

Press release - 26 April 2019



Pernod Ricard launches its first employee share ownership plan, marking a new stage in its development

From 29 April 2019, Pernod Ricard employees will have the opportunity to take part in their first share ownership plan, involving 18 countries and representing 75% of the Group's workforce. This plan is the result of preparatory work carried out for almost a year by Group Headquarters and teams from the 18 eligible markets, and it was formally approved by the Board of Directors on 17 October 2018. All beneficiaries will be able to purchase Pernod Ricard shares under favourable terms as part of the Group Savings Plan (GSP) and an International Group Savings Plan (IGSP). For further details, please refer to the regulatory communication attached to this press release.

This scheme, called "Accelerate", is in line with the 3-year strategic plan "Transform & Accelerate", focused on investing for sustainable and profitable long-term growth for all its stakeholders, beginning with its employees. This inaugural employee share ownership plan is considered to be an inflexion point in the new Human Resources strategy currently being rolled out, as reflected by recently announced initiatives, such as the launch of a new leadership model, the global roll-out of the HR Workday solution and all the managerial initiatives covered by the 2030 Sustainability & Responsibility roadmap. With all these projects, the Group is reaffirming the mindset that drives its 19,000 "Créateurs de Convivialité", whose commitment continues to grow. 90% of them state they "understand and adhere to the Group's objectives" with 94% saying they are "proud to be part of Pernod Ricard" (I Say Study, June 2017, conducted by Willis Towers Watson).

Alexandre Ricard, Chairman and CEO, said, *"Our growth has already reached a certain level and the aim of our three-year Transform & Accelerate plan is to take us further and faster on our way to leadership. This ambition cannot be achieved without fully associating our employees, as they are the driving force behind this growth. Over 50 years ago our founder, Paul Ricard, was a pioneer in the field, offering Ricard employees innovative profit sharing and company savings plans. We are delighted to maintain this culture, which places the concept of sharing at the heart of our model and our performance"*.

About Pernod Ricard

Pernod Ricard is the world's n°2 in wines and spirits with consolidated Sales of €8,987 million in FY18. Created in 1975 by the merger of Ricard and Pernod, the Group has undergone sustained development, based on both organic growth and acquisitions: Seagram (2001), Allied Domecq (2005) and Vin&Sprit (2008). Pernod Ricard holds one of the most prestigious brand portfolios in the sector: Absolut Vodka, Ricard pastis, Ballantine's, Chivas Regal, Royal Salute and The Glenlivet Scotch whiskies, Jameson Irish whiskey, Martell cognac, Havana Club rum, Beefeater gin, Malibu liqueur, Mumm and Perrier-Jouët champagnes, as well Jacob's Creek, Brancott Estate, Campo Viejo and Kenwood wines. Pernod Ricard employs a workforce of approximately 19,000 people and operates through a decentralised organisation, with 6 "Brand Companies" and 86 "Market Companies" established in each key market. Pernod Ricard is strongly committed to a sustainable development policy and encourages responsible consumption. Pernod Ricard's strategy and ambition are based on 3 key values that guide its expansion: entrepreneurial spirit, mutual trust and a strong sense of ethics.

Pernod Ricard is listed on Euronext (Ticker: RI; ISIN code: FR0000120693) and is part of the CAC 40 index.

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DETAILS OF THE OPERATION

ISSUER

PERNOD RICARD

Euronext Paris – Compartment A

ISIN code for ordinary shares : FR0000120693 RI

Share admitted to the Deferred Settlement System (SRD)

FRAMEWORK OF THE OPERATION

On 17 October 2018, the Board of Directors of Pernod Ricard (the "Company") decided on the principle of a sale of Pernod Ricard shares reserved for eligible employees and corporate officers of the Company and its affiliates within the meaning of Article L. 225-180 of the French Commercial Code and Article L. 3344-1 of the French Labour Code who are members of the Pernod Ricard group savings plan or the Pernod Ricard international group savings plan (the "Group").

The shares sold to employees will come either from treasury shares or from the implementation of the share buyback program decided by the Board of Directors on November 21, 2018 under the 12th resolution adopted by the shareholders on November 21, 2018.

This share offering is offered to all Group employees in France, Argentina, Australia, Brazil, Canada, China, Germany, Hong Kong, India, Ireland, Japan, Mexico, New Zealand, Poland, Spain, Sweden, United Kingdom, USA, who will be eligible to the Pernod Ricard Group Savings Plan or to the Pernod Ricard International Group Savings Plan, subject to obtaining the necessary authorisations from the local authorities.

CONDITIONS OF THE OFFERING

The beneficiaries

The beneficiaries of this share offering are the Group's eligible employees and corporate officers who are members of the Pernod Ricard Group Savings Plan or the Pernod Ricard International Group Savings Plan (the "Beneficiaries").

The eligible corporate officers are those who meet the conditions of Article L. 3332-2 of the French Labour Code. Both the eligible employees and corporate officers are those who have been employed for at least three months.

Number of shares offered

This share offering is proposed to the Beneficiaries within the limit of 480.000 shares.

The proposed formula

Beneficiaries are offered to acquire Pernod Ricard shares under a leveraged formula (via an exchange contract with a bank) under which the Beneficiary who participates in the share offering receives at least the amount of his personal contribution at maturity, plus either a guaranteed return of 4% or, if higher, a multiple of the performance of the Pernod Ricard shares.

In most countries, the acquisition of shares will be made through an employee shareholding fund (FCPE) created specifically for the purpose of the employee share ownership offering.

In two countries, the acquisition of shares will be carried out directly.

Purchase price

The Board of Directors has delegated to the Chairman and Chief Executive Officer the power to set the purchase price of the shares, which will be equal to 80% of the average opening price of the Pernod Ricard share on the Euronext Paris market during the twenty trading days preceding the day on which it is set. The purchase price is expected to be set on June 13, 2019.

Individual acquisition limit

The individual investment limit (excluding the bank's contribution) is 2.5% of gross annual remuneration.

Lock-up period

Participants in the offering must keep the shares subscribed directly or the FCPE units until July 18, 2024, unless an early exit event occurs.

Voting rights

The voting rights of the unit holders of the employee shareholding funds will be exercised at Pernod Ricard's general meetings by the Supervisory Board of the employee shareholding fund or directly by the employee subscribers in countries where the shares are subscribed directly.

INDICATIVE TIMETABLE FOR THE OPERATION

Reservation period: between 29 April and 13 May 2019

Purchase price set on: June 13, 2019

Cancellation period: between 19 and 21 June 2019

Settlement/delivery of shares: July 18, 2019

These dates are provided for information only and may change.

HEDGING TRANSACTIONS

The introduction of a leveraged offering may cause the structuring bank, as a counterpart to the trade, to generate hedging agreements prior to setting up the share offering, from the date of the publication of this press release and throughout the duration of the operation.

Furthermore, the Company intends to acquire a number of shares up to the maximum number being offered in the offering described above.

SPECIFIC STATEMENTS FOR INTERNATIONAL

This press release does not constitute an offer of sale or solicitation for the acquisition of Pernod Ricard shares. The offering of Pernod Ricard shares reserved for employees will be set up only in countries where such an offer has been registered with the competent local authorities and/or following the approval of a prospectus by the competent local authorities, or in consideration of an exemption from the obligation to prepare a prospectus or to register an offer. In general, the offer will be made only in countries where all the registration and/or notification procedures required have been completed and the authorisations obtained. This press release is not intended for, and therefore copies of it may not be sent to, countries in which such a prospectus has not been approved or such an exemption would not be approved or in which all registration and/or notification procedures required have not yet been completed or authorisations have not been obtained.

This press release constitutes a communication as required by the AMF in accordance with Article 19 of Instruction N°2016-04 of 15 January 2018.