 134	1 876 984
May.-17	70,64	74,40	74,95	70,50	11 664	845 753
June.-17	74,40	77,00	77,67	73,50	15 424	1 153 529
July.-17	76,99	76,50	78,45	74,55	12 597	963 690
August.17	76,20	76,60	77,51	75,90	5 734	440 442
September.-17	76,59	79,36	79,37	75,50	14 092	1 086 964
October-17	79,29	80,51	82,20	79,00	26 581	2 148 098
November.-17	80,51	84,00	84,90	80,50	26 176	2 185 918
December-17	84,01	83,31	84,91	81,01	19 670	1 641 673
January.-18	83,40	96,00	98,80	80,00	39 034	3 433 277
February.-18	96,00	96,40	101,00	93,60	24 226	2 394 234
March.-18	96,40	94,80	100,00	91,40	25 480	2 457 978

### 3.2.12. Dividend policy

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

On May 31, 2018, the Management Board decided to propose to the Joint Ordinary and Extraordinary Shareholders' Meeting on July 11, 2018 a dividend of à mettre à jour € 1.05 per share in respect of financial year 2017-2018 before social security contributions.

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

Financial year	Dividend per share (€)
2014-2015	€1.00
2015-2016	€1.05
2016-2017	€1.05

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:

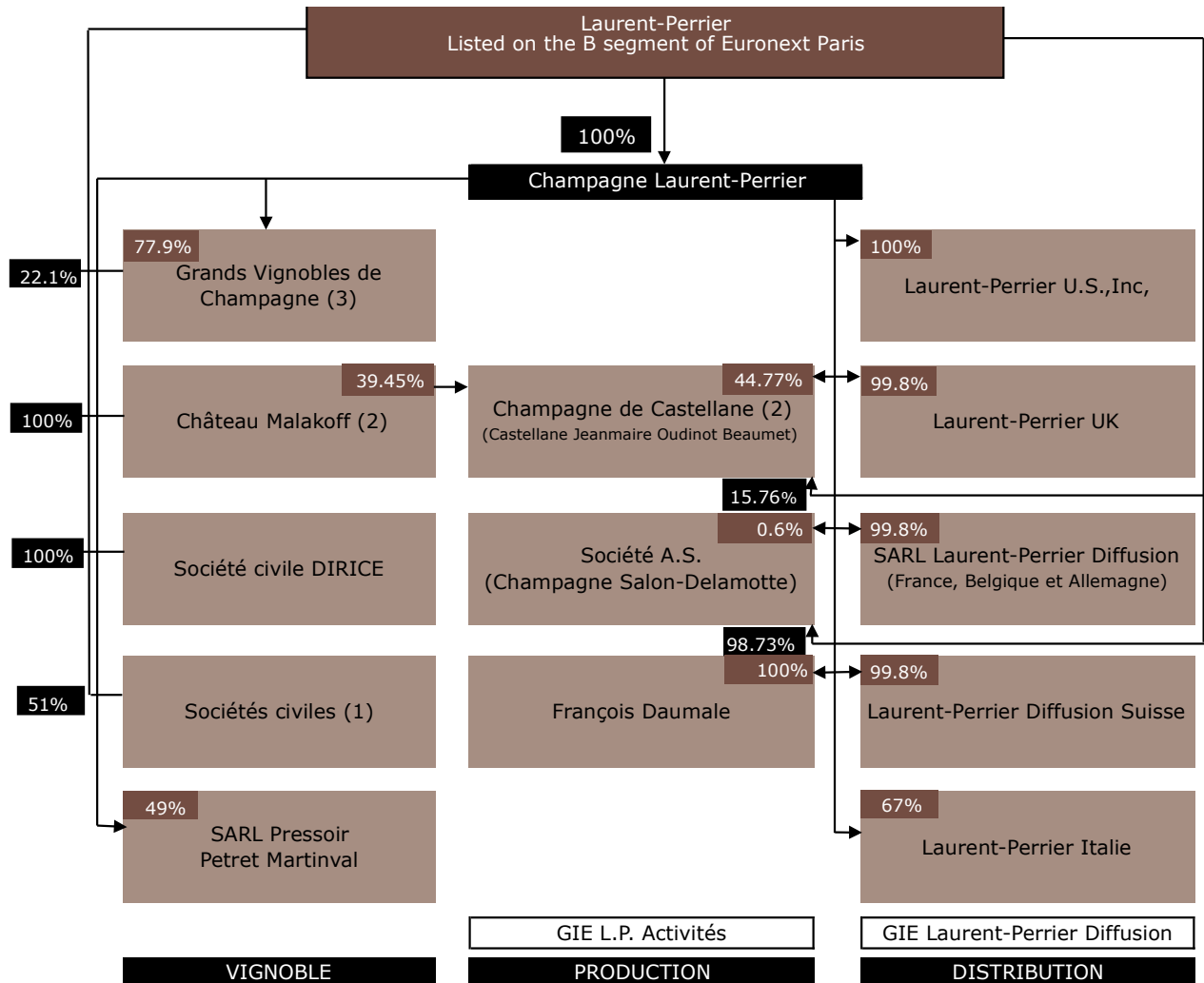
- All wine making is now centralised at a single facility in Tours-sur-Marne after new winery capacity was installed. The large number of tanks means that the crus from the grape harvest can be perfectly separated, while regulation processes guarantee extensive control over every phase of wine-making 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 Châlons-en-Champagne.

As detailed in section 5.2.4.3. of Consolidated accounts.

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, 2018, which is structured around the Laurent-Perrier parent company, Champagne Laurent-Perrier, Champagne de Castellane, 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
- 3) Merger with Champagne Lemoine

The chart showing subsidiaries and participations appears in section 5.2.5. of the reference document.



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

### 4.1. REPORT CORPORATE GOVERNANCE DRAWN UP BY THE SUPERVISORY BOARD (ARTICLE L225-68, §6 OF THE FRENCH COMMERCIAL CODE, FROM THE ORDER OF 12 JULY 2017)

French government Decree 2017-1162 issued on July 12, 2017 replaces the Report of the Chairman of the Supervisory Board on Corporate Governance and Internal Controls with a report on Corporate Governance drawn up by the Supervisory Board itself and not by its Chairman.

This report, some of whose content previously appeared in the Management Report, must henceforth be drawn up by all companies opting for the *Société Anonyme* (public limited company) corporate structure.

Below, we list the range of required statutory information, as follows:

- The list of functions and offices exercised by company officers in the past financial year,
- The list of agreements entered into between a company officer or significant shareholder and a subsidiary,
- A table of approvals given for capital increases,
- The Supervisory Board's observations on the Management Report drawn up by the Management Board,
- A list of possible material factors in the event of a public offering,
- The remuneration of senior executives,
- The draft resolutions drawn up by the Supervisory Board to approve the principles and criteria for determining, allocating and distributing the fixed, performance-related and exceptional items making up the total remuneration and benefits of any kind attributable to senior executives for members of the Management Board and the Supervisory Board (Say and Pay),
- Details of the performance-related and exceptional remuneration granted to senior executives in the financial year just ended,
- The composition of the Supervisory Board and the conditions for preparing and organising its discussions,
- Application of the principle of gender balance to the Supervisory Board,
- Comply or Explain, concerning the application of the Middledex corporate governance code,
- Special arrangements in connection with the attendance of shareholders at the General Shareholders' Meeting,
- (Where necessary, mention the suspension or restoring of directors' fees for non-compliance with rules on gender parity on the Supervisory Board).

#### 4.1.1 Supervisory Board observations on the report of the Management Board and the financial statements for the year just ended

Mr Stéphane Dalyac, Chairman of the Management Board, continued the task of redeploying the Group in line with a value strategy that he has steadily intensified since his arrival. This is bearing fruit in a fairly unfavourable economic environment, notably in France, Belgium, the United Kingdom, and in the African and Middle Eastern regions.

The drive to boost the reputation of the brand and its products has been extended internationally into new markets to bolstering Laurent-Perrier's position and embark on a new phase of growth in an increasingly competitive environment.

Elsewhere, continued investment in the new "Clos Valin" facility has provided Laurent-Perrier with an exceptionally efficient production tool.

During the 2017-2018 financial year, the Supervisory Board approved the half-yearly and annual accounts, and endorsed the budgets and the strategic plan.

The financial year just ended has demonstrated the suitability of the strategy pursued by the Group for several years. Despite a difficult market, Laurent-Perrier has managed to sustain strong organic operating performance and has improved its positions not only in key markets such as the United Kingdom and the United States, but also in markets with potential such as Germany and Italy.

At the Board meeting on July 12, 2017, Laurent-Perrier announced the appointment of Ms Jocelyne Vassoille to the Supervisory Board. She brings her experience in human resources management and will assist Laurent-Perrier in its development and in changes to the Group.

United around Alexandra and Stéphanie, and sharing with them the desire to ceaselessly improve on the quality of our products, the Supervisory Board is convinced that the Laurent-Perrier Group will make the most of growth opportunities despite the difficult economic environment.

#### 4.1.2. Information on the operation of the administrative or executive bodies: composition – organisation

##### 4.1.2.1. List of all offices held by each company officer

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

Mandates renewed for two financial periods at the end of the General Shareholders' Meeting called to examine the financial statements for the period ending March 31, 2018.

	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 Dalyac Chairman Business address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne	September 24, 2014	Supervisory Board meeting held following the 2019 General Shareholders' Meeting	See table of positions and offices	None
Ms Alexandra Pereyre de Nonancourt*, member and authorised legal representative Business address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne	May 10, 1999	Supervisory Board meeting held following the 2019 General Shareholders' Meeting	See table of positions and offices	Director Holding Benjamin & Edmond de Rothschild
Ms Stéphanie Meneux de Nonancourt*, Member and authorised legal representative Business address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne	May 10, 1999	Supervisory Board meeting held following the 2019 General Shareholders' Meeting	See table of positions and offices	None

\* Mss Alexandra Pereyre de Nonancourt and Stéphanie Meneux de Nonancourt are the daughters of the Founder-Chairman of Laurent-Perrier, Mr Bernard de Nonancourt, who died on October 29, 2010, and his wife, Claude de Nonancourt.

## **B. The Laurent-Perrier Supervisory Board**

Group and non-Group mandates.

Supervisory Board members 2018 are appointed for a term of six years.

Members of Supervisory Board Date of initial appointment expires	Other Group and non-Group mandates at March 31, 2018
<p>Maurice de Kervénoaël<sup>(1)</sup></p> <p><i>Chairman: July 7, 2005 -2023</i> Business address: MDK Consulting 20, rue Vignon 75009 Paris</p>	<p>Other Laurent-Perrier Group mandates: none</p> <p>Non-Laurent-Perrier Group mandates: Manager of Consultancy company</p> <ul style="list-style-type: none"> <li>- Managing Director of MDK Consulting</li> <li>- Director of Hermès Parfums</li> <li>- Director of Château Olivier</li> <li>- Director of ONET</li> </ul>
<p>Marie Cheval<sup>(1)</sup></p> <p><i>Member: July 9, 2013 – July 8, 2019</i>  <i>Business address: Carrefour Direction Générale, 33 avenue Emile Zola, TSA 5555, 92649 Boulogne-Billancourt</i></p>	<p>Other Laurent-Perrier Group mandates: none</p> <p>Non-Laurent-Perrier Group mandates:</p> <ul style="list-style-type: none"> <li>- Executive Director Customer Services and Digital Transformation of the Carrefour Group</li> <li>- Director and member of Carmila's Compensation and Appointments Committee</li> <li>- President of Carrefour Omnicanal</li> <li>- President of Digital Media Shopper</li> <li>- Director of Carrefour Banque</li> <li>- Market Pay Administrator</li> <li>- Administrator of Private Show Room</li> <li>- Director and member of the Remuneration and Compensation Committee of the M6 Group</li> </ul>
<p>Claude de Nonancourt</p> <p><i>Member: July 11 1996 - 2020</i> <i>Family tie: wife of Bernard de Nonancourt</i></p> <p>Address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne</p>	<p>Other Laurent-Perrier Group mandates: see table of positions and offices</p> <p>Non-Laurent-Perrier Group mandates: none</p>
<p>Yann Duchesne<sup>(1)</sup></p> <p><i>Member: July 3 2003 - 2021</i></p> <p>Address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne</p>	<p>Other Laurent-Perrier Group mandates: none</p> <p>Non-Laurent-Perrier Group mandates:</p> <ul style="list-style-type: none"> <li>- Chairman and Chief Executive, IBL Group</li> </ul>
<p>Éric Meneux</p> <p><i>Member: October 26, 1999 - 2023</i> <i>Family tie: husband of Stéphanie Meneux de Nonancourt, member of the Management Board</i></p> <p>Address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne</p>	<p>Other Laurent-Perrier Group mandates: none</p> <p>Non-Laurent-Perrier Group mandates:</p> <ul style="list-style-type: none"> <li>- Hospital surgeon</li> <li>Liberal Activity: La Murette Clinic and American Hospital - Neuilly-sur-Seine</li> </ul>

<p>Jean-Louis Pereyre</p> <p><i>Member:</i> December 20, 1994 - 2018  <i>Family tie:</i> husband of Alexandra Pereyre de Nonancourt, member of the Management Board  Address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne</p>	<p>Other Laurent-Perrier Group mandates: none</p> <p>Non-Laurent-Perrier Group mandates:</p> <ul style="list-style-type: none"> <li>- Chairman, Maritime Archéologie et Prospection</li> <li>- Director, SPEOS</li> </ul>
<p>Bernard Rasclé<sup>(1)</sup></p> <p><i>Member:</i> November 19, 2015 - 2020  Address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne</p>	<p>Other Laurent-Perrier Group mandates: none</p> <p>Non-Laurent-Perrier Group mandates:</p> <ul style="list-style-type: none"> <li>- General Manager, BRC Bernard Rasclé Conseils</li> <li>- Non-executive director, Ampère SA (Luxembourg)</li> <li>- Non-executive director, Confluence Capital (Luxembourg)</li> </ul>
<p>Wendy Siu<sup>(1)</sup></p> <p><i>Member:</i> 7 July 2016- 2020  Address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne</p>	<p>Other Laurent-Perrier Group mandates: none</p> <p>Non-Laurent-Perrier Group mandates :</p> <ul style="list-style-type: none"> <li>- President and founder of Heather and March</li> <li>- Vice-Chairwoman of the Board of Trustees of the Alliance Française in Hong Kong</li> <li>- Member of the French Chamber of Commerce and Industry in Hong Kong.</li> </ul>
<p>Patrick Thomas<sup>(1)</sup></p> <p><i>Deputy Chairman</i>  <i>Member:</i> November 25, 2011 - 2023  <i>Business address:</i> 3 Rue de Verdi 75116 Paris</p>	<p>Other Laurent-Perrier Group mandates: none</p> <p>Non-Laurent-Perrier Group mandates:</p> <ul style="list-style-type: none"> <li>- Chairman of the Board and Director, Shang-Xia Trading (Shanghai)</li> <li>- Chairman and Director, Full More Group (Hong-Kong)</li> <li>- Chairman of the Supervisory Board, Ardian Holding (France)</li> <li>- Vice-Chairman of the Supervisory Board, Massilly Holding (France)</li> <li>- Member of the Supervisory Board, Leica Camera AG (Germany)</li> <li>- Member of the Supervisory Board, Château Palmer (France)</li> <li>- Managing Director, SCI Les Choseaux (France)</li> <li>- Member of the Board of Directors, Renault (France)</li> <li>- Director, Group Teleperformance</li> </ul>
<p>Jocelyne Vassoille<sup>(1)</sup></p> <p><i>Member:</i> 12 July 2017- 2023  Address: Laurent-Perrier – 32 avenue de Champagne 51150 Tours-sur-Marne</p>	<p>Other Laurent-Perrier Group mandates: none</p> <p>Non-Laurent-Perrier Group mandates:</p> <ul style="list-style-type: none"> <li>- Director of human resources, Group L'Oréal</li> </ul>

(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 members are: Maurice de Kervénoaël (President), Yann Duchesne (Vice President), Eric Meneux, Jean-Louis Pereyre, Patrick Thomas and Marie Cheval, Management Board members. The Management Board is represented on the Strategy Committee by Stéphane Dalyac, Alexandra Pereyre de Nonancourt and Stéphanie Meneux de Nonancourt.

**The Audit and Financial Communication Committee** examines the Company's financial results for each reporting period and ensures they are communicated to shareholders at least twice a year.

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 Eric Meneux, Marie Cheval and Bernard Rasclé, with Yann Duchesne 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 Yann Duchesne and Jean-Louis Pereyre, and Jocelyne Vassoille since may 2018 with Patrick Thomas as Chairman.

**List of positions and offices held in Group Companies by the executive officers as at March 31, 2018**

Company Executive Officers	Laurent-Perrier	Champagne Laurent-Perrier	Champagne de Castellane	Société A.S.	Château Malakoff	François Daumale
	<i>Société Anonyme</i> with Management Board and Supervisory Board	<i>Société par Actions Simplifiée</i> (joint-stock company)	<i>Société Anonyme</i>	<i>Société Anonyme</i>	<i>Société par Actions Simplifiée</i> (joint-stock company)	<i>Société par Actions Simplifiée</i> (joint-stock company)
Maurice de Kervénoaël	Chairman of the Supervisory Board					
Marie Cheval	Member of the Supervisory Board					
Yann Duchesne	Member of the Supervisory Board					
Eric Meneux	Member of the Supervisory Board					
Claude de Nonancourt	Member of the Supervisory Board		Director	Director		
Jean-Louis Pereyre	Member of the Supervisory Board					
Bernard Rasclé	Member of the Supervisory Board					
Wendy Siu	Member of the Supervisory Board					
Patrick Thomas	Deputy Chairman of the Supervisory Board					
Jocelyne Vassoille	Member of the Supervisory Board					
Stéphanie Meneux	Member of the Management Board and Chief Executive Officer	CEO	Permanent representative of CLP, Director	Chairman of the Board of Directors		

Alexandra Pereyre	Member of the Management Board and Chief Executive Officer	CEO				
Stéphane Dalyac	Member of the Management Board	Permanent representative of LP, Director	CEO		Permanent representative of LP, Director	Permanent representative of CLP, Director
Laurent-Perrier Legal Entity		Chairman			Chairman	

#### 4.1.2.2. Potential conflicts of interest and corporate governance (MIDDLENEXT code)

##### **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.

The remuneration paid by the company to MDK Consulting, of which the Chairman of the Supervisory Board is the manager, has been approved by the Remuneration and Corporate Governance Committee and then by the Supervisory Board.

The total remuneration paid to the Chairman of the Supervisory Board is set out in AMF Table 3 in the present Chapter 4 and as such can be easily compared with the total remuneration paid to other Supervisory Board Chairmen.

Related party agreements are voted by the Supervisory Board, where the majority shareholder does not have a majority. There are no other relevant agreements.

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, 2018:

- 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 the present Governance Report has been selected as a member of a Board, Management or Supervisory level structure or as a member of the General Management thereof. There are no other relevant agreements.

##### **Corporate governance –MIDDLENEXT Code** (new code published in September 2016)

The Group considers that its practices comply with French corporate governance requirements, namely the MIDDLENEXT corporate governance code tailored to family-owned companies to take into account the size and business activities of the Group and the family-owned nature of Laurent-Perrier. The new Middelnext code of September 2016 sets out new recommendations by clarifying the division of roles between shareholders, directors and executives.

For a champagne house, both its investments and activities are long-term. It is, therefore, important for the Laurent-Perrier Group to attract skills over a given period of time to enable Supervisory Board members and the company to work effectively together.

A good knowledge of the company and its business sector are primordial when it comes to enabling the company to benefit fully from the skills of its Supervisory Board members. Hence, the prolonged exercise of a mandate as a member of the Supervisory Board provides experience and authority. However, the Supervisory Board did not consider that the exercise of a mandate over a period of several years means that the Supervisory Board member concerned does not lose any of his or her independent status.

The Supervisory Board sees the ability to suitably appreciate the complexity of a champagne house as an asset.

Moreover, in view of Laurent-Perrier's capital structure and its high concentration, the company has not yet carried out any self-assessment of the Supervisory Board. For the sake of good corporate governance, Laurent-Perrier intends to include this item on the agenda of one of its forthcoming meetings.

As regards the setting up of a selection committee, the Supervisory Board considers that the current operating conditions enable the Board and its committees to fulfil their roles.

MiddleNext Code recommendations	Monitoring status
1. Combining employment contracts and corporate office	Rule on holding more than one mandate complied with. This issue is addressed in the Supervisory Board's Report on Corporate Governance (Chapter 4 of the Reference Document).
2. Definition and transparency of remuneration of corporate officers	This question is addressed in the report of the Supervisory Board on Corporate Governance (Chapter 4 of the reference document). The executive compensation elements will be approved in accordance with the terms of the Sapin 2 law (Say on Pay).
3. Severance pay	Recommendation followed. <u>Contractual severance pay</u> The Laurent-Perrier Supervisory Board agreed to grant Mr Stéphane Dalyac severance pay amounting to 6 months' gross annual salary (fixed and annual performance-related). <u>Performance criteria:</u> Laurent-Perrier's undertaking was contingent on his meeting certain performance conditions, viz. To achieve 50% of the Group's operating result set by the Supervisory Board for the previous financial year.
4. Supplementary retirement schemes	Recommendation followed. By reason of his appointment as a member of the Management Board at the Supervisory Board meeting on 24 September 2014, Mr Stéphane Dalyac is eligible for the defined-benefit supplementary retirement regime operating within the Laurent-Perrier Group in respect with performance criteria.
5. Stock options and bonus shares	This recommendation is not applicable to the Laurent-Perrier Group, because the Group no longer grants stock options and bonus shares. There is no allocation for the year. Where applicable, the eligibility conditions would respect the Middlednext code and comply with the performance criteria.
6. Introduction of Board Rules of Procedure	The role of the Board and the principal arrangements for its operation are set out in the Company articles of association. As a result, the Supervisory Board does not consider it necessary to have more than one set of Rules of Procedure: a. Role of the Board: the Board's mission is to monitor and oversee the management bodies without interfering in management. b. Board composition: the Supervisory Board is composed of 9 members. The gender balance is respected. The Supervisory Board consists of 6 independent members. c. Duties: The Supervisory Board has a permanent duty of oversight. To this end, it issues a report to the General Shareholders' Meeting containing its observations on the Management Board and on the financial statements. d. Operation of the Board: the Supervisory Board meets more than 4 times a year, convened by its President. The Management Board is invited to attend meetings of the Supervisory Board. The Supervisory Board may also address the appropriateness of Management Board actions e. Rules for determining the remuneration of members: Members of the Supervisory Board receive attendance fees. The

MiddleNext Code recommendations	Monitoring status
	Chairman of the Supervisory Board receives compensation and consulting fees.
7. Director ethics	The Supervisory Board's duty of oversight is fulfilled without encroaching on the executive. The Management Board takes decisions according to the rules laid down in the articles of association. The Supervisory Board controls the Management Board without interfering in the management. The Supervisory Board controls the Management Board without interfering in the management. In the event of a conflict of interest, and depending on its nature, the member of the Supervisory Board shall abstain from voting. Each member of the Supervisory Board is assiduous and as far as possible participates in the meetings of the Board and the committees of which he or she is a member. Each member of the Supervisory Board respects professional secrecy with regard to third parties.
8. Composition of the Board – independent Directors	The Supervisory Board brings in skills in connection with the company's long-term investments.
9. Choice of Supervisory Board members	The choice is made in conjunction with the Remuneration and Corporate Governance Committee (§4.1.2.1). Sufficient information on the expertise and skills provided by the member of the Supervisory Board is available on Laurent-Perrier's website prior to the General Shareholders' Meeting deciding on the appointment of a member of the Supervisory Board.
10. Directors' term of office	The Group needs to bring in skills in connection with its long-term investments and activities.
11. Board member information	Supervisory Board members receive the information necessary to exercising their duties where possible sufficiently ahead of time for effective preparation for meetings. Any Supervisory Board member may also ask the Chairman of the Management Board for any additional information they may deem necessary to the performance of their duties. The Supervisory Board is regularly informed of any developments in the activity sector and competition conditions by the Chairman of the Management Board.
12. Creation of committees	The three committees are: - Strategy Committee - Audit and Financial Communication Committee - Remuneration and Corporate Governance Committee. The chairmanship of the committees is entrusted to competent and experienced persons on the subject.
13. Board and Committee meetings	This question is addressed in the report of the Supervisory Board on Corporate Governance (Chapter 4 of the reference document). The meetings are held physically in the presence of the members of the Supervisory Board. Each meeting is the subject of minutes summarizing the debates and is approved at the next meeting.
14. Directors' remuneration	This question is addressed in the report of the Supervisory Board on Corporate Governance (Chapter 4 of the reference document). The vote of the shareholders on the remuneration of company officers and executive was put in place at the General Meeting 2017 (Say on Pay) and continued at the general meeting of 2018
15. Introduction of Board evaluation	The Supervisory Board did not carry out a formal self-assessment exercise on its operation and work in the 2017-2018 financial year. Exchanges of points of view may take place on this topic among Board members.



MiddleNext Code recommendations	Monitoring status
16. Conflicts of Interest	At least once a year, when drawing up this present Governance report, a review of conflicts of interest is carried out .
17. Presence of Independent Supervisory Board members	Laurent-Perrier has a ratio of 50% of independent members on the Supervisory Board. Three new members have joined the Supervisory Board, namely Mr Bernard Rascle, Ms Wendy Siu and Ms Jocelyne Vassoille (General Shareholders' Meeting 2017). However, Laurent-Perrier stipulated above that it believes that the prolonged exercise of a mandate is an advantage for a champagne house.
18. Relations with shareholders	There are frequent exchanges with the majority shareholders, who are members of the Management Board. The results of the votes shall be examined at the end of each General Shareholders' Meeting and the comments of the shareholders shall be taken into account as far as possible
19. Preparations for Director successions	Laurent-Perrier is managed by a Management Board comprising 3 members. In addition, the question of the succession of Directors is on the agenda of the Supervisory Board and the Management Board at least once a year.

#### 4.1.2.3. Related party agreements between a senior executive or significant shareholder and a subsidiary

The present report on Corporate Governance must set out any direct or indirect related party agreements between one of its directors or one of its main shareholders on the one hand, and a directly or indirectly controlled subsidiary, on the other.

N.A.

#### 4.1.2.4. Information on the condition for the preparation and organisation of the work of the Supervisory Board and the internal control procedures implemented by Laurent-Perrier

The present report has been drawn up in accordance with Article L 225-68 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 MIDDLENEXT code of corporate governance (available, in French, at [www.middlenext.com](http://www.middlenext.com)) 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.

Principle of balanced male-female representation on the Laurent-Perrier Supervisory Board:

- As at March 31, 2018, the Laurent-Perrier Supervisory Board meets the requirements of the Law of 27 January 2011, as the Supervisory Board has at least 40% female representation.

### **B. Preparation and organisation of the work of the supervisory board**

- **Composition and role of the Supervisory Board**

As at March 31, 2018 the Laurent-Perrier Supervisory Board comprised ten members, including six independent members in the sense of the MIDDLENEXT code of corporate governance (absence of any material financial or family contractual relationship likely to alter independence of judgement).

The make-up of the Supervisory Board is set out in the beginning of this report.

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.

- **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 2017-2018 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
31.05.2017	Approval of the corporate accounts and the consolidated financial statements to March 31,2017	90%
11.07.2017	Strategic Plan for the Group	80%
12.07.2017	Distribution of Directors' fees	80%
21.11.2017	Situation of the company in the first half of 2017-2018 Discussion of the estimated result as at March 31, 2018	90%
22.03.2018	Situation of the company Provisional financial statements for the year ended March 31, 2018 Budget for 2018-2019	80%

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.

- **Committees**

The Supervisory Board has set up three 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 members are Maurice de Kervénoaël (Chairman) Yann Duchesne (Deputy

Chairman), Eric Meneux, Jean-Louis Pereyre, Patrick Thomas, Marie Cheval. The Management Board is represented on the Strategy Committee by Alexandra Pereyre and Stéphanie Meneux.

**The Audit and Financial Communication Committee** deals with and analyses 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 Yann Duchesne. The other members are: Marie Cheval, Éric Meneux and Bernard Rasclé. In accordance with the recommendations, 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 Patrick Thomas. The other members are Yann Duchesne and Jean-Louis Pereyre and Jocelyne Vassoille since may 2018.

During FY 2017-2018 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 2016-2017.

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

- a fixed component, according to the responsibilities and tasks undertaken by members and on market practice for this type of position;
- a performance-related component dependent on achieving Group results targets (operating result and result from ordinary activities adjusted for amortisation of goodwill) and individual targets set by the Chairman of the Supervisory Board;
- benefits in kind (mainly provision of a company vehicle and private unemployment insurance for the Chairman of the Management Board);
- directors' fees for members serving on the Board of Directors of one or more subsidiaries
- possibility of shares
- possibility of special bonuses.

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 Chairman of the Management Board who has no employment contract.
- a so-called "defined benefits" pension plan, as an incentive for senior executives to consider making a long-term career in the Group.
- the possibility of granting bonus shares

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

### **C. Internal control procedures**

- **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.

Since 2010, the Group migrated its main applications to an integrated system. This work allowed an update of the main procedures of the Group.

The Group has decided to create a function dedicated to continuous improvement. The aim is to identify company processes that do not operate satisfactorily. A manager is appointed for each process. He or she sets up a working group and recommends improvement solutions with a

detailed timetable. Once the solution has been adopted, it needs to be documented and included in the procedures database to put its application on a permanent footing.

### **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 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 are 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.

Regular budget monitoring can help identify any mismatches with the planned activity levels or spending, and implement the necessary adjustments.

- **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 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.

- **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. Principles and rules used in setting the compensation of senior management**

- **Corporate governance practice**

Laurent-Perrier is attentive to the rules of business ethics and corporate governance.

The Laurent-Perrier Governance Report sets out the Corporate Governance Provisions enshrined in the Code of Corporate Governance drawn up by representative business organisations and in the recommendations of the AMF, adapting them to companies governed by Management Board and Supervisory Board.

- **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 (AMF figures).

#### **E. Arrangements concerning shareholder participation at the General Shareholders' Meeting**

The Company By-laws 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.

4.1.2.5. Diversity policy applied to members of the Supervisory Board with respect to criteria such as age, gender, or qualifications and professional experience

Application of the principle of balanced male/female representation on the Supervisory Board. The Supervisory Board complies with the proportion of 40% of members of each gender.

It should therefore be noted that there has been no suspension of attendance fees as the Company has complied with the provisions on gender balance on the Supervisory Board.

#### 4.1.3. Information on senior executive remuneration

##### 4.1.3.1. Information of company officer remuneration

The Laurent-Perrier Group has opted to voluntarily refer to the MIDDLENEXT code of corporate governance (available, in French, at [www.middlenext.com](http://www.middlenext.com)) 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.

#### **A. Members of the Management Board**

**Table showing compensation and options and shares allocated to each company executive officer** (table AMF n°1)

NAME AND FUNCTION OF EXECUTIVE OFFICER	2016-2017	2017-2018
<b>Stéphane Dalyac</b> , <i>Chairman of the Management Board</i>		
Compensation for the period (breakdown below)	€543,205	€540.644
Value of options allocated during the period		
Valuation of performance shares allocated in FY		
<b>Total</b>	<b>€543,205</b>	<b>€540.644</b>
<b>Alexandra Pereyre</b> , <i>Management Board member and CEO</i>		
Compensation for the period (breakdown below)	€151,285	€150.600
Value of options allocated during the period		
Valuation of performance shares allocated in FY		
<b>Total</b>	<b>€151,285</b>	<b>€ 150.600</b>
<b>Stéphanie Meneux</b> , <i>Management Board member and CEO</i>		
Compensation for the period (breakdown below)	€151,281	€ 150.600
Value of options allocated during the period		
Valuation of performance shares allocated in FY		
<b>Total</b>	<b>€151,281</b>	<b>€150.600</b>
<b>Michel Fauconnet</b> , <i>Management Board member until July 12, 2017</i>		
Compensation for the period (breakdown below)	€313,780	€70.322
Value of options allocated during the period		
Valuation of performance shares allocated in FY		
<b>Total</b>	<b>€313,780</b>	<b>€70.322</b>

## Breakdown of compensation for company executive officers

(Table AMF n°2)

Name and function of executive officer	Amounts paid in 2016-2017		Amounts paid in 2017-2018	
	Due	paid	due	paid
<b>Stéphane Dalyac</b>				
Fixed compensation	€380,000	€380,000	€380,000	€380,000
Performance-related compensation*	△△€150,702	△€156,596	€148.000△△△	△△€150,702
Exceptional compensation				
Director's fees				
Benefits in kind ***	€12,503	€12,503	€12,644	€12,644
<b>Total</b>	<b>€543,205</b>	<b>€549,099</b>	<b>€540.644</b>	<b>€543,346</b>
Conditionnal deferred Bonus ****			Conditionally and with a maximum of €310,000****	
<b>Alexandra Pereyre</b>				
Fixed compensation	€67,581	€67,581	€116,600	€116,600
Performance-related compensation*	△△€34,681	△€36,038	€34.000△△△	△△€34,681
Exceptional compensation				
Director's fees**	€49,023	€49,023	n/a	n/a
Benefits in kind				
<b>Total</b>	<b>€151,285</b>	<b>€152,642</b>	<b>€150.600</b>	<b>€151,281</b>
<b>Stéphanie Meneux</b>				
Fixed compensation	€116,600	€116,600	€116,600	€116,600
Performance-related compensation*	△△€34,681	△€36,038	€34.000△△△	△△€34,681
Exceptional compensation				
Director's fees				
Benefits in kind				
<b>Total</b>	<b>€151,281</b>	<b>€152,638</b>	<b>€150.600</b>	<b>€151,281</b>
<b>Michel Fauconnet</b>				
	From April 1st, 2017 to July 12th, 2017			
Fixed compensation	€235,000	€235,000	€66,330	€66,330
Performance-related compensation*	△€54,748	△€56,648		△△€54 748
Exceptional compensation( harvest)	€20,000	€20,000		
Director's fees				
Benefits in kind	€4,032	€4,032	€3,992	€3,992
<b>Total</b>	<b>€313,780</b>	<b>€315,680</b>	<b>€70,322</b>	<b>€125,070</b>

\* Performance-related pay is linked to achieving the Group's results and certain individual targets. The amount shown

△ is the variable compensation payable for the financial year 2015-2016

△△ is the variable compensation payable for the financial year 2016-2017

△△△ is the variable compensation payable for the financial year 2017-2018

\*\* Director's fees paid to Ms Alexandra Pereyre remunerate her activity at Laurent-Perrier UK.

\*\*\* Benefits in kind: private unemployment insurance.

\*\*\*\* Conditional deferred bonus : This deferred growth bonus, linked to the Board's strategic options, the actions carried out and their results, especially in terms of implementing the new commercial policy, the results of the advertising plan for Cuvée Rosé and the launch of advertising for Cuvée Grand Siècle vintage, was approved by the Supervisory Board.

In addition to the foregoing, this conditional and deferred growth bonus will only be definitively acquired and therefore due to Mr. Stéphane Dalyac, on the express double condition that he shall be a Member and Chairman of the Management Board of the Laurent-Perrier Group at March 31, 2020.



Notwithstanding the foregoing, this deferred conditional growth bonus shall vest in him in the event of revocation or non-renewal of his term of office without just cause subsequent to the date of the Supervisory Board meeting of May 31, 2017.

Under these various conditions, the bonus could then amount to a maximum of €310,000 gross, which could be payable, depending on the Supervisory Board's decision, in cash or in shares if a bonus share plan were set up. In the latter case, the number of shares granted would then be determined by dividing the amount of the bonus by the Laurent-Perrier share price on March 31, 2020.

Finally, to comply with the Sapin 2 Act, the payment of this conditional and deferred growth bonus will be subject to the approval of the General Shareholders' Meeting to be held in 2020.

For the record, the Chairman of the Management Board was awarded in respect of FY 2015-2016 conditional a deferred bonus is subject to the degree to which growth objectives are achieved, and in particular turnover and consolidated operating income growth for the Laurent-Perrier Group in the accounting period ended March 31, 2016, as approved by the Supervisory Board. As a complement to the performance condition, this conditional deferred bonus will only be fully vested and hence due Mr Stéphane Daylac on the two express conditions that he is still performing his duties as a member and Chairman of the Supervisory Board in Y+3, ie, on March 31, 2019. However, as an exception to the foregoing, the conditional deferred bonus shall be his by right in the event of his dismissal or the non-renewal of his mandate without just cause subsequently to the accounting period ended March 31 2016.

Under these various conditions the bonus could accordingly amount to K€ 460 gross, payable, depending on decision of the Supervisory Board, in cash or in shares if a bonus share plan is implemented. In the latter case, the number of shares would be determined by dividing the amount of the bonus by the market price of the Laurent-Perrier share on March 31, 2019.

Finally, to comply with the Sapin 2 law, the payment of this conditional and deferred growth premium will be subject to the approval of the general shareholders' meeting in 2019.

### Social Status of Chief Executive Officer

(AMF Table No.11)

Executive officers (1)	Employment Contract		Supplementary pension regime		Indemnities or benefits due or likely to be due subsequent to cessation or change of functions		Indemnities linked to non-compete clause	
	Yes	No	Yes	No	Yes	No	Yes	No
Stéphane Dalyac Chairman of Management Board Start date: 24 Sept. 2014 End date: AGM July 2019		No	yes		Yes		Yes (2)	
Stéphanie Meneux Member of Management Board General Director Start date: 27 May 2010 End date: AGM July 2019		No	yes			No		No
Alexandra Pereyre Member of Management Board General Director Start date: 27 May 2010 End date: AGM July 2019		No	yes			No		No

(1) paragraph of internal control procedures in this Governance Report

(2) Non-compete clause limited to 12 months, with an indemnity equal to 50% of the average total monthly remuneration paid over the previous twelve months.

### Complementary retirement pension

The provisions and reserves by the Company and its subsidiaries for general and retirement pensions and other benefits together total K€3,917.3 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.

	Stéphane Dalyac	Michel Fauconnet	Stéphanie Meneux	Alexandra Pereyre
Defined benefit pension (Total amount)	936.4	1,691.7	683.3	605.9

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

The Group has taken out an additional defined benefit supplementary pension contract for its corporate executives / senior managers. This policy provides a gross annual pension of 15% of the salary in the 12 months before retirement. The rights are acquired after payment of the basic pension. This plan is a defined benefit plan under IAS 19. It is the subject of a specific non-recourse financing, entrusted to an outside agency.

Corporate officer	Stéphane Dalyac	Michel Fauconnet	Stéphanie Meneux	Alexandra Pereyre
Estimated amount of the annual pension at the end of the reporting period*	€112,696	€48,448	€32,777	€26,267

\* Estimated amounts of the annual pension have been calculated in accordance with the regulatory provisions in decree 2016-182 published on February 23, 2016.

### Calculation method

In respect of the supplementary pension scheme, the rights have accordingly been allocated on a linear basis between the date when the officer began to benefit from the scheme (ie, the date when they entered the appropriate category) and their likely retirement date.

### Costs related to the payment of the pensions

The tax rate on pension payments is 24%. It should be noted that the tax applies to pension paid:

Article 10 of the Social Security Financing Act 2016 created a tax on vested pensions of 7% or 14%. This tax, to be paid by the beneficiary, must be pre-calculated by the paying agency. (This tax has no impact on the Company as no net pension amount is guaranteed to beneficiaries.)

### Stock options allocated

(AMF Table No.4)

Stock options allocated to each executive officer for the period						
Options allocated to each executive officer by issuer and any Group company	No. and date of plan	Type of Options (purchase or subscription)	Value of options using the method chosen in the consolidated financial statements <sup>(1)</sup>	Number of options allocated during the accounting period	Exercise price	Exercise period
None	None					

(1) This value corresponds to the value of options and financial instruments at the time they were granted, as used in the application of IFRS 2, after taking into account in particular any discount linked to performance criteria and the probability of presence in the Company at the end of the vesting period but before the effect of spreading the expense over the vesting period under IFRS 2.

## Stock-options exercised

(AMF Table No.5)

Options to subscribe to exercised during the accounting period by the Executive Officers				
Option exercised by executive officers	N° and date of Plan	Number of options exercised during the financial year	Exercise Price	
None	None			

## Bonus performance shares allocated

(AMF Table No.6)

Bonus performance shares allocated to each corporate executive officer						
Bonus performance shares allocated during the FY to each corporate executive officer by issuer and any Group company	N° and date of Plan	Number of options exercised during the financial year	Valuation of shares by method used in consolidated financial statements (1)	Acquired	Available	Performance conditions
N/A						
<b>Total</b>						

(1) This value corresponds to the value of options and financial instruments at the time they were granted, as used in the application of IFRS 2, after taking into account in particular any discount linked to performance criteria and the probability of presence in the Company at the end of the vesting period but before the effect of spreading the expense over the vesting period under IFRS 2.

## Bonus performance shares now available

(AMF Table No.7)

Performance shares becoming available during the FY for each corporate officer			
Performance shares available for each corporate executive officer by issuer and by any Group company	No. and date of Plan	Number of shares becoming available during the FY	Acquisition conditions (1)
N/A			
<b>Total</b>			

(1) Specify the number of shares to vest when they become available, as set by the Supervisory Board when agreeing the award of bonus shares.

## **B. Members of the Supervisory Board (AMF Table No.3)**

Supervisory Board members	Amount paid in 2016-2017	Amount paid in 2017-2018
<b>Maurice de Kervénoaël *</b>		
Attendance fees		
Other remuneration	K€146.5 *	146,5 K€*
<b>Yann Duchesne</b>		
Attendance fees	K€17.7	K€17.7
Other remuneration		
<b>Marie Cheval</b>		
Attendance fees	K€17.7	K€17.7
Other remuneration		
<b>Eric Meneux</b>		
Attendance fees	K€17.7	K€17.7
Other remuneration		

<b>Claude de Nonancourt</b>		
Attendance fees	K€17.7	K€17.7
Other remuneration		
<b>Jean-Louis Pereyre</b>		
Attendance fees	K€17.7	K€17.7
Other remuneration		
<b>Bernard Rascle</b>		
Attendance fees	K€17.7	K€17.7
Other remuneration		
<b>Wendy Siu</b>		
Attendance fees	K€8.9	K€17.7
Other remuneration	(arrival during the year)	
<b>Patrick Thomas</b>		
Attendance fees	K€17.7	K€17.7
Other remuneration		
<b>Jocelyne Vassoille</b>		
Attendance fees	n/a	K€8.9
Other remuneration		(arrival during the year)
<b>Bernard de la Giraudière</b>		
Attendance fees	K€17.7	K€8.9
Other remuneration		(out during the year)

\*o/w payment of fees for services rendered paid to MDK Consulting, Managed by Maurice de Kervénoaël. K€118.2 (Full details are set out in paragraph 5.7 of the Reference Document, in the Special Report of the Statutory Auditors).

Attendance fees remunerate the general activity on the Supervisory Board for each of its members.

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 report there has been no contract of which a member of the Management Board or Supervisory Board is part.

### **C. Protected 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:
  - o 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.
  - o 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. (Amendment at the Supervisory Board meeting of May 31, 2018).
- End of requirement to retain shares:
  - o 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.
  - o 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. (Amendment at the Supervisory Board meeting of May 31, 2018).

4.1.3.2. Report of the Supervisory Board on the draft resolutions relating to the principles and criteria for determining, awarding and allocating, fixed, performance-related, and exceptional items comprising the total compensation and benefits of any kind for Company Executives (Article L225-68, §6 of the French Commercial Code, under the terms of the French Government decree issued on July 12, 2017)

### **Rehearsal**

Pursuant to article L 225-82-2 of the French Commercial Code, the present report sets out the principles and criteria for determining, awarding and allocating fixed, performance-related, and exceptional items comprising the total remuneration and benefits of any kind for the Chairman of the Management Board, the members of the Management Board, the Chairman of the Supervisory Board, and the members of the Supervisory Board in respect of their mandates. These four items will be submitted to the General Shareholders' Meeting on July 11, 2018 for its approval.

Payment of components of the performance-related and exceptional remuneration referred to in this report is subject to the approval, by an Ordinary General Shareholders' Meeting, for the remuneration of the executive concerned in respect of their mandate, in accordance with the conditions set out in particular in article L.225-100 §10 of the French Commercial Code.

This report was reviewed by the Remuneration and Corporate Governance Committee and approved by the Supervisory Board.

Composition of the fixed, performance-related and exceptional remuneration comprising the total remuneration and benefits of any kind awarded to the members of the Management Board and members of the Supervisory Board in respect of their mandates

Laurent-Perrier, whose roots are in Champagne, has always sought to reconcile an ethical business approach with the need to attract and recruit the leaders most likely to advance the Company while preserving its financial independence and family-owned character.

To satisfy these fundamental criteria, Laurent-Perrier has implemented the remuneration policy that seemed most appropriate to it.

The remuneration rules for Laurent-Perrier executives have been largely identical for many years, ie, with compensation reflecting the risks and responsibilities attached to the function.

The Sapin 2 Law created a framework for the remuneration of the executives of listed companies. Henceforth, the General Shareholders' Meeting will need to approve annually a resolution on the principles and criteria for determining, awarding and allocating the fixed, performance-related and exceptional components of total compensation and benefits of any kind attributable to executives in respect of their mandate.

#### ➤ **Composition of the remuneration of the Chairman of the Management Board**

The principles and criteria attached to the remuneration of the Chairman of the Management Board for the 2018-2019 fiscal year, and the amounts to be paid, are set out in Chapter 4 of the 2017-2018 Reference Document, as follows:

#### Fixed remuneration

In accordance with the responsibilities and duties assumed by the Chairman of the Management Board and market practice for this type of position.

#### Performance-related remuneration

The performance-related remuneration depends on achieving the Group's target results and individual objectives. It follows the rules of the Group.

*FY 2017-2018:*

For the Chairman of the Management Board for the 2017-2018 financial year, this remuneration, composed of quantitative and qualitative components, established according to the rules applicable in the Company and Group practice, represents a target percentage of 40% of his fixed remuneration rising to a possible 130% of the relevant portion of the target bonus.

The quantitative component is based in particular on 85% of the Group's results in terms of turnover from the premium range (22.5%), operating income (30%), and the results of brand development (30%) and other criteria in relation to cost prices (10%).

Each of the criteria is assigned a weighting coefficient.

For each quantitative objective, three levels of achievement are set:

- the target level,
- the minimum level,
- the maximum level.

For each quantitative target, the receivable portion of the target may reach 130% of the target portion of the target bonus.

The qualitative component is based on 15% of individual performance objectives, namely team development (5%), strategic clarity (5%), and the quality of innovative initiatives (5%).

The achievement of personal qualitative objectives will be measured by a ranking of all priorities in the following categories:

- exceptionally successful (130%),
- exceeded (115%),
- reached (100%),
- almost reached (60%),
- not met (0%).

Payment of components of the performance-related remuneration referred to in this report is subject to the approval, by the 2018 Ordinary General Shareholders' Meeting, in accordance with the conditions set out in particular in article L.225-100 §10 of the French Commercial Code. The corresponding amount is given in section 4.2.3.1 of the present report.

*For FY 2018-2019:*

For the Chairman of the Management Board for the 2018-2019 financial year, this remuneration, composed of quantitative and qualitative components, established according to the rules applicable in the Company and Group practice, represents a target percentage of 40% of his fixed remuneration rising to a possible 130% of the relevant portion of the target bonus.

The quantitative component is based in particular on 85% of the Group's **results if there is inversion of the trend on the evolution of Group's** volume compared to F 18 (22.5%), if there is inversion of the trend on the evolution of Group's operating income compared to F18 (22.5%), and the results of brand development (30%) and other criteria in relation to cost prices (10%). Each of the criteria is assigned a weighting coefficient.

For each quantitative objective, three levels of achievement are set:

- the target level,
- the minimum level,
- the maximum level.

For each quantitative target, the receivable portion of the target may reach 130% of the target portion of the target bonus.

The qualitative component is based on 15% of individual performance objectives, namely team development (5%), strategic clarity (5%), and the quality of innovative initiatives (5%).

The achievement of personal qualitative objectives will be measured by a ranking of all priorities in the following categories:

- exceptionally successful (130%),
- exceeded (115%),
- reached (100%),
- almost reached (60%),
- not met (0%).

Payment of the annual performance-related remuneration for FY 2018-2019 is conditional on the approval of the General Shareholders' Meeting to be held in 2019.

#### A conditional and deferred growth premium

*For FY 2015-2016:*

This conditional and deferred growth premium is contingent on achieving the growth targets, and in particular those for turnover and consolidated operating income for the Laurent-Perrier Group for the year ended March 31, 2016, approved by the Supervisory Board.

In addition to the performance condition, this conditional and deferred growth premium can only be definitively acquired and therefore owed to the Chairman of the Management Board on the twofold express condition that he is exercising the functions of Member and Chairman of the Management Board of the Laurent-Perrier Group in Y+3 ie, on March 31, 2019. However, as an exception to the above, this deferred conditional growth premium may remain vested to him in the event of revocation or non-renewal of his mandate without due cause after the year ended March 31, 2016.

Under these various conditions, the bonus could then amount to a maximum of €460,000 gross which could be payable, in accordance with the decision of the Supervisory Board, in cash or shares if a bonus share plan was put in place. In the latter case, the number of shares allocated would be determined by dividing the amount of the premium by the Laurent-Perrier share price on March 31, 2019.

Payment of components of the conditional and deferred growth premium referred to in this report is subject to the approval, by an Ordinary General Shareholders' Meeting, in accordance with the conditions set out in particular in article L.225 -100 §10 of the French Commercial Code.

The Supervisory Board may annually review the appropriateness of an exceptional bonus based on similar principles.

*For FY 2017-2018:*

This deferred growth bonus, linked to the Board's strategic options, the actions carried out and their results, especially in terms of implementing the new commercial policy, the results of the advertising plan for Cuvée Rosé and the launch of advertising for Cuvée Grand Siècle vintage, was approved by the Supervisory Board.

In addition to the foregoing, this conditional and deferred growth bonus will only be definitively acquired and therefore due to Mr. Stéphane Dalyac, on the express double condition that he shall be a Member and Chairman of the Management Board of the Laurent-Perrier Group at March 31, 2020. Notwithstanding the foregoing, this deferred conditional growth bonus shall vest in him in the event of revocation or non-renewal of his term of office without just cause subsequent to the date of the Supervisory Board meeting of May 31, 2017.

Under these various conditions, the bonus could then amount to a maximum of €310,000 gross, which could be payable, depending on the Supervisory Board's decision, in cash or in shares if a bonus share plan were set up. In the latter case, the number of shares granted would then be determined by dividing the amount of the bonus by the Laurent-Perrier share price on March 31, 2020.

Payment of the growth bonus will be conditional on the prior approval of the General Shareholders' Meeting.

The Supervisory Board may annually review the appropriateness of an exceptional bonus based on similar principles.

#### Exceptional remuneration

The Supervisory Board may annually review the appropriateness of an exceptional remuneration.

#### Benefits in kind:

For the Chairman of the Management Board, the Supervisory Board has granted private unemployment insurance, partly paid for by the Company and partly by the Chairman of the Management Board.



#### Defined benefit supplementary pension (article 39 of the French General Tax Code)

Since his appointment to the Management Board by the Supervisory Board, the Chairman of the Management Board has been eligible for the defined benefit supplementary pension scheme in force in the Laurent-Perrier Group, details of which can be found in Chapter 4.2.3. of the 2017-2018 Reference Document.

This contract guarantees a gross annual pension of 15% of salary in the 12 months preceding retirement. The rights are only vested after the basic pension is wound up.

Payment of components of the pension is subject to the approval, by an Ordinary General Shareholders' Meeting.

#### Contractual severance pay

The Supervisory Board has agreed to grant the Chairman of the Management Board contractual severance pay representing 6 months of gross annual salary (fixed and annual performance-related remuneration during the 12 month period preceding the date of termination of mandate). This commitment is renewed each time the mandate is renewed.

Performance criteria of the contractual severance pay:

Laurent-Perrier's commitment is conditional on fulfilling the performance conditions, namely that of achieving the target of 50% of the Group's operating income as set by the Supervisory Board for the previous year.

Payment of components of this contractual severance is subject to the approval of the Ordinary General Shareholders' Meeting.

#### Non-Competition Clause indemnity

At the time of his appointment and in view of the nature of the functions exercised by the Chairman of the Management Board and of the confidential information to which he is party, the Supervisory Board has granted him an indemnity in return for a non-competition requirement imposed on him. This commitment is renewed each time the mandate is renewed.

The clause is limited to a period of twelve (12) months from the termination of his mandate as member and Chairman of the Group's Management Board.

The monthly indemnity is equal to 50% of total average monthly remuneration received during the previous twelve months.

In accordance with Article L.225-90-1 of the French Commercial Code, the grant of this indemnity was submitted to the approval of the general meeting of shareholders.

#### Group and mandatory pension and pension plans

The Chairman of the Management Board shall benefit from the group health and supplementary pension plans in force in the company under the same conditions as those applicable to employees (or, where applicable, under the same conditions as those applicable to the category of employees to which he is assimilated for the purpose of attributing such benefits).

The Chairman of the Executive Board benefits from the supplementary defined contribution collective pension scheme for all employees, subject to the same contribution conditions (ie, employer and employee contributions called at the rate of 54.85% of remuneration taken within the limit of the salary bracket C).

#### Travel and entertainment expenses

Since his appointment, the Chairman of the Management Board has been reimbursed for the travel and entertainment expenses required by his position.

#### Fees

The Chairman of the Management Board does not receive any attendance fees from the Company, but may receive them from Company subsidiaries under a mandate.



### Bonus shares

The General Shareholders' Meeting held on July 12, 2017 granted the Management Board authority to allocate bonus shares in the Company to its executives on one or more occasions.

Your General Shareholders' Meeting held on July 12, 2017, and an other proposition in July 2018 subject to its adoption by the shareholders, voted on an authority to be granted to the Management Board for a period of thirty-eight (38) months for the purpose of granting to-be-issued bonus shares without pre-emptive shareholder subscription rights, or existing shares, for the benefit of Company Employees and/or executives of the Company and related entities, up to a maximum of 1.7% of the share capital.

The authority will be renewed in 2021 by the General Shareholders' Meeting held on July 11, 2018.

### Stock options

The General Shareholders' Meeting held on July 11, 2018 will vote authority to the Management Board to distribute stock options in the Company to one or more Company officers ("*mandataires sociaux*") exercising executive functions in the Company or in any related entity.

Total number of shares of the Company entitling beneficiaries to purchase shares: 210,000 Stock Options.

#### ➤ **Composition of the remuneration of the other Members of the Management Board**

The principles and criteria attached to the remuneration of the other members of the Management Board, except the Chairman of the Management Board and Michel Fauconnet (until July 2017), are as follows:

It is recalled that the mandate of member of the Management Board of Mr. Fauconnet was not remunerated. The remuneration and benefits he receives from the group is exclusively paid under his contract of employment.

For information purposes, the remuneration of members of the Executive Board for the financial years 2016-2017 and 2017-2018 is given in section 4 of the Reference Document 2017-2018.

### Fixed remuneration

In accordance with the responsibilities and duties assumed by each of the members of the Management Board and market practice for this type of position.

### Performance-related remuneration

The performance-related remuneration depends on achieving the Group's target results and individual objectives. It follows the rules of the Group. The principles and criteria for determining, allocating and distributing the components of the remuneration payable to Management Board members for FY 2018-2019 due to their mandates are set out below. For comparison's sake, the components of the remuneration payable to Management Board members for FY 2016-2017 and 2017-2018 are set out in Chapter 4 of the 2017-2018 reference document.

#### *FY 2017-2018:*

For Management Board members, and for FY 2017-2018, the remuneration, composed of quantitative and qualitative components established according to the rules applicable in the Company and Group practice, represents a target percentage of 30% of their fixed remuneration rising to a possible 130% of the relevant portion of the target bonus.

The quantitative component is based in particular on 85% of the Group's results in terms of turnover from the premium range (22.5%), operating income (30%), and the results of brand development (30%) and other criteria in relation to cost prices (10%). Each of the criteria is assigned a weighting coefficient.

For each quantitative objective, three levels of achievement are set:

For each quantitative objective, three levels of achievement are set:

- the target level,
- the minimum level,
- the maximum level.

For each quantitative target, the receivable portion of the target may reach 130% of the target portion of the target bonus.

The qualitative component is based on 15% of individual performance objectives, namely team development (5%), strategic clarity (5%), and the quality of innovative initiatives (5%).

The achievement of personal qualitative objectives will be measured by a ranking of all priorities in the following categories:

- exceptionally successful (130%),
- exceeded (115%),
- reached (100%),
- almost reached (60%),
- not met (0%).

Payment of the annual performance related remuneration for FY 2017-2018 is conditional on the approval of the General Shareholders' Meeting to be held in 2018.

The corresponding amount is given in section 4.1.3.1. of the present report.

*For FY 2018-2019:*

For Management Board members, and for FY 2018-2019, the remuneration, composed of quantitative and qualitative components established according to the rules applicable in the Company and Group practice, represents a target percentage of 30% of their fixed remuneration rising to a possible 130% of the relevant portion of the target bonus.

The quantitative component is based in particular on 85% of the Group's results if there is inversion of the trend on the evolution of Group's volume compared to F 18 (22.5%), if there is inversion of the trend on the evolution of Group's operating income compared to F18 (22.5%), and the results of brand development (30%) and other criteria in relation to cost prices (10%). Each of the criteria is assigned a weighting coefficient.

For each quantitative objective, three levels of achievement are set:

For each quantitative objective, three levels of achievement are set:

- the target level,
- the minimum level,
- the maximum level.

For each quantitative target, the receivable portion of the target may reach 130% of the target portion of the target bonus.

The qualitative component is based on 15% of individual performance objectives, namely team development (5%), strategic clarity (5%), and the quality of innovative initiatives (5%).

The achievement of personal qualitative objectives will be measured by a ranking of all priorities in the following categories:

- exceptionally successful (130%),
- exceeded (115%),
- reached (100%),
- almost reached (60%),
- not met (0%).

Payment of the annual performance related remuneration for FY 2018-2019 is conditional on the approval of the General Shareholders' Meeting to be held in 2019.

#### Defined benefit supplementary pension (article 39 of the French General Tax Code)

Management Board members are eligible for the defined benefit supplementary pension scheme in force in the Laurent-Perrier Group, details of which can be found in Chapter 4.2.3.1. of the 2017-2018 Reference Document.

This contract guarantees a gross annual pension of 15% of salary in the 12 months preceding retirement. The rights are only vested after the basic pension is wound up.

Payment of components of the pension is subject to the approval, by an Ordinary General Shareholders' Meeting.

#### Group and mandatory pension and pension plans

Management Board members shall benefit from the group health and supplementary pension plans in force in the Company under the same conditions as those applicable to employees (or, where applicable, under the same conditions as those applicable to the category of employees to which they are assimilated for the purpose of attributing such benefits).

Management Board members benefit from the supplementary defined contribution collective pension scheme for all employees, subject to the same contribution conditions (ie, employer and employee contributions called at the rate of 54.85% of remuneration within the limit of salary bracket C).

#### Travel and entertainment expenses

Management Board members are reimbursed for the travel and entertainment expenses required by their position on presentation of invoices.

#### Benefits in kind

The Supervisory Board may decide to grant benefits in kind to members of the Management Board.

As an indication, no benefits in kind were granted to the members of the Management Board for the financial years 2016-2017 and 2017-2018.

#### Exceptional remuneration

The Supervisory Board may, on the recommendation of the Compensation and Corporate Governance Committee, decide to pay an exceptional remuneration to any member of the Management Board after examining the particular circumstances justifying it.

A titre indicatif, aucune rémunération exceptionnelle n'a été consentie aux membres du Directoire au titre des exercices 2016-2017 and 2017-2018 .

#### Fees

The members of the Management Board do not receive attendance fees from the Company but may receive them from Company subsidiaries under a mandate.

#### Bonus shares

The General Shareholders' Meeting held on July 12, 2017 granted the Management Board authority to allocate bonus shares in the Company to its executives on one or more occasions.

Your General Shareholders' Meeting held on July 12, 2017, and an other proposition in July 2018 subject to its adoption by the shareholders, voted on an authority to be granted to the Management Board for a period of thirty-eight (38) months for the purpose of granting to-be-issued bonus shares without pre-emptive shareholder subscription rights, or existing shares, for the benefit of Company Employees and/or executives of the Company and related entities, up to a maximum of 1.7% of the share capital.

The authority will be renewed in 2021 by the General Shareholders' Meeting held on July 11, 2018.

#### Stock options

The General Shareholders' Meeting to be held on July 11, 2018 will grant authority to the Management Board to distribute stock options in the Company to one or more Company officers ("*mandataires sociaux*") exercising executive functions in the Company or in any related entity.

Total number of shares of the Company being entitled beneficiaries to purchase shares: 210,000 Stock Options.

Article L. 225-82-2 of the French Commercial Code (Sapin 2 Act) created a framework for the remuneration of listed company Supervisory Board members in respect of their mandates.

➤ **Composition of the remuneration of the Chairman of the Supervisory Board**

Presentation of the principles and criteria for determining, awarding and allocating, fixed, performance-related, and exceptional items comprising the total remuneration and benefits of any kind for the Chairman of the Supervisory Board. The Chairman of the Supervisory Board received an amount of fixed remuneration and consultancy fees.

The amount of this remuneration and fees is set out in Chapter 4 of the 2017-2018 Reference Document.

Remuneration of the Chairman of the Supervisory Board

The Supervisory Board has allocated an amount of fixed remuneration to the Chairman of the Supervisory Board. The amount of this remuneration, paid quarterly, has been largely identical for many years and reflects the responsibilities attached to the corporate office.

As an indication, the amount of this remuneration, paid quarterly, is substantially identical for many years and reflects the responsibilities attached to the corporate office.

Other remuneration

The Chairman of the Supervisory Board also benefits from fixed fees paid to the MDK Consulting company of which he is general manager.

MDK Consulting invoices services for assistance in developing business plans in the following areas:

- Strategic management,
- Worldwide expansion of distribution networks
- Resource optimisation.

These fixed fees have been set for many years within the Group and correspond to the market practice for this type of service. They are paid quarterly.

In accordance with Article L.225-86 of the French Commercial Code, the agreement entered into with MDK Consulting has been submitted for the approval of the general meeting of shareholders.

Attendance fees

The Chairman of the Supervisory Board does not receive attendance fees.

As an indication, the Chairman of the Supervisory Board did not receive attendance fees for the 2016-2017 and 2017-2018 fiscal years.

Travel and entertainment expenses

The Supervisory Board has approved the reimbursement of travel and entertainment expenses incurred by the Chairman of the Supervisory Board in the interests of the Company on presentation of invoices.

➤ **Composition of the remuneration of the Vice President and the other members of the Supervisory Board**

Attendance fees

Attendance fees reward the general activity of each member of the Supervisory Board. In setting and distributing the amount of attendance fees, the duties and responsibilities assumed by members and market practices are taken into account for a company the size of Laurent-Perrier.

The Laurent-Perrier Remuneration and Corporate Governance Committee proposes a global amount of attendance fees to the Supervisory Board. The amount of this annual fixed sum allocated to attendance fees for the given financial year is voted each year at the General Shareholders' Meeting.

The amount of attendance fees is allocated among the members of the Supervisory Board at a Supervisory Board meeting following the General Shareholders' Meeting.

#### Attendance fees allocation principles

Attendance fees are allocated quarterly, following the quarterly meetings of the Supervisory Board.

Attendance fees are independent of operating results and may be awarded even in the absence of any profit. This is a fixed sum, which excludes any indexation of any kind whatsoever.

Their distribution by the Supervisory Board among the members of the Board does not always reflect the number of meetings attended by the members. The right of Supervisory Board members to receive attendance fees arises from the allocation decision taken by the Supervisory Board.

Only the General Shareholders' Meeting is entitled to fix the amount of the Board's attendance fees. It has total freedom with regard both to the appropriateness of such remuneration and to setting its amount. It is bound neither by statutory provisions nor by any previous decisions which it may have taken in this respect.

In general, attendance fees are distributed equally among Supervisory Board members, but unequal amounts may be allocated. Thus, a higher share may be allocated to the other members of the Supervisory Board, to the Vice-Chairman or to members in charge of special functions, for example.

As an indication, the amount paid to the vice chairman and each member of the Supervisory Board for the 2016-2017 and 2017-2018 fiscal years is presented in Chapter 4 of the 2017-2018 Registration Document.

#### Exceptional remuneration

The Supervisory Board may, on the recommendation of the Compensation and Corporate Governance Committee, decide to grant exceptional remuneration for the assignments or mandates entrusted to members of the Supervisory Board. As an indication, no remuneration has been paid to members of the Supervisory Board for the financial years 2016-2017 and 2017-2018.

As an indication, no exceptional compensation was paid to the members of the Supervisory Board or the Vice President for the 2016-2017 and 2017-2018 financial years.

#### Travel and entertainment expenses

The Supervisory Board has approved the reimbursement of its vice chairman and members for the travel and entertainment expenses incurred in the interest of the Company on presentation of invoices.

### 4.1.4. 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.

#### 4.1.4.1. Direct or indirect holdings in company equity at March 31, 2018

Shareholders	Number of shares	% capital	% voting rights
① Registered family shares (de Nonancourt family)	3,626,685	61.00%	75.41%
② Other registered shares (institutionals & other)	28,333	0.48%	0.59%
③ Free float	2,239,863	37.67%	23.81%
④ Shares held through the corporate mutual fund for employees and managed by HSBC Epargne Entreprise (registered and bearer)	17,869	0.30%	0.19%
⑤ Treasury shares (bearer and registered) <sup>(1)</sup>	33,111	0.56%	-
<b>GENERAL TOTAL AT 31.03.2018</b>	<b>5,945,861</b>	<b>100%</b>	<b>100%</b>

(1) 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)

#### Shareholders owning more than 2.5% of the share capital

- First Eagle Investment Management, LLC (US Investment Advisor) which has disclosed that it has crossed the threshold of 10% of the capital and 5% of the voting rights, including First Eagle Funds Inc., (First Eagle Funds Inc, which has disclosed that it has crossed the threshold of 7.5% of the capital and 5% of the voting rights), 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.
- Mousseluxe SARL which has disclosed that it has crossed the threshold of 2.5% of the capital.

To the Group's knowledge, there are no other shareholders owning more than 2.5% of the capital or voting rights either directly, indirectly, alone or as part of a concert party.

#### 4.1.4.2. Rules applicable to the appointment and replacement of the Management Board and to amendments to Company Bylaws

##### "Article 13 of the company bylaws

*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.*

*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.*

*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.*

*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 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.

The quarterly report that the Management Board is required to submit to the Supervisory Board pursuant to Article 225-68, *ult.* of the French Commercial Code 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 Commercial Code. The Management Board may also submit a report to the Supervisory Board at any time concerning any special operation."

#### 4.1.4.3. 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	Maximum amount authorised by the General Shareholders' Meeting, July 7, 2016	Use of authority at 31.03.2018
<i>To increase the Company's capital stock by issuing shares or securities giving access to the Company's capital with preferential subscription rights</i>	<ul style="list-style-type: none"> <li>• Shares</li> <li>• Shares or securities giving access to the Company's capital/allocation of debt securities</li> <li>• Shares or securities giving access to the capital of the company which owns the Company or of which the Company owns the capital</li> </ul>	<ul style="list-style-type: none"> <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
<i>To increase the Company's capital stock by incorporation of reserves, income or premiums or any other sums available for capitalisation</i>	<ul style="list-style-type: none"> <li>• Shares</li> </ul>	<ul style="list-style-type: none"> <li>• Total amount authorised equal to the maximum amount of reserves, profits, premiums and/or other sums to incorporate</li> </ul>	No
<i>To increase the Company's capital stock by issuing shares or securities giving access to the Company's capital with cancellation of preferential subscription rights</i>	<ul style="list-style-type: none"> <li>• Shares</li> <li>• Shares or securities giving access to the Company's capital/allocation of debt securities</li> <li>• Shares or securities giving access to the capital of the company which owns the Company or of which the Company owns the capital</li> </ul>	<ul style="list-style-type: none"> <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
<i>To increase the Company's capital stock by issuing shares or securities giving access to the Company's capital with cancellation of preferential subscription rights, up to an annual maximum of 10% of the</i>	<ul style="list-style-type: none"> <li>• Shares</li> <li>• Shares or securities giving access to the Company's capital</li> </ul>	<ul style="list-style-type: none"> <li>• Maximum of 10% of the share capital each year (excluding deferred issues)</li> <li>• Issue price at least equal to the weighted average of the share price in the last 20</li> </ul>	No

<i>share capital, according to the method of determining the subscription price defined by the General Shareholders' Meeting</i>		trading sessions (discount 5%)	
<i>To increase the Company's capital stock by issuing shares or securities giving access to the Company's capital with cancellation of preferential subscription rights, up to an annual maximum of 20% of the share capital, through private placement reserved for qualified investors or a restricted circle of investors</i>	<ul style="list-style-type: none"> <li>• Shares</li> <li>• Shares or securities giving access to the Company's capital</li> </ul>	<ul style="list-style-type: none"> <li>• Maximum of 20% of the share capital each year (excluding deferred issues) Max: €150,000,000</li> <li>• Issue price at least equal to the weighted average of the share price in the last 20 trading sessions (discount 5%)</li> </ul>	No
<i>To increase the Company's capital stock up to a maximum of 10% of the capital to remunerate contributions in kind of shares or securities giving access to the capital of other companies</i>	<ul style="list-style-type: none"> <li>• Shares</li> <li>• Shares or securities giving access to the Company's capital</li> </ul>	Maximum of 10% of the share capital each year	No
<i>Capital increase for Laurent-Perrier company staff</i>	<ul style="list-style-type: none"> <li>• Shares</li> <li>• Shares or securities giving access to the Company's capital</li> </ul>	<ul style="list-style-type: none"> <li>• €10,000,000 if shares or shares or securities giving access to the Company's capital</li> </ul>	No

4.1.4.4. 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

None

#### 4.1.4.5. Agreements providing for indemnities

There are no agreements providing for indemnities to be paid to members of the Management Board or employees if they resign or are dismissed without serious cause or if their employment is terminated as a result of a public offer (and in particular no abusive severance payments and golden parachutes) other than Laurent-Perrier's undertaking towards Mr Stéphane Dalyac, Chairman of the Management Board, viz:

- Six times his last gross monthly fixed remuneration + performance-related component,
- Respect for the performance conditions, ie, achieving 50% of the Group's operating income target set by the Supervisory Board for the previous financial year.

The Supervisory Board  
Financial year ended March 31, 2018

## 4.2. REPORT OF THE STATUTORY AUDITORS ON CORPORATE GOVERNANCE

**The Statutory Auditors' Report on Corporate Governance is included in the report in section 5.6 of this Annual Report.**



## 5. 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, 2016 and the relevant report of the Statutory Auditors, presented respectively on pages 89, and 132-136 of Reference Document D.16-0591 filed with the AMF on June 13, 2016.
- the consolidated accounts for the year ended March 31, 2017 and the relevant report of the Statutory Auditors, presented respectively on pages 91, and 132-136 of Reference Document D.17-0628 filed with the AMF on June 16, 2017.

### 5.1 CONSOLIDATED FINANCIAL STATEMENTS AT MARCH 31, 2017 AND 2018

€ million (except earnings per share)	Notes	2017-2018	2016-2017
Sales	4.18	225.69	230.58
Cost of sales		-116.71	-122.10
Gross margin		108.98	108.48
Other net operating income	4.19	0.58	0.40
Commercial expenses		-50.99	-49.35
Administrative expenses		-19.72	-19.52
Current operating income		38.84	40.00
Other operating income	4.21	0.43	1.04
Other operating expenses	4.21	-0.36	0.04
Operating income		38.91	41.08
Financial income		0.31	0.20
Cost of net debt		-7.27	-6.18
Other financial charges		-1.12	-0.28
Financial results	4.22	-8.08	-6.26
Income tax	4.23	-10.15	-11.57
Income from equity consolidated companies			
Net income		20.67	23.26
o/w attributable:			
- Attributable to interests that do not confer control		0.12	0.04
- Group		20.55	23.22
Group net income per share (€)		3.48	3.93
Number of shares		5 906 582	5 901 913
Diluted Group net income per share (€)		3.48	3.93
Number of diluted shares		5 912 192	5 909 935
<b>Total gains and losses recognised directly as capital</b> (net of tax)			
Net income for the period		20.67	23.26
<i>Items not recordable in the income statement</i>			
Revaluation of vineyards			
Change in deferred tax rate on vineyards		2.85	
Actuarial differences on defined benefit schemes		-2.03	-1.43
Tax impact on the above items		0.67	0.49
		1.49	4.15
<i>Items recorded in the income statement</i>			
Revaluation of hedging derivatives		1.34	1.12
Tax impact		-0.31	-0.38
		1.03	0.73
Unrealised exchange rate gains/losses		-0.49	-0.44
Total gains and losses for the period (net of tax)		2.03	4.44
Total gains and losses recognised for the period		22.70	27.70
o/w attributable to interests that do not confer control		0.12	0.04
o/w Group share		22.58	27.66

## Consolidated Balance Sheet

€ million	Notes	March 31, 2018	March 31, 2017
<b>ASSETS</b>			
Goodwill	4.1	26.00	26.00
Net intangible fixed assets	4.2	4.43	5.27
Net tangible fixed assets	4.3	218.50	217.52
Equity interests in companies carried at equity		0.09	0.09
Non-current financial assets	4.4	3.75	3.74
Deferred tax asset		2.20	0.01
<b>Non-current assets</b>		<b>254.96</b>	<b>253.88</b>
Inventories and work in progress	4.5	518.31	507.76
Trade receivables	4.6	45.06	43.96
Other receivables	4.7	13.50	16.93
Cash and cash equivalents	4.11	57.26	36.58
<b>Current assets</b>		<b>634.13</b>	<b>605.23</b>
<b>TOTAL ASSETS</b>		<b>889.09</b>	<b>859.11</b>
<b>SHAREHOLDERS' EQUITY</b>			
Capital	4.9	22.59	22.59
Capital reserves		22.74	22.74
Revaluation reserves		55.93	55.93
Other reserves		285.69	265.43
Unrealised foreign exchange gains		-1.97	-1.48
Attributable net income		20.55	23.22
<b>Total attributable Group shareholders' equity</b>		<b>405.53</b>	<b>388.43</b>
Attributable to interests that do not confer control		3.00	2.82
<b>Consolidated shareholders' equity</b>		<b>408.53</b>	<b>391.25</b>
<b>LIABILITIES</b>			
Contingency and loss provisions – long term	4.10	19.03	16.21
Long-term debt	4.11	312.16	296.72
Other long-term debt	4.15	2.91	2.98
Deferred tax liabilities	4.17	25.78	28.88
<b>Non-current liabilities</b>		<b>359.88</b>	<b>344.79</b>
Short-term debt	4.11	20.22	11.09
Trade payables		81.95	79.84
Tax and social liabilities		13.56	14.40
Other debt		4.95	17.73
<b>Current liabilities</b>		<b>120.68</b>	<b>123.06</b>
<b>TOTAL LIABILITIES</b>		<b>480.56</b>	<b>467.85</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>889.09</b>	<b>859.11</b>

## Consolidated cash-flow statement

€ million	2017-2018	2016-2017
<b>CASH FLOW FROM ACTIVITY</b>		
Net income from consolidated companies	20.67	23.27
Impairment and provisions	7.27	5.76
Unrealised gains and losses from changes in fair value	0.90	0.03
Charges and income with no effect on cash and equivalents	0.44	
Pro-rated share in income from companies carried at equity		
Proceeds on disposal of assets available for sale, net of tax	-0.29	-0.03
<b>After-tax cash flow</b>	<b>28.99</b>	<b>29.03</b>
Tax (including deferred tax)	10.15	11.57
<b>Pre-tax cash flow</b>	<b>39.14</b>	<b>40.59</b>
Tax paid	-8.58	-14.54
Change in activity working capital requirement		
- Inventories and work in progress	-10.56	-10.48
- Trade receivables	-1.57	-1.51
- Trade payables	2.52	-0.95
- Other receivables and payables	0.48	1.54
<b>Net cash flow from operations (A)</b>	<b>21.44</b>	<b>14.65</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Acquisition of tangible and intangible fixed assets	-7.06	-13.10
Proceeds from available for sale tangible and intangible fixed assets	0.31	0.04
Net change in other long-term investments	0.05	0.07
Impact of changes in the scope of consolidation		
<b>Net cash flow from investing activities (B)</b>	<b>-6.71</b>	<b>-12.98</b>
<b>CASH FLOW USED IN FINANCING ACTIVITIES</b>		
Dividends paid during the financial year	-6.20	-6.20
Amounts received from minority interests		
Dividends paid to minority interests	-0.04	-0.03
Sale (Purchase) of treasury shares	0.58	-0.09
Public subsidy granted		0.04
Bond issuance	143.18	0.02
Loan repayments	-116.29	-14.27
Change in partner current accounts	-12.09	0.41
<b>Net cash flow used in financing activities (C)</b>	<b>6.11</b>	<b>-20.12</b>
<b>NET CHANGE IN CASH FLOW (A+B+C)</b>	<b>20.83</b>	<b>-18.45</b>
Net cash and cash equivalents at beginning of year	36.03	54.93
Effect of foreign exchange changes	-0.38	-0.45
<b>NET CASH AND CASH EQUIVALENTS AT END OF YEAR</b>	<b>56.49</b>	<b>36.03</b>
Cash and cash equivalents	57.26	36.58
Bank overdrafts	-0.77	-0.55
<b>NET CASH AND CASH EQUIVALENTS</b>	<b>56.49</b>	<b>36.03</b>

## Change in consolidated shareholder s' equity

€ million	Capital	Capital reserves	Revaluati on reserve	Treasury shares	Consolidat ed reserves	Unrealised currency losses/gains	Total Group share	Minority interests	Total
April 1, 2016	22.59	22.74	55.93	-8.15	274.77	-1.04	366.83	2.68	369.51
Other items in overall result					4.88	-0.44	4.44		4.44
Result 2016-2017					23.22		23.22	0.04	23.26
Overall Result for the period)					28.10	-0.44	27.66	0.04	27.70
Sale (Purchase) of treasury shares				-0.09			-0.09		-0.09
Dividends paid					-6.21		-6.21	-0.05	-6.26
Other variations					0.23		0.23	0.15	0.38
March 31, 2017	22.59	22.74	55.93	-8.24	296.89	-1.48	388.43	2.82	391.26
Other items in overall result					2.44	-0.49	1.95		1.95
Result 2017-2018					20.55		20.55	0.12	20.67
Total booked expenses and income					22.99	-0.49	22.50	0.12	22.62
Sale (Purchase) of treasury shares				0.58			0.58		0.58
Dividends paid					-6.07		-6.07	-0.03	-6.10
Other variations					0.09		0.09	0.08	0.17
March 31, 2018	22.59	22.74	55.93	-7.66	313.90	-1.97	405.53	3.00	408.53

## 5.2. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Unless otherwise stated, all amounts are in million euros.

### 5.2.1. 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 EnterNext, a subsidiary of the Euronext Paris stock market.

The Laurent-Perrier Group's consolidated financial statements for the year ended March 31, 2018 were signed off by the Supervisory Board on May 31, 2018 and will be submitted for its approval to the General Shareholders' Meeting to be held on July 11, 2018.

### 5.2.2. Accounting principles

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

#### 5.2.2.1. 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, 2018 and available for consultation on the European Commission's website: [http://ec.europa.eu/internal\\_market/accounting/ias\\_en.htm#adopted-commission](http://ec.europa.eu/internal_market/accounting/ias_en.htm#adopted-commission)

The consolidated financial statements for the year ended March 31, 2018 were drawn up using accounting rules and methods identical to those used for the year ended March 31, 2017. Since April 1, 2017, however, the Group has applied the following:

- amendments to IAS 7 "Statement of Cash Flows", which require an entity to present information enabling users of financial statements to evaluate the monetary and non-monetary variations of financial debt.
- amendments to IAS 12 "Income Tax: Recognition of Deferred Tax Assets for Unrealised Losses", published by the IASB on January 19, 2016, are designed to clarify the recognition of deferred tax assets related to debt instruments measured at fair value and the rules governing the recognition of deferred tax assets on unrealised losses.

Their application has had no material impact on the Group's financial statements. In addition, the IASB and the IFRIC have published a series of new, EU-approved standards and interpretations:

- IFRS 9 "Financial Instruments" sets out the classification and evaluation, along with the depreciation and hedge accounting of financial assets and liabilities,
- IFRS 15 "Revenue from Contracts with Customers",
- IFRS 16 on lease accounting, applicable from January 12, 2019. The Group is currently identifying any leasing contracts that may be concerned before measuring the impact on the financial statements when the standard is first applied,

The Group has decided not to apply the standards early.

The following standards and interpretations have been published by the IASB but have not yet been approved by the European Union. Their possible effect on the Group is being analysed, unless otherwise stated:

- IFRS 2 "Classification and Valuation of Share-based Payment Transactions",
- IFRIC 22 "Foreign Currency Transactions and Advance Consideration",
- IFRIC 23 "Uncertainty over Income Tax Treatment",
- Amendment to IFRS 9 entitled "Prepayment Features with Negative Compensation",
- Amendment to IAS 12 "Income Taxes",
- Amendment to IAS 23 "Borrowing costs".

#### 5.2.2.2. 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.

#### 5.2.2.3. 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),
- revaluation of vineyard land (§2.9).

#### 5.2.2.4. 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 annual accounts closed on March 31.

#### 5.2.2.5. 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.

#### 5.2.2.6. 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.

#### 5.2.2.7. Business combinations

Company mergers are recorded at cost, using the acquisition method, 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".

#### 5.2.2.8. Intangible fixed assets

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

#### 5.2.2.9. 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 on the average values published by l'AGRESTE (The Minister of Agriculture) and recent transactions.

This is because the average 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.

Vines are recorded at cost (planting costs) minus the cumulative depreciation (25 years) and the cumulative loss in value.

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.

#### 5.2.2.10. 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 costs, 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 cash-generating 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.

#### 5.2.2.11. 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.

#### 5.2.2.12. 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.

#### 5.2.2.13. 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.

#### 5.2.2.14. 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 accrual reversed in the income statement.

#### 5.2.2.15. Current and deferred 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.

Provisions are written for any tax for which the Group may be liable in respect of dividends distributed by its subsidiaries when the distribution decision has been formally taken at the time of closure. Deferred tax assets and liabilities are offset when a legally enforceable right to offset tax assets and liabilities due exists, and when the deferred tax assets and liabilities concern income tax levied by the same tax 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.

#### 5.2.2.16. 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.

#### 5.2.2.17. 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.

#### 5.2.2.18. Option plans 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.

#### 5.2.2.19. 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 § 5.4.10.

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.

#### 5.2.2.20. 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.

#### 5.2.2.21. 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.

#### 5.2.2.22. 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.

#### 5.2.2.23. 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 concerns the ineffective part of hedges, changes in the value of derivative instruments are recognised in financial results.

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

#### Estimating fair value

Fair value is the exit price that would be received for the sale of an asset or paid when transferring a liability in a normal transaction between market agents on the valuation date.

The fair value of financial instruments such as derivatives and placements traded on public markets that are traded on active markets is based on the listed market price on the date of closure. The listed market price used for the financial assets held by the Group is the sell price; the appropriate listed market price for financial debt is the buy price. This valuation method is qualified as Level 1 in the hierarchy set out in IFRS 13.

The fair value of financial instruments which are not traded on active markets (eg, OTC derivatives) is measured using valuation techniques. The assumptions used are observable either directly (eg, prices) or indirectly (price-based calculation). This valuation method is qualified as Level 2 in the hierarchy set out in IFRS 13.

The Level used to measure the fair value of a financial instrument is set out in the summary of financial assets (5.2.4.8) and in the summary of financial liabilities (5.2.4.16).

#### 5.2.2.24. 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 co-operation agreements with distributors, and duties on wines and spirits.

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

#### 5.2.2.25. Earnings per share

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 share.

### 5.2.2.26. 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 prevent 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.

### 5.2.2.27. 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.

### 5.2.2.28. 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.

An operational 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 Group has only one activity, which is the production and sale of champagne, and has not identified any distinct operating segments meeting the criteria of IFRS 8.

## 5.2.3. Main operations over the period

No significant events occurred during the year.

## 5.2.4. Notes to the financial statements

### 5.2.4.1. Goodwill

#### **A. Main goodwill**

(€ million)	Year of purchase	March 31, 2018 net	March 31, 2017 net
SAS Champagne Laurent-Perrier	1998	2.19	2.19
SA Champagne de Castellane	1999	1.64	1.64
SA Laurent-Perrier Suisse	2000	0.18	0.18
SA A.S.	2001	0.44	0.44
SA Grands Vignobles de Champagne	2003	0.72	0.72
SA Château Malakoff	2004	19.23	19.23
SC Dirice	2005	0.10	0.10
SAS François Daumale	2014	1.49	1.49
<b>Total</b>		<b>26.00</b>	<b>26.00</b>

## **B. Movements over the period**

<i>(€ million)</i>	March 31, 2018	March 31, 2017
Goodwills net value at opening	26.00	26.00
Acquisitions		
Goodwills net value at closing	26.00	26.00

## **C. Regular impairment testing**

Impairment testing of the Cash Generating Unit (CGU), 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 ten-year forecast horizon: 3% (3% at March 31, 2017),
- discount rate: the average weighted cost of capital and debt. The rate used at March 31, 2018 was 5.9% (5.7% at March 31, 2017)
- growth rate at infinity: 2%

Calculations at March 31, 2018 and March 31, 2017 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.

The champagne market, after experiencing a dip in activity in 2009-2010, saw significant growth in 2010 and 2011, followed by a stabilisation phase. This stability does not call long-term growth into question, which is directly linked to economic activity levels. The economic crisis currently affecting Europe seems likely to prolong the stabilisation phase, but the Group believes it can gradually improve its activity level by growing its export sales.

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 discounting future cash flows out to ten years. Taking a 1% rate of growth in cash flow out to infinity instead of 2%, we again observed that there is no impairment. Similarly, by using an average weighted cost of capital and debt of 6.5%, no impairment is observed.

The sensitivity analysis has not revealed any probable scenario in which the recoverable value of the CGU would become less than the net book value of its assets.

#### 5.2.4.2. Intangible fixed assets

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

<b>Gross values</b> € million	April 1, 2017	Acquisitions	Disposals	Other movements	March 31, 2018
Brands	3.29				3.29
Software	5.72	0.01	-0.13	0.04	5.64
Other	0.90	0.01		-0.05	0.87
<b>Total</b>	<b>9.92</b>	<b>0.02</b>	<b>-0.13</b>	<b>-0.01</b>	<b>9.81</b>

<b>Depreciation</b> € million	April 1, 2017	Provision	Depr. on disposals	Other movements	March 31, 2018
Brands					
Software	4.57	0.82	-0.12	-0.01	5.27
Other	0.08	0.03	0.00		0.11
<b>Total</b>	<b>4.66</b>	<b>0.85</b>	<b>-0.12</b>	<b>-0.01</b>	<b>5.38</b>

<b>Net value</b>	<b>5.27</b>				<b>4.43</b>
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<b>Gross values</b> € million	April 1, 2016	Acquisitions	Disposals	Other movements	March 31, 2017
Brands	3.29				3.29
Software	6.20	0.25	-0.73	0.02	5.72
Other	0.59	0.23		0.09	0.90
<b>Total</b>	<b>10.09</b>	<b>0.48</b>	<b>-0.73</b>	<b>0.11</b>	<b>9.92</b>

<b>Depreciation</b> € million	April 1, 2016	Provision	Depr. on disposals	Other movements	March 31, 2017
Brands					
Software	4.46	0.84	-0.73		4.57
Other	0.04	0.05	-0.01		0.08
<b>Total</b>	<b>4.50</b>	<b>0.89</b>	<b>-0.73</b>		<b>4.66</b>

<b>Net value</b>	<b>5.59</b>				<b>5.27</b>
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The "brands" item corresponds to the Laurent-Perrier and Salon brands only, at their historic cost. These brands are deemed to have an indefinite lifespan and the results of value tests are positive.

### 5.2.4.3. Tangible fixed assets

#### **A. Change in tangible fixed assets**

<b>Gross values</b> € million	April 1, 2017	Acquisitions	Disposals	Change in consolidation scope	Other movements	March 31, 2018
Land	151.06	0.20			0.64	151.90
Vineyards	6.86	0.01	-0.02		0.06	6.91
Buildings	68.21	0.10	-0.03		-0.01	68.27
Machinery & equipment <sup>(1)</sup>	63.35	2.60	-2.19		4.71	68.48
Other tangible fixed assets	3.83	0.13	-0.07		-0.06	3.83
Assets in progress	7.95	3.64			-5.46	6.13
<b>Total</b>	<b>301.26</b>	<b>6.68</b>	<b>-2.30</b>		<b>-0.12</b>	<b>305.52</b>
<sup>(1)</sup> incl. restated financial lease	3.08					3.08

<b>Depreciation &amp; provisions</b> € million	April 1, 2017	Provision	Depr. on disposals	Change in consolidation scope	Other movements	March 31, 2018
Land	0.22	0.02				0.23
Vineyards	4.81	0.16	-0.01			4.96
Buildings	29.28	2.41	-0.03		-0.01	31.66
Machinery & equipment	45.33	2.83	-2.19		-0.01	45.95
Other tangible fixed assets.	4.10	0.20	-0.07		-0.03	4.21
<b>Total</b>	<b>83.74</b>	<b>5.62</b>	<b>-2.29</b>		<b>-0.04</b>	<b>87.02</b>
<sup>(1)</sup> incl. restated financial lease	1.87	0.39				2.26

<b>Net value</b>	<b>217.52</b>					<b>218.51</b>
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<b>Gross values</b> € million	April 1, 2016	Acquisitions	Disposals	Change in consolidation scope	Other movements	March 31, 2017
Land	149.21	1.85				151.06
Vineyards	6.85		-0.02		0.02	6.86
Buildings	50.51	1.79	0.00		15.91	68.21
Machinery & equipment	60.90	2.58	-0.14		0.01	63.35
Other tangible fixed assets.	3.96	0.16	-0.26		-0.04	3.83
Assets in progress	18.13	5.81			-15.98	7.95
<b>Total</b>	<b>289.56</b>	<b>12.19</b>	<b>-0.42</b>		<b>-0.07</b>	<b>301.26</b>
<sup>(1)</sup> incl. restated financial lease	3.08					3.08

<b>Depreciation &amp; provisions</b> € million	April 1, 2016	Provision	Depr. on disposals	Change in consolidation scope	Other movements	March 31, 2017
Land	0.20	0.01				0.22
Vineyards	4.65	0.18	-0.02			4.81
Buildings	27.06	2.25	0.00		-0.02	29.28
Machinery & equipment	43.08	2.42	-0.12		-0.05	45.33
Other tangible fixed assets.	4.13	0.22	-0.26		0.01	4.10
<b>Total</b>	<b>79.12</b>	<b>5.07</b>	<b>-0.40</b>		<b>-0.05</b>	<b>83.74</b>
<sup>(1)</sup> incl. restated financial lease	1.49	0.38				1.87

<b>Net value</b>	<b>210.43</b>					<b>217.52</b>
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#### **Revaluation of vineyards**

Vineyards have been revalued, recorded in equity as a "Revaluation reserve" at their net of tax amount. The change in the average market value of agricultural land in 2016, as published in 2017, was found to be insignificant and the values adopted at March 31, 2017 have been left unchanged.



€ million	April 1, 2017	Acquisitions /revaluations	Disposals/ transfers	March 31, 2018
Land values				
Land other than vineyards	4.16			4.16
Vineyards:	54.64	0.84		55.48
Differential in vineyard revaluations	92.26			92.26
<b>Total</b>	<b>151.06</b>	<b>0.84</b>		<b>151.90</b>

Under IFRS 13, this valuation is a Level 3 valuation.

#### 5.2.4.4. Other financial investments

Other financial investments are set out below:

€ million	March 31, 2018	March 31, 2017
	Net	Net
Non-consolidated securities	0.01	0.01
Loans	3.00	2.98
Other	0.74	0.75
<b>Total</b>	<b>3.75</b>	<b>3.74</b>

Loans were mainly to our wine-growing partners, those due in over one year being secured and/or tangible security (mainly "privilège de prêteur de deniers"). They have been discounted at the equivalent market rate of 1.35% (compared with 1.61% in the previous period), if non-interest bearing.

#### 5.2.4.5. Inventories and work in progress

€ million	March 31, 2018			March 31, 2017
	Gross	Provisions	Net	Net
Goods and finished products	422.85		422.85	402.87
Raw materials and work in progress	95.47	-0.01	95.46	104.89
<b>Total</b>	<b>518.32</b>	<b>-0.01</b>	<b>518.31</b>	<b>507.76</b>

The provision for depreciation relates mainly to promotional items.

In order to take account of the work involved in certain stages of the production process, the Group makes a rational imputation of overheads when measuring inventory. Activity in 2017-2018 was considered 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	2017-2018	2016-2017
Valuation of own vineyard harvest at market price	3.94	2.91
Effect of inventory disposals	-3.19	-3.24
Impact on cost of sales for the period	0.75	-0.33
Impact on cost of inventory at closure	12.27	11.52

#### 5.2.4.6. Trade receivables and related accounts

€ million	March 31, 2018			March 31, 2017
	Gross	Provisions	Net	Net
Trade receivables	46.16	-0.70	45.46	43.96
<b>Total</b>	<b>46.16</b>	<b>-0.70</b>	<b>45.46</b>	<b>43.96</b>

There is no concentration of credit risk attached to trade receivables because of their large number and their international origins. GBP-denominated trade receivables amounted to €5.41 million as at March 31, 2018.

The Group manages its customer credit dealings with great caution.

	March 31, 2018	March 31, 2017
Average trade receivables settlement time (days)	62	55

Changes in provisions for write downs break down as follows:

€ million	2017-2018	2016-2017
Impairment of trade receivables at April 1	0.74	1.07
Net impairment recorded in income	-0.04	-0.33
Other changes		
Impairment of trade receivables at March 31	0.70	0.74

Writedowns 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 writedowns or not written down is as follows:

€ million	March 31, 2018			
	0 - 60 days	60 - 90 d	90 - 120 d	+ 120 d
Receivables due for				
- non provisioned	6.39	1.09		0.07
- provisioned			0.03	0.67

#### 5.2.4.7. Other receivables

Other receivables break down as follows:

€ million	March 31, 2018	March 31, 2017
State – VAT credits	8.60	9.63
State – income tax advances	0.79	2.61
Prepaid expenses	1.53	1.56
Sundry	2.58	3.13
Total	13.50	16.92

All these other receivables and payables are due at less than one year.

The "Sundry" item mainly covers prepayments to grape and wine suppliers.

#### 5.2.4.8. Table of financial assets

€ million	IAS 39 Category	Fair Value Hierarchy*	March 31, 2018		March 31, 2017	
			Book value	Fair value	Book value	Fair value
Loans	Loans and receivables at amortized cost		3.00	3.00	2.98	2.98
Deposits	Loans and receivables at amortized cost		0.57	0.57	0.57	0.57
Other	Available for sale financial assets		0.18	0.18	0.19	0.19
Total non-current financial assets			3.75	3.75	3.74	3.74
Trade receivables	Loans and receivables at amortized cost		45.46	45.46	43.96	43.96
Deductible VAT and other sales taxes <sup>(2)</sup>	N/A		8.60	N/A	9.63	N/A
Other receivables	Loans and receivables at amortized cost		3.37	3.37	5.73	5.73
Prepaid expenses <sup>(2)</sup>	N/A		1.53	N/A	1.56	N/A
Total other current assets			58.96		60.88	
Cash in hand	Fair Value	1	57.26	57.26	36.58	36.58
Cash and Cash equivalents			57.26		36.58	

(2) Not a financial asset within the meaning of IAS 39

\* For the fair value hierarchy, see note 2.23

Apart from cash equivalents, which are instruments listed on an active market (Level 1 under IFRS 7), all financial instruments recorded in the balance sheet are valued on the basis of transactions carried out on the OTC market (Level 2 under IFRS 7).

#### 5.2.4.9. Shareholders' Equity

##### **A. Capital contribution**

	March 31, 2018	March 31, 2017
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 no paid up in full		
Nominal value (€) per share	3.80€	3.80€
Legal capital (€)	22 594 272 €	22 594 272 €
Treasury shares owned by the Group	33 111	44 445

The total number of voting rights attached to the 5,945,861 shares comprising equity was 9,481,932 at March 31, 2018 (9,336,712 at March 31, 2017).

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.

##### **B. Earnings per share**

	March 31, 2018	March 31, 2017
Ordinary shares*	5 906 582	5 901 913
Dilutive effect of buy-backs	5 610	8 021
Other		
Average weighted number of shares	5 912 192	5 909 934

\*Net of treasury shares

Net earnings per share

(euros)	March 31, 2018		March 31, 2017	
	Before dilution	After dilution	Before dilution	After dilution
Pre-tax profit	5.22	5.21	5.90	5.90
Group net attributable income	3.48	3.48	3.93	3.93

### **C. Dividends**

The Group seeks to pursue a stable policy of distributing dividends amounting to 20-30% of consolidated net income (valued according to international standards), conditions at Laurent-Perrier permitting.

Dividend paid out in 2016-2017 and 2017-2018 amounted to €1.05 per share.

At the forthcoming General Meeting of Shareholders on July 11, 2018, payment of a dividend of €1.05 per share will be proposed.

### **D. Share option plans**

The situation as regards exercisable options and their cost in the financial year was as follows:

	Attribution date	Earliest exercise date	Latest exercise date	Option exercise price
Plan No.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, 2018 was zero, as the timeframe of rights acquisition of the last plan expired on April 1, 2013.

The transactions occurring during the year were as follows:

	Options allocated and still to be exercised at April 1, 2017	Number of options allocated	Number of options exercised	Number of options expiring worthless	Number of options still to be exercised at March 31, 2018
Plan No.13	33 200			33 200	
Plan No.14	19 050		7 750		11 300

### **E. 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 FY 2017-2018, the number of treasury shares held by the Group decreased by a net 11,334 to stand at 33,111 at March 31 2018. This change had a positive impact on shareholders' equity in the amount of €581,000, which breaks down as follows:

	(€ 000s)
- Change in gross value	731
- (Loss) profit from disposals	(150)
- Net change in treasury shares	581

At March 31, 2017, the Group held 44,445 treasury shares. During FY 2016-2017, the number of treasury shares held by the Group increased by 1,142. The change had a negative effect on shareholders' equity in the amount of €90,000, which broke down as follows:

	(€ 000s)
- Change in gross value	(48)
- (Loss) profit from disposals	(42)
- Net change in treasury shares	(90)

#### 5.2.4.10. Contingencies and loss provisions

€ million	April 1, 2017	Provisions	Used	Reversals	Other movements	March 31, 2018
Nature of provision						
Liabilities to employees	14.55	1.74	-1.66		2.03	16.66
Labour medal provisions	0.02	0.01	-0.01			0.02
Other provisions	1.64	0.80		-0.09		2.35
Total	16.21	2.55	-1.67	-0.09	2.03	19.03

Other provisions are mainly for labour risks.

#### **Retirement pension liabilities and similar benefits**

Total Laurent-Perrier Group pension liabilities and similar benefits stood at €16.66 million, an amount that is fully provisioned on the balance sheet pursuant to the IAS 19 – *Employee Benefits* amendment, which requires the carrying of actuarial gains and losses on defined benefit plans as equity. The net charge recognised in the income statement is €0.98 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, 2018 and March 31, 2017 are as follows:

The main actuarial assumptions applied at March 31, 2018 were identical to those used at March 31, 2017 as follows:

- o employee must leave voluntarily
- o discount rate: 1.37%
- o annual salary revaluation: 1.5% for non-managerial staff, and 2.5% for managerial staff
- o retirement age:
 

Managers:	64
Non-managerial:	62
Sales reps:	65
- o Annual staff turnover rate:

	Managers and Sales Personnel of GIE Laurent-Perrier Diffusion	Supervisory and technician	Clerical and operative
Before age 40	8%	1%	1%
41-50	3%	1%	1%
After age 50	3%	1%	1%

- o Mortality table: TH and TF 00.02

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 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):

	+0.5%	-0.5%
Private health Insurance	1.07	-0.91
	12.30%	-10.55%

- Liability sensitivity to changes in the discount rate (€ million):

	+0.25%	-0.25%
Retirement indemnities	-0.13	0.14
	-2.23%	2.30%
Private health insurance	-0.48	0.52
	-5.51%	5.99%
Supplementary pension	-0.05	0.05
	-1.36%	1.40%

Changes in retirement pension and similar benefit reserves were:

€ million	2017-2018	2016-2017
Charge for the period	-0.98	-0.99
Benefits paid	0.66	0.41
Contributions paid	0.24	0.25
Actuarial variance recognised in equity	2.03	1.40
Unrealised currency gains/losses		
<b>Total</b>	<b>1.94</b>	<b>1.07</b>

Annual changes in liabilities, in the market value of investments and in the corresponding assets and provisions recognised in the consolidated balance sheet were:

€ million	March 31, 2018	March 31, 2017
<b>1. Reconciliation of balance sheet items</b>		
Discounted value of unfunded liabilities	14.54	12.80
Discounted value of funded liabilities	3.92	3.39
<b>Discounted value of total liabilities</b>	<b>18.45</b>	<b>16.19</b>
Fair value of pension hedging assets <sup>(1)</sup>	1.78	1.64
<b>Net value of liabilities</b>	<b>16.67</b>	<b>14.55</b>
<b>Net value of assets (liabilities) recorded on balance sheet</b>	<b>16.67</b>	<b>14.55</b>
<b>2. Details of net costs recorded in the income statement</b>		
Cost of services rendered	0.79	0.78
Financial cost (discount effect)	0.24	0.23
Projected return on plan assets	-0.01	-0.02
Effect of plan pay-outs/reductions	-0.04	
<b>Net cost recognised in the income statement</b>	<b>0.98</b>	<b>0.99</b>

<sup>(1)</sup> Breakdown of assets to cover retirement liabilities at March 31, 2018:

Fixed income instruments:	81%
Equities:	7%
Others:	12%

The real return on the assets during the year was €0.01 million.

€ million	2017-2018	2016-2017
<b>3. Change in the discounted value of liabilities</b>		
Discounted value of liabilities at start of period	16.19	14.29
Actuarial (losses)/gains recognised in equity	2.03	1.40
Cost of services rendered	0.79	0.78
Financial cost (discount effect)	0.24	0.23
Employee contributions	-0.14	-0.25
Benefits paid	-0.66	-0.41
Changes in plan rules		
Other (incl. pay outs/reductions)		0.15
Discounted value of liabilities at end of period	18.45	16.19

€ million	2017-2018	2016-2017
<b>4. Change in fair value of plan assets</b>		
Fair value of plan assets at start of period	1.64	1.36
Projected return on plan assets	0.04	0.02
Employee contributions		
Employer contributions	0.10	0.25
Benefits paid		
Fair value of plan assets at end of period	1.78	1.64

	March 31, 2018	March 31, 2017
<b>5. Financial provision</b>		
Discounted value of liabilities	-18.45	-16.19
Fair value of plan assets	1.78	1.64
Modification de régime non comptabilisée		
Net (liabilities) assets recognised on the balance sheet	-16.67	-14.55

€ million	Actuarial gains (losses) recognised in equity			Analysis of differences in FY	
	March 31, 2017	FY 2017-2018	March 31, 2018	Difference with assumptions	Difference with real
<b>6. Analysis of actuarial differences</b>					
Supplementary pension	-2.00	-0.10	-2.10	-0.13	0.03
Retirement indemnities	0.02	-1.72	-1.70	-1.35	-0.37
Private health plan	-2.49	-0.21	-2.69	-0.21	0.01
	-4.47	-2.02	-6.49	-1.70	-0.33

Estimated cost of pensions for 2018-2019:

- Cost of services rendered 0.93

In the case of defined benefit pension plans, the contributions paid in the coming years should be similar to those paid in this year. Estimated outlays in the financial years ahead are:

Year ending March 31, 2019	2.58
Year ending March 31, 2020	0.25
Year ending March 31, 2021	0.56

This includes the departure of a senior manager benefitting from a supplementary pension.

The Swiss subsidiary, Laurent-Perrier Suisse, has set up a defined benefit pension scheme for its employees fully covered by a provident policy taken out with the Allianz Suisse company.

#### 5.2.4.11. Debt and cash

During the accounting period, the Laurent-Perrier Group finalised the reorganisation of its balance sheet by renegotiating its debt on favourable terms. Laurent-Perrier wanted to give itself the means to pursue growth and improve its financial competitiveness in a positive market environment while at the same time preserving its independence.

The Group expanded its balance sheet by taking it to 554 million euros in cash and equivalent. After redefining the conditions of its wine ageing credit line, additional financing was put in place structured around a 70 million euro Capital Expenditure facility and a revolving credit line of 85 million euros.

Most existing loans have been refinanced through the issue of a € 100 million private placement with a maturity of 7-10 years. During the second half of the year, a new 12 M€ 12-year bond was taken out.

Net debt was:

€ million	March 31, 2018	March 31, 2017
Long-term debt	312.16	296.72
Short-term debt	20.22	11.09
<b>Gross debt</b>	<b>332.38</b>	<b>307.81</b>
Gross debt after derivatives	332.38	307.81
Cash and cash equivalents	-57.26	-36.58
<b>Net debt</b>	<b>275.12</b>	<b>271.23</b>

Gross debt breaks down as follows:

€ million	March 31, 2018	March 31, 2017
Bank loans (investment credits)	7.24	20.51
Bank loans (operating credits)	304.89	276.00
Financial leases	0.03	0.21
<b>Long-term debt</b>	<b>312.16</b>	<b>296.72</b>
Bank loans (investment credits)	1.76	1.80
Bank loans (operating credits)	14.70	7.80
Financial leases	0.21	0.27
Bank overdrafts	0.77	0.55
Accrued interest	2.78	0.67
<b>Short-term debt</b>	<b>20.22</b>	<b>11.09</b>
<b>Gross debt</b>	<b>332.38</b>	<b>307.82</b>

Total net debt, including other long-term debt (see 5.2.4.15., Other long-term debt) amounted to €278.03 million versus €274.21 million for the previous fiscal year.

#### 5.2.4.12. Liquidity risk

The Group has structured its debt into two components:

- Debt used to finance its inventories (ageing credit, which is collateralised by the inventories themselves, their value being considerably greater than the amount of the debt they collateralise)
- Investment or acquisition debt with a maturity in excess of five years.

The Group is faced with no significant debt repayments in the short term. Working capital loans comprise renewable lines of credit.

€ million	March 31, 2018	March 31, 2017
Less than one year	20.22	11.09
1-5 years	200.72	257.11
Over 5 years	111.44	39.60
<b>Total to repay (incl. interest payable at closure)</b>	<b>332.38</b>	<b>307.81</b>



### 5.2.4.13. 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 €45.5 million at closure and is analysed in section 5.2.4.6, 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 outstandings amounted to €57.3 million at March 31, 2018 and corresponds to the net book value of all these items.

Maximum counterparty risk on the Group's other financial assets totals €13.5 million and mainly corresponds to payables by the State (VAT), down-payments to suppliers, and accruals.

### 5.2.4.14. Financial instruments

#### **A. Interest rate risk hedging**

The Group uses financial derivatives to manage and operationally hedge the risk of fluctuating interest rates. The Group does not use derivatives for speculation.

Due to negative floating rates, some derivative instruments have proved unsatisfactory in hedge accounting effectiveness tests; they have been de-qualified in accordance with the standard and the fair value recorded in the financial statements at April 1, 2016 has been reversed over the residual life of these instruments. As at March 31, 2018, the writeback of this fair value share to the financial result amounted to €322,000.

The breakdown of debt after taking into account the effects of interest rate derivatives is as follows:

€ million	March 31, 2018	March 31, 2017
Non-hedged variable rate (Euribor 3-month rate + bank margin)	84.90	134.81
Swapped variable rate	114.00	149.00
Fixed rate	133.48	24.00
<b>Total</b>	<b>332.38</b>	<b>307.81</b>

The hedging of financial assets and liabilities using hedging instruments at March 31, 2018 may be presented as follows:

€ million	Financial liabilities		Interest rate hedging		Exposure after hedging			Financial assets	Net position after hedging
	Fixed Rate	Variable rate	Fixed Rate	Variable rate	Fixed Rate	Variable rate	TOTAL		TOTAL
Under 1 year	-20.25			20.00	-20.25	20.00	-0.25	57.26	57.01
1-5 years	-5.54	-195.00		94.00	-5.54	-101.00	-106.54		-106.54
Over 5 years	-111.55				-111.55		-111.55		-111.55
<b>TOTAL</b>	<b>-137.34</b>	<b>-195.00</b>		<b>114.00</b>	<b>-137.34</b>	<b>-81.00</b>	<b>-218.34</b>	<b>57.26</b>	<b>-161.08</b>

## Working capital credits

Specific interest rate swaps have been put in place for working capital and investment credits:

€ million	Variable rate working capital credits		Interest rate contracts	Net position after hedging
	Authorised	Used		
01/04/18 to 31/03/19	275.00	195.00	114.00	81.00
01/04/19 to 31/03/20	275.00		94.00	
01/04/20 to 31/03/21	275.00		94.00	

## Investment credits

€9.0 million of amortisable loans have fixed rates.

## Sensitivity to interest rate variations

The Group's mean effective interest rate was less than 2.0% at March 31, 2018.

Following the reorganisation of its financial debt as set out in 4.11 above, the Group substantially reduced its exposure to the risk of an increase in interest rates that would boost the cost of its debt. On the basis of the net position after hedging over the coming financial year, and assuming a 1-point increase in rates, the increase in interest charges would amount to 0.41 million euros in respect of non-hedged operating loans.

This should be compared with the cost of debt over the 12-month period, which was €7.27million.

In the case of fixed income instruments a variation of +0.5% would have a €0.17 million impact on Group's shareholders' equity, while a change of -0.5% would have a € 0.18 million impact on shareholders' equity.

## B. Foreign currency hedging

### Sensitivity to exchange rate variations

In 2017-2018, 24.4% of Group turnover was denominated in currencies other than the euro, including almost 3.9% in US dollars, 16.3% in Sterling and 4.2% 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.

€ million	Operating assets	Financial assets	Operating liabilities	Financial liabilities	Net position	Hedging instruments	Net position after hedging
GBP	4 735	4 277	-2 360		6 652		6 652
CHF	1 667	3 287	-514		4 440		4 440
USD	1 979	346	-1 437		888		888
<b>TOTAL</b>	<b>8 381</b>	<b>7 910</b>	<b>-4 311</b>		<b>11 980</b>		<b>11 980</b>

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 €0.42 million, €1.75 million and 0.45 million. The increase 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 €0.47 million, €1.93 million and €0.5 million and the reduction in operating income before amortisation, other income and charges would not be material.

## C. Analysis of interest rate and currency derivative transactions

€ million	Fair value				Face value by maturity			
	at March 31, 2018			at March 31, 2017	at March 31, 2018			
	Derivatives assets	Derivatives liabilities	Total	Total	Less than 1 year	1-5 years	Over 5 years	Total
<b>Hedging of future cash flows</b>								
Forward forex				-0.01				
Interest rate swaps		0.18	-0.18	-1.29		10.00		10.00
<b>Non-qualified derivatives</b>								
Forward forex								
Interest rate swaps		1.17	-1.17	-0.60	20.00	84.00		104.00
<b>Total</b>		<b>1.35</b>	<b>-1.35</b>	<b>-1.89</b>	<b>20.00</b>	<b>94.00</b>		<b>114.00</b>

Fair value is determined using discounted future flows calculated on the basis of market data.

In FY 2017-2018, the amounts recorded directly in the income statement were a gain of €0.90 million for interest rate derivatives.

In FY 2016-2017, the amounts recorded directly in the income statement were a gain of €0.65 million for interest rate derivatives and 0.01 for the forward forex.

Future flows from interest rate swaps will be as follows:

€ million	FY	FY	FY	Beyond
	2018-2019	2019-2020	2020-2021	
Cash flows from interest rate swaps	0.5	0.3	0.3	0.6

### 5.2.4.15. Other long-term debt

Other financial debt corresponds to employee profit sharing:

€ million	March 31, 2018	March 31, 2017
Less than one year		
1-5 years	2.91	2.98
Over 5 years		
<b>Total</b>	<b>2.91</b>	<b>2.98</b>

Debt due in under one year is recognised in current liabilities under "Other debt".

### 5.2.4.16. Financial liabilities

€ million	IAS 39 category	FV h'chy	March 31, 2018		March 31, 2017	
			Book value	Fair value	Book value	Fair value
Debt including accrued interest	AC				307.81	307.81
<b>Trade payables</b>	AC		<b>81.95</b>		<b>79.84</b>	79.84
Liabilities for personnel and social charges <sup>(1)</sup>	N/A		9.62		10.13	10.13
VAT payable and other sales taxes <sup>(1)</sup>	N/A		3.94		3.54	3.54
Interest rate derivatives liabilities	FV	2	1.47		1.91	1.91
Creditor affiliates	AC		1.26		13.37	13.37
Other debt	AC		2.22		3.19	3.19
<b>Total other debt</b>			<b>18.51</b>		<b>32.14</b>	32.14

(1) Not a financial asset within the meaning of IAS 39

Fair value	FV
Debt liabilities at amortised cost	AC
Held for trading	HFT
Not applicable	N/A

#### 5.2.4.17. Deferred tax

Net deferred tax breaks down as follows:

€ million	March 31, 2018	March 31, 2017
Revaluation of vineyards	23.83	26.68
Revaluation of tangible assets	1.56	1.72
Revaluation of intangible assets	0.36	0.40
Harvest valuation at market rates	1.24	1.21
Elimination of inventory margins	-1.32	-0.51
Elimination of provisions for treasury shares	0.12	0.18
Financial instruments	-0.53	-0.66
Price increase accrual		
Depreciation allowances	3.14	3.09
Employee benefits	-4.31	-4.22
Other (1)	-0.50	-0.29
<b>Total</b>	<b>23.58</b>	<b>27.61</b>
Balance sheet reconciliation		
- Deferred tax assets	2.20	1.27
- Deferred tax liabilities	25.78	28.88
<b>Total net</b>	<b>23.58</b>	<b>27.61</b>
Including deferred tax recorded in equity	0.36	-0.11

(1) Most "Other tax" comes from temporary differences between fiscal and accounting rules

At March 31, 2018, the deferred tax rate was revised to take into account the cut in the tax rate voted under the 2018 Finance Act, taking the company income tax rate to 25.83% from 2022. Long-term deferred taxes, mainly in connection with the revaluation of vineyards, have been calculated on the basis of the rate applicable from that date, ie, 25.83%.

#### 5.2.4.18. Sector information broken down by geographic region

Turnover by client location breaks down as follows:

€ million	2017-2018	2016-2017
<b>Turnover (by client location)</b>		
France	69.85	76.28
Europe	102.70	105.96
Rest of World	53.14	48.33
<b>Consolidated total</b>	<b>225.69</b>	<b>230.57</b>

\* By geographic location of Group companies

Short-term assets of Group companies located in countries other than France:

€ million	March 31, 2018	March 31, 2017
<b>Short-term assets on the balance sheet*</b>		
France	254.13	252.80
Europe	0.72	0.93
<b>Consolidated total</b>	<b>0.11</b>	<b>0.15</b>
<b>Total consolidé</b>	<b>254.96</b>	<b>253.88</b>

\* By geographic location of Group companies

#### 5.2.4.19. Other net operating income

This breaks down as follows:

€ million	2017-2018	2016-2017
Margin on semi-finished goods and services	0.64	0.36
Operating currency gains	1.14	0.96
Operating currency losses	-1.21	-0.93
Other net operating income	0.58	0.40

The margin on semi-finished goods and services breaks down as follows:

€ million	2017-2018	2016-2017
<b>Semi-finished goods</b>		
Turnover	16.03	12.42
Cost of sales	-15.41	-12.19
Margin	0.62	0.31
<b>Services rendered</b>		
Turnover	0.09	0.05
Cost of sales	-0.06	-0.01
Margin	0.03	0.04
Consolidated margin	0.64	0.36

#### 5.2.4.20. Payroll expenses

Payroll expenses (including social security charges, incentives and pension liabilities) are distributed among the various functions as follows:

€ million	2017-2018	2016-2017
Cost of sales	11.05	11.34
Commercial charges	16.16	16.42
Administrative charges	8.34	9.18
Total	35.55	36.94

These break down as follows:

€ million	2017-2018	2016-2017
Wages and social charges	34.76	36.16
Cost of stock options		
Pension charges – defined benefit plans	0.79	0.78
Other employee benefits		
Total	35.55	36.94

#### 5.2.4.21. Other operating income and charges

€ million	2017-2018	2016-2017
<b>Other operating income</b>		
Disposals of fixed assets	0.31	0.04
Other income	0.13	1.00
Total	0.43	1.04
<b>Other operating costs</b>		
Residual value of fixed asset disposals	0.02	0.02
Other costs	0.35	-0.07
Total	0.36	-0.04

#### 5.2.4.22. Financial income

€ million	2017-2018	2016-2017
Cost of gross debt	7.27	6.18
Cash management income	-0.31	-0.21
Cost of net debt	6.96	5.97
Financial instruments	0.90	0.03
Others, net	0.22	0.25
Other financial income and charges	1.12	0.28
Financial income	8.08	6.26
Items directly recorded in equity		
Unrealised currency gains/losses	-0.49	-0.44

The net financial expenses above include the following items deriving from assets and liabilities that are not recorded at fair value in the income statement:

Interest income on financial assets	-0.31	-0.21
Debt interest payments	7.27	6.18

#### 5.2.4.23. Tax

Tax and effective tax rates break down as follows:

€ million	2017-2018	2016-2017
Current tax	10.85	11.59
Deferred tax	-0.70	-0.02
Total	10.15	11.57
Pre-tax profit	30.82	34.83
Effective tax rate	32.9%	33.2%

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	2017-2018	%	2016-2017	%
Total consolidated income before income tax and deferred tax	30.82		34.83	
Theoretical tax liability at 34.43%	10.74	34.4%	11.90	34.4%
Permanent accounting and fiscal differences	-0.32	-1.0%	-0.02	-0.1%
Fiscal losses not activated for the period	0.00	0.0%	0.03	0.1%
Tax rate differentials ( France/Other countries)	0.14	0.4%	-0.79	-2.3%
Savings linked to fiscal integration	-0.22	-0.7%	0.07	0.2%
Sundry	-0.19	-0.6%	0.38	1.1%
Effective tax liability	10.15	32.9%	11.57	33.2%

Laurent-Perrier and Champagne Laurent-Perrier are members of a fiscally-integrated Group.

During the year, the Group benefited from the repayment of the contribution on distributed income that had been paid in fiscal years 2015/16, 2016/17 and 2017/18 for a total of €545,000.

The agreements signed between the parent company and the integrated subsidiary apply the neutral tax method, whereby the subsidiary accounts for tax liabilities as if it had been taxed separately, the parent company recording its own liability and the savings flowing from the tax integration.

#### 5.2.4.24. Contingent commitments and liabilities

##### Financial liabilities

At March 31 2018, a portion of the bank liabilities described in §4.13, which have a €265.0 million authorised credit line, were provided with various guarantees carrying security in the form of "warrants douaniers" (wine inventory allocated as collateral) a special type of bank guarantee used in Champagne. At March 31, 2017, the amount of the guarantees was €265.0 million euros.

Under the terms of the agreements with its pool of banks, the Group has undertaken to abide by some or all of the following ratios, depending on the contract:

- a net debt to shareholders' equity ratio of less than 2 or 2.5 depending on the contract
- a financial expense to operating income ratio (excluding the impact of IAS 19 and IAS 39) greater than 2
- an operating result to financial result ratio (excluding the impact of IAS19 and IAS39) greater than 2
- a ratio of inventory value to debt greater than 1

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 2018, both these ratios were honoured.

##### Other liabilities

- 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 53,468.10 hectolitres of wine from the 2000 to 2017 harvests in its cellars, constituting a set-aside reserve belonging to wine growers and co-operatives.

#### 5.2.4.25. Transactions with related parties

##### Compensation of senior executives

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	2017-2018	2016-2017
Compensation paid to members of the Supervisory Board	0.19	0.17
Salaries and other short-term benefits	1.72	1.37
Benefits subsequent to employment - cost of services rendered	0.38	0.44
Severance indemnities		
Payments based on shares		
<b>Cost over the period</b>	<b>2.29</b>	<b>1.98</b>

##### Other transactions

€ million	2017-2018	2016-2017
Fees paid to companies sharing senior executives with Laurent-Perrier	0.12	0.12
Interest paid to members of the Supervisory Board on monies deposited in current accounts	0.17	0.26
<b>Cost over the period</b>	<b>0.29</b>	<b>0.38</b>

#### 5.2.4.26. Statutory Auditors' fees

€000's	PricewaterhouseCoopers Audit				KPMG			
	Amount		%		Amount		%	
	31.03.18	31.03.17	31.03.18	31.03.17	31.03.18	31.03.17	31.03.18	31.03.17
<u>Statutory auditing, certification auditing of individual and consolidated accounts</u>								
Laurent-Perrier SA	55.0	54.0	33%	33%	55.0	54.0	38%	39%
Fully-consolidated subsidiaries	113.3	109.1	67%	67%	79.5	75.5	55%	54%
Subtotal	168.3	163.1	100%	100%	134.5	129.5	93%	93%
<u>Other activities and services directly related to the statutory auditor's remit</u>								
Laurent-Perrier SA *					10.0	10.0	7%	7%
Fully-consolidated subsidiaries								
Subtotal					10.0	10.0	7%	7%
<b>TOTAL</b>	<b>168.3</b>	<b>163.1</b>	<b>100%</b>	<b>100%</b>	<b>144.5</b>	<b>139.5</b>	<b>100%</b>	<b>100%</b>

\* Report on social, environmental and societal information included in the management report

#### 5.2.4.27. Events since the closure of accounts

Since the Supervisory Board signed off the financial statements there have been no subsequent events likely to have any material impact on the Group's financial situation and assets.

### 5.2.5. Scope of consolidation

#### 5.2.5.1. Fully-consolidated companies



Company	Registered office	Siren No.	% Control	% Stake
<b><u>France</u></b>				
Laurent-Perrier	32, avenue de Champagne 51150 Tours sur Marne	335 680 096	100.00	100.00
Champagne Laurent-Perrier	32, avenue de Champagne 51150 Tours sur Marne	351 306 022	100.00	100.00
Laurent-Perrier Diffusion	32, avenue de Champagne 51150 Tours sur Marne	337 180 152	100.00	100.00
Société A.S.	5-7, rue de la Brèche d'Oger 51190 Le Mesnil sur Oger	095 751 038	99.50	99.50
Grands Vignobles de Champagne	32, avenue de Champagne 51150 Tours sur Marne	379 525 389	100.00	100.00
SCA Coteaux de Charmeronde	32, avenue de Champagne 51150 Tours sur Marne	389 698 622	51.14	51.14
SCA Coteaux du Barrois	32, avenue de Champagne 51150 Tours sur Marne	350 251 351	50.96	50.96
Champagne de Castellane	57, rue de Verdun 51200 EPERNAY	095 650 529	100.00	100.00
Château Malakoff S.A.	1 rue de Champagne 51190 OGER	095 750 089	100.00	100.00
SC de Chamoé	32, avenue de Champagne 51150 Tours sur Marne	390 025 716	100.00	100.00
SC Coteaux de la Louvière	32, avenue de Champagne 51150 Tours sur Marne	384974835	50.44	30.00
SCEA des Grands Monts	32, avenue de Champagne 51150 Tours sur Marne	388 367 534	51.15	30.00
SC Cuvillier	Domaine Laurent-Perrier 51150 Tours sur Marne	388 693 657	100.00	100.00
SC Dirice	32, avenue de Champagne 51150 Tours sur Marne	414 522 367	100.00	100.00
SAS François DAUMALE	29-31 rue de Reims 51500 RILLY LA MONTAGNE	393 720 149	100.00	100.00
<b><u>Etranger</u></b>				
Laurent-Perrier UK LTD	66/68 Chapel Street Marlow Bucks SL 7 1 DE GRANDE BRETAGNE	/	100.00	100.00
Laurent-Perrier U.S., Inc.	3718 Northern Bd Suite 413 Long Island City New York 11101 USA	/	100.00	100.00
Laurent-Perrier Suisse	Chemin de la Vuarpillière 35 1260 NYONS SUISSE	/	100.00	100.00
Laurent-Perrier Italia Spa	Via FARINI 9 40100 BOLOGNA	/	67.00	67.00

### 5.2.5.2. Companies consolidated under the equity method

Company	Registered office	Siren No.	% Control	% Stake
<b>France</b>				
SARL Pétret-Martival	9, rue des Ecoles 51530 Chouilly	407 910 629	49.00	49.00

## 5.3. PARENT COMPANY FINANCIAL STATEMENTS AT MARCH 31, 2016 2017 AND 2018

### Income Statement

€ million	Notes	March 31 2016	March 31 2017	March 31 2018
Turnover	10	1.49	1.49	1.52
Excess depreciation and expense transfer		0.57	0.33	0.23
Other income	10	4.92	4.43	4.85
Total operating income		6.98	6.24	6.59
Purchase of goods				
Change in inventory (goods)				
Other purchases and external charges		-1.17	-1.21	-1.06
Tax and similar payments		-0.10	-0.15	-0.13
Wages and Salaries	11	-1.57	-1.56	-1.51
Payroll taxes	11	-0.90	-0.81	-0.75
Amortisation and depreciation		-0.09	-0.09	-0.52
Provisions		-0.70	0.00	-0.53
Other expenses		-0.31	-0.32	-0.33
Operating profit		<b>2.14</b>	<b>2.10</b>	<b>1.76</b>
Financial income		7.45	7.51	8.21
Financial charges		-3.06	-2.63	-4.59
Net financial income	12	<b>4.39</b>	<b>4.88</b>	<b>3.61</b>
Current pre-tax profit		<b>6.53</b>	<b>6.99</b>	<b>5.38</b>
Extraordinary income		0.53	0.00	0.00
Extraordinary expenses		-0.11	0.00	0.00
Extraordinary profit	13	<b>0.42</b>	<b>0.00</b>	<b>0.00</b>
Income tax	14	-0.34	-0.52	0.58
Employee profit sharing				
Net income		<b>6.62</b>	<b>6.47</b>	<b>5.96</b>

## Balance Sheet

	Notes	March 31 2016	March 31 2017	March 31 2018
<b>ASSETS</b>				
Intangible fixed assets		1.91	1.91	1.91
Tangible fixed assets		0.41	0.38	0.39
Long-term investments and loans		110.31	110.31	110.31
Other long-term investments				
<b>Total fixed assets</b>	<b>1 &amp; 2</b>	<b>112.62</b>	<b>112.59</b>	<b>112.61</b>
Inventory and work in progress				
Trade receivables		7.88	7.26	7.57
Other receivables and related accounts	8	60.75	64.51	99.35
Marketable securities	3	2.96	3.01	2.28
Cash and cash equivalents		8.62	0.71	1.55
Prepaid expenses		0.03	0.03	0.03
<b>Current assets</b>		<b>80.25</b>	<b>75.51</b>	<b>110.77</b>
Cost of bond issue to amortise		0.21	0.16	2.46
<b>Total assets</b>		<b>193.08</b>	<b>188.26</b>	<b>225.84</b>

	Notes	Year ending		
		March 31 2016	March 31 2017	March 31 2018
<b>LIABILITIES</b>				
Capital	4	22.59	22.59	22.59
Additional paid-in capital		20.22	20.22	20.22
Legal reserve		3.72	3.72	3.72
Statutory reserves		2.71	2.71	2.71
Special regulated reserves		7.04	7.04	7.04
Retained earnings		10.09	9.76	10.03
Net income		5.40	6.47	5.96
Regulated provisions		0.04	0.04	0.04
<b>Total shareholders' equity</b>	<b>4</b>	<b>72.28</b>	<b>72.55</b>	<b>72.31</b>
<b>Other equity</b>				
Contingency and loss provisions	6	1.42	1.16	1.46
Borrowing and financial debt	7	77.80	96.96	148.64
Trade payables and related accounts		0.57	0.39	0.36
Fiscal and social liabilities	8	2.05	1.74	1.47
Other liabilities and related accounts	8	7.91	15.46	1.60
		<b>119.37</b>	<b>114.55</b>	<b>152.07</b>
<b>Total liabilities</b>		<b>193.08</b>	<b>188.26</b>	<b>225.84</b>

## 5.4 NOTES TO THE FINANCIAL STATEMENTS, YEAR ENDING MARCH 31, 2018

### 5.4.1. Accounting Principles

The 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.

### 5.4.2. Evaluation principles and methods

#### 5.4.2.1. 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 current value of these assets is higher than their net book value. The impairment tests carried out, based on future cash flows, show no material impairment.

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.

#### 5.4.2.2. 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:

- |                                   |            |
|-----------------------------------|------------|
| - Buildings fixtures and fittings | 7-25 years |
| - Furniture and equipment         | 5-10 years |

#### 5.4.2.3. 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 depreciation is booked if this inventory value is lower than gross value.

#### 5.4.2.4. 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.

#### 5.4.2.5. Receivables

Receivables are recorded at their nominal value. A depreciation for impairment is written when the realisable value is lower than the book value.

#### 5.4.2.6. 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.

#### 5.4.2.7. Pensions and other commitments to personnel

Pensions, supplementary pensions, and retirement indemnity liabilities are recorded as off-balance 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:

- Discount rate: 1.37%
- Annual wage increases: Non-managerial: 1.5% Managerial: 2.5%
- Retirement age:
  - Managerial: 64
  - Supervisory, clerical and operative: 62
- Mortality table: TH and TF 00.02
- Annual staff turnover rate

	Managerial	Supervisory	Clerical and operative
Before age 40	8%	1%	1%
41-50	3%	1%	1%
After age 50	3%	1%	1%

#### 5.4.2.8. 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.

#### 5.4.2.9. 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.

#### 5.4.2.10. 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 Balance Sheet and Income Statement**

*All figures € million.*

## NOTE 1 – Gross value of fixed assets

	Gross values at April 1, 2017	Acquisitions	Disposals	Other movements	Gross values at March 31, 2018
<b>Gross values</b>					
Intangible fixed assets					
Brands	1.91				1.91
Trademark registration/renewal	0.00				0.00
Other	0.06				0.01
<b>Sub-total</b>	<b>1.96</b>	<b>0.00</b>	<b>-0.05</b>	<b>0.00</b>	<b>1.91</b>
Tangible fixed assets					
Land					
Buildings					
Machinery & Equipment	0.16	0.00	0.00		0.16
Other	2.28	0.06	0.00		2.34
<b>Sub-total</b>	<b>2.44</b>	<b>0.06</b>	<b>0.00</b>	<b>0.00</b>	<b>2.50</b>
Long-term investments and loans					
Equity interests	109.85		0.00		109.85
Other long-term financial assets	0.46	0.00	0.00		0.46
<b>Sub-total</b>	<b>110.31</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>110.31</b>
<b>GRAND TOTAL</b>	<b>114.72</b>	<b>0.06</b>	<b>-0.05</b>	<b>0.00</b>	<b>114.72</b>

### Breakdown of "Equity interests" item:

Champagne Laurent-Perrier	2 900 295 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
S.C. Coteaux du Barrois	851 units	0.13
S.C. Coteaux de Charmeronde	1 570 units	0.24
SCEV Grands Monts	4 500 units	0.07
S.C. Chamoé	1 620 units	0.34
S.C. Coteaux de la Louvière	1 160 units	0.02
S.C. Cuvillier	229 units	0.08
S.C. Dirice	59 units	0.31
		<b>109.85</b>

## NOTE 2 – Depreciation, amortisation

	A&D at April 1 2017	Increases	Decreases	Other movements	A&D at March 31 2018
<b>Amortisation &amp; Depreciation</b>					
Intangible fixed assets					
Trademarks					
Other	0.06				0.06
<b>Sub-total</b>	<b>0.06</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.01</b>
Tangible fixed assets					
Land	-				-
Buildings					-
Machinery and equipment	0.14	0.01			0.15
Other	1.92	0.03			1.96
<b>Sub-total</b>	<b>2.07</b>	<b>0.04</b>	<b>0.00</b>	<b>0.00</b>	<b>2.11</b>
Long-term investments and loans					
Equity interests					-
Other LT financial assets					-
<b>Sub-total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand total</b>	<b>2.13</b>	<b>0.04</b>	<b>-0.05</b>	<b>0.00</b>	<b>2.12</b>

## NOTE 3 – Marketable securities

At March 31, 2018, marketable securities totalled €2.27 million and included 31,137 treasury shares held under a stock options plan in the amount of €2.09 million, and 1,974 shares held under a market-making contract for a total amount of €0.18 million. During the financial year, 7750 treasury shares were sold.

	At March 31	
	2017	2018
<b>Gross values</b>		
Treasury shares held under a stock options plan	2.62	2.09
Market making contract	0.39	0.18
<b>Total</b>	<b>3.01</b>	<b>2.28</b>

The book value of those shares not allocated to a stock options 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 €95.34 was higher than the cost price, no depreciation for impairment was booked.

## NOTE 4 – Composition of share capital and change in shareholders' equity

The share capital comprises 5,945,861 shares with a nominal value of €3.80. Changes to shareholders' equity were as follows:

<b>Amount at March 31, 2017</b>	.....	<b>72.55</b>
Net capital increase	.....	
Net income	.....	5.96
Dividend distribution	.....	-6.20
Regulated provisions	.....	0.00
<b>Amount at March 31, 2018</b>	.....	<b>72.31</b>

## 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	Latest exercise date	Option exercise price
Plan No.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

	Options allocated and still to be exercised at April 1, 2017	Number of options allocated	Number of options exercised	Number of options expiring worthless	Number of options still to be exercised at March 31, 2018
Plan No.13	33 200			33 200	0
Plan No.14	19 050		7 750		11 300

The net expense recorded during the year was €0.21 million compared with €0.04 million in the previous year.

## NOTE 6 – Contingencies and loss provisions

	Amount at April 1 2017	Provisions	Used	Amount at March 31 2018
Nature of provisions				
Stock option risk	0.53		-0.23	0.30
Other	0.63	0.53	0.00	1.16
Total	1.16	0.53	-0.23	1.46

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, ie, March 31, 2018. Other provisions relate to provisions of a social or fiscal nature, a provision for contingent growth premium for € 0.43million including social security contributions was established as well as a provision for a tax dispute for € 0.11 million.

## NOTE 7 – Borrowing and financial debts

	Total amount	Less than 1 year	1-5 years	Over 5 years
Bond issue	137.00	15.00	10.00	112.00
Debt with lending inst.	11.64	4.40	7.24	0.00
TOTAL	148.64	19.40	17.24	112.00

During the accounting period, the company renegotiated its debt on favourable terms. Further financings were put in place structured around a 70 million euro capital expenditure facility and an 85 million euro revolving credit facility.

Most existing loans have been refinanced by the issuance of a 100 million euro private placement with a maturity of 7-10 years. During the second half of the year, a new compulsory loan of 12 M€ for 12 years in summer.

Interest-rate hedges have been put in place in previous financial years as follows: €10 million at the fixed rate of 0.64% maturing on April 2022.



The fair value of the financial instruments taken out by the company amounted to -0.18 million euros at March 31, 2018.

#### NOTE 8 – Other receivables and other debts

Other receivables can be broken down as follows:

	At March 31	
	2017	2018
Other receivables		
Subsidiaries – Tax integration	0.00	0.16
State – Advance Corporate income tax payments	2.46	0.41
Current accounts – Group companies	62.04	98.21
Other	0.01	0.57
<b>Total</b>	<b>64.51</b>	<b>99.35</b>

Other payables include the following items:

	At March 31		o/w Related parties
	2017	2018	
Fiscal and social payables, other debt and adjustment accounts			
Owed to personnel	0.37	0.47	
Social bodies	0.32	0.34	
State – VAT and other taxes	1.01	0.62	
Subsidiaries – Tax integration	2.43	0.00	
Current accounts – Group companies	0.68	0.74	0.74
Current accounts – Shareholders	12.35	0.85	
Other	0.06	0.06	
<b>Total</b>	<b>17.20</b>	<b>3.07</b>	<b>0.74</b>

All these other receivables and payables are due at less than one year.

Shareholder current accounts are remunerated at the current fiscal rate (1.60% in March 2018).

Remuneration on these accounts amounted to €0.17M as against €0.25M in the previous accounting period. Transactions with related parties took place at normal market conditions.

#### NOTE 9 – Other information relating to the balance sheet

	Amounts concerning affiliates	Accrued expenses
<b>BALANCE SHEET ITEMS</b>		
Equity interests and related payables	109.85	
Trade receivables and related accounts	7.55	
Other receivables	98.37	
Loans from credit institutions		2.64
Trade payables and related accounts		0.24
Tax and social security liabilities		0.73
Other liabilities	0.74	0.01

**NOTE 10– Breakdown of turnover and other income**

	At March 31	
	2017	2018
Fees for use of Louvois	0.15	0.15
Administrative assistance	1.33	1.36
<b>Total turnover</b>	<b>1.49</b>	<b>1.52</b>
Brand royalties	4.43	4.85
Other income	0.00	0.00
<b>Total turnover</b>	<b>4.43</b>	<b>4.85</b>

**NOTE 11 – Personnel expenses**

Company personnel costs (including social security contributions) amounted to €2.42 million compared with €2.37 million in the previous financial year. The Competitiveness and Employment tax credit was recorded minus personnel expenses in the amount of €13.400 during the accounting period and was used to invest and to increase productivity.

At March 31, 2018 the workforce stood as follows:

Workforce	At March 31	
	2017	2018
Managerial	7	8
Supervisory	-	-
Clerical	4	5
Operatives	2	2
<b>Total</b>	<b>13</b>	<b>15</b>

**NOTE 12 – Financial income and expenses**

Financial income was positive and can be broken down as follows:

INCOME	Years	
	2016-2017	2017-2018
Dividends received	6.57	6.68
Sundry financial income	0.94	1.53
Provision writebacks	0.00	0.00
EXPENSES		
Provisions		0.00
Interest and similar charges	-2.56	-4.38
Net expenses on disposal of marketable securities	-0.06	-0.21
<b>Total</b>	<b>4.89</b>	<b>3.61</b>

**NOTE 13 – Extraordinary income and expenses**

The exceptional result includes only the annual reversal of accelerated depreciation.

**NOTE 14 – Corporate income tax**

Laurent-Perrier and Champagne Laurent-Perrier are members of a tax-consolidated Group.

Tax-sharing agreements concluded between the parent company and its subsidiary apply the principle of tax neutrality. Taxes owed are recorded by the subsidiary as if it were taxed as a separate company. The parent company records its own tax charge and the tax savings or expenses generated from the application of the principle.

	€ million	Income tax € million
Breakdown of tax between current pre-tax profit and extraordinary profit		
Current pre-tax profit	5.38	0.00
Extraordinary income	0.00	
Corporate income tax	0.00	
Tax consolidation: saving (payable) on corporate income tax	0.35	0.35
	0.22	0.22
Net income	5.96	0.58

#### NOTE 15 – Off-balance sheet commitments

Commitments given:

Commitments for retirement indemnities amount to €0.44 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 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. The current value of vested benefits amounts to €1.37 million.

#### NOTE 16 – Remuneration of governance bodies

€ million	2016-2017	2017-2018
Remuneration of Supervisory Board members	0.17	0.19
Management Board: salaries and other short-term benefits	0.81	1.16
Benefits subsequent to employment -cost of services rendered	0.29	0.34
Full-year expense	1.26	1.69

## Note 17.- Subsidiaries And Affiliates

Detailed information about each subsidiary and affiliate subject to disclosure obligations in which the Group owns more than 1%	Financial information			
	Capital	Shareholders' equity other than capital	Owner-ship interest %	Income (profit or loss from last financial year)
<b>1 . Subsidiaries (over 50% owned)</b>				
CHAMPAGNE LAURENT-PERRIER A.S.	44 200 816 €	191 517 686 €	100.00%	16 917 048 €
CHÂTEAU MALAKOFF	698 638 €	59 115 753 €	98.73%	7 217 940 €
SCEA DES COTEAUX DU BARROIS	5 865 200 €	23 920 082 €	99.77%	748 059 €
SCEA DES COTEAUX DE CHARMEROND	253 840 €	48 755 €	50.96%	39 142 €
SCEV DES GRANDS MONTS	466 640 €	99 079 €	51.14%	80 728 €
STE CIVILE DE CHAMOE	132 000 €	23 687 €	51.15%	21 419 €
STE CIVILE CUVILLIER	246 240 €	1 642 €	100.00%	914 €
SC DES COTEAUX DE LA LOUVIERE	3 450 €	8 102 €	99.57%	8 046 €
SC DIRICE	34 500 €	8 133 €	50.44%	7 570 €
	9 600 €	218 588 €	100.00%	190 107 €
<b>2. Affiliates (between 10% and 50% owned)</b>				
CHAMPAGNE DE CASTELLANE	9 162 821 €	35 006 782 €	15.76%	1 697 602 €
GRANDS VIGNOBLES DE CHAMPAGNE	1 145 713 €	10 735 322 €	22.13%	1 029 746 €

General information on all subsidiaries and affiliates owned	Subsidiaries		Affiliates	
	French	Foreign	French	Foreign
Book value of shares owned				
- gross	105 014 774		4 829 956	
- net	105 014 774		4 829 956	
Loans and advances granted	11 193 593			
Guarantees given				
Dividends received	6 678 407			

## 5.5. RESULTS OF THE PAST FIVE FINANCIAL YEARS

€ 000s	01/04/2017 to 01/04/2018	01/04/2016 to 01/04/2017	01/4/2015 to 31/3/2016	01/4/2014 to 31/3/2015	01/4/2013 to 31/3/2014
<b>Share capital at period end</b>					
Share capital	22 594	22 594	22 594	22 594	22 594
Number of ordinary shares	5 945 861	5 945 861	5 945 861	5 945 861	5 945 861
Preferred non-voting stocks					
Maximum number of shares to be issued <i>through bond conversion</i> <i>through subscription rights</i>					
<b>Transactions and results for the financial year</b>					
Sales (ex-VAT)	1 515	1 487	1 488	1 488	1 488
Pre-tax income, before employee profit sharing, amortisation and provisions	7 360	6 779	7 279	5 928	4 743
Corporate income tax	578	519	338	316	218
Employee profit-sharing for the financial year					
After-tax income, including employee profit sharing, amortisation and provisions	5 960	6 471	6 616	5 614	5 404
Income distributed to shareholders	6 200	6 198	5 885	5 871	5 905
<b>Earning per share (€)</b>					
Earnings after taxes and employee profit sharing but before depreciation, amortisation and provisions	1,14	1,05	1,17	0,76	0,90
Earnings after employee profit sharing, taxes, depreciation, amortisation and provisions	1,00	1,09	1,11	0,91	1,06
Dividend per share <sup>(1)</sup>	1,05 €	1,05 €	1,00 €	1,00 €	1,00 €
<b>Workforce</b>					
Average number of employees	15	15	18	18	19
Total payroll <sup>(2)</sup>	1 506	1 560	1 572	1 526	1 589
Amounts paid out in benefits (social security, benefits, etc.) <sup>(2)</sup>	751	814	896	713	808

(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).

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## 5.6. REPORT OF THE STATUTORY AUDITORS ON THE ANNUAL FINANCIAL STATEMENTS

### 5.6.1. Report of the statutory auditors on the annual financial statements

(Year ended March 31, 2018)

To the shareholders

**LAURENT PERRIER**

32, avenue de Champagne - BP 3  
51150 Tours-sur-Marne

*"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."*

**Opinion**

In compliance with the task entrusted to us by your General Shareholders' Meeting, we have audited the accompanying Laurent-Perrier annual financial statements for the year ended March 31, 2018, as appended to the present report.

We certify that the annual financial statements give a true and fair view of the outcome of operations for the year just ended and of the financial position and assets and liabilities, in accordance with French accounting principles.

The opinion set out below is consistent with the content of our report to the Audit Committee.

**Basis of the opinion**

Audit framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the evidence we have gathered is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under these standards are set out in the "Statutory Auditors' responsibilities relating to the audit of annual financial statements" section of this report.

Independence

We conducted our audit in accordance with the independence rules applicable to us, for the period from April 1, 2017 to the date of our report, and in particular we did not provide any services prohibited by Article 5(1) of Regulation (EU) No 537/2014 or by the Code of Ethics of the Auditing Profession.

Observation

Without qualifying the opinion expressed above, we draw your attention to note XX of the notes to the annual financial statements, which describes the impact of the change in accounting method related to the first application of ANC regulation 2015-05 relating to forward financial instruments and hedging transactions.

**Justification of our assessments - Key points of the audit**

In accordance with the provisions of articles L.823-9 and R.823-7 of the French Commercial Code relating to the justification of our assessments, we bring to your attention the key points of the audit relating to the risks of material misstatement which, in our professional judgment, were the most significant for the audit of the annual financial statements for the year, as well as our responses to those risks.

These assessments were made in the context of the audit of the annual financial statements taken as a whole and the formation of our opinion expressed above. We do not express an opinion on individual elements of these annual financial statements.

## **Valuation of equity investments**

### Description of the risk

As of March 31, 2018, equity investments were recorded in the Company's balance sheet at a net book value of €109.9 million, or 57% of the balance sheet total. They are recorded at their acquisition cost or at their transfer value. When the inventory value of an investment is lower than its cost price, a provision for impairment is recorded for the amount of the difference.

As stated in the "Financial assets" paragraph in 5.4.2.3 to the annual financial statements, the book value of an investment corresponds to its value in use, which is assessed at the balance sheet date on the basis of the share of equity held and taking into account any unrealised capital gains and the outlook for profitability.

Estimating the value in use of these securities requires judgment on the part of Management and is based on multi-criteria valuation models. In this context and because of the uncertainties inherent in certain items used in estimates, we considered that the valuation of equity investments was a key point of our audit.

### *Our response to the risk*

Our task consisted in:

- verifying the permanence and appropriateness of the valuation methods used, as well as the justification for the figures used;
- comparing the data used to determine the value in use of the investments (shareholders' equity, net assets, net asset correction items) with the accounting and financial data of the subsidiaries;
- testing, on a random basis, the arithmetic accuracy of the value in use calculations used by the company;
- assessing the appropriateness of the information given in the notes to the financial statements.

## **Verification of the Management Report and other documents sent to shareholders**

In accordance with professional standards applicable in France, we have also performed the specific verifications required by law.

### Information given in the Management Report and in the other documents sent to shareholders on the financial situation and the annual accounts

We have no matters to report as to the fair presentation and the conformity with the financial statements of the information given in the Management Board's management report and in the other documents addressed to the shareholders with respect to the financial position and the financial statements.

### Report on corporate governance

We attest to the existence, in the Supervisory Board's report on corporate governance, of the information required by Articles L.225-37-3 and L.225-37-4 of the French Commercial Code.

Concerning the information provided in accordance with the provisions of Article L.225-37-3 of the French Commercial Code on compensation and benefits paid to corporate officers and on commitments made in their favour, we have verified its consistency with the financial statements or with the data used to prepare these financial statements and, where applicable, with the information collected by your company from companies controlling your company or controlled by it. On the basis of this work, we attest to the accuracy and fairness of this information.

Concerning the information relating to items that your Company considered likely to have an impact in the event of a takeover bid or exchange offer, provided in accordance with the provisions of Article L.225-37-5 of the French Commercial Code, we have verified their conformity with the

documents from which they are derived and which have been communicated to us. On the basis of this work, we have no comments to make on this information.

#### Other information

In accordance with the law, we have verified that the information relating to the identity of the holders of the share capital or voting rights has been provided in the Management Report..

### **Information resulting from other legal and regulatory obligations**

#### Appointment of the Statutory Auditors

We were appointed Statutory Auditors of Laurent Perrier by the General Shareholders' Meeting of July 5, 2011 for KPMG S.A. and July 11, 1996 for PricewaterhouseCoopers Audit..

At March 31, 2018, KPMG S.A. was in the seventh year of its uninterrupted term and PricewaterhouseCoopers Audit in the 22nd year, including 19 years since the company's shares were admitted to trading on a regulated market.

#### Responsibilities of Management and those responsible for Corporate Governance in respect of the annual financial statements

Management is responsible for preparing annual financial statements that present a true and fair view in accordance with French accounting principles, and for implementing the internal controls that it deems necessary for preparing annual financial statements free from material misstatement, whether due to fraud or error.

In preparing the annual financial statements, Management is responsible for evaluating the Company's ability to continue as a going concern, for presenting in those financial statements, if appropriate, the necessary information relating to the going concern and for applying the going concern accounting policy, unless it is intended to wind up the Company or cease its activity.

The Audit Committee is responsible for monitoring the financial reporting process and for monitoring the effectiveness of the internal control and risk management systems and, where applicable, the internal audit, as regards the procedures relating to the preparation and processing of accounting and financial information.

The annual financial statements were approved by the Management Board.

### **Responsibilities of the statutory auditors in connection with the audit of the annual financial statements**

#### Aim of the auditing process

Our responsibility is to report on the annual financial statements. Our objective is to obtain reasonable assurance that the annual financial statements taken as a whole are free from material misstatement. Reasonable assurance is a high level of assurance, but there is no assurance that an audit conducted in accordance with professional standards will consistently identify any material misstatements. Misstatements may result from fraud or error and are considered material when it can reasonably be expected that they could, individually or in aggregate, influence the economic decisions that users of the accounts make based on them.

As stated in Article L.823-10-1 of the French Commercial Code, our accounts certification role does not consist in guaranteeing the viability or quality of the management of your company.

In the framework of an audit conducted in accordance with professional standards applicable in France, the Statutory Auditor exercises professional judgment throughout the audit.



Furthermore:

- the Statutory Auditor identifies and assesses the risks of material misstatement of the annual financial statements, whether due to fraud or error, defines and performs audit procedures to address those risks, and obtains sufficient and appropriate evidence to form an opinion. The risk of not detecting a material misstatement due to fraud is higher than that of a material misstatement due to error because fraud may involve collusion, falsification, wilful misrepresentation or circumvention of internal controls;
- the Statutory Auditor obtains an understanding of the internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal controls;
- the Statutory Auditor assesses the appropriateness of the accounting methods used and the reasonableness of the accounting estimates made by Management, as well as the information concerning them provided in the consolidated financial statements;
- the Statutory Auditor assesses the appropriateness of Management's application of the going concern accounting policy and, depending on the information collected, whether or not there is significant uncertainty related to events or circumstances that could jeopardise the Company's ability to continue as a going concern. This assessment is based on the information collected up to the date of its report, it being noted, however, that subsequent circumstances or events could call into question the status of a going concern. If the auditor concludes that significant uncertainty exists, the auditor draws the attention of the readers of the report to the information provided in the consolidated financial statements about this uncertainty or, if this information is not provided or is not relevant, the auditor issues a qualified opinion or a refusal to certify;
- the Statutory Auditor assesses the overall presentation of the consolidated financial statements and assesses whether the consolidated financial statements reflect the underlying transactions and events so as to give a true and fair view thereof.

#### Audit Committee report

We have submitted a report to the Audit Committee, including the scope of the audit work and the work programme implemented, as well as the conclusions arising from our work. We also bring to its attention, where applicable, any significant weaknesses in internal control that we have identified with respect to the procedures relating to the preparation and treatment of accounting and financial information.

Among the matters disclosed in the report to the Audit Committee are the risks of material misstatement that we consider to have been the most significant for the audit of the year's annual financial statements and which therefore constitute the key points of the audit. These points are described in this report.

We also provide the Audit Committee with the declaration provided for in Article 6 of Regulation (EU) No. 537-2014 confirming our independence within the meaning of the rules applicable in France, as set out in particular by Articles L.822-10 to L.822-14 of the French Commercial Code and in the Statutory Auditors' Code of Ethics. Where appropriate, we discuss the risks to our independence with the Audit Committee and the safeguards applied.

Neuilly-sur-Seine and Reims, June 14<sup>th</sup>, 2018

The Statutory Auditors

PricewaterhouseCoopers Audit  
Christian Perrier

KPMG S.A.  
Fernando Alvarez



## 5.6.2. Report of the statutory auditors on the consolidated financial statements

*"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**  
32, avenue de Champagne  
BP 3  
51150 Tours-sur-Marne

### **Opinion**

In compliance with the task entrusted to us by your General Shareholders' Meeting, we have audited the accompanying Laurent-Perrier consolidated financial statements for the year ended March 31, 2018, as appended to the present report.

We certify that the consolidated financial statements give a true and fair view of the outcome of operations for the year just ended and of the financial position and assets and liabilities at the end of the year of the Group formed by the persons and entities included in the consolidation, in accordance with IFRS as adopted in the European Union.

The opinion set out below is consistent with the content of our report to the Audit Committee.

### **Basis of the opinion**

#### Audit framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the evidence we have gathered is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under these standards are set out in the "Statutory Auditors' responsibilities relating to the audit of consolidated financial statements" section of this report.

#### Independence

We conducted our audit in accordance with the independence rules applicable to us, for the period from April 1, 2017 to the date of our report, and in particular we did not provide any services prohibited by Article 5(1) of Regulation (EU) No 537/2014 or by the Code of Ethics of the Auditing Profession.

### **Justification of our assessments - Key points of the audit**

In accordance with the provisions of articles L.823-9 and R.823-7 of the French Commercial Code relating to the justification of our assessments, we bring to your attention the key points of the audit relating to the risks of material misstatement which, in our professional judgment, were the most significant for the audit of the consolidated financial statements for the year, as well as our responses to those risks.

These assessments were made in the context of the audit of the consolidated financial statements taken as a whole and the formation of our opinion expressed above. We do not express an opinion on individual elements of these consolidated financial statements.

#### Valuation of vineyards

- Description of the risk

Vineyards represent 17.1% of the balance sheet total at 31 March 2018. The Group has opted to revalue vineyards at fair value in accordance with IAS 16. Fair value is determined by terroir within the Protected Designation of Origin (PDO) area based on the dominant values published by Agreste (Ministry of Agriculture) and recent transactions. The revaluation calculation is performed annually.



The difference between the historic acquisition cost and the fair value of the vineyards is recorded in equity under "Revaluation differences" for its net amount of tax.

The main areas of judgement associated with vineyard evaluation risk are the choice of reference values, the completeness and accuracy of the monitoring file drawn up by the Management concerning the area, and the location and nature of the vineyard. These three components have an impact on the fair value valuation of vineyards.

We consider that the valuation of vineyards constitutes a key aspect of our audit insofar as several sectoral characteristics form part of the valuation: the fair values used, location, how they are exploited, and the form of ownership.

➤ Our response to the risk

Our task consisted in:

- testing the reliability, notably arithmetic, of the file produced by the Group listing vineyard areas for each company by geographical area and usage method;
- verifying the Group's use of the latest available dominant values produced by Agreste to value of the vineyards located in the Champagne AOC area;
- checking the effective application of a 20% discount on the value of the vineyard when it is leased;

In addition, we assessed the nature of the information given in the notes to the consolidated financial statements.

Inventory valuation

➤ Description of the risk

Inventories accounted for 58% of the balance sheet total as at March 31, 2018. Storage is a key element in the manufacturing process of bottles of champagne because of the large volumes handled and the regulatory and qualitative ageing of the bottles before they are sold.

The quantitative aspect of stocks is monitored internally with specific checks, in particular by checking the stock at the end of the financial year on the basis of the flows for the financial year (flow assessment), reconciliation with the physical inventory, and checks for consistency with declarations to Customs.

With the exception of grapes harvested by the Group in its own vineyards, inventories are valued at cost, without the latter being able to exceed the net realizable value. The valuation method used is the weighted average unit cost excluding financial expenses.

Given the product development process by successive production stages, the main areas of judgment associated with inventory valuation risk lie in the completeness and accuracy of the incorporation of costs into the industrial cost price of bottles at different stages of production.

We consider that the valuation of inventories is a key point of our audit because of the quantities of products stored and the processes for calculating the cost price of wines according to their stage of production.

➤ Our response to the risk

In order to assess the reasonableness of the inventory valuation at closing, we have:

- taken note of the internal control procedures implemented by the Management;
- reconciled by sampling the quantities in stock with the management books and the results of the physical inventories, which we attended, in order to verify the existence and correct classification of inventories at closure (wineries, cellars, warehouses);

- checked the closure of flows carried out by the Management: house harvest, releases, external supplies, bottling, moves from one stage to the next, and stock withdrawals;
- verified the consistency of inventory valuation methods ;
- verified the costing of the grape supplies eligible for the Champagne appellation by sampling;
- checked, on a test basis, the direct and indirect costs incorporated into the products stored by manufacturing stage: identification of the nature of the costs and the consistency of the management data used to determine the costs that can be incorporated in the accounting system.

In addition, we assessed the nature of the information given in the notes to the consolidated financial statements

### **Verification of information relating to the Group set out in the management report**

In accordance with professional standards applicable in France, we also performed the specific verification required by law of the information relating to the Group given in the Management Board's report.

We have no matters to report as to its fair presentation and consistency with the consolidated financial statements.

### **Information resulting from other legal and regulatory obligations**

#### Appointment of the Statutory Auditors

We were appointed Statutory Auditors of Laurent Perrier by the General Shareholders' Meeting of July 5, 2011 for KPMG S.A. and July 11, 1996 for PricewaterhouseCoopers Audit.

At March 31, 2018, KPMG S.A. was in the seventh year of its uninterrupted term and PricewaterhouseCoopers Audit in the 22nd year, including 19 years since the company's shares were admitted to trading on a regulated market.

### **Responsibilities of Management and those responsible for Corporate Governance in respect of the consolidated financial statements**

Management is responsible for preparing consolidated financial statements that present a true and fair view in accordance with IFRS as adopted by the European Union, and for implementing the internal controls that it deems necessary for preparing consolidated financial statements free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, Management is responsible for evaluating the Company's ability to continue as a going concern, for presenting in those financial statements, if appropriate, the necessary information relating to the going concern and for applying the going concern accounting policy, unless it is intended to wind up the Company or cease its activity.

The Audit Committee is responsible for monitoring the financial reporting process and for monitoring the effectiveness of the internal control and risk management systems and, where applicable, the internal audit, as regards the procedures relating to the preparation and processing of accounting and financial information.

The consolidated financial statements were approved by the Management Board.

### **Responsibilities of the statutory auditors in connection with the audit of the consolidated financial statements**

#### Aim of the auditing process

Our responsibility is to report on the consolidated financial statements. Our objective is to obtain reasonable assurance that the consolidated financial statements taken as a whole are free from material misstatement. Reasonable assurance is a high level of assurance, but there is no assurance that an audit conducted in accordance with professional standards will consistently

identify any material misstatements. Misstatements may result from fraud or error and are considered material when it can reasonably be expected that they could, individually or in aggregate, influence the economic decisions that users of the accounts make based on them.

As stated in Article L.823-10-1 of the French Commercial Code, our accounts certification role does not consist in guaranteeing the viability or quality of the management of your company.

In the framework of an audit conducted in accordance with professional standards applicable in France, the Statutory Auditor exercises professional judgment throughout the audit.

Furthermore:

- the Statutory Auditor identifies and assesses the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, defines and performs audit procedures to address those risks, and obtains sufficient and appropriate evidence to form an opinion. The risk of not detecting a material misstatement due to fraud is higher than that of a material misstatement due to error because fraud may involve collusion, falsification, wilful misrepresentation or circumvention of internal controls;
- the Statutory Auditor obtains an understanding of the internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal controls;
- the Statutory Auditor assesses the appropriateness of the accounting methods used and the reasonableness of the accounting estimates made by Management, as well as the information concerning them provided in the consolidated financial statements;
- the Statutory Auditor assesses the appropriateness of Management's application of the going concern accounting policy and, depending on the information collected, whether or not there is significant uncertainty related to events or circumstances that could jeopardise the Company's ability to continue as a going concern. This assessment is based on the information collected up to the date of its report, it being noted, however, that subsequent circumstances or events could call into question the status of a going concern. If the auditor concludes that significant uncertainty exists, the auditor draws the attention of the readers of the report to the information provided in the consolidated financial statements about this uncertainty or, if this information is not provided or is not relevant, the auditor issues a qualified opinion or a refusal to certify;
- the Statutory Auditor assesses the overall presentation of the consolidated financial statements and assesses whether the consolidated financial statements reflect the underlying transactions and events so as to give a true and fair view thereof;
- with respect to the financial information of the persons or entities included in the scope of consolidation, the Statutory Auditor collects information that it considers sufficient and appropriate to express an opinion on the consolidated financial statements. The Statutory Auditor is responsible for the management, supervision and audit of the consolidated financial statements and for the opinion expressed on these financial statements.

#### Audit Committee report

We have submitted a report to the Audit Committee, including the scope of the audit work and the work programme implemented, as well as the conclusions arising from our work. We also bring to its attention, where applicable, any significant weaknesses in internal control that we have identified with respect to the procedures relating to the preparation and treatment of accounting and financial information.

Among the matters disclosed in the report to the Audit Committee are the risks of material misstatement that we consider to have been the most significant for the audit of the year's consolidated financial statements and which therefore constitute the key points of the audit. These points are described in this report.

We also provide the Audit Committee with the declaration provided for in Article 6 of Regulation (EU) No. 537-2014 confirming our independence within the meaning of the rules applicable in

France, as set out in particular by Articles L.822-10 to L.822-14 of the French Commercial Code and in the Statutory Auditors' Code of Ethics. Where appropriate, we discuss the risks to our independence with the Audit Committee and the safeguards applied.

Neuilly-sur-Seine and Reims, June 14<sup>th</sup>, 2018

The Statutory Auditors

PricewaterhouseCoopers Audit  
Christian Perrier

KPMG S.A.  
Fernando Alvarez

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## 5.7. SPECIAL REPORT OF THE STATUTORY AUDITORS ON RELATED PARTY AGREEMENTS

Laurent-Perrier S.A.

Registered Office: 32, avenue de Champagne -51150 Tours sur Marne

Legal Capital: €22,594,272

### **Annual General Meeting of Shareholders convened to approve the financial statements of the year ended March 31, 2018**

*"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. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France."*

In our capacity of Statutory Auditors to your Company, we present our report on related-party agreements.

We are charged with informing you, on the basis of the information given to us, of the clauses and basic characteristics of those agreements reported to us or which we may have discovered in the course of our review. We are not required to comment on their usefulness or whether they are justified, nor to look for other agreements that may exist. 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 are also required, where appropriate, to provide you with the information provided for by virtue of Article R. 225-58 of the French Code of Commerce relative to the execution, during the financial year just ended, of any related party agreements already approved by the General Meeting of Shareholders.

We performed the procedures that we considered necessary in accordance with the professional doctrine of the national Company of Statutory Auditors in connection with this task. These procedures consisted in verifying the consistency of the information provided to us with the basic documents from which they were derived.

### **AGREEMENTS SUBJECT TO THE APPROVAL OF THE GENERAL MEETING OF SHAREHOLDERS**

#### ***Authorised agreements and commitments during the financial year just ended***

We have been advised of no agreements or commitments being authorised during the financial year just ended requiring authorisation from your Supervisory Board pursuant to article L. 225-86 of the French Commercial Code.

#### **Agreement on interest-bearing current account**

Persons concerned:

- Alexandra Pereyre, member of the Management Board and Chief Executive Officer,
- Stéphanie Meneux, member of the Management Board and Chief Executive Officer,



- Claude De Nonancourt, membr of the Supervisory Board,
- French property company ("société civile immobilière") ASN, a shareholder of your Company, of which Alexandra Pereyre is Manager.

An interest-bearing current account agreement was signed on December 1, 2017 between Laurent-Perrier S.A. and the natural and legal persons concerned by this agreement. It was approved by the Supervisory Board of Laurent-Perrier S.A. on November 30, 2017.

This agreement is intended to encourage current account advances bearing interest at the maximum deductible tax rate being made available to Laurent-Perrier S.A. for an unlimited period.

During the financial year ended March 31, 2018, Laurent-Perrier S.A. recognised interest of €14,150 on these current accounts.

## **AGREEMENTS ALREADY APPROVED BY THE GENERAL MEETING OF SHAREHOLDERS**

### ***Related party agreements entered into in previous financial years***

#### **a) still in force in the financial year just ended**

Pursuant to article R. 225-57 of the French Commercial Code, we have further been informed of the implementation of the following agreements approved by the General Meeting of Shareholders in previous periods and still in force in the financial year just ended.

- With MDK Consulting, of which Mr Maurice de Kervénoaël, Chairman of the Supervisory Board, is the Manager

Person concerned :

- Monsieur Maurice de Kervénoaël, in his capacity as Chairman of the Supervisory Board.

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."

At its meeting on May 23, 2013, the Supervisory Board signed an amendment to this agreement setting the annual remuneration at €118,178 exclusive of VAT, the amount recognised for the financial year ended March 31, 2018.

- With Champagne Laurent-Perrier

### **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, 2018, was €4,848,044 exclusive of VAT.

#### **b) not in force in the financial year just ended**

Furthermore, we have been informed of the continuation of the following related party agreements already approved by the General Meeting of Shareholders in previous financial years, which were not executed during the past financial year.

- Indemnities to be paid to the Chairman of the Management Board

Person concerned:



- Mr Stéphane Dalyac, in his capacity as Chairman of the Management Board.

In connection with the appointment of Mr Stéphane Dalyac as Chairman of the Management Board, it has been agreed that, in the event of the termination of his employment contract, he shall receive a severance indemnity of six months' gross annual salary (to include the fixed and annual performance-related compensation). The payment of the said severance indemnity is, however, subject to meeting performance targets.

The Supervisory Board has further granted Mr Stéphane Dalyac the benefit of a non-compete indemnity in exchange for a clause forbidding the beneficiary, in the event of the termination of his employment contract, from undertaking any competing professional activity that may be damaging to company interests.

Furthermore, the Supervisory Board has entered into an "article 39" defined benefit pension commitment the conditions of which are identical to those of the other Corporate Officers.

It proved unnecessary to apply this agreement in the financial year just ended insofar as the Chairman of the Management Board continues to fulfil his duties.

➤ Amendment to the agreement relative to the supplementary pensions of Corporate Officers

Persons concerned:

- Madame Stéphanie Meneux, Madame Alexandra Pereyre and Mr Stéphane Dalyac, in their capacity as members of the Management Board.
- Mr Michel Fauconnet, in his capacity as a member of the Management Board until July 12, 2017.

The Supervisory Board has authorised the setting up of a supplementary defined benefit pension plan for Corporate Officers. This plan 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 twelve months of employment. It will only be paid to Corporate Officers on their retirement. The minimum length of service required to benefit from this supplementary pension is eight years.

It proved unnecessary to apply this agreement in the financial year just ended insofar as no Corporate Officer retired during the period.

Neuilly-sur-Seine and Reims, June 14<sup>th</sup>, 2018

The Statutory Auditors

PricewaterhouseCoopers Audit  
Christian Perrier

KPMG S.A.  
Fernando Alvarez



## 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, 2018, and on the activity of the Company during the said financial year; of a number of other reports, in particular the report corporate Governance by the Supervisory Board ;
2. Presentation of the Statutory Auditors' reports on the parent company and consolidated financial statements for the financial year ended March 31, 2018 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, 2017 ;
5. Examination and approval of the Company's financial statements and consolidated financial statements for the financial year ended March 31, 2018 ;
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 ;
10. Renewal of the mandate of Mr Jean-Louis Pereyre, member of the Supervisory Board ;
11. Approval of the principles, criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for members of the Management Board *for FY 2018-2019* ;
12. Approval of the principles, criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for the Chairman of the Management Board *for FY 2018-2019* ;
13. Approval of the principles, criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for the Chairman of the Supervisory Board *for FY 2018-2019* ;
14. Approval of the principles, criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for the members of the Supervisory Board *for FY 2018-2019* ;
15. Approval of remuneration components due or granted for the 2017-2018 financial year to Mr Stéphane Dalyac, Chairman of the Management Board ;
16. Approval of remuneration components due or granted for the 2017-2018 financial year to Ms Alexandra Pereyre, Member of the Management Board ;
17. Approval of remuneration components due or granted for the 2017-2018 financial year to Ms Stéphanie Meneux, Member of the Management Board ;
18. Approval of remuneration components due or granted for the 2017-2018 financial year to Mr Maurice de Kervénoaël, Chairman of the Supervisory Board ;
19. Approval of remuneration components due or granted for the 2017-2018 financial year to Mr Patrick Thomas, Vice Chairman of the Supervisory Board ;
20. Authority granted to the Management Board to acquire company shares under a share buyback programme ;

### RESOLUTIONS PRESENTED AT THE EXTRAORDINARY SHAREHOLDERS' MEETING

21. Authority granted to the Management Board to acquire company shares under a share buyback programme ;

22. Authority and powers granted to the Management Board to increase the Company's capital stock by issuing shares or securities giving access to the Company's capital with preferential subscription rights ;
23. Delegation of authority to the Management Board to increase the Company's capital by incorporation of reserves, income or premiums or any other sums available for capitalisation ;
24. Delegation of authority to the Management Board to increase the Company's capital by issuing shares or securities giving access to the capital, with cancellation of preferential subscription rights ;
25. Delegation of authority to the Management Board to increase the Company's capital by issuing ordinary shares or any other securities giving access to the capital, with cancellation of preferential subscription rights, up to an annual maximum of 10% of the share capital, according to the method of determining the subscription price defined by the General Shareholders' Meeting ;
26. Delegation of authority to the Management Board to increase the Company's capital by issuing shares or securities giving access to the capital, with cancellation of preferential subscription rights, up to an annual maximum of 20% of the share capital through private placement reserved for qualified investors or a restricted circle of investors ;
27. Delegation of authority to the Management Board to increase the Company's capital up to a maximum of 10% of the capital to remunerate contributions in kind of shares or securities giving access to the capital of other companies ;
28. Delegation of authority to the Management Board to carry out capital increases reserved for employee members of a corporate or Group savings plan ;
29. Authority granted to the Management Board to grant Company stock options under the terms of articles L 125-177 of the French Commercial Code ;
30. A Authority granted to the Management Board for a period of thirty-eight months for the purpose of granting bonus shares to be issued without pre-emptive subscription rights for shareholders, or existing shares, for the benefit of the Company Employees and/or Executives of the Company and related entities, up to a maximum of 1.7% of the share capital;
31. Change to article 9 of the Bylaws ;
32. Powers.

NB: The numbering of resolutions differs from the numbering of items on the agenda.

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## 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 report corporate Governance by the Supervisory Board ; and of the Statutory Auditors, approves these reports and financial statements for the financial year ended March 31, 2018 as submitted to it. The meeting also approves the transactions described in the accounts and summarised in these reports.

The General Shareholders' Meeting approves the total amount of 0.7K€ of the spending and costs set out in article 39-4 of the French General Tax Code (*Code général des Impôts*) and the corresponding amount of tax.

#### 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 reports of the Supervisory Board; and the report of the Statutory Auditors for the financial year ended March 31, 2018, 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, 2017 and ending on March 31, 2018.

#### Fourth resolution

The General Shareholders' Meeting resolves to appropriate the net income for the year ended March 31, 2018 of €5,959,929.54 as follows:

Appropriation of net income:		
Net income for the financial year:	€5,959,929.54	
Retained earnings brought forward from previous years:	<u>€10,029,360.57</u>	
Total available for appropriation:	€15,989,290.11	
From the total available, the payment of:	€6,208,387.50	as dividend to shareholders(*)
The new amount to be transferred to "retained earnings" is:	€9,780,902.61	

The dividend payable for the financial year is 1.05 € per share. For individual investors who are natural persons resident in France for tax purposes, the amount of the dividend paid shall be reduced by mandatory contributions based on the tax legislation. It will be payable July 20, 2018. 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 33,111 Laurent-Perrier shares held by the Company as at 31.03.2018, unless there is an increase or decrease in the number of treasury shares held.

This dividend is subject, for natural persons domiciled in France, to the single flat-rate tax at an overall rate of 30%, unless they opt to tax such income on the progressive scale of income tax. In the latter case, the entire amount thus distributed will be eligible for the 40% reduction resulting from the provisions of Article 158 3-2° of the french Code Général des Impôts.

A sum of €2,275,103.33€ corresponding to the carrying value of the 33,111 treasury shares owned by the Company as at March 31, 2018 must be stated in the "Treasury share reserve" account. This reserve currently amounts to €6,981,937.88 is sufficient.

The General Shareholders' Meeting acknowledges that it was reminded that in conformance with the previous three financial years, the amount of share dividends amounted to:

Financial Year	Dividend per share (€)
2014-2015	€1.00*
2015-2016	€1.05*
2016-2017	€1.05*

\* For natural persons resident in France, these dividends are eligible for the standard 40% reduction stipulated in article 158, 3-2° of the French General Tax Code, under the conditions set out above.

#### 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 related party 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 related party agreements covered by articles L 225-86 et seq. of the French Commercial Code.

#### Seventh resolution

The Shareholders approve all transactions between, on 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 related party 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 €186,154, unless shareholders decide otherwise.

A Supervisory Board meeting will be held to allocate the attendance fees.

### **Ninth resolution**

The General Shareholders' Meeting, noting that the Supervisory Board mandate of Mr Jean-Louis Pereyre is about to expire, renews his mandate for a further term of six (6) years, until the General Shareholders' Meeting convened in 2024 to approve the financial statements of the financial year ending March 31, 2024.

**Tenth resolution** - *Approval of the principles, criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for members of the Management Board.*

Explanatory memorandum: In accordance with Article L. 225-82-2 of the French Commercial Code, the Supervisory Board is asking the General Shareholders' Meeting to approve the principles and criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for members of the Management Board due to the exercise of their mandates for the 2018-2019 financial year and for the period up to the next General Shareholders' Meeting called to approve the accounts for 2018-2019 and constituting the remuneration policy concerning them.

These principles and criteria adopted by the Supervisory Board on the recommendation of the Compensation and Corporate Governance Committee are set out in the report on corporate governance drawn up pursuant to the last paragraph of article L 225-37 of the French Commercial Code and set out in the 2017-2018 Reference Document. Pursuant to the French Commercial Code, the amounts resulting from the implementation of these principles and criteria will be submitted to shareholders for their approval at the General Shareholders' Meeting called to approve the accounts of the Company for the year ended March 31, 2019.

*We ask you to approve the principles and criteria as set out in the aforementioned report.*

Having reviewed the report on corporate governance required by the French Commercial Code, the General Shareholders Meeting, voting in accordance with the quorum and majority voting rules applicable to Ordinary General Shareholders' Meetings, approves the principles and criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind as presented in the aforementioned report and attributable to them in their capacity as mandated members of the Management Board.

**Eleventh resolution** - *Approval of the principles, criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for Chairman of the Management Board.*

Explanatory memorandum: In accordance with Article L. 225-82-2 of the French Commercial Code, the Supervisory Board is asking the General Meeting to approve the principles and criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for the Chairman of the Management Board due to the exercise of his mandate for the 2018-2019 financial year and for the period up to the next General Shareholders' Meeting called to approve the accounts for 2018-2019 and constituting the remuneration policy concerning him.

These principles and criteria adopted by the Supervisory Board on the recommendation of the Compensation and Corporate Governance Committee are set out in the report on corporate governance drawn up pursuant to the last paragraph of article L 225-37 of the French Commercial Code and set out in the 2017-2018 Reference Document. Pursuant to the French Commercial Code, the amounts resulting from the implementation of these principles and criteria will be submitted to shareholders for their approval at the General Shareholders' Meeting called to approve the accounts of the Company for the year ended March 31, 2018.

*We ask you to approve the principles and criteria as set out in the aforementioned report.*

Having reviewed the report on corporate governance required by of the French Commercial Code, the General Shareholders Meeting, voting in accordance with the quorum and majority voting rules applicable to Ordinary General Shareholders' Meetings, approves the principles and criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind as presented in the aforementioned report and attributable to him in his capacity as mandated Chairman of the Management Board.

**Twelfth resolution** - *Approval of the principles, criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for Chairman of the Supervisory Board*

Explanatory memorandum: In accordance with Article L 225-82-2 of the French Commercial Code, the Supervisory Board is asking the General Meeting to approve the principles and criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for the Chairman of the Supervisory Board due to the exercise of his mandate for the 2018-2019 financial year and for the period up to the next General Shareholders' Meeting called to approve the accounts for 2018-2019 and constituting the remuneration policy concerning him.

These principles and criteria adopted by the Supervisory Board on the recommendation of the Compensation and Corporate Governance Committee are set out in the report on corporate governance drawn up pursuant to the last paragraph of article L 225-37 of the French Commercial Code and set out in the 2017-2018 Reference Document. Pursuant to the French Commercial Code, the amounts resulting from the implementation of these principles and criteria will be submitted to shareholders for their approval at the General Shareholders' Meeting called to approve the accounts of the Company for the year ended March 31, 2019.

*We ask you to approve the principles and criteria as set out in the aforementioned report.*

Having reviewed the report on corporate governance required by the French Commercial Code, the General Shareholders Meeting, voting in accordance with the quorum and majority voting rules applicable to Ordinary General Shareholders' Meetings, approves the principles and criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind as presented in the aforementioned report and attributable to him in his capacity as mandated Chairman of the Supervisory Board.

**Thirteenth resolution** - *Approval of the principles, criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for the members of the Supervisory Board.*

Explanatory memorandum: In accordance with Article L. 225-82-2 of the French Commercial Code, the Supervisory Board is asking the General Meeting to approve the principles and criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind for the members of the Supervisory Board due to the exercise of their mandates for the 2018-2019 financial year and for the period up to the next General Shareholders' Meeting called to approve the accounts for 2018-2019 and constituting the remuneration policy concerning them.

These principles and criteria adopted by the Supervisory Board on the recommendation of the Compensation and Corporate Governance Committee are set out in the report on corporate governance drawn up pursuant to the last paragraph of article L 225-37 of the French Commercial Code and set out in the 2017-2018 Reference Document. Pursuant to the French Commercial Code, the amounts resulting from the implementation of these principles and criteria will be submitted to shareholders for their approval at the General Shareholders' Meeting called to approve the accounts of the Company for the year ended March 31, 2019.

*We ask you to approve the principles and criteria as set out in the aforementioned report.*

Having reviewed the report on corporate governance required by the French Commercial Code, the General Shareholders Meeting, voting in accordance with the quorum and majority voting rules applicable to Ordinary General Shareholders' Meetings, approves the principles and criteria for determining, awarding and allocating, fixed, performance related, and exceptional items comprising the total remuneration and benefits of any kind as presented in the aforementioned

report and attributable to them in their capacity as mandated members of the Supervisory Board.

**Fourteenth resolution** - *Approval of remuneration components due or granted for the 2017-2018 financial year to Mr Stéphane Dalyac, Chairman of the Management Board.*

The General Shareholders' Meeting, consulted pursuant to articles L 225-37-2 and L 225-100 of the French Commercial Code, voting in accordance with the quorum and majority voting rules applicable to Ordinary General Shareholders' Meetings, issues a favourable opinion on the remuneration components due or attributed to Mr Stéphane Dalyac, Chairman of the Management Board, for the financial year ended March 31, 2018, as presented in the report on corporate governance, and approves the payment of performance-related or exceptional remuneration items.

**Fifteenth resolution** - *Approval of remuneration components due or granted for the 2017-2018 financial year to Ms Alexandra Pereyre, member of the Management Board.*

The General Shareholders' Meeting, consulted pursuant to articles L 225-37-2 and L 225-100 of the French Commercial Code, voting in accordance with the quorum and majority voting rules applicable to Ordinary General Shareholders' Meetings, issues a favourable opinion on the remuneration components due or attributed for the financial year ended March 31, 2018 to Ms Alexandra Pereyre, member of the Management Board, as presented in the report on corporate governance, and approves the payment of performance-related or exceptional remuneration items.

**Sixteenth resolution** - *Approval of remuneration components due or granted for the 2017-2018 financial year to Ms Stéphanie Meneux, member of the Management Board.*

The General Shareholders' Meeting, consulted pursuant to articles L 225-37-2 and L 225-100 of the French Commercial Code, voting in accordance with the quorum and majority voting rules applicable to Ordinary General Shareholders' Meetings, issues a favourable opinion on the remuneration components due or attributed for the financial year ended March 31, 2018 to Ms Stéphanie Meneux, member of the Management Board, as presented in the report on corporate governance, and approves the payment of performance-related or exceptional remuneration items.

**Seventeenth resolution** - *Approval of remuneration components due or granted for the 2017-2018 financial year to Mr Maurice de Kervénoaël, Chairman of the Supervisory Board.*

The General Shareholders' Meeting, consulted pursuant to articles L 225-37-2 and L 225-100 of the French Commercial Code, voting in accordance with the quorum and majority voting rules applicable to Ordinary General Shareholders' Meetings, issues a favourable opinion on the remuneration components due or attributed for the financial year ended March 31, 2018 to Mr Maurice de Kervénoaël, Chairman of the Supervisory Board, as presented in the report on corporate governance, and approves the payment of performance-related or exceptional remuneration items.

**Eighteenth resolution** - *Approval of remuneration components due or granted for the 2017-2018 financial year to Mr Patrick Thomas, Vice Chairman of the Supervisory Board.*

The General Shareholders' Meeting, consulted pursuant to articles L 225-37-2 and L 225-100 of the French Commercial Code, voting in accordance with the quorum and majority voting rules applicable to Ordinary General Shareholders' Meetings, issues a favourable opinion on the remuneration components due or attributed for the financial year ended March 31, 2018 to Mr Patrick Thomas, Vice Chairman of the Supervisory Board, as presented in the report on corporate governance, and approves the payment of performance-related or exceptional remuneration items.

**Nineteenth resolution** - *Authority granted to the Management Board to acquire company shares under a share buyback programme*

The General Shareholders' Meeting, having reviewed the report of the Management Board and the description of the share buyback programme presented to it, authorises the Management Board, pursuant to the provisions of articles L 225-209 et seq. of the French Commercial Code, and for a period of eighteen (18) months, to purchase the Company's own shares on one or more occasions and at the times of its own choosing, subject to the restriction that the maximum number of shares that may be purchased and held by the Company may at no time exceed 10% of the Company's

legal capital, where necessary adjusted to take account of any capital increases or reductions that may take place during the term of the share buyback programme.

This authority cancels and replaces the authority granted to the Management Board in the nineteenth resolution of the Ordinary General Shareholders' Meeting held on July 12, 2017.

The shares may be purchased to:

- ensure market-making and share liquidity through the intermediary of an investment services provider within the framework of a liquidity agreement compliant with the Code of Good Conduct of the *Association Française des Marchés Financiers* (AMAFI), recognised by the AMF;
- retain the shares purchased for eventual trading or use as payment under any acquisition-led growth transactions, it being specified that the shares purchased to this end may not exceed 5% of the Company's share capital,
- ensure coverage for stock option plans and/or the allotment of free bonus shares (or similar plan) for the benefit of employees and/or the Group's executive officers, and all allotments of shares under a corporate or Group savings plan (or similar plan) under the terms of a profit sharing plan and/or any and all other forms of share allotments to employees and/or executive officers of the Group,
- ensure the coverage of securities conferring the right to the allotment of Company shares in the framework of current legislation,
- cancel, where appropriate, any shares purchased, subject to the approval of the authority granted to the Management Board, as set out in the twenty resolution put before the extraordinary General Shareholders' Meeting.

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.

In particular, these transactions may be carried out during a public offering, subject to existing legal requirements.

The maximum purchase price is set at 130 euros per share. In the event of a transaction involving the share capital, and in particular the splitting or reverse splitting of shares or the allotment of bonus shares, the above-mentioned amount will be adjusted pro rata (multiplier equal to the ratio of the number of shares making up the legal capital prior to the transaction and the number of shares following the transaction).

The maximum amount of the transaction is thus set at €72,991,750

The General Shareholders' Meeting confers full powers on the Management Board to carry out these transactions, set their terms and conditions, sign any and all agreements, and carry out all necessary formalities.

## **RESOLUTIONS PRESENTED AT THE EXTRAORDINARY SHAREHOLDERS' MEETING**

**Twentieth resolution** - *Authority to reduce share capital by cancelling treasury shares held by the Company*

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholders' Meetings and after reviewing the report of the Management Board and the special report by the Statutory Auditors, the General Shareholders' Meeting, within the framework of the authority to buy back the Company's shares as agreed in the eighteenth resolution of the Ordinary Shareholders' Meeting:

- authorises the Management Board, in accordance with the provisions of article L. 225-209 para. seven of the French Code of Commerce, to cancel, on one or more occasions and in the proportions and at the times of its own choosing, all or part of the Company shares it owns or will own in respect of any and all previous, present, or future authorities to purchase the Company's own shares conferred on the Management Board by the Ordinary Shareholders' Meeting, in accordance with the provisions of article L. 225-209 of the French Commercial Code, up to a maximum of 10% of the legal capital per period of twenty-four (24) months and to reduce the legal capital in the same amount;
- authorises the Management Board to allocate the difference between the purchase price of the cancelled shares and their face value to the available premiums and reserves;

- confers full powers on the Management Board to set the terms and conditions, carry out and record the capital reduction or reductions following the cancellation transactions authorised by the present resolution, record the corresponding transactions in the accounts, modify the Company bylaws accordingly and, more generally, carry out all necessary formalities.

This authority is conferred for a term of twenty-four (24) months and replaces and cancels all previous authorities conferred.

**Twenty first resolution** - *Authority and powers granted to the Management Board to increase the Company's capital stock by issuing shares or securities giving access to the Company's capital with preferential subscription rights*

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholders' Meetings and after reviewing the report of the Management Board and the special report by the Statutory Auditors, the General Shareholders' Meeting resolves to delegate its authority to the Company Management Board and authorise it, on one or more occasions and in the proportions and at the times of its own choosing in accordance with the provisions of articles L. 225-129-2, L. 225-132, L. 228-91, L. 228-92 and L. 228-93 of the French Commercial Code, both in France and elsewhere, maintaining preferential subscription rights of shareholders, to issue:

- ordinary shares;
- securities giving access to Laurent-Perrier shares or conferring the right to the allotment of debt securities under the provisions of article L. 228-91 of the French Commercial Code;
- securities giving access to shares (i) of a company which owns, directly or indirectly, more than half the share capital of the Company or (ii) where the Company owns, directly or indirectly more than half of the capital within the meaning of article L. 225-93 of the French Commercial Code.

In the event of the issuance of securities giving their holders the right to subscribe for securities representing a share of the capital of the Company under this delegation of authority, the General Shareholders' Meeting expressly delegates to the Management Board the power to increase the share capital following the exercise of such securities.

The General Shareholders' Meeting resolves that the nominal amount of the capital increase or increases that may be decided by the Management Board or by its Chairman and carried out immediately or in the future under this delegation of authority may not exceed a maximum of ten (10) million euros, excluding the face value amount of the shares to be issued, where appropriate, in respect of adjustments made in accordance with the law, to preserve the rights of securities holders.

The securities issued when this authority is exercised may be issued in euros or foreign currency or any other monetary unit established by reference to a basket of currencies. The maximum nominal amount of securities so issued shall not exceed one hundred and fifty (150) million euros or their cash value where issuance is in foreign currencies or units of account established by reference to a basket of currencies on the date when the decision to issue is taken.

The General Shareholders' Meeting authorises the Management Board, in case of excess demand, to increase the maximum ceiling of the capital increase or increases by up to 15% of the initial issue, as provided for in Articles L. 225-135-1 and R. 225-118 of the French Commercial Code.

The shareholders may, under the conditions provided by law, exercise their preferential rights to subscribe to the shares and/or other securities that the Management Board or its Chairman under this delegation of authority decides to issue, on an irreducible or reducible basis.

The Management Board may use, in the order it shall determine, one and/or the other options provided by law if the subscriptions on an irreducible and, where appropriate, a reducible basis, have not absorbed the entire issue, and offer the public all or part of the unsubscribed securities.

The General Shareholders' Meeting notes and resolves, as appropriate:

- that this delegation of authority confers on the Management Board the power to determine the subscription price of the shares and securities to be issued, in accordance with the legal provisions,



- that this authorisation automatically requires shareholders to waive their preferential subscription right to the shares to which such securities may entitle them for the benefit of holders of securities that may be issued and give access to the Company's capital.

The General Shareholders' Meeting hereby grants full powers to the Management Board with the possibility of sub-delegation to its Chairman to:

- implement the present delegation of authority and choose the time or times of the issues,
- charge the fees, levies and honoraria of the issues carried out to the amount of the issuance premium, and debit the necessary funds from the said issue premium to credit the Company's legal reserve,
- amend the bylaws accordingly, and generally to take all necessary measures to ensure the successful completion of any issue considered.

The Management Board, when it makes use of this authorisation, shall draw up an additional report, certified by the Statutory Auditors, setting out the final terms of the transaction.

This delegation of authority is granted for a period of twenty-six (26) months. It cancels and replaces any previous delegation of authority.

**Twenty-second resolution** - *Delegation of authority to the Management Board to increase the Company's capital by incorporation of reserves, income or premiums or any other sums available for capitalisation.*

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholders' Meetings and after reviewing the report of the Management Board, the General Shareholders' Meeting, in accordance with the provisions of articles L. 225-129-2, and L. 225-130, of the French Commercial Code, resolves:

- to grant full powers to the Management Board to increase the Company's capital, on one or more occasions when it deems appropriate, by incorporation of all or part of Company reserves, income, premiums and/or other sums whose capitalisation is legally or statutorily permissible; by the allotment of new bonus shares in the Company; or by increasing the face value of existing shares in the Company; and
- that the maximum nominal amount of capital increase or increases to be decided by the Management Board or by its Chairman and carried out under this delegation, shall be equal to the maximum aggregate amount of reserves, profits, premiums and/or other sums that may be incorporated into the share capital of the Company.

The General Shareholders' Meeting notes that the Management Board shall, in accordance with the law, enjoy full powers, with the possibility of sub-delegation to its Chairman under the conditions prescribed by law, to implement this delegation of authority; determine the reserves to incorporate; decide, where appropriate, that the fractional rights are not negotiable; that the corresponding shares will be sold; and deduct any amounts necessary to credit the legal reserve.

This delegation is granted for a period of twenty-six (26) months. It cancels and replaces any previous delegation of authority.

**Twenty-third resolution** - *Delegation of authority to the Management Board to increase the share capital by issuing shares or securities giving access to the Company's capital, with cancellation of preferential subscription rights.*

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholders' Meetings and after reviewing the report of the Management Board and the special report by the Statutory Auditors, the General Shareholders' Meeting resolves to delegate its authority to the Company Management Board and authorise it, on one or more occasions and in the proportions and at the times of its own choosing, in accordance with the provisions of articles L. 225-129-2, L. 225-135, L. 225-136, L. 228-91, L. 228-92 and L. 228-93 of the French Commercial Code, both in France and elsewhere, to issue, with cancellation of preferential subscription rights of shareholders, and a public offering:

- ordinary shares;
- securities giving access to Laurent-Perrier shares or conferring the right to the allotment of debt securities under the provisions of article L. 228-91 of the French Commercial Code;
- securities giving access to shares (i) of a company which owns, directly or indirectly, more than half the share capital of the Company or (ii) where the Company owns, directly or indirectly

more than half of the capital within the meaning of article L. 225-93 of the French Commercial Code.

The General Shareholders' Meeting resolves that these same issues may be brought as consideration for securities tendered to the Company in connection with a public exchange offer for the securities of a company, including any securities issued by the Company under the conditions laid down in Article L. 225-148 of the French Commercial Code.

In the event of the issuance of securities giving their holders the right to subscribe for securities representing a share in the capital of the Company in the framework of this delegation of authority, the General Shareholders' Meeting expressly delegates to the Management Board the power to increase the share capital following the exercise of such securities.

The General Shareholders' Meeting resolves to cancel shareholders' preferential subscription rights to the securities to be issued upon exercise of this delegation of authority, it being specified that the Management Board will be able to grant shareholders a priority right to subscribe for all or part of an issue of shares or securities.

The General Shareholders' Meeting resolves that the nominal amount of the capital increase or increases to be decided by the Management Board or by its Chairman and carried out immediately or in the future under this delegation of authority may not exceed a maximum ten (10) million euros.

The General Shareholders' Meeting authorises the Management Board, in the event of excess demand, to increase the maximum ceiling of the capital increase or increases by up to 15% of the initial issue, under the conditions laid down in Articles L. 225-135-1 and R. 225-118 of the French Commercial Code.

The securities issued when this authority is exercised may be issued in euros or foreign currency or any other monetary unit established by reference to a basket of currencies. The maximum nominal amount of securities so issued shall not exceed one hundred and fifty (150) million euros or their cash value where issuance is in foreign currencies or units of account established by reference to a basket of currencies on the date when the decision to issue is taken

The General Shareholders' Meeting takes note and resolves, as appropriate, that this delegation of authority automatically requires shareholders to waive their preferential subscription right to the shares to which such securities may entitle them for the benefit of holders of securities that may be issued and which give access to the Company's capital.

The issue price of the ordinary shares shall be at least equal to the weighted average of share prices over the three trading sessions observed on the Euronext Paris stock market prior to the issue date with, where appropriate, a maximum discount of 5%.

The issue price of the other securities giving access to the capital will be such that the sum received immediately by the Company, plus, if applicable, the amount subsequently received by it is, for each share issued as a result of the issuance of these other securities, at least equal to the issue price specified in the paragraph above.

The General Shareholders' Meeting hereby grants full powers to the Management Board with the possibility of sub-delegation to its Chairman to:

- implement the present delegation of authority and choose the time or times of the issues,
- charge the fees, levies and honoraria of the issues carried out to the amount of the issuance premium, and debit the necessary funds from the said issue premium to credit the Company's legal reserve,
- amend the bylaws accordingly, and generally to take all necessary measures to ensure the successful completion of any issue considered.
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When it makes use of this delegation of authority, the Management Board shall draw up an additional report certified by the Statutory Auditors describing the final terms of the transaction and providing the requisite information required to appreciate any material impact on the situation of shareholders.

This delegation of authority is granted for a period of twenty-six (26) months; it cancels and replaces any previous delegation of authority.

**Twenty-fourth resolution** - *Delegation of authority to the Management Board to increase the Company's capital by issuing ordinary shares or any other securities giving access to the capital, with cancellation of preferential subscription rights, up to an annual maximum of 10% of the share capital, according to the method of determining the subscription price defined by the General Shareholders' Meeting.*

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholders' Meetings and after reviewing the report of the Management Board and the special report by the Statutory Auditors, the General Shareholders' Meeting resolves to delegate its authority to the Company Management Board and authorises it, under the conditions provided for in the second paragraph of article L. 225-136-1° of the French Commercial Code, to increase the share capital by up to 10% per year and to set the issue price of new shares by derogation from the rules laid down in the first paragraph of Article L. 225-136-1 of the French Commercial Code, in an amount at least equal to the weighted average price of the twenty trading sessions recorded on the Euronext Paris market prior to the issue with a discount of up to 5%.

The General Shareholders' Meeting authorises the Management Board to increase the capital by issuing ordinary shares or any other securities giving access to the capital, and notes that this delegation automatically entails cancellation of shareholders' preferential subscription rights in any ordinary shares and other securities giving access to the capital which may be issued.

The General Shareholders' Meeting resolves that the limit of 10% of the capital, as set above, shall be appreciated on the day of the issue, excluding the nominal amount of the capital likely to be increased after the exercise of all previously issued rights, securities or warrants whose exercise is deferred. This ceiling is independent of any issues that may be brought by virtue of the twenty third resolution.

The General Shareholders' Meeting hereby grants full powers to the Management Board with the possibility of sub-delegation to its Chairman to:

- implement the present delegation of authority and choose the time or times of the issues,
- charge the fees, levies and honoraria of the issues carried out to the amount of the issuance premium, and debit the necessary funds from the said issue premium to credit the Company's legal reserve,
- amend the bylaws accordingly, and generally to take all necessary measures to ensure the successful completion of any issue considered.

When it makes use of this delegation of authority, the Management Board shall draw up an additional report certified by the Statutory Auditors describing the final terms of the transaction and providing the requisite information required to appreciate any material impact on the situation of shareholders.

This delegation of authority is granted for a period of twenty-six (26) months. It cancels and replaces any previous delegation of authority.

**Twenty fifth resolution** - *Delegation of authority to the Management Board to increase the Company's capital by issuing shares or securities giving access to the capital, with cancellation of preferential subscription rights, up to an annual maximum of 20% of the share capital through private placement reserved for qualified investors or a restricted circle of investors.*

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholders' Meetings and after reviewing the report of the Management Board and the special report by the Statutory Auditors, the General Shareholders' Meeting, resolves to delegate its authority to the Company Management Board and authorises it, under the conditions provided for in article L. 225-136-3° of the French Commercial Code and in article L. 411-2, II of the French Monetary and Financial Code (*Code monétaire et financier*), to increase the share capital, with cancellation of preferential shareholder subscription rights, by up to an annual maximum of 20% of the share capital through private placement reserved for qualified investors or a restricted circle of investors as laid out in article D. 411-1 of the French Monetary and Financial Code.

The General Shareholders' Meeting hereby authorises the Management Board to increase the capital by issuing ordinary shares or any other securities giving access to the capital issued in accordance with articles L. 228-91 to L. 228-93 of the French Commercial Code, and notes that this delegation automatically entails cancellation, for the benefit of qualified investors or the above-

mentioned restricted circle of investors, of shareholders' preferential subscription rights in any ordinary shares and other securities giving access to the capital which may be issued.

The General Shareholders' Meeting resolves that the limit of 20% of the capital shall be appreciated on the day of the issue, excluding the nominal amount of the capital likely to be increased after the exercise of all previously issued rights, securities or warrants whose exercise is deferred. This ceiling is independent of any issues that may be brought by virtue of the twenty first, twenty third and twenty-fourth resolution.

The General Shareholders' Meeting resolves that the nominal amount of the debt securities that may be issued by virtue of this delegation of authority shall be no more than one hundred and fifty (150) million euros, and independent of all issues that may be brought under the twenty first, twenty third and twenty-fourth resolution.

The issue price of the ordinary shares shall be at least equal to the weighted average of share prices over the three trading sessions observed on the Euronext Paris stock market prior to the issue date with, where appropriate, a maximum discount of 5%.

The issue price of the other securities giving access to the capital will be such that the sum received immediately by the Company, plus the amount subsequently received by it is, for each share issued as a result of the issuance of these other securities, at least equal to the issue price specified in the paragraph above.

The General Shareholders' Meeting hereby grants full powers to the Management Board with the possibility of sub-delegation to its Chairman to:

- implement the present delegation of authority and choose the time or times of the issues,
- to freely choose the qualified investors or the investors in the restricted circle of investors benefitting from the issue or issues in accordance with the laws and regulations referred to above, and to determine the securities to be issued and the percentage of capital whose issue is reserved for each of these investors,
- charge the fees, levies and honoraria of the issues carried out to the amount of the issuance premium, and debit the necessary funds from the said issue premium to credit the Company's legal reserve,
- amend the bylaws accordingly, and generally to take all necessary measures to ensure the successful completion of any issue considered.

When it makes use of this delegation of authority, the Management Board shall draw up an additional report certified by the Statutory Auditors describing the final terms of the transaction and providing the requisite information required to appreciate any material impact on the situation of shareholders.

This delegation of authority is granted for a period of twenty-six (26) months. It cancels and replaces any previous delegation of authority.

**Twenty-sixth resolution** - *Delegation of authority to the Management Board to increase the Company's capital up to a maximum of 10% of the capital to remunerate contributions in kind of shares or securities giving access to the capital of other companies.*

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholders' Meetings and after reviewing the report of the Management Board and in accordance with the provisions laid out in articles L. 225-129, L. 225-129-2 and L. 225-147 of the French Commercial Code, the General Shareholders' Meeting:

Delegates to the Management Board, with authority to sub-delegate to any person authorised by law, the authority to decide, on the basis of the report or reports of the shares auditor, to carry out one or more capital increases by issuing ordinary shares or securities giving access to the capital to remunerate contributions in kind made to the Company in the form of shares or securities giving access to the capital, where the provisions of Article L. 225-148 of the Commercial Code do not apply.

The General Shareholders' Meeting sets the ceiling of the immediate or subsequent capital increase that may result from the issues brought by virtue of this delegation of authority at 10% of the share capital.

The General Shareholders' Meeting:

- resolves to remove, for the benefit of the holders of shares or securities tendered in kind, the preferential subscription right of shareholders to ordinary shares issued, and notes that this authorisation requires shareholders to waive their preferential right to subscribe to ordinary shares in the Company for which any securities issued pursuant to this authorisation may be eligible.
- Confers full powers on the Management Board, with the possibility of sub-delegation, to enable it to assess the value of shares tendered, to decide and record the completion of the capital increase remunerating the tender transaction, and, where appropriate, to charge all costs and fees incurred under the capital increase to the tender premium if it so deems and to debit from the tender premium the amounts to be credited to the legal reserve, to make the corresponding changes to the bylaws, and more generally do everything necessary.

This delegation of authority is granted for a period of twenty-six (26) months. It cancels and replaces any previous delegation of authority.

**Twenty-seventh resolution** - *Delegation of authority to the Management Board to carry out capital increases reserved for employee members of a corporate or Group savings plan.*

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholders' Meetings and after reviewing the report of the Management Board and in accordance with the provisions laid out in articles L. 225-129 to L. 225-129-6 and L. 225-138-1 of the French Commercial Code and articles L. 3332-18 et seq. of French Labour Law, the General Shareholders' Meeting:

Delegates to the Management Board, with authority to sub-delegate to any person authorised by law, the authority to decide an increase in the share capital, on one or more occasions and on its sole authority, and where appropriate in one or more distinct tranches, in the maximum amount of ten (10) million euros, by issuing shares or securities giving access to the Company's capital and reserved for employee members of a corporate or Group savings plan;

Resolves that this delegation shall entail cancellation of preferential subscription rights of shareholders to shares and securities to be issued under this resolution in favour of the said members of a corporate or Group savings plan, and the waiving of their preferential right to subscribe to shares for which any securities issued pursuant to this authorisation may be eligible;

Resolves, pursuant to article L. 3332-19 of French Labour Law, to set the discount at 20% of the average Company share price on the NYSE-Euronext Paris stock market during the twenty trading sessions preceding the day when the decision is taken to set the opening date for subscriptions; this discount may be increased to 30% for members of a savings plan set up pursuant to article L. 3332-25 of French Labour Law, provided that the lock-up period provided for under the savings plan is equal to or greater than ten years. However, the General Shareholders' Meeting authorises the Management Board to replace all or part of the discount with an allotment of free bonus shares or securities giving access to the Company capital, and to reduce the discount or not grant same, within the legal and regulatory limits;

Resolves that the Management Board may, within the limits set by article L. 3332-21 of French Labour Law allot free bonus shares or securities giving access to the Company capital under a matching grant;

Confers full powers on the Management Board, with authority to sub-delegate, to:

- set all terms and conditions for the transaction or transactions, and in particular:
  - set a smaller range of companies concerned by the offer than the range of companies eligible for the corporate or Group savings plan;
  - set the terms and conditions of the issues brought under the present delegation of authority, and in particular decide the amounts available for subscription, set subscription issue prices, dates, period, terms and conditions, delivery and enjoyment of shares and securities giving access to Company capital;
  - on the basis of these decisions alone, after each capital increase, to charge all costs of the capital increases to the issue premiums and deduct the sums necessary to bring the legal reserve to one tenth of the new capital from this amount;

- take all necessary steps and sign all necessary documents to carry out and record the capital increase or increases brought by virtue of this delegation of authority, and in particular to amend the bylaws accordingly and, more generally to do everything that is necessary.

This delegation of authority is granted for a period of twenty-six (26) months. It cancels and replaces any previous delegation of authority.

### **Twenty-eighth resolution**

The General Shareholders' Meeting, having heard the report of the Management Board and the report of the Statutory Auditors, authorises the Management Board, pursuant to articles L 225-177 to L 225-186 of the French Commercial Code, to grant Company stock options to:

- Officers holding management positions within the Company and/or any entity in which the Company holds more than a ten per cent (10%) direct or indirect stake and more than ten per cent (10%) of the voting rights;
- One or more salaried employees of the Company and/or of any entity in which the Company holds more than a ten per cent (10%) direct or indirect stake and more than ten per cent (10%) of the voting rights.

Said authorisation shall expire thirty-eight (38) months from the date of this General Shareholders' Meeting. Until that time, the Management Board may exercise the authorisation freely one or more times.

The total number of Company shares eligible for distribution as Stock Options under the present authorisation shall not exceed 210,000 Stock Options. It follows therefore that the number of Stock Options that the Management Board may allocate to beneficiaries during the 38 months of the present authorisation may not exceed 210,000 Stock Options.

Stock Options may not be exercised by their holders until four (4) years after their date of granting. However, the Shareholders' Meeting gives the Management Board specific authority to change the four (4) year period if it believes this is necessary in the light of any changes in the fiscal regime governing the Stock Options.

Stock Options expire ten (10) years after they are granted and then may no longer be exercised. The exercise price of Stock Options (the "Exercise Price" of the "Available Shares") shall be set by the Management Board but may not be less than the average quoted share price over the twenty (20) trading days prior to the date on which the Stock Options were granted.

The Exercise Price shall, however, be amended as and if required by applicable law, and respecting the present provisions.

The Management Board is therefore granted full authority, subject only to applicable legal requirements, the by-laws and the resolutions of this Shareholders' Meeting, to grant the Stock Options authorised under this Resolution, and to decide the conditions for such granting and in particular to:

- decide whether or not to grant Stock Options at one or more times;
- decide on the beneficiaries and the number of shares in the Company each beneficiary may acquire, and in particular and as necessary to decide on the terms and conditions applying: jobs, titles, duties and achievement of personal and collective targets by beneficiaries;
- decide on the Exercise Price for each beneficiary and if necessary to adjust that price and/or the number of Available Shares;
- decide any conditions the beneficiaries may have to fulfil before they can exercise their Stock Options, e.g. jobs, titles, unties, exercise date, achievement of personal or collective targets, full or partial exercise, conditions precedent etc.;
- set the participating date of shares acquired;
- if necessary prohibit the immediate resale of shares acquired by the exercise of Stock Options. Such prohibitions may not exceed three (3) years as of the date the option is exercised;

- implement Stock Options plans in compliance with applicable legal requirements and more generally decide on and carry out all transactions and formalities needed for the purpose.

**Twenty-ninth resolution** - *Authority granted to the Management Board for a period of thirty-eight (38) months for the purpose of granting to-be-issued bonus shares without pre-emptive shareholder subscription rights, or existing shares, for the benefit of the Company Employees and/or Executives of the Company and related entities, up to a maximum of 1.7% of the share capital*

Voting in accordance with the quorum and majority voting rules applicable to Extraordinary Shareholders' 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, with the option of subdelegation to persons authorized by law, pursuant to the conditions set out in articles L 225-197-2 of the French Commercial Code to allocate existing or to-be-issued bonus shares in the Company for the benefit of waged Company employees and Company Executives identified in article L 225-197-2 of the said Commercial Code, and also for the benefit of waged employees and Executives of companies or economic interest groupings linked to the said Company or for certain categories of them pursuant to the conditions set out in article L 225-197-2 of the said Commercial Code;

- Decides that the total number of shares that may be allocated shall not exceed 1.7% of the share capital, the final percentage being calculated on the day the shares are allocated;

- Decides that the allocation of the shares to their beneficiaries will be final either i) at the end of a vesting period of at least one year, the beneficiaries being then required to keep the said shares for a minimum lock-up period of one year, or (ii) at the end of a minimum vesting period of two years, and in this case without a minimum lock-up period. It is understood that the Management Board will have the option of choosing between these two alternatives and of using them alternately or concurrently and may in the first case extend the vesting and / or lock-up period and in the second case extend the vesting period and / or set a lock-up period.

However, it is stipulated that the allocation will be definitive before the end of these periods in the event of death or disability of a beneficiary corresponding to the classification in the second or third of the categories provided for in article L.341-4 of the French Social Security Code;

- Sets the term of the present authority at 38 (thirty-eight) months from the date of the present General Shareholders' Meeting;

- Acknowledges that, if the award relates to shares to be issued, this authority automatically entails the beneficiaries of the bonus shares waiving their preferential shareholder subscription rights;

- Decides that the amount of the resulting capital increases will be in addition to the amount of the capital increases resulting from the delegations of authority granted by all General Shareholders' Meetings.

- Acknowledges that, if the award relates to existing shares, such shares must be acquired by the company, either in accordance with Article L.225-208 of the Commercial Code or, where applicable, within the framework of the share repurchase program authorized by the nineteenth resolution adopted by this Meeting pursuant to Article L.225-209 of the Commercial Code or any share buyback program applicable before or after the date of the Shareholders' Adoption of this resolution.

The General Shareholders' Meeting hereby grants full powers to the Management Board, with the option of subdelegation to persons authorized by law, in compliance with the laws and regulations in force and the provisions of this resolution, to implement this resolution and in particular:

- To set the conditions, and performance conditions in particular, and where appropriate the share allocation criteria and to draw up the list or lists of bonus share allocation beneficiaries and the number of shares allocated to each of them,

- To set, within the legal conditions and limits, the dates on which the allocations will be made,



- To set where appropriate, and subject to the abovementioned minimum vesting or lock-up periods, the shares' minimum lock-up period given that it is the responsibility of the Supervisory Board, with respect to any shares that may be allocated to the Company Executives stipulated in article L.225-197-1, II § 4 of the French Commercial Code, either to decide that the shares may be disposed of by beneficiaries before the end of their term of office, or to set the number of such bonus shares that they shall be required to retain as bearer shares until the end of their term of office,
- To decide whether, in the event of transactions on the share capital during the vesting period of the allocated shares, to adjust the number of shares allocated in order to safeguard beneficiary rights and, in this case, to determine the arrangements for such an adjustment,
- If the allocation relates to shares to be issued, to carry out any and all capital increases by incorporation of reserves or issue premiums of the Company that it will be appropriate carry out at the time of the definitive allocation of the shares to their beneficiaries, and to set the new shares' vesting dates and amend the articles of incorporation accordingly,
- Proceed, if the allocation relates to shares already issued, to the acquisitions of necessary shares,
- To carry out all necessary formalities and generally do everything necessary to this end.

The present authority replaces the authority previously granted under the terms of the twenty-second Resolution of the General Shareholders' Meeting held on July 12, 2017.

### **Thirtieth resolution** - Change to article 9 of the Bylaws

#### Explanatory memorandum

*Article 9.1 of the Laurent-Perrier Bylaws states that the Company is legally entitled to request information on holders of bearer shares at any time.*

*The Company may thus request and obtain TPI (Titre au Porteur Identifiable) bearer security identification.*

*After obtaining this, the Company is entitled to question the persons on the list of bearer shareholders whom it considers could be registered on behalf of third parties to ask them who owns the shares.*

*Any such persons are required, when acting as financial intermediaries, to reveal the identity of the beneficial owner of the shares.*

*If the financial intermediary subject of such a request has not supplied this information within ten (10) business days of the request, or if it has supplied incomplete or erroneous information on its capacity or on the owners of the shares, or on the quantity of shares held by each of them, the shares for which this person has been registered in the account shall be:*

- *deprived of voting rights at any General Shareholders' Meeting to be held until the date when identification is completed,*
- *subject to deferred payment of dividends until such date.*

*It has therefore been deemed appropriate to supplement the Bylaws to detail the penalties.*

*Furthermore,*

*it has also been deemed appropriate to amend article 9.2 of the Laurent-Perrier Bylaws to specify that the Bylaw rules on ownership thresholds will apply if the threshold of 0.5% of the capital or voting rights is exceeded, instead of 2.5% currently.*

As a result, the General Shareholders' Meeting, voting in accordance with the quorum and majority voting rules applicable to Extraordinary General Shareholders' Meetings, decides to amend article 9 of the Bylaws as follows:

#### **Former text:**

#### **"Article 9 – Shareholder identification**

**1.** The Company may at any time, under the conditions laid down by the legal provisions in force at the time, request the name (or, in the case of a legal entity, the denomination), nationality, year of birth (or, in the case of a legal entity, the year of incorporation) and address of all or part of the holders of shares from the body responsible for clearing the shares conferring



immediately or in the future the voting rights at its General Shareholders' Meetings as well as the number of shares held by each of them and, as the case may be, the restrictions to which the shares may be subject and any other information whose disclosure is authorised by the rules in force at the time.

**2.** In addition to complying with the legal obligation to inform the Company that they hold certain fractions of the share capital and the voting rights attached thereto, any shareholder, whether a natural person or a legal entity, who in any way exceeds or falls below the threshold of two point five per cent (2.5%) of the share capital or voting rights, or any multiple of this percentage less than or equal to thirty-five per cent (35%) shall inform the Company of the total number of shares it holds as well as the number of securities that it may hold giving access to the capital and the number of voting rights attached to these shares and other securities, by means of a registered letter with acknowledgement of receipt, sent to the Company's registered office within fifteen (15) calendar days of the said threshold being crossed.

The above-mentioned reference to article L 233-7 of the French Commercial Code shall be understood as a reference to all legal provisions relating to the said article, including articles L 233-3, L 233-9 and L 233-10 of the said French Commercial Code, which are applicable to the present statutory disclosure requirement.

Where the threshold is crossed as a result of an acquisition or disposal on a stock exchange, the aforementioned fifteen-day period begins to run from the day the securities are traded and not from the day they are delivered.

In the event of non-compliance with this statutory obligation to inform and at the request of one or more shareholders together owning at least five per cent (5%) of the capital or voting rights, the shares exceeding the fraction that should have been declared shall be immediately deprived of voting rights until the expiry of a period of two (2) years following the date of regular notification (without prejudice to the provisions on non-compliance with legal reporting obligations).

As indicated above, but again without prejudice to the aforementioned legal obligations, this statutory disclosure obligation applies provided that the threshold crossed by the person concerned is less than or equal to thirty-five per cent (35%)."

**New text:**

**"Article 9 - Shareholder identification**

**1.** The Company may at any time, under the conditions laid down by the legal provisions in force at the time, request the name (or, in the case of a legal entity, the denomination), nationality, year of birth (or, in the case of a legal entity, the year of incorporation) and address of all or part of the holders of shares from the body responsible for clearing the shares conferring immediately or in the future the voting rights at its General Shareholders' Meetings as well as the number of shares held by each of them and, as the case may be, the restrictions to which the shares may be subject and any other information whose disclosure is authorised by the rules in force at the time.

*The Company may also, in the light of the list supplied, ask, either through this body or directly, under the same conditions, persons appearing on this list and whom it considers could be registered on behalf of third parties, whether they hold these securities on their own behalf or on behalf of third parties and, in this latter case, to provide it with information enabling it to identify any such third party or third parties. If the identity of the owner or owners of the shares is not revealed, the vote or proxy issued by the registered intermediary shall not be taken into account and the payment of the corresponding dividend may be deferred.*

**2.** In addition to complying with the legal obligation to inform the Company that they hold certain fractions of the share capital and the voting rights attached thereto, any shareholder, whether a natural person or a legal entity who in any way whatsoever within the meaning of article L 233-7 of the French Commercial Code on commercial companies exceeds or falls below the threshold of zero point five per cent (0.5%) of the capital or voting rights or any multiple of this percentage less than or equal to thirty-five per cent (35%) shall inform the Company of the total number of shares it holds as well as the number of securities that it may hold giving access to the capital and the number of voting rights attached to these shares and other securities, by means of

a registered letter with acknowledgement of receipt, sent to the Company's registered office within fifteen (15) calendar days of the said threshold being crossed.

The above-mentioned reference to article L 233-7 of the French Commercial Code shall be understood as a reference to all legal provisions relating to the said article, including articles L 233-3, L 233-9 and L 233-10 of the said French Commercial Code, which are applicable to the present statutory disclosure requirement.

Where the threshold is crossed as a result of an acquisition or disposal on a stock exchange, the aforementioned fifteen-day period begins to run from the day the securities are traded and not from the day they are delivered.

In the event of non-compliance with this statutory obligation to inform and at the request of one or more shareholders together owning at least five per cent (5%) of the capital or voting rights, the shares exceeding the fraction that should have been declared shall be immediately deprived of voting rights until the expiry of a period of two (2) years following the date of regular notification (without prejudice to the provisions on non-compliance with legal reporting obligations).

As indicated above, but again without prejudice to the aforementioned legal obligations, this statutory disclosure obligation applies provided that the threshold crossed by the person concerned is less than or equal to thirty-five per cent (35%)."

### **Thirty first 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. 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 19 by the July 12, 2017 General Shareholders' Meeting and pursuant to the requirements set out in the information note approved by the Autorité des Marché Financiers (AMF) on June 5<sup>th</sup>, 2018.

Proportion of equity held directly or indirectly at 02.06.2018: 0.55%  
 - Number of shares cancelled over the past 24 months: 0

Treasury shares portfolio  
 - Securities held for trading: 32,694  
 - Investments: 0  
 - Book value of the portfolio: €2,251,568.20  
 - Market value of the portfolio, at €97.53 per share: €3,188,645.82

Transactions under the last authorisation given (June 3, 2017 to June 2, 2018)

	Market making liquidity contract	Scrip issues	Acquisitions	Use of stock options for plans	Cancellation of shares	Total
<b>Purchase</b>						
Number of shares	21,360			0		
Share price	€86.60					
Amount Used	€1,849,812.70					
Reallocation for other purposes						
<b>Sale</b>						
Sales/transfers						
Number of shares	22,180			0		
Share price	€86.11			€0		
Amount	€1,964,056.54			€0		

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 33,111 treasury shares at March 31, 2018 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

### 7.2. EXCERPT FROM THE MANAGEMENT REPORT

#### 7.2.1. Detailed figures

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, 2018

### Turnover at March 31, 2018

During FY 2017-2018, Laurent-Perrier generated turnover off 1.52 million euros (€M) compared with € 1.49 million in FY 2016-2017.

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, 2018

In FY 2017-2018, financial income amounted to a profit of 3.61 million euros (€M) compared with 4,88 million euros in FY 2016-2017.

### Analysis of extraordinary income at March 31, 2018

In FY 2017-2018 the non-recurring income item is 0.004 (€M), compared with 0.003 (€M) in FY 2016-2017.

As a result, and after deduction of all expenses, tax, provisions and amortisation, FY 2017-2018 showed a profit of 5.96 (€M), compared with a profit of 6.47 (€M), in the previous financial year.

**Amount of investment and details of Investments** amounted to 0.06 (€M).

### Liabilities

A provision has been recorded in Liabilities to cover commitments in respect of share warrants distributed by the Company in the amount of 0.30 (€M). During the exercise, a provision reversal was practiced for 0.23 (€M).

## 2. Non tax-deductible expenses

Pursuant to the provision of Article 223 *quarter* 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 1 K€ write back of excess vehicle leasing payments.

## 3. Information on trade payables and settlement times : Information on supplier and customer credit and payment terms

France's LME Act on the modernisation of the economy requires a reduction in settlement times and lays down a principle of payment no later than 45 days from the end of the invoicing month or 60 days from the date on which an invoice is issued.

### For suppliers

For the application of Article L 441-6-1, 1 ° of the Commercial Code, companies present in the management report for suppliers, the number and the total amount of invoices received not paid on the closing date. the fiscal year ended; this amount is broken down into overdue installments and reported as a percentage of total purchases in the year.

Status of trade Payables at 31.03.2018

K€	Gross amount	Amount due	Amount accruing		
			At 30 days at most	At 60 days at most	At more than 60 days
Payables	119.8	74.2	54.2	- 1.6	- 6.9

#### Status of Trade Payables at 31.03.2017

K€	Gross amount	Amount due	Amount accruing		
			At 30 days at most	At 60 days at most	At more than 60 days
Payables	85.0	65.7	29.1	-1.8	-7.9

#### For the customers

For the purposes of Article L441-6-1, 2° of the French Commercial Code, companies present in the management report, for customers, the number and total amount of invoices issued but not paid on the closing date. the fiscal year ended; this amount is broken down into overdue installments and reported as a percentage of turnover for the year

#### Status of trade Customers at 31.03.2018

K€	Gross amount	Amount due	Amount accruing				Total
			within 30 days	from 31 to 60 days	from 61 to 90 days	more than 90 days	
Value	7,566	7,556	-3	0	0	13	10
number of invoices	46	17	1			28	29
% of sales	99.1%	99.0%	0.0%	0.0%	0.0%	0.2%	0.1%

#### 7.2.2. Information on related party agreements as set out in article L225-102-1 of the French Commercial Code

Henceforth, the management report presented to the General Meeting of Shareholders must mention any related party agreements entered into directly or indirectly (or by proxies) between one of its senior executives or principal shareholders and one of its direct or indirect subsidiaries.

None.

### 7.3. SPECIAL REPORT ON DIRECTORS' SHAREHOLDINGS MARCH 31, 2018

Name	Type of transaction	Aim	Number	Value	Unit price
N/A	N/A	N/A	N/A	N/A	N/A

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

### 7.4. SPECIAL REPORT ON SHARE PURCHASE OPTIONS AND FREE SHARE ALLOCATION OPERATIONS ALLOCATED TO CORPORATE OFFICERS AND THE FIRST TEN EMPLOYEES (AMF Table No.9)

7.4.1. This report has been prepared by the Company's Management Board in compliance with article L 225-184, paragraph 2 of the French Commercial, 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, 2018 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, 2018 to the grantees enumerated below in respect of the authorisation conferred by the Joint Extraordinary and Ordinary General Meetings of Shareholders held on July 08,2015.

	Number of options granted	Expiry date	Option price
1) Officers	None		
2) Employees receiving the largest number of options who are not officers	None		

7.4.2. 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	Total
Exercise period	
Exercise price	
Number	
1) Officers	n/a
2) Non officer employees exercising the largest	7750
<b>Total</b>	<b>7750</b>

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.

### 7.4.3. Bonus shares

In accordance with the provisions of Article L225-197-4 of the French Commercial Code, this report has been prepared by your Management Board to report on the number and value of the shares which, during the financial year, were allocated free of charge. by the company and by those related to it for the benefit of:

- Executives of the company and the companies it controls for the offices held in them,
- Of the 10 employees of these companies, not corporate officers, having benefited the largest number of share allocations.

In accordance with the provisions of the above-mentioned article L225-197-4, the table below describes more precisely the number and the value of the shares which have been awarded free of charge to the persons referred to above. during the fiscal year ended March 31, 2018, in the context of the authorization given by the Combined General Meeting of July 12, 2017.

	Shares Number	Shares value
	n/a	n/a
1) Corporate officers		
2) Non officers-employees who have benefited from the allocation of shares		
<b>Total</b>	<b>0</b>	

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## 7.5 REPORT ON THE ALLOCATION OF STOCK OPTIONS SHARES

A resolution will be presented to the general meeting to authorize the Executive Board to proceed for the benefit of corporate officers and employees of the group, to grant stock options.

A resolution put to the General Shareholders' Meeting requests the authority for the Management Board in accordance with articles L 225-177 to L 225-186 of the French Commercial Code, to grant Company stock options to:

- Officers holding management positions within the Company and/or any entity in which the Company holds more than a ten per cent (10%) direct or indirect stake and more than ten per cent (10%) of the voting rights;
- One or more salaried employees of the Company and/or of any entity in which the Company holds more than a ten per cent (10%) direct or indirect stake and more than ten per cent (10%) of the voting rights.

Said authorisation shall expire thirty-eight (38) months from the date of this General Shareholders' Meeting. Until that time, the Management Board may exercise the authorisation freely one or more times.

The total number of Company shares eligible for distribution as Stock Options under the present authorisation shall not exceed 210,000 Stock Options. It follows therefore that the number of Stock Options that the Management Board may allocate to beneficiaries during the 38 months of the present authorisation may not exceed 210,000 Stock Options.

Stock Options may not be exercised by their holders until four (4) years after their date of granting. However, the Shareholders' Meeting gives the Management Board specific authority to change the four (4) year period if it believes this is necessary in the light of any changes in the fiscal regime governing the Stock Options.

Stock Options expire ten (10) years after they are granted and then may no longer be exercised.

The exercise price of Stock Options (the "Exercise Price" of the "Available Shares") shall be set by the Management Board but may not be less than the average quoted share price over the twenty (20) trading days prior to the date on which the Stock Options were granted.

The Exercise Price shall, however, be amended as and if required by applicable law, and respecting the present provisions.

The Management Board is therefore granted full authority, subject only to applicable legal requirements, the by-laws and the resolutions of this Shareholders' Meeting, to grant the Stock Options authorised under this Resolution, and to decide the conditions for such granting and in particular to:

- decide whether or not to grant Stock Options at one or more times;
- decide on the beneficiaries and the number of shares in the Company each beneficiary may acquire, and in particular and as necessary to decide on the terms and conditions applying: jobs, titles, duties and achievement of personal and collective targets by beneficiaries;
- decide on the Exercise Price for each beneficiary and if necessary to adjust that price and/or the number of Available Shares;
- decide any conditions the beneficiaries may have to fulfil before they can exercise their Stock Options, e.g. jobs, titles, unties, exercise date, achievement of personal or collective targets, full or partial exercise, conditions precedent etc.;
- set the participating date of shares acquired;
- if necessary prohibit the immediate resale of shares acquired by the exercise of Stock Options. Such prohibitions may not exceed three (3) years as of the date the option is exercised;

- implement Stock Options plans in compliance with applicable legal requirements and more generally decide on and carry out all transactions and formalities needed for the purpose.

This authority, which replaces that granted by the General Shareholders' Meeting held on July 8, 2015, is requested for a period of thirty-eight (38) months.

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## 7.6 REPORT ON THE ALLOCATION OF BONUS SHARES

A resolution put to the General Shareholders' Meeting requests the authority for the Management Board, with the option of subdelegation to persons authorized by law, to allocate existing or to-be-issued bonus shares to Company executives or waged employees in accordance with articles L.225-197-1 and L.225-97-2 of the French Commercial Code, it being stipulated that the Management Board is granted the authority:

- in the event of transactions on the share capital during the vesting period of the allocated shares, to adjust the number of shares allocated in order to safeguard beneficiary rights and, in this case, to determine the arrangements for such an adjustment ;
- if the allocation relates to shares to be issued, to carry out any and all capital increases by incorporation of reserves or issue premiums of the Company that it will be appropriate carry out at the time of the definitive allocation of the shares to their beneficiaries, and to set the new shares' vesting dates and amend the articles of incorporation accordingly.

It is stipulated that the amount of the resulting capital increases will be in addition to the amount of the capital increases resulting from the delegations of authority granted by the 2016 General Shareholders' Meeting.

Allocations of bonus shares shall involve a maximum of 1.7% of the share capital at the time of the allocation decision.

The allocation of the shares to their beneficiaries would be final either i) at the end of a vesting period of at least one year, the beneficiaries being then required to keep the said shares for a minimum lock-up period of one year after their definitive allocation, or (ii) at the end of a minimum vesting period of two years, and in this case without a minimum lock-up period.

It is understood that the Management Board will have the option of choosing between these two alternatives and of using them alternately or concurrently, and may in the first case extend the vesting and/or lock-up period and in the second case extend the vesting period and/or set a lock-up period.

The allocation will be definitive before the end of these periods in the event of death or disability of a beneficiary.

The bonus shares allocated may consist of existing or new shares. If the latter, the share capital will be increased accordingly by incorporation of reserves, profits or issue premiums.

The amount of the potential capital increases will be added to the amount of the capital increases resulting from the delegations of authority granted to the Management Board by all general meetings.

Because the decision to grant bonus shares has been vested in the Management Board, with the option of subdelegation to persons authorized by law, it will then determine the identity of the beneficiaries of the share allocations and the number of shares allocated to each of them, fix the dates on which it will proceed to the allocations, set the conditions and in particular any performance criteria and, where applicable, the criteria for the allocation of shares, etc.



When the allocation is for to-be-issued shares, this authority will automatically include lawful waiving of shareholders' preferential subscription rights in favour of the beneficiaries of the bonus shares.

This authority, which replaces that granted by the General Shareholders' Meeting held on July 12, 2017 in its 22nd resolution, is requested for a period of thirty-eight (38) months.



## ANNEXES

### *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)**

Red grapes and white grapes are directly pressed to separate the juice from dandruff. Only the juice, colorless, is collected. We obtain 25.5 hectoliters of must\* for 4,000 kg of grapes, which is exceptionally high in comparison with other wines. Juice is generally more acidic and less sweet than non-sparkling wines.

#### **Stage 3 - fermentation\* (October - November - December)**

A first fermentation\* in vats or barrels allows the sugar of the grapes to turn into alcohol. The juice is put in vats or barrels and is decanted\*. Yeasts turn sugar into alcohol. The wine is being born.

#### **Stage 4 - blending\* (January - March)**

It is a question of assembling the different grape varieties of the last harvest and the reserve wines \*. 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 bottle is closed with a temporary capsule. 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. The new yeasts eat the sugar and start a second alcoholic fermentation. They produce carbon dioxide that stays trapped in the bottle and ensures effervescence. This is the birth of champagne bubbles.

#### **Stage 7 - ageing\***

The specifications of the champagne appellation indicate a minimum aging period of fifteen months for a non-vintage champagne, and three years for a vintage champagne. However, bottles can spend between two and five years in the cellar according to the character of non-vintage champagne, and much more for vintage champagnes and large vintages.

#### **Stage 8 - riddling/remuage\***

After the aging process\*, the bottles, initially lying down, are stirred and gently straightened upside down. The riddling can be done traditionally by hand, or modernized with machines called gyropallets. The yeasts then form a deposit that accumulates against the capsule.

#### **Stage 9 - disgorgement\***

Deposits accumulated during the ageing period\* and collected in the neck during riddling must be removed. The neck of the bottle is thus immersed in a frozen bath which makes it possible to form an ice cube and to imprison the deposit. By removing the capsule, and under the effect of the gas, the yeast deposit cube is expelled out of the bottle.

#### **Stage 10 - dosage\***

Before putting the final cork and the cork around it, it is possible to add to the champagne a liqueur of expedition composed of wine and sugar. Depending on the amount of sugar added, the champagne will be brut nature\*, extra-brut\*, brut\*, extra-dry, dry, semi-dry or sweet.

**Stage 11 - packaging\***

Finally, the bottle is dressed with a capsule, a collar and a label. It is put in cardboard or box and is ready to be shipped.

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## Annex 2 - Glossary

### **Ageing (*vieillessement*)**

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.

**Racking**

At the exit of the press, and despite all the precautions taken, the musts contain mud made of debris of dandruff and seeds or even earthy particles. Although they are in small quantities, it is advisable to get rid of them by the operation of settling. This is simply to leave for a dozen hours, the musts in the vats of settling. The muds are slowly deposited by gravity. The must is pumped out, leaving the mud and scum at the bottom of the tank, which will then be removed.

**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°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 manipulateur*)**

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.

### **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 since 2007), a fixed amount can be set aside as a qualitative reserve. 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 which was done on 1st February 2017, a collective output of 1,100kg/ha was decided by the profession in order to adjust the volumes to the overall volume shipments of Champagne in 2016 and in 2017 when an output of 500kg/ha was decided by the profession in February 2018. 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

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