### **DUTIES PERFORMED BY THE DIRECTORS**



Mr Alexandre RICARD

Chairman of the Board and Chief Executive Officer

44 years old French citizen

Business address: Pernod Ricard 12, place des États-Unis 75116 Paris (France)

**Date of first appointment:** 29.08.2012

Date of last renewal: 09 11 2012

**Date of expiry of term of office:** 2016 Shareholders' Meeting

Number of shares held on 30 June 2016:

Mr Alexandre Ricard is a graduate of ESCP, the Wharton School of Business (MBA majoring in finance and entrepreneurship) and of the University of Pennsylvania (MA in International Studies). After working for seven years outside the Group, for Accenture (Management 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 CEO of Pernod Ricard Asia Duty Free in September 2006. In July 2008, he was appointed as Chairman and Chief Executive Officer 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, Distribution Network and became a member of the Executive Board. Mr Alexandre Ricard was the permanent representative of Société Paul Ricard company (a member of the Board) from 2 November 2009 until 29 August 2012, at which time 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 & CEO of the Group by the Board of Directors.

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



Mr Pierre PR INGUET

Vice-Chairman of the Board of Directors

66 years old French citizen

**Business address:**Pernod Ricard
12, place des États-Unis
75116 Paris (France)

**Date of first appointment:** 17.05.2004

Date of last renewal: 09.11.2012

**Date of expiry of term of office:** 2016 Shareholders' Meeting

Number of shares held on 30 June 2016: 380.088

Mr Pierre Pringuet, a graduate of the École Polytechnique and the École des Mines, started his career in the French civil service. He was an advisor to government minister Michel Rocard (1981–1985), before being given responsibility for the Farming and Food Processing Industries at the Ministry of Agriculture. He joined Pernod Ricard in 1987 as Development Director, playing an active role in the Group's international development and holding the positions of Managing Director of Société pour l'Exportation de Grandes Marques (1987–1996) and then Chairman & CEO of Pernod Ricard Europe (1997–2000).

In 2000, he joined Mr Patrick Ricard at the Headquarters as one of Pernod Ricard's two joint CEOs, together with Richard Burrows. He was appointed Director of Pernod Ricard in 2004 and led the successful acquisition of Allied Domecq in 2005 and its subsequent integration. In December of the same year, he became the Group's Deputy Chief Executive Officer & Chief Operating Officer. In 2008, Mr Pierre Pringuet carried out the acquisition of Vin&Sprit (V&S) and its brand Absolut Vodka, which completed Pernod Ricard's international development. Following the withdrawal of Mr Patrick Ricard from his operational duties, Mr Pierre Pringuet was appointed Chief Executive Officer of Pernod Ricard on 5 November 2008. He performed his duties as CEO until 11 February 2015, date of expiry of his term of office pursuant to the Company's bylaws.

Mr Pierre Pringuet has been Vice-Chairman of the Board of Directors since 29 August 2012.

Mr Pierre Pringuet has also been President of the Association Française des Entreprises Privées (AFEP) (French Association of Private Enterprises) since 29 June 2012.

He holds the ranks of Knight of the Legion of Honour, Knight of the National Order of Merit and Officer of the *Mérite agricole*.

### Report of the Chairman of the Board of Directors of the Company



68 years old French citizen

Business address: Friedland Gestion 90, avenue des Ternes 75017 Paris (France)

**Date of first appointment:** 07.11.2007

Date of last renewal: 06 11 2015

**Date of expiry of term of office:** 2019 Shareholders' Meeting

Number of shares held on 30 June 2016: 1.150

#### Ms Nicole BOUTON

**Independent Director** 

Ms Nicole Bouton is a graduate of the Institut d'Études Politiques in Paris. From 1970 to 1984, she held the positions of Sub-Manager and then Deputy Manager in the Central Administration function of Crédit Commercial de France. From 1984 to 1996, Ms Nicole Bouton went on to hold the positions of Deputy Manager, Manager and finally Managing Director of Lazard Frères et Cie and Lazard Frères Gestion. In 1996, she was appointed a member of the Executive Committee of Banque NSMD (ABN AMRO France group) and became Vice-Chairman responsible for Institutional and Bank Clients before being appointed a member of the Management Board in 2000. She also took up the duties of Vice-Chairman of the ABN AMRO France Holding Company the same year.

She was also appointed Chairman of the Management Board and then Vice-Chairman of the Supervisory Board of Asset Allocation Advisors and Chairman of the Banque du Phénix, which she merged with Banque NSMD in October 1998. Ms Nicole Bouton left ABN AMRO in 2001, and in 2002, she founded Groupe Financière Centuria, which she chaired until June 2010. In this capacity, she chairs several affiliates including Financière Accréditée, which was acquired in 2006. She is also a Director of several other affiliates of Groupe Financière Centuria. At the end of June 2010, she sold her shares in Centuria and remains Chairman of Financière Accréditée. She was appointed Chairman of the Strategic Committee of Friedland Gestion, an investment management company, alongside two new partners.

Ms Nicole Bouton has been a Director of Pernod Ricard since 2007.



66 years old French citizen

Business address:

Compagnie Plastic Omnium 1, allée Pierre Burelle 92593 Levallois Cedex (France)

**Date of first appointment:** 04 05 2011

Date of last renewal:

**Date of expiry of term of office:** 2017 Shareholders' Meeting

Number of shares held on 30 June 2016: 1,000

### Mr Laurent BURELLE

**Independent Director** 

Mr Laurent Burelle is an engineering graduate of the Swiss Federal Institute of Technology in Zurich (Switzerland) and holds a Master of Sciences in Chemical Engineering from the Massachusetts Institute of Technology (MIT, United States).

He spent his entire career with Compagnie Plastic Omnium, and notably served as Chairman & CEO of Plastic Omnium Spain from 1977 to 1981 and then General Vice-Chairman & CEO of Compagnie Plastic Omnium from 1981 to 2001. Since 2001, Mr Laurent Burelle has held the position of Chairman & CEO of Compagnie Plastic Omnium. He also holds directorships in Lyonnaise de Banque, Labruyère-Eberlé and the Jacques Chirac Foundation.

Mr Laurent Burelle is a Commander of the Legion of Honour.

Mr Laurent Burelle has been a Director of Pernod Ricard since 2011.

Mr Laurent Burelle resigned from his directorship and as a member of the Strategic Committee on 20 July 2016 to comply with the new provisions of the "Macron" law regarding the limited number of directorships held by Executive Directors.



56 years old German citizen

### **Business address:**

**CVC Capital Partners** WestendDuo Bockenheimer Landstrasse 24 60323 Frankfurt am Main (Germany)

**Date of first appointment:** 

05.11.2008

### Date of last renewal:

09 11 2012

### Date of expiry of term of office:

2016 Shareholders' Meeting

Number of shares held on 30 June 2016: 1.076

### Mr Wolfgang COLBERG

**Independent Director** 

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 held a post as Business Analyst (Headquarters), and then went on to become Head of Business Administration at the Gottingen production site (1990-1993), then Head of the Business Analyst Team and Economic Planning (Headquarters) (1993-1994), before being appointed as General Manager for the Group's Turkey and Central Asia affiliate. In 1996, he was appointed Senior Vice-President-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 Board of Management. He was then Chief Financial Officer of Evonik Industries AG as well as a member of the Board of Management between 2009 and 2013. Mr Wolfgang Colberg has been an Industrial Partner of CVC Capital Partners since 2013.

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



45 years old French citizen

### **Business address:**

**Groupe Bruxelles Lambert** 24, Avenue Marnix 1000 Brussels (Belgium)

**Date of first appointment:** 

09.11.2012

### Date of last renewal:

06 11 2014

### Date of expiry of term of office:

2018 Shareholders' Meeting

Number of shares held on 30 June 2016:

**Mr Ian GALLIENNE** 

**Independent Director** 

Mr Ian Gallienne has been Managing Director of Groupe Bruxelles Lambert since January 2012. He graduated in Management and Administration, with a major in Finance, from the ESDE Business School in Paris and obtained an MBA from INSEAD in Fontainebleau. From 1998 to 2005, he was Manager of the Rhône Capital LLC private equity funds in New York and London. In 2005, he founded the private equity funds Ergon Capital Partners I, II and III, of which he was Managing Director until 2012.

Mr Ian Gallienne has been a Director of Groupe Bruxelles Lambert since 2009, of Imerys since 2010, of SGS since 2013, of Umicore since 2015 and of Adidas since 2016.

Mr Ian Gallienne has been a Director of Pernod Ricard since 2012.

### Report of the Chairman of the Board of Directors of the Company



54 years old French citizen

Business address: Martell Mumm Perrier-Jouët 112, avenue Kléber 75116 Paris (France)

**Date of first appointment:** 05.11.2008

Date of last renewal: 09.11.2012

Date of expiry of term of office: 2016 Shareholders' Meeting

Number of shares held on 30 June 2016: 8.711

#### Mr César GIRON

Director

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 CEO of Pernod Ricard Swiss SA before becoming Chairman & CEO of Wyborowa SA in Poland in December 2003.

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

Mr César Giron is a member 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.



47 years old Spanish citizen

Business address: Pernod Ricard España C/Manuel Marañon 8 28043 Madrid (Spain)

**Date of first appointment:** 25.04.2012

Date of last renewal: 06 11 2014

Date of expiry of term of office: 2018 Shareholders' Meeting

Number of shares held on 30 June 2016:

### Ms Martina GONZALEZ-GALLARZA

Director

Ms Martina Gonzalez-Gallarza is a graduate of the Jesuit ICADE Business School in Madrid (*licenciatura*) and holds a PhD in Marketing from the University of Valencia. She worked in the Marketing Department of KP Foods (part of the British United Biscuits group), then pursued her career in the academic world and held various roles in the Faculty of Business Studies at the Universitat Politècnica de València, including Director of the Marketing Department and Head of the International Office. In 2004, she joined the Catholic University of Valencia where she held the position of Dean of the Business Studies Faculty until 2008. In November 2008, Ms Martina Gonzalez-Gallarza joined the Marketing department, where she focused on consumer behaviour and teaches international master programmes (at the IAE in Rennes, at the IGC in Bremen (Germany)) and other professional degree programmes. She was a visiting scholar at Columbia University (New York City), at ESCP and at the University of Sassari (Sardinia, Italy).

In addition, Ms Martina Gonzalez-Gallarza is a member of the American Marketing Association, of the Spanish and French marketing associations, as well as a member of the International Association of Scientific Experts In Tourism (AIEST).

Ms Martina Gonzalez-Gallarza has been a Director of Pernod Ricard since 2012.

# CORPORATE GOVERNANCE AND INTERNAL CONTROL Report of the Chairman of the Board of Directors of the Company



34 years old French citizen

**Business address:**Martell Mumm Perrier Jouët
112, avenue Kléber
75116 Paris (France)

Société Paul Ricard:

**Date of first appointment:** 09.06.1983

Date of last renewal:

06.11.2013

Date of expiry of term of office: 2017 Shareholders' Meeting

Number of shares held by Mr Paul-Charles Ricard on 30 June 2016:

181.304

Number of shares held by Société Paul Ricard at 30 June 2016:

24,579,562

### **Mr Paul-Charles RICARD**

Permanent representative of Société Paul Ricard (1)

Director

Mr Paul-Charles Ricard graduated from Euromed Marseille Business School with a Master's in Management Science, and from Panthéon-Assas Paris 2 University with a "Master's 2" in Communications (Media Law) and a Master's in Business Law. He joined Pernod Ricard in 2008 as an Internal Auditor in the Audit and Business Development Department at the Headquarters. In 2010, Mr Paul-Charles Ricard was appointed G.H. Mumm International Brand Manager at Martell Mumm Perrier-Jouët and became Group Marketing Manager in 2014.

Mr Paul-Charles Ricard is a grandson of Mr Paul Ricard, the founder of Société Ricard.

He has been the permanent representative of Société Paul Ricard (a member of the Board) since 29 August 2012.



66 years old Belgian and French citizen

Business address:

CNP

Rue de la Blanche Borne 12 B-6280 Loverval (Belgium)

Date of first appointment:

06.11.2014

Date of last renewal:

N/A

Date of expiry of term of office:

2018 Shareholders' Meeting

Number of shares held on 30 June 2016:

1,000

### **Mr Gilles SAMYN**

**Independent Director** 

Mr Gilles Samyn holds a Commercial Engineering degree from the Université Libre de Bruxelles (ULB) – Solvay Business School, in which he held academic and scientific roles from 1969 to 2016. He began his professional career as a consultant at the Mouvement Coopératif Belge before joining Groupe Bruxelles Lambert in 1974. In 1983, after one year as an independent advisor, he joined Groupe Frère Bourgeois where he is now Managing Director.

Mr Gilles Samyn has been a Director of Pernod Ricard since 2014.

(1) Unlisted company, shareholder of Pernod Ricard.

### Report of the Chairman of the Board of Directors of the Company



47 years old British citizen

Business address:
Pernod Ricard
12, place des États-Unis
75116 Paris (France)

**Date of first appointment:** 06.11.2015

Date of last renewal:

**Date of expiry of term of office:** 2019 Shareholders' Meeting

Number of shares held on 30 June 2016: 1 000

### Ms Kory SORENSON

### **Independent Director**

Ms Kory Sorenson, a British citizen born in the United States, has made her career in finance, with a focus on capital and risk management. She holds a Master's degree in Corporate Finance and the International Capital Markets from the Institut d'Études Politiques de Paris, a Master's degree in Applied Economics from the University of Paris Dauphine and a Bachelor of Arts degree with honours in Political Science and Econometrics from the American University in Washington, D.C. In 2013, she completed the Harvard Business School's executive education programme, "Making Corporate Boards More Effective".

Ms Kory Sorenson held the position of Managing Director, Head of Insurance Capital Markets at Barclays Capital in London, where her team conducted innovative transactions in capital management, mergers and acquisitions, as well as equity transactions, hybrid capital and risk management for major insurance companies. She previously led the team in charge of the financial markets, specialising in insurance, at Credit Suisse and the team in charge of debt markets for financial institutions in Germany, Austria and the Netherlands at Lehman Brothers. She began her career in investment banking at Morgan Stanley and in finance at Total.

Ms Kory Sorenson is a member of Women Corporate Directors (Paris chapter).

Ms Kory Sorenson has been a Director of Pernod Ricard since 2015.



35 years old Spanish citizen

**Business address:**Pernod Ricard
12, place des États-Unis
75116 Paris (France)

**Date of first appointment:** 11.02.2015

Date of last renewal:

**Date of expiry of term of office:** 2017 Shareholders' Meeting

**Number of shares held on 30 June 2016:** 5,420

### Ms Veronica VARGAS

### Director

Ms Veronica Vargas, of Spanish nationality, received a MEng degree in Industrial Engineering from the "Escuela Técnica Superior de Ingenieros" (Seville, Spain) having completed her degree in France at École Centrale Paris.

Ms Veronica Vargas started her professional career at the beginning of 2007 at Société Générale Corporate & Investment Banking in Paris as part of the Strategic and Acquisition Finance team. She joined the London team in 2009, where she continues to be involved in advising clients on all aspects related to the optimisation of their capital structure, as well as executing strategic transactions to support the clients' key business needs, including acquisitions, spin-offs, share buybacks, and other strategic transactions.

Ms Veronica Vargas is a great-granddaughter of Mr Paul Ricard and has been a permanent representative of Rigivar SL Company, member of the Supervisory Board of Société Paul Ricard SA since October 2009.

Ms Veronica Vargas has been a Director of Pernod Ricard since 2015.

# CORPORATE GOVERNANCE AND INTERNAL CONTROL Report of the Chairman of the Board of Directors of the Company



50 years old French citizen

### **Business address:**

Pernod Ricard 12, place des États-Unis 75116 Paris (France)

### **Date of first appointment:**

02.12.2013

#### Date of last renewal:

N/A

### Date of expiry of term of office:

02.12.2017

### Mr Sylvain CARRÉ

### Director representing the employees

Mr Sylvain Carré joined the Pernod Ricard group in 1988 at its affiliate Pernod as a highly skilled worker in the fields of distillation and new products. In 1993, he was appointed Bottling Line Supervisor. Since 2012, he has been Production Team Manager at Pernod's Thuir facility.

Mr Sylvain Carré has been a Director representing the employees since the Board of Directors' meeting of 21 January 2014 following his nomination by the Group Committee (France) on 2 December 2013.



46 years old Greek citizen

### **Business address:**

Pernod Ricard 12, place des États-Unis 75116 Paris (France)

### Date of first appointment:

28.11.2013

### Date of last renewal:

N/A

### Date of expiry of term of office:

28.11.2017

### Number of shares held on 30 June 2016:

50

### **Mr Manousos CHARKOFTAKIS**

**Director representing the employees** 

Mr Manousos Charkoftakis joined the Pernod Ricard group in 1998 as an employee of Pernod Ricard Hellas, its Greek affiliate. In 2002, he was appointed Area Sales Manager for Crete and the Aegean Islands. He holds a Master's degree in Business Administration and he is also a member of the Greek Management Association.

Mr Manousos Charkoftakis has been a Director representing the employees since the Board of Directors' meeting of 21 January 2014 following his election by the European Works Council on 28 November 2013.

## OFFICES HELD OUTSIDE THE GROUP ON 30 JUNE 2016

The table below lists the offices outside the Group held by members of the Board of Directors on 30 June 2016:

Director's first name and surname or Company name CHAIRMAN & CEO	Date of first appointment	Date of expiry of term of office (1)	Offices and main functions held outside the Group on 30.06.2016 or at the date of resignation where applicable	Offices held outside the Group that have expired during the last five years
Mr ALEXANDRE RICARD	29.08.2012	2015/16	<ul> <li>◆ Member of the Management Board of Société Paul Ricard</li> <li>◆ Director of Le Delos Invest I</li> <li>◆ Director of Le Delos Invest II</li> <li>◆ Director of Bendor SA (Luxembourg)</li> </ul>	<ul> <li>◆ Chairman &amp; CEO of Le Delos Invest II</li> <li>◆ Chairman &amp; CEO of Lirix</li> </ul>
VICE-CHAIRMAN OF THE	BOARD OF DIR	ECTORS		
Mr PIERRE PRINGUET	17.05.2004	2015/16	<ul> <li>◆ Director of Iliad*</li> <li>◆ Director of Cap Gemini*</li> <li>◆ Member of the Supervisory Board of Vallourec*</li> <li>◆ Director of Avril Gestion SAS (Avril Group)</li> </ul>	◆ Chairman of the Sully Committee
DIRECTORS				
Ms NICOLE BOUTON Independent Director	07.11.2007	2018/19	<ul> <li>◆ Chairman of Financière Accréditée (affiliate of Centuria Capital)</li> <li>◆ Chairman of the Strategy Committee of Friedland Gestion</li> <li>◆ Director of AMOC (Opéra Comique)</li> </ul>	<ul> <li>◆ Chairman of Centuria Capital</li> <li>◆ Chairman of Centuria Luxembourg (affiliate of Centuria Capital)</li> <li>◆ Chairman of Financière Centuria Asset Management (affiliate of Centuria Capital)</li> <li>◆ Chairman of Centuria Accréditation (affiliate of Centuria Capital)</li> </ul>

Listed company.

<sup>(1)</sup> The term of office expires at the close of the Shareholders' Meeting held to approve the financial statements for the financial year cited.

Director's first name and surname or Company name	Date of first appointment	Date of expiry of term of office (1)	Offices and main functions held outside the Group on 30.06.2016 or at the date of resignation where applicable	Offices held outside the Group that have expired during the last five years
Mr LAURENT BURELLE Independent Director	04.05.2011	2016/17	<ul> <li>Chairman &amp; CEO of Compagnie Plastic Omnium SA*</li> <li>Chairman of Plastic Omnium Holding (Shanghai) Co Ltd (China)</li> <li>Chairman and Managing Director of Compania Plastic Omnium SA (Spain)</li> <li>Chairman of Plastic Omnium Inc. (United States)</li> <li>Deputy CEO of Burelle SA*</li> <li>Director of Burelle Participations SA</li> <li>Chairman and Member of the Supervisory Board of Sofiparc SAS</li> <li>Chairman of Plastic Omnium Auto Exteriors SAS</li> <li>Chairman of Plastic Omnium Auto Inergy SAS, ex-Inergy Automotive Systems SAS</li> <li>Director of La Lyonnaise de Banque</li> <li>Member of the Supervisory Board of Labruyère Eberlé SAS</li> <li>Member of the Supervisory Board of Wendel SA*</li> <li>Director of the AFEP</li> <li>Vice-Chairman of the Institut de l'Entreprise</li> <li>Director of the Comité de liaison européenne Transalpine Lyon-Turin</li> <li>Director of the Jacques Chirac Foundation</li> <li>Managing Director of Sogec 2</li> <li>Manager of CIE Financière de la Cascade</li> </ul>	<ul> <li>Chairman of Performances Plastics Products – 3P Inc. (United States)</li> <li>Chairman of Plastic Omnium Auto Exteriors LLC (United States)</li> <li>Chairman of Plastic Omnium Industries Inc. (United States)</li> <li>Chairman of Performances Automotive Services Inc. (United States)</li> <li>Chairman of Inergy Automotive Systems LLC (United States)</li> <li>Chairman of Plastic Omnium Auto SAS</li> <li>Co-Manager, representative of Société Plastic Omnium Auto Exteriors, at Valeo Plastic Omnium SNC</li> <li>Chairman of Plastic Omnium GmbH (Germany)</li> <li>Director of Signal AG (Germany)</li> <li>Chairman and Member of the Supervisory Board of Plastic Omnium International BV (Netherlands)</li> </ul>
Mr WOLFGANG COLBERG Independent Director	05.11.2008	2015/16	<ul> <li>◆ Chairman of the Board of Directors of Chemicalnvest Holding BV, Sittard (Netherlands)</li> <li>◆ Chairman of the Board of AMSilk GmbH, Munich (Germany)</li> <li>◆ Member of the Supervisory Board of Innoplexus AG, Stuttgart (Germany)</li> <li>◆ Member of the Regional Board of Deutsche Bank AG (Germany)</li> </ul>	Member of the Executive Committee (CFO) of Evonik AG Vice-Chairman of the Board of STEAG GmbH (Germany) Member of the Board of THS GmbH (Germany) Member of the Board of Directors of Vivawest Wohnen GmbH (Germany) Member of the Supervisory Board of Roto Frank AG, Stuttgart (Germany)

<sup>\*</sup> Listed company.

<sup>(1)</sup> The term of office expires at the close of the Shareholders' Meeting held to approve the financial statements for the financial year cited.

### Report of the Chairman of the Board of Directors of the Company

Director's first name and surname or Company name	Date of first appointment	Date of expiry of term of office (1)	Offices and main functions held outside the Group on 30.06.2016 or at the date of resignation where applicable	Offices held outside the Group that have expired during the last five years
Mr IAN GALLIENNE Independent Director	09.11.2012	2017/18	<ul> <li>Managing Director of Groupe Bruxelles Lambert* (Belgium)</li> <li>Director of Imerys*</li> <li>Director of SGS SA* (Switzerland)</li> <li>Director of Erbe SA (Belgium)</li> <li>Director of Umicore* (Belgium)</li> <li>Director of Adidas AG* (Germany)</li> </ul>	<ul> <li>Director of Lafarge SA*</li> <li>Director of Central Parc Villepinte SA</li> <li>Director of the Fonds de dotation du Palais</li> <li>Director of the Gardenia Beauty SpA (Italy)</li> <li>Director of Seves SpA (Italy)</li> <li>Director of Groupe de Boeck SA (Belgium)</li> <li>Director of PLU Holding SAS</li> <li>Member of the Supervisory Board of Arno Glass Luxco SCA (Luxembourg)</li> <li>Manager of Egerton SARL (Luxembourg)</li> <li>Managing Director of Ergon Capital Partners SA (Belgium)</li> <li>Managing Director of Ergon Capital Partners II SA (Belgium)</li> <li>Managing Director of Ergon Capital Partners III SA (Belgium)</li> <li>Director of Steel Partners NV (Belgium)</li> <li>Director of Gruppo Banca Leonardo SpA (Italy)</li> <li>Member of the Supervisory Board of Kartesia Management SA (Luxembourg)</li> <li>Manager of Ergon Capital II SARL (Luxembourg)</li> <li>Director of Ergon Capital SA (Belgium)</li> </ul>
Mr CÉSAR GIRON Director	05.11.2008	2015/16	<ul> <li>Member of the Management Board of Société Paul Ricard</li> <li>Director of Le Delos Invest I</li> <li>Director of Le Delos Invest II</li> <li>Director of Bendor SA (Luxembourg)</li> </ul>	◆ Director of Lirix
Ms MARTINA GONZALEZ-GALLARZA Director	25.04.2012	2017/18	♦ N/A	♦ N/A
SOCIÉTÉ PAUL RICARD (2) Director Permanent representative: Mr PAUL-CHARLES RICARD	09.06.1983	2016/17	<ul> <li>Chairman of Le Delos Invest III         (Société Paul Ricard)</li> <li>Member of the Supervisory Board         of Société Paul Ricard         (Mr Paul-Charles Ricard)</li> </ul>	◆ N/A

N/A : not applicable.

<sup>\*</sup> Listed company.

<sup>(1)</sup> The term of office expires at the close of the Shareholders' Meeting held to approve the financial statements for the financial year cited.

<sup>(2)</sup> Unlisted company, shareholder of Pernod Ricard.

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# Report of the Chairman of the Board of Directors of the Company

Director's first name and surname or Company name	Date of first appointment	Date of expiry of term of office (1)	Offices and main functions held outside the Group on 30.06.2016 or at the date of resignation where applicable	Offices held outside the Group that have expired during the last five years
Mr GILLES SAMYN Independent Director	06.11.2014	2017/18	<ul> <li>Chairman of the Board Groupe Flo SA*</li> <li>Chairman of the Board of Transcor Astra Group SA (Netherlands)</li> <li>Chairman of Cheval Blanc Finance SAS</li> <li>Chairman of Financière Flo SAS</li> <li>Chairman of the Board of Helio Charleroi Finance SA (Luxembourg)</li> <li>Managing Director of Domaines Frère-Bourgeois SA (Belgium)</li> <li>Managing Director of Frère-Bourgeois SA (Belgium)</li> <li>Managing Director of Erbe SA (Belgium)</li> <li>Chairman of Fibelpar SA (Belgium)</li> <li>Director of Groupe Bruxelles Lambert*, GBL (Belgium)</li> <li>Director of Pargesa Holding SA* (Switzerland)</li> <li>Director of AOT Holding Ltd (Switzerland)</li> <li>Director of Banca Leonardo SpA (Italy)</li> <li>Director of Belholding Belgium SA (Belgium)</li> <li>Manager of Sienna Capital SARL (Luxembourg)</li> <li>Representative of Compagnie Immobilière De Roumont SA, Director of Bss Investments SA (Belgium)</li> <li>Representative of Société Des Quatre Chemins SA, Managing Director of Carpar SA (Belgium)</li> <li>Alternate Director of Cheval des Andes SA, ex-Opéra Vineyards SA (Argentina)</li> <li>Chairman of Compagnie Immobilière de Roumont SA (Belgium)</li> <li>Chairman of Compagnie Nationale à Portefeuille SA (Belgium)</li> <li>Chairman of He Board of Filux SA (Luxembourg)</li> <li>Managing Director of Financière de la Sambre SA (Belgium)</li> <li>Chairman of the Board of Filux SA (Luxembourg)</li> <li>Manager of Gosa SDC (Belgium)</li> <li>Chairman of the Board of Finer SA, ex-Erbe Finance SA (Luxembourg)</li> <li>Representative of Frère-Bourgeois SA, Manager of Gosa SDC (Belgium)</li> <li>Representative of Frère-Bourgeois SA, Manager of Gosa SDC (Belgium)</li> <li>Manager of Gosa SDC (Belgium)</li> <li>Director of Grand Hôpital de Chelloroi ASBI (Balgium)</li> <li>Director of Grand Hôpital de Chelloroi ASBI (Balgium)</li> <li>Director of Grand Hôpital de Chelloroi ASBI (Balgium)</li> </ul>	<ul> <li>Chairman and representative of Société des Quatre Chemins SA, Director of ACP SA (Belgium)</li> <li>Commissaris of Agesca Nederland NV (Netherlands)</li> <li>Representative of ACP SA, Director of Antwerp Gaz Terminal NV (Belgium)</li> <li>Vice-Chairman of APG/SGA SA* (Switzerland)</li> <li>Director of Belgian Ice Cream Group NV (Belgium)</li> <li>Chairman of Belgian Sky Shops SA (Belgium)</li> <li>Managing Director of Carpar SA (Belgium)</li> <li>Vice-Chairman of Compagnie Nationale à Portefeuille SA (Belgium)</li> <li>Director of Entremont Alliance SAS</li> <li>Managing Director of Fingen SA (Luxembourg)</li> <li>Chairman of Groupe Jean Dupuis SA</li> <li>Chairman of International Duty Free SA, ex-Distripar SA (Belgium)</li> <li>Chairman of Newcor SA (Belgium)</li> <li>Representative of Société des Quatre Chemins SA, Managing Director of Compagnie Nationale à Portefeuille SA, ex-Newcor SA (Belgium)</li> <li>Director of Société Générale d'Affichage SA (Switzerland)</li> <li>Director of Newtrans Trading SA (Belgium)</li> <li>Managing Director of SCP SA (Luxembourg)</li> <li>Chairman of the Board of Segelux SA, ex-Gesecalux SA (Luxembourg)</li> <li>Chairman of Solvayschoolsalumni ASBL (Belgium)</li> <li>Director of Starco Tielen NV (Belgium)</li> <li>Director of Starco Tielen NV (Belgium)</li> </ul>

Listed company

Charleroi ASBL (Belgium)

<sup>(1)</sup> The term of office expires at the close of the Shareholders' Meeting held to approve the financial statements for the financial year cited.

### Report of the Chairman of the Board of Directors of the Company

Director's first name and surname or Company name	Date of first appointment	Date of expiry of term of office (1)	Offices and main functions held outside the Group on 30.06.2016 or at the date of resignation where applicable	Offices held outside the Group that have expired during the last five years
			<ul> <li>Managing Director of Investor SA (Belgium)</li> <li>Chairman of the Board of Kermadec SA (Luxembourg)</li> <li>Managing Director of Loverval Finance SA, ex-Compagnie Nationale à Portefeuille SA (Belgium)</li> <li>Commissaris of Parjointco NV (Netherlands)</li> <li>Director of Société Civile du Château Cheval Blanc</li> <li>Managing Director of Société des Quatre Chemins SA (Belgium)</li> <li>Director of Stichting Administratiekantoor Frère-Bourgeois (Belgium)</li> <li>Chairman of Swilux SA (Luxembourg)</li> </ul>	<ul> <li>Member of the Investment         Committee of Tikehau Capital         Partners SAS</li> <li>Director of Transcor East Ltd         (Switzerland)</li> <li>Director of TTR Energy SA         (Belgium)</li> <li>Chairman of Unifem SAS</li> </ul>
Ms KORY SORENSON Independent Director	06.11.2015	2018/19	<ul> <li>◆ Director of Phoenix Group Holdings* (United Kingdom)</li> <li>◆ Director of SCOR SE*</li> <li>◆ Director of SCOR Global Life Americas Reinsurance Company (United States)</li> <li>◆ Director of SCOR Global Life USA Reinsurance Company (United States)</li> <li>◆ Director of Aviva Insurance Limited (United Kingdom)</li> <li>◆ Member of the Supervisory Board of UNIQA Insurance Group AG* (Austria)</li> <li>◆ Member of the Supervisory Board of Château Troplong Mondot</li> <li>◆ Director of Institut Pasteur (non-profit foundation)</li> </ul>	◆ N/A
Ms VERONICA VARGAS Director	11.02.2015	2016/17	◆ Permanent representative of Rigivar SL on the Supervisory Board of Société Paul Ricard	◆ N/A
DIRECTORS REPRESENT	TING THE EMPL	OYEES		
Mr SYLVAIN CARRÉ	02.12.2013 (2)	02.12.2017	◆ N/A	♦ N/A
Mr MANOUSOS CHARKOFTAKIS	28.11.2013 (2)	28.11.2017	◆ N/A	◆ N/A

N/A : not applicable.

- \* Listed company.
- (1) The term of office expires at the close of the Shareholders' Meeting held to approve the financial statements for the financial year cited.
- (2) Date of designation by the Group Committee (France) and the European works council, respectively.

The Directors hold no other employee positions in the Group, with the exceptions of: Mr César Giron, Chairman & CEO of Martell Mumm Perrier-Jouët; Mr Paul-Charles Ricard (permanent representative of Société Paul Ricard, a member of the Board), Group Marketing Manager

at Martell Mumm Perrier-Jouët; and Directors representing the employees Mr Sylvain Carré and Mr Manousos Charkoftakis, who hold the positions of Production Team Manager at Pernod and Area Sales Manager for Crete and the Aegean Islands at Pernod Ricard Hellas, respectively.

# CORPORATE GOVERNANCE AND INTERNAL CONTROL Report of the Chairman of the Board of Directors of the Company

## OFFICES HELD WITHIN THE GROUP ON 30 JUNE 2016

The table below lists the offices held within the Group by members of the Board of Directors on 30 June 2016:

Director's first name and surname	Nationality of company	Function	Company name
Mr Alexandre Ricard	French	Permanent representative of Pernod Ricard,	◆ Pernod SA
Chairman & CEO	companies	Director	♦ Ricard SA
		Permanent representative of Pernod Ricard, Member of the Supervisory Committee	◆ Pernod Ricard Europe, Middle East and Africa
	Non-French companies	Chairman	◆ Suntory Allied Limited
		Director	◆ Geo G. Sandeman Sons & Co. Ltd
			◆ Havana Club Holding SA
		Member of the Board of Directors ("Junta de Directores")	◆ Havana Club International SA
		Manager	◆ Havana Club Know-How SARL
Mr César Giron	French companies	Chairman & CEO	◆ Martell Mumm Perrier-Jouët
Director			◆ Martell & Co SA
			◆ Champagne Perrier-Jouët
			◆ G.H. Mumm & Cie S.V.C.S.
		Chairman	◆ Domaines Jean Martell
			◆ Augier Robin Briand & Cie
			◆ Le Maine au Bois
			◆ Financière Moulins de Champagne
			◆ Spirits Partners SAS
		Director	◆ Société des Produits d'Armagnac SA
			◆ Mumm Perrier-Jouët Vignobles et Recherches