

# 3.

## Presentation of Directors nominated for appointment or renewal

As the terms of office of Messrs Alexandre Ricard, César Giron and Wolfgang Colberg will expire at the close of the Shareholders' Meeting held on 27 November 2020, it will be proposed that the Shareholders' Meeting (5<sup>th</sup>, 6<sup>th</sup> and 7<sup>th</sup> resolutions), in accordance with the recommendations of the Nominations, Governance and CSR Committee, renew their directorships for a four-year period expiring at the close of the Shareholders' Meeting to be held in 2024 to approve the financial statements for the previous financial year.

The Board of Directors wishes to pay tribute to the leadership and vision of Mr Alexandre Ricard, as well as his remarkable management during the crisis. In addition, it is specified that Mr César Giron provides the Board with the benefit of his experience and unique knowledge of the sector. Moreover, Mr Wolfgang Colberg will no longer be classified as an Independent Director on 5 November 2020, i.e. 12 years after his first appointment to the Board, in accordance with the recommendations of the AFEP-MEDEF Code. However, the Nominations, Governance and CSR Committee and the Board of Directors wish to propose the renewal of his directorship as a non-Independent Director, so that Mr Wolfgang Colberg can continue to contribute his expertise, and financial expertise in particular, and in-depth knowledge of the Pernod Ricard Group to the Board.

Furthermore, the Board of Directors has decided, on the recommendation of the Nominations, Governance and CSR Committee, to propose the appointment of Ms Virginie Fauvel (8<sup>th</sup> resolution) as an Independent Director. Her term of office would be granted for a period of four year expiring at the end of the Shareholders' Meeting held in 2024 to approve the financial statement for the previous financial year.

The Nominations, Governance and CSR Committee and the Board of Directors, reviewed the candidate and determined in particular that Ms Virginie Fauvel could provide the Board of Directors with her expertise in technological and digital transformation developed over nearly 22 years in major groups (she notably launched "HelloBank!", the digital bank of BNPP, before joining Allianz). In addition, her recent appointment as Chief Executive Officer in a fintech company and her experience as a Director of Quadient since 2016 (member of the Compensation and Nominations Committees) and of Europcar since 2015 (member of the Audit Committee) will reinforce the expertise of the Board of Directors. They additionally reviewed and confirmed that Ms Virginie Fauvel is qualified as independent in accordance with the independence criteria of the AFEP-MEDEF Code to which the Company refers.

Thus, at the close of the Shareholders' Meeting of 27 November 2020, the Board of Directors would comprise 14 members (including two Directors representing the employees), including seven Independent Directors (58.3%) and six women (50%), in accordance with the recommendations of the AFEP-MEDEF Code and the law on balanced representation of women and men on Boards of Directors and professional equality. Additionally, five Directors would be of foreign nationality.

5<sup>th</sup> resolution

Age: **48 years old**

**French** citizen

Business address:

**Pernod Ricard  
5, Cours Paul Ricard  
75008 Paris (France)**

Number of shares  
held on  
30 June 2020:  
**120,698**

**MR ALEXANDRE RICARD**

**Chairman and CEO**



**Strategic Committee (Chairman)**

Mr Alexandre Ricard is a graduate of ESCP Europe, the Wharton School of Business (MBA majoring in finance and entrepreneurship) and the University of Pennsylvania (MA in International Studies). After working for seven years outside the Group, for Accenture (Strategy and Consulting) and Morgan Stanley (Mergers and Acquisitions Consulting), he joined the Pernod Ricard Group in 2003 in the Audit and Development Department at the Headquarters. At the end of 2004, he became the Chief Financial and Administration Officer of Irish Distillers Group, and then Chief Executive Officer of Pernod Ricard Asia Duty Free in September 2006. In July 2008, Mr Alexandre Ricard was appointed as Chairman and CEO of Irish Distillers Group and became a member of Pernod Ricard's Executive Committee. In September 2011, he joined the Group General Management as Managing Director in charge of the Distribution Network and became a member of the Executive Board. Mr Alexandre Ricard was the permanent representative of Société Paul Ricard (Director of Pernod Ricard) from 2 November 2009 until 29 August 2012, date on which he was co-opted as Director of Pernod Ricard and appointed Deputy Chief Executive Officer & Chief Operating Officer. On 11 February 2015, he was then appointed Chairman and CEO of the Group by the Board of Directors.

**Mr Alexandre Ricard is the grandson of Mr Paul Ricard, the founder of Société Ricard.**

**OFFICES AND MAIN FUNCTIONS HELD ON  
30.06.2020 OR AT THE DATE OF  
RESIGNATION WHERE APPLICABLE**

**Within the Group**

**French companies**

- Permanent representative of Pernod Ricard, Director of Pernod SAS and Ricard SAS
- Permanent representative of Pernod Ricard, Member of the Supervisory Committee of Pernod Ricard Europe, Middle East and Africa
- Director of Martell & Co SA

**Non-French companies**

- Chairman of Suntory Allied Limited (Japan)
- Director of Geo G. Sandeman Sons & Co. Ltd (United Kingdom)
- Member of the Board of Directors "Junta de Directores" of Havana Club International SA (Cuba)

**Outside the Group**

- Member of the Management Board of Société Paul Ricard
- Director of Le Delos Invest I
- Director of Le Delos Invest II
- Director of Bendor SA (Luxembourg)

**OFFICES THAT HAVE EXPIRED OVER  
THE LAST FIVE YEARS**

**Within the Group**

- Manager of Havana Club Know-How SARL (Luxembourg)
- Director of Havana Club Holding SA (Luxembourg)
- Director of Perrier-Jouët

**Outside the Group**

- Chairman and CEO of Le Delos Invest II
- Chairman and CEO of Lirix

6<sup>th</sup> resolution

Age: **58 years old**

**French**  
citizen

Business address:

**Martell Mumm  
Perrier-Jouët**  
**5, Cours Paul Ricard**  
**75008 Paris (France)**

Number of shares  
held on

30 June 2020:  
**2,150**

**MR CÉSAR GIRON**

Director



Nominations,  
Governance  
and CSR Committee



Strategic Committee

After graduating from the École Supérieure de Commerce de Lyon, Mr César Giron joined the Pernod Ricard Group in 1987, where he has spent his entire career. In 2000, he was appointed Chief Executive Officer of Pernod Ricard Swiss SA before becoming Chairman and CEO of Wyborowa SA in Poland in December 2003.

From July 2009, Mr César Giron acted as Chairman and CEO of Pernod until his appointment, on 1 July 2015, as Chairman and CEO of Martell Mumm Perrier-Jouët.

**Mr César Giron is Chairman of the Management Board of Société Paul Ricard.**

**Mr César Giron is a grandson of Mr Paul Ricard, the founder of Société Ricard.**

**Mr César Giron has been a Director of Pernod Ricard since 2008.**

**OFFICES AND MAIN FUNCTIONS HELD ON  
30.06.2020 OR AT THE DATE OF  
RESIGNATION WHERE APPLICABLE**

**Within the Group**

- Chairman and CEO of Martell Mumm Perrier-Jouët
- Chairman and CEO of Martell & Co SA
- Chairman and CEO of Champagne Perrier-Jouët
- Chairman and CEO of GH Mumm & Cie SVCS
- Chairman of Domaines Jean Martell
- Chairman of Augier Robin Briand & Cie
- Chairman of Le Maine au Bois
- Chairman of Financière Moulins de Champagne
- Chairman of Spirits Partners SAS
- Director of Société des Produits d'Armagnac SA
- Director of Mumm Perrier-Jouët Vignobles et Recherches

**Outside the Group**

- Chairman of the Management Board of Société Paul Ricard
- Director of Le Delos Invest I
- Director of Le Delos Invest II
- Director of Bendor SA (Luxembourg)
- Chairman of FEVS

**OFFICES HELD OUTSIDE THE GROUP THAT  
HAVE EXPIRED OVER THE LAST FIVE YEARS**

- Director of Lirix

### 3.

#### PRESENTATION OF DIRECTORS NOMINATED FOR APPOINTMENT OR RENEWAL

## 7<sup>th</sup> resolution



**MR WOLFGANG COLBERG**  
Independent Director \*

Audit  
Committee  
(Chairman)

Nominations,  
Governance and  
CSR Committee

Strategic  
Committee

Age: **60 years old**

**German**  
citizen

Business address:  
**Deutsche Invest  
Capital Partners,  
Prinzregentenstrasse  
56, D-80538 Munich  
(Germany)**

Number of shares  
held on  
30 June 2020:  
**1,076**

Mr Wolfgang Colberg holds a PhD in Political Science (in addition to qualifications in Business Administration and Business Informatics). He has spent his entire career with the Robert Bosch Group and the BSH Group. After joining the Robert Bosch group in 1988, he became Business Analyst (Headquarters), and then went on to become Head of Business Administration at the Göttingen production site (1990-93), then Head of the Business Analyst Team and Economic Planning (Headquarters) (1993-94), before being appointed as General Manager for the Group's Turkey and Central Asia affiliate. In 1996, he was appointed Senior Vice Chairman – Central Purchasing and Logistics (Headquarters).

Between 2001 and 2009, Mr Wolfgang Colberg was Chief Financial Officer at BSH Bosch und Siemens Hausgeräte GmbH and a member of the Executive Committee. He was then Chief Financial Officer of Evonik Industries AG as well as a member of the Executive Committee between 2009 and 2013. From 2013 to 2019 he was Industrial Partner of CVC Capital Partners, and since 2020 he has been Industrial Partner of Deutsche Invest Capital Partners.

**Mr Wolfgang Colberg has been a Director of Pernod Ricard since 2008.**

#### OFFICES AND MAIN FUNCTIONS HELD OUTSIDE THE GROUP ON 30.06.2020 OR AT THE DATE OF RESIGNATION WHERE APPLICABLE

- Director of Thyssenkrupp AG <sup>(1)</sup> (Germany)
- Director of Burelle SA <sup>(1)</sup>
- Industrial Partner, Deutsche Invest Capital Partners (Germany)
- Chairman of the Supervisory Board of ChemicalInvest Holding BV, Sittard (Netherlands)
- Chairman of the Board of AMSilk GmbH, Munich (Germany)
- Chairman of the Board of Efficient Energy GmbH, Munich (Germany)
- Member of the Regional Board of Deutsche Bank AG (Germany)

#### OFFICES HELD OUTSIDE THE GROUP THAT HAVE EXPIRED OVER THE LAST FIVE YEARS

- Industrial Partner, CVC Capital Partners (Germany)

\* In accordance with the recommendations of the AFEP-MEDEF Code, Mr Wolfgang Colberg will no longer be classified as an Independent Director on 5 November 2020, i.e. 12 years after his first appointment to the Board. However, the Nominations, Governance and CSR Committee and the Board of Directors wish to propose the renewal of his directorship as a non-Independent Director.

(1) Listed company.

## 8<sup>th</sup> resolution



**MS VIRGINIE FAUVEL**  
Independent Director

Age: **46 years old**

**French**  
citizen

Business address:  
**Harvest  
5, rue de la Baume  
75008 Paris**

Number of shares  
held on 30 June 2020:  
**N/A**

Virginie Fauvel is an engineer from the Ecole des Mines de Nancy. She started her career in 1997 working for Cetelem as Group CRM and Risks analytics Director prior to becoming Group Digital Officer in 2004 and to be in charge of the e-Business French BU. She then joined BNP Paribas's French retail bank in 2009 to manage and develop online banking before joining BNP Paribas' Online Banking Europe BU in 2012 where she launched "HelloBank!", the first 100% mobile European bank in Italy, France, Belgium and Germany in 2013. In July 2013, she joined Allianz France as member of the French Executive Committee in charge of Digital Transformation, Big Data, Communication and Market Management. She largely contributed to the company's transformation by placing digital innovation at the heart of its strategy. She subsequently became a member of the Management Board of Euler Hermes in January 2018, in charge of the Americas region and of the Group's transformation. In September 2020, she became Chief Executive Officer of Harvest SA, a software publisher specializing in financial and wealth management consulting.

#### OFFICES AND MAIN FUNCTIONS HELD OUTSIDE THE GROUP ON 30.06.2020 OR AT THE DATE OF RESIGNATION WHERE APPLICABLE

- Director of Europcar <sup>(1)</sup>
- Director of Quadient <sup>(1)</sup>
- Director of Creadev
- CEO of Harvest SA

#### OFFICES HELD OUTSIDE THE GROUP THAT HAVE EXPIRED OVER THE LAST FIVE YEARS

- None

(1) Listed company.  
N/A: Not applicable.