

# 3

## Presentation of the Directors proposed for renewal or appointment

As the terms of office as Directors of Kory Sorenson and Philippe Petitcolin are due to expire at the close of the Shareholders' Meeting of 10 November 2023, this Shareholders' Meeting will be asked (in the 4<sup>th</sup> and 5<sup>th</sup> resolutions), in accordance with the recommendations of the Nominations and Governance Committee, to renew their terms of office as Directors for a term of four years expiring at the close of the Shareholders' Meeting to be held in 2027 to approve the financial statements for FY 2027.

Kory Sorenson brings to the Board her extensive experience in finance, audit and mergers and acquisitions gained in various positions within international companies. Philippe Petitcolin brings to the Board his in-depth knowledge of financial matters and his experience as CEO of a listed company.

In addition, the Board of Directors has decided, on the recommendation of the Nominations and Governance Committee, to propose the appointment of Max Koeune as a new Director (6<sup>th</sup> resolution), for a term of four years, expiring at the close of the Shareholders' Meeting to be held in 2027 to approve the financial statements for FY 2027.

The Nominations and Governance Committee and the Board of Directors reviewed Max Koeune's situation and particularly appreciated his extensive know-how in the FMCG sector, his in-depth understanding of consumer behaviour, and his experience as CEO of a company that is a global leader in its sector.

Following a review, they also confirmed that he meets the AFEP-MEDEF independence criteria adopted by the Company.

If the shareholders approve the above recommendations, at the close of the Shareholders' Meeting of 10 November 2023, the Board of Directors would comprise, on a transitional basis, 15 members (including two Directors representing employees), of which eight independent Directors (61.5%)<sup>(1)</sup> and seven women (53.8%)<sup>(1)</sup>, in accordance with the recommendations of the AFEP-MEDEF Code and the French law on balanced representation of women and men on Boards of Directors and gender equality in the workplace. Additionally, seven Directors would be of foreign nationality (including the Directors representing employees).

(1) Directors representing employees are not taken into account for calculating the percentages of independence and gender balance in accordance with the AFEP-MEDEF Code and Article L. 225-27-1 of the French Commercial Code respectively.

## 4<sup>th</sup> resolution: Renewal of the directorship of Kory Sorenson



### Kory Sorenson Independent Director

COMMITTEES:



Age: 54

Nationality: British

Business address:

Pernod Ricard  
5, cours  
Paul Ricard  
75008 Paris  
(France)

Number  
of shares held  
at 30 June 2023:  
1,000

#### PROFILE

Kory Sorenson is a British citizen born in the United States. Her executive career was in finance, with a strong focus on capital and risk management. She holds a D.E.S.S. from the *Institut d'Études Politiques de Paris*, a Master in Applied Economics from the University of Paris Dauphine and a B.A. from the American University, Washington, D.C. in Political Science and Econometrics. She has also followed executive programmes from Harvard Business School (2013), INSEAD (2016) and Stanford Graduate School of Business (2020). Kory Sorenson held the position of Managing Director, Head of Insurance Capital Markets at Barclays Capital in London, where her team developed ground breaking capital management transactions and executed, securitisation, M&A, equity, hybrid capital and hedging transactions for major European insurers. Prior to that, she headed the insurance capital markets team at Credit Suisse and the financial institutions debt capital markets team for Lehman Brothers in Germany, Austria and Holland. She began her career in investment banking at Morgan Stanley and in finance at Total.

Kory Sorenson is currently a director and Chair of the Audit Committee at SGS SA (listed in Switzerland), a member of the Supervisory Board of Bank Gutmann, a private bank in Vienna, a member of the Board of Partners of Comgest in Paris, and a director of Premium Credit Limited and The AA Limited in the UK.

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

#### MAIN OFFICES AND POSITIONS HELD AT 30 JUNE 2023

- Director of SGS SA<sup>(1)</sup> (Switzerland)
- Member of the Supervisory Board of Bank Gutmann (Austria)
- Member of the Board of Partners of Comgest (France)
- Director of the AA Ltd. (United Kingdom)
- Director of Premium Credit Limited (United Kingdom)

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

- Director of Phoenix Group Holdings<sup>(1)</sup> (United Kingdom)
- Director of SCOR SE<sup>(1)</sup> (France)
- Director of Prometic<sup>(1)</sup> (Canada)
- Member of the Supervisory Board of UNIQA Insurance Group AG<sup>(1)</sup> (Austria)
- Director of Institut Pasteur (non-profit foundation)
- Director of Aviva Insurance Limited (United Kingdom)
- Director of SCOR Global Life Americas Reinsurance Company (USA)
- Director of SCOR Global Life USA Reinsurance Company (USA)
- Member of the Supervisory Board of Château Troplong Mondot

(1) Listed company.

#### Committees



Audit



Compensation



Nominations  
and Governance



Strategy



CSR



Chairman/  
Chairwoman

## 5<sup>th</sup> resolution: Renewal of the directorship of Philippe Petitcolin



### Philippe Petitcolin Independent Director

COMMITTEES:



Age: 70

Nationality:  
French

Business  
address: Nexter  
13, route de  
la Minière  
78034 Versailles  
(France)

Number of shares  
held at 30 June  
2023: 310

#### PROFILE

Having held various positions within Europrim, Filotex (an affiliate of Alcatel-Alstom) and Labinal (now Safran Electrical & Power), Philippe Petitcolin joined Snecma (now Safran Aircraft Engines) in 2006 as Chairman and Chief Executive Officer. From 2011 to 2013, he served as Chief Executive Officer for Safran's defence and security operations as well as Chairman and Chief Executive Officer of Safran Electronics & Defense. Between July 2013 and December 2014, Philippe Petitcolin was Chairman and Chief Executive Officer of Safran Identity & Security and Chairman of the Board of Directors of Safran Electronics & Defense. From December 2014 to July 2015, he was Chairman of Safran Identity & Security.

On 23 April 2015, Philippe Petitcolin was appointed a Director of Safran by the Shareholders' Meeting and Chief Executive Officer by the Board of Directors. On the same date, he became a member of the Board of the Aerospace, Security and Defence Industries Association of Europe (ASD). In July 2015, he became Vice Chairman of Gifas (French Aerospace Industries Association). In 2015, he was also appointed to the Board of Belcan Corporation, an engineering services provider, and has been a Director of EDF since May 2019.

Philippe Petitcolin served as Chief Executive Officer of Safran until 31 December 2020.

In March 2021, he was appointed Chairman of the Franco-German defence company KNDS.

*Philippe Petitcolin has been a Director of Pernod Ricard since 2019.*

#### MAIN OFFICES AND POSITIONS HELD AT 30 JUNE 2023

- Director of EDF
- Member and Chairman of the Supervisory Board of Diot-Siaci TopCo
- Chairman of KNDS

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

- Director of Suez<sup>(1)</sup>
- Chief Executive Officer and Director of Safran<sup>(1)</sup>
- Chairman of Safran Identity & Security
- Chairman and Chief Executive Officer of Safran Identity & Security
- Chairman of the Board of Directors of Safran Identity & Security North America (formerly Morpho Track, LLC) (USA)
- Chairman of the Board of Directors of Morpho Detection International, LLC (USA)
- Chairman of the Board of Directors of Safran Electronics & Defense, Chairman and President of Morpho USA, Inc.
- Director of Safran Identity & Security USA (formerly Morpho Detection, LLC) (USA)
- Member of the Supervisory Board of Safran Identity & Security GmbH (formerly Morpho Cards GmbH) (Germany)
- Member of the Supervisory Board of Institut Aspen France
- Vice Chairman of Gifas
- Director of Belcan Corporation (USA)
- Board Member of the AeroSpace, Security and Defence Industries Association of Europe (ASD) (Belgium)

(1) Listed company.

#### Committees



Audit



Compensation



Nominations  
and Governance



Strategy

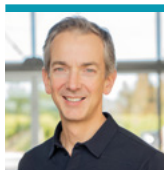


CSR



Chairman/  
Chairwoman

## 6<sup>th</sup> resolution: Appointment of Max Koeune as a Director



**Max Koeune**  
Independent Director

**Age:** 50

**Nationality:**  
Luxembourgish

**Business address:**  
439 King Street  
West  
5<sup>th</sup> floor | Toronto  
CA – Ontario  
M5V 1K4  
Canada

**Number of  
shares held at  
30 June 2023:** N/A

### BIOGRAPHIE

After graduating from the École Supérieure de Commerce de Paris (ESCP Europe), Max Koeune began his career in 1995 with Baring Brothers, where he was an M&A specialist. He joined the Danone Group in 1998 in the Corporate Development team and in 2005 became Finance Director of Bonafont, Danone's bottled water affiliate in Mexico. In 2008, he was appointed Finance Vice President of the Americas Beverages division at Danone, before becoming Group Head of Corporate Development in 2009, a position he served in until 2012. In January 2013, he joined the Canadian group McCain Foods Limited as Chief Financial Officer, and in 2017 became President & CEO, his current position.

### MAIN OFFICES AND POSITIONS HELD OUTSIDE THE GROUP AT 30 JUNE 2023

- Director of McCain Foods Limited

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

None

*N/A: not applicable.*