



NOTICE OF MEETING

Combined Shareholders' Meeting

22 JULY 2025

9:30 AM



RÉMY COINTREAU



COMBINED SHAREHOLDERS' MEETING

2025

Tuesday, 22 July 2025, 9:30 AM

Aux Salons Hoche

9, avenue Hoche

75008 Paris

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INTERVIEW

Marie-Amélie de Leusse – Chairwoman of Rémy Cointreau’s Board of Directors



How do you look back on the past year?

It’s been marked by a complex environment. Our main markets have experienced strong turbulence, and the international geopolitical landscape has been particularly unstable. We’ve had to demonstrate significant adaptability when facing situations that were extremely difficult to anticipate.

Throughout this challenging period, our teams’ sense of responsibility, agility, and mobilization have been remarkable. Everyone has shown great resilience and determination, and I want to extend my sincere thanks to all of them. They have enabled the Group to maintain its long-term value strategy. I also want to acknowledge our management team, who have tackled our challenges with tenacity whilst staying true to our values.

Another striking feature of the year was the incredible collective spirit we’ve witnessed – balancing necessary budgetary decisions on one hand while significantly accelerating innovation on the other, both in our products and in the experiences we offer our customers.

What notable achievements particularly stand out to you?

I’ve been impressed by our teams’ capacity for constant innovation. This was recognized at the PLD Innovation Awards, where Bruichladdich received the “Packaging Redesign” award for creating fully recyclable paper pulp packaging. Cointreau was also distinguished in the “Mass Market Innovation” category for the Group’s very first ready-to-drink product, named “Cocktail Twists”.

"The coming year promises to be equally creative and rich as we bring numerous projects to market."

Our CSR roadmap, Sustainable Exception, has grown stronger with several new projects. For example, through our partnership with INTACT, our iconic Cointreau liqueur will become the first liqueur brand in the world to incorporate low-carbon alcohol made from legumes into its production.

Rémy Cointreau’s collaboration with glass manufacturer Verallia has allowed several of our products to be part of their strategic project implementing a 100% electric furnace at their Cognac site.

"Each experience we offer aims to create something unique and memorable."

Our teams have also successfully adapted to evolving consumption trends, as shown by the latest limited edition from Rémy Martin, "This is my city." The coming year promises to be equally creative and rich as we bring numerous projects to market.

Hospitality has been at the heart of the Group's Maisons' activities this year. Is this a component of Rémy Cointreau's DNA?

It's absolutely an essential part of who we are as a Group. Hospitality contributes to the influence and longevity of our brands and meets the expectations of today's consumers who are seeking authentic experiences. This is what we are so proud to offer with our exceptional terroirs – in France of course, but also in Scotland, Barbados, Greece, and Seattle.

A highlight for me this year was the wonderful recognition received by Maison Rémy Martin, which celebrated its 300th anniversary in 2024 and earned three prestigious awards: the regional Gold Best Of award in the "Art & Culture" category, the international "Best of Wine Tourism" award for the Bordeaux-Nouvelle-Aquitaine region, and the "People's Choice" award. Both industry professionals and the general public appreciated the work we've done in reopening our historic heart.

2024 also marked the first year of operation at the Maison Brillet house, in Charente. I must also mention our Liknon site on the Greek island of Samos, where visitors can discover authentic Greek hospitality, the history of Metaxa, and its unique production process through various paths winding through our organic vineyard.

"Our teams' sense of responsibility, agility, and mobilization have been remarkable. Everyone has shown great resilience."

Welcoming visitors – newcomers or enthusiasts alike – to our terroirs, distilleries, historic houses, and boutiques gives us a wonderful opportunity to showcase a heritage shaped over centuries which, together with our teams, represents our greatest asset.

In each of these places, the expertise and know-how of our teams shine through, shared generously and enthusiastically with all who visit. Each experience we offer aims to create something unique and memorable, fostering connection and conversation around the Group's values and the quality of our products.

Does the geopolitical and macroeconomic context influence the value strategy you support for the Group?

The pillars of our strategy remain unchanged. Yes, the particularly complex macroeconomic environment has led us to adapt our value strategy – but never to abandon it.

Even in difficult times, we've chosen not to sacrifice the value of our products. Market analysis continues to show that premiumization and the moderate consumption of high-quality products

remain strong underlying trends. Our exceptional spirits – created with exacting standards, patience, and respect for heritage that forms the foundation of our identity – have always aligned perfectly with this approach.

What are the Group's strengths for navigating this period of instability?

Many of our Maisons have weathered historical storms and upheavals throughout their long histories. They've always been able to face challenges while staying true to their heritage, roots, and expertise. These fundamentals serve as powerful drivers that allow our Maisons to nurture their innovative capacity while strengthening the Group's value strategy. Each product we develop contributes to our ambition to become the leader in exceptional spirits.

I can't overlook the strength of our collective spirit and the passion of our teams. These qualities drive our performance and will undoubtedly allow us to maintain our course during this period of uncertainty.

To conclude, I want to express my sincere gratitude to our shareholders who – some for many years now – have shown us their unwavering confidence. They can be fully assured of our complete commitment to supporting the Group with determination and perseverance during this complex period.

1

AGENDA

ORDINARY BUSINESS

- Approval of the company financial statements for the 2024-2025 financial year;
- Approval of the consolidated financial statements for the 2024-2025 financial year;
- Appropriation of income and setting of the dividend;
- Option to pay the dividend in shares;
- Agreements covered by Article L. 225-38 et seq. of the French Commercial Code;
- Renewal of Hélène Dubrule's term of office as a Board member;
- Renewal of Alain Li's term of office as a Board member;
- Renewal of Marie-Amélie de Leusse's term of office as a Board member;
- Renewal of Orpar SA's term of office as a Board member;
- Appointment of Jessica Spence as a Board member;
- Approval of the information regarding the compensation of corporate officers paid during or awarded in respect of the 2024-2025 financial year referred to in Article L. 22-10-9, I of the French Commercial Code;
- Approval of the components of the total compensation and benefits of any kind paid during, or awarded in respect of, the financial year ended 31 March 2025, to Marie-Amélie de Leusse, Chairwoman of the Board of Directors, in accordance with Article L. 22-10-34 of the French Commercial Code;
- Approval of the components of total compensation and benefits of any kind paid during or awarded to Éric Vallat, Chief Executive Officer, in respect of the financial year ended 31 March 2025, pursuant to Article L. 22-10-34 of the French Commercial Code;
- Approval of the compensation policy for the Chairman of the Board of Directors for the 2025-2026 financial year;
- Approval of the compensation policy for the Chief Executive Officer for the 2025-2026 financial year;
- Approval of the compensation policy for Board members for the 2024-2025 financial year;
- Authorisation for the Board of Directors to trade in the Company's shares.

EXTRAORDINARY BUSINESS

- Authorisation to reduce the share capital via the cancellation of treasury shares held by the Company;
- Powers to carry out formalities.

2

PROCEDURES FOR PARTICIPATING IN THE MEETING

1. ATTENDANCE AT THE MEETING

GENERAL RULES

Any shareholder, regardless of the number of shares they hold, may attend this shareholders' meeting by producing evidence of their identity and the ownership of their shares.

PRELIMINARY FORMALITIES TO ATTEND THE SHAREHOLDERS' MEETING

Pursuant to Article R. 22-10-28 of the French Commercial Code, shareholders must produce evidence of ownership of their shares, at the Record Date, by **Friday 18 July 2025 at 00:00 Paris time** (hereinafter **D-2**), or in the registered share register held for the Company by its authorised agent, Société Générale, or in the bearer share register held by an authorised intermediary (in application of paragraph 7 of Article L. 228-1 of the French Commercial Code).

For registered shareholders, this registration by D-2 in the registered share register is enough to allow them to attend the meeting.

For bearer shareholders, this registration of shares must be recorded in a certificate of attendance issued by the intermediary, who will thereby produce evidence of the share owner's status as a shareholder. The certificate of attendance is prepared in the shareholder's name or on behalf of the non-resident shareholder

represented by the registered intermediary. The account keeper must attach the attendance certificate to the postal or proxy voting form and send it to the centraliser, i.e.: Société Générale Securities Services – Service Assemblées – CS 30812 – 44308 Nantes Cedex 3 no later than **Friday 18 July 2025** at 11:59pm.

At any time, the shareholder may assign some or all of their shares; however, if the outcome of the sale (Transfer of ownership) occurs:

- **before D-2 at 00:00 Paris time**, the vote cast by mail or the proxy form, accompanied by a certificate of attendance, will be invalidated or amended accordingly, as applicable;
- **after D-2 at 00:00 Paris time**, regardless of the method used, it will be neither reported by the authorised intermediary nor taken into account by the Company.

WAYS TO PARTICIPATE IN THE MEETING

The shareholder has the right to participate in the Shareholders' Meeting:

- either by attending in person;
- or voting by post;
- or by being represented by any natural person or legal entity of their choice;
- or by being represented by the Chairman of the Shareholders' Meeting.

The Company gives its shareholders the option of carrying out the formalities for voting by mail or assigning power to the Chairman or a Third Party online via the secure platform known as "VOTACCESS®", hereinafter referred to as VOTACCESS.

The VOTACCESS platform will be open from **Friday 4 July 2025** at 9:00am to **Monday 21 July 2025** at 3:00pm (Paris time).

To keep the VOTACCESS platform from becoming congested, shareholders are urged to enter their instructions as soon as possible and not to wait until the day before the Shareholders' Meeting.

Only holders of bearer shares whose account-keeping institutions have enrolled in the VOTACCESS system and who offer them this service for this meeting will have access to it.

The account keepers of the shareholder's bearer shares who are not enrolled in VOTACCESS or who require terms of use for site access will tell the shareholder how to proceed.

Shareholders wishing to attend the Shareholders' Meeting in person

Shareholders wishing to attend the Shareholders' Meeting in person must bring an admission card. As this document is strictly personal, it cannot be transferred to another person.

Holders of registered shares registered for at least one month on the date of the meeting notice will receive the meeting notice accompanied by a single form by post.

They may obtain their admission card either by returning the duly completed and signed voting form using the prepaid reply envelope attached to the notice of meeting received by post, or by logging onto the website <https://sharinbox.societegenerale.com> with their usual access codes (set out on the single voting form) or their login email (if they have already activated their Sharinbox by SG Markets account). The password for connecting to the site was sent to shareholders by mail when they first contacted Société Générale Securities Services. If you lose or forget your password, please follow the instructions on your login page.

The admission card will then be sent to the shareholder by post if they are unable to print it.

Holders of bearer shares must either connect using their usual access codes to the Internet portal of their securities account keeper to access the VOTACCESS site and then follow the procedure indicated on the screen to print their admission card, or send a request for the single form to their securities account keeper. In the latter case, if they have not received their admission card by **Friday 18 July 2025** (D-2 working days), they must ask their securities account keeper to issue a shareholding certificate providing proof of their status as a shareholder on D-2 to be admitted to the meeting.

All requests received no later than **Friday 18 July 2025** at 11:59pm (D-3 working days) will be granted. Nevertheless, shareholders wishing to attend the meeting should make their request as soon as possible in order to receive the card in good time.

Holders of bearer and registered shares must be able to prove their identity to attend the Shareholders' Meeting.

Shareholders must present themselves before the time set for the start of the Shareholders' Meeting, after which access to the meeting room, with the possibility of voting, cannot be guaranteed.

To vote BY MAIL or assign proxy to the Chairman of the meeting, by mail (using the SINGLE Form)

Shareholders wishing to vote by mail or assign written proxy to the Chairman of the meeting using the Single Form may do so by mail, as follows:

- **holders of registered shares** (pure or administered) should return the Single Form, which they will receive with the meeting notice and related documents, to the centraliser using the prepaid reply envelope attached to the meeting notice;
- **holders of bearer shares** may ask their account-keeping institution for a Single Form. Once filled out by the shareholder, this form should be returned to their account-keeping institution, which will attach a certificate of attendance to it and mail it to the centraliser: Société Générale Securities Services – Service Assemblées – CS 30812 – 44308 Nantes Cedex 3.

In order to be counted, forms must be received by Société Générale Securities Services – Service Assemblées – CS 30812 – 44308

Nantes Cedex 3, no later than **three calendar days** before the Shareholders' Meeting, i.e. **Friday 18 July 2025** by 11:59pm (Paris time).

This Single Form will be sent to every shareholder who requests one in writing, from Société Générale Securities Services (Service Assemblées, CS 30812, 44308 Nantes Cedex 3, France) or from the financial intermediary keeping the securities account of the shareholder of bearer shares.

Requests for the Single Form should be made in writing and be received by Société Générale **no later than six calendar days before the date of the meeting, i.e. Wednesday 16 July 2025.**

The Single Form will also be available on the Rémy Cointreau website at www.remy-cointreau.com, no later than twenty-one days before the meeting, i.e. on **Tuesday 1 July 2025**.

However, the Single Form should on no account be sent directly to Rémy Cointreau.

PROCEDURES FOR PARTICIPATING IN THE MEETING

To vote BY MAIL or assign proxy to the chairman of the meeting, online (via VOTACCESS)

Shareholders also have the option of sending their voting instructions online before the Shareholders' Meeting, using the *via* "VOTACCESS" secure system, under the following conditions:

- **holders of registered shares** (pure or administered) wishing to vote online can access the VOTACCESS site *via* <https://sharinbox.societegenerale.com>
- Holders of pure registered shares should log in with their usual access codes (shown on the single voting form) or their login email (if they have already activated their Sharinbox by SG Markets account). The password for connecting to the site was sent to shareholders by mail when they first contacted Société Générale Securities Services. If you lose or forget your password, please follow the instructions on your login page.
- Holders of administered registered shares held by an intermediary should log in to Sharinbox using the ID number shown in the upper right-hand corner of their paper voting form.
- An access code letter will be sent to all administered shareholders that are new or that have never logged in, before the opening of the vote, so that they are able to connect to Sharinbox and vote.
- After logging in, holders of registered shares (pure or administered) should follow the instructions on the screen to access the VOTACCESS website and vote;

- **holders of bearer shares** should check with the financial intermediary managing their securities account to find out whether they are enrolled in the VOTACCESS system and, as applicable, whether such access is subject to special terms of use. As stated previously, only holders of bearer shares whose financial intermediary has enrolled in the VOTACCESS system may access it. If this is the case, then the shareholders should identify themselves on their financial intermediary's online portal with their usual access codes. Next they should click on the icon that appears on the line matching their Rémy Cointreau shares and follow the instructions on the screen to access the VOTACCESS site and vote.
- If the shareholder's account-keeping institution has not enrolled in the VOTACCESS system, the shareholder should refer to the instructions in paragraph 3.1 above.

If the shareholder has voted or assigned power to the Chairman of the meeting online, they should not return their Single Form.

You are reminded that the VOTACCESS secure platform will be open from **Friday 4 July 2025 at 9:00am to Monday 21 July 2025 at 3:00pm (Paris time)**.

However, to keep this platform from becoming congested, we urge you to enter your instructions as soon as possible, and not to wait until the day before the Shareholders' Meeting.

Notification of the assignment or repeal of a proxy given to a third party, by post or online (via VOTACCESS)

You are reminded that for any proxy given by a shareholder without indicating a Proxyholder, the Chairman of the Shareholders' Meeting will vote in favour of adopting the draft resolutions presented or approved by the Board of Directors and vote against the adoption of all other draft resolutions.

Pursuant to Article R. 225-79 of the French Commercial Code, notice of the assignment or repeal of a proxy given to a Third Party may first be given by mail:

- **holders of registered shares** (pure or administered) should return the Single Form, which they will receive with the meeting notice, to the centraliser using the prepaid reply envelope attached to the meeting notice;
- **holders of bearer shares** may ask their account-keeping institution for a Single Form. Once filled out by the shareholder, this form should be returned to their account-keeping institution, which will attach a certificate of attendance to it and mail it to the centraliser: Société Générale Securities Services – Service Assemblées.

In order to be counted, forms must be received by Société Générale – Service des Assemblées no later than **three calendar days** before the Shareholders' Meeting, i.e. **Friday 18 July 2025 by 11:59pm (Paris time)**.

Notice of the assignment or repeal of a proxy given to a Third Party may also be given more quickly **online** by the following procedures:

- **holders of registered shares** (pure or administered): must make their request via the site <https://sharinbox.societegenerale.com> by logging in as specified above for the vote or giving proxy to the Chairman. After logging in, the shareholder should follow the instructions on the screen to access the "VOTACCESS" website to appoint or revoke a Proxyholder;
- **holders of bearer shares**: must make their request via the Internet portal of their securities account keeper to access the VOTACCESS site, no later than **Monday 21 July 2025 (D-1) at 3:00pm**.

Written and signed proxies must indicate the surname, first name and address of the shareholder as well as those of their proxyholder. The proxy is revoked under the same formal conditions as those used for its assignment.

Assignments or repeals of proxies expressed by the VOTACCESS system must reach Société Générale no later than Monday 21 July 2025 at 3:00pm (Paris time).

Any shareholder who has already cast a vote remotely, sent a proxy or requested an admission card or a shareholding certificate (under the conditions defined in paragraph II of Article R. 225-85), may no longer choose another method of participation in the meeting. Shareholders who have voted remotely (online or using the paper voting form) will no longer be able to vote directly at the meeting or to be represented by a proxy, but will be able to attend.

2. REQUESTS FOR INCLUSION OF DRAFT RESOLUTIONS OR ITEMS FOR THE AGENDA

One or more shareholders representing at least the fraction of share capital specified by applicable laws and regulations may request the inclusion of items for the agenda or draft resolutions under the conditions laid down in Articles L. 225-105 and R. 225-71 to R. 225-73 of the French Commercial Code.

Requests for inclusion of items or draft resolutions on the agenda by shareholders satisfying the legal conditions must be received, under the terms set forth by Articles R. 225-73 and R. 22-10-22 of the French Commercial Code, at the Company's registered office (or preferably the Administrative department: 21 rue Balzac, 75008 Paris) by registered letter with acknowledgement of receipt or electronically (preferred method) by logging on to the Company's website: www.remy-cointreau.com, in the "Contact / Financial Information" section, no later than the twenty-fifth calendar day before the date set for the General Meeting, i.e. **Friday 27 June 2025**.

They must be accompanied by a share registration certificate proving that the authors of the request hold or represent the fraction of the share capital required by the aforementioned Article R. 225-71. Furthermore, the request for inclusion of draft resolutions should be accompanied by the text of the draft resolutions, and the request for inclusion of items on the agenda should be substantiated.

The meeting's review of the items and draft resolutions filed by the shareholders under the legal and regulatory conditions is subject to transmission by the authors of the request for a new certificate showing share registration under the same conditions at D-2 (i.e. **Friday 18 July 2025** at 00:00am Paris time).

These items or new draft resolutions will be included on the meeting agenda and brought to the shareholders' attention under the conditions set forth by current regulations (specifically on the Company website: www.remy-cointreau.com).

3. WRITTEN QUESTIONS

Pursuant to Article R. 225-84 of the French Commercial Code, shareholders wishing to ask written questions should, as from this publication and no later than four business days before the meeting date, i.e. **Wednesday 16 July 2025 at 11:59pm (Paris time)**, send their questions to the registered office by registered letter with acknowledgement of receipt to the Chairman of the Board of Directors, or, preferably, by email to the following address: AG2025@remy-cointreau.com

To be taken into account, these questions must be accompanied by an account registration certificate.

The Board of Directors will answer these written questions either during the meeting or via the Company's website. A single answer may be provided for several questions with the same content.

After the meeting, all answers will be posted on the Company's website: www.remy-cointreau.com

4. DOCUMENTS ACCESSIBLE TO SHAREHOLDERS

Documents that should be made accessible to shareholders for the meeting will be available at the Company's administrative department (21, rue Balzac, 75008 Paris, France), as from the publication of the meeting notice, and will be only viewable on the premises by appointment. They will also be made available to shareholders on the Company's website: www.remy-cointreau.com

The documents and information referred to in Article R. 22-10-23 of the French Commercial Code, which are to be presented at the General Meeting, will be made available from the twenty-first day prior to the General Meeting, i.e. **Tuesday 1 July 2025** on the Company's website: www.remy-cointreau.com.

5. LIVE AND RECORDED BROADCASTS OF THE MEETING

In accordance with Articles L. 22-10-38-1 and R. 22-10-29-1 of the French Commercial Code, the meeting will be broadcast live in full via the Company's website (<https://www.remy-cointreau.com/fr/>) unless transmission is prevented or seriously disrupted due to

technical difficulties. A video recording of the meeting will also be available to view at <https://www.remy-cointreau.com/fr/> no later than seven working days after the date of the meeting and for a minimum of two years from the date it is posted online.

The Board of Directors

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SUMMARY OF THE ACTIVITY FOR 2024-25

CONSOLIDATED FULL YEAR RESULTS 2024-25 (APRIL 2024 – MARCH 2025)

CURRENT OPERATING PROFIT (ORGANIC) AT THE UPPER END OF THE TARGET RANGE: 21.6%

EXCELLENT EXECUTION OF COST-CUTTING PLAN: €85M ACHIEVED VS €50M EXPECTED

2025-26 OBJECTIVES: RETURN TO ORGANIC GROWTH IN SALES

WITHDRAWAL OF 2029-30 TARGETS

Rémy Cointreau's **consolidated sales** came to €984.6 million in 2024-25, down -18.0% on an organic basis. Sales as reported were down -17.5%, including a negative -0.5% currency effect. **Current Operating Profit** was €217.0 million, down -30.5% on an organic basis. This reflects a marked decline in sales that was partially offset by €85 million in cost-cutting in 2024-25 (vs. €50 million expected). Over the past two years, the Group thus saved €230 million, of which 55% in structural savings. **Structural savings led to a -12% reduction in the total cost base compared to 2022-23.**

Current Operating Margin was down by -3.5 points to 22.0% as reported (of which -3.9 points on an organic basis and -0.8 points from 2019-20).

This evolution reflects a 1.0-point decline in **gross margin** on an organic basis (i.e. +2.8 points vs. 2019-20), to a persistently high level of 70.6%, reflecting the rise in production costs and the unfavorable Price-Mix effect. In 2024-25, the Group also reduced in a controlled way its **marketing and communication spends** (organic decline of 1.1 points as a ratio of sales), to a level still well above 2019-20 (up 2.4 points). In parallel, the Group recorded a controlled rise in **overhead costs** (organic rise 4.0 points as a ratio of sales) representing a 1.2-point increase from 2019-20. This corresponds to a 4.6% decrease compared to 2023-24 on an organic basis. Lastly, the Group benefitted from a favorable **currency effect** of +0.4 pt. **Net Profit, Group share** stood at €121.2 million, down -34.4% as reported, setting net margin at 12.3%, down -3.2 points as reported.

KEY FIGURES

Key figures – in €m (unless otherwise stated)	2024-25	2023-24	Reported change	Organic change	
				vs. 2023-24	vs. 2019-20
Sales	984.6	1 194.1	-17.5 %	-18.0 %	-4.8 %
Gross margin (%)	70.6 %	71.2%	-0.6 pts	-1.0 pts	+2.8 pts
Current Operating Profit	217.0	304.4	-28.7 %	-30.5 %	-8.1 %
Current operating margin (%)	22.0 %	25.5%	-3.5 pts	-3.9 pts	-0.8 pts
Net profit - Group share	121.2	184.8	-34.4 %	-36.8 %	-6.0 %
Net margin (%)	12.3 %	15.5%	-3.2 pts	-3.6 pts	-0.1 pts
Net profit – Group share excl. non-recurring items	128.0	194.8	-34.3 %	-36.6 %	-8.8 %
Net margin excl. non-recurring items (%)	13.0 %	16.3%	-3.3 pts	-3.7 pts	-0.5 pts
EPS Group share (€)	2.36	3.64	-35.3 %	-37.7 %	-9.0 %
EPS Group share excl. non-recurring items (€)	2.49	3.84	-35.2 %	-37.4 %	-11.6 %
Net debt /EBITDA ratio	2.40x	1.68x	+0.72x	+0.72x	+0.54x

CURRENT OPERATING PROFIT BY DIVISION

In €m (unless otherwise stated)	2024-25	2023-24	Reported change	Organic change	
				vs. 2023-24	vs. 2019-20
Cognac	184.5	265.7	-30.5%	-32.4%	-16.1 %
As % of sales	30.2 %	34.1%	-4.0 pts	-4.6 pts	+0.6 pts
Liqueurs & Spirits	51.5	56.7	-9.2%	-10.5%	+34.8%
As % of sales	14.6 %	14.6%	+0.0 pts	-0.1 pts	+0.1 pts
SUBTOTAL : GROUP BRANDS	236.0	322.4	-26.8%	-28.5%	-8.4 %
As % of sales	24.5 %	27.6%	-3.2 pts	-3.6 pts	-1.1 pts
Partner brands	(1.4)	(0.3)	na	na	-14.4 %
Holding company costs	(17.7)	(17.7)	-0.2%	+0.5%	-11.9 %
TOTAL	217.0	304.4	-28.7%	-30.5%	-8.1 %
As % of sales	22.0%	25.5%	-3.5 pts	-3.9 pts	-0.8 pts

Cognac

Sales at the **Cognac division** declined -21.9% on an organic basis, including a -15.6% fall in volumes and a Price-Mix decrease of -6.3%. This trend reflects continued inventory adjustments in the Americas region in a market impacted by slowing consumption, complex market conditions in APAC⁽¹⁾, particularly in China, and mixed consumption trends in the EMEA region⁽²⁾.

Current Operating Profit was down -32.4% on an organic basis to total €184.5 million, with Current Operating Margin declining by -4.6 points on an organic basis to 30.2%. This reflects the steep drop in sales and slight erosion of gross margin (-0.7 point in organic terms) to

a level that remains high (73.9%). Contributing factors were a rise in production costs and an unfavorable Price-Mix effect. At the same time, the Group trimmed its investment in marketing and communications slightly by adopting a more targeted approach (the ratio of spend to sales remained well above the 2019-20 level). Lastly, implementing tight controls over overhead costs also helped limit the impact of lower sales on profitability.

(1) Asia-Pacific.

(2) Europe, Middle East and Africa

Liqueurs and Spirits

The **Liqueurs & Spirits** division reported **sales** down -9.6% on an organic basis, including a -9.0% fall in volumes and a negative -0.6% Price-Mix effect. The division was hit by tougher market conditions in the Americas despite the robust resilience of depletions⁽¹⁾ in the United States; a decline in consumption in the EMEA region in the first half; and a slowdown in the whisky category in China. Even so, the division saw a steep rebound in sales in the fourth quarter.

Current Operating Profit fell -10.5% in organic terms to €51.5 million, holding the margin steady at 14.6% on an organic basis. This trend

reflects a decline in gross margin (-1.4 points on an organic basis) on the back of a rise in production costs, and a negative Price-Mix effect that was fully offset by a more selective approach to marketing and communications spending, and a decline in overhead costs.

Partner Brands

Sales of Partner Brands were down by -27.2% on an organic basis.

Current Operating Profit stood at -€1.4 million in 2024-25, compared with -€0.3 million in 2023-24.

CONSOLIDATED RESULTS

Consolidated Operating Profit (COP) came to €217.0 million, down -28.7% as reported (-30.5% on an organic basis). This performance includes a -28.5% fall in COP in organic terms for Group Brands, a negative contribution from Partner Brands, and stability in the holding company's expenses, since most cost optimization efforts in this area were completed in 2023-24.

This showing also includes a **positive currency effect** (+€5.6 million) linked primarily to trends in the US dollar. The average euro-dollar exchange rate improved from 1.08 in 2023-24 to 1.07 in 2024-25, and the average collection rate improved from 1.10 in 2023-24 to 1.09 in 2024-25.

Current Operating Margin stood at 22.0%, down -3.5 points as reported (or -3.9 points on an organic basis).

Other operating income and expenses totalled -€6.0 million in 2024-25 compared with -€12.8 million in 2023-24, and mainly reflect costs related to the reorganization of operations in China to mitigate a potential rise in customs tariffs.

As a result, **operating profit** came to €211.0 million in 2024-25, down -27.7% as reported.

Net financial expense stood at -€42.6 million in 2024-25 (vs -€38.5 million in 2023-24), reflecting the full-year impact of the €380 bond issue in September 2023.

Tax expense came to €48.2 million, setting the effective tax rate at 28.6% in 2024-25 (27.2% excluding non-recurring items). This compares with 27.4% in 2023-24 (27.1% excluding non-recurring items) and represents a slight rise due primarily to an additional charge related to the exceptional corporate tax contribution in France in accordance with the country's 2025 budget.

Net Profit, Group share stood at €121.2 million, down -34.4% as reported, setting net margin at 12.3%, down -3.2 points as reported.

EPS-Group share totalled €2.36, down -35.3% from 2023-24, as reported. Excluding non-recurrent items, EPS stood at €2.49.

Net debt rose €25.7 million to €675.4 million at 31 March 2025. This trend primarily reflects the sharp decline in EBITDA, partially offset by an improvement in free cash flow and the optimization of dividends paid in cash. The **ratio of net debt/EBITDA** was 2.40x on 31 March 2025 compared with 1.68x on 31 March 2024.

Return on Capital Employed (ROCE) came to 10.3% on 31 March 2025, down -5.2 points (-5.5 pts on an organic basis). This followed a decline in profitability of Group brands combined with ongoing strategic purchases of eaux-de-vie and investments that together weighed on capital employed.

At the annual general meeting to be held on 22 July 2025, the Board of Directors will propose payment of **an ordinary dividend of €1.5 per share—€1.0 in cash, and €0.5 with an option for payment in cash or in shares.**

(1) Wholesalers' sales to retailers.

2025-26 OBJECTIVES

In full-year 2025-26, Rémy Cointreau expects **sales to return to mid-single-digit growth on an organic basis**, driven primarily by a strong technical rebound in sales to the United States starting in the first quarter.

Due to expected phasing effects in the APAC (mainly China) and the Americas (United States) regions, the Group anticipates a return to organic growth in the second half of the year.

Excluding any increase in customs duties in China and the United States, the Group expects organic **growth in Current Operating Profit (COP) in the high single-digit to low double-digit range**.

To date, Rémy Cointreau estimates that the potential increase in duties could have a maximum gross impact of €100 million (**worst-case scenario**) on COP in 2025-26 (€60 million in China and €40 million in the United States). The Group **could use its action plans to offset up to 35% of this impact in 2025-26, thus holding the maximum net impact to €65 million** (€40 million in China and €25 million in the United States). Under this scenario, the Group would expect **an organic decline in COP** in the *mid-teen to high-teen* range.

These estimates are calculated based on the following assumptions:

- additional “anti-dumping” duties of 38.1% on cognac imports arriving in China
- customs duties of 20% on imports from the European Union and 10% from the UK and Barbados into the United States. Note that the Group factored in only 10% customs duties on all imports to the United States for April-June 2025, corresponding to the 90-day grace period

In a particularly volatile environment and based on its current scenario, the Group anticipates the following **adverse currency effects** full year:

- On Sales: between -€30 million and -€35 million
- On Current Operating Profit: between -€10 million and -€15 million

WITHDRAWAL OF 2029-30 GUIDANCE

Given the continued lack of macroeconomic visibility, the geopolitical uncertainties surrounding US-China tariff policies, and the absence to date of a recovery in the US market based on improving underlying trends (sell-out⁽¹⁾), Rémy Cointreau believes the conditions required to maintain its 2029-2030 targets are no longer in place.

As a result, the Group has opted to withdraw its objectives for 2029-30 originally issued in June 2020.

This decision also reflects the upcoming arrival of a new Chief Executive Officer, who will establish his own strategic roadmap while remaining aligned with the value strategy implemented by the Group for decades.

(1) Retailers' sales to consumers.

4

FINANCIAL RESULTS OF THE PAST FIVE YEARS

At 31 March (in € millions) (in units for the number of shares)	2025 ⁽¹⁾	2024	2023	2022	2021
1. Share capital at year-end					
Share capital	83.5	82.0	81.3	81.8	80.8
Number of shares in circulation	52,160,291	51,252,969	50,785,696	51,152,502	50,503,106
Maximum number of shares to be created through the conversion of bonds	-		-	-	-
2. Operations and results for the financial year					
Sales (excluding taxes)	18.8	18.5	25.1	22.7	20.2
Profit before tax, amortisation and provisions	7.9	175.5	153.4	168.1	129.8
Income tax	9.8	6.1	5.5	6.6	5.1
Profit after tax, amortisation and provisions	15.6	175.8	154.2	155.4	131.7
Dividends	78.2	102.5	152.4	145.8	93.4
3. Earnings per share (in €)					
Profit after tax, but before amortisation and provisions	0.34	3.54	3.12	3.42	2.67
Profit after tax, amortisation and provisions	0.30	3.43	3.04	3.04	2.61
Net dividend distributed per share	1.50	2.00	3.00	2.85	1.85
4. Employees					
Number of employees	-	-	-	-	-
Total payroll	-	-	-	-	-
Amount paid in employee benefits	-	-	-	-	-
Profit sharing (included in total payroll)	-	-	-	-	-

(1) Subject to approval of the Ordinary Shareholders' Meeting.

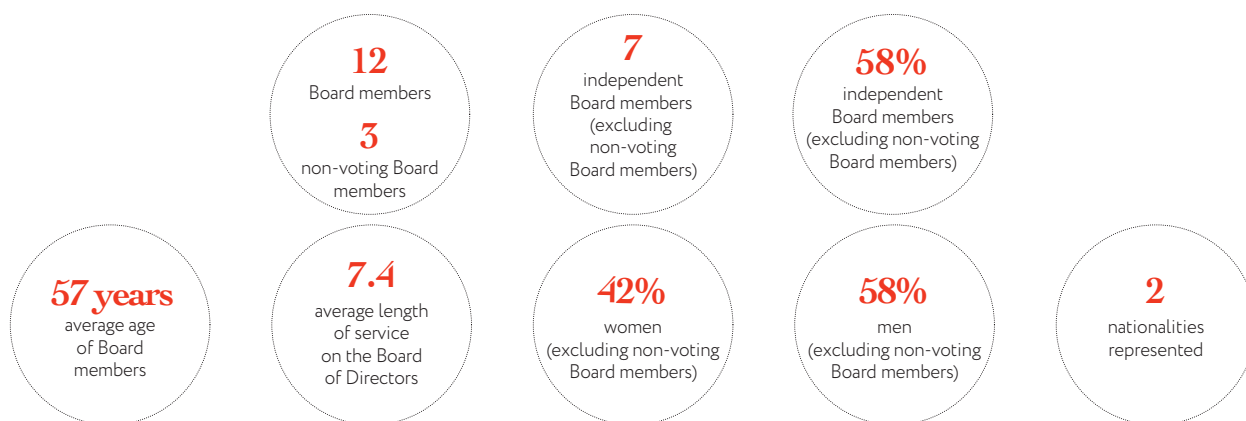
5

GOVERNANCE

COMPOSITION OF THE BOARD OF DIRECTORS

MEMBERS OF THE BOARD OF DIRECTORS
















COMPOSITION OF THE BOARD OF DIRECTORS



The Board of Directors' membership is organised to achieve a balance of experience, skills, independence and ethical behaviour, while respecting in overall terms the balanced representation of men and women on the Board of Directors and recognising the specific features of the shareholding of the Rémy Cointreau Group.

At 31 March 2025, the Board of Directors had 12 Board members and three non-voting Board members:

OVERVIEW OF THE BOARD OF DIRECTORS AT 31 MARCH 2025

	Gender	Age	Nationality	Number of shares	Independent Board member	First appointed	End of current term of office	Length of service on the Board	Member of a Board committee
Marie-Amélie de Leusse	F	47		12,935		24/07/2019	2025 SM	5 years and 8 months	
Elie Hériard Dubreuil	M	47		539		22/07/2021 20/11/2018	2027 SM	3 years and 8 months 2 years and 8 months Non-voting Board member	Chairman of the CSRC ⁽³⁾ NRC ⁽²⁾
Caroline Bois	F	48		4,687		24/11/2020 24/07/2019	2027 SM	4 years and 4 months 1 year and 5 months Non-voting Board member	AFC ⁽¹⁾ NRC ⁽²⁾
Hélène Dubrule	F	59		100	•	24/07/2019	2025 SM	5 years and 8 months	CSRC ⁽³⁾
Laure Hériard Dubreuil	F	48		105		26/07/2011	2026 SM	13 years and 8 months	
Olivier Jolivet	M	52		100	•	24/09/2013	2025 SM	11 years and 6 months	NRC ⁽²⁾ CSRC ⁽³⁾
Bruno Pavlovsky	M	62		100	•	29/07/2015	2027 SM	9 years and 8 months	Chairman of the NRC ⁽²⁾
Pierre Bidart	M	62		200	•	18/07/2024	2027 SM	8 months	AFC ⁽¹⁾
Marc Verspyck	M	59		100	•	22/07/2021	2027 SM	3 years and 8 months	AFC ⁽¹⁾
Alain Li	M	64		500	•	21/07/2022	2025 SM	2 years and 8 months	
Sonia Bonnet-Bernard	F	62		200	•	20/07/2023	2026 SM	1 year and 8 months	Chairwoman of the AFC ⁽¹⁾
Orpar SA (represented by Marc Hériard Dubreuil)	M	73		22,150,568,110		26/07/2016	2025 SM	8 years and 8 months	
NON-VOTING BOARD MEMBERS									
Dominique Hériard Dubreuil	F	78		2,884		07/09/2004	2025 Board	2 years and 8 months Non-voting Board member 17 years and 7 months	CSRC ⁽³⁾
François Hériard Dubreuil	M	76		126		24/11/2020 07/09/2004	2025 Board	3 years and 4 months Non-voting Board member 17 years and 3 months	
Jérôme Bosc	M	45		0		21/07/2022	2025 Board	2 year and 8 months	

(1) Audit-Finance Committee.

(2) Nomination and Remuneration Committee.

(3) Corporate Social Responsibility Committee.

OVERVIEW OF THE COMMITTEES AT 31 MARCH 2025

AUDIT-FINANCE COMMITTEE	NOMINATION AND REMUNERATION COMMITTEE	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE
4 members 75% independent	4 members 50% independent	4 members 50% independent
Sonia Bonnet-Bernard ♦★ Caroline Bois Pierre Bidart ♦ Marc Verspyck ♦	Bruno Pavlovsky ♦★ Caroline Bois Olivier Jolivet ♦ Elie Hériard Dubreuil	Elie Hériard Dubreuil ★ Olivier Jolivet ♦ Hélène Dubrule ♦ Dominique Hériard Dubreuil

♦ Independent Board member ★ Chairman/Chairwoman

All committees have a high number of independent Board members: 75% for the Audit-Finance Committee, 50% for the Nomination and Remuneration Committee and 50% for the Corporate Social Responsibility Committee. The Chairman or Chairwoman of each of these committees is independent. Only the Corporate Social Responsibility Committee, whose organisation is not regulated, is chaired by a non-independent Board member within the meaning of the AFEP-MEDEF Code.

Of these 12 Board members:

- five are from the reference shareholder, including four from the Hériard Dubreuil family (Marie-Amélie de Leusse, Elie Hériard Dubreuil, Caroline Bois, Laure Hériard Dubreuil) and Orpar SA, represented by Marc Hériard Dubreuil;
- seven are independent Board members: Hélène Dubrule, Sonia Bonnet-Bernard, Pierre Bidart, Olivier Jolivet, Bruno Pavlovsky, Marc Verspyck and Alain Li.

Three non-voting members, François Hériard Dubreuil, Dominique Hériard Dubreuil and Jérôme Bosc, represent the reference shareholder.

With regards to members elected by employees, the Company complies with the provisions of Article L. 225-27-1 of the French Commercial Code in this respect since it has no employees.

Procedure for the appointment of Board members

The Board of Directors is renewed on an annual rolling basis, so that renewal occurs as evenly as possible and the whole Board has been renewed at the end of a three-year period.

If one or more seats become vacant or if the Board wishes to expand or modify its membership, the Nomination and Remuneration Committee will determine the skills and experience required to fill the role based on its diversity policy and the skill requirements

identified mainly during the annual assessment of the operation of the board and committees.

The committee selects candidates, with the help of a designated recruitment firm if appropriate, and, following individual interviews with each member of the committee, introduces the selected candidate(s) to the Board of Directors, and asks the Shareholders' Meeting to approve their appointment.

The same procedure applies to the selection of non-voting Board members who are directly appointed by the Board, but without the need for ratification by the Shareholders' Meeting.

Onboarding procedure for Board members

New Board members benefit from an onboarding programme in the period following their appointment to learn the basics about the business lines, organisation, strategy, geographical positioning, product positioning, customers and financial and regulatory aspects of the Group. During this process, they meet the Chief Executive Officer, the Chief Financial Officer and the heads of the Group's divisions and business lines. They also take part in visits to the Group's sites.

Training for Board members

Each Board member may receive, if he or she deems it necessary, additional training on specific matters relating to the Group, its business lines and sectors of activity, including corporate social responsibility issues.

The members of the Board of Directors are, in their capacity as members of the CSR Committee, informed about sustainability matters that are relevant to the Group through the quarterly CSR committee meetings held by the CSR Department to monitor progress with targets and with the actions implemented by the Group.

Diversity policy of the Board of Directors

Policy criteria

Experienced and complementary Board members

Competence and experience in the financial arena, the luxury goods sector and the management of large international companies are the selection criteria for Board members. The Board members come from varied backgrounds and have complementary professional experience and skills. The presence of several members who are permanent residents in various other countries lends a welcome international and cultural dimension to the Board of Directors' work, either because they have performed a role outside of France during their career, or because they hold or have held one or more appointments in non-French companies.

The Board of Directors is careful to maintain a balance between Board members with historical knowledge of Rémy Cointreau and members who have joined the Board more recently. Diversification is achieved by ensuring that the proportion of independent Board members remains above the threshold of one third recommended by the AFEP-MEDEF Code.

These principles guide the Board member selection process.

Balanced representation of women and men on the Board of Directors

At 31 March 2025, five of the 12 members of Rémy Cointreau's Board of Directors were women, i.e. 42%. The Board of Directors is chaired by a woman and her deputy is also a woman. Two Board of Directors' committees have an equal number of male and female members. The Audit-Finance Committee is chaired by a woman.

Policy implementation

To implement this diversity policy, the Board of Directors refers to the yearly review of its work (for more details on the assessment of the Board of Directors, see section 3.2.5 of the 2024-2025 Universal Registration Document).

These gradual, phased reappointments are used to plan which skills to refresh or develop according to trends in the wine & spirits industry and the Company's markets.

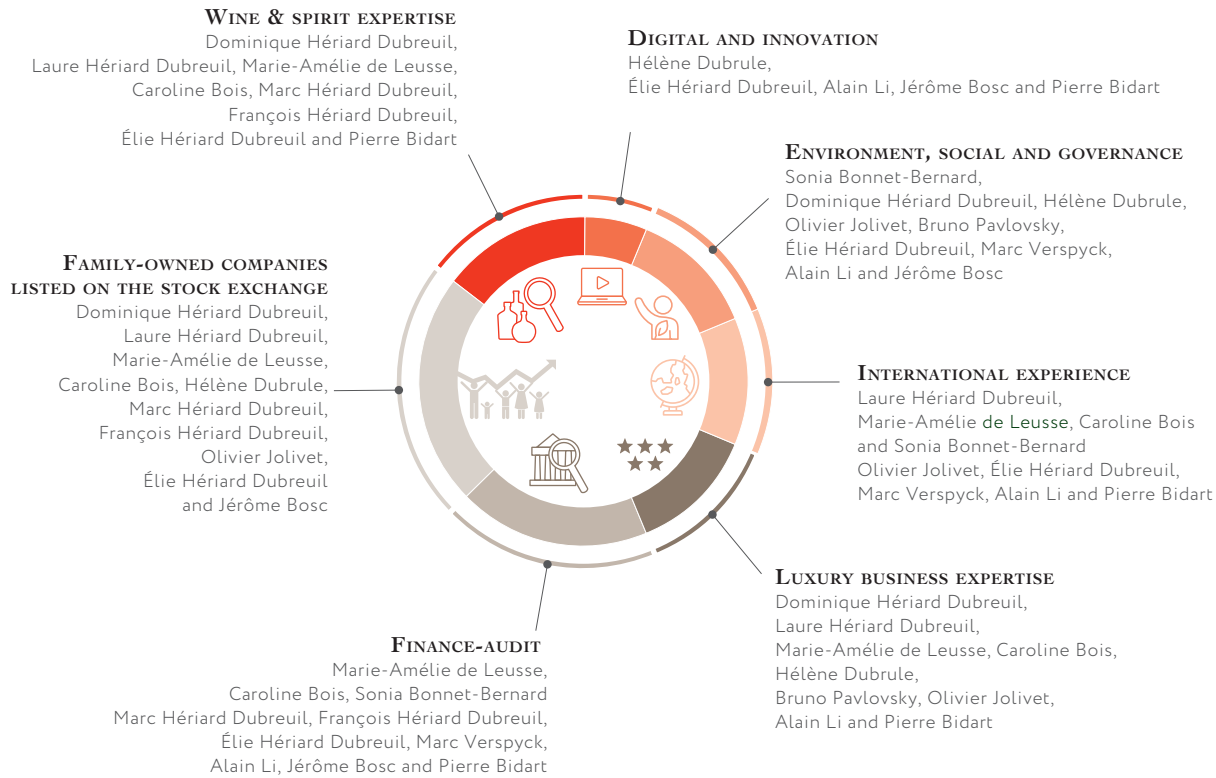
During the 2024-2025 financial year:

- The Board of Directors appointed Sonia Bonnet-Bernard as Chairwoman of the Audit-Finance Committee to replace Guylaine Saucier, thereby supporting gender diversity on the committee;
- With the appointment of Pierre Bidart, the Board of Directors is encouraging the presence of Board members who work abroad;
- The Board of Directors reappointed Dominique Hériard Dubreuil as a non-voting Board member and as a member of the Corporate Social Responsibility Committee, owing to her experience and in-depth knowledge of the Group's CSR and sustainable development issues;
- the percentage of independent members on the Board of Directors at 31 March 2025 was 58% (excluding non-voting Board members). This percentage remains significant for a Group that has a reference shareholder.

Diversity policy applied to senior management

- The Board of Directors also monitors the implementation of the Group's diversity policy, specifically as regards the balanced representation of men and women on the Group Executive Committee and in positions of greater responsibility.
- At 31 March 2025, four of the 10 members of the Group Executive Committee were women, i.e. 40%.
- For more information about the diversity policy applied within the Group's Executive Committee and, more generally, within the Group as a whole, see section 1.4.1.5 of the Universal Registration Document.

SKILLS MAP OF THE MEMBERS OF THE BOARD OF DIRECTORS AT 31 MARCH 2025



LIST OF APPOINTMENTS HELD BY THE BOARD MEMBERS AT 31 MARCH 2025

Board member profiles



MARIE-AMÉLIE DE LEUSSE

CHAIRWOMAN OF THE BOARD OF DIRECTORS SINCE 21 JULY 2022

French nationality, 47 years old

Date first appointed to the Board of Directors: 24 July 2019.

Date term of office expires: Shareholders' Meeting called to approve the 2025 financial statements.

Business address: Andromède SAS – 25, rue Balzac – 75008 Paris, France

Holds: 12,935 RC shares

After graduating in international finance from ESCP-EAP, Marie-Amélie de Leusse began her career with Société Générale Investment Banking in London. She then joined NM Rothschild & Sons, where she served in various roles within the Capital Goods team in the Mergers/Acquisitions department. Following this, she held management control positions at Rémy Cointreau⁽¹⁾.

PRINCIPAL APPOINTMENT OUTSIDE THE GROUP

- Deputy Chief Executive Officer of Andromède SAS

OTHER CURRENT APPOINTMENTS

- Chairwoman of the Supervisory Board of E. Rémy Martin & C° SAS
- Chairwoman of the Supervisory Board of Cointreau SAS
- Board member of Oeneo SA⁽¹⁾
- Member of the Appointments and Human Resources Committee (CNRH) of Oeneo SA⁽¹⁾
- Chief Executive Officer of Aletea 2 SAS
- Board member of Mount Gay Distilleries Ltd.
- Board member of Rémy Cointreau Libra SAS
- Representative of Rémy Cointreau Services SAS, Board member of Financière Rémy Cointreau SA/NV
- President of Rémy Cointreau Amérique
- President of Rémy Cointreau USA
- Independent Board member of TERACTION
- Vice-Chairwoman of the Board of Directors and Deputy Chief Executive Officer of Orpar SA
- Vice-President and Deputy Chief Executive Officer of Beauregard Holding

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Member of the Supervisory Board of Andromède SAS
- Member of the Management Board of Andromède SAS
- Non-voting Board member of Rémy Cointreau⁽¹⁾
- Vice-Chairwoman of the Board of Directors of Rémy Cointreau⁽¹⁾
- Vice-Chairwoman of the Board of Directors of Oeneo SA⁽¹⁾
- Non-voting Board member of the Supervisory Board and the Governance Committee of Ethifinance
- President of Cointreau SAS
- President of E. Rémy Martin & C° SAS
- Representative of E. Rémy Martin & C° SAS, President of Domaines de Rémy Martin SAS
- President of Rémy Cointreau Services SAS
- Representative of Rémy Cointreau Services SAS, Board member of Financière Rémy Cointreau SA/NV

(1) Listed company.



CAROLINE BOIS HÉRIARD DUBREUIL

VICE-CHAIRWOMAN OF THE BOARD OF DIRECTORS SINCE 21 JULY 2022

French nationality, 48 years old

Date first appointed to the Board of Directors: 24 November 2020.

Date term of office expires: Shareholders' Meeting called to approve the 2027 financial statements

Business address: Andromède SAS – 25, rue Balzac – 75008 Paris, France

Holds: 4,687 RC shares

A graduate of HEC and the MAP master's programme at INSEAD, Caroline Bois Hériard Dubreuil held various leadership positions in finance and project management at Freelance.com, Dictis, and International SOS from 1998, before joining the Rémy Cointreau Group ⁽¹⁾ in 2014 as Head of Group Management Control and Planning. She is currently Deputy Chief Executive Officer of Andromède.

PRINCIPAL APPOINTMENT OUTSIDE THE GROUP

- Deputy Chief Executive Officer of Andromède SAS

OTHER CURRENT APPOINTMENTS

- Member of the Audit-Finance Committee of Rémy Cointreau SA ⁽¹⁾
- Member of the Nomination and Remuneration Committee of Rémy Cointreau SA ⁽¹⁾
- Board member of Rémy Cointreau Libra SAS
- Chairwoman of the Board of Directors and Chief Executive Officer of Orpar SA
- Board member of Oeneo SA ⁽¹⁾
- Member of the Audit Committee of Oeneo SA ⁽¹⁾
- Chairwoman of the Famille Partage Espérance endowment fund
- Member of the Supervisory Board and member of the Audit and Risk Committee of EthiFinance SAS
- Board member of MdGroup (Microdrones)
- Deputy Chief Executive Officer and Board member of Beauregard Holding
- Member of the Strategy Committee of Delair SAS
- Member of the Strategy Committee of Alteia
- Member of the Strategy Committee of Retail VR
- Board member of The Webster
- Member of the Evolem Advisory Board (*comité des sages*)

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Non-voting Board member of Rémy Cointreau SA ⁽¹⁾
- Board member of Alantaya
- Non-voting Board member of Delair SAS

(1) Listed company.



HÉLÈNE DUBRULE

French nationality, 59 years old

Date first appointed to the Board of Directors: 24 July 2019.

Date term of office expires: Shareholders' Meeting called to approve the 2025 financial statements.

Business address: Rémy Cointreau – 21, rue Balzac – 75008 Paris, France

Holds: 100 RC shares

Hélène Dubrule graduated from HEC in 1987 and began her career at L'Oréal, where she held marketing and development positions for nearly ten years within the Consumer Goods Division and was later appointed Marketing Director within the L'Oréal Luxury Goods Division. In 2001, she also received a degree from Esmo fashion school in Seoul, where she lived for four years. For 22 years, she held various senior positions in the Hermès Group, where she was, in turn, International Marketing Director of Hermès Parfums, CEO of Hermès Soie et Textiles, CEO of Hermès Maison and President of Puijforcat. She then spent five years at the helm of the French market businesses as CEO of Hermès Distribution France. She also received the Sciences Po/IFA Board Director Certificate in 2017 and is a member of the IFA and Chapter Zero France.

PRINCIPAL APPOINTMENT OUTSIDE THE GROUP

- Member of the Supervisory Board of the Labruyère Group

OTHER CURRENT APPOINTMENTS

- None

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Chief Executive Officer of Hermès Distribution France



LAURE HÉRIARD DUBREUIL

French nationality, 48 years old

Date first appointed to the Board of Directors: 26 July 2011.

Date term of office expires: Shareholders' Meeting called to approve the 2026 financial statements.

Business address: 1220 Collins Avenue, Miami Beach, FL 33139, USA

Holds: 105 RC shares

A graduate of the Institute of Oriental Languages and Civilisations and of the Fashion Institute of Technology, since 2000 Laure Hériard Dubreuil has served in various senior roles at Philipps-Van Heusen in Hong Kong and at Gucci in Paris and New York. In 2006, she founded The Webster in Miami, a high-end multi-brand fashion store concept which has seen steady growth in the United States.

PRINCIPAL APPOINTMENT OUTSIDE THE GROUP

- Founder and CEO of The Webster

OTHER CURRENT APPOINTMENTS

- President of Laure HD Investissements SAS
- President of LHD LLC
- President and Chief Executive Officer of 1220 Collins Avenue, Inc.

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- None



PIERRE BIDART

French nationality, 62 years old
Date first appointed to the Board of Directors: 18 July 2024.
Date term of office expires: Shareholders' Meeting called to approve the 2027 financial statements.
Business address: HolBi & Partners GmbH, Dennlerstrasse 4, 8048 Zurich, Switzerland
Holds: 200 RC shares

Pierre Bidart is a graduate of HEC Paris and lives in Switzerland. He began his career in 1985 at Arthur Andersen, before moving to Ernst & Young as an audit partner (2003-2021). He was responsible for statutory audits and consultancy engagements for luxury, fashion, and wine and spirits groups, both in France (Louis Vuitton, LVMH, Emanuel Ungaro, Christian Louboutin, etc.) and abroad (Fendi, Ferragamo, etc.). Mr Bidart, representing Ernst & Young, was also a statutory auditor of Rémy Cointreau from July 2012 to July 2018.

As part of the Ernst & Young international network, he led audit digitalisation for the EMEIA region (with responsibility for 97 countries) from 2014 to 2018, and then led the transformation of the audit operational model within the Global Executive Layer from 2018 to 2021.

Since 2021, he has been founder and CEO of a Zurich-based consultancy firm providing management advisory services in the areas of transformation, digitalisation, change management, coaching and support in operational optimisation projects. He is also a senior advisor to the Ernst & Young global network on audit transformation in the insurance, banking and industrial goods sectors in a number of countries.

PRINCIPAL APPOINTMENT OUTSIDE THE GROUP

- Managing Partner and founder of HolBi & Partners GmbH, Zurich, Switzerland.

OTHER CURRENT APPOINTMENTS

- None

PREVIOUS APPOINTMENTS

- (held during the past five years and now ended)
- Partner at EY Audit France



OLIVIER JOLIVET

French nationality, 52 years old

Date first appointed to the Board of Directors: 24 September 2013.

Date term of office expires: Shareholders' Meeting called to approve the 2025 financial statements.

Business address: Como Holdings, 50 Cuscaden Road, #08-01 HPL Building, Singapore 249724

Holds: 100 RC shares

Olivier Jolivet is a graduate of the University of Westminster, the University of Munich and Ipag Nice. After a period at McKinsey's German subsidiary, Olivier Jolivet spent nearly 10 years with the Club Méditerranée Group, mainly in Asia-Pacific. A member of the Executive Committee, Olivier Jolivet was most recently Director of International Development & Construction. In 2008, he joined the Aman Group, where he served as the Group's Chairman and Chief Executive Officer in Singapore then London until December 2016. Since January 2017, Mr Jolivet has been Chairman and Chief Executive Officer of Como Holdings (a multi-brand family office in the luxury goods sector) based in Singapore.

PRINCIPAL APPOINTMENT OUTSIDE THE GROUP

- Chairman and Chief Executive Officer of Como Group

OTHER CURRENT APPOINTMENTS

- Director of Como Holdings Pte Ltd. (Singapore), Leisure Ventures Pte Ltd. (Singapore), Olympia Partners Pte Ltd. (Singapore), HPL Olympia Pte Ltd. (Singapore), The Dempsey Cookhouse Pte Ltd. (Singapore), Venus Assets Sdn Bhd (Malaysia), Orchid Resorts Management Pvt Ltd. (Maldives), IVPL Ltd. (Maldives), Como Hotels & Resorts Pty Ltd. (Australia), PT Begawan Giri Estate (Indonesia), PT Shambala Payangan Indah (Indonesia), PT Villa Bukit Lestari, PC Caicos Ltd., Caicos Holdings Limited, PC Hotel Management Ltd., Caicos Utilities Ltd., ISL Caribbean Projects (Holdings) Ltd., ISL Caribbean Projects Ltd., The Parrot Cay Club Ltd., Dundee Holdings Ltd., Como Traymore LLC, Castello Di Modanella Srl Azienda Agricola, Castello Del Nero S.p.A, Leisure Ventures Europe Limited, Como Holdings (Europe) Limited, Alpina Dolomites SRL

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Chairman and Chief Executive Officer of Société Nouvelle de L'Hôtel Bora Bora (French Polynesia).
- Director of Amanresorts Limited (Hong Kong), Amanresorts Limited (British Virgin Islands), Amanproducts Limited (British Virgin Islands), Amanresorts Services Limited (British Virgin Islands), Amanresorts International Pte Ltd. (Singapore), Andaman Development Co., Ltd. (Thailand), Andaman Resorts Co. Ltd. (Thailand), Andaman Thai Holding Co., Ltd. (Thailand), ARL Marketing Ltd. (British Virgin Islands), Balina Pansea Company Limited (British Virgin Islands), Bhutan Resorts Private Limited (Bhutan), Bodrum Development Limited (British Virgin Islands), Gulliver Enterprises Limited (British Virgin Islands), Hotel Finance International Limited (British Virgin Islands), Hotel Sales Services (Private) Limited (Sri Lanka), Jalisco Holdings Pte. Ltd. (Singapore), Lao Holdings Limited (British Virgin Islands), LP Hospitality Company Limited (Laos), Maha Holdings Limited (Bermuda), Marrakech Investment Limited (British Virgin Islands), Naman Consultants Limited (British Virgin Islands), NOH Hotel (Private) Limited (Sri Lanka), Palawan Holdings Limited (British Virgin Islands), Phraya Riverside (Bangkok) Co., Ltd. (Thailand), Princiére Resorts Ltd. (Cambodia), International Private Limited (India), Heritage Resorts Private Limited (India)



BRUNO PAVLOVSKY

French nationality, 62 years old

Date first appointed to the Board of Directors: 29 July 2015.

Date term of office expires: Shareholders' Meeting called to approve the 2027 financial statements.

Business address: 12, rue Duphot – 75001 Paris, France

Holds: 100 RC shares

Bruno Pavlovsky is a graduate of École Supérieure de Commerce de Bordeaux (Bordeaux Management School) and holds an MBA from Harvard University. Mr Pavlovsky began his career in 1987 as an Audit-Organisation consultant for Deloitte. In 1990, he joined the Chanel Group where he was Administrative and Fashion Director until 1998, then CEO in charge of Fashion (Haute-Couture, Ready-to-Wear, Accessories) until 2004. He has been President of Paraffection since January 2003, President of the Fashion business since January 2004, President of Chanel SAS since 2018 and President of Eres since July 2007. Bruno Pavlovsky is also Chairman of the French trade association Chambre Syndicale du Prêt-à-Porter des Couturiers et des Créateurs de Mode and Chairman of the Fondation de l'Institut Français de la Mode.

PRINCIPAL APPOINTMENTS OUTSIDE THE GROUP

- President of Global Fashion at Chanel.
- President of Chanel SAS.

OTHER CURRENT APPOINTMENTS

- Board member of Accor⁽¹⁾.
- President of Chanel Coordination, A.C.T.3, Ateliers de May, Barrie France, Desrues, Eres, Établissements Bodin Joyeux, Gant Causse, Goossens Paris, Hugotag Ennoblement, Le Creuset d'Art, Lemarié, Les Ateliers de Verneuil-en-Halatte, Les Moulinsages de Riotord, Lesage Intérieurs, Lesage Paris, Maison Massaro, Maison Michel, Manufactures de Mode, Mégisserie Richard, Montex, Paloma, Paraffection, Partois, Tanneries Haas, Settelile, Orlebar Brown France, L'Atelier des Matières, Défiluxe SAS, 19M, Filatures du Parc, Ready To Care, Atelier Dynale, Nevold (formerly Célofilde), Domcia Production, Etablissements Gonthiez Frères, Tour2Main (formerly Maroquinerie de Juin), Marque Mod, Pavliaux, FilenAiguille (formerly Perséphone Couture), Beynat & Janniaux Maroquinié (formerly Maroquinerie de Champagne), PR 3, Société de Confection de Sully, Atelier H, Borlis, Gabrielle Holding, Haspolo, Sophan
- *Presidente Consiglio Amministrazione* of Vimar 1991 S.r.l. (formerly Biella Filatura S.r.l.), Conceria Gaiera Giovanni S.p.A. (Italy), Cellini 04 R.E. S.r.l. (Italy), Nillab Manifatture Italiane S.p.A. (Italy), Manufactures De Mode Italia S.r.l. (Italy), Conceria Samanta S.r.l. (Italy), Calzaturificio Gensi Group S.r.l. (Italy), FCL S.r.l. (Italy), Paima S.p.A. (Italy), FashionArt S.p.A. (Italy), Biseta S.p.A. (Italy), Mabi International S.r.l. (Italy), Chanel Coordination S.r.l. (Italy), Roveda S.r.l. (Italy), Immobili Rosmini S.r.l. (Italy), Grey Mer S.p.A., Newmal Lab S.r.l. (Italy)
- *President consejero* of Colomer Leather group s.l.u. (Spain)
- General Manager of N&B Société Civile, SCI N&B Terrasse, SCI N&B Saint Georges, SCI N&B Bassussary, SCI N&B Penthièvre, SCI N&B Jardin Public, SCI N&B Duphot, SCI Odace, SCI Onurb, SCI Sarouleagain, SCI Sûrdesoie, SCI Manaso, SCI Jolimoy, SCI Peau Luxe, SCI CépaduLUXE, SCI Veauldétour, SCI Ratafia, SCI N&B Anglet
- Managing Director of Lizarrieta
- Manager of Eres Belgique SPRL (Belgium)
- Director of Chanel Limited (UK), Barrie Knitwear Limited (UK), Eres Fashion UK Limited (UK), Eres Paris S.L. (Spain), Orlebar Brown Limited (UK), International Metal And Jewelry Co., Ltd. (Thailand), Goossens UK Limited, Ultimate Yarns & Fibres Limited (UK), Vastrakala Exports Private Limited (India), Maison Michel UK Limited, Ultimate Yarns & Fibres Mongolia LLC (Mongolia), Metal Jewelry (Cambodia) Co., Ltd (Cambodia)
- Managing Director of Eres GmbH (Germany)
- President of Eres U.S. Inc. (USA)
- Board member of Tsagaan Yamaat Cashmere LLC (Mongolia)
- Member of the Strategy Committee of Éts Denis et Fils, Tanneries Haas
- Supervisor of Manufactures de Mode Shanghai Management Consultancy (China)
- Representative of Eres (France), Manager of Eres Moda ve Lüks Tüketim Ürünleri Limited Sirketi (Turkey)

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- President of Manufacture de Cuir Gustave Degermann, La Forme, Fyma Production, Coco
- General Manager of Établissements Legeron Clerjeau Tissot, SCI Brunic
- Member of the Strategy Committee of Les Moulinsages de Riotord

(1) Listed company.



MARC VERSPYCK

French nationality, 59 years old

Date first appointed to the Board of Directors: 22 July 2021.

Date term of office expires: Shareholders' Meeting called to approve the 2027 financial statements.

Business address: 21, avenue Georges V, 75008 Paris, France

Holds: 100 RC shares

Marc Verspyck is a graduate of ESCP and holds a DESS from the University of Paris-Dauphine. He began his career at Air Inter as a product manager, before heading up the ground handling division in 1994. Three years later, he joined the Group Finance department of Air France in the financing division, and in 2005 he became head of subsidiaries and equity investments. From 2007 to 2013, he was Senior Vice President, Corporate Finance of the airline and later on, from 2013 to 2019, Chief Operating Officer, Economy and Finance. He is a company director, has served as a representative on professional bodies and is the author of several articles on corporate finance.

In 2022-2023, he was Chief Financial Officer of the Redland group (Sipromad/Phenixya Thomson Broadcast/GatesAir). He joined the airline Amelia as Deputy Chief Executive Officer at the end of 2023.

OTHER CURRENT APPOINTMENTS

- Deputy CEO of Amelia
- President of Managabin SAS
- Member of the Supervisory Board of Aéroport de Bordeaux, Chairman of the Audit-Compliance-Risk Committee

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Member of the Board of Directors of Amadeus⁽¹⁾
- Chairman and Chief Executive Officer of Air France Finance
- Board member of Hop!
- Board member of Servair

(1) Listed company.



ELIE HÉRIARD DUBREUIL

French nationality, 47 years old

Date first appointed as a Board member: 22 July 2021.

Date term of office expires: Shareholders' Meeting called to approve the 2027 financial statements.

Business address: Andromède SAS, 25, rue Balzac, 75008 Paris, France

Holds: 539 RC shares

A graduate of École Nationale de la Statistique et de l'Administration Économique (ENSAE), Elie Hériard Dubreuil began his career in structured finance and credit risk modelling at Fitch Ratings, before honing his expertise in investment banking at CDC IXIS and the Caisse d'Épargne Group. For more than 12 years, he held various global positions at S&P Global, where he was responsible for ratings and methodology for sovereigns, supranational bodies and financial institutions. In 2018 and 2019, he co-managed Beyond Ratings, an innovative rating agency integrating sustainable development, before taking over the management of EthiFinance, a European rating, research and consulting agency supporting sustainable finance.

In July 2022, Elie Hériard Dubreuil became President of Andromède SAS.

PRINCIPAL APPOINTMENT OUTSIDE THE GROUP

- President of Andromède SAS.

OTHER CURRENT APPOINTMENTS

- Vice-Chairman of the Board of Directors of Oeneo SA ⁽¹⁾
- Chairman of the CSR Committee of Oeneo SA ⁽¹⁾
- Chairman of the Supervisory Board of EthiFinance SAS
- Chairman of the Board of EthiFinance Ratings SL
- Chairman of the Rémy Cointreau CSR Committee ⁽¹⁾
- Member of the Rémy Cointreau Nomination and Remuneration Committee ⁽¹⁾
- Board member of MdGroup (Microdrones)
- Board member of Orpar SA
- Deputy Chief Executive Officer and Board member of Beauregard Holding
- Chairman of the Irini association
- Board member of Koosmik Corp.
- Non-voting member of the Strategy Committee of Delair SAS

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Non-voting Board member of Oeneo SA ⁽¹⁾
- Non-voting member of the Supervisory Board of Andromède SAS
- President of Qivalio and EthiFinance SAS
- Deputy Chief Executive Officer of Andromède SAS

(1) Listed company.



ORPAR SA

Date first appointed to the Board of Directors: 26 July 2016

Date term of office expires: Shareholders' Meeting called to approve the 2025 financial statements.

Business address: Rue Joseph Pataa, Ancienne Rue de la Champagne – 16100 Cognac, France

Orpar holds: 22,150,568 RC shares

Its representative, Marc Hériard Dubreuil, holds: 110 RC shares

Orpar is the Group's main shareholder. At 31 March 2025, it held more than a third of Rémy Cointreau's ⁽¹⁾ share capital and over 45% of the voting rights. Orpar's permanent representative is Marc Hériard Dubreuil.

A graduate of ESSEC, Marc Hériard Dubreuil began his career at General Food and Leroy Somer. He was notably Chairman of Rémy Martin and Rémy & Associés, then Chief Executive Officer of Rémy Cointreau ⁽¹⁾ from 1990 to 2000. He served as Chairman and Chief Executive Officer of Oeneo SA ⁽¹⁾ from 2004 to 2014 and then as Chairman of the Board of Directors of Oeneo SA from November 2014 to October 2016. Marc Hériard Dubreuil was Chairman of the Board of Directors of Rémy Cointreau from 2017 to 2022.

PRINCIPAL APPOINTMENTS OUTSIDE THE GROUP

- Non-voting Board member of Andromède SAS
- Non-voting Board member of Oeneo SA ⁽¹⁾
- Chairman of LVL 2 SAS

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Chairman of the Board of Directors of Rémy Cointreau SA
- Chairman of the Board of Directors of Webster USA, Inc.
- Chief Executive Officer of Andromède SAS
- Vice-Chairman, Deputy Chief Executive Officer and Board member of Orpar SA
- President of Rémy Cointreau Services SAS
- Non-Executive President of Rémy Cointreau Amérique Inc.
- President of Rémy Cointreau USA Inc.
- Representative of Rémy Cointreau Services SAS, President of Rémy Cointreau Libra SAS
- Representative of Rémy Cointreau Services SAS, President of Rémy Cointreau International Marketing Services SAS
- Representative of Rémy Cointreau Services SAS, Chairman of Storeco SAS
- Representative of Rémy Cointreau Services SAS, Board member of Financière Rémy Cointreau SA/NV
- Representative of Rémy Cointreau Services SAS, President of Joint Marketing Services SAS

(1) Listed company.



ALAIN LI

French and Hong Kong nationality, 64 years old

Date first appointed to the Board of Directors: 21 July 2022.

Date term of office expires: Shareholders' Meeting called to approve the 2025 financial statements.

Business address: 6F, Jardine House, 1 Connaught Place, Hong Kong

Holds: 500 RC shares

A graduate of City, University of London, with a degree in economics and accounting and a Fellow of The Institute of Chartered Accountants in England and Wales, Alain Li began his career at Bristol Myers as a financial analyst, and was later appointed Project Manager in Japan. Three years later, after serving at GE as Financial Controller Europe, he joined the Group Finance department of RISO EMEA before taking over as Chairman. In 2001, he became Chief Financial Officer and Chairman of IDT International before joining Richemont in 2006 as CEO of APAC.

OTHER CURRENT APPOINTMENTS

- Member of the Advisory Board of Phillips Asia
- President of the French Chamber of Commerce in Hong Kong and Macao
- Senior Advisor at SIA Partners
- Member of the Board of Directors of Las Vegas Sands
- Member of the Board of Directors of Dynasty Fine Wines Group Limited

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- None



SONIA BONNET-BERNARD

French nationality, 62 years old

Date first appointed to the Board of Directors: 20 July 2023.

Date term of office expires: *Shareholders' Meeting called to approve the 2026 financial statements.*

Business address: 60 rue de Longchamp, 92200 Neuilly sur Seine, France

Holds: 200 RC shares

A graduate of the University of Paris IX-Dauphine in accounting and finance, Sonia Bonnet-Bernard began her career at Salustro in 1985, followed by Constantin in New York (1989-1990). A specialist in national and international accounting standards, she was successively Director of International Relations of the Order of Chartered Accountants (1990-1996), then General Delegate of the Arnaud Bertrand Committee (now the EIP Department of the CNCC), coordinating the positions of major audit firms in France (1996-1997).

She has been a lecturer at the University of Paris IX-Dauphine (general accounting) and at the IAE de Poitiers (comparative accounting).

Sonia Bonnet-Bernard joined Ricol Lasteyrie Corporate Finance in 1998 as Managing Partner, in charge of independent appraisal, valuation, accounting consultancy and litigation support assignments.

She became a partner in EY following the merger in 2015 between Ricol Lasteyrie Corporate Finance and the EY Group.

In May 2020, she set up A2EF, a company specialising in independent financial appraisal and valuation.

She is a chartered accountant, statutory auditor, sustainability auditor and a legal expert with the Paris Court of Appeal.

PRINCIPAL APPOINTMENT OUTSIDE THE GROUP

- Chairwoman: A2EF (Associés en Évaluation et Expertise Financière)

OTHER CURRENT APPOINTMENTS

- Board member: Crédit Agricole SA - Chairwoman of the Audit Committee - Member of the Risk Committee
- Board member: Crédit Agricole CIB - Chairwoman of the Audit Committee - Member of the Risk Committee - Member of the Appointments and Governance Committee
- Chairwoman: Ima France
- Honorary Chairwoman and Board member: Société Française des Évaluateurs (SFEV)
- Vice-Chairwoman: Professional Association of Independent Experts (APEI)

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Partner at EY Transaction Advisory Services (TAS) (2015-2020)
- Former member of the French Accounting Standards Board (ANC) and Chairwoman of the Private Accounting Standards Committee (2009-2020)



FRANÇOIS HÉRIARD DUBREUIL

French nationality, 76 years old

Date first appointed to the Board of Directors: 7 September 2004.

Date term of office expires: July 2025.

Business address: Andromède SAS – 25, rue Balzac – 75008 Paris, France

Holds: 126 RC shares

François Hériard Dubreuil holds a Master of Science degree from the University of Paris and an MBA from INSEAD. He has been a corporate officer of the Company since December 1991. He was notably Chairman of Rémy Martin from 1984 to 1990 and Chief Executive Officer of Rémy Cointreau ⁽¹⁾ from 1990 to 2000, then Chairman of its Supervisory Board from 2000 to 2004 and Chairman of the Board of Directors from November 2012 to September 2017. François Hériard Dubreuil is a member of the INSEAD French Council and Chairman of the INSEAD Foundation.

OTHER CURRENT APPOINTMENTS

- Board member and Vice-Chairman of the Board of Directors of Andromède SAS
- Member of the Investment Committee of Andromède SAS
- Non-voting Board member of Oeneo SA ⁽¹⁾
- President of Financière de Nonac 2 SAS
- Chairman of the Abbaye de Bassac Foundation

APPOINTMENTS WITHIN THE RÉMY COINTREAU GROUP

- Director of Rémy Cointreau Concord Limited
- Director of Rémy Cointreau Pacifique Limited
- Board member of Dynasty Fine Wines Group Limited

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Chairman of the Board of Directors of Andromède SAS
- Chairman and Chief Executive Officer of Orpar SA
- Representative of Orpar, Chairman of Récopart SAS
- Chairman of the INSEAD Foundation
- Non-Executive President of Rémy Cointreau Amérique, Inc.

(1) Listed company.



DOMINIQUE HÉRIARD DUBREUIL

French nationality, 78 years old

Date first appointed to the Board of Directors: 7 September 2004.

Date term of office expires: July 2025.

Business address: Andromède SAS – 25, rue Balzac – 75008 Paris, France

Holds: 2,884 RC shares

Dominique Hériard Dubreuil is a Public Relations graduate of IRPCS and has been a corporate officer of the Company since December 1991. She was notably Chairwoman of the Board of Directors of Rémy Cointreau ⁽¹⁾ from 1998 to 2000 and subsequently Chairwoman of the Management Board from 2000 to 2004 and Chairwoman of the Board of Directors of Rémy Cointreau ⁽¹⁾ from 2004 to 2012. Dominique Hériard Dubreuil is a Commander of the Legion of Honour and a Commander of the National Order of Merit.

PRINCIPAL APPOINTMENTS OUTSIDE THE GROUP

- Board member of Andromède SAS
- Member of the Governance Committee of Andromède SAS

APPOINTMENTS WITHIN THE RÉMY COINTREAU GROUP

- President of the Rémy Cointreau Foundation
- Director of Mount Gay Holding
- Member of the CSR Committee of Rémy Cointreau SA ⁽¹⁾

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- Member of the Investment Committee of Andromède SAS
- Board member of the French Federation of Wine and Spirits Exporters (Fédération des Exportateurs de Vins et Spiritueux – FEVS)
- Board member of Bolloré SE ⁽¹⁾
- Board member of Orpar SA
- Member of the Supervisory Board of Quivalo/EthiFinance
- President of E. Rémy Martin & C° SAS
- President of Cointreau SAS
- Representative of E. Rémy Martin & C° SAS, President of Domaines Rémy Martin SAS
- Chairwoman of the CSR Committee of Rémy Cointreau SA ⁽¹⁾
- Board member of Fondation 2^{ème} Chance

(1) Listed company.



JÉRÔME BOSC

French nationality, 45 years old

Date first appointed as a non-voting Board member: 21 July 2022.

Date term of office expires: July 2025.

Business address: 131, boulevard Malesherbes, 75017 Paris, France

With an MBA in Hospitality Management obtained as part of a double degree from Cornell University (United States) and ESSEC, Jérôme Bosc began his career in consulting at Accenture where he participated in numerous assignments in France and abroad. In 2008, he joined CBRE, a leading player in commercial real estate, to head the consulting department dedicated to large users. At the same time, Jérôme Bosc obtained a Master's degree in real estate management from ESSEC in 2012 and became a member of the RICS (Royal Institution of Chartered Surveyors). In 2016, he left CBRE to found Alboran. This group is developing a portfolio of hotels and offers a complete platform of services to the hotel industry, from investment to the operation of establishments. The group currently owns and operates a portfolio of 28 hotels in France.

OTHER CURRENT APPOINTMENTS

- Chairman of the Board of Directors of Andromède SAS
- President of the Alboran hotel group and its subsidiaries
- President of Atrim
- President of Jecibo
- General Manager of Jecimo 1, Jecimo 2 and Loumane

PREVIOUS APPOINTMENTS

(held during the past five years and now ended)

- None

Independence of the Board of Directors

The process of assessing the independence of the Company's Board members is implemented by the Nomination and Remuneration Committee. On the recommendation of this committee, once a year the Board of Directors reviews the situation of each Board member in light of the independence criteria set out in the AFEP-MEDEF Code.

A Board member is classified as independent when he or she has no relationship of any kind with the Company, its Group or its management that may interfere with his or her freedom of judgement.

On 3 June 2025, the Board of Directors adopted the following list of Board members classified as independent as at 31 March 2025:

Hélène Dubrule, Sonia Bonnet-Bernard, Pierre Bidart, Olivier Jolivet, Bruno Pavlovsky, Marc Verspyck, Alain Li.

The table below summarises the results of the process of assessing the independence of Board members (excluding non-voting Board members) in light of the criteria set out in the AFEP-MEDEF Code.

	Employee or Executive Director	Absence of cross- directorships	Business relationships	Family ties	Statutory Auditors	12 years on the Board	Classification
Marie-Amélie de Leusse	Yes	Yes	No	Yes	No	No	Non-independent
Caroline Bois	Yes	Yes	No	Yes	No	No	Non-independent
Sonia Bonnet-Bernard	No	Yes	No	No	No	No	Independent
Elie Hériard Dubreuil	Yes	Yes	No	Yes	No	No	Non-independent
Hélène Dubrule	No	Yes	No	No	No	No	Independent
Laure Hériard Dubreuil	No	Yes	No	Yes	No	No	Non-independent
Olivier Jolivet	No	Yes	No	No	No	Yes	Independent
Bruno Pavlovsky	No	Yes	No	No	No	No	Independent
Pierre Bidart	No	Yes	No	No	No	No	Independent
Marc Verspyck	No	Yes	No	No	No	No	Independent
Orpar SA (represented by Marc Hériard Dubreuil)	Yes	Yes	No	Yes	No	No	Non-independent
Alain Li	No	Yes	No	No	No	No	Independent

The Board of Directors is regularly informed of the independence status of each of its members.

Changes in the composition of the Board of Directors and committees after the Shareholders' Meeting of 22 July 2025

The Board of Directors, at its meeting of 3 June 2025, on the recommendation of the Nomination and Remuneration Committee, decided to submit the following resolutions regarding the composition of the Board to the Shareholders' Meeting of 22 July 2025:

Renewal of the terms of office of four Board members

- Hélène Dubrule and Alain Li as independent Board members;
- Marie-Amélie de Leusse and Orpar SA as Board members representing the reference shareholder.

Their terms of office would be renewed for a period of three years, i.e. expiring at the end of the Shareholders' Meeting called to approve the financial statements for the financial year ending on 31 March 2028.

Hélène Dubrule, 59 years old, has sat on the Rémy Cointreau Board of Directors as an independent Board member since 24 July 2019. The Board of Directors considers that Hélène Dubrule's involvement in the work of the Board of Directors and the CSR Committee, of which she is a member, her deep understanding of the Group's issues and strategy, her broad knowledge of the luxury sector, the international perspective that her work with global brands has given her, her understanding of the issues faced by listed, family-owned companies and her interest in CSR and sustainable development topics make her well-equipped to continue in her role as an independent Board member.

If she is reappointed as a Board member, Hélène Dubrule will continue to serve as a member of the Corporate Social Responsibility Committee.

Alain Li, 65 years old, was CEO of APAC with Richemont from 2006 until 2023, the year of his retirement. Since then, he has taken over the presidency of the French Chamber of Commerce and Industry in Hong Kong. He is also a director of Las Vegas Sands and Dynasty Fine Wines. He has served on the Board of Directors since 21 July 2022. The Board of Directors believes that his significant experience in CEO and CFO roles, working in Asia and in the luxury sector, and his multicultural background, make him well-equipped to continue in his role as an independent Board member.

If he is reappointed as a Board member, Alain Li will be appointed as a member of the Nomination and Remuneration Committee.

Marie-Amélie de Leusse, 47 years old, is Deputy Chief Executive Officer of Andromède SAS. Marie-Amélie de Leusse has been a member of the Rémy Cointreau Board of Directors since 24 July 2019 and has chaired the Board since 21 July 2022. The Board of Directors believes that the particularly high quality of the leadership of the Board during her term of office, her experience in the wine and spirits industry and her in-depth knowledge of the luxury industry and the Group's teams make her well-equipped to continue in her role as a Board member.

If she is reappointed as a Board member, Marie-Amélie de Leusse will continue to serve as Chairwoman of the Board of Directors.

In her capacity as representative of the reference shareholder, Marie-Amélie de Leusse does not qualify as an independent Board member.

Orpar SA, a holding company owned by Andromède SAS, the reference shareholder of the Company, which holds more than a third of Rémy Cointreau's share capital and more than 45% of its voting rights. Orpar, a legal entity, will be represented by Jérôme Bosc.

A biography of these Board members (including details of the appointments held) is provided on pages 164, 168, 169 and 170 of this document.

Appointment of a Board member

- Appointment of **Jessica Spence** as a Board member, replacing Olivier Jolivet, who has notified the Board of Directors that, for personal

reasons, he will not be seeking reappointment as a Board member at the end of this Shareholders' Meeting.

Jessica Spence, 49 years old, of UK and Luxembourg nationality, is President of Edgewell Personal Care's North America business, leading the company's commercial operations in Canada and the United States, its biggest and most profitable market. She brings 25 years of global spirits and consumer products experience across both commercial and brand-building roles. Most recently, she was Suntory Global Spirits' first President of Brands, where she led the company's strategy to unleash the full potential of its iconic brands by transforming the operating model to a global, brand-led model that delivers on the company's premiumisation and growth ambitions. Jessica became President of North America in January 2023. She joined Suntory in 2019 from Carlsberg Group, where she served as Executive Vice President, Chief Commercial Officer, overseeing the company's global marketing, sales, insights, R&D and innovation functions. She previously served as Carlsberg's Vice President Commercial for Asia based in Hong Kong. Jessica has a Master of Arts in Philosophy from the University of Cambridge, a Post Graduate Diploma in Economics from the London School of Economics & Political Science and an MBA from INSEAD. She is a member of the Fortune Most Powerful Women network and WomenCorporateDirectors, a community of women corporate board directors.

The Board of Directors will therefore count among its independent Board members an individual with a multi-cultural background who has significant experience in the US market and the global wine and spirits sector.

Composition of the Board of Directors' committees after the Shareholders' Meeting of 22 July 2025

At the end of the Shareholders' Meeting of 22 July 2025 and subject to the approval of the resolutions put to a vote:

The Board of Directors will be composed of 12 Board members and three non-voting Board members and will have the following characteristics (excluding non-voting Board members):

- the percentage of independent members on the Board of Directors (58%) will remain higher than that recommended by the AFEP-MEDEF Code, particularly for a company with a reference shareholder; and
- the percentage of women (50%) will be in line with the legal requirement of at least 40%.

The composition of the Board of Directors' committees will be modified as follows:

- Nomination and Remuneration Committee: appointment of Alain Li, replacing Olivier Jolivet;
- Corporate Social Responsibility Committee: appointment of Jessica Spence, replacing Olivier Jolivet;
- The composition of the Audit-Finance Committee will remain unchanged.

OVERVIEW OF THE COMMITTEES AT 22 JULY 2025

**AUDIT-FINANCE
COMMITTEE****4 members****75% independent**

Sonia Bonnet-Bernard ♦★

Caroline Bois

Marc Verspyck ♦

Pierre Bidart ♦

**NOMINATION AND
REMUNERATION COMMITTEE****4 members****50% independent**

Bruno Pavlovsky ♦★

Caroline Bois

Alain Li ♦

Elie Hériard Dubreuil

**CORPORATE SOCIAL
RESPONSIBILITY COMMITTEE****4 members****50% independent**

Elie Hériard Dubreuil ★

Jessica Spence ♦

Hélène Dubrule ♦

Dominique Hériard Dubreuil

♦ Independent Board member ★ Chairman/Chairwoman

6

COMPENSATION AND BENEFITS

PRINCIPLES AND RULES GOVERNING THE COMPENSATION AND BENEFITS AWARDED TO EXECUTIVE DIRECTORS AND BOARD MEMBERS

The overall compensation paid to Executive and Non-Executive Directors is set by the Board of Directors, which decides on the basis of recommendations issued by the Nomination and Remuneration Committee. The committee, composed of two independent Board members, ensures that each component of compensation responds to a clear objective that is fully in line with the strategy and interests of the business.

Regardless of income category, the objective of the Nomination and Remuneration Committee is to recommend an overall compensation package that is both competitive and attractive. To that end, it draws on objective studies of the compensation offered by companies comparable to Rémy Cointreau in the appropriate market, carried out by external experts.

The committee issues its recommendations on all the items comprising the overall compensation package, including:

- fixed compensation:
The fixed portion of compensation is determined according to the responsibilities of the Executive Directors concerned.
A survey is regularly carried out with the help of specialist consultancy firms to examine how the Company's executive compensation structure compares with that of other SBF 120 companies for similar positions;
- annual variable compensation (bonus):

For several years, the Board of Directors has set out a procedure for calculating the variable portion of executive compensation so that it acts as an incentive while remaining fair. This procedure is based on ambitious quantitative, qualitative and Corporate Social Responsibility criteria that ensure that compensation is in line with the Group's performance.

This variable portion is expressed as a percentage of annual fixed compensation. It can range from 0% to 100% if the quantitative and qualitative objectives are achieved (on target), or up to 155% in the case of exceptional financial performance exceeding the targets set. The criteria are regularly reviewed and amended from time to time. At its meetings of 5 June and 18 July 2024, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, reviewed the quantitative and qualitative criteria for 2024-2025 and selected the following elements:

Quantitative criteria

Four quantitative criteria based on financial performance (equivalent to 50%):

- current operating profit (consolidated);
- cash flow generation;
- consolidated net profit (loss) (excluding non-recurring items);
- ROCE (return on capital employed).

These same criteria also apply to all members of the Executive Committee.

Individual qualitative criteria and CSR

Four qualitative criteria based on managerial and entrepreneurial skills and on Corporate Social Responsibility (equivalent to 50%):

- Maintaining the value strategy by adapting it to an unfavourable environment,
- Developing new frontiers to prepare for medium-term growth,
- Successfully onboarding the new COO and using her arrival as an opportunity to optimise the organisation and maintain cohesion within the Executive Committee in a challenging environment,
- CSR objectives (nature and climate, carbon impact, responsible consumption, diversity and inclusion and security)

The criteria range from 0% to 25% of annual fixed compensation, with the possibility of an overall assessment of the target achievement ranging from 100% to 130%. The performance of the Executive Director is assessed annually by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee. The qualitative criteria are reviewed annually in line with the Group's strategic priorities. Due to the confidential nature of the Group's strategy, details of the qualitative objectives may only be publicly disclosed at the end of each financial year, and after they have been assessed by the Nomination and Remuneration Committee and the Board of Directors.

■ Extraordinary compensation:

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors retains the option to grant extraordinary compensation to the Executive Director in the event that a major operation that is economically significant and sustainable over the long term is particularly successful, although only if this was not envisaged when the qualitative criteria for his or her annual variable compensation were set.

■ "Deferred" compensation:

The medium- and long-term performance incentive plan for which the Board of Directors has implemented the principles of performance conditions (details in Table 6: **Performance shares granted free of charge during the financial year to each Executive Director by the issuer and by any Group company**) in accordance with its policy on the granting of performance shares;

■ Supplementary defined-benefit pension scheme:

The supplementary defined-benefit pension scheme referred to in Article L. 137-11-2 of the French Social Security Code is intended to retain the key executives concerned and encourage long-term performance. This supplementary pension scheme, which is set up and funded by the Company and managed by a third-party insurance company, involves the payment of an annuity calculated as a percentage of compensation on the basis of length of service.

At its meeting of 31 March 2021, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, decided that the Group should set up a plan for the benefit of certain Group executives, including the Chief Executive Officer. This scheme enables the grant, subject to performance conditions, of supplementary pension rights which vest each year. The annuity provided for by the scheme is a supplementary retirement pension: its amount is determined without reference to the pensions received by the beneficiary under mandatory pension schemes and other post-employment arrangements to which he or she may be entitled. Under

this scheme, annuity rights may be earned in accordance with the performance conditions submitted to the Shareholders' Meeting for approval.

The Chief Executive Officer has benefited from this scheme since it was set up by the Group with effect from 1 January 2020.

The other benefits attached to the office of Executive Director are:

- executive unemployment insurance in the absence of an employment contract with the Group;
- a Group defined-contribution pension plan;
- a life and disability policy;
- a healthcare scheme.

The last three schemes are allocated according to the criteria applicable to the employee category that the Company uses to decide on the benefits.

Compensation of the Non-Executive Director

The Board of Directors sets the compensation of the Non-Executive Director according to the terms proposed by the Nomination and Remuneration Committee, in line with the above-mentioned targets.

The Chairman of the Board of Directors does not receive annual or multi-year variable compensation.

The lack of variable compensation reflects the Chairman's independence from senior management.

Members of the Board of Directors receive directors' fees, the total amount of which is set by the Shareholders' Meeting.

In addition, the Chairman of the Board of Directors is eligible for the following mechanisms for exercising his or her office:

- a Group defined-contribution pension plan;
- a life and disability policy.

COMPENSATION OF EXECUTIVE DIRECTORS

Executive Directors' compensation is presented below in accordance with the principles of the AFEP-MEDEF Code.

It consists of gross compensation and benefits in kind paid or contributed by the Company and companies controlled by it, or paid by controlling companies.

TABLE 1 – SUMMARY OF COMPENSATION, OPTIONS AND SHARES GRANTED TO EACH EXECUTIVE DIRECTOR

	2024-2025	2023-2024
Marie-Amélie de Leusse, Chairwoman of the Board of Directors since 21 July 2022		
Compensation due in respect of the financial year (details in Table 2)	€338,025	€339,740
Value of options granted during the financial year	-	-
Value of performance shares granted during the financial year	-	-
Value of multi-year variable compensation granted during the financial year	-	-
TOTAL	€338,025	€339,740
Éric Vallat, Chief Executive Officer		
Compensation due in respect of the financial year (details in Table 2)	€1,357,069	€1,242,117
Value of options granted during the financial year	-	-
Value of performance shares granted during the financial year (details in Table 6)	€453,055	€611,450
Value of multi-year variable compensation granted during the financial year	-	-
TOTAL	€1,810,124	€1,853,567

COMPENSATION AND BENEFITS

TABLE 2 – SUMMARY OF COMPENSATION PAID TO EACH EXECUTIVE DIRECTOR

	2024-2025		2023-2024	
	Payable	Paid	Payable	Paid
Marie-Amélie de Leusse, Chairwoman of the Board of Directors since 21 July 2022				
Fixed compensation ⁽¹⁾	€258,691	€258,691	€260,271	€260,271
Fixed compensation – controlling companies	€20,354	€20,354	€20,489	€20,489
Annual variable compensation – controlling companies	€12,980	€12,980	€12,980	€26,695
Multi-year variable compensation	-	-	-	-
Extraordinary compensation	-	-	-	-
Directors' fees – Rémy Cointreau	€46,000	€46,000	€46,000	€46,333
Directors' fees – companies controlled by Rémy Cointreau	-	-	-	-
Directors' fees – controlling companies	-	-	-	-
Benefits in kind (car)	-	-	-	-
TOTAL	€338,025	€338,025	€339,740	€353,788
Éric Vallat, Chief Executive Officer				
Fixed compensation ⁽²⁾	€817,372	€817,372	€823,005	€823,005
Annual variable compensation	€520,000	€400,000	€400,000	€1,003,807
Multi-year variable compensation	-	-	-	-
Extraordinary compensation	-	-	-	-
Directors' fees	-	-	-	-
Benefits in kind	€19,697	€19,697	€19,112	€19,112
TOTAL	€1,357,069	€1,237,069	€1,242,117	€1,845,923

(1) On an annual basis, the gross annual fixed compensation paid in 2024-2025 comprises a gross fixed salary of €250,000, which is unchanged from the prior financial year, and the surplus resulting from excess employer contributions to the life and disability policy.

(2) On an annual basis, the gross annual fixed compensation paid in 2024-2025 comprises a gross fixed salary of €800,000, which is unchanged from 1 July 2022 in accordance with the decision of the Board of Directors of 1 June 2022, on the recommendation of the Nomination and Remuneration Committee, and the surplus resulting from excess employer contributions to the supplementary pension plan (PERO, formerly Article 83) and the life and disability policy.

TABLE 3 – COMPENSATION RECEIVED BY NON-EXECUTIVE DIRECTORS

See Table on page 43 "Compensation of Board members".

TABLE 4 – STOCK OPTIONS GRANTED DURING THE FINANCIAL YEAR TO EACH EXECUTIVE DIRECTOR BY THE ISSUER AND BY ANY GROUP COMPANY

None.

TABLE 5 – STOCK OPTIONS EXERCISED DURING THE FINANCIAL YEAR BY EACH EXECUTIVE DIRECTOR

None.

TABLE 6 – PERFORMANCE SHARES GRANTED FREE OF CHARGE DURING THE FINANCIAL YEAR TO EACH EXECUTIVE DIRECTOR BY THE ISSUER AND BY ANY GROUP COMPANY

Performance incentive plans must serve the aims of engaging and motivating key employees in pursuit of medium- and long-term performance, encouraging outperformance, involving the individuals concerned in the Company's value creation, retaining talent and optimising cost-effectiveness.

The plans are aimed at a select group of individuals: Group Executives, Executive Committee members, key contributors, pillars of the organisation and high flyers. Key contributors are managers who have a strategic role (mainly brand managers and regional managers) and those who report to senior management. "Pillars" are

managers who perform an essential role that requires experience and who would be difficult to replace. "High flyers" are managers who have been identified as having the potential to reach senior management level, or who could be promoted two management grades higher.

During the 2024-2025 financial year, on the proposal of the Nomination and Remuneration Committee, the Board of Directors examined a new plan with a four-year vesting period. This plan was once again expanded to some of the Group's talent, a complete breakdown of which was presented to the Board of Directors.

Rémy Cointreau	
Date of authorisation by the Shareholders' Meeting	18 July 2024
Details of the plan	PAG.11.01.2025 (2025 Plan)
Date of Board of Directors' meeting	23 January 2025
Number of shares granted	9,500
Valuation of shares	€453,055
Vesting date	23 January 2025
Date of availability	23 January 2029
Conditions	Condition of service with the Company as of the vesting date and performance conditions: <ul style="list-style-type: none"> ■ 50%: current operating profit growth; ■ 50%: achievement of the CO₂ emissions reduction target.

The shares will vest only if both the internal service and performance conditions described below are met.

Éric Vallat must still be a Group corporate officer at the end of the vesting period, i.e. on 23 January 2029.

The vesting of bonus shares is subject to two performance conditions:

- (i) 50% of the shares granted will vest if the target set for growth in current operating profit for the 2027-2028 financial year compared to current operating profit for the 2024-2025 financial year is achieved. All of the performance shares subject to this criterion will vest in accordance with the terms described below.

If the increase in Rémy Cointreau's current operating profit is equal to or greater than 115% of the target, 125% of the shares will vest at the end of the four years; if the increase in Rémy Cointreau's current operating profit is equal to 100% of the target, 100% of the shares will vest at the end of the four years; if the increase in Rémy Cointreau's current operating profit is equal to 95% of the target, 75% of the shares will vest at the end of the four years; if Rémy Cointreau's current operating profit is less than 95% of the target, none of the shares will vest.

If the increase in Rémy Cointreau's current operating profit is less than 95% of the target, the performance of the two previous financial years (2025-2026 and 2026-2027) will be taken into account as follows:

- if the objective in relation to current operating profit (compared with 2024-2025 current operating profit) has been achieved in the second year of the Plan (2025-2027), two thirds

of the volume initially granted will vest in accordance with the vesting terms described above.

- if the objective in relation to current operating profit (compared with 2024-2025 current operating profit) has been achieved for the first year of the Plan (2025-2026), one third of the volume initially granted will vest in accordance with the vesting terms described above.

Due to the confidential nature of the Group's strategy, details of the current operating profit growth objective may not be disclosed;

- (ii) 50% of the shares granted will vest in accordance with the terms described below if the objective for the percentage of reduction in Scopes 1 and 2 CO₂ emissions and Scope 3 CO₂ emissions within the SBTi perimeter, in accordance with the GHG protocol, of 30% (Scope 1+2), and 12.5% (Scope 3) respectively for the 2027-2028 financial year compared to the 2020-2021 reference year, as validated by an independent expert, are achieved. The achievement of the objective for each scope (Scope 1+2 and Scope 3) each account for 50% of the achievement of the total objective and the vesting terms are described for Scope 1+2 and Scope 3 separately.

If the percentage reduction in CO₂ emissions is equal to or greater than 110% of the target, 125% of the shares will vest; if the percentage reduction in CO₂ emissions is equal to 100% of the target, 100% of the shares will vest; if the percentage reduction in CO₂ emissions is equal to 90% of the target, 75% of the shares will vest; if the percentage reduction in CO₂ emissions is less than 90% of the target, none of the shares will vest.

COMPENSATION AND BENEFITS

TABLE 7 – PERFORMANCE SHARES GRANTED FREE OF CHARGE THAT BECAME AVAILABLE DURING THE FINANCIAL YEAR FOR EACH EXECUTIVE DIRECTOR

Éric Vallat, Chief Executive Officer since 1 December 2019 and reappointed by the Board of Directors on 23 November 2022 with effect from 1 December 2022

Company granting shares	Date of plan	Number of shares that became available during the financial year	Vesting conditions
Rémy Cointreau	14 January 2021	7,858 ⁽¹⁾	Condition of service with the Company as of the vesting date and performance conditions: <ul style="list-style-type: none"> ■ 50%: increase in the current operating profit for the 2023-2024 financial year compared to the current operating profit for the 2020-2021 financial year; ■ 50%: achievement of Rémy Cointreau's CO₂ emissions target, calculated according to Scopes 1 and 2 of the GHG (Greenhouse Gas) Protocol and taking into account the 1.5°C scenario.

(1) The initial grant was 7,000 shares (the internal performance conditions were achieved by 103.3% (above target) and 94.2% (below target) respectively).

TABLE 8 – HISTORY OF STOCK OPTIONS AND OTHER INSTRUMENTS GIVING ACCESS TO THE SHARE CAPITAL (EQUITY WARRANTS – BSA, REDEEMABLE EQUITY WARRANTS – BSAR, WARRANTS FOR SUBSCRIPTION TO BUSINESS CREATOR SHARES – BSPCE, ETC.)

Plans of this type no longer exist.

TABLE 9 – STOCK OPTIONS GRANTED TO THE TOP 10 BENEFICIARIES OTHER THAN CORPORATE OFFICERS

Plans of this type no longer exist.

TABLE 10 – HISTORY OF PERFORMANCE SHARE AWARDS

	2021-2025 Plan ⁽¹⁾	2021-2030 Plan ⁽¹⁾	2022 Plan ⁽¹⁾	2023 Plan ⁽¹⁾	2024 Plan ⁽¹⁾	2025 Plan ⁽¹⁾
Date of authorisation by the Shareholders' Meeting	24 July 2018	24 July 2018	22 July 2021	22 July 2021	22 July 2021	18 July 2024
Date of Board of Directors' meeting	31 March 2021	31 March 2021	13 January 2022	12 January 2023	11 January 2024	23 January 2025
Total number of shares awarded	72,500	72,500	35,310	40,913	65,840	104,990
Éric Vallat, Chief Executive Officer since 1 December 2019 and reappointed on 23 November 2022 with effect from 23 November 2022 ⁽²⁾	20,000 ⁽³⁾	20,000 ⁽⁴⁾	8,530 ⁽³⁾	7,000 ⁽⁴⁾	7,000 ⁽⁴⁾	9,500 ⁽⁴⁾
Share vesting date	1 July 2025	1 July 2030	13 January 2026	12 January 2027	11 January 2028	23 January 2029
End of holding period	1 July 2025	1 July 2030	13 January 2026	12 January 2027	11 January 2028	23 January 2029
Performance conditions	(1)	(1)	(1)	(1)	(1)	(1)
Number of shares vested as of 31 March 2025	-	-	-	-	-	-
Aggregate number of lapsed performance shares	16,950	43,831	5,415	9,348	9,050	9,500
Number of awarded performance shares outstanding at year-end	55,550	28,669	29,895	31,565	56,790	95,490

(1) The terms and conditions of these plans are set out in note 10.3 to the consolidated financial statements.

(2) In accordance with Article 24.3.3 of the AFEP-MEDEF Corporate Governance Code of Listed Corporations, the corporate officer has committed not to carry out risk hedging transactions on performance shares. Furthermore, he is required to retain 33% of the shares received from bonus share plans in registered form until the termination of his duties. The value of the performance shares granted represents 0.14% of the Company's share capital.

(3) At its meeting of 3 June 2025, on the proposal of the Nomination and Remuneration Committee, and in accordance with the rules of the relevant plans, the Board of Directors decided to waive the service condition.

(4) The shares will be cancelled, in accordance with the rules of the relevant plans.

Performance shares granted during the year to the 10 non-corporate officer employees of the Group who received the highest number of shares.

<i>Company granting shares</i>	Date of plan	Total number of shares	Vesting date	Date of availability
Rémy Cointreau	23/01/2025	54,450	23/01/2029	23/01/2029

The Group has not issued any other options giving access to the securities reserved for Executive Directors or for the top 10 beneficiaries of the issuer and any company included in the scope of the option grant.

Performance shares vested during the year to the 10 non-corporate officer employees of the Group who received the highest number of shares.

<i>Company granting shares</i>	Date of plan	Total number of shares	Vesting date	Date of availability
Rémy Cointreau	14/01/2021	20,232	14/01/2025	14/01/2025

TABLE 11 – CONTRACTS RELATING TO EXECUTIVE DIRECTORS

	Employment contract	Supplementary pension scheme	Indemnities or benefits payable or that may become payable as a result of the termination or change of office	Indemnities relating to a non-compete clause
Marie-Amélie de Leusse	NO	YES ⁽¹⁾	NO	NO
Chairwoman of the Board of Directors				
Term commencement date: 21 July 2022				
Date of end of term as Chairwoman: Shareholders' Meeting to approve the 2024-2025 financial statements				
Éric Vallat	NO	YES ⁽²⁾	YES ⁽³⁾	YES ⁽⁴⁾
Chief Executive Officer				
Date appointed: 1 December 2019, reappointed by the Board of Directors on 23 November 2022				
Date of end of term: 24 June 2025				

(1) Marie-Amélie de Leusse is eligible for a defined-contribution scheme pursuant to Article L. 242-1 of the French Social Security Code, which equates to 8% of the annual compensation representing between one and eight times the annual ceiling on social security contributions paid by the Company. The Company's liability is limited to paying contributions to the insurance company that manages the plan.

(2) The supplementary defined-benefit pension scheme referred to in Article L. 137-11-2 of the French Social Security Code is intended to retain the key executives concerned and encourage long-term performance. The supplementary pension scheme, set up and funded by the Company and managed by a third-party insurance company, involves the payment of an annuity calculated as a percentage of compensation on the basis of length of service. This scheme enables the grant, subject to performance conditions, of supplementary pension rights which vest each year. The annuity provided for by the scheme is a supplementary retirement pension: its amount is determined without reference to the pensions received by the beneficiary under mandatory pension schemes and other post-employment schemes to which he or she may be entitled. This scheme allows for the vesting of the same level of annuity rights as the previous scheme in force within the Group and in accordance with the performance conditions and characteristics described in the table of components of the compensation paid during or granted in respect of the 2024-2025 financial year to the Chief Executive Officer.

(3) Éric Vallat will receive severance pay equivalent to 24 months' compensation (including fixed salary and annual bonus) prior to the date of revocation or non-renewal of the corporate office.

(4) Éric Vallat is subject to a non-compete clause which prohibits him from working for a competitor for a period of one year. This clause, which may be waived by the Board of Directors, will be accompanied by a gross monthly flat-rate benefit corresponding to 100% of the average gross monthly basic compensation received over the last twelve (12) months preceding the date on which the term of office is terminated. The severance pay and non-compete compensation will be capped at 24 months' salary as defined above.

COMPENSATION OF BOARD MEMBERS - 11TH RESOLUTION

Compensation received by non-executive corporate officers

The total amount of proposed compensation put to a shareholder vote in the 11th resolution is subject to a review of the practices adopted by French groups of a similar scale and international dimension to Rémy Cointreau.

The Combined Shareholders' Meeting of 20 July 2023 set the maximum annual amount of Board members' compensation to be distributed among them for the 2023-2024 financial year and subsequent financial years at €700,000, until the Shareholders' Meeting decides otherwise.

For the 2024-2025 financial year, the Board of Directors distributed the compensation on the following terms:

- a fixed annual portion of €46,000, prorated according to the length of the term of office over the year, with a reduction of 30% in the event of absence from more than one meeting out of three;
- an additional fixed share allocated to the Chairmen or women of the committees, namely €10,000 for the Chairwoman of the Audit Committee and €7,000 for the Chairmen of the Nomination and Remuneration Committee and the Corporate Social Responsibility Committee;
- an additional fixed share related to participation in a committee of the Board of Directors, i.e. €1,500 for the Audit Committee and €1,000 for the Nomination and Remuneration and Corporate Social Responsibility Committees.

		2024-2025	2023-2024
Board members			
Marie-Amélie de Leusse	Directors' fees – Rémy Cointreau	€46,000	€46,000
	Other compensation – controlling company	€33,334	€33,469
	Other compensation – controlled companies	-	-
Caroline Bois	Directors' fees – Rémy Cointreau	€48,500	€48,500
	Other compensation – controlling company	€281,055	€284,008
	Other compensation – controlled companies	-	-
Elie Hériard Dubreuil	Directors' fees – Rémy Cointreau	€54,000	€52,000
	Other compensation – controlling company	€285,128	€288,490
	Other compensation – controlled companies	-	-
Pierre Bidart ⁽¹⁾		€31,667	-
Bruno Pavlovsky		€53,000	€53,000
Laure Hériard Dubreuil		€46,000	€46,000
Olivier Jolivet		€48,000	€48,000
Emmanuel de Geuser		-	€16,333
Sonia Bonnet-Bernard		€53,167	€31,667
Guylaine Saucier		€18,667	€56,000
Hélène Dubrulle		€47,000	€47,000
Marc Verspyck		€47,500	€47,500
Alain Li		€46,000	€46,000
Orpar		€46,000	€46,000
NON-VOTING BOARD MEMBERS			
Dominique Hériard Dubreuil		€24,000	€26,000
François Hériard Dubreuil		€23,000	€23,000
Jérôme Bosc		€23,000	€23,000

(1) Pierre Bidart was appointed as a Board member to replace Guylaine Saucier by the Shareholders' Meeting of 18 July 2024.

COMPONENTS OF COMPENSATION PAYABLE TO THE EXECUTIVE AND NON-EXECUTIVE DIRECTORS FOR THE 2024-2025 FINANCIAL YEAR, SUBJECT TO SHAREHOLDER APPROVAL (SAY ON PAY - EX-POST - 12TH AND 13TH RESOLUTIONS)

COMPONENTS OF COMPENSATION PAID DURING OR GRANTED IN RESPECT OF THE 2024-2025 FINANCIAL YEAR TO MARIE-AMÉLIE DE LEUSSE, CHAIRWOMAN OF THE BOARD OF DIRECTORS SINCE 21 JULY 2022 - 12TH RESOLUTION

Components of compensation paid during or granted in respect of the 2024-2025 financial year	Amounts or accounting valuation submitted to the vote	Comments
Fixed compensation	€250,000	The Chairwoman of the Board of Directors received fixed compensation of €250,000, unchanged compared to the previous financial year.
Annual variable compensation	n/a	-
Deferred variable compensation	n/a	-
Multi-year variable compensation	n/a	-
Extraordinary compensation	n/a	-
Long-term compensation: stock options	n/a	-
Long-term compensation: performance shares	n/a	-
Long-term compensation: other components	n/a	-
Directors' fees	€46,000	-
Valuation of benefits of any kind	n/a	-
Severance pay	n/a	-
Non-compete compensation	n/a	-
Supplementary pension scheme	€20,000	Marie-Amélie de Leusse is eligible for a defined-contribution scheme pursuant to Article L. 242-1 of the French Social Security Code, which equates to 8% of the annual compensation representing between one and eight times the annual ceiling on social security contributions paid by the Company. The Company's liability is limited to paying contributions to the insurance company that manages the plan.
Life and disability policies (death, disability and incapacity for work)	€5,984	Marie-Amélie de Leusse is eligible for a Group disability, death and incapacity for work insurance plan. The compensation used to calculate the contributions is capped at eight times the annual ceiling applicable in France for incapacity, disability and death benefits. The employer contribution rate is 1.86% on bracket A and 2.3% on brackets B and C. This is subject to change in accordance with the contractual provisions. The Company's liability is limited to paying contributions to the insurance company that manages the plan.

COMPONENTS OF COMPENSATION PAID DURING OR GRANTED IN RESPECT OF THE 2024-2025 FINANCIAL YEAR TO ÉRIC VALLAT, WHO WAS REAPPOINTED AS CHIEF EXECUTIVE OFFICER ON 23 NOVEMBER 2022 - 13TH RESOLUTION

Components of compensation paid during or granted in respect of the 2024-2025 financial year	Amounts or accounting valuation submitted to the vote	Comments
Fixed compensation	€800,000 (amount paid)	The annual gross fixed compensation comprises a gross fixed salary of €800,000, which is unchanged from the prior financial year. The amount of the gross fixed salary was revalued on 1 July 2022 and increased to €800,000, in accordance with the decision of the Board of Directors of 1 June 2022, on the recommendation of the Nomination and Remuneration Committee.
Annual variable compensation	€520,000 paid in cash representing 65% of fixed compensation	<p>The Executive Director receives annual variable compensation payable in cash. The variable portion of Éric Vallat's compensation corresponds to a percentage of the fixed portion. This could reach 100% if all performance targets are met, and may not exceed 155%.</p> <p>The Board of Directors made sure that the criteria used to calculate the variable portion of the Chief Executive Officer's compensation are such that his interests are aligned with those of the Company and its shareholders.</p> <p>On 3 June 2025, the Board of Directors, on the proposal of the Nomination and Remuneration Committee, considered that the trigger thresholds for the quantitative criteria were not met and that the individual qualitative criteria (which include a criteria relating to the Group's CSR policy, achieved at 130%) had been 130% met. Consequently, the variable compensation payable for the 2024-2025 financial year, to be paid in the 2025-2026 financial year, is 65% of the fixed portion, i.e. €520,000.</p>

QUANTITATIVE OBJECTIVES: TARGET 50% - MAXIMUM 90%

Objective	Weighting	Target	Maximum	Result 2024-2025	Achievement of the variable portion	Board's assessment
Achievement of the current operating profit objective (€m)	40.00%	20.00%	40.00%	212.7	0.00%	Trigger threshold not achieved
Achievement of the cash flow generation objective, excluding non-recurring items (€m)	40.00%	20.00%	34.00%	27.1	0.00%	Trigger threshold not achieved
Achievement of the net profit objective, excluding non-recurring items (€m)	13.50%	6.75%	10.80%	125.9	0.00%	Trigger threshold not achieved
Achievement of the ROCE objective (%)	6.50%	3.25%	5.20%	10.1%	0.00%	Trigger threshold not achieved
TOTAL					0.00%	

Components of compensation paid during or granted in respect of the 2024-2025 financial year	Amounts or accounting valuation submitted to the vote	Comments
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INDIVIDUAL QUALITATIVE OBJECTIVES AND CSR: TARGET 50% - MAXIMUM 65%

Objective	Weighting	Target	Maximum	Achievement of the variable portion	Board's assessment
Maintaining the value strategy by adapting it to an unfavourable environment	25.00%	12.50%	16.25%	16.25%	Maximum achieved
Developing new frontiers to prepare for medium-term growth	25.00%	12.50%	16.25%	16.25%	Maximum achieved
CSR objectives (nature and climate, carbon impact, responsible consumption, diversity and inclusion and security) <i>Arithmetic average of Executive Committee members' achievements</i>	25.00%	12.50%	16.25%	16.25%	Maximum achieved
Successfully onboarding the new COO and using her arrival as an opportunity to optimise the organisation and maintain cohesion within the Executive Committee in a challenging environment	25.00%	12.50%	16.25%	16.25%	Maximum achieved
TOTAL				65.00%	

Deferred variable compensation	n/a	-
Multi-year variable compensation	n/a	-
Extraordinary compensation	n/a	-
Long-term compensation: stock options	n/a	-
Long-term compensation: performance shares	€453,055 (accounting valuation)	This amount corresponds to the valuation of the plan awarded during the 2024-2025 financial year, which will vest on 23 January 2029. The details of the plan are described in Table 6: Performance shares granted free of charge during the financial year to each Executive Director by the issuer and any Group company.
Long-term compensation: other components	n/a	-
Directors' fees	n/a	-
Valuation of benefits of any kind	€19,697	This benefit in kind corresponds to the provision of a Company car and coverage of maintenance, insurance and running costs, as well as the contribution to a benefits scheme for managers and senior executives.

COMPENSATION AND BENEFITS

Components of compensation paid during or granted in respect of the 2024-2025 financial year	Amounts or accounting valuation submitted to the vote	Comments
Severance pay	Since Mr. Éric Vallat has resigned, no severance pay is due.	<p>Éric Vallat will be eligible for severance pay equivalent to 24 months' compensation (including fixed salary and the last annual bonus) prior to the date of the revocation or non-renewal of his corporate office⁽¹⁾.</p> <p>In the event of business failure, the Board of Directors may waive all or part of the severance pay. The Company's situation will be assessed on the basis of results measured at the end of the last two financial years. The business is deemed to have failed if the aggregate operating profit for the previous two financial years is less than €300 million.</p> <p>Actual payment of this benefit is subject to the performance criteria set out below:</p> <p><u>Quantitative performance criteria</u></p> <p>If the quantitative results, approved by the Board of Directors and serving as the calculation basis for Executive Committee members' bonuses, are less than 75% of the budgetary targets, no compensation will be payable.</p> <p>If the quantitative results, approved by the Board of Directors and serving as the calculation basis for Executive Committee members' bonuses are equal to or greater than 75% of the budgetary targets, the compensation paid will be equivalent to 24 months' gross compensation multiplied by the percentage achieved (maximum 100%). For example, if the percentage used is 87.5%, the compensation will be equal to 21 months.</p> <p>The percentage used to calculate the compensation is the average percentage of the previous two financial years.</p> <p><u>Qualitative performance criteria</u></p> <p>The Board of Directors may adjust the amount of the bonus, expressed as a percentage of gross annual remuneration and calculated on the basis of quantitative criteria, according to the results measured on the basis of qualitative criteria. For this, the Board of Directors takes the Company's corporate social responsibility rating with an agency such as Vigéo into consideration. The final compensation amount is limited to 24 months' compensation as defined above.</p>
Non-compete compensation	The Board of Directors has decided to waive the non-compete clause. Consequently, Mr. Éric Vallat will not receive any non-compete compensation.	<p>Éric Vallat is subject to a non-compete clause which prohibits him from working for a competitor for a period of one year from the date on which his term of office ends⁽¹⁾.</p> <p>This clause may be waived by the Board of Directors and will be accompanied by gross monthly non-compete compensation equivalent to 100% of the average gross monthly basic compensation received over the twelve (12) months preceding the date on which the term of office is terminated.</p> <p>The severance pay and non-compete compensation will be capped at 24 months' salary as defined above.</p> <p>In the event of a breach of this non-compete clause, the Company will be entitled to claim damages.</p>

(1) At its meeting on 23 November 2022, the Board of Directors, on the proposal of the Nomination and Remuneration Committee, once again authorised, in accordance with Article L. 225-42-1 of the French Commercial Code, the commitment made to the Chief Executive Officer relating to severance pay and non-compete compensation, which was approved by the Shareholders' Meeting of 20 July 2023 under its 4th resolution.

Components of compensation paid during or granted in respect of the 2024-2025 financial year	Amounts or accounting valuation submitted to the vote	Comments
Supplementary pension scheme	€428,731	<p>Éric Vallat is eligible for the supplementary Group pension schemes set up for the Group's senior management. The supplementary pension arrangements ⁽¹⁾ include (i) a Group defined-contribution scheme and (ii) a supplementary Group defined-benefit scheme.</p> <p>(i) Defined-contribution scheme pursuant to Article L. 242-1 of the French Social Security Code: Éric Vallat is eligible for a defined-contribution scheme, which equates to 8% of the annual compensation representing between one and eight times the annual ceiling on social security contributions paid by the Company. The Company's liability is limited to paying contributions to the insurance company that manages the plan.</p> <p>(ii) The supplementary defined-benefit pension scheme, as mentioned in Article L. 137-11-2 of the French Social Security Code, aims to retain the key executives concerned and encourage long-term performance. The supplementary pension scheme, set up and funded by the Company and managed by a third-party insurance company, involves the payment of an annuity calculated as a percentage of compensation on the basis of length of service. This scheme enables the grant, subject to performance conditions, of supplementary pension rights which vest each year. The annuity provided for by the scheme is a supplementary retirement pension: its amount is determined without reference to the pensions received by the beneficiary under mandatory pension schemes and other post-employment schemes to which he or she may be entitled. This scheme allows for the vesting of the same level of annuity rights as the previous scheme in force within the Group and in accordance with the performance conditions and characteristics described below.</p> <ol style="list-style-type: none"> conditions for enrolment in the scheme and other eligibility conditions: <ul style="list-style-type: none"> hold a senior executive manager position within the Rémy Cointreau Group, in accordance with the classification provided for by the Wines and Spirits collective bargaining agreement, length of service of at least three years within a Rémy Cointreau Group company; reference compensation equal to the sum of the gross annual fixed compensation, the bonus received and benefits in kind subject to social security contributions; rate of vesting of rights: annual rate; total ceiling on vested rights, all schemes governed by Article L. 137-11-2 of the French Social Security Code: 15 points; financing outsourced to an insurance company to which a premium is paid each year; performance conditions: the assessment of these conditions is at the sole discretion of Rémy Cointreau, according to the targets set by the Company. It applies to all beneficiaries and depends on the Company's results. The performance criteria are as follows: <ol style="list-style-type: none"> current operating profit, cash flow generation, net profit (loss) excluding non-recurring items, ROCE.

(1) At its meeting on 23 November 2022, the Board of Directors, on the proposal of the Nomination and Remuneration Committee, once again authorised, in accordance with Article L. 225-42-1 of the French Commercial Code, the commitments made to the Chief Executive Officer relating to the supplementary pension scheme.

COMPENSATION AND BENEFITS

Components of compensation paid during or granted in respect of the 2024-2025 financial year	Amounts or accounting valuation submitted to the vote	Comments
		<p>Terms for determining the vesting of pension rights subject to performance: If one or both of the two highest achievement rates for the criteria are less than 50%: 0%; if the two highest achievement rates for the criteria are equal to or greater than 50%: 1%; if the three highest achievement rates for the criteria are equal to or greater than 70%: 1.2%; if the three highest achievement rates for the criteria are equal to or greater than 100%: 1.5%;</p> <p>7. annual ceiling for the vesting of pension rights: the annual vesting rate is a maximum of 1.5% for a given year.</p> <p>At its meeting on 3 June 2025, the Board of Directors noted that at least two of the performance criteria had been achieved by 50% or more and accordingly granted 1% additional rights for the period from 1 April 2024 to 31 March 2025.</p> <p>The Company's obligation to its Chief Executive Officer, based on length of service as at 31 March 2025, is €29,793 under the defined-contribution pension scheme and €398,939 (corresponding to an estimated annual annuity of €12,197) under the defined-benefit pension scheme for the period from 1 April 2024 to 31 March 2025. These amounts correspond to the contributions paid by the Company to the insurer in respect of the past financial year for the defined-contribution pension scheme and to the contributions payable in respect of the past financial year for the defined-benefit pension scheme. This obligation has been confirmed independently by Deloitte Conseil.</p>
Life and disability policies (death, disability and incapacity for work) and healthcare schemes	€10,302	<p>Éric Vallat is eligible for the Group life and disability policies and healthcare schemes set up within the Group for all employees.</p> <p>These schemes comprise i) a death, disability and incapacity for work plan, and ii) a healthcare scheme.</p> <p>(i) Disability, death and incapacity for work scheme: Éric Vallat is eligible for a Group disability, death and incapacity for work insurance scheme. The compensation used to calculate the contributions is capped at eight times the annual ceiling applicable in France for incapacity, disability and death benefits. The employer contribution rate is 1.86% on bracket A and 2.3% on brackets B and C. This is subject to change in accordance with the contractual provisions.</p> <p>The Company's liability is limited to paying contributions to the insurance company that manages the plan.</p> <p>(ii) Healthcare plan: Éric Vallat is eligible for a Group health insurance plan. The compensation used to calculate the contributions is capped at the annual social security ceiling. The employer contribution rate is 2.86% on bracket A, subject to change in accordance with the contractual provisions.</p> <p>The Company's liability is limited to paying contributions to the insurance company that manages the plan.</p>

COMPARISON OF EXECUTIVE AND EMPLOYEE COMPENSATION (INCLUDING LONG-TERM COMPENSATION)

In accordance with the provisions of Article L. 22-10-9 of the French Commercial Code, details of the ratios used to measure the gap between executive compensation and that of the Company's employees are provided in the following table, pursuant to the AFEP-MEDEF guidelines on compensation multiples, updated in February 2021.

Pursuant to Article L. 22-10-9, the scope to be considered for the calculation of the indicators is that of the listed company preparing the corporate governance report.

However, as Rémy Cointreau SA has no employees, the indicators were calculated on the basis of the compensation of all employees, based in France, of CLS Rémy Cointreau SA, Cointreau SA, E. Rémy Martin & C°, Rémy Cointreau France Distribution SA and Maison Psyché, which are wholly-owned subsidiaries of Rémy Cointreau SA, i.e. 751 employees at the end of the 2024-2025 financial year (781 employees at the end of the 2023-2024 financial year). This workforce represents 96.5% of the workforce based in France. These items are among the information referred to in Article L. 22-10-9 of the French Commercial Code. They will be put to a general vote pursuant to Article L. 225-100 of the French Commercial Code at the

Shareholders' Meeting of 22 July 2025. The compensation shown in the table includes the following items:

- fixed compensation paid during the financial year;
- variable compensation paid during the financial year;
- directors' fees paid during the financial year, if any;
- the carrying amount of benefits in kind paid during the financial year;
- performance shares granted during the financial year (at IFRS value);
- incentives and profit-sharing paid during the financial year.

For both Rémy Cointreau's employees and Rémy Cointreau's corporate officers, compensation has been annualised. The Executive Directors concerned are the Chairman of the Board of Directors and the Chief Executive Officer.

The compensation disclosed is attached to the role and not the person. Therefore, any change in the person occupying the role does not affect the presentation of the information over the five-year period.

COMPENSATION AND BENEFITS

During the 2020-2021 financial year the Chief Executive Officer was granted, on the proposal of the Nomination and Remuneration Committee, two very long-term performance incentive plans (2021-2025 and 2021-2030 Plans) to achieve the ambitious financial and non-financial objectives by 2030. These rights will vest only if the beneficiary is still an employee or corporate officer of the Group or an associated company at the end of the vesting period of four years

and three months, i.e. 1 July 2025, and nine years and three months, i.e. 1 July 2030, respectively, and if the objectives as described in Table 6 on pages 161 et seq. of the Universal Registration Document for the 2020-2021 financial year: **Performance shares granted free of charge during the financial year to each Executive Director by the issuer and by any Group company** are achieved.

		2024-2025	2023-2024	2022-2023	2021-2022	2020-2021
Chairman of the Board of Directors	Annual compensation ⁽¹⁾	359,045	€374,808	€686,044 ⁽²⁾	€488,651	€93,263
	(Change/Prior year)	-4%	-45%	40%	424%	-74%
	Ratio/Average employee compensation	5.0	4.7	8.7	6.6	1.1
	(Change/Prior year)	7%	-47%	31%	493%	-79%
	Ratio/Median employee compensation	6.6	6.2	11.8	9.1	1.9
	(Change/Prior year)	6%	-47%	29%	387%	-74%
Chief Executive Officer	Annual compensation	€1,690,124	€2,457,373	€3,065,911	€3,507,164	€9,033,120 ⁽³⁾
	▪ of which fixed compensation ⁽⁴⁾	€817,372	€823,005	€809,009	€769,912	€769,506
	▪ of which variable portion paid	€400,000	€1,003,807	€1,144,219	€1,087,374	€392,560
	▪ of which the valuation of benefits in kind	€19,697	€19,112	€18,233	€18,004	€18,004
	▪ of which value of bonus shares granted during the financial year	€453,055	€611,450	€1,094,450	€1,631,874	€7,853,050 ⁽⁵⁾
	(Change/Prior year)	-31%	-20%	-13%	-61%	456%
	Ratio/Average employee compensation	23.5	30.5	39.0	47.7	108.6
	(Change/Prior year)	-23%	-22%	-18%	-56%	345%
	Ratio/Median employee compensation	31.0	40.9	52.8	65.5	181.4
	(Change/Prior year)	-24%	-23%	-19%	-64%	463%
Employees	Average compensation	€71,912	€80,548	€78,661	€73,495	€83,197
	(Change/Prior year)	-10.7%	2.4%	7%	-12%	25%
	Median compensation	€54,549	€60,107	€58,045	€53,533	€49,795
	(Change/Prior year)	-9.2%	3.6%	8.4%	7.5%	-1.2%

(1) The amount of annual compensation includes compensation paid by the controlling company.

(2) For the 2022-2023 financial year, the compensation of the Chairman was annualised on the basis of the compensation paid to Marc Hériard Dubreuil for the period from 1 April 2022 to 20 July 2022 and the compensation paid to Marie-Amélie de Leusse for the period from 21 July 2022 to 31 March 2023.

(3) For the 2020-2021 financial year, the compensation of the Chief Executive Officer was annualised on the basis of the compensation paid to Éric Vallat for the period from 1 April 2020 to 31 March 2021 and also includes the variable portion due to Valérie Chapoulaud-Floquet for the period from 1 April 2019 to 30 November 2019 and paid in 2020, to take into account the change of Chief Executive Officer.

(4) This amount of €817,372 comprises a gross fixed salary of €800,000 and the surplus resulting from excess employer contributions to the supplementary pension plan (PERO, formerly Article 83) and the life and disability policy. The amount of the gross fixed salary was revalued on 1 July 2022 and increased to €800,000, in accordance with the decision of the Board of Directors of 1 June 2022, on the recommendation of the Nomination and Remuneration Committee. The amount carried forward for 2022-2023 takes account of this pro-rating.

(5) The details of the performance share plans subject to performance conditions are described in Table 6 on pages 161 et seq. of the Universal Registration Document for the 2020-2021 financial year: Performance shares granted free of charge during the financial year to each Executive Director by the issuer and by any Group company.

Explanation of changes in the ratios for the 2024-2025 financial year

The change in the average and median compensation of employees in 2024 is mainly due to the payment of lower profit-sharing, incentive and variable compensation amounts compared to 2023-2024.

The reduction in the Chief Executive Officer's compensation is due to a reduction in the amount of the variable portion paid and to the lower valuation of the bonus shares granted in 2024 compared to the previous financial year. The Chief Executive Officer's fixed compensation of €800,000 is unchanged from the previous financial year.

COMPANY SECURITIES TRADING BY EXECUTIVE DIRECTORS

Executives' declarations

Persons concerned	Type of transaction	Date of transaction	AMF Decision No.	Number of shares (unit price)
Orpar SA	Acquisition	8 April 2024	2024DD959519	2,510 (€87.96)
Legal entity Board member of Rémy Cointreau		23 May 2024	2024DD967478	5,937 (€87.92)
		24 May 2024	2024DD967781	10,480 (€87.68)
Represented by Marc Hériard Dubreuil		27 May 2024	2024DD967915	347 (€88.00)
		28 May 2024	2024DD968131	32,014 (€87.70)
		29 May 2024	2024DD968464	64,484 (€82.29)
		8 July 2024	2024DD985503	15,000 (€74.31)
		9 July 2024	2024DD985716	20,000 (€73.26)
		10 July 2024	2024DD985941	10,000 (€73.37)
		11 July 2024	2024DD986234	9,000 (€74.50)
		12 July 2024	2024DD986352	1,421 (€74.96)
		15 July 2024	2024DD986557	5,294 (€74.94)
		16 July 2024	2024DD986728	6,683 (€74.89)
		17 July 2024	2024DD987212	163 (€75.00)
Orpar SA	Payment of dividend in shares	1 October 2024	2024DD998926	640,564 (€67.16)
Legal entity Board member of Rémy Cointreau				
Represented by Marc Hériard Dubreuil				
Orpar SA	Sale of US put options	5 July 2024	2024DD985433	73,000 (€74.04)
Legal entity Board member of Rémy Cointreau		5 July 2024	2024DD985436	73,000 (€67.10)
Represented by Marc Hériard Dubreuil		5 July 2024	2024DD985437	73,000 (€64.79)
Récompart SAS	Receipt of dividend in shares	1 October 2024	2024DD998979	226,143 (€67.16)
Legal entity related to Orpar SA, Board member of Rémy Cointreau, represented by Marc Hériard Dubreuil				
Éric Vallat Chief Executive Officer	Final award of performance shares by delivery of the issuer's treasury shares	15 January 2025	2025DD1016201	7,858 (€51.35)

SHARES AND VOTING RIGHTS OF MEMBERS OF THE BOARD OF DIRECTORS AT 31 MARCH 2025

Board members (natural persons)	Shares	%	Shares with double voting rights	Voting rights	%
Marie-Amélie de Leusse	12,935	0.02	12,613	25,548	0.03
Caroline Bois	4,687	0.01	4,592	9,279	0.01
Marc Hériard Dubreuil (Orpar representative)	110	0.00	108	218	0.00
Laure Hériard Dubreuil	105	0.00	105	210	0.00
Elie Hériard Dubreuil	535	0.00	519	1,054	0.00
Hélène Dubrulle	100	0.00	100	200	0.00
Olivier Jolivet	100	0.00	0	100	0.00
Pierre Bidart	200	0.00	0	200	0.00
Sonia Bonnet-Bernard	200	0.00	0	100	0.00
Bruno Pavlovsky	100	0.00	100	200	0.00
Alain Li	511	0.00	0	511	0.00
Marc Verspyck	100	0.00	0	100	0.00
TOTAL	19,583	0.03	18,137	37,720	0.04

REPORT ON THE COMPENSATION POLICY FOR EXECUTIVE DIRECTORS UNDER ARTICLE L. 225-37-2 OF THE FRENCH COMMERCIAL CODE (SAY ON EX-ANTE - 14TH AND 15TH RESOLUTIONS)

This report, approved by the Board of Directors on 3 June 2025 on the recommendation of its Nomination and Remuneration Committee, sets out the principles and criteria for the determination, distribution and allocation of fixed, variable and extraordinary components of total compensation and benefits of any kind that may be awarded to Executive Directors in respect of their term of office.

In accordance with Article L. 225-37-2 of the French Commercial Code, the principles and criteria set out in this report will be submitted for the approval of the Combined Shareholders' Meeting of 18 July 2024.

The definition of Executive and Non-Executive Directors used in this report is taken from the AFEP-MEDEF Corporate Governance Code of Listed Corporations.

Guiding principles and implementation of the compensation policy

Rémy Cointreau's compensation policy for its Executive Directors is designed to support its long-term growth strategy by focusing on investment decisions and competitiveness in its various markets. This policy thus establishes a close link between the performance of executives and their compensation in the short, medium and long term, with the aim of aligning their interests with those of the Company's shareholders.

Rémy Cointreau's compensation policy seeks to attract and motivate highly qualified men and women, to enable them to significantly enhance their performance and to link their compensation to the Company's performance. The policy comprises short-term compensation consisting of fixed and variable components, long-term incentives with performance shares and ancillary items such as defined-contribution and defined-benefit pension schemes, life and disability plans and severance pay.

When setting its compensation policy, the Board of Directors takes into account the principles of comprehensiveness, balance,

comparability, consistency, understandability and proportionality advocated by the AFEP-MEDEF Corporate Governance Code of Listed Corporations.

The overall compensation paid to Executive and Non-Executive Directors is set by the Board of Directors, which decides on the basis of recommendations issued by the Nomination and Remuneration Committee. The committee ensures that each component of compensation responds to a clear objective that is fully in line with the strategy and interests of the business.

Regardless of the components of compensation concerned, the committee's objective is to recommend a general compensation policy to the Board of Directors that is both competitive and attractive. To that end, it draws on objective studies of the executive compensation offered by companies comparable to Rémy Cointreau in the appropriate market, carried out by external experts.

This report sets out the components of compensation and benefits of any kind referred to in Article R. 225-29-1 of the French Commercial Code, as provided for in decree No. 2017-340 of 16 March 2017.

Compensation structure and calculation criteria

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, seeks to maintain a proportionate balance between fixed, variable and long-term compensation. It follows a strict framework for attaining ambitious, clearly defined commercial and financial targets, delivering long-term sustainable performance and securing proven expertise in international team leadership. The Chief Executive Officer's performance-related pay is thus a substantial part of his compensation package.

The compensation components described below concern both the Chief Executive Officer of the Company, an Executive Director, and the Chairwoman of the Board of Directors, a Non-Executive Director, as defined by the AFEP-MEDEF Code.

Non-Executive Director - 14th resolution

Non-Executive Director	Ex-ante say on pay (compensation for 2025-2026)
Directors' fees	<p>The total amount of directors' fees put to a vote by the shareholders is subject to a regular review of the practices adopted by French groups of a similar scale and international dimension to Rémy Cointreau.</p> <p>The Board of Directors ensures that the amount of directors' fees is commensurate with Board members' responsibilities and the amount of time they spend discharging their duties.</p> <p>The Board of Directors distributes the annual amount of €700,000 in directors' fees set by the Shareholders' Meeting among its members as follows:</p> <ul style="list-style-type: none"> ■ a fixed portion of €46,000, defined on an annual basis; ■ a variable portion commensurate with each Board member's actual attendance at Board of Directors and Committee meetings; the amount of directors' fees is reduced by 30% if members miss more than one in three meetings; ■ an additional fixed portion related to chairing a committee of the Board of Directors, i.e. €10,000 for the Audit Committee and €7,000 for the Nomination and Remuneration and Corporate Social Responsibility Committees; ■ an additional fixed portion related to participation in a committee of the Board of Directors, i.e. €1,500 for the Audit-Finance Committee and €1,000 for the Nomination and Remuneration and Corporate Social Responsibility Committees. <p>In addition, the Board of Directors may grant extraordinary compensation for specific assignments entrusted to members of the Board. This type of compensation is subject to the legal provisions on related-party agreements.</p> <p>Members of the Board of Directors are also reimbursed all expenses incurred in the course of their duties, subject to supporting documentation being produced.</p> <p>The Chairman of the Board of Directors, as a Non-Executive Director, is therefore subject to the aforementioned rules regarding the allocation of directors' fees.</p>
Annual fixed compensation	<p>The fixed portion of compensation is determined according to the responsibilities of the Chairman of the Board of Directors, as a Non-Executive Director.</p> <p>A survey is regularly carried out with the help of specialist consultancy firms to examine how the Company's compensation structure for this executive compares with that of other SBF 120 companies for similar positions.</p> <p>For the 2025-2026 financial year, the fixed gross annual compensation put to the vote at the Shareholders' Meeting is €250,000, which is unchanged from the prior year.</p>
Annual variable compensation (bonus)	The Non-Executive Director does not receive annual variable compensation, given their independence from the Chief Executive Officer's role. The Board of Directors follows the recommendations of the AFEP-MEDEF Corporate Governance Code in this regard.
Multi-year variable compensation	The Non-Executive Director does not receive multi-year variable compensation.
Stock option grants	The Chairman of the Board of Directors is not eligible for any plan of this type, in accordance with the recommendations of the AFEP-MEDEF Corporate Governance Code.
Award of bonus shares	The Non-Executive Director is not eligible for bonus share plans, in accordance with the recommendations of the AFEP-MEDEF Corporate Governance Code.
Extraordinary compensation	The Non-Executive Director is not eligible for any extraordinary compensation.
Compensation, indemnities or benefits payable or that may become payable upon taking up office	The Non-Executive Director does not receive any compensation of this type.

Non-Executive Director	Ex-ante say on pay (compensation for 2025-2026)
Components of compensation, indemnities or benefits payable or that may become payable as a result of the termination or change of office, or subsequent thereto, or defined-benefit pension commitments meeting the characteristics of the schemes referred to in Article L. 137-11-2 of the French Social Security Code	<p>The Non-Executive Director is eligible for a supplementary and vested Group defined-benefit pension scheme governed by Article L. 137-11-2 of the French Social Security Code, which is financed by the controlling company. The Company's liability is limited to paying contributions to the insurance company that manages the plan.</p> <p>In addition, the Non-Executive Director is eligible for a defined-contribution plan governed by Article L. 242-1 of the French Social Security Code. This defined-contribution plan equates to 8% of the annual compensation representing between one and eight times the annual ceiling on social security contributions paid by the controlling company.</p> <p>The Non-Executive Director does not benefit from other components of compensation, indemnities or benefits payable or that may become payable as a result of the termination or change of office or at any time thereafter.</p>
Components of compensation and benefits of any kind payable or that may become payable to any of the persons referred to in the first paragraph of Article L. 225-37-2, under agreements entered into, directly or through an intermediary, by virtue of his or her office, with the Company in which the office is held, any company controlled by it, as defined by Article L. 233-16, any company which controls it, as defined by the same article, or any other company placed under the same control, as also defined in that article	<p>It is noted as necessary that, due to its purpose, the service subscription contract entered into on 31 March 2011 between Rémy Cointreau SA and Andromède SA, where Marie-Amélie de Leusse holds the position of Executive Director, does not provide for any compensation or benefits of any kind.</p>
Any other component of compensation that may be granted in view of the office held	<p>The Non-Executive Director does not benefit from compensation components other than those mentioned above.</p>
Other benefits of any kind	<p>The Board of Directors, on the proposal of the Nomination and Remuneration Committee, may decide to provide the Non-Executive Director with the use of a vehicle, covering the associated maintenance, insurance and running costs. The Chairman of the Board of Directors may benefit from such benefits in kind.</p> <p>The Chairman of the Board of Directors is eligible for the Group disability, death and incapacity for work scheme. The Company's liability is limited to paying contributions to the insurance company that manages the plan.</p>

Executive Director - 15th resolution

Executive Director	Ex ante say on pay (compensation for 2025-2026)
Annual fixed compensation	<p>The fixed portion of compensation is determined according to the Executive Director's experience and responsibilities.</p> <p>A survey is regularly carried out with the help of specialist consultancy firms to examine how the Company's executive compensation structure compares with that of other SBF 120 companies for similar positions.</p> <p>On 1 June 2022, the Board of Directors, on the proposal of the Nomination and Remuneration Committee, approved a gross annual fixed compensation amount of €800,000, effective from 1 July 2022. This compensation will remain unchanged for the 2025-2026 financial year and will be awarded to the new Chief Executive Officer.</p> <p>If the legal conditions are met, the Nomination and Remuneration Committee may propose to the Board of Directors that the fixed compensation should include a proportion benefiting from the provisions of Article L. 155B of the French General Tax Code (known as an "impatriation bonus"). To benefit from this provision, the person must not have been resident in France for tax purposes over the five calendar years prior to their appointment. The provision has a limited duration.</p>
Annual variable compensation (bonus)	<p>As in previous years, the Board of Directors has set out a procedure for calculating the variable portion of Executive Directors' compensation so that it acts as an incentive while remaining fair. This procedure is based on ambitious quantitative, qualitative and Corporate Social Responsibility criteria that ensure that compensation is in line with the Group's performance.</p> <p>The short-term variable portion of the Executive Director's compensation is set annually by the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, when closing the previous financial year. This method is based on economic and management parameters linked to the Group's performance. It sets a ceiling for each component expressed as a percentage of the target value.</p> <p>The method consists of assessing the Executive Director's performance according to, on the one hand, quantitative criteria of a financial nature that are also applied to all members of the Executive Committee and, on the other hand, qualitative and CSR criteria that are personal to the individual concerned.</p> <p>On 3 June 2025, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, reviewed the quantitative, qualitative and CSR criteria and selected the following elements, which will apply to the new Chief Executive Officer:</p>

QUANTITATIVE OBJECTIVES: TARGET 50% - MAXIMUM 90%

Objective	Weighting	Target	Maximum
Achievement of the current operating profit objective (€m)	40.00%	20.00%	40.00%
Achievement of the cash flow generation objective, excluding non-recurring items (€m)	40.00%	20.00%	34.00%
Achievement of the net profit objective, excluding non-recurring items (€m)	13.50%	6.75%	10.80%
Achievement of the ROCE objective (%)	6.50%	3.25%	5.20%

INDIVIDUAL QUALITATIVE OBJECTIVES AND CSR: TARGET 50% - MAXIMUM 65%

Objective	Weighting	Target	Maximum
Objective linked to the current situation	25.00%	12.50%	16.25%
Objective related to the assumption of duties	25.00%	12.50%	16.25%
Objective linked to CSR	25.00%	12.50%	16.25%
<i>Arithmetic average of Executive Committee members' achievements</i>			
Objective linked to management and organisation	25.00%	12.50%	16.25%

Executive Director	Ex ante say on pay (compensation for 2025-2026)
	<p>Each criterion has a specific weight determined each year by the Board of Directors on the recommendation of the Nomination and Remuneration Committee. The level of achievement of these criteria is established in a precise and detailed manner after their evaluation by the Nomination and Remuneration Committee and the Board of Directors. For confidentiality reasons regarding the Group's strategy and in the same way as in previous years, the details of the individual qualitative objectives can only be made public at the end of the fiscal year.</p>
Multi-year variable compensation	Executive Directors do not receive multi-year variable compensation.
Directors' fees	Only Executive Directors who are Board members are eligible for directors' fees, which is not the case for the Company's Chief Executive Officer.
Stock option grants	The 21 st resolution approved by the Shareholders' Meeting of 22 July 2021 relating to plan allocation expired at the Shareholders' Meeting of 18 July 2024 and was not resubmitted to the last Shareholders' Meeting.
Bonus share awards	<p>Performance incentive plans must serve the aims of engaging and motivating key employees in pursuit of medium- and long-term performance, encouraging outperformance, involving the individuals concerned in the Company's value creation, retaining talent and optimising cost-effectiveness.</p> <p>The plans are aimed at a select group of individuals: the Company's Chief Executive Officer, Executive Committee members, key contributors, pillars of the organisation and high flyers. Key contributors are managers who have a strategic role (mainly brand managers and regional managers) and those who report to senior management. "Pillars" are managers who perform an essential role that requires experience and who would be difficult to replace. "High flyers" are managers who have been identified as having the potential to reach senior management level, or who could be promoted two management grades higher.</p> <p>Once identified, the beneficiaries are divided into groups. Each group is assigned a target increase, expressed as a percentage of the average annual salary of each group at the time of the award.</p> <p>In the case of the Company's Chief Executive Officer, the Board of Directors applies the criteria set out in the Corporate Governance Code of Listed Corporations for performance shares, i.e. a percentage of his total compensation and a proportional award in view of the total budget approved by the shareholders at the Shareholders' Meeting, in line with the Company's previous valuation practices. In accordance with the 30th resolution approved by the Shareholders' Meeting of 18 July 2024, the maximum number of shares granted to the Chief Executive Officer may not exceed 0.2% of the share capital on the date of the Board of Directors' decision to grant the shares, over a 38-month period.</p>
Extraordinary compensation	Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors retains the option to grant extraordinary compensation to the Executive Director in the event that a major operation that is economically significant and sustainable over the long term is particularly successful, although only if this was not envisaged when the qualitative criteria for his or her annual variable compensation were set.
Compensation, indemnities or benefits payable or that may become payable upon taking up office	<p>The Board of Directors, on the recommendations of the Nomination and Remuneration Committee, may grant a signing bonus to a new Executive Director from a company outside the Group. This bonus is mainly intended to compensate the individuals concerned for the loss of benefits from which they would have otherwise benefited. It also enables the Group to attract what it considers to be the best international managerial talent in its field.</p> <p>In this respect, on the proposal of the Nomination and Remuneration Committee, the Board of Directors decided, at its meeting of 3 June 2025, that the new Chief Executive Officer would receive a signing bonus of a gross amount of €470,000, paid in July 2025.</p>

COMPENSATION AND BENEFITS

Executive Director	Ex ante say on pay (compensation for 2025-2026)
Components of compensation, indemnities or benefits payable or that may become payable as a result of the termination or change of office, or subsequent thereto, or defined-benefit pension commitments meeting the characteristics of the schemes referred to in Article L. 137-11-2 of the French Social Security Code	<p><u>Severance pay</u></p> <p>The Executive Director is eligible for severance pay equal to 24 months' compensation (including fixed salary and annual bonus) prior to the date of the revocation or non-renewal of the corporate office. Severance pay will only be paid in the event of forced departure. It will not be due where there are serious grounds for dismissal or in cases of misconduct or in the event of business failure.</p> <p>Actual payment of this benefit is subject to the performance criteria set out below:</p> <p><u>Performance criterion relating to the business situation</u></p> <p>In the event of business failure, the Board of Directors may waive all or part of the severance pay. The Company's situation will be assessed on the basis of results measured at the end of the last two financial years.</p> <p><u>Quantitative performance criteria</u></p> <p>If the quantitative results, approved by the Board of Directors and serving as the calculation basis for Executive Committee members' bonuses, are less than 75% of the budgetary targets, no compensation will be payable.</p> <p>If the quantitative results, approved by the Board of Directors and serving as the calculation basis for Executive Committee members' bonuses are equal to or greater than 75% of the budgetary targets, the compensation paid will be equivalent to 24 months' gross compensation multiplied by the percentage achieved (maximum 100%). For example, if the percentage used is 87.5%, the compensation will be equal to 21 months.</p> <p>The percentage used to calculate the compensation is the average percentage of the previous two financial years.</p> <p><u>Qualitative performance criteria</u></p> <p>The Board of Directors may adjust the amount of the bonus, expressed as a percentage of gross annual remuneration and calculated on the basis of quantitative criteria, according to the results measured on the basis of qualitative criteria. For this, the Board of Directors considers whether the Company has maintained its corporate social responsibility rating from Vigéo, or any other environmental rating agency. The final compensation amount is limited to 24 months' compensation as defined above.</p> <p><u>Compensation paid by CLS Rémy Cointreau from 25 June to 4 July 2025 under a fixed-term employment contract following the end of his term of office</u></p> <p>For the period from 25 June to 4 July 2025, Éric Vallat will act as Group Senior Advisor on a full-time basis at CLS Rémy Cointreau, a subsidiary of the Rémy Cointreau Group, under a fixed-term employment contract, signed on the same date. Under this contract, Éric Vallat will be based in Paris and will perform advisory tasks in connection with the additional workload associated with the handover of strategic projects to the new Chief Executive Officer. This contract was signed with the aim of continuing to draw on Éric Vallat's knowledge and expertise. Under this contract, Mr Vallat will receive compensation of €42,000. This amount includes the value of the benefit in kind corresponding to the provision of a Company car and coverage of maintenance, insurance and running costs, as well as the payments of the end-of contract indemnity, the thirteenth-month salary on a pro rata basis and the paid leave allowance. Under his employment contract, Éric Vallat will also receive the benefits provided for under the Company's collective agreements for salaried executives of the category to which he belongs.</p> <p><u>Non-compete compensation</u></p> <p>Executive Directors are subject to a non-compete clause which prohibits them from working for a competitor. In respect of this non-compete clause, the activity taken into consideration as of the date of this document is the production, sale and distribution of liqueurs and spirits.</p> <p>This non-compete undertaking applies to a defined geographic region for a fixed period of time from the effective termination of their contract of appointment.</p> <p>During this period, the Executive Director will receive a gross monthly lump-sum non-compete payment equating to 100% of the average gross monthly basic compensation received during the twelve (12) months prior to the end of the term of office. The Board of Directors may waive this clause.</p> <p>In the event of a breach of this non-compete clause, the Company will be entitled to claim damages.</p> <p><u>Supplementary pension scheme</u></p> <p>The Executive Director is eligible for the supplementary Group pension plan set up for the Group's senior managers. The supplementary pension arrangements include (i) a defined-contribution Group scheme and (ii) an add-on defined-benefit Group scheme.</p> <ul style="list-style-type: none"> (i) Defined-contribution scheme pursuant to Article L. 242-1 of the French Social Security Code: the Executive Director is eligible for a defined-contribution plan, which equates to 8% of the annual compensation representing between one and eight times the annual ceiling on social security contributions paid by the Company. The Company's liability is limited to paying contributions to the insurance company that manages the plan. (ii) Supplementary and vested Group defined-benefit pension scheme ("Article 39") pursuant to Article L. 137-11-2 of the French Social Security Code.

Executive Director**Ex ante say on pay (compensation for 2025-2026)**

The supplementary defined-benefit pension scheme, as mentioned in Article L. 137-11-2 of the French Social Security Code, aims to retain the key executives concerned and encourage long-term performance. This supplementary pension scheme, whose beneficiaries are designated by the Board of Directors, is set up and funded by the Company. The scheme is managed by a third-party insurance company and involves the payment of an annuity calculated as a percentage of compensation on the basis of length of service. This scheme enables the grant, subject to performance conditions, of supplementary pension rights which vest each year. The annuity provided for by the scheme is a supplementary retirement pension: its amount is determined without reference to the pensions received by the beneficiary under mandatory pension schemes and other post-employment schemes to which he or she may be entitled. This scheme allows for the vesting of the same level of annuity rights as the previous scheme in force within the Group and in accordance with the performance conditions and characteristics described below.

The characteristics of the scheme are as follows:

1. conditions for enrolment in the scheme and other eligibility conditions:
 - hold a senior executive manager position within the Rémy Cointreau Group, in accordance with the classification provided for by the Wines and Spirits collective bargaining agreement,
 - length of service of at least three years within a Rémy Cointreau Group company;
2. reference compensation equal to the sum of the gross annual fixed compensation, the bonus received and benefits in kind subject to social security contributions;
3. rate of vesting of rights: annual rate;
4. total ceiling on vested rights, all schemes governed by Article L. 137-11-2 of the French Social Security Code: 15 points;
5. financing outsourced to an insurance company to which a premium is paid each year;
6. performance conditions: the assessment of these conditions is at the sole discretion of Rémy Cointreau, according to the targets set by the Company. It applies to all beneficiaries and depends on the Company's results. The performance criteria are as follows:
 - (i) current operating profit,
 - (ii) cash flow generation,
 - (iii) net profit (loss) excluding non-recurring items,
 - (iv) ROCE.

Terms for determining the vesting of pension rights subject to performance: if one or both of the two highest achievement rates for the criteria are less than 50%: 0%; if the two highest achievement rates for the criteria are equal to or greater than 50%: 1%; if the three highest achievement rates for the criteria are equal to or greater than 70%: 1.2%; if the three highest achievement rates for the criteria are equal to or greater than 100%: 1.5%;

7. annual ceiling for the vesting of pension rights: the annual vesting rate is a maximum of 1.5% for a given year.

COMPENSATION AND BENEFITS

Executive Director	Ex ante say on pay (compensation for 2025-2026)
Components of compensation and benefits of any kind payable or that may become payable to any of the persons referred to in the first paragraph of Article L. 225-82-2, under agreements entered into, directly or through an intermediary, by virtue of his or her office, with the Company in which the office is held, any company controlled by it, as defined by Article L. 233-16, any company which controls it, as defined by the same article, or any other company placed under the same control, as also defined in that article.	The Company's Chief Executive Officer does not benefit from any such agreements.
Any other component of compensation that may be granted in view of the office held	The Chief Executive Officer does not benefit from any other components of compensation in respect of his office other than those mentioned above.
Other benefits of any kind	<p>The Chief Executive Officer is eligible for the use of a Company car. The maintenance, insurance and running costs are covered by the Company.</p> <p>He also benefits from the Company's payments of contributions to a benefits scheme for managers and senior executives.</p> <p>The Company's Chief Executive Officer is eligible for the Group life and disability and healthcare schemes set up within the Group for all employees. The Company's liability is limited to the payment of contributions to the insurance company that manages the scheme.</p> <p>These schemes comprise a death, disability and incapacity for work plan and a healthcare plan, as described in this document.</p>

7

EXPLANATORY STATEMENT AND DRAFT RESOLUTIONS

ORDINARY BUSINESS

1st, 2nd and 3rd resolutions

APPROVAL OF THE COMPANY AND CONSOLIDATED FINANCIAL STATEMENTS AND APPROPRIATION OF EARNINGS

EXPLANATORY STATEMENT

The **first two resolutions** concern the approval of the company and consolidated financial statements for the financial year ended 31 March 2025.

The company financial statements show a profit for the period of €15,622,296.65.

The consolidated financial statements show a net profit attributable to the owners of the parent company of €121.2 million.

It is stated, in accordance with Article 223 *quater* of the French General Tax Code, that no expenditure or expenses referred to in Article 39 paragraph 4 of the French General Tax Code were incurred during the financial year ended 31 March 2025.

The **third resolution** concerns the appropriation of Company earnings for the financial year ended 31 March 2025 and the payment of the dividend.

The Board of Directors asks that you approve the appropriation of distributable earnings for the financial year ended 31 March 2025 as follows:

■ profit for the financial year ended 31 March 2025	€15,622,296.65
■ retained earnings:	€259,761,420.75
■ allocation to the legal reserve:	(€145,171.52)
■ total distributable amount:	€275,238,545.88
■ ordinary dividend of €1.50 per share:	€78,240,436.50;
■ retained earnings:	€196,998,109.38

The Board of Directors proposes to set the amount of the dividend to be distributed to each of the Company's shares with dividend rights in respect of the financial year ended 31 March 2025 at €1.50 i.e. a total amount of €78,240,436.50 based on 52,160,291 shares comprising the share capital at 31 March 2025.

The dividend will be paid as follows:

- an ordinary dividend of €1 in cash;
- an ordinary dividend of €0.50 in cash or new ordinary shares, at the shareholder's choice.

The ex-dividend date would be 28 July 2025 and the dividend would be paid as of 1 October 2025.

FIRST RESOLUTION**(Approval of the company financial statements for the 2024-2025 financial year)**

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' reports and the Statutory Auditors' report on the company financial statements, approves the company financial statements for the financial year ended 31 March 2025, which comprise the statement of financial position, the income statement and the notes, as presented, showing a profit for the period of €15,622,296.65, together with all the transactions reflected in the aforementioned financial statements or summarised in these reports.

In accordance with the provisions of Article 223 *quater* of the French General Tax Code, the Shareholders' Meeting notes that no expenditure or expenses referred to in Article 39-4 of the said Code were incurred during the financial year ended 31 March 2025.

THIRD RESOLUTION**(Appropriation of income and setting of the dividend)**

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, on the proposal of the Board of Directors, hereby approves the appropriation of the distributable income for the financial year ended 31 March 2025 as follows:

▪ profit for the financial year ended 31 March 2025	€15,622,296.65
▪ retained earnings:	€259,761,420.75
▪ allocation to the legal reserve:	(€145,171.52)
▪ total distributable amount:	€275,238,545.88
▪ ordinary dividend of €1.50 per share:	€78,240,436.50;
▪ retained earnings:	€196,998,109.38

An ordinary dividend of €1.50 per share will be distributed to each of the Company's shares entitled to dividends. This will consist of €1 in cash and €0.50 by way of an option between payment of the dividend in cash or in shares.

The total dividend of €78,240,436.50 was determined on the basis of the 52,160,291 shares making up the share capital at 31 March 2025. The ex-dividend date will be 28 July 2025 and the dividend would be paid as of 1 October 2025.

In the event that the Company holds any of its own shares when the dividend becomes payable, the amount corresponding to the dividend not distributed as a result of that holding shall be allocated to "Retained earnings".

It is specified that, as the law currently stands, for natural persons who have their tax residence in France, the dividend is subject to a single flat-rate withholding tax ("PFU") of 12.8% or, if the beneficiary

SECOND RESOLUTION**(Approval of the consolidated financial statements for the 2024-2025 financial year)**

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' reports and the Statutory Auditors' report on the consolidated financial statements, approves the consolidated financial statements for the financial year ended 31 March 2025, which comprise the statement of financial position, the income statement and the notes, as presented, showing a net profit (loss) attributable to the owners of the parent of €121.2 million, together with all the transactions reflected in the aforementioned financial statements or summarised in these reports.

has expressly and irrevocably so opted, to the income tax applicable to his or her entire income, net gains, profits and receivables falling under the field of application of the single flat-rate withholding taxation in accordance with the progressive income tax system. The dividend is eligible for the 40% rebate benefiting individuals domiciled in France for tax purposes as provided for in paragraph 2 of Article 158-3 of the French General Tax Code. However, this now applies only to taxpayers who opt for taxation in accordance with the progressive income tax system.

In accordance with the provisions of Article 243 *bis* of the French General Tax Code, the amount of the net dividends paid in respect of the previous three financial years and the amount of the dividend payment for the same financial years eligible for the aforementioned tax allowance for individual shareholders who are tax residents of France, were as follows:

Financial years	2021-2022	2022-2023	2023-2024
Net dividend per share	€2.85 ⁽¹⁾	€3 ⁽¹⁾	€2
Dividend paid eligible for the 40% rebate	€2.85 ⁽¹⁾	€3 ⁽¹⁾	€2

(1) Including an extraordinary dividend of €1.

4th resolution

OPTION TO PAY THE DIVIDEND IN SHARES

EXPLANATORY STATEMENT

Applying the provisions of Articles L. 232-18 to L. 232-20 of the French Commercial Code, the **fourth resolution** proposes to grant each shareholder an option between payment of the dividend in cash or payment in new shares for the amount of €0.50 of the total dividend of €1.50 per share to which the third resolution relates. The issue price of the new shares, subject to this option, will be equal to 90% of the average of the last listed prices for the twenty trading sessions preceding the date of the Shareholders' Meeting of 22 July 2025, less the net amount of the dividend, in accordance with Article L. 232-19 of the French Commercial Code. The Board of Directors will have the option of rounding the price thus determined to the nearest hundredth. Each shareholder may choose between, on the one hand, the payment of the entire extraordinary dividend in shares and, on the other hand, the payment of the entire extraordinary dividend in cash. Shareholders who wish to choose payment of the extraordinary dividend in shares must request this from their financial intermediary from 30 July 2025 and no later than 17:00 on 15 September 2025. At the end of this period, the entirety of the dividend may only be paid in cash. If the amount of dividends for which the option is exercised does not correspond to a whole number of shares, the shareholder may subscribe either to the number immediately below along with the remainder in cash, or the number immediately above, with an additional payment in cash.

FOURTH RESOLUTION

(Option to pay the dividend in shares)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' report and applying the provisions of Articles L. 232-18 to L. 232-20 of the French Commercial Code and Article 27 of the Articles of Association, resolves to grant each shareholder an option between payment of the dividend in cash or payment in shares, for the amount of €0.50 of the total dividend of €1.50 per share to which the third resolution relates.

Each shareholder may opt for either payment method, but this option will apply in the same way to all the shares they hold, for this fraction of the dividend.

The issue price of the new shares, subject to this option, will be equal to 90% of the average of the last listed prices for the twenty trading sessions preceding the date of this meeting, less the net amount of the dividend, in accordance with Article L. 232-19 of the French Commercial Code. The Board of Directors will have the option of rounding the price thus determined to the nearest hundredth.

Shareholders who wish to choose payment of the dividend in shares must request this from their financial intermediary from 30 July 2025 and no later than 17:00 on 15 September 2025. As a result, any

shareholder who has not exercised their option at the end of this period will receive their entire dividend in cash.

If they do not select payment in shares, the dividend will be paid in cash from 1 October 2025.

If the amount of dividends for which the option is exercised does not correspond to a whole number of shares, the shareholder may subscribe either to the number immediately below along with the remainder in cash, or the number immediately above, with an additional payment in cash.

The new shares will be subject to all legal and statutory provisions and will carry dividend rights from 1 April 2025, the start of the current financial year.

The Shareholders' Meeting grants full powers to the Board of Directors to take, in accordance with Article L. 232-20 of the French Commercial Code, the provisions necessary for the implementation of this distribution of the dividend in shares, and in particular to set the issue price of the shares issued under the conditions provided for above, to record the number of shares issued and the capital increase carried out, to amend the Company's Articles of Association accordingly, to take all measures to ensure the successful completion of the transaction and, more generally, to do whatever is useful and necessary.

5th resolution

AGREEMENTS COVERED BY ARTICLES L. 225-38 ET SEQ. OF THE FRENCH COMMERCIAL CODE

EXPLANATORY STATEMENT

The **fifth resolution** concerns the agreements authorised and entered into during previous financial years, the performance of which continued in the 2023-2024 financial year. These agreements were once again examined by the Board of Directors at its meeting of 3 April 2025 in accordance with Article L. 225-40-1 of the French Commercial Code, and are included in the Statutory Auditors' special report, reproduced in section 8.2 of the 2024-2025 Universal Registration Document. The agreements mentioned in this special report and already approved by previous Shareholders' Meetings are not resubmitted to the vote of the Shareholders' Meeting.

Ruling on the Statutory Auditors' special report, the Shareholders' Meeting is asked to note:

- information relating to the agreements referred to in the Statutory Auditors' special report;
- the absence of any new agreement to be approved.

FIFTH RESOLUTION

(Agreements covered by Article L. 225-38 et seq. of the French Commercial Code)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report on the related-party agreements covered by Articles L. 225-38

et seq. of the French Commercial Code, takes note of the information relating to the agreements entered into and authorised in previous financial years and that remained in force in the past financial year that are mentioned therein and were reviewed by the Board of Directors at its meeting on 3 April 2025 in accordance with Article L. 225-40-1 of the French Commercial Code, and notes that there are no new agreements to be approved.

COMPOSITION OF THE BOARD OF DIRECTORS

EXPLANATORY STATEMENT

Before proposing the reappointment of Board members whose term of office will expire at the end of this Shareholders' Meeting or the appointment of new Board members, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, verified that the nominees in question would have the time required to perform their respective roles. It also ensured that the composition of the Board of Directors is well balanced in terms of gender equality and international experience.

The Board of Directors also assessed the contribution made by the Board members whose appointments are up for renewal to its work and that of its sub-committees.

At its meeting on 3 June 2025, the Board of Directors examined in particular the independence of its members in light of the criteria set out in the AFEP-MEDEF Corporate Governance Code for Listed Corporations, updated in December 2022.

Should the **sixth, seventh, eighth, ninth and tenth** resolutions put to the vote be approved, the Board of Directors would have 12 members, as well as three non-voting Board members. It would comprise six women appointed by the Shareholders' Meeting, i.e. 50% of its members appointed by the shareholders (excluding non-voting Board members). Its composition would be well balanced in terms of skills. The percentage of independent Board members would be 58% (7/12) based on the AFEP-MEDEF Code calculation method (excluding non-voting Board members).

6th, 7th, 8th and 9th resolutions

RENEWAL OF THE TERMS OF OFFICE OF FOUR BOARD MEMBERS

EXPLANATORY STATEMENT

The **sixth, seventh, eighth and ninth** resolutions propose that the Shareholders' Meeting renew the terms of office of:

- Hélène Dubrule and Alain Li as independent Board members;
- Marie-Amélie de Leusse and Orpar SA, as Board members representing the reference shareholder.

Their terms of office would be renewed for a period of three years, i.e. expiring at the end of the Shareholders' Meeting called to approve the financial statements for the financial year ending on 31 March 2028.

Hélène Dubrule, 59 years old, has sat on the Rémy Cointreau Board of Directors as an independent Board member since 24 July 2019. The Board of Directors considers that Hélène Dubrule's involvement in the work of the Board of Directors and the CSR Committee, of which she is a member, her deep understanding of the Group's issues and strategy, her broad knowledge of the luxury sector, the international perspective that her work with global brands has given her, her understanding of the issues faced by listed, family-owned companies and her interest in CSR and sustainable development topics make her well-equipped to continue in her role as an independent Board member.

If she is reappointed as a Board member, Hélène Dubrule will continue to serve as a member of the Corporate Social Responsibility Committee.

Alain Li, 65 years old, was CEO of APAC with Richemont from 2006 until his retirement in 2023. He was then elected as the President of the French Chamber of Commerce in Hong Kong. He is also a director of Las Vegas Sands and Dynasty Fine Wines. He has sat on the Board of Directors since 21 July 2022. The Board of Directors considers that his significant experience in CEO and CFO roles, working in Asia and in the luxury sector, and his multi-cultural profile make him well-equipped to continue in his role as an independent Board member.

If he is reappointed as a Board member, Alain Li will be appointed as a member of the Nomination and Remuneration Committee.

Marie-Amélie de Leusse, 47 years old, is Deputy Chief Executive Officer of Andromède SAS. Marie-Amélie de Leusse has sat on the Rémy Cointreau Board of Directors since 24 July 2019, and has served as Chairwoman of the Board of Directors since 21 July 2022. The Board of Directors considers that her valued, high-quality leadership of the Board during the term of her appointment, her experience in the wine and spirits industry, her deep insight into the luxury industry and knowledge of the Group's teams make her well-equipped to continue in her role as a Board member.

If she is reappointed as a Board member, Marie-Amélie de Leusse will continue to serve as Chairwoman of the Board of Directors.

In her capacity as representative of the reference shareholder, Marie-Amélie de Leusse, does not qualify as an independent Board member.

Orpar SA, owned by Andromède SAS, the reference shareholder of the Company which holds over two-thirds of the share capital and more than 45% of the voting rights in Rémy Cointreau. Orpar, a legal person, will be represented by Jérôme Bosc.

A biography of these Board members (including details of the appointments held) is provided on pages 21, 23, 30 and 34 of this Document.

SIXTH RESOLUTION

(Renewal of Hélène Dubrule's term of office as a Board member)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' report, resolves to reappoint Hélène Dubrule as a Board member for a three-year term, i.e. until the end of the Ordinary Shareholders' Meeting called to approve the financial statements for the financial year ending on 31 March 2028.

Board member for a three-year term, i.e. until the end of the Ordinary Shareholders' Meeting called to approve the financial statements for the financial year ending on 31 March 2028.

EIGHTH RESOLUTION

(Renewal of Marie-Amélie de Leusse's term of office as a Board member)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' report, resolves to reappoint Marie-Amélie de Leusse as a Board member for a three-year term, i.e. until the end of the Ordinary Shareholders' Meeting called to approve the financial statements for the financial year ending on 31 March 2028.

SEVENTH RESOLUTION

(Renewal of Alain Li's term of office as a Board member)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' report, resolves to reappoint Alain Li as a

NINTH RESOLUTION

(Renewal of Orpar SA's term of office as a Board member)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' report, resolves to reappoint Orpar, a *société*

anonyme (French public limited company), whose registered office is at 25, rue Balzac, 75 008 Paris, France and which is registered in the Paris Trade and Companies Register under number 322 867 789, as a Board member for a three-year term, i.e. until the end of the Ordinary Shareholders' Meeting called to approve the financial statements for the financial year ending on 31 March 2028.

10th resolution

APPOINTMENT OF A BOARD MEMBER

EXPLANATORY STATEMENT

The **tenth resolution** asks the Shareholders' Meeting, on the recommendation of the Nomination and Remuneration Committee, to appoint Jessica Spence as a Board member for a three-year term, i.e. until the end of the Shareholders' Meeting called to approve the financial statements for the financial year ending 31 March 2028.

Jessica Spence will be appointed to replace Olivier Jolivet, who has notified the Board of Directors that, for personal reasons, he will not be seeking reappointment as a Board Member at the end of this Shareholders' Meeting.

The Board of Directors will therefore count among its independent Board members an individual with a multi-cultural background who has significant experience in the US market and the global wine and spirits sector.

After having reviewed the independence criteria mentioned in section 10.5 of the AFEF-MEDEF Code, revised in December 2022, based on the work carried out by the Nomination and Remuneration Committee, the Board of Directors concluded that Jessica Spence could be considered as independent.

If she is appointed as a Board member, Jessica Spence will be nominated to serve as a member of the Corporate Social Responsibility Committee.



JESSICA SPENCE

UK and Luxembourg nationality, 49 years old

Jessica Spence, 49 years old, of UK and Luxembourg nationality, is President of Edgewell Personal Care's North America business, leading the company's commercial operations in Canada and the United States, its biggest and most profitable market. She brings 25 years of global spirits and consumer products experience across both commercial and brand-building roles. Most recently, she was Suntory Global Spirits's first President of Brands where she led the company's strategy to unleash the full potential of its iconic brands by transforming the operating model to a global, brand-led model that delivers on the company's premiumisation and growth ambitions. Jessica became President of North America in January 2023. Jessica joined Suntory in 2019 from Carlsberg Group where she served as Executive Vice President, Chief Commercial Officer, overseeing the company's global marketing, sales, insights, R&D and innovation functions. She previously served as Carlsberg's Vice President Commercial in Hong Kong. Jessica has a Master of Arts in Philosophy from the University of Cambridge, a Postgraduate Diploma in Economics from the London School of Economics & Political Science and an MBA from INSEAD. She is a member of the Fortune Most Powerful Women network and WomenCorporateDirectors, a community of women corporate board directors.

PRINCIPAL APPOINTMENT OUTSIDE THE GROUP

- President: President of Edgewell Personal Care's North America Business

OTHER ROLES AND CURRENT APPOINTMENTS

- None

PREVIOUS ROLES AND APPOINTMENTS

(DURING THE PAST FIVE YEARS, NOW TERMINATED)

President of North America, Suntory Global Spirits

President of Brands, Suntory Global Spirits

To the Company's knowledge, there is no potential conflict of interest between the duties towards the issuer and the private interests and/or other duties of Jessica Spence.

TENTH RESOLUTION**(Appointment of Jessica Spence as a Board member)**

The Shareholders' Meeting, voting in accordance with the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' report, appoints Jessica

Spence as a Board member, replacing Olivier Jolivet, whose term of office expires at the end of this Shareholders' Meeting, for a period of three years, i.e. expiring at the end of the Ordinary Shareholders' Meeting called to approve the financial statements for the financial year ending on 31 March 2028.

11th resolution**APPROVAL OF THE INFORMATION REGARDING THE COMPENSATION PAID DURING, OR AWARDED IN RESPECT OF, THE FINANCIAL YEAR ENDED 31 MARCH 2025 TO ALL CORPORATE OFFICERS****EXPLANATORY STATEMENT**

Under the **eleventh resolution**, the Shareholders' Meeting is asked to approve, in accordance with Article L. 22-10-34 of the French Commercial Code, the information regarding the compensation of the corporate officers paid during or awarded in respect of the financial year ended 31 March 2025, referred to in Article L. 22-10-9, I of the French Commercial Code.

This information is presented in the Board of Directors' report on the Company's corporate governance in section 3.5 of the 2024-2025 Universal Registration Document.

Please note that if these resolutions are rejected by the Shareholders' Meeting, the Board of Directors will submit a revised version of the compensation policy for shareholder approval at the next Shareholders' Meeting, which takes account of the votes expressed by shareholders, and will suspend the compensation until the revised compensation policy is approved.

ELEVENTH RESOLUTION**(Approval of the information regarding the compensation of corporate officers paid during or awarded in respect of the 2024-2025 financial year referred to in Article L. 22-10-9, I of the French Commercial Code)**

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, approves,

pursuant to Article L. 22-10-34 of the French Commercial Code, the information referred to in Article L. 22-10-9, I of the French Commercial Code, as described in the corporate governance report from the Board of Directors required under Article L. 225-37 of the French Commercial Code and included in section 3.5 of the 2024-2025 Universal Registration Document.

12th and 13th resolutions

APPROVAL OF THE COMPONENTS OF TOTAL COMPENSATION AND BENEFITS OF ANY KIND PAID DURING OR AWARDED FOR THE FINANCIAL YEAR ENDED 31 MARCH 2024 TO EACH EXECUTIVE DIRECTOR OF THE COMPANY

EXPLANATORY STATEMENT

By voting on the **twelfth and thirteenth resolutions**, the Shareholders' Meeting is asked to approve, in accordance with the provisions of Article L. 22-10-34 of the French Commercial Code, the fixed, variable and extraordinary components of the total compensation and benefits of any kind paid during, or awarded in respect of, the financial year ended 31 March 2025, to each person who has held the post of Executive Director of the Company, in accordance with the compensation policy approved during the Shareholders' Meeting of 20 July 2023. This affects:

- Marie-Amélie de Leusse as Chairwoman of the Board of Directors;
- Éric Vallat, as Chief Executive Officer.

These components are presented in the corporate governance report covered by Article L. 225-37 of the French Commercial Code, included in section 3.5 of the 2024-2025 Universal Registration Document.

Payment of the variable components of the compensation of Éric Vallat in respect of the financial year ended 31 March 2025 is subject to the approval of the thirteenth resolution.

TWELFTH RESOLUTION

(Approval of the components of the total compensation and benefits of any kind paid during, or awarded in respect of the financial year ended 31 March 2025, to Marie-Amélie de Leusse, Chairwoman of the Board of Directors, in accordance with Article L. 22-10-34 of the French Commercial Code)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, approves, in accordance with the provisions of Article L. 22-10-34, II of the French Commercial Code, the fixed components comprising the total compensation and benefits of any kind paid during or awarded in respect of the financial year ended 31 March 2025, to Marie-Amélie de Leusse, Chairwoman of the Board of Directors, in respect of the financial year ended 31 March 2025, as presented in the report on corporate governance referred to in Article L. 225-37 of the French Commercial Code and included in section 3.5 of the 2024-2025 Universal Registration Document.

THIRTEENTH RESOLUTION

(Approval of the components of total compensation and benefits of any kind paid during or awarded to Éric Vallat, Chief Executive Officer, in respect of the financial year ended 31 March 2025, pursuant to Article L. 22-10-34 of the French Commercial Code)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, approves, in accordance with the provisions of Article L. 22-10-34 of the French Commercial Code, the fixed and variable components comprising the total compensation and benefits of any kind paid during or awarded to Éric Vallat in respect of the financial year ended 31 March 2025, by virtue of his office as Chief Executive Officer, in respect of the financial year ended 31 March 2025, as presented in the report on corporate governance referred to in Article L. 225-37 of the French Commercial Code and included in section 3.5 of the 2024-2025 Universal Registration Document.

14th and 15th resolutions

APPROVAL OF THE COMPENSATION POLICY FOR CORPORATE OFFICERS AND EXECUTIVE DIRECTORS FOR THE 2025-2026 FINANCIAL YEAR

EXPLANATORY STATEMENT

The purpose of the **fourteenth and fifteenth resolutions** is to submit for your approval, in accordance with Articles L. 22-10-8, II and R.22-10-14 of the French Commercial Code, the compensation policy for the Chairman of the Board of Directors and the Chief Executive Officer for the 2025-2026 financial year.

These principles and criteria, approved by the Board of Directors on 3 June 2025, on the recommendation of the Nomination and Remuneration Committee, are presented in the Board of Directors' report on Executive Director compensation attached to the corporate governance report referred to in Article L. 225-37 of the French Commercial Code and included in section 3.5 of the 2024-2025 Universal Registration Document.

It is specified:

- that if these resolutions are rejected by the Shareholders' Meeting, the compensation of the Chairman of the Board of Directors and the Chief Executive Officer will be set in accordance with the compensation policy approved in respect of the financial year ended 31 March 2024;
- that the payment of the variable and extraordinary components of the compensation of the Chief Executive Officer depends on the subsequent approval, by a Company Shareholders' Meeting, of the components of the total compensation and benefits of any kind paid during or awarded to the Chief Executive Officer in respect of the 2025-2026 financial year.

FOURTEENTH RESOLUTION

(Approval of the compensation policy for the Chairman of the Board of Directors for the 2025-2026 financial year)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the report on the executive compensation policy defined in accordance with Article L. 22-10-8, II of the French Commercial Code, approves the principles and criteria used to determine, distribute and allocate the fixed components of the total compensation and benefits of any kind that may be awarded to the Chairman of the Board of Directors in respect of her office, set by the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, in respect of the financial year ended 31 March 2026, described in the corporate governance report as required under Article L. 225-37 of the French Commercial Code, and included in section 3.5 of the 2024-2025 Universal Registration Document.

FIFTEENTH RESOLUTION

(Approval of the compensation policy for the Chief Executive Officer for the 2025-2026 financial year)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the report on the executive compensation policy defined in accordance with Article L. 22-10-8, II of the French Commercial Code, approves the principles and criteria used to determine, distribute and allocate the fixed, variable and extraordinary components of the total compensation and benefits of any kind that may be awarded to the Chief Executive Officer in respect of his office, set by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, in respect of the financial year ended 31 March 2026, described in the corporate governance report as required under Article L. 225-37 of the French Commercial Code, and included in section 3.5 of the 2024-2025 Universal Registration Document.

16th resolution**APPROVAL OF THE COMPENSATION POLICY FOR BOARD MEMBERS FOR THE 2025-2026 FINANCIAL YEAR**

EXPLANATORY STATEMENT

In accordance with the provisions of Articles L. 22-10-8 and R. 22-10-14 of the French Commercial Code, the **sixteenth resolution** asks the Shareholders' Meeting to approve the compensation policy for Board members for the 2025-2026 financial year.

The Annual Shareholders' Meeting of 20 July 2023 set the annual compensation budget for members of the Board of Directors at €700,000 for the 2023-2024 financial year. This amount, unchanged since that date, will remain fixed at 700,000 euros for the 2025/2026 financial year.

The rules for allocating compensation for Board members were decided upon by the Board of Directors on 3 June 2025 on the proposal of the Nomination and Remuneration Committee and are presented in section 3.5 of the Company's 2024-2025 Universal Registration Document.

Please note that if this resolution is rejected by the Shareholders' Meeting, the previous compensation policy for Board members approved during the Shareholders' Meeting of 18 July 2024 will continue to apply in accordance with the provisions of Article L. 22-10-8-II of the French Commercial Code.

SIXTEENTH RESOLUTION

(Approval of the compensation policy for Board members for the 2025-2026 financial year)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, approves, in

accordance with Article L. 22-10-8 of the French Commercial Code, the compensation policy for Board members, in respect of the financial year ended 31 March 2026, described in the Board of Directors' report on corporate governance and included in section 3.5 of the 2024-2025 Universal Registration Document.

17th resolution

SALE AND PURCHASE BY THE COMPANY OF ITS OWN SHARES

EXPLANATORY STATEMENT

You are asked, under the **seventeenth resolution**, to renew the annual authorisation granted to the Company for the purpose of purchasing treasury shares under a share buyback programme.

Reminder of the use for the 2024-2025 financial year

The Board of Directors has not used this delegation in 2024-2025.

- Between 1 April 2024 and 31 March 2025, the Company transferred 35,442 shares to be used for bonus share awards under long-term performance incentive plans.

Breakdown of equity securities held, by purpose

- At 31 March 2025, the Company held 274,471 treasury shares with a par value of €1.60, i.e. 0.52% of the share capital, for a net carrying amount of €47,018,522.28, broken down as follows:
- 274,471 shares used for the allocation of bonus shares and resulting from the various buyback programmes that the Company was able to implement through various investment services providers and authorised by the Shareholders' Meetings of 24 July 2018 and 23 July 2020.

A detailed report on the share buyback transactions carried out in 2024-2025 can be found in the 2024-2025 Universal Registration Document. An online version of the description of the buyback programme will be available on the Company's website before the Shareholders' Meeting. The buyback programme has the same purpose as that of the programme you approved in previous years, in order of decreasing priority.

The authorisation would be granted within the following limits:

- maximum percentage of the share capital authorised for purchase: 10% of the share capital, i.e. a maximum number of 4,941,558 shares, less the 274,471 treasury shares held at 31 March 2025;
- maximum unit purchase price: €350;
- total maximum amount of the programme: €1,729,545,335;
- duration: 18 months.

Share buyback transactions may be carried out at any time, except during a public takeover offer.

Treasury shares have no voting rights and dividends accruing to them are carried forward as retained earnings.

The Board of Directors will inform the shareholders in its annual management report of the transactions carried out pursuant to this resolution.

SEVENTEENTH RESOLUTION

(Authorisation for the Board of Directors to trade in the Company's shares)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Ordinary Shareholders' Meetings, having reviewed the Board of Directors' report and the items provided in the 2024-2025 Universal Registration Document, including all the information required in the description of the programme, authorises the Board of Directors, with the option to subdelegate, in accordance with Articles L. 22-10-62 et seq. of the French Commercial Code, Articles 241-1 et seq. of the AMF General Regulation and the European regulations applicable to market abuse, in particular Regulation (EU) No. 596/2014 of 16 April 2014, to perform transactions on the Company's shares, under the conditions and within the limits provided for by these texts, in decreasing order of priority:

- to cancel shares purchased as part of a capital reduction, subject to the adoption of the eighteenth resolution submitted to this Shareholders' Meeting;
- to deliver all or part of the shares acquired upon the exercise of the rights attached to marketable securities giving the right, by conversion, exercise, redemption or exchange or by any other

manner, to the allocation of Company shares pursuant to applicable regulations;

- to allocate all or part of the shares acquired for employees and/or corporate officers of the Company and/or companies related to it in accordance with the terms and conditions provided by law, as part of (i) sharing in the business's profits, (ii) any bonus share allocation plan under Articles L.225-197-1 et seq. of the French Commercial Code; (iii) any savings plan in accordance with Articles L. 3332-1 et seq. of the French Labour Code, and carry out any hedging transactions in connection with these transactions under the terms and conditions stipulated by law;
- to hold all or part of the shares acquired with a view to their subsequent exchange or use as payment in relation to acquisitions, contributions, mergers and share splits, in accordance with recognised market practices and pursuant to applicable regulations;
- to ensure liquidity or promote trading in the secondary market in Rémy Cointreau shares via an independent investment services provider, under the terms of a liquidity agreement that complies with the market practices authorised by the AMF;
- and, more generally, to carry out any other transaction currently permitted or which may be permitted at a later time, by law or current regulations or the AMF.

The purchase, sale, transfer or exchange of these shares may be carried out at any time under the legal and regulatory conditions, except during a public takeover offer, and by any means, in particular on the market or over the counter, including in the form of block purchase or sale transactions, including with individual shareholders, through the use of derivatives, warrants or securities giving access to the Company's shares, as well as the use of hedging strategies, in accordance with applicable regulations.

The Shareholders' Meeting sets:

- at €350 per share, excluding acquisition costs, the maximum purchase price (or a value equating to this amount on the same date in any other currency), and at €1,729,545,335, excluding trading costs, the maximum total amount to cover this share buyback programme, subject to adjustments in connection with any transactions on the Company's share capital, and/or the par value of the shares, it being specified that in the event of a capital transaction, in particular a stock split or reverse stock split or a bonus share grant to shareholders, the price and the maximum amount indicated above shall be adjusted by applying a multiplier equal to the ratio between the number of shares making up the share capital before the transaction and the number after the transaction;
- the number of shares that may be purchased, at 10% of the shares making up the share capital, i.e. 4,941,558 shares, given the number of treasury shares held by the Company as of 31 March 2025, it being specified that (a) this limit is applicable to an amount of the Company's share capital, which may, if necessary, be adjusted to take account of transactions subsequent to this Shareholders' Meeting that affect the share capital and (b) that in the event the shares are purchased to promote the liquidity of Rémy Cointreau under the terms and conditions laid down by the AMF General

Regulation, the number of shares used to calculate this 10% limit equates to the number of shares purchased less the number of shares sold during the period of this authorisation.

In accordance with the provisions of Article L. 225-210 of the French Commercial Code, the Company may not own, either directly or via a person acting in their own name but on the Company's behalf, more than 10% of its own shares, nor more than 10% of a particular category.

The Shareholders' Meeting gives all powers to the Board of Directors, with the option to subdelegate, in accordance with legal and regulatory requirements, to (i) place any order on a stock market or off-market, allocate or re-allocate the shares to the various intended purposes, sign all sale or transfer agreements, enter into all agreements and option contracts, make all declarations and complete all formalities with all bodies, and, generally, do whatever is necessary for the execution of the decisions it takes under this authorisation and, (ii) adjust the unit price and the maximum number of shares to be purchased, in accordance with the change in the number of shares or in the par value resulting from any financial transactions performed by the Company.

The Board of Directors will inform the Shareholders' Meeting each year of the transactions performed under this resolution.

The authorisation granted to the Board of Directors is valid for a period of eighteen (18) months as from this Shareholders' Meeting and cancels, for the unused portion, the delegations granted by the Combined Shareholders' Meeting of 18 July 2024 under the nineteenth resolution.

EXTRAORDINARY BUSINESS

18th resolution

AUTHORISATION TO REDUCE THE SHARE CAPITAL VIA THE CANCELLATION OF TREASURY SHARES HELD BY THE COMPANY

Explanatory statement

The **eighteenth resolution** provides the Board of Directors with the option of cancelling, in accordance with Article L. 22-10-62 of the French Commercial Code, by way of a capital reduction, the shares purchased by the Company pursuant to the authorisation granted by your Meeting in the fourteenth resolution or purchased under the previous authorisations for the Company to buy and sell its own shares, within the legal limit of 10% of the share capital per 24-month period.

This authorisation would be valid for a maximum period of 18 months from the date of this Shareholders' Meeting, and would render ineffective all prior authorisations.

During the 2024-2025 financial year, the Board of Directors has not made use of this authorisation.

EIGHTEENTH RESOLUTION
(Authorisation enabling the Board of Directors to reduce the share capital via the cancellation of treasury shares held by the Company)

The Shareholders' Meeting, ruling under the quorum and majority requirements for Extraordinary Shareholders' Meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, authorises the Board of Directors, with the option to subdelegate under legal and regulatory requirements, in accordance with Article L. 22-10-62 of the French Commercial Code:

- to cancel, on one or more occasions, in the proportions and at the times it deems fit, all or part of the shares under the implementation of any authorisation granted by the Ordinary Shareholders' Meeting pursuant to Article L. 22-10-62 of the French Commercial Code, within the limit of 10% of the total number of shares making up the share capital per twenty-four (24)-month period, on the understanding that the limit of 10% applies to

an amount of the Company's share capital that will be adjusted, where applicable, in order to take into account the transactions subsequent to this Shareholders' Meeting that affect the share capital, and accordingly reduce the share capital by charging the difference between the purchase price of the shares and their par value to any reserve and paid-in capital items available, including over the legal reserve up to 10% of the planned capital reduction;

- to determine the final amount of this or these capital reductions, set their terms and conditions and record their execution;
- to make the corresponding amendments to the Articles of Association and, more generally, do whatever is necessary for the implementation of this authorisation.

This authorisation is granted for a period of eighteen (18) months from the date of this Shareholders' Meeting and supersedes, for the unused amounts, the delegation granted by the Combined Shareholders' Meeting of 18 July 2024 under its twentieth resolution.

19th resolution

POWERS TO ACCOMPLISH FORMALITIES

EXPLANATORY STATEMENT

The **nineteenth resolution** is a standard resolution granting the necessary powers to proceed with publication and other legal formalities.

NINETEENTH RESOLUTION
(Powers to carry out formalities)

The Shareholders' Meeting confers all powers to carry out all legal filing and public notice formalities to the bearer of a copy or a certified excerpt of these minutes.

We ask you to vote in favour of the resolutions put to you.

The Board of Directors



RÉMY COINTREAU

REQUEST FORM FOR ADDITIONAL DOCUMENTS

COMBINED SHAREHOLDERS' MEETING

2025

Tuesday, 22 July 2025, 9:30 AM

Aux Salons Hoche
9, avenue Hoche
75008 Paris

PLEASE RETURN TO:

Société Générale
Service des assemblées générales
CS 30812
44308 Nantes Cedex 3

I, the undersigned:

Mrs ☐ Mr ☐ Company ☐

Name _____

N° _____ Street _____

Postal code _____ City _____ Country _____

E-mail address _____ @ _____

— Acknowledge receipt of or that I was able to consult the documents relating to the Combined Shareholders' Meeting of 22 July 2025 and referred to in Article R. 225-73 of the French Commercial Code.

— Request Rémy Cointreau to send me, prior to the Combined Shareholders' Meeting, the documents and information referred to in Article R. 225-83 of the French Commercial Code, compiled in the 2024/2025 Universal Registration Document.

☐ Send the documents in print format

☐ Send the documents electronically

Signed at _____ on the _____ 2025

Signature

The documents and information referred to in Article R. 225-83 of the French Commercial Code, included in the 2024/2025 Universal Registration Document, may be consulted and/or ordered on <https://www.remy-cointreau.com>



<p>(1) GENERALITES : il s'agit d'un formulaire unique prévu par l'article R. 225-76 du Code de Commerce.</p> <p>QUELLE QUE SONT L'OPTION CHOISIE :</p> <p>Le signataire est prié d'inscrire très exactement, dans la zone réservée à cet effet, ses nom (en majuscules), prénom, usuel et adresse (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire).</p> <p>Pour les personnes morales, le signataire doit renseigner ses nom, prénom et qualité.</p> <p>Si le signataire n'est pas l'actionnaire (exemple : Administrateur (légal, Tuteur, etc.) il doit mentionner ses nom, prénom et la qualité en laquelle il signe le formulaire de vote.</p> <p>Le formulaire adressé pour une assemblée vaut pour les assemblées successives convoquées avec le même ordre du jour (Article R. 225-77 alinéa 3 du Code de Commerce).</p> <p>Le texte des résolutions figure dans le dossier de convocation joint au présent formulaire (Article R. 225-81, paragraphe 8 du Code de Commerce). Ne pas utiliser à la fois « le vote par correspondance » et « le donne pouvoir » (Article R. 225-81, paragraphe 8 du Code de Commerce).</p> <p>Un guide méthodologique de traitement des assemblées générales, incluant une grille de lecture de ce formulaire de vote par correspondance est disponible sur le site de l'AFTI : www.afti.asso.fr</p> <p>La version française de ce document fait foi.</p>	<p>(2) VOTE PAR CORRESPONDANCE</p> <p>Article L. 225-107 du Code de Commerce (extraits) :</p> <p>Tout actionnaire peut voter par correspondance, au moyen d'un formulaire dont les mentions sont fixées par décret en Conseil d'Etat. Les dispositions contraires des statuts sont réputées non écrites.</p> <p>Pour le calcul du quorum, l'effectif total compte que des formulaires qui ont été reçus par la société avant la réunion de l'assemblée, dans les conditions de délais fixées par décret en Conseil d'Etat. Les formulaires ne donnant aucun sens de vote ou exprimant une abstention ne sont pas considérés comme des votes exprimés.</p> <p>La majorité requise pour l'adoption des décisions est déterminée en fonction des voix exprimées par les actionnaires présents ou représentés. Les voix sont exprimées par le nombre de parts ou d'actions possédées par l'actionnaire. Les parts ou actions appartenant à la même personne sont considérées comme une seule voix. Le vote s'est abstenu ou a voté blanc ou nul. (Articles L. 225-36 et L. 225-98 du Code de Commerce et l'ajoutant des sociétés ayant adopté le statut de la société européenne, et articles 57 et 58 du Règlement du Conseil (CE) N°2157/2001 relatif au statut de la société européenne).</p> <p>Si vous votez par correspondance : vous devez obligatoirement noter la case "le vote par correspondance" au recto.</p> <p>1 - Il vous est demandé pour chaque résolution en notifiant individuellement les cases correspondantes :</p> <ul style="list-style-type: none">- soit de voter "Oui" (vote exprimé par défaut pour les projets de résolutions présentés ou agréés, en l'absence d'un autre choix);- soit de voter "Non";- soit de vous "Abstenir" en notifiant individuellement les cases correspondantes. <p>2 - Pour le cas où des amendements aux résolutions présentées ou des résolutions nouvelles seraient déposées lors de l'assemblée, il vous est demandé d'opter entre vote contre (vote exprimé par défaut en l'absence d'un autre choix), pour ou au président de l'assemblée générale, abstention ou pouvoir à une personne dénommée en notifiant la case correspondant à votre choix.</p>
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Les informations à caractère personnel recueillies dans le cadre du présent document sont nécessaires à l'exécution de vos instructions de vote. Vous disposez d'un certain nombre de droits concernant vos données (accès, rectification, etc.). Ces droits peuvent être exercés auprès de votre teneur de compte aux coordonnées indiquées par ce dernier.

CONDITIONS D'UTILISATION DU FORMULAIRE

<p>(3) POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE</p> <p>Article L. 225-106 du Code de Commerce (extraits) :</p> <p>"Pour toute procuration d'un actionnaire sans indication de mandataire, le président de l'assemblée générale émet un vote favorable à l'adoption de projets de résolutions présentés ou agréés par le conseil d'administration ou le directeur, selon le cas, et un vote défavorable à l'adoption de tous les autres projets de résolution. Pour émettre tout autre vote, l'actionnaire doit faire choix d'un mandataire qui accepte de voter dans le sens indiqué par le mandant".</p>	<p>Cette information porte notamment sur le fait que le mandataire ou, le cas échéant, la personne pour le compte de laquelle il agit :</p> <p>1° Est membre de l'organe de gestion, d'administration ou de surveillance de cette société ou d'une personne qui la contrôle au sens de l'article L. 233-3;</p> <p>2° Est employé par cette société ou par une personne qui la contrôle au sens de l'article L. 233-3;</p> <p>3° Est employé par cette société ou par une personne qui la contrôle au sens de l'article L. 233-3;</p> <p>4° Est contrôlé ou exerce l'une des fonctions mentionnées au 2° ou au 3° dans une personne ou une entité contrôlée par une personne qui contrôle la société, aux sens de l'article L. 233-3.</p>
<p>(4) POUVOIR À UNE PERSONNE DÉNOMMÉE (PERSONNE PHYSIQUE OU MORALE)</p> <p>Article L. 225-106 du Code de Commerce (extraits) :</p> <p>"1. - Un actionnaire peut se faire représenter par un autre actionnaire, par son conjoint ou par le partenaire avec lequel il a conclu un pacte civil de solidarité.</p> <p>II - Le mandat ainsi que, le cas échéant, sa révocation sont écrits et communiqués à la société. Les conditions d'application du présent article sont précisées par décret en Conseil d'Etat.</p> <p>III - Avant chaque réunion de l'assemblée générale des actionnaires, le président du conseil d'administration ou le directeur, selon le cas, peut organiser la consultation des actionnaires mentionnés à l'article L. 225-102 afin de leur permettre de désigner un ou plusieurs mandataires pour les représenter à l'assemblée générale conformément aux dispositions du présent article.</p> <p>Cette consultation est obligatoire lorsque, les statuts ayant été modifiés en application de l'article L. 225-23 ou de l'article L. 225-71, l'assemblée générale ordinaire doit nommer au conseil d'administration ou au conseil de surveillance, selon le cas, un ou des salariés actionnaires ou membres des conseils de surveillance des fonds communs de placement d'entreprise détenant des actions de la société.</p> <p>Cette consultation est également obligatoire lorsque l'assemblée générale extraordinaire doit se prononcer sur une modification des statuts en application de l'article L. 225-23 ou de l'article L. 225-71.</p> <p>Les clauses contraires aux dispositions des alinéas précédents sont réputées non écrites."</p>	<p>Cette information est également délivrée lorsqu'il existe un lien familial entre le mandataire ou, le cas échéant, la personne pour le compte de laquelle il agit, et une personne physique placée dans l'une des situations énumérées aux 1° à 4°.</p> <p>Lorsqu'un cours de mandat survient l'un des faits mentionnés aux alinéas précédents, le mandataire en informe, sans délai son mandant. A défaut par ce dernier de déférer l'expression du mandat, celui-ci est caduc.</p> <p>La caducité du mandat est notifiée sans délai par le mandataire à la société.</p> <p>Les conditions d'application du présent article sont précisées par décret en Conseil d'Etat."</p>
<p>(5) POUVOIR À UNE PERSONNE DÉNOMMÉE (PERSONNE PHYSIQUE OU MORALE)</p> <p>Article L. 225-106 du Code de Commerce (extraits) :</p> <p>"1. - Un actionnaire peut se faire représenter par un autre actionnaire, par son conjoint ou par le partenaire avec lequel il a conclu un pacte civil de solidarité.</p> <p>II - Le mandat ainsi que, le cas échéant, sa révocation sont écrits et communiqués à la société. Les conditions d'application du présent article sont précisées par décret en Conseil d'Etat.</p> <p>III - Avant chaque réunion de l'assemblée générale des actionnaires, le président du conseil d'administration ou le directeur, selon le cas, peut organiser la consultation des actionnaires mentionnés à l'article L. 225-102 afin de leur permettre de désigner un ou plusieurs mandataires pour les représenter à l'assemblée générale conformément aux dispositions du présent article.</p> <p>Cette consultation est obligatoire lorsque, les statuts ayant été modifiés en application de l'article L. 225-23 ou de l'article L. 225-71, l'assemblée générale ordinaire doit nommer au conseil d'administration ou au conseil de surveillance, selon le cas, un ou des salariés actionnaires ou membres des conseils de surveillance des fonds communs de placement d'entreprise détenant des actions de la société.</p> <p>Cette consultation est également obligatoire lorsque l'assemblée générale extraordinaire doit se prononcer sur une modification des statuts en application de l'article L. 225-23 ou de l'article L. 225-71.</p> <p>Les clauses contraires aux dispositions des alinéas précédents sont réputées non écrites."</p>	<p>Cette information est également délivrée lorsqu'il existe un lien familial entre le mandataire ou, le cas échéant, la personne pour le compte de laquelle il agit, et une personne physique placée dans l'une des situations énumérées aux 1° à 4°.</p> <p>Lorsqu'un cours de mandat survient l'un des faits mentionnés aux alinéas précédents, le mandataire en informe, sans délai son mandant. A défaut par ce dernier de déférer l'expression du mandat, celui-ci est caduc.</p> <p>La caducité du mandat est notifiée sans délai par le mandataire à la société.</p> <p>Les conditions d'application du présent article sont précisées par décret en Conseil d'Etat."</p>

FORM TERMS AND CONDITIONS

<p>(1) GENERAL INFORMATION: This is the sole form pursuant to article R. 225-76 du Code de Commerce</p> <p>WHICHEVER OPTION IS USED:</p> <p>The signatory should write his/her exact name and address in capital letters in the space provided e.g. a legal guardian: (Change regarding this information have to be notified to relevant institution, no change can be made using this proxy form).</p> <p>If the signatory is a legal entity, the signatory should indicate his/her full name and the capacity in which he is entitled to sign on the legal entity's behalf.</p> <p>If the signatory is not the shareholder (e.g. a legal guardian), please specify your full name and the capacity in which you are signing the proxy.</p> <p>The form sent for one meeting will be valid for all meetings subsequently convened with the same agenda (art. R. 225-77 alinéa 3 du Code de Commerce).</p> <p>The text of the resolutions is in the notification of the meeting which is sent with this proxy (Article R. 225-81 du Code de Commerce). Please do not use both "I vote by post" and "I hereby appoint" (Article R. 225-81 du Code de Commerce).</p> <p>A guide relating to the general meetings processing, including an interpretation grid of this proxy form, is available on the AFTI website at: www.afti.asso.fr</p> <p>The French version of this document governs; The English translation is for convenience only.</p>	<p>(2) POSTAL VOTING FORM</p> <p>Article L. 225-107 du Code de Commerce (extraits):</p> <p>"Any shareholder may vote by post, using a form the wording of which shall be fixed by a decree approved by the Council d'Etat. Any provisions to the contrary contained in the memorandum and articles of association shall be deemed non-existent.</p> <p>When calculating the quorum, only forms received by the company before the Council d'Etat. The forms giving no voting direction or indicating abstention shall not be considered as votes cast.</p> <p>The majority required for the adoption of the general meeting's decisions shall be determined on the basis of the votes cast by the shareholders present or represented. The votes cast shall not include votes attaching to shares in respect of which the shareholder has not taken part in the vote or has obtained or has returned a blank or spoilt ballot paper (articles L. 225-96 and L. 225-98 du Code de Commerce and, for the companies which have adopted the statute of European company, articles 57 and 58 of the Council Regulation (EC) n°2157/2001 on the statute for a European company).</p> <p>If you wish to use the postal voting form, you have to shade the box on the front of the document: "I vote by post".</p> <p>1 - In such event, please comply for each resolution the following instructions by shading boxes of your choice:</p> <ul style="list-style-type: none">- either vote "Yes" (In absence of choice, vote expressed by default for the approved draft resolutions).- or vote "No",- or vote "Abstention" by shading boxes of your choice. <p>2 - In case of amendments or new resolutions during the general meeting, you are requested to choose between vote "No" (vote expressed by default, in absence of choice), proxy to the chairman of the general meeting, "Abstention" or proxy to a mentioned person individual or legal entity by shading the appropriate box.</p>
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Personal data included in this form are necessary for the execution of your instructions. You have certain minimum rights regarding your data (access, correction...). These rights may be exercised using the contact details provided by your custodian.

<p>(3) PROXY TO THE CHAIRMAN OF THE GENERAL MEETING</p> <p>Article L. 225-106 du Code de Commerce (extraits):</p> <p>"In case of any power of representation given by a shareholder without naming a proxy, the chairman of the general meeting shall issue a vote in favor of adopting a draft resolutions submitted or approved by the Board of Directors or the Management Board, as the case may be, and a vote against adopting any other draft resolutions. To issue any other vote, the shareholder must appoint a proxy whose name is to be indicated by his principal."</p>	<p>This information relates in particular to the event that the proxy or, as the case may be, the person on behalf of whom it acts:</p> <p>1° Controls, within the meaning of article L. 233-3, the company whose general meeting has to meet;</p> <p>2° Is a member of the management board, administration or supervisory board of the company or a person which controls it within the meaning of the article L. 233-3;</p> <p>3° Is employed by the company or a person which controls it within the meaning of article L. 233-3;</p> <p>4° Is controlled or carries out one of the functions mentioned with the 2° or the 3° in a person or an entity controlled by a person who controls the company, within the meaning of the article L. 233-3.</p>
<p>(4) PROXY TO A MENTIONED PERSON (INDIVIDUAL OR LEGAL ENTITY)</p> <p>Article L. 225-106 du Code de Commerce (extraits):</p> <p>"1. - A shareholder may be represented by another shareholder, by his or her spouse, or by his or her partner who he or she has entered into a civil union with.</p> <p>II - The proxy as well as its dismissal, as the case may be, must be written and made known to the company. A Council d'Etat decree specifies the implementation of the present paragraph.</p> <p>III - Before every general meeting, the chairman of the board of directors or the management board, as the case may be, may organise a consultation with the shareholders mentioned in article L. 225-102 to enable them to appoint one or more proxies to represent them at the meeting in accordance with the provisions of this Article.</p> <p>Such a consultation shall be obligatory where, following the amendment of the memorandum and articles of association pursuant to article L. 225-23 or article L. 225-71, the ordinary general meeting is required to appoint to the board of directors or the supervisory board, as the case may be, one or more shareholder employees or members of the Management Board or of the company's management body, or to amend the company's statutes. Such a consultation shall also be obligatory where the general meeting is required to amend the company's statutes or to amend the memorandum and articles of association pursuant to article L. 225-23 or article L. 225-71.</p> <p>Any clauses that conflict with the provisions of the preceding sub-paragraphs shall be deemed non-existent."</p>	<p>This information is also delivered when a family tie exists between the proxy or, as the case may be, the person on behalf of whom it acts, and a natural person placed in one of the situations enumerated from 1° to 4° above.</p> <p>When during the proxy, one of the events mentioned in the preceding subparagraphs occurs, the proxy informs without delay his constituent. Failing by the latter to confirm explicitly the proxy, this one is null and void.</p> <p>The termination of the proxy is notified without delay by the proxy to the company.</p> <p>The conditions of application of this article are determined by a Council d'Etat decree."</p>

Article L. 22-10-41 du Code de commerce:

"Any person who proceeds to an active request of proxy, while proposing directly or indirectly to one or more shareholders, under any form and by any means, to receive proxy to represent them at the general meeting of a company mentioned in the first paragraph of the article L. 22-10-39, shall release its voting policy. It can also release its voting intentions on the draft resolutions submitted to the general meeting. It exercises then, for any proxy received without voting instructions, a vote in conformity with the released voting intentions. The conditions of application of this article are determined by a Council d'Etat decree."

Article L. 22-10-42 du Code de commerce:

"The commercial court of which the company's head office falls under can, at the request of the constituent and for a duration which cannot exceed three years, deprive the proxy of the right to take part in this capacity to any general meeting of the relevant company in the event of non-compliance with mandatory information envisaged from the third to seventh paragraphs of article L. 22-10-40 or with the provisions of article L. 22-10-41. The court can decide the publication of this decision at the expenses of the proxy."

The court can impose the same sanctions towards the proxy on request of the company in the event of non-compliance of the provisions of the article L. 22-10-41."

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