

## 8.6 Statutory Auditors' report on the authorisation to grant free performance shares (existing or to be issued) to employees and executive officers

*This is a free translation into English 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 and construed in accordance with French law and professional auditing standards applicable in France.*

### Combined (Ordinary and Extraordinary) Shareholders' Meeting of 10 November 2021

#### 22<sup>ND</sup> RESOLUTION

To the Pernod Ricard S.A. Shareholders' Meeting,

As Statutory Auditors of your Company (hereinafter the "Company") and pursuant to the assignment set forth in Article L.225-197-1 of the French Commercial Code (*Code de commerce*), we hereby present our report on the proposed authorisation to grant free performance shares, existing or to be issued, to eligible employees and executive officers of your Company and related companies or groupings under the conditions set out in Article L.225-197-2 of the French Commercial Code, or certain categories thereof, a transaction on which you are asked to vote.

The free share grants performed pursuant to this authorisation may not involve a total number of shares, existing or to be issued, representing more than 1.5% of the Company's share capital on the date of the grant decision by the Board of Directors, bearing in mind that the number of shares granted to executive officers of the Company may not represent more than 0.08% of the Company's share capital, as noted on the date of the grant decision by the Board of Directors. This sub-limit shall be deducted from the aforementioned overall limit of 1.5% of the Company's share capital.

In addition, the definitive grant of shares pursuant to this authorisation will be subject to the achievement of a presence condition and one or more performance conditions determined by the Board of Directors on the date the grant decision is taken and assessed over a minimum period of three years or three consecutive fiscal years.

Based on its report, your Board of Directors proposes that you authorize it, for a period of 38 months commencing the date of this Shareholders' Meeting, to grant free performance shares, existing or to be issued.

The Board of Directors is responsible for preparing a report on the transaction it wishes to perform. Our responsibility is to express our comments, if any, on the information that is given to you on the planned transaction.

We conducted the procedures we deemed necessary in accordance with the professional guidelines issued by the French National Institute of Statutory Auditors (*Compagnie nationale des commissaires aux comptes*) relating to this assignment. Those procedures primarily consisted in verifying that the proposed terms and conditions presented in the Board of Directors' report comply with applicable legal provisions.

We have no matters to report on the information presented in the Board of Directors' report on the proposed authorisation to grant free performance shares to employees and executive officers.

Paris-La Défense, 20 September 2021

The Statutory Auditors  
*French original signed by*

**KPMG Audit**  
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Eric Ropert  
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