# 2020 UNIVERSAL REGISTRATION DOCUMENT

including the annual financial report

Compagnie des Alpes

# CONTENT


Interview 02
A major player in the European leisure industry 04
A solid group, well-equipped to face the crisis 06
Interactions with ecosystems 08
A value creation model based on shared know-how 10
Effective governance 12
The five major CSR priorities 14
Key Indicators 16

## 1 Introduction to Compagnie des Alpes and its activities 19

1.1 Activities, markets and competition 20
1.2 Strategy and outlook 27
1.3 History 29

## 2 Risk factors 33

2.1 Risk management procedures 34
2.2 Strategic risks 35
2.3 Operational risks 37
2.4 Human risks 38
2.5 Regulatory and compliance risks 39
2.6 Crisis management procedures 39
2.7 Insurance – risk cover 40
2.8 Internal control procedures 40

## 3 Report on corporate governance 45

3.1 Composition of administrative and management bodies 46
3.2 Functioning of executive and management bodies 64
3.3 Compensation of corporate officers 68
3.4 Compliance with corporate governance recommendations 82

## 4 Statement of Non-Financial Performance 85

4.1 The Group's CSR organisation and challenges 86
4.2 Labour issues 88
4.3 Environmental challenges 99
4.4 Societal challenges 115
4.5 Methodology note on CSR reporting 122
4.6 Report by the independent third-party body on the consolidated statement of non-financial performance appearing in the management report 124

## 5 Financial information 129

5.1 Analysis of consolidated results and sectors 130
5.2 Activity and results of S.A. Compagnie des Alpes 135
5.3 Consolidated financial statements 138
5.4 Parent-company financial statements 186

## 6 Share capital and shareholding 203

6.1 Share capital 204
6.2 Shareholder structure 208
6.3 Stock market information 210
6.4 Disclosure policy 212

## 7 Additional information 215

7.1 Information on Compagnie des Alpes 216
7.2 Persons responsible for the Universal Registration Document 217

Reference table 218


*Annual Financial Report items are clearly identified in the summary with the symbol*

Compagnie des Alpes

# 2020 Universal registration document

## including the annual financial report

AUTORITÉ DES MARCHÉS FINANCIERS
AMF

The Universal Registration Document was filed with the AMF on 29 January 2021, in its capacity as the competent authority under regulation (EU) 2017/1129, without any prior approval pursuant to Article 9 of said regulation.

The Universal Registration Document may be used for the purpose of a public offering of financial securities or the admission of financial securities to trading on a regulated market if it is supplemented by a prospectus and, where applicable, a summary and all the amendments made to the Universal Registration Document. The whole thus formed is approved by the AMF in accordance with regulation (EU) 2017/1129.

Pursuant to Article 19 of regulation (EU) 2017/1129, this Universal Registration Document incorporates by reference the following information, to which readers are invited to refer:

- the consolidated financial statements and the corresponding Statutory Auditors' reports, found on pages 126 to 167 of the Universal Registration Document for the 2018/2019 fiscal year, filed with AMF on 29 January 2020;
- the consolidated financial statements and the corresponding Statutory Auditors' reports, found on pages 114 to 151 of the Registration Document for the 2017/2018 fiscal year, filed with AMF on 25 January 2019.

**A key player in the European leisure sector, Compagnie des Alpes operates a leading portfolio of ski areas and leisure parks. The intrinsic quality of its assets, the expertise of its teams and the agility that the Group has demonstrated have enabled it to limit the impact of the health crisis.**



**Dominique MARCEL,** *Chairman and Chief Executive Officer*

## How did Compagnie des Alpes navigate the year in 2019/2020?

The fiscal year had started very well, with growth in business in line with that of previous years. At the time of the closure of our sites in mid-March, ski area activity was up by around 2.5% and leisure park activity was up 12% on a like-for-like basis. We were then strongly penalised by the first lockdown in the spring, then by the health context in which activity was finally able to resume. By demonstrating rigour and agility, we were able to offset 36% of the decrease in our annual revenue with savings in operating expenses. In order to protect our liquidity position, we have also adjusted our capital expenditure by around €30 million compared to our initial budget. Lastly, we succeeded in securing our financing with, in particular, the establishment of a State-Guaranteed-Loan in June.

I would like to recognise the extraordinary responsiveness of our teams. They did a tremendous job in being able to welcome our visitors in safe conditions last summer. Compagnie des Alpes demonstrated both its sense of responsibility, by actively participating in the development of adapted health and safety measures, and its ability to continue to offer its customers wonderful experiences, as indicated by the satisfaction scores that our leisure parks earned from visitors.

**4,315**
AVERAGE ANNUAL NUMBER OF EMPLOYEES

**10**
SKI AREAS IN THE FRENCH ALPS

**13**
LEISURE PARKS INCLUDING 7 OUTSIDE FRANCE

**More than €1 billion**
IN INVESTMENTS SINCE 2014

# INTERVIEW

**As the health crisis continues, how are you approaching the year in 2020/2021?**

At the time of publication of this document, the public authorities have just announced that the ski lifts will remain closed during the winter holidays and, probably, until the end of the season. This would represent a shortfall over the fiscal year of around €290 million in the first case and around €400 million in the second. Regarding our leisure parks, we hope to be able to open according to the usual schedule in the spring and we expect a gradual return to a normal situation during the summer. The experience acquired by our teams since the beginning of the crisis gives us confidence in our ability to operate all of our sites in strict compliance with health standards and to continue to attract customers among whom an appetite for leisure activities, and for our parks in particular, remains strong.

Under these conditions, as we demonstrated last year, we will ensure that our operating expenses are kept under control. We estimate that we will be able to offset 25 to 30% (excluding the compensation scheme) of the shortfall in our revenue. In addition, we will once again have to adjust our annual capital expenditure by postponing certain projects according to changes in the situation and the timetable for the resumption of activity.

**Can the severity of this crisis call into question the Group's future?**

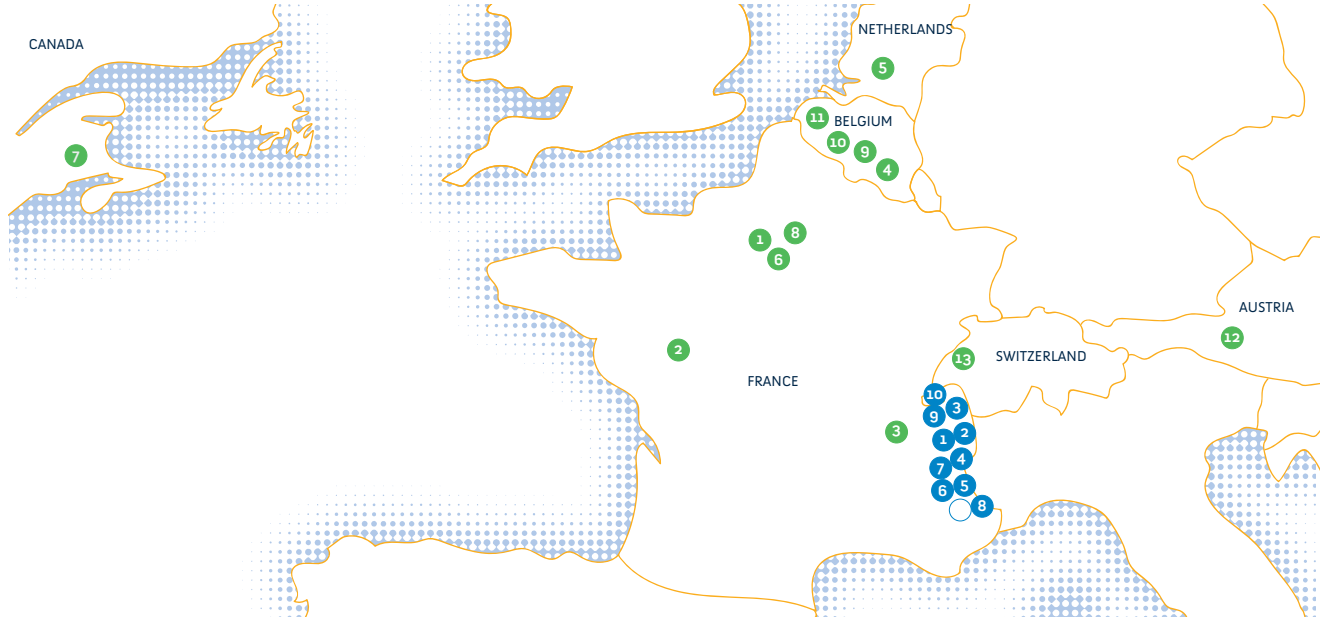
The strategy deployed over the years has enabled us to enter into the crisis with many advantages. We have constantly enriched and modernised our offering, enhanced the quality and attractiveness of our sites and paid particular attention to customer satisfaction. We have also invested in digital technology to better understand our customers, roll out relationship marketing campaigns and strengthen our online sales. From a financial standpoint, Caisse des Dépôts is a powerful reference shareholder, a guarantee of sustainability for our investors and our creditors. At the start of the crisis, we also had a solid balance sheet. Thanks to the adjustment of our operating expenses and our investments, we ended the past year with a strong cash position. Since then, we have secured a new State-Guaranteed-Loan which will help us cover our liquidity needs.

Compagnie des Alpes can therefore rely on sufficiently solid industrial, human and financial assets to quickly return to the growth trajectory that we had before the health crisis. We have no shortage of value-creating projects, such as our investment in the ambitious Futuroscope transformation plan, and we are confident that we will be able to seize new opportunities, notably arising from the crisis.

> "We can rely on industrial, human and financial assets strong enough to return to our growth trajectory."

# A MAJOR PLAYER IN THE EUROPEAN LEISURE INDUSTRY

COMPAGNIE DES ALPES OPERATES WORLD-RENOWNED SKI AREAS AND LEISURE SITES UNDER AN INTEGRATED POLICY OF OPERATIONAL EXCELLENCE AND HIGH-QUALITY SERVICE. WITH ITS SPECIALISED SUBSIDIARIES, IT DEVELOPS ITS ACTIVITY IN THE DISTRIBUTION OF STAYS AND ACCOMMODATION WHILE IT EXPORTS ITS EXPERTISE IN THE CONTEXT OF ASSISTANCE AND CONSULTING MISSIONS IN VARIOUS REGIONS OF THE WORLD.




## A WORLD LEADER IN SKI AREAS

1 la Plagne Paradiski
2 LES ARCS Paradiski
3 PEISEY VALLANDRY
4 TIGNES
5 Val d'Isère
6 friendly Menuires
7 MÉRIBEL
8 Serre Chevalier Vallée
9 Flaine
10 Samoëns, Morillon.fr, SIXT FER À CHEVAL
les 2 alpes *

## NO. 4 IN EUROPE FOR LEISURE PARKS

1 Parc Astérix
2 Futuroscope
3 WALIBI
4 WALIBI
5 WALIBI
6 Grévin
7 Grévin
8 France Miniature
9 AQUALIBI
10 Bellewaerde
11 Aquapark
12 Familia PARK
13 Chaplin's World

3 minority interests

AVORIAZ 1800
la Rosière
VALMOREL

Leading shareholder

CHAMONIX MONT-BLANC
megève

1 minority interest

* *Exit of Les Deux Alpes from the scope in December 2020.*

## TRAVELFACTORY

A specialist in holiday rentals and group holiday organisation, and leader in the online distribution of ski holidays in France:

- **345,000** customers
- **50,000** holiday offers

## INGELO

Engineering firm, specialised notably in the modification and relocation of ski lifts allowing the reuse of old equipment.

## CDA PRODUCTIONS

A company that creates multiple and innovative content, from the development of concepts for the Group's sites to their roll-out.

## A NETWORK OF 12 REAL ESTATE AGENCIES

- **28** mountain real estate offices
- **13,500** beds under management
- **25%** market share in the Group's resorts

## ASSISTANCE AND CONSULTING CONTRACTS IN VARIOUS REGIONS OF THE WORLD

As an expert in the design, development and operation of ski resorts and leisure parks, Compagnie des Alpes works in partnership with players who invest in developing the attractiveness of their region.




For a more relevant view of the business generated by Compagnie des Alpes, the key figures provided below are those for FY 2018/19, the last reference year before the start of the health crisis. The data for FY 2019/2020 are provided on page 16.

## SKI AREAS

Compagnie des Alpes' ski resorts have a global reputation. Most of them are located at an altitude of more than 1,800 meters and each hosts between 900,000 and 2.5 million skier-days.

**14.0**
MILLION SKIER-DAYS

### REFERENCE MARKETS (1)

- **400 million** skier-days worldwide
- **220 million** skier-days in Europe

## LEISURE PARKS

Compagnie des Alpes parks are operated under strong brands and with powerful partners.

**9.6**
MILLION VISITS

### REFERENCE MARKETS (2)

- **521.2 million** visits for the top 10 leisure parks groups in the world
- **64.5 million** visits for the top 20 leisure parks in Europe

(1) *Laurent Vanat, "2019 International Report on Snow & Mountain Tourism".*
(2) *TEA/AECOM 2019 Report.*

# A SOLID GROUP, WELL-EQUIPPED TO FACE THE CRISIS

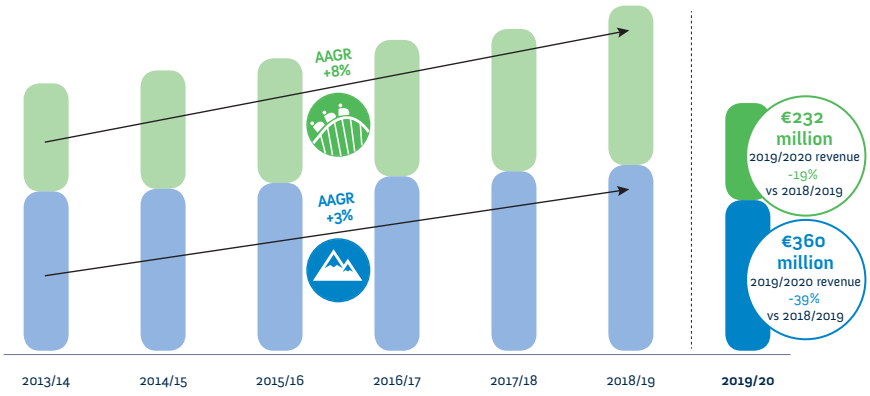
## DIVERSIFIED LEADER IN THE TOURISM AND LEISURE INDUSTRY



Compagnie des Alpes' solid and profitable business model is based on the complementarity of its two activities, both in terms of seasonality and location, as well as on the synergies between them. The Group's strategy aims to create a new dynamic for the ski area business, operate an optimised portfolio of leisure parks in line with its Very High Customer Satisfaction policy, and develop its business in France and internationally. Investments made since 2014 amount to more than €1 billion.



**REVENUE CHANGE IN MILLIONS OF EUROS**




*AAGR: average annual growth rate*

Business growth was sustained until the start of the Covid-19 epidemic. Losses in revenue during periods when the sites were closed were partially offset by the adjustment of expenses. Lastly, during the summer season, the number of visitors to the sites was affected by health restrictions but proved to be more dynamic than expected thanks to the Group's marketing know-how and the attractiveness of its assets.

## A FISCAL YEAR MARKED BY THE CRISIS

As soon as the first lockdown was announced in mid-March, Compagnie des Alpes closed its ski areas and leisure parks that were open. During the spring, strict health protocols were drawn up in close consultation with the public authorities in order to prepare for the gradual reopening of all sites. Priority was given to the safety of employees and visitors as well as to the reassurance of customers at the time of booking. The leisure parks were thus able to welcome the public in suitable conditions as soon as they reopened. At the same time, the Group was able to operate its ski areas open during the summer ski season while preparing for the next winter season.

**1ST OCTOBER 2019**

**SUSTAINED GROWTH IN BUSINESS IN LINE WITH THE GROWTH PATTERN OF PREVIOUS YEARS**

**+2.5%**
REVENUE

**+12.1% comparable scope**
REVENUE

# IMPACT OF THE CRISIS MITIGATED THANKS TO THE AGILITY OF THE TEAMS AND THE QUALITY OF THE ASSETS

Whether in the enhancement, development and attractiveness of its sites or in the roll-out of its digital strategy, the investment policy implemented by the Group in recent years has enabled it to face the crisis by relying on its strengths to cushion the impact. First-rate facilities which are regularly updated, new attractions, an accommodation offering, shops and restaurants to attract visitors, the Group's marketing expertise and its ability to offset the closure of certain sales channels, and the teams' know-how in terms of visitor reception and satisfaction, are all factors that enabled Compagnie des Alpes to withstand a degraded environment during most of the 2019/2020 fiscal year.

## STRATEGIC FOCUS

| PERMANENT ENRICHMENT OF THE EXISTING OFFER | EXPANSION OF ACTIVITY | VERY HIGH CUSTOMER SATISFACTION | DIGITAL STRATEGY |
|---|---|---|---|
| RENEWAL AND OPTIMISATION OF INFRASTRUCTURES TO ENHANCE ATTRACTIVENESS | DEVELOPMENT OF THE ACCOMMODATION OFFERING, OPENING OF SECOND GATES, ACQUISITIONS | SITE REPUTATION | IMPROVING CUSTOMER KNOWLEDGE AND STRENGTHENING DISTRIBUTION |

## IN 2019/2020

- Growth in the Group's business until the closure of the Ski areas and Leisure parks mid-March
- Success of Leisure parks opened for Halloween and Christmas
- New structuring attractions acclaimed by the public
- Very good summer ski season

- Success of Parc Astérix: increase in the occupancy rate of the three hotels in the park (more than 90% in August 2020) with a more than 50% increase in capacity compared to 2019
- Creation of synergies and sharing of costs between the Bellewaerde theme park and the Aquapark, second gate opened in 2019
- Good contribution from Familypark acquired in 2019

- Increase in revenue per skier-day and spending per visitor
- Sustained high-level-of-satisfaction ratings despite health standards and visitor constraints (score above 8/10 for ten leisure parks)
- Increase in visitor reception ratings (+0.5 points on average)

- Almost 5 million contacts which can be activated
- Agile and tailor-made business strategy to optimise business recovery after site closures
- Implementation of new sales tunnels and relationship marketing campaigns which offset the closure of certain sales channels

**MID-MARCH 2020**

**CLOSING OF SITES**

**Ski areas and Leisure parks generally closed**

**Savings plans set up**

**+40%**

OFFSETTING OF THE LOSS OF REVENUE

**UP TO JUNE 2020**

**GRADUAL REOPENING OF SITES**

**Leisure park activity more dynamic than expected**

**Reduction in footfall limited thanks to commercial agility**

REVENUE **Q4 = 70%** OF Q4 18/19 REVENUE

**+7.2%**

INCREASE IN SPENDING PER VISITOR

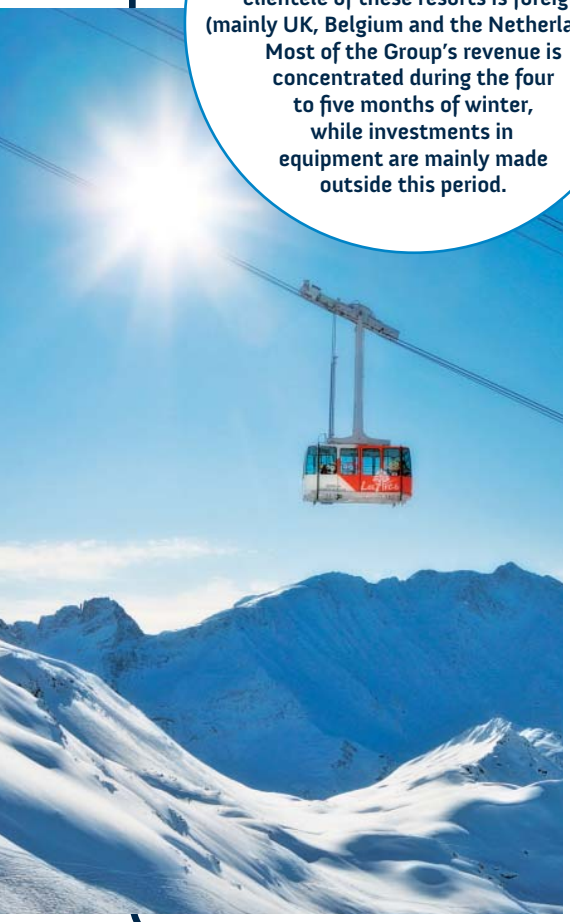
**END-SEPT. 2020**

**PROTECTION OF LIQUIDITY POSITION**

In order to protect its liquidity position, Compagnie des Alpes has adjusted its investment plans according to the schedule specific to each activity. A €200 million State-Guaranteed Loan was granted and overdraft lines were confirmed with its banking partners.

# INTERACTIONS WITH ECOSYSTEMS

**As it operates the ski lifts, but also most often the ski slopes, Compagnie des Alpes works with all the players in the resorts. Around 40% of the clientele of these resorts is foreign (mainly UK, Belgium and the Netherlands). Most of the Group's revenue is concentrated during the four to five months of winter, while investments in equipment are mainly made outside this period.**



## COOPERATE WITH ALL MOUNTAIN STAKEHOLDERS

### THE SPECIFIC FRAMEWORK FOR PSC*

The management of operations is entrusted to Group companies through Public Service Concessions (PSC) granted by the local authorities and running for several decades. A ski area may operate under several PSCs.

### INVESTMENTS

Dedicated to ski lifts, the development of ski areas and slopes, the production of artificial snow and grooming equipment, the investments made by Compagnie des Alpes contribute to the attractiveness of the resorts and improve the ski offerings as well as enrich the customer experience. They are instrumental for the renewal of PSC contracts. In return, Compagnie des Alpes receives, on the basis of an approved price list, the proceeds from the sale of ski passes, which account for almost all of the revenue of Compagnie des Alpes' ski areas.

### REAL ESTATE ASSETS OF THE RESORTS

The Group works on accommodation, adopting a facilitator and occasionally an investor role with a view to increasing the amount and quality of tourist accommodation, and its occupancy rate. Furthermore, to boost the marketing of accommodation in the resorts, the Group has a network of real estate agencies.

### SPECIFIC STAKEHOLDERS

The Group's companies work in close collaboration with specific stakeholders, such as local authorities, tourist offices, accommodation providers, ski schools, public transport services, and property owners.

The activities and facilities are mainly based in public areas and in natural areas. Projects are subject to procedures and authorisations from government bodies (DREAL, DDT, STRMTG, etc.) or local authorities, as well as the opinions of local associations.

The Group's companies play an active role within the inter-professional chamber Domaines Skiables de France (DSF).

### POSITION IN THE VALUE CHAIN

The sale of ski passes is either done directly, or through intermediaries such as major accommodation providers, tourism professionals or tour operators.

### 2020/2021 SEASON

Faced with the uncertainties related to the evolution of the Covid-19 epidemic, the mountain ecosystem as a whole has been put into working order for the 2020/2021 season.

Protocols were drawn up with all stakeholders to organise reception at resorts and the operation of the ski areas under the strictest health conditions. Compagnie des Alpes has adapted its commercial conditions (cancellation and reimbursement) to maximise the ease of its customers. Finally, a health guide was drawn up with all the professional players in the sector, the inter-professional chamber of the Domaines Skiables de France (DSF) and representatives of elected officials under the aegis of the prefects.

Nevertheless, on 20 January 2021, the public authorities announced that the ski lifts would remain closed throughout the winter school holidays and, probably, until the end of the season.

* *PSC: Public Service Concession.*

## BROADENING THE OUTREACH OF LEISURE PARKS

**The period of operation varies according to the sites. Certain indoor sites operate all year round, while outdoor sites whose traditional opening periods are spring and summer increasingly extend their operating periods into shoulder seasons (Halloween in the autumn and, since 2019, the Christmas period for certain parks). The leisure parks attract customers from the surrounding area, as well as visitors from far away thanks to the accommodation offering The Group's revenue mainly stems from sales of admission tickets (around 60%), while the rest stems from park activities (food services, shops, accommodation, other services, etc.).**

### ACTIVITIES

The Group operates indoor sites as well as outdoor parks within closed perimeters. grounds with a variety of offerings and activities: attractions, shows, green areas, aquatic areas, restaurants, boutiques, and hotels. These activities are entirely managed by Group companies, either under its own brand names or under license.

### INVESTMENTS

The development of the park sites and their facilities increases their attractiveness and their capacity. Compagnie des Alpes is developing its hotel offering for sites whose catchment area can be extended (Parc Astérix, Futuroscope, Walibi Holland) and whose offer is adapted to short-stay visits.

### STAKEHOLDERS

The stakeholders mainly consist of the region's tourism professionals, the license holders, the state or local authorities, and the local population.

The Group's companies are active in the inter-professional chamber of the Syndicat National des Espaces de Loisirs, d'Attractions et Culturels (SNELAC).

### POSITION IN THE VALUE CHAIN

The activities target the general public, with whom Group companies have direct or intermediated contact. Some of the tickets are sold by intermediaries – works councils or tourism professionals – thereby extending and diversifying the customer base.



*Futuroscope was the first park in the world to receive the AFNOR Certification label for its Covid-19 health protocol in July 2020.*

### OPERATE THE LEISURE PARKS WITH THE BEST HEALTH GUARANTEES

For the reopening of its parks in the summer of 2020, Compagnie des Alpes made every effort to guarantee a quality visitor experience while ensuring the safety of its customers and employees. The commercial policy was adapted for maximum customer ease (softening of cancellation conditions). In the field, compliance with constraints (for example, barriers and measures) was ensured through adjustable measures and protocols for monitoring and updating the health system. In France, the plans were worked on with the SNELAC inter-professional union.

# A VALUE CREATION MODEL BASED ON SHARED KNOW-HOW

COMPAGNIE DES ALPES IS CONTINUING TO DEVELOP ITS TWO MAIN ACTIVITIES, SKI AREAS AND LEISURE PARKS, RELYING ON SHARED EXPERTISE.

## INDUSTRY TRENDS

**Beyond the ongoing strong growth in the tourist industry, the business of Compagnie des Alpes is buoyed by specific socio-environmental and societal trends that the Group fully integrates into its strategy.**

### CLIMATE AND WEATHER CONDITIONS:

- Located at high altitudes, the Group's ski areas enjoy favourable snow conditions.
- The seasonal complementary of the Group's two business lines reduces its sensitivity to weather conditions. The artificial snow-making programmes in the mountains reinforce this advantage.
- The development of new offers bolsters summer activities in the mountains and especially autumn/winter activities in leisure parks.

### CHANGING CONSUMER HABITS:

- Compagnie des Alpes is rolling out initiatives for new international customers and new generations.
- The growing appetite for short stays is a real opportunity for leisure parks.

### INCREASINGLY HIGHER EXPECTATIONS OF CORPORATE RESPONSE TO CSR-RELATED ISSUES:

- The Company must contribute to the creation of shared value, reconciling the economy and sustainability, as well as global issues and local challenges in the regions where it operates (see pages 14/15 of these noes).

## RESOURCES

### INVESTING

**Human resources**

› **PAYROLL**
From €185 million in 18/19 to €175 million in 19/20, measures to reduce staff costs (partial unemployment benefits, postponement of hires) were taken in order to partially offset the loss of revenue

**Financial**

› **NET CAPITAL EXPENDITURE**
From €209 million in 18/19 to €175 million in 19/20, following an adjustment of around €30 million compared to the budget

› **NET DEBT**
From €540 million in 18/19 to €648 million (excluding IFRS 16) in 19/20

### DISTRIBUTING AND CAPITALISING ON FLOWS

**Intangible assets**

› "Destination" brands with a Europe-wide or even worldwide reputation
› Well-known retail brands in France
› Adaptation of distribution channels in 19/20 to offset the closure of some of them (groups, tour operators, works councils, etc.)
› Appetite for local tourism and for the mountains in summer in the context of the health crisis

**Real estate**

› **SKI AREAS**
Real estate agencies: 25% market share in Group resorts, (*i.e.* 13,500 beds under management)

› **LEISURE PARKS**
3 sites with a hotel offering: Walibi Holland, Futuroscope, Parc Astérix

### WELCOMING

**Human resources** › From 3,000 non-permanent FTEs welcomed each year to 2,321 in 2019/2020

**Real estate** › 11 ski areas, 9 outdoor parks and 4 indoor sites: restricted operation in 2019/2020

**Natural resources** › Leisure sites close to major cities and Alpine sites with exceptional landscapes and environmental quality

### OPERATING AND SECURING

**Human resources**

› Recognised know-how and operational excellence
› Total headcount = 4,315 FTEs: 13% managers, of which 39% are women

**Natural resources** › Weather and climatic conditions

**Intangible assets** › 4 Green Globe certified sites, 1 ISO 50001 certified site

### COOPERATING AND INTERACTING

**Financial resources** › Several hundred million euros in purchases resources

**Societal** › 19/20: close collaboration with all national and local stakeholders to manage the health crisis and its impacts

In 2019/2020, the impact on revenue of the full administrative closure of sites and constrained operations during the opening periods led the Group to adjust its operating expenses and investments.
The impact of the Group's activity on its stakeholders is disrupted and not representative of Compagnie des Alpes's intrinsic model of value creation and sharing.

## KNOW-HOW

## VALUE CREATION LEVERS

## IMPACTS

### INVESTING

- Investing to support attractiveness and build capacity
- Developing employee skills
- Optimising costs and performance and extending the operating period of infrastructures
- Promoting know-how outside the Group
- Managing the portfolio in an integrated way

### DISTRIBUTING AND CAPITALISING ON FLOWS

- Winning new customers
- Boosting distribution and simplifying purchasing
- Improving spending per visitor and extending visit times
- Developing customer knowledge, improving loyalty and generating return visits
- Optimising occupancy rates

### WELCOMING

- Implementing our Very High Satisfaction strategy
- Facilitating visits and enhancing the customer experience (products, connected applications, unique and immersive experiences)
- Improving accommodation quality and capacities
- Integrating new employees

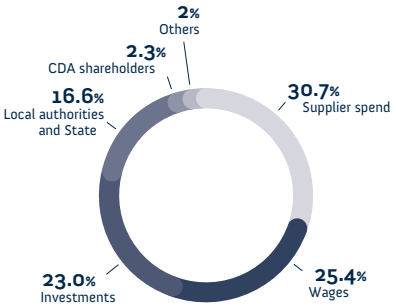
### OPERATING AND SECURING

- Maintaining operational excellence and improving the quality of the services
- Security as DNA
- Developing employee commitment and motivation
- Consuming less and better to reduce the Group's environmental footprint

### COOPERATING AND INTERACTING

- Working in close cooperation with local stakeholders
- Boosting and enhancing the ecosystem, and sharing value
- Applying and promoting ethical practices and environment-friendly

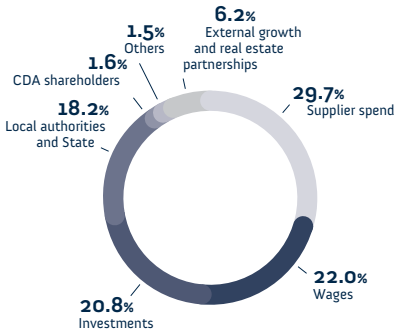
### BREAKDOWN OF VALUE 2019/2020




In spite of a 2019/2020 fiscal year affected by the crisis, the percentage of value sharing between the different stakeholders is in fine close to that of the 2018/19 fiscal year. In amount terms, value is affected by the 2019/2020 crisis.

The main difference between the two fiscal years is related to the lack of external growth in 2019/2020. Regarding the distribution to shareholders, this is the dividend paid in respect of FY 2018/19 and approved by the Shareholders' Meeting on 5 March 2020, before the crisis.

### BREAKDOWN OF VALUE 2018/2019



# EFFECTIVE GOVERNANCE

## THE BOARD OF DIRECTORS AND THE SPECIALISED COMMITTEES

The Board of Directors is made up of **12 members, including 4 independent Directors, a Vice-Chairman, a Director representing employees and a non-voting member**. With a wide range of skills, experiences and professional backgrounds, the Board members provide expertise in the fields of finance, strategy, regional planning, the mountain and tourism industry, as well as digital know-how.

| 17 | 50% | 83% |
|---|---|---|
| NUMBER OF MEETINGS | GENDER PARITY | RATE OF ATTENDANCE |



**Dominique MARCEL,**
*Chairman and Chief Executive Officer*
● *Chairman*



**Antoine SAINTOYANT,**
*Vice-Chairman of the Board of Directors, Director*
● ● *Member*



**Carole ABBEY,**
*Permanent representative of Caisse des Dépôts et Consignations, Director*



**Jérôme BALLET,**
*Permanent Representative of Caisse d'Épargne Rhône-Alpes, Independent Director*
● *Chairman*
● *Member*



**Jean-François BLAS,**
*Permanent Representative of Sofival, Director*
● *Member*



**Antoine GOSSET-GRAINVILLE,**
*Independent Director*
● *Chairman*
● *Member*



**Emmanuelle JIANOUX,**
*Permanent representative of Crédit Agricole des Savoie, Director*
● *Member*



**Clothilde LAUZERAL,**
*Director*
● *Member*



**Jacques MAILLOT,**
*Non-voting member*



**Carole MONTILLET,**
*Independent Director*
● *Member*



**Maria PAUBLANT,**
*Permanent representative of Banque Populaire Auvergne Rhône-Alpes, Director*
● *Member*



**Rachel PICARD,**
*Independent Director*
● ● *Member*



**Sophie SASINKA,**
*Director representing employees*



**Arnaud TAVERNE,**
*Director*

**3**
**specialised committees assist the Board of Directors:**

- The Strategy Committee
- The Appointments and Remuneration Committee
- The Audit and Finance Committee

The composition of the Board of Directors and its Committees follows several principles set out in the Compagnie des Alpes Corporate Governance Charter. Given the presence of a reference shareholder (Caisse des Dépôts et Consignations), the Charter is intended to promote the democratic, collective representation of all shareholders and take into account corporate interests, notably through the appointment of independent Directors.

## THE EXECUTIVE COMMITTEE

The Chairman and Chief Executive Officer is backed by an acting Chief Executive Officer and an Executive Committee. This Committee brings together the heads of the operational departments covering the Group's two main activities lines, and the departments tasked with steering the sites' operating performance and implementing the Group's policies.

**Dominique MARCEL**
*Chairman and Chief Executive Officer*



**Marie ARTAUD-DEWITTE**
*Group Head of Legal Affairs and Compliance Secretary of the Governance Bodies*



**Loïc BONHOURE**
*Acting Chief Executive Officer & Head of Strategy, Development and Mergers & Acquisitions*



**François FASSIER**
*Director of the Leisure parks Division*





**Denis HERMESSE**
*Chief Financial Officer, Head of IT, Risks and Insurance*



**Sandra PICARD**
*Communication Director, Brand and CSR*



**Delphine PONS**
*Head of Distribution, New Business Lines and Innovation*



**David PONSON**
*Head of the Ski areas Division*

## RESPONSIBILITIES AND RELATIONS WITH STAKEHOLDERS

Within the limits of the strategic framework defined by the Group and overseen by the Executive Committee, the subsidiaries have considerable autonomy in the management and achievement of their performance objectives.

Relations with conventional stakeholders – suppliers, partners, customers and employees – are managed both locally and globally by the Group's support functions.

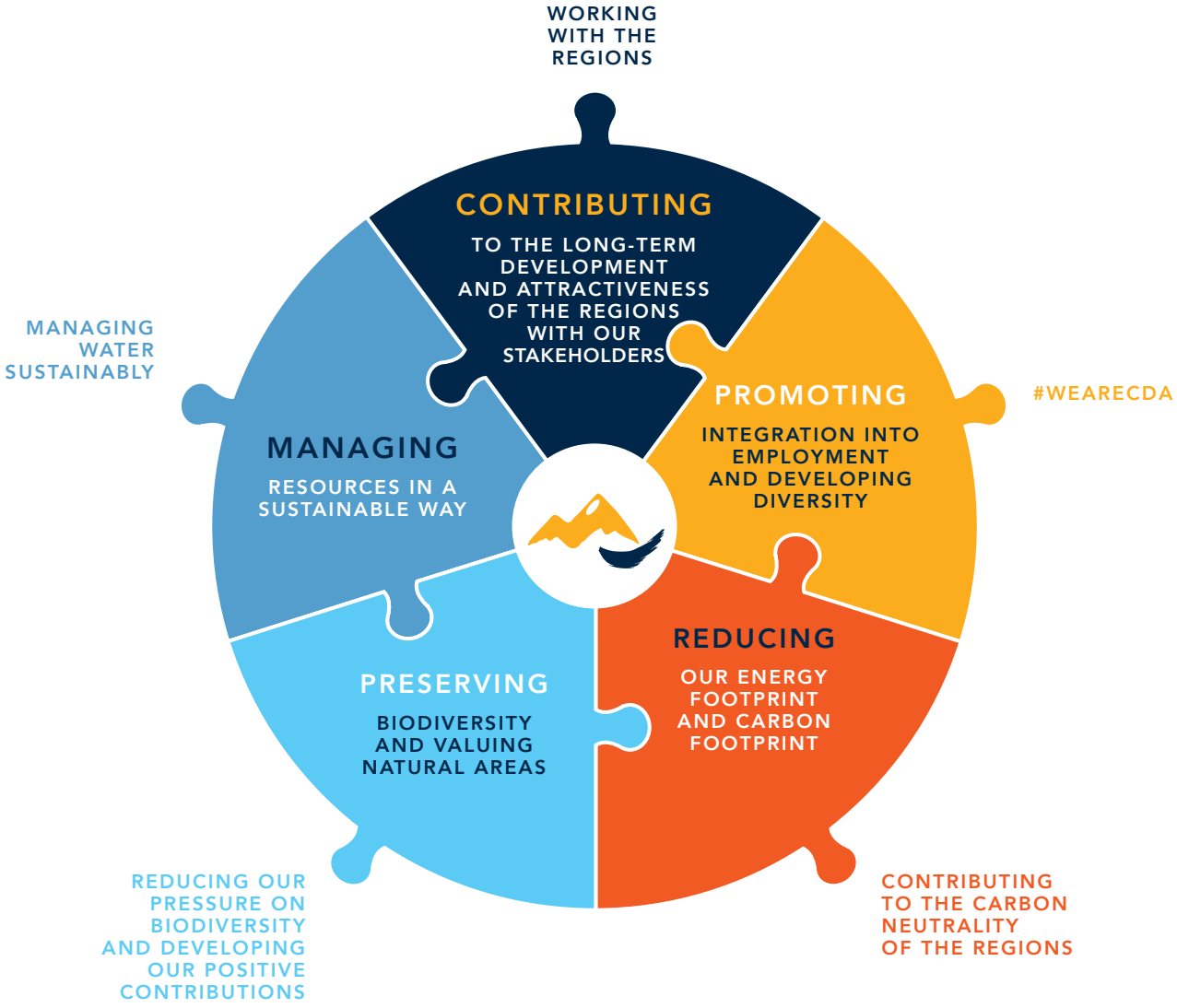
Relations with financial stakeholders (shareholders, investors, financiers, bankers, rating agencies, etc.) are centralised at Group level.

## GOVERNANCE CHANGES PROPOSED TO THE SHAREHOLDERS' MEETING OF MARCH 2021

On 27 November 2020, the Board of Directors of Compagnie des Alpes announced that, when the term of office of its Chairman and CEO Dominique Marcel expires, the roles of Board Chairman and Chief Executive Officer of the Company will be separated going forward. With this in mind, the Board of Directors also announced its intention to propose to the Shareholders' Meeting of March 2021 the renewal of the term of office of Dominique Marcel so that he can be appointed Chairman of this body.

# THE FIVE MAJOR CSR PRIORITIES

COMPAGNIE DES ALPES' CORPORATE SOCIAL RESPONSIBILITY APPROACH STEMS FROM THE GROUP'S STRATEGIC DESIRE TO MINIMISE ITS NEGATIVE EXTERNALITIES AND TAKE INTO ACCOUNT SOCIETAL EXPECTATIONS. THE CSR ROADMAP FOCUSES ON FIVE KEY AREAS THAT GUIDE THE GROUP'S ACHIEVEMENTS IN A CONTINUOUS IMPROVEMENT PROCESS.



The Group's risks and challenges, the main indicators of employment, societal and environmental issues and the reporting methodology are presented in Chapter 4 of the Universal Registration Document.

### CONTRIBUTE

From the outset, a Group created to foster the socio-economic development of the regions.

- More than €1 billion in investments since 2014 across all sites
- 6,200 hot beds renovated or created in the mountains since 2014 (one renovated bed for one new bed)
- Creation of three to four indirect jobs (depending on the site) per direct job at a site
- More than 90% of economic flows to the regions (local suppliers, employees, on-site investments, government and local authorities)
- At Parc Astérix, 91% of purchases from companies based in France (2019 Utopies study)

### FOSTER

Two strong seasons, **thousands of employees recruited each year.**

- "I recommend my employer": 79%
- Return rate of seasonal workers: 88% in ski areas and 49% in leisure parks
- More than 6% of work-study trainees in the Group
- 95,500 hours of training, i.e. 22 hours per FTE
- 677 professional certifications obtained during the year

### REDUCE

Global warming impacts our activities, both in summer and winter, and the quality of life of all.

- 58% of the Group's energy consumption and 90% of the electricity consumed by sites are from a renewable source
- 68% of skier-days in sites which are Green Globe certified or committed to a sustainable approach with the resort
- Parc Astérix and Futuroscope ISO 50001 certified
- Pilot programme in Serre Chevalier with a self-production target of 30% of its energy needs by 2021
- New development project at Futuroscope with a zero fossil energy target

### PRESERVE

**Sites which are custodians of a natural heritage**, often exceptional, to be respected.

- Group commitment to the "Act 4 Nature" approach (Companies committed to nature) since 2019
- Voluntary creation of observatories of the biodiversity in each ski area since 2007 and a project, "Nature 2050", of yearly volunteer activities for natural environments since 2017
- More than 400 pylons eliminated thanks to the rationalisation of ski areas since 2010
- Zero phytosanitary products in the management of green spaces in four leisure parks
- Participation of the Bellewaerde site in the protection of endangered species (e.g. European bison)

### MANAGE

**Good knowledge** of resources used.

- 95.5% of the water used for artificial snow-making comes from surface water
- 1,200 tonnes of steel reused in the ski areas since 2016 (reconditioning of ski lifts or grooming machines)
- 132 tonnes of biowaste recovered through methanisation in leisure parks
- Cleaning products with 100% Eco-labels in Parc Astérix hotels

### IN 2019/2020, MANAGEMENT OF THE HEALTH CRISIS AS A RESPONSIBLE PLAYER VIS-À-VIS ITS STAKEHOLDERS

In addition to the priority given to the safety of employees and visitors, the initiatives aimed at reassuring customers, and the consultation of all local and national stakeholders for the development of protocols adapted to the health situation, Compagnie des Dépôts Alpes also paid special attention to:

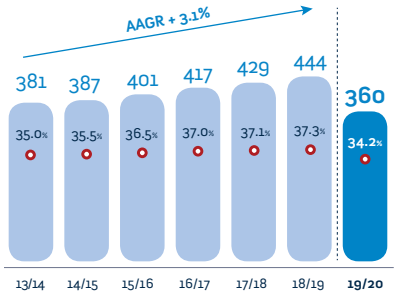
- actions targeting its employees and seasonal staff
- relations with suppliers
- the continued implementation of site rehabilitation/adaptation projects
- the continued implementation of its philanthropic commitments

# KEY INDICATORS

THE TRAJECTORY OF OPERATIONAL PERFORMANCE AND PROFITABLE GROWTH ON WHICH COMPAGNIE DES ALPES HAS BEEN FOR SEVERAL YEARS WAS INTERRUPTED IN 2019/2020, A FISCAL YEAR MARKED BY THE SCALE AND CONSEQUENCES OF THE HEALTH CRISIS.

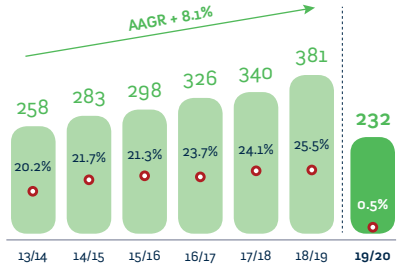
## REVENUE AND EBITDA MARGIN (1)

### SKI AREAS (2)



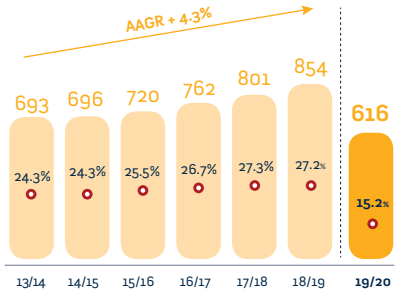

- Revenue (€ millions)
- Average annual revenue growth rate
- Change in EBITDA (as a % of revenue)

### LEISURE DESTINATIONS (2, 3)



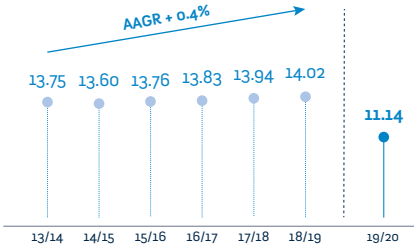

- Revenue (€ millions)
- Average annual revenue growth rate
- Change in EBITDA (as a % of revenue)

### GROUP (2, 4)



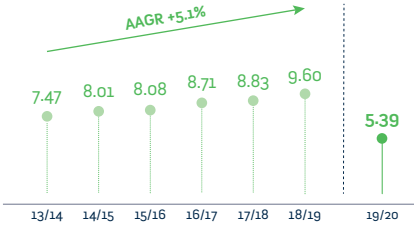

- Revenue (€ millions)
- Average annual revenue growth rate
- Change in EBITDA (as a% of revenue)

### Number of skier-days




- Number of skier-days (in millions)
- Average annual growth rate

### Number of visits




- Number of visits (in millions)
- Average annual growth rate

The Group's revenue decline in 2019/2020 was 36%-offset by a reduction in operating expenses (before application of IFRS 16). The savings achieved relate mainly to the period when the sites were closed and mainly stem from the reduction in personnel costs (45%) and other operating expenses directly related to the level of activity (35%). In total, and after taking into account the government subsidies from which the Group was able to benefit, the EBITDA-to-revenue ratio came to 15.2% (or 13.0% excluding IFRS 16).

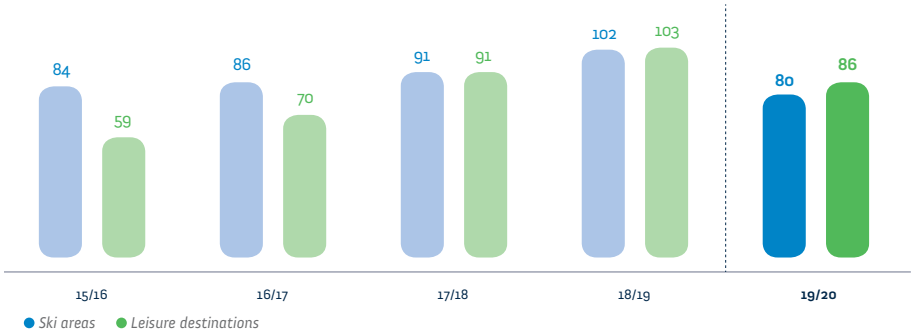
(1) *EBITDA: Earnings Before Interest, Taxes, Depreciation and Amortisation; EBITDA margin = EBITDA/revenue.*

(2) *The 2013/2017 data for each business line have been restated to take account of the Group's reclassifications between Business Units since its 2017/2018 report and the disposal of operations in Prague and Seoul.*

(3) *Including Familypark from April 2019.*

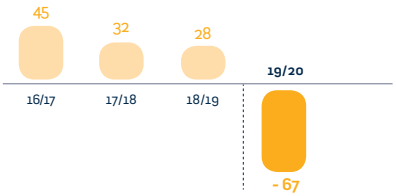
(4) *Group revenue: includes the Holdings and supports BU.*

## NET CAPITAL EXPENDITURE [1] *(in millions of euros)*



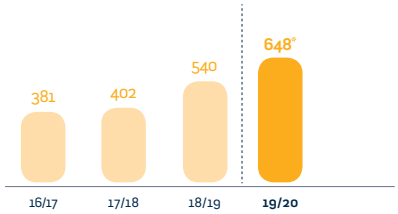

In order to preserve its liquidity position in the context of a deterioration in activity, Compagnie des Alpes adjusted its investment plans by around €30 million, broken down according to the seasonality of the programmes by business line, as compared to the amounts initially budgeted for 2019/2020.

## FREE CASH FLOW FROM OPERATIONS [2] *(in millions of euros)*




The decrease in revenue in 2019/2020 was only partially offset by the reduction in operating expenses and the postponement of certain investments.

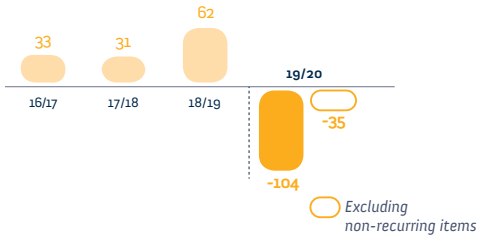
## NET DEBT [3] *(in millions of euros)*




** The impact of IFRS 16 on net debt is €177 million.*
*After taking this impact into account, net debt amounted to €825 million.*

In June 2020, the State-Guaranteed Loan (€200 million) and the confirmation of overdraft facilities (€147 million) contributed to the preservation of the liquidity position of Compagnie des Alpes. In September, the Group announced a temporary suspension of its financial covenant.

## NET INCOME GROUP SHARE *(in millions of euros)*




Net income Group share was impacted by non-recurring expenses totalling €69.6 million, mainly related to the impairment of assets in Leisure parks but also in Ski areas. Restated for these non-recurring items, with no impact on cash, the net loss would have been limited to - €34.7 million.

## LIQUIDITY POSITION

**€310 MILLION**
*(at 30/09/2020)*

At the end of the fiscal year, the Group has €310 million in cash, lines of credit and overdraft that have not been drawn down, and no significant debt repayments falling due in the short term.

## DIVIDEND

The payout ratio of Compagnie des Alpes has historically been around 30% since the dividend paid for FY 2014/2015.

Considering the highly specific context related to the pandemic, and in order to preserve its liquidity, the Board of Directors will recommend that the shareholders opt not to distribute a dividend in respect of financial year 2019/2020 when they meet in March 2021.

(1) *Net industrial investment (acquisitions of property, plant and equipment and intangible assets net of changes in accounts payable for fixed assets and proceeds from the sale of fixed assets).*
(2) *Operating cash flow - Net capital expenditure before financial expenses and taxes.*
(3) *Gross borrowings net of available cash and cash equivalents.*


AMÉRIX

# 1

# INTRODUCTION TO COMPAGNIE DES ALPES AND ITS ACTIVITIES


**1.1 ACTIVITIES, MARKETS AND COMPETITION 20**

1.1.1 Ski areas (58.5% of 2019/2020 Group consolidated revenue in 2018/2019) 20

1.1.2 Leisure parks (37.7% of Group consolidated revenue in 2019/2020) 23

1.1.3 Holding and support activities (around 3.8% of the Group's 2019/2020 consolidated revenue) 26

**1.2 STRATEGY AND OUTLOOK 27**

**1.3 HISTORY 29**

*The 2019/2020 fiscal year was very strongly marked by the Covid-19 pandemic and the containment measures decided by the governments of the countries in which Compagnie des Alpes operates resulted in a complete shutdown of the Group's business lines to from 14 March 2020.*

*The winter season of the Ski areas was definitively stopped on this date and the activity of the Leisure parks was suspended. While keeping the health and safety of their employees, customers and other stakeholders as a priority, the Group's sites restarted their activities between the end of May and the beginning of July 2020 and implemented the necessary actions to limit the impact of the crisis on their profitability.*

*It is for this reason that any comparison, in terms of activity or attendance, with FY 2018/19 is made difficult.*

# 1.1 Activities, markets and competition

*With more than 16.5 million visits received in 2019/2020 in its 24 (1) sites, Compagnie des Alpes is a major player in the leisure sector in Europe. One of the world leaders in ski area operations (2), it manages 11 of the most important areas in France. It is also a major European player in leisure parks with 13 sites: 5 in France, 4 in Belgium, 1 in the Netherlands, 1 in Switzerland, 1 in Austria and 1 in Canada.*

## 1.1.1 SKI AREAS (58.5% OF 2019/2020 GROUP CONSOLIDATED REVENUE IN 2018/2019)

The Group's ski lift companies equip, maintain and operate ski areas.

Their main task is to develop and manage natural areas in order to be able to offer their customers alpine skiing activities and high-altitude recreational activities in a way that respects the environment and offers optimal safety.

The resorts where Compagnie des Alpes operates are all located in France, where the business model is based on very-long-term concession agreements. The characteristics and durations of these agreements are described in Chapter 5 (Note 1.14 to the Consolidated Financial Statements).

Compagnie des Alpes is thus one of the key contributors to the local economy, alongside accommodation providers, local authorities and French ski schools.

Their revenues are drawn from entrance fees for ski lifts. Expenses are related to the financing of facilities, personnel costs, taxes and local fees, and normal operating costs (maintenance, energy, insurance, etc.).

In addition to its portfolio of 11 ski areas, Compagnie des Alpes holds minority interests in 4 French companies that operate the ski areas in Chamonix (37.5%), Avoriaz (20%), Valmorel (20%), and La Rosière (20%).

As a secondary activity, the Group sells land to real-estate developers. At present, this activity has not exceeded 5% of total Ski areas revenue and has been limited to two ski areas – Les Arcs and Flaine.

This business is conducted under the development concessions that are also described in the above-mentioned Note 1.14.As the land is held for sale, its net book value is recorded under inventories on the balance sheet (Chapter 5).

### 1.1.1.1 The global ski market (3)

The global ski market is made up of close to 2,000 resorts in around 67 countries.

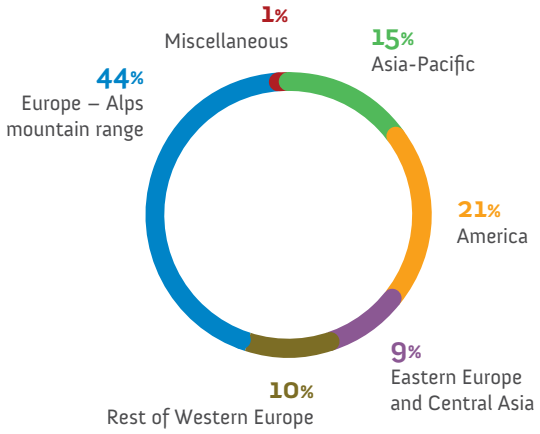
It records a total of 400 million skier-days (including indoor ski slopes) and offers professional accommodation for 6 million, primarily concentrated in developed countries.

In the 2019/2020 season (4), the three countries that registered the highest number of skier-days were the United States (51.1 million), Austria (47.5 million) and France (44.9 million).

Although skiing is a widespread activity, there are very few "large" resorts (a resort is considered "large" when it exceeds one million skier-days per season) and 83% of these are located in the Alpes.

*(1) The Les 2 Alpes ski area was removed from the scope of Compagnie des Alpes on 1 December 2020, i.e. after the end of FY 2019/2020.*
*(2) There is only one other group operating ski lifts with the same number of skier-days as the Group.*
*(3) Source: Laurent Vanat, "2019 International Report on Snow & Mountain Tourism".*
*(4) Source: Domaines Skiables de France – 2020 Indicators and Analysis.*

**BREAKDOWN OF THE GLOBAL SKI MARKET BY GEOGRAPHICAL AREA (IN NUMBER OF SKIER-DAYS)**




### 1.1.1.2 Market and competition in Europe [1]

Very few skiers take long-haul flights to go skiing on the other side of the world. Consequently, the real market for Compagnie des Alpes is Europe.

The figures for the 2019/2020 season are not very representative because of the health crisis. Nevertheless, in 2018/19, the European ski market was estimated at 45 million people, *i.e.* around 220 million skier-days.

Based on average receipts of €30 per skier-day, this represents a market of €6.5 billion.

There are numerous market players in Europe, most of which operate on just one site. Compagnie des Alpes, along with Swedish group Skistar, which is listed on the Stockholm stock market, is one of the only groups to operate several sites.

There are four major skiing countries in Europe: France, Austria, Switzerland and Italy. Only France and Austria have more than ten resorts welcoming more than one million skiers per season.

It is worth noting that the percentage of concession area used is 21% in France, 62% in Austria and 70% in Italy [1]. According to a study conducted by Domaines Skiables de France, a French ski pass costs less than an Austrian ski pass (11%) or a Swiss one (17%).

France's leading position in Europe is largely due to the strength of its domestic market, which accounts for approximately 70% of its visitors, while the vast majority of visitors to Swiss (45%) and Austrian (65%) resorts are foreigners.

The Compagnie des Alpes Group is the leading European operator of ski resorts, as well as one of the global market leaders.

| Country | Size of ski area (*km²*) | Number of lifts | Number of resorts | Number of large resorts |
|---|---|---|---|---|
| France | 1,180 | 3,346 | 325 | 13 |
| Austria | 1,050 | 3,028 | 254 | 16 |
| Switzerland | 950 | 1,446 | 186 | 5 |
| Italy | 1,350 | 2,127 | 349 | 7 |

* *Resorts recording over one million skier-days.*

### 1.1.1.3 The French ski market

The French ski market is primarily a network of 250 internationally renowned ski areas spread between 6 mountain ranges varying greatly in terms of size and offering: Alps, Massif Central, Pyrenees, Vosges, Jura and Corsica.

However, there are also 325 resorts with at least one ski lift, 238 of which belong to Domaines Skiables de France (DSF), the professional body for ski area operators.

During the 2019/2020 season, 44.9 million skier-days were sold, with Domaines Skiables de France estimating an average receipt per skier-day of €27.2. The French ski market thus amounts to €1,221 million.

The vast majority of customers are French (72%). British customers represent 10%, followed by Belgians at 5%, and the Dutch at 3% [2].

At 30 September 2020, Compagnie des Alpes' revenue from its ski areas amounted to €360.2 million, with a total of 11.1 million skier-days. The market share of Compagnie des Alpes and its consolidated companies thus amounted to almost 30% in terms of value and over 25% in terms of volume.

The two largest operators after Compagnie des Alpes, Sofival (Avoriaz, Valmorel and La Rosière) and S3V (Courchevel, La Tania and Méribel Mottaret), each hold a market share of around 5% [3].

#### Competitive advantages of Compagnie des Alpes

Compagnie des Alpes' competitive advantages relate mainly to the Group's resort locations: it has chosen to operate exclusively in resorts with vast, high-altitude ski areas that are well known in Europe, and which have considerable professional accommodation capacity.

### 1.1.1.4 Main ski areas operated by Compagnie des Alpes

#### Paradiski: La Plagne, Les Arcs and Peisey-Vallandry

With its 425 kilometres of slopes on close to 15,000 hectares, Paradiski is one of the world's largest ski areas. The Vanoise Express, which is the highest-capacity cable car in the world, links the three renowned resorts that make up this ski area: La Plagne, Les Arcs and Peisey-Vallandry.

(1) *Source: Laurent Vanat, "2019 International Report on Snow & Mountain Tourism".*
(2) *Source: Domaines Skiables de France – 2019 Indicators and Analysis, October 2019.*
(3) *Source: Montagne Leaders, No. 263 – September and October 2017.*

### La Plagne

La Plagne, created in 1960, is the world's biggest ski resort, with 79% of the ski area above 2,000 metres, 10 villages, a facility-equipped glacier at 3,250 metres, and a downhill descent of more than 2,000 metres. It has seen the birth of champions such as Kévin Rolland and Julien Lizeroux and is host to prestigious alpine events.

### Les Arcs

Covering an altitude of between 1,200 and 3,226 metres, Les Arcs offers an exceptional ski area. Les Arcs is the most avant-garde of all alpine resorts – world famous for the resort town's architecture, a pioneer of new snow sports, and the birthplace of snowboarding in Europe. The resort, which is made up of four villages, offers a variety of slope profiles catering to all levels of skiing, a panoramic view of Mont-Blanc, and plenty of sunshine.

### Peisey-Vallandry

The geographical centre of Paradiski, Peisey-Vallandry offers authenticity and cheerful hospitality on a human scale. This resort, which welcomed its first skiers in 1948, comprises five Savoyard villages. The varied slopes of Peisey-Vallandry are located on the sunny wooded face of Les Arcs. The resort also boasts a vast Nordic skiing area for cross-country skiing, snowshoeing, or sledding.

**Compagnie des Alpes operates the La Plagne ski resorts through its subsidiary SAP and the Les Arcs and Peisey-Vallandry stations. In 2019/2020, these two companies generated revenue of €119.4 million with close to 3.8 million skier-days.**

### Tignes-Val-d'Isère connected ski area

The connected ski area of Tignes-Val-d'Isère comprises the French resorts of Val-d'Isère and Tignes in Savoie.

It extends from the Pisaillas glacier above the Col de l'Iseran in Val-d'Isère to the Grande Motte glacier above Val Claret in Tignes.

### Tignes

Tignes offers a unique way of experiencing the mountains. The seasons here are the longest in Europe (from the beginning of October to mid-May) owing to the resort's high altitude (1,550 metres to 3,450 metres) and extend from June to August thanks to the Grande Motte glacier. More than 80% of Tignes' vacationers are skiers. The clientele is young, international, and sporty.

### Val-d'Isère

Set at an altitude of 1,850 metres in the heart of the Tignes/Val-d'Isère connected ski area, the village of Val-d'Isère, which became a ski resort in 1938, is an international ski resort that blends innovation and authenticity. This constantly evolving resort attracts the most cosmopolitan of customers. Its unique selling point is to offer skiing options for all pockets and all technical levels, as well as a comprehensive range of high-quality services.

**Compagnie des Alpes subsidiaries STGM and STVI manage the Tignes and Val-d'Isère ski areas, respectively. In 2019/2020, they generated revenue of €73.5 million with nearly 2.2 million skier-days.**

### Les Trois Vallées: Les Ménuires and Méribel

Compagnie des Alpes operates two of the eight ski resorts in Trois Vallées, the largest ski area in the world with 600 kilometres of slopes fully linked by ski lifts. It is located in the Tarentaise Valley and comprises three valleys: Bozel, Allues and Belleville.

### Les Ménuires

The "Station des Grands Espaces" opened in 1964. It soon became a hallmark of the development of the ski industry in France and is now ranked among the best ski areas in Europe.

Its snow-making coverage extends to nearly half of the ski runs, guaranteeing quality snow up to the end of April.

### Méribel

Nestled in the heart of the 3 Vallées, only 2 hours away from Lyon, Geneva, and Italy, Méribel has been the personification of charm since it opened its first facilities in 1938. It is a genuine alpine village with its chalets of wood and stone. Snow-making machines cover more than half of the ski area of which 85% is above the 1,800 metres altitude mark, guaranteeing optimum snow conditions throughout the season.

**Compagnie des Alpes operates the Ménuires and Méribel resorts through its subsidiaries Sevabel and Méribel Alpina. They generated revenue of €65.2 million in 2019/2020 from more than 2.0 million skier-days.**

### Grand Massif: Flaine, Samoëns, Morillon and Sixt

Compagnie des Alpes operates four of the five resorts comprising the Grand Massif in Haute-Savoie. With the exception of Flaine, the average altitude of their sites is lower than that of the Group's other areas.

### Flaine

At an altitude of 1,600 metres to 2,500 metres, Flaine offers a breathtaking view of Mont-Blanc. The resort, which opened in 1969, has several buildings listed in the French Historical Monument List (*Inventaire des Monuments historiques de France*), with its typical monumental open-air structures.

### Samoëns, Morillon and Sixt

At the heart of the Giffre valley, these three resorts offer an authentic mountain village experience. A network of powerful gondola lifts links them to the high-altitude ski area.

With slopes suitable for all levels and stunning natural sites, the valley has a great deal to offer. The jewel of the Grand Massif: a 14-kilometre blue run that skirts the Natural Reserve and links Flaine to Sixt.

**GMDS – a subsidiary of Compagnie des Alpes – operates the Flaine, Samoëns, Morillon and Sixt ski areas. These areas generated revenue of €35.5 million in the 2019/2020 fiscal year. There were nearly 1.2 million skier-days.**

### Serre Chevalier Vallée

Situated in the southern Alps in the Écrins National Park, Serre Chevalier Vallée is a ski resort made up of authentic villages, as well as Briançon, a town that is a UNESCO World Heritage site for its Vauban fortifications.

The ski area is one of the largest in Europe. Eighty percent of its surface area is above the 2,000-metre altitude mark and its north-facing slopes offer excellent natural snow conditions from mid-December to the end of April.

Additionally, Serre Chevalier has one of the largest artificial snow-making networks in Europe to ensure optimum skiing conditions all through the winter.

Big-league skiing at high altitudes, unhurried skiing in larch forests, fun skiing in designated fun areas, and family skiing in protected zones Serre Chevalier has something for every kind of skier.

**The company SCV Domaine Skiable, a subsidiary of the Group, operates the Serre Chevalier Vallée ski area. It generated revenue of €33.2 million in 2019/2020, with 1.1 million skier-days.**

### Les Deux Alpes

Situated at the border between the northern and southern Alps, in the heart of the Massif de l'Oisans, the Deux Alpes resort enjoys international fame, mainly due to its ski area: 225 kilometres of marked ski runs and trails, starting at 1,300 metres and reaching 3,600 metres in altitude, the summit of the biggest skiable glacier in Europe with a 360° panoramic view of the Alps.

The ski area has several distinctive characteristics: the "natural snow" guarantee thanks to the glacier, ski-in- ski-out access from one's residence, an internationally renowned snowpark at 2,600 metres, and the opportunity to race down a run with a difference in elevation of 2,300 metres, without having to take a ski lift. In summer, 200 hectares of glacier are equipped for snow sports.

**The Deux Alpes ski area is managed by DAL, a subsidiary of Compagnie des Alpes. It generated revenue of €33.2 million in 2019/2020 with 0.9 million skier-days.**

## 1.1.2 LEISURE PARKS (37.7% OF GROUP CONSOLIDATED REVENUE IN 2019/2020)

Compagnie des Alpes Group companies develop and operate Leisure parks in three main areas:

- theme parks;
- edutainment sites;
- animal parks.

Compagnie des Alpes offers attractions based on strong brands (Astérix, Grévin Paris, Futuroscope, Walibi, etc.) and provides its customers with leisure experiences, unique thrills, and cultural and educational excursions in a completely safe environment. At 30 September 2020, the Compagnie des Alpes Group operated 13 [1] sites, representing nearly 5.4 million annual visits, including 5 parks in France, 4 in Belgium, 1 in the Netherlands, 1 in Switzerland, 1 in Austria and 1 in Canada. It also holds a 20% minority interest in the Jardin d'Acclimatation Park in Paris, alongside the LVMH group.

In addition to operating ski areas, which essentially takes place in the heart of winter, the leisure sites business is concentrated in the spring, summer, and to a lesser extent, the fall.

Leisure park revenues are generated through entry-ticket sales (about 60% of revenue) and customer spending on park grounds, mainly restaurants and shops. Costs relate to personnel, facilities, purchases, marketing, and current operating expenses.

### 1.1.2.1 Market and competition in Europe and France

The European Leisure parks market is estimated at over 160 million visitors [2]. With nearly 5.4 million visitors and revenue of €232.1 million in 2019/2020, Compagnie des Alpes is the fourth largest industry player in Europe.

The European leisure market is very diverse, with many family-owned or independent parks, and over one million visitors per season.

| Park | 2019 visitor numbers *(in millions)* | 2018 visitor numbers *(in millions)* | Country |
|---|---|---|---|
| Europa Park | 5.7 | 5.7 | Germany |
| De Efteling | 5.3 | 5.4 | Netherlands |
| Tivoli Gardens | 4.6 | 4.8 | Denmark |
| Port Aventura | 3.7 | 3.6 | Spain |
| Liseberg | 2.9 | 3.1 | Sweden |
| Gardaland | 2.9 | 2.9 | Italy |

*Source: TEA/AECOM 2019 Global Attractions Attendance Report.*

*(1) On 1 April 2019, Compagnie des Alpes acquired 100% of the shares in Familypark, the leading Austrian leisure park.*
*(2) Source: IAAPA Global Theme and Amusement Park Outlook – 2015/2019.*

In France, leisure, amusement and cultural facilities have been growing constantly over the past 30 years. This sector is actively contributing to France's cultural and tourism offering [1].

The segments in which Compagnie des Alpes is present (theme parks, animal parks, water parks, and amusement parks) account for some 355 establishments in France, with just under 65 million visits and revenue totalling €2,400 million.

There is a relatively high level of concentration, as the five leading operators (Disneyland Paris, Astérix, Futuroscope, Puy du Fou, and Marineland) account for more than one-third of the visitor numbers.

With over 9.6 million visitors and revenue totalling €381 million in 2018/2019, Compagnie des Alpes held a market share of nearly 15% in terms of volume, and almost 16% in terms of value. For 2019/2020, given the Covid-19 pandemic and its consequences, including lockdown, this figure is not relevant.

### 1.1.2.2 Leisure park activity

#### Parc Astérix

Located 30 kilometres to the north of Paris, Parc Astérix is one of the three largest parks in France, offering a savvy blend of humour, friendliness, shared experience and authenticity. The park has its own original and well-established identity, which visitors can experience in the six worlds that make up the park: Egypt, Welcome to Gaul, The Roman Empire, Ancient Greece, The Vikings, and Travel Through Time.

Everything is carefully staged to depict the Gallic spirit portrayed by Albert Uderzo and René Goscinny, the creators of Astérix.

It expands its offering each year with a whole host of live shows, astonishing events, rides and attractions for one and all. The park offers visitors 7 shows and 40 attractions (8 for thrill seekers, 19 for families, and 13 for children).

The universe of Parc Astérix extends to the hotel zone in which the original hotel, Les Trois Hiboux, was extended and renovated in 2017. A second hotel, La Cité Suspendu, also with a capacity of 150 rooms, was inaugurated in 2019. Lastly, this year, a third 4* hotel, Les Quais de Lutèce, opened in the spring with 150 rooms and a restaurant with a capacity of 300 people. It has just been awarded the prize for the best themed hotel in 2020 by the prestigious Thea Award. The total hotel capacity of the park is now 450 rooms.

**In the 2019/2020 fiscal year, Parc Astérix generated revenue of €79.5 million and welcomed more than 1.38 million visitors.**

#### Futuroscope

Futuroscope, France's first major amusement park, which opened its doors in 1987 and is located on 60 hectares of wooded land, plays on its difference to drive its expansion. It makes a two-fold promise: enjoy the thrills, sensations and amusement that it has to offer, and learn at the same time.

Its strength lies in the large number of diverse attractions in the technology universe for all audiences. It owes its success and its unique position on the leisure market to an invention of a totally new form of amusement based on a combination of opposites: amusement and discovery, physical feelings and emotions, art and technology.

This year, Futuroscope inaugurated its first roller coaster, Objective Mars, which offers visitors an immersive experience in a space training centre. This new attraction became the site's highest-rated attraction by visitors this summer and won the award for best roller coaster in Europe by European Star Award 2020.

**Futuroscope is open for almost the entire year. The main period of closure is in January. It generated revenue of €59.4 million in 2019/2020, with 1.04 million visitors.**

#### Grévin Paris

Located in the 9th arrondissement of Paris, the site's primary beauty lies in the museum and its historical decor. It houses a theatre built in 1900 and decorated by Antoine Bourdelle and Jules Chéret, which is listed in the French Supplementary Historical Monument List (*Inventaire Supplémentaire des Monuments Historiques*). Grévin is a world in which reality gets mistaken for fantasy, and fact for fiction. Through its characters and settings, Grévin creates the illusion of an interactive meeting. French and foreign celebrities, contemporary or historical, are represented.

The Académie Grévin meets twice a year, under the authority of its President, to select the celebrities who have been elected to enter the Grévin.

This year, the site benefited from the favourable effects of the transformation work carried out last year, and the entry of new characters such as the Soprano singer, the countertenor Philippe Jaroussky, the heroes of the famous cartoon "Oggy and the cockroaches" and the internationally renowned French violinist Renaud Capuçon.

**Grévin's revenue amounted to €8.0 million in 2019/2020, with the museum welcoming 395,000 visitors.**

#### The other French sites (France Miniature, Walibi Rhône-Alpes)

##### France Miniature

Ten minutes away from Versailles lies the biggest miniatures park in Europe, France Miniature, covering an area of 8 hectares including 1.5 hectares of water. The park guides visitors through the history and geography of France, in less than a day: France's rich heritage is represented in the 117 exact replicas of its best monuments, all of which are 1/30 scale models, and 150 landscapes are recreated.

##### Walibi Rhône-Alpes

Established in a magnificent natural setting in Avenières since 1979, Walibi Rhône-Alpes offers over 30 attractions and shows as well as the biggest waterpark in that region (13,000 sq.m.). Walibi is a place to explore and enjoy with family or friends. The park covers an area of 35 hectares and the attractions are laid out around a 7,500 sq.m, lake at the centre of the site.

The site is continuing its transformation this year with the continuation of the theme and development of the Festival City area. Thus, after the sensational attraction Mystic, the voodoo district welcomed its new family attraction AirBoat which received the award for Best New European Attraction in 2020 by the Kirmes & Park Revue.

**The other French sites generated revenue of €11.3 million in 2019/2020, with visitor numbers reaching over 378,000.**

*(1) Source: SNELAC – Activity Report 2017.*

### The Dutch park: Walibi Holland

Walibi Holland, opened in 1994, is one of the biggest parks in the Netherlands. It is divided into eight themed areas. The park is also famous for its festivals, including "Summer Nights" and "Halloween Fright Nights", whose success transcends Dutch borders.

Its haunted house "Below" received the award (Brass Ring Award) of the "the most creative haunted house, Halloween show or experience" at the IAPAA 2019.

Since 2013, visitors have been able to extend their time at Walibi Village by spending the night in one of the bungalows designed for families.

**Walibi Holland generated revenue of €24.6 million in the 2019/2020 fiscal year and welcomed 601,000 visitors.**

### The Belgian Parks: Walibi Belgium, Aqualibi, Aquapark and Bellewaerde

#### Walibi Belgium

Created in 1975, Walibi Belgium was the first Walibi amusement park. This family park offers musical shows and more than 40 attractions, half of which designed for young children, in themed settings. Walibi Belgium is internationally renowned for its biggest attractions such as Werewolf, Vampire, Dalton Terror and Radja River. And not to forget the park's legendary attraction, the "Psyké Underground", the world's only covered launch coaster, which propels its passengers 45 metres into the air at 85 km/h.

This season, the site continued its transformation, which began in 2018 and was recognised as "the best amusement park in Belgium" in the Diamond Theme Park Awards.

#### Aqualibi

Aqualibi is an aquapark next to Walibi Belgium, which opened in 1987. Spanning 6,000 sq.m, the park has eight slides, including the 140 metre-long "Rapido", and the "Xtreme" with its 50 km/h descent. A 300 sq.m space was recently created especially for children.

#### Bellewaerde

This family park in Ypres is a landmark in Belgium, where 40% of visitors come from the north of France. Established in 1954, Bellewaerde is a unique combination of an amusement park and an animal park, in a lush natural setting.

Bellewaerde is also officially recognised as a zoological organisation by the Belgian Federal Public Service for Health.

This season, the site inaugurated a new attraction called Wakala, a family roller coaster in the Canada zone of the park. In its first summer, this attraction was ranked as a top visitor attraction.

#### Aquapark

The Aquapark is located at the gateway to the Bellewaerde site (second gate) and is an indoor water park of 3,000 sq.m. It features water attractions built in an oasis of greenery. Children of all ages can set out and discover two interactive expedition ships, a play area with a large tilting bucket and many other surprises such as the "Lazy River".

**In 2019/2020, the three Belgian parks generated revenue of €32.5 million with 1.06 million visitors.**

### Familypark in Austria

On 1 April 2019, Compagnie des Alpes acquired Austria's No. 1 leisure park – Familypark – located in the tourist region surrounding Lake Neusiedl, less than an hour away from the centre of Vienna.

It is a high- quality regional park, with infrastructure and facilities that are matching the standards set by Compagnie des Alpes. Over the last few fiscal years, it has benefited from a level of investment that enables it to offer a product with all the intrinsic qualities of the Group's portfolio of sites.

**Familypark generated revenue of €12.5 million during the 2019/2020 fiscal year, with 381,000 visitors.**

### The other Grévin museums (Grévin Montreal and Chaplin's World by Grévin)

#### Grévin Montréal

Topping the local cultural offering with its recreation of Grévin, the Montreal project keeps the fundamentals while adding a definite Quebecoise angle.

While the trademark and spirit remain French, the approach is different with regard to the multisensory experience, the stage design and the personalities chosen.

#### Chaplin's World by Grévin

Located between lake and mountain, Chaplin's World is an entertaining museum designed by Grévin to immerse visitors in the personal and Hollywood life of Charlie Chaplin, enabling them to discover both the man and the artist.

Located in Corsier-sur-Vevey (Switzerland), in the Manoir de Ban – where Charlie Chaplin lived with his family for the last 25 years of his life – the 3,000 sq.m museum was inaugurated in April 2016.

**In 2019/2020, Grévin Montreal and Chaplin's World by Grévin generated revenue of €3.7 million and attracted over 156,000 visitors.**

## 1.1.3 HOLDING AND SUPPORT ACTIVITIES (AROUND 3.8% OF THE GROUP'S 2019/2020 CONSOLIDATED REVENUE)

This division now includes the consulting business of CDA Management and CDA Beijing, the online holiday retailing operations, CDA's legacy real estate agencies (previously consolidated under the Ski areas BU), and the operations of Travelfactory, acquired in January 2018.

### 1.1.3.1 Distribution activities

This BU includes the Travelfactory group since 1 January 2018, along with four other Group companies with similar business activities, including SC2A, Pierre & Neige and SCIVABEL.

For holiday retailing, the revenue corresponds to the margin or commission on the packages sold, except for the revenue provided by purchases of accommodation or ski passes, which is accounted for on the basis of the activity.

Travelfactory business, over FY 2019/2020, was down due to the early closure of the ski areas from mid-March and to the lockdown measures. This year, Travelski continued its international development with, in particular, the acquisition of a Dutch tour operator, Snowtime.

### 1.1.3.2 Consulting activities

Based on its first-hand experience as a leading ski resort and leisure park operator, Compagnie des Alpes has developed a consulting business. This subsidiary mainly offers its expertise to international clients and covers the following areas:

- development of site concept and market positioning;
- master planning;
- construction support;
- preparing for launch;
- operational support.

This consulting business is operated by CDA Management and its subsidiary CDA Beijing, which is in charge of contracts in China.

During FY 2019/2020, consulting activities recorded a good performance, thanks in particular to the development of a new contract in China.

**For 2019/2020, the revenue of the Holdings and Supports Division amounted to €23.3 million.**

# 1.2 Strategy and outlook

*__Producing exceptional leisure activities for as many people as possible__ is the overall objective that the Company has set itself and has successfully implemented for several years. It is based on three pillars – the attractiveness of our sites, Very High Customer Satisfaction and the profitability of our activities – which are themselves broken down into action plans and rolled out by our teams. The results obtained in the three strategic areas listed below are the foundations on which the Company will build to build the future:*

## Ski areas: improving the experience on all links of the value chain to retain and renew our customers

**The continuous improvement of our ski offer and customer experience** is the result of the constant modernisation of our infrastructures, the enhancement of our services and the enhancement of our assets.

As a result, the Ski Areas Division grew **16.5% in six years** (until 2018/2019, and therefore before the Covid-19 crisis) in a global context of slow decline in skiing in the French mountains and stagnation at the European level. This increase is explained by a positive price effect but above all by four consecutive years of growth in skier-days since 2015, which is the result of a series of actions and a proactive investment policy (€660 million invested since FY 2012/13 across out ski areas).

Maintaining and developing the supply of "hot beds" in the resorts and renovating the apartments are a constant concern, which we address in particular through Foncière Rénovation Montagne (3,200 beds have been renovated and 3,000 created since 2014) and *via* our own **mountain real estate agency network** – the leader in France with 2,500 units under management – contributing to the efficient marketing of properties and better occupancy of beds in resorts (occupancy rate on average higher than competing agencies).

Since 2018, our subsidiary **Travel Factory, French leader in package holidays and accommodation** in the mountains, has boosted distribution and helped to win over and retain new customers. The transformation underway in Risoul by Travel Factory of a former residence into an attractive "hostel" for the youngest customers shows our desire to lead the renewal of mountain accommodation.

Finally, we are actively pursuing the roll-out of a forward-looking digital strategy to better understand and engage our customers.

## Leisure parks: enhancing our appeal by improving our offer and transforming our sites into short-stay destinations

The Leisure Parks Division posted a **nearly 50% growth in revenue in six years** (until 2018/2019, before the Covid-19 crisis) and its EBITDA increased by 86% over the same period. These results underline the success of the strategy pursued: **refocusing on our assets with potential** (sale of five parks since 2012), and **investment plan** supported to **offer exceptional and immersive experiences** to our visitors in order to retain them and win new ones. In total, more than €500 million has been invested over seven years in our leisure sites to increase their capacity and attractiveness, and thereby that of their regions. Customer satisfaction has increased steadily since 2014, including in 2020 during the health crisis.

Our ambition of **transforming several of our parks into destinations** is growing: **hotel development projects** (Parc Astérix opened a third hotel in 2020, *Quais de Lutèce* was immediately voted the best themed hotel in the world by the international organisation TEA), **launch of large-scale projects**. In Futuroscope in particular, €300 million (including €200 million from CDA) will be invested over the next five years to transform the park, and in particular to develop an aquatic park and an attractive range of accommodation (a themed hotel and ecolodges). The extension of the season is driven by differentiating events, particularly for Christmas and Halloween.

## In our two business lines, increase our presence in Europe and develop our know-how internationally

For several years, we have been strengthening our international presence as illustrated by the acquisition of Familypark in 2018 (the leading Austrian park, with growth prospects). The Group's medium-term ambition is to expand in Europe through growth transactions including acquisitions and the start-up of sites in our two business lines (existing or greenfield).

At the same time, *via* the CDA Management subsidiary in particular, the Company has been increasing its consulting assignments and management contracts in France and abroad for the past 10 years, mainly in emerging ski and leisure markets (China, Russia, Turkey, Morocco, Japan, Georgia, Lebanon, Kazakhstan, Colombia, etc.). In doing so, it shares its recognised know-how to revitalise or develop four-season sites that are attractive to new customers. It also ensures the visibility of CDA and develops unique internal expertise, which is particularly useful for supporting the development of its own sites.

Thus, on the eve of the first lockdown in March 2020, the Company's business continued to grow dynamically (+2.5% in revenue in our Ski areas compared to the previous fiscal year and +12.1% in Parks on a like-for-like basis).

# NEW PRIORITIES FOR COMPAGNIE DES ALPES TO FACE GROWING CHALLENGES AND SEIZE OPPORTUNITIES

**In addition to these guidelines, which remain valid, the Company faces growing challenges**, which also represent opportunities to change our products, our practices and our model. The Covid-19 crisis is playing a role in accelerating pre-existing leisure consumption trends, which the Group wishes to take into account in a proactive manner in order to meet and anticipate the expectations of our customers.

**While the Group is very affected by the current health crisis, our activities are primarily based on local offers, which should rebound extremely quickly as soon as the health situation improves.**

**In this context, Compagnie des Alpes is adapting its strategy by relying on new, pragmatic and mobilising pillars, and mainly:**

- **Securing its foundations, by maintaining the objective of "Very high customer satisfaction" despite the effects of the crisis**. This priority involves pursuing a strategy of developing its sites, accelerating the digital transformation to mobilise our customers, and combating the cooling of mountain beds;
- **Roll-out the growth drivers of tomorrow** by playing a leading role in the diversification of mountain resorts to face the challenge of climate change, the development of new forms of leisure, the implementation of an offensive distribution strategy and the acceleration of the sector's recovery.

**These guidelines aim to consolidate Compagnie des Alpes' position as a leading player in the revival of tourism in France, and leisure activities in Europe.**

This strategy takes the form of proactive initiatives led by the Company's teams. Several of them can be cited as examples:

## Climate change: better understanding of local impacts.

On the basis of data from various climate scenarios produced by Météo France and *via* an algorithm created by its teams, CDA has begun innovative work to model the possible impacts of climate change at the scale of each of its sites, with the aim of having a precise and pragmatic tool to guide our future investments in a relevant way, in close coordination with our stakeholders.

## CSR: aim for exemplarity

Numerous initiatives have been initiated at Compagnie des Alpes sites, led by committed employees. For the benefit of our customers, employees and local authorities, Compagnie des Alpes now wants to further structure and expand its approach. **In the coming months, the Company wants to set itself ambitious targets for reducing its greenhouse gas emissions and its impacts on biodiversity, and for managing natural resources and waste**.

## Be a catalyst for diversification

Our customer surveys show that our visitors are no longer satisfied with an experience focused exclusively on skiing, and are looking above all for a "seamless" journey and a diversified offer in the resort. In addition, the summer of 2020 showed the strong attractiveness of the mountain destination during this season, but also the need to strengthen the leisure offer for our customers. The growing desire to return to nature, to the great outdoors, local adventures, etc. are all opportunities to offer our visitors a more complete, better organised and better marketed offer.

On the basis of an initial study carried out last year on one of the areas that we manage, we want to quickly propose to our stakeholders projects for the development of ski areas and resorts, which will include new activities and new services for our customers, both in winter and summer, so as to lead our resorts towards a winter-summer model of "mountain destinations".

In doing so, and starting with the most favourable resorts with the roll-out of pilot projects, we are working with local players to build a sustainable and profitable model that is less dependent on ski lifts and skiing.

## Maintain Very High Satisfaction in our Leisure parks despite the crisis and develop the leisure experiences of tomorrow

The winning strategy implemented in our parks must be continued. We must therefore capitalise on our know-how, perpetuate it but also address the future with new objectives and new structuring points to prioritise for each of our parks.

The Company wishes to maintain a proactive and selective development policy for its sites in order to maintain sustained organic growth (new products, accommodation, second gate).

The creative teams of Compagnie des Alpes, who work on the content, the narration and the imaginary of the sites, enable differentiating projects. The Company wishes to supplement its know-how or its partnerships in order to acquire new expertise, in particular technological scenography, based on new uses, at the origin of new offers, and innovative concepts, in order to better operate the various levers for the attractiveness of its sites.

## New actions to counter the cooling of beds

Compagnie des Alpes has played a leading role in facilitating the emergence of new projects, sometimes going as far as being an investor, with the aim of improving the number and quality of tourist beds and their occupancy rate in the mountains.

Our ambition is to consolidate our existing role as a developer, assembler and facilitator, by better coordinating our actions, and by proposing new mechanisms to have a significant impact on the offer.

Accommodation is also a key component for "seamless" offers to adapt resorts to summer, a priority for Compagnie des Alpes in the coming years.

## Accelerate digital transformation for our customers

With the aim of strengthening the attractiveness of our brands, digitisation has been a priority for the past three years, both in terms of the customer experience and the marketing of our sites. Structuring projects for customer knowledge, the activation of our targets and the overhaul of online sales tunnels were launched for both the Ski areas and the Leisure parks. At the same time, a digitisation of the

experience is being developed, notably *via* the applications that are real companions for visitors to each of the brands.

The acceleration of this strategy of digitisation of the customer relationship in the coming years will also be a lever for amplifying our customer knowledge. Thanks to the development of in-house expertise, this knowledge will open up new opportunities to optimise our strategies for building loyalty, and winning and improving customer satisfaction and value.

### Accelerating the sector's recovery through consulting assignments.

To support the recovery of the sector, Compagnie des Alpes proposes to use its expertise in feasibility studies, concept development or optimisation and master planning for public and private stakeholders to encourage the emergence of new leisure sites, the revitalisation of existing sites in difficulty and overall to contribute to a better distribution of the leisure offer in the region. In addition, it will be able to study whether to take charge of operations through management or assistance contracts in order to relaunch promising sites in difficulty.

# 1.3 History

### 1989: Creation of Compagnie des Alpes by Caisse des Dépôts

**1989-1990: Tignes** (STGM – Société des Téléphériques de la Grande Motte) and **Peisey-Vallandry** (STAG – Société des Téléphériques de l'Aiguille Grive) consolidated under the acquisition policy.

**1991-1994: La Plagne** (SAP – Société d'Aménagement de La Plagne), **Les Arcs** (STAR – Société des Téléphériques de l'Aiguille rouge) and **Chamonix – Les Grands Montets** (Satal – Société d'Aménagement du Téléphérique Argentiére-Lognan) consolidated.

### 1994: Compagnie des Alpes floated on the second marché of the Paris Stock Exchange

**1995: Les Ménuires** (Sevabel – Société d'Exploitation de la Vallée des Belleville) consolidated.

**1996:** Minority stake taken in **Courmayeur** (CMBF Courmayeur Mont-Blanc Funivie) and **Val d'Aoste** (Italy).

**1997:** Flaine, Samöens, Morillon and Sixt (Grand Massif) consolidated.

**2000: Méribel Alpina** and **Téléverbier** (Switzerland) consolidated.

**2001:** Minority stake taken in **Saas-Fee** (SFB – Saas-Fee Bergbahnen, Switzerland).

### 2002: Diversification

Compagnie des Alpes diversifies its business by launching a friendly takeover bid on the capital of Grévin et Compagnie (a group of ten parks: Musée Grévin, Parc Astérix, France Miniature, Grand Aquarium de Saint-Malo, Parc des Mini Châteaux and Aquarium du Val de Loire, Bagatelle, Avonturenpark Hellendoorn and Dolfinarium in the Netherlands, and Fort Fun in Germany).

**2003: Aquaparc** in Bouveret (Switzerland) consolidated.

**2004: Panorama Park** (Germany) and **Pleasurewood Hills** (England) consolidated.

### 2004: Privatisation

Caisse des Dépôts et Consignations (CDC) holds only 40% of CDA capital (compared to 53% prior).

CDC sells a 13% stake to three banking groups with a strategic interest in the Alps region.

**2004-2005: Serre Chevalier** (SC 1350 – Serre Chevalier Ski Développement) and **Aletsch Riederalp** (Switzerland) consolidated.

**2005: Planète Sauvage** (Loire-Atlantique) and **Mer de Sable** (Oise) consolidated.

### 2005-2006

Through a proactive acquisition policy, Compagnie des Alpes was able to balance out its businesses in that year and became a front-line player in leisure parks in Europe.

**2006: Walibi Holland, Walibi Belgium, Aqualibi, Walibi Sud-Ouest, Walibi Rhône-Alpes, and Bellewaerde** consolidated, and **Bioscope** opened.

### 2007-2008

The stake in Sofival in 2008 was the latest major capital-intensive development for Compagnie des Alpes. It coincided with the Group's acquisition of **Val-d Isère** (STVI – Société de Téléphérique de Val-d'Isère).

**2007-2008:** Minority stake taken concomitantly in **Avoriaz, Valmorel** and **La Rosière**.

**2009:** The **2 Alpes** ski area (Deux Alpes Loisirs – DAL) joined Compagnie des Alpes.

### 2009-2010: Rationalisation and Strategy refocusing

Reorganisation undertaken to enable more industrialised and integrated operations across all sites, in line with the Company's development ambitions. The stakes in operating companies in Switzerland and Italy were sold. The Group currently has minority stakes in four French companies; Chamonix (37.5%), Avoriaz (20%), Valmorel (20%) and La Rosière (20%).

### 2010: Financial restructuring

Medium- and long-term bank debt refinancing, capital increase of €100 million and €200 million bond issue.

**2011: Futuroscope joined the Group, while control was relinquished over a group of seven non-strategic leisure parks:** Bagatelle, Aquarium de Saint Malo, Parc des Mini Châteaux, Aquarium du Val de Loire, Aquaparc du Bouveret in Switzerland, Avonturenpark Hellendoorn in the Netherlands, and Pleasurewood Hills in the UK. The Group held a 27% stake in the acquiring company, Looping Holding (HIG group), up until April 2014.

## 2011: CDA Management's initial developments

The first contract for general contracting support and operations signed in its two business segments; one in Russia for the Rosa Khutor resort for the 2014 Winter Olympics in Sochi, and the other in Casablanca, Morocco in the Leisure parks business.

**2012: Bioscope** closed.

## 2013: Launch of Foncière Rénovation Montagne

With the support of Compagnie des Alpes' historical shareholders, for the purpose of renovating 500 accommodation units (≈ 2,500 beds) over a three-year period, and marketing them with skiers.

**2013:**

- the very first international Grévin museum opened in Montreal, Canada;
- International Development and New Business Department created;
- launch of Alpes Ski Résa, a website for the sale of ski holidays.

## End-2013: New concept and strategic fine-tuning

Our customers' Very High Satisfaction became the guiding thread of our Leisure parks strategy. Resuits guidance announced to the market for the first time.

**2014:**

- Grévin Prague opened in the Czech Republic;
- Sochi Olympic Games;
- Leisure parks Department organisation overhauled.

## 2013-2014: Ramp-up of CDA Management

In Russia, Compagnie des Alpes produced the master plans for three ski resorts and one leisure park in Moscow. In China, the Group is providing support to the Chinese authorities for the first season at Thaiwoo. In Japan, the strategic partnership with the MacEarth group is ongoing.

## 2014-2015

- **Grévin** Seoul opened in South Korea;
- **Sindibad** opened in Casablanca, Morocco;
- sale of 4 leisure parks; Dolfinarium, Walibi Sud-Ouest, Planète Sauvage and Mer de Sable.

**2015:** 1st contract in China: "Thaiwoo".

## 2015-2016

- new concession contract for Jardin d'Acclimatation awarded to the LVMH/Compagnie des Alpes consortium;
- opening of Chaplin's World By Grévin;
- opening of a subsidiary in China and ongoing international development through operational support contracts.

## 2016-2017

- sale of the Fort Fun site in Germany;
- continuation of the operational support contract for the Thaiwoo resort, assistance with the design and construction of the Yanqing resort which will host the major events of the 2022 Winter Olympics, and master-planning contracts in Altai and in the Urumqi region;
- refinancing of the 2017 bond (€200 million) and amendment of the RCF syndicated loan (€250 million).

## 2017-2018: Acquisition of Travelfactory

- sale of the Grévin sites in Seoul and Prague;
- acquisition of 73% of Travelfactory. Compagnie des Alpes becomes the No. 1 retailer of ski holidays in France.

## 2018-2019: Acquisition of Familypark

- acquisition of 100% of the shares in Familypark, the leading Austrian leisure park;
- diversification and optimisation of the Group's sources of financing with the issuing of a new USPP of €65 million, and the setting up of a NEU CP programme capped at €240 million.


Samoëns

# 2

# RISK FACTORS


**2.1 RISK MANAGEMENT PROCEDURES 34**

**2.2 STRATEGIC RISKS 35**

2.2.1 Risks related to changes in leisure consumption habits 35
2.2.2 Risks related to the current real estate market 36
2.2.3 Risks related to the effects of climate change 36
2.2.4 Risks related to the competitive environment 36
2.2.5 Risks related to a major epidemic-pandemic 36

**2.3 OPERATIONAL RISKS 37**

2.3.1 Risks of cyber attack 37
2.3.2 Risks of IT system failure 37
2.3.3 Risk of bodily injury 37
2.3.4 Security risks 38

**2.4 HUMAN RISKS 38**

2.4.1 Risks of human resource shortage 38
2.4.2 Risks relating to employee safety 39

**2.5 REGULATORY AND COMPLIANCE RISKS 39**

2.5.1 Risk of non-compliance 39
2.5.2 Risk of loss of major public service concession 39

**2.6 CRISIS MANAGEMENT PROCEDURES 39**

**2.7 INSURANCE – RISK COVER 40**

2.7.1 Civil liability insurance 40
2.7.2 Property damage and business interruption insurance 40

**2.8 INTERNAL CONTROL PROCEDURES 40**

2.8.1 Internal control procedures 40
2.8.2 Process for preparing accounting and financial information 42
2.8.3 Oversight 43

In accordance with regulation (EU) 2017/1 129 of 14 June 2017, revising the Prospectus Directive and published in the Official Journal of the European Union on 30 June 2017, Compagnie des Alpes has complied with the new regulatory requirements in terms of the clarity and the simplification of the presentation of risk-related information.

Compagnie des Alpes is presenting a risk classification based on the Group's new risk mapping, highlighting the 12 priority risks identified through our top-down risk assessment approach. To identify and evaluate risks, Compagnie des Alpes relies largely on the work of its Group Risk Committee, which meets several times a year in the presence of all members of the Executive Committee.

The Group has reviewed the risks that might have a significant negative impact on its business, its financial position or results, and has concluded that there are no specific or material risks other than those presented below.

As of the March 2020 Risk Committee, a new risk has been added to the map of major risks: the "Epidemic-pandemic" risk, as a priority 2, bringing the number of the Group's priority risks to 13.

This chapter defines the risk management procedures, along with the processes and internal organisation put in place in this regard. It also details the main risks to which Compagnie des Alpes may be exposed, classed into five categories: strategic risks, operational risks related to its activities, human risks, regulatory and compliance risks, and financial risks.

# 2.1 Risk management procedures

CDA Group's risk management is handled by the Risk, Insurance and Crisis Management Department.

It aims to identify, analyse, assess, monitor and control the main risks to which the Group and its subsidiaries are exposed, thus helping to:

- protect the value, assets and reputation of the Group;
- secure decision-making and processes to help ensure targets are met;
- ensure that the Company's preventive actions are consistent with its values;
- mobilise Group employees around a common vision of risks.

These procedures are based on:

- an organisational framework defining roles and responsibilities;
- a risk management process comprising the steps of risk identification, risk analysis and risk management;
- management of the procedures.

Driven by Executive Management and implemented by the Risk, Insurance and Crisis Management Department, these procedures are applied to the holding company and all entities.

As is the case with any control procedure, while providing a structured, cross-cutting vision of the risks, the risk management procedures cannot provide an absolute guarantee that the Company's targets will be met.

## Organisation

The Executive Management of the CDA Group decides on:

- the objectives and values of the Group;
- the risk management policy;
- the organisation and responsibilities in the area of risk monitoring;
- the risks to be addressed as a matter of priority and the acceptable risk level.

The corporate officers of the entities are the final risk owners of the risks and are responsible for implementing action plans for all risks under their responsibility.

As defined during the risk mapping process, the risk owner is responsible for the action plan and for monitoring the reduction of an identified risk that may be linked to the Company's various activities.

The Group's experts provide support to the definition and implementation of the action plans. They are consulted and coordinated by the Risk, Insurance and Crisis Management Department. This enables them to share their methods and take charge of cross-functional assignments.

## Steering of risk management procedures

A Group Risk Committee, chaired by the Chairman and Chief Executive Officer:

- meets quarterly;
- includes all members of the Executive Committee, the Human Resources Director and the Audit and Internal Control Director;
- is prepared and led by the Director of Risk, Insurance and Crisis Management.

It is responsible for the steering of the risk management procedures. It examines the progress of the action plans relating to the key risks identified and the incidents that occurred over the previous period. It then decides on the approaches to be adopted and, if necessary, acts as an arbitrator. Lastly, it takes decisions on certain risks that are not considered a priority, either as a result of the economic or social environment, changes in indicators or weak signals that require particular attention.

Specialist Committees complete this system and allow operational risks (risks linked to IT systems) or specific issues (risks linked to intangible assets) to be monitored more closely, as required.

## Procedures and Steering of risk management

The CDA Group carried out detailed risk mapping for its entities and the holding company over several years, based on an assessment of potential impacts, the likelihood of a risk arising and the degree of control present. Risk mapping initially relies on the gathering of information from operating subsidiaries in order to assess their risk potential.

Since 2016, the Group Risk Committee has reviewed and defined the 8 new priority risks of the Group and its subsidiaries.

In parallel with these bottom-up risk mapping measures, in 2018/2019 the Group initiated a top-down risk assessment procedure, to round off the existing approach, which is still used in 2020.

This methodology, which is essentially based on interviews with the Company's main executives, aims to analyse the situations and scenarios that may have a medium/long-term impact on the Company's value and strategy.

This dual approach (bottom-up and top-down) thus increases the efficiency of the Company's risk management process and short/medium/long-term visibility on its objectives.

Through an analysis conducted by the Risk, Insurance and Crisis Management Department, each risk defined in the interviews is assessed in terms of financial, human and intangible impact, as well as the likelihood of its materialisation, and the potential improvement margin with respect to its management. The risks are classed into five categories: strategic, operational, human, regulatory and financial.

Through several risk-ranking workshops with the Executive Committee, a risk priority matrix has been defined, laying down a list of 12 priority risks and thus validating the new risk map (set out below), showing the probability of occurrence of the risks, their impact, and their priority level (1 or 2). The risks related to a pandemic were added in March 2020, bringing the number of priority risks monitored to 13.

The Group's key risks are classed into 4 categories:

- strategic risks;
- operational risks related to its activities;
- human risks;
- regulatory and compliance risks.

| Risk category | Group risk | Probability | Impact | Priority |
|---|---|---|---|---|
| Strategic risk | Change in leisure consumption habits | Possible | Critical | Priority 1 |
| Strategic risk | The current real estate market | Possible | Critical | Priority 1 |
| Strategic risk | Impacts of climate change | Possible | Critical | Priority 1 |
| Strategic risk | Change in the competitive environment | Possible | Significant | Priority 1 |
| Operational risks | Cyber attack – cyber risk | Possible | Highly critical | Priority 1 |
| Operational risks | It system failure | Possible | Significant | Priority 1 |
| Human risk | Human resource shortage | Frequent | Significant | Priority 1 |
| Strategic risk | Epidemic – Major pandemic | Rare | Critical | Priority 2 |
| Operational risks | Security – safety of the sites | Possible | Highly critical | Priority 2 |
| Operational risks | Bodily injury to customers | Rare | Highly critical | Priority 2 |
| Human risk | Personnel safety | Rare | Highly critical | Priority 2 |
| Regulatory and compliance risks | Non-compliance with regulations and LC-BFT | Rare | Highly critical | Priority 2 |
| Regulatory and compliance risks | Loss of major public service concession | Rare | Highly critical | Priority 2 |

For each of these key risks, ranked in order of priority and impact, risk management measures have been defined:

- with a view to prevention, to attempt to reduce the likelihood of the risk arising;
- with a view to protection, to limit the impact on the Group;
- with a view to transferring the risk of financial loss to insurance companies, for insurable risks.

To monitor these priority risks over several years, several indicators have been defined for each of them.

# 2.2 Strategic risks

## 2.2.1 RISKS RELATED TO CHANGES IN LEISURE CONSUMPTION HABITS

The development of winter sports resorts over the past 50-plus years has enabled an ever broader clientele to discover the pleasures of the mountain and skiing.

The Group is engaged in promoting and distributing new offers to customers.

Compagnie des Alpes supports numerous initiatives to promote mountain tourism in the summer. Moreover, the Group has embarked on the digitalisation of its marketing, in particular through its subsidiary Travelfactory, providing better control of distribution channels. Furthermore, Compagnie des Alpes offers a variety of non-ski activities, thus broadening the range of leisure activities offered to customers.

In addition, Compagnie des Alpes is continuing to improve its ski lifts, offering greater comfort for greater customer satisfaction.

## 2.2.2 RISKS RELATED TO THE CURRENT REAL ESTATE MARKET

Many French winter sports resorts are seeing a part of their rental property downgraded, and some professional accommodations transferred to general use, which can affect occupancy and thus Group revenue figures. Compagnie des Alpes intends to find solutions to solve this problem. As a consequence, it partnered with a group of institutional investors to set up a mechanism for acquiring and marketing of these so-called "cold beds". This project, initiated by "Foncière Rénovation Montagne", allows the acquisition, renovation, upgrade and marketing of accommodation units. It has been deployed in 5 resorts located in a ski area managed by the Group.

In this way, Compagnie des Alpes is helping to put residential units back on the market (478 units have been acquired and renovated) previously occupied a few days in the year, with a total renovation investment of €11 million.

Whenever possible, the Group favours real estate operations with long-term leases and high-performance managers offering highly attractive products, thus spurring development projects with a positive impact on the ski areas it operates.

Transactions on the real estate market are only carried out if there is a direct link to the operation of the sites on which the Group conducts its principal business activities.

Consequently, Compagnie des Alpes is exposed to the risk of a possible downturn in the real estate market. However, since most of the land rights in which it had invested have been sold, its exposure so far remains limited.

Furthermore, Compagnie des Alpes is developing a network of real estate agencies with 13 companies and 28 offices managing a total of 13,500 beds.

## 2.2.3 RISKS RELATED TO THE EFFECTS OF CLIMATE CHANGE

Ongoing shortage of snow throughout a season cannot be totally ruled out and constitutes the risk which ski area operators are most aware of.

All climate models forecast a gradual increase in average air temperatures worldwide in the 21st century. Concerning future snow levels, there could be good winters, along with normal winters and low-snowfall winters.

However, Compagnie des Alpes has acknowledged this risk through its choice of sites, which are located at high altitudes to enjoy favourable long-term snow conditions. Moreover, our snow-making and snow-quality programmes strengthen this strategy and increase the resilience of our economic model.

The Group's resorts actively participate in efforts to limit greenhouse gas emissions. Measures are taken to reduce the pollutant emissions of grooming machines (of which the latest models reduce fuel consumption), as well as optimise cable ski lifts and collective transport to the resorts, etc.

The latest grooming techniques also help to maximise the duration of the snow cover on the slopes while reducing the number of grooming operations required.

Visitor numbers at open-air Leisure parks can be affected by rainfall and severe heat waves. The Group reduces this risk through an adapted business policy (pre-sales for specified dates, for example) and by increasing the number of covered attractions. While the possibility of intense continuous rainfall having a lasting effect on main park visitor numbers during the summer peak cannot be ruled out, such conditions remain rare. To improve visitor comfort, the Group has stepped up the installation of mist sprayers and sun shelters.

The Group's diverse range of activity, both in terms of its business lines, geographic locations, and multi-seasonal operations reduces the impact of this weather-related risk.

## 2.2.4 RISKS RELATED TO THE COMPETITIVE ENVIRONMENT

Given the stiff competition in leisure activities, the Group must constantly improve its offering and enhance the customer experience, while investing in new attractions and in the renovation of ski lifts to ensure both comfort and safety. The Group has also undertaken to optimise its resources, particularly through yield management.

Our new digital strategy, which involves extensive knowledge of our customers, is instrumental in improving our customers' satisfaction and securing their loyalty.

This drive to provide Very High Satisfaction to our customers – which has been one of our core concerns for a number of years – enables us to constantly improve our competitiveness and thus raise the positioning of the Group's sites in relation to competitors.

Moreover, Compagnie des Alpes tracks the positioning of its competitors in each of its strategic activities and geographical areas.

## 2.2.5 RISKS RELATED TO A MAJOR EPIDEMIC-PANDEMIC

Compagnie des Alpes has included the "epidemic-pandemic" risk as a priority 2 in the mapping of major risks, in accordance with the monitoring of a proven global risk.

In January 2020, a daily monitoring of the pandemic was introduced, taking into account the information provided by certain organisations, including the WHO.

Compagnie des Alpes has identified all the measures to be taken to protect the safety of its customers and employees. During the year, the preservation of cash and the reduction of certain non-essential costs gave the Group great resilience in the face of this major crisis.

A scenario was analysed (spread of a virus forcing the closure of one or more sites during the year), based on the observation of an inability of the health authorities of the countries to slow the spread of the virus combined with long periods of lockdown.

The Group has identified levers in terms of control and indicators in order to monitor the action plans accordingly and in accordance with the government guidelines for managing the Covid-19 crisis.

*Ad hoc* Committees with the Chief Risk Officer, the Human Resources Director and the Director of Operational Development were held every week during the 1st lockdown, in order to be able, in particular, to build and implement Business Continuity Plans and Disaster Recovery Plans, depending on the activities. This regular monitoring was continued throughout the year, making it possible to welcome customers in the best possible health conditions.

# 2.3 Operational risks

## 2.3.1 RISKS OF CYBER ATTACK

In view of the growth of digital activities within companies, where each facet of a company's operations depends on the security of its IT systems, the Group – like any other business – must be prepared to deal with any cyber attacks, cyber threats or cyber spying incidents.

For a number of years now, the Group has taken measures to control its systems and protect them from risks such as data loss, the stoppage of certain operations, and damage to its reputation. In order to maintain the required performance levels and business continuity, a large number of projects have been implemented, such as:

- the mapping of the sites;
- making the Group's sales websites more secure;
- Group-wide standards for suppliers,
- the tracking of spam and alerts;
- raising the awareness of all users;
- protecting the Group's e-mail system;
- the upgrade of all equipment that had become obsolete, and therefore sensitive.

## 2.3.2 RISKS OF IT SYSTEM FAILURE

The Group is dependent on IT systems, particularly for its financial activities, administration, ticketing and internal sales. The Group also uses e-commerce sites and sells electronic tickets and ski passes. It therefore closely monitors the integrity of its commercial and internal websites.

For this reason, the Group has put in place an IT risk management policy which is coordinated by the IT Systems Department and its Head of Information System Security, with the support of the Risk, Insurance and Crisis Management Department.

Since marketing is becoming increasingly digital, the security of the IT systems used is primordial. To cope with any stoppage of a key system and optimise its resilience, the Group has put in place a range of protective measures, processes and regular analyses, among which:

- data and network redundancy;
- tracking of incidents;
- backup and restoration of all application environments;
- business recovery plans;
- preventive maintenance plan.

## 2.3.3 RISK OF BODILY INJURY

Visitor safety is a major concern for all managers and employees of the Group.

The Group ensures that:

- the equipment used is designed, manufactured, installed, operated and maintained in strict application of current standards, so that under normal conditions, or conditions reasonably predictable by a professional, normal safety conditions are respected and no person's safety is put in jeopardy;
- products (consumables and other products) comply with current regulations and standards;
- all regulatory checks have been carried out and each facility is verified regularly before and during the sites' operating season.

The Group pays particular attention to the compliance and safety levels of themed items sold in Leisure parks stores. The toys in particular are subjected to a stringent control procedure to guarantee optimal safety during use. Audits are conducted on the quality assurance procedures at the main toy-maker and crockery factories (control of raw materials, manufacturing process, compliance with EC regulations, etc.).

The Group relies on a network of quality and safety correspondents responsible for monitoring and improving control processes. plans have been devised in case of a serious accident in order to limit the consequences as much as possible. A crisis management system is also in place.

With its insurance broker's prevention engineers, the Group regularly conducts civil liability prevention visits covering all its business-specific risks, thus continuously improving the management of risks of bodily injury.

At Leisure parks, numerous checks are conducted by the technical teams to ensure a totally safe visitor experience:

- checks and certification by an independent body before the start of the season, and subsequently for the preparation of winter maintenance: in each country, a government-approved body verifies all of the attractions, recreational areas and water slides twice a year. The control body produces a report and delivers a certification for each of the attractions. The check includes the proper operation of the attraction in its environment, and related external risks (*e.g.* height criteria, embarking areas, internal procedures, etc.);
- regular internal checks before opening to the public: daily, weekly, monthly, quarterly and annual internal checks are conducted. They cover all the points to be verified and are supervised by a superior before the facility is commissioned;
- control plan: the Leisure parks Technical Department also draws up a multi-year control plan aimed at ensuring the longevity of the facilities and focusing on specific points (*e.g.* acceleration measurements, consistency with the latest European standards, analysis of weak signals);
- audit: the Operations Department – Leisure parks destinations carries out inter-site peer reviews. This ensures that best practices are capitalised on and disseminated.

For Ski areas, various regulatory and internal checks are carried out by the technical and operational teams to ensure the safety of the Ski areas managed by Compagnie des Alpes:

- check conducted by an independent body before the start of the season, and subsequently for the preparation of winter maintenance: for example, the Service Technique des Remontées Mécaniques et des Transports Guidés (STRMTG), a certified inspection body coming under the French ministry in charge of the ecological and solidarity-based transition (MTES), verifies all of the ski lifts once a year;
- regular internal checks before the start of the winter season and opening of the facilities to the public: daily, weekly, monthly, quarterly and annual internal checks, as well as the Major Inspections scheduled over several years, are carried out by the technical and operational teams. They cover all the points to be verified and are supervised by a superior;
- maintenance: the technical teams of each ski area also draw up a preventive maintenance plan, taking into consideration the feedback from the various resorts, with the aim of ensuring the proper operation of the facilities;
- safety: the sites comply with the directives of Decree 2016-29 of 19 January 2016 relating to the safety of ski lifts and conveyor systems in mountain areas, through a safety management system involving a specific organisational unit tasked with laying down the maintenance measures and operating rules required to ensure operational safety, as well as permanent measures to ensure they are complied with.

### 2.3.4 SECURITY RISKS

Since the terrorist attacks of 2016 and 2017, the Group's management has strengthened the monitoring of terrorist-related risks.

While it is difficult to assess the impact of this risk on the Group's financial position, in particular because of the geographic spread of its activities, the safety of visitors and staff generally remains a major concern for the Group. Measures aimed at protecting visitors and employees have been implemented and are reviewed by the teams on a regular basis.

The Group's sites have put in place measures aimed at protecting visitors and staff. They involve a high level of protection and prevention, more stringent access control, video surveillance, as well as bag checks through security scanning stations. Several of our sites (including Futuroscope and Parc Astérix) have obtained the "Securi-site" label granted by the French prefectures to hotels and tourist sites willing to work hand in hand with the prefecture to ensure the safety of tourists.

## 2.4 Human risks

### 2.4.1 RISKS OF HUMAN RESOURCE SHORTAGE

Human capital is a key element for the competitiveness and performance of a business.

Due to the seasonality of our activities, non-permanent staff (seasonal for both business segments), accounted for 54% of the Group's FTE headcount over the past fiscal year.

The seasonal worker return rate is thus a crucial factor for the smooth functioning of our activities, which are concentrated over a specific period of the year – whether in Ski areas or Leisure parks – and in geographically specific sites.

In Ski areas, 88% of seasonal workers are rehired from one season to the next, thanks to the strong involvement of the local population. In Leisure parks, 49% of the seasonal workforce is renewed on a regular basis, with a younger, and thus more volatile population.

For permanent employees, who account for 46% of the headcount, we strive to promote their satisfaction and secure their loyalty through professional training and certification programmes.

Moreover, the integration of new employees is a priority for us to achieve even better career security (primarily through training) and well-being at work.

To overcome any staff shortage and attract more talent, the Group's human resource management focuses on several key areas, including the following:

- relocation and accommodation assistance;
- systematic succession planning;
- a "Heart of CDA" campaign focusing on the employer brand;
- the promotion of employee integration through personalised training;
- the development of professional training and certifications and the promotion of work-study contracts.

### 2.4.2 RISKS RELATING TO EMPLOYEE SAFETY

Employee health and safety at work is the cornerstone of the Compagnie des Alpes labour policy.

Each year, we make every effort to improve and to guarantee health and safety at work for our employees. This key issue is decentralised. Each site decides on the most appropriate initiatives for its particular activity. Thus, over the year, a total of 35,962 hours of safety at work training was provided.

In compliance with the law of 31 December 1991 and the decree of 5 November 2001, professional risk evaluation documents (personnel health and safety) are compiled and updated regularly on French sites. They include risk identification by business segment and job position as well as action plans. Each company is in charge of creating the single document for risk evaluation, and of updating it. This applies to all sectors, all reporting levels, and all employees, regardless of their status.

Due to the nature of its activities, the Group is exposed to the risk of employees being involved in an accident on the Group's sites, especially when using, operating or carrying out maintenance on ski lifts or attractions and facilities in amusement parks.

For the CDA Group, the security and integrity of its employees are priorities (see also section 4.2.3.3). Before the start of each season, forums are organised to welcome new employees and distribute as necessary booklets or welcome guides that set out these priorities. It is also a good opportunity to tell employees about the low season activities and corporate strategy and explain what they can do to increase the "Very High Satisfaction" of customers.

Training is dispensed on customer hospitality and safety and also operational procedures, preventive measures (movement and postures, working at heights, using chemical products, etc.), and procedures to follow in the event of an incident.

## 2.5 Regulatory and compliance risks

### 2.5.1 RISK OF NON-COMPLIANCE

The risk of non-compliance is monitored by the Group's Legal Department. Compagnie des Alpes implements a set of procedures to comply with applicable regulations in respect of labour, competition and financial markets law.

The Group's sales and marketing teams have been made aware of the importance of increased vigilance with regard to the compliance of contracts and pricing policies, and promoting a stronger compliance culture within the Group and its main suppliers.

### 2.5.2 RISK OF LOSS OF MAJOR PUBLIC SERVICE CONCESSION

Compagnie des Alpes operates its Ski areas, ski slopes and ski lifts under public service concessions (PSCs) granted by regional authorities.

The economic model of Compagnie des Alpes' Ski area activities is thus based on integration in the mountain ecosystems, involving cooperation with all stakeholders in order to develop and further improve the current offering and the quality of the activities available.

The renewal of each of the PSCs involves the identification of capital expenditure requirements and the analysis of their relevance, as well as the definition of the regulatory, local and environmental frameworks, in close collaboration with the sites and Group departments concerned. An approval Committee validates the response dossiers before sending them to the authorities. The goal is also to secure operations over the long term by participating in the development of the real estate offering and optimising the sale of ski passes.

The reputation of professionalism and advanced technical skills of the Compagnie des Alpes teams reduces the risk of non-renewal of a PSC.

## 2.6 Crisis management procedures

Should a crisis arise, the Group has a crisis management system that allows it to quickly mobilise individuals with appropriate expertise to minimise the impact of the crisis and ensure it is resolved in the most effective way. The crisis management system takes into account the Group's development, in particular its international scope and new areas of business.

The Chairman and Chief Executive Officer has placed this system under the responsibility of the Risk, Insurance and Crisis Management Department, which ensures it is implemented, applied and monitored, in coordination with the Group Communications Department, which is responsible for crisis communication.

Operational crisis management and communication management guides are distributed to Group entities. These guides include common definitions, a warning procedure, and designated individuals in the subsidiaries for setting up a crisis unit.

Designated individuals on call 24/7 have been trained to be able to take action in the event of a major crisis, in accordance with clearly defined rules.

Specific training has been provided to the Executive Committee, subsidiary managers and crisis officers.

This system enables the Group to be responsive and take quick decisions, both internally and in relation to stakeholders. It allows rapid and effective support to be provided to subsidiaries experiencing a serious incident and to mitigate the consequences, whether in terms of damage to the Group's image or impact on its activity, at Group or subsidiary level.

# 2.7 Insurance – risk cover

The Group has entered into liability insurance programmes, civil liability programmes for de facto and de jure managers and property damage insurance, and cover for corresponding business interruption with leading insurance companies.

All Group companies that are more than 50%-owned by the Group, or for which the Group has responsibility for insurance, are covered by these insurance programmes. In addition to these programmes, Group companies have taken out mandatory insurance policies, such as civil liability for vehicle fleets, as well as other specific policies covering areas such as construction and assistance.

## 2.7.1 CIVIL LIABILITY INSURANCE

Renewed on 1 October, the civil liability policy covers operating, post-delivery, and professional liability, and contains the exclusions generally applied on the insurance market. The principal sub-limits are for criminal negligence, accidental pollution, and general contracting civil liability.

The civil liability cover is supplemented with policies dedicated to Environmental Liability and Corporate Officers' Liability.

## 2.7.2 PROPERTY DAMAGE AND BUSINESS INTERRUPTION INSURANCE

Taken out on 1 October, the insurance policy covering property losses is an "all risks except" policy containing the exclusions generally applied on the insurance market, and principally covers risks of fire, natural disasters, breakdown of machinery, and related business interruption.

The renewal on 1 October 2020, in a difficult market context, was subject to an important consultation among insurers and reinsurers, with a full investment and a leading insurer.

This programme is partly reinsured (for up to €2 million per year) by Loisirs Ré, a wholly-owned subsidiary of the Group.

In conjunction with the sites and insurers, the Group revises and continuously improves its prevention policy on the basis of prevention manuals enhanced every year through feedback and regular visits by insurance brokers who make recommendations in these fields.

# 2.8 Internal control procedures

To constantly improve its internal control and risk management system, Compagnie des Alpes looks to the internal control and risk management procedures reference framework published by the AMF in June 2010. For this report, CDA has used the implementation guide intended for small and mid-cap companies, published in July 2010.

The AMF's reference framework stresses that internal control and risk management procedures should be used in a complementary way to control the Company's activities.

## 2.8.1 INTERNAL CONTROL PROCEDURES

Internal control is a set of procedures implemented by the Group's Executive Management, senior executives, and employees. It is designed to provide reasonable assurance that the following objectives are being met:

- compliance with the current laws and regulations;
- the application of the Executive Management's instructions and guidance;
- the completion and optimisation of operations, in particular those helping to protect the Group's assets;
- the reliability of financial information.

Internal control is one element of the Group's overall management system, as it helps to ensure that:

- the Company's activities are controlled, its operations are effective and its resources are used efficiently;
- operational risks linked to the various operational processes, in particular risks of error or fraud, are managed.

As is the case with any control system, the system the Group employs cannot provide an absolute guarantee that the risks identified have been eliminated entirely or are completely under control. It is intended to reduce the likelihood of these risks arising through the implementation of appropriate action and prevention plans.

CDA Group Executive Management is responsible for implementing and monitoring the effectiveness of the internal control system. This system is tailored to the nature and scope of each of the activities and is integrated into existing processes in order to empower actors as closely as possible to the processes. It primarily consists in providing the required tools and an information-sharing platform, so that each employee is fully aware of their role in the system.

An Internal Control Charter specifies the key operating principles (roles and responsibilities, governance, methodology). It is available in the Group's reference documents.

The internal control system consists of five elements:

- an organisation – *i.e.* clearly defined responsibilities, adequate IT resources and skills based on rules and procedures;
- the publication of relevant information;
- a risk analysis system;
- proportionate control measures;
- a continuous monitoring system.

## Group organisation

The Executive Management of the CDA Group decides on:

- organisation, responsibilities and the delegation of powers and/or signing authorities;
- the objectives, policies and values of the Group.

Group management, under the responsibility of the Chairman and Chief Executive Officer [1] is based on a matrix organisation broken down into major functional and operational departments. They are each headed by an executive who is a member of the Executive Committee (ExCom) with the exception of the Group Human Resources Department. There are 8 such departments:

- four operational departments manage the implementation of Group strategy and are responsible for the achievement of commercial and financial targets, management, and human resources and risk management at all operating entities under their responsibility:
  - the Ski areas Department,
  - the Leisure parks Department,
  - the Strategy, Development and Mergers & Acquisitions Department, mainly responsible for development in France and internationally,
  - the Distribution, New Business Lines and Innovation Department, mainly responsible for the development strategy concerning products and new business lines;
- the Communications, Brand and Corporate Social Responsibility (CSR) Department, in charge of financial and institutional communications, as well as brand-related and CSR issues;
- the Finance, Risk, IT, and Procurement Departments, which have responsibility for the Group's financial policy, in particular the production of accounting and financial information, procurement policy, the IT master plan and risk and insurance policy;
- the Group Legal Affairs and Compliance Department;
- the Group Human Resources Department.

## Main Group charters

Charters are given to all employees, setting out the Group's values:

- the Corporate Governance Charter defines the areas in which Executive Management decisions are subject to prior approval by the Board of Directors, as well as the conditions for the granting of said approval. The charter also states the missions and prerogatives of the different Committees of the Board of Directors, particularly the Audit and Finance Committee. The charter is available on the Group website: www.compagniedesalpes.com;
- the Ethics Charter states the values and principles of the Compagnie des Alpes Group. It serves as a guide for professional behaviour, reviews the basics of investment ethics, explains the risks of conflicts of interest, and defines appropriate behaviour. It is adjusted in line with regulatory developments;
- pursuant to Law No. 2016-1691 of 9 December 2016, known as the Sapin II Law, the Group has a plan for the prevention of corruption and trading in influence, including an Anti-Corruption Code of Conduct and a whistleblowing procedure;
- a procedure for the prevention of fraud, money-laundering and the financing of terrorism;
- a charter for the use of IT resources. Like the Ethics Charter, it is being gradually applied to all Group employees.

## Information and communication

Each functional or operational department defines the charters, rules and procedures that fall within its area of responsibility.

These documents make up the Group's Documentary Repository, made available to all Group employees who must apply them *via* a document management tool.

The entities of the Group are responsible for translating Group rules and procedures, into rules, procedures and operating methods adapted to their organisation, and also for communicating these to all employees concerned.

## Definition of control measures

Since 2013, the CDA Group has embarked on a more detailed formalisation phase of its internal control system, which is gradually being deployed on all of the Group's processes listed in the process mapping, with a priority given to processes impacting the main income statement lines (sales, purchases, etc.), the production of accounting and financial information, as well as the Group's priority risks.

For each of the processes concerned, the method applied involves drawing up all or some of the following documents:

- flow diagram: schematic description of the steps involved in the process. This flow diagram is a standard document at Group level;

(1) *The Chairman and Chief Executive Officer has been assisted by a Deputy Managing Director since 4 November 2019.*

- internal control benchmark: this guide translates the general internal control targets and describes the controls to be implemented to ensure better control of each of the risks identified, at the level of each step of the process;
- self-assessment questionnaire: this makes it possible to assess the extent to which operating procedures and methods comply with the internal control standard recommended by the Group.

All these documents are prepared in collaboration with operational staff, risk experts and the operational departments concerned. Every year, the system is strengthened with the introduction of new processes that are prioritised with the help of Executive Management and the support of the Risk, Insurance and Crisis Management Department.

In particular, the system has been enriched with technical standards that are used during cross-referencing between the operational teams of the sites, in order to share best practices and expertise.

Since 2013, the gradual addition of new processes to the internal control procedures has strengthened the visibility given to departments as regards risk control for key processes at each Compagnie des Alpes site.

A fraud prevention system has been implemented to complete the internal control system. This comprises:

- steps to raise awareness amongst employees of financial fraud techniques and how they should act if they encounter attempted fraud: identity theft, protection of sensitive information, etc.;
- a system for communicating cases of fraud or attempted fraud by financial managers and operational staff of Group entities. Each notification is analysed and a prevention notice is distributed where necessary.

### Continuous control and management

For all processes for which there is an internal control guide, the Internal Control Department:

- manages the launch of self-assessment campaigns, by sending the questionnaire to the persons responsible for the processes;
- analyses the responses and draws up a summary for the whole Group;
- proposes action plans and shares best practices.

The entities draw up and initiate compliance action plans, which must allow risks to be reduced to an acceptable level for the subsidiary. These entities incorporate relevant controls into their rules and operating procedures and methods.

The establishment of action plans is the responsibility of the entity's management and depends on the entity's financial and human resources and priorities. Process maturity is reviewed during new review campaigns or *ad hoc* missions conducted at entities.

## 2.8.2 PROCESS FOR PREPARING ACCOUNTING AND FINANCIAL INFORMATION

### Organisation and procedures

Accounting and financial information relating to the CDA, a listed company, is drawn up by the Holdings Consolidation and Accounting Department.

This department is responsible for the preparation and production of the parent-company financial statements of holdings and the Group's consolidated financial statements. It therefore prepares the financial section of the half-year report and the Universal Registration Document relating to the financial statements as at 30 September, with due consideration for the regulatory requirements applicable to listed companies.

Within this context the Holdings Consolidation and Accounting Department defines the Group's accounting standards and ensures that they are distributed and applied in accordance with the following principles:

- the Financial Directors of the entities are responsible for preparing and producing the parent-company financial statements for their entity. The parent-company financial statements are prepared on the basis of the accounting principles in force in the country, and are restated at the consolidated level, if necessary, to respect the accounting principles laid down by the Group, which makes it possible to guarantee the consistency of the accounting principles used for the consolidated financial statements;
- the formats and tools for submitting information to be consolidated are identical for all consolidated entities.

The CDA prepares the consolidated financial statements in accordance with IFRS.

An annual schedule for the consolidated financial statements is sent to Financial Directors and Directors of all consolidated entities. Instructions on the closing of accounts are sent to them before each account closing date.

The consolidation of the financial statements is based on a tailored information submission system that allows the information to be processed reliably, consistently and in full within the set period.

Chief Executive Officers and Financial Directors of entities undertake to ensure the quality and completeness of the financial information sent to the Group, including off-balance sheet items, by signing a representation letter.

In addition to this highly regulated procedure for producing and communicating the half-year and annual financial statements, management of the financial strategy is also supported by carrying out three projections during the year (including one interim) and by drawing up the budget and medium-term strategic plan. The Holdings Consolidation and Accounting Department, which guarantees the reliability of data at Group level, is responsible for producing this data.

Management Control (part of the Holdings Consolidation and Accounting Department) is responsible for coordinating the budgetary process and the five-year medium-term plan and for analysing the performance of the Group and its entities, in close collaboration with the Operations Directors and Site Managers. Guidelines are sent to the management of each entity to ensure that the budget and medium-term plan are structured on the basis of consistent starting points that are common to the whole Group.

The medium-term plans, budgets and outcomes are subject to specific, in-depth analyses: comparison of data for the year with prior-year data and the budget. These analyses are discussed with the entity's management, Operations Directors and the Executive Management.

The budget serves as the reference for monthly reporting. Monthly reviews are conducted based on this reporting, and incorporate activity analyses, which are performed, in particular, with the help of specific business indicators, and include comparisons between prior-year figures and the budget for the current year.

Activity indicators, such as sales figures, visitor numbers for Leisure parks and the number of skier-days for Ski areas, are monitored and

analysed on a weekly basis. The investment process, which aims to ensure that the flow of investments is consistent with the Company's strategy, is also managed by the Management Control Department.

The Finance and Cash Department, another component of the Finance Department, guarantees the security, transparency and efficiency of cash and financing operations. It is responsible for:

- applying the funding policy and in particular managing liquidity and counterparty risk;
- managing financial expenses;
- hedging the interest rate risk through the use of derivatives;
- managing the Group's cash position by centralising the management of entities' cash surpluses and cash requirements within a cash pool for entities that have agreed to the principle of centralised management;
- monitoring relationships with banks.

The IT Department is responsible for implementing an IT system that meets the requirements laid down in the areas of reliability, availability, information traceability, data consistency and security. It develops and maintains business applications common to several entities and ensures that the interfaces for feeding information into the various applications work properly. It is in charge of the system and data security policy and is involved in defining security and back-up plans.

Each of the departments is involved, as part of its duties, in the internal control system, as it is required to draw up and distribute rules and procedures relating to its area of responsibility to Group entities.

### Process oversight

Accounting and financial information is subjected to a validation process involving the Executive Management, Statutory Auditors, and the Board of Directors through its Audit and Finance Committee.

The Audit and Finance Committee examines half-year and annual financial statements prepared by the Company as well as the management report on the consolidated financial statements, in the presence of the Statutory Auditors, who in turn present their own report on the closing of the accounts, the principal accounting options and events with a significant effect on the financial situation, adding comments if they choose.

The Audit and Finance Committee examines changes in accounting principles.

The Audit and Finance Committee examines all financial statements including the entire annual report and all Notes to the Company's consolidated and parent-company financial statements.

The Board of Directors examines each set of financial statements at each closing of accounts.

### Financial communication

Compagnie des Alpes publishes its financial information in accordance with AMF recommendations. Quarterly, half-yearly and annual financial information is communicated to financial analysts, investors and the key media by means of press releases, as well as being made available on the Company's website.

## 2.8.3 OVERSIGHT

### Internal Audit

The internal audit function reports to Executive Management.

Every year, the audit plan is approved by the Executive Committee and validated by the Audit and Finance Committee. It is established on a multi-year basis in order to ensure adequate coverage of Group risks, strategic objectives, processes and subsidiaries. In addition, missions not provided for in the audit plan may be carried out at the request of the Chairman and Chief Executive Officer or the Audit and Finance Committee. An annual activity report is presented to the Executive Committee and the Audit and Finance Committee.

The missions carried out by Internal Audit are aimed at ensuring compliance with laws and regulations, reviewing the proper functioning of the Company's internal processes, identifying possible areas for improvement and detecting possible frauds. Internal audit work is carried out in accordance with the Compagnie des Alpes Group's Internal Audit Charter. This charter describes the purposes and objectives of Internal Audit, the procedures for carrying out inspections, and the obligations of auditors and those being audited.

Internal Audit regularly calls on internal or external expertise when the issue at hand is of a highly technical nature.

The Internal Audit Department conducts an annual review of the recommendations made to the various entities. These conclusions are then presented to the Executive Committee, and to the Audit and Finance Committee.

The Internal Audit Department also coordinates the internal audit work conducted by Caisse des Dépôts' Internal Audit Department across the CDA scope, and ensures that the ensuing recommendations are followed. The audit plans are shared for greater efficiency.

### The Board of Directors

The Board of Directors sets the Company's business policies and oversees management. It is assisted by three specialised Committees, whose roles are described in section 3.2.1.2 "Functioning of the Committees" of Chapter 3 "Report on corporate governance".



# 3

# REPORT ON CORPORATE GOVERNANCE


**3.1 COMPOSITION OF ADMINISTRATIVE AND MANAGEMENT BODIES 46**

3.1.1 Board of Directors and Committees 46

3.1.2 Executive Management 61

3.1.3 Additional information relating to Directors and executive corporate officers 63

**3.2 FUNCTIONING OF EXECUTIVE AND MANAGEMENT BODIES 64**

3.2.1 Functioning of the Board of Directors and its committees 64

3.2.2 Procedures for exercising and limiting the powers of Executive Management 67

**3.3 COMPENSATION OF CORPORATE OFFICERS 68**

3.3.1 Compensation policy for corporate officers 68

3.3.2 Compensation components and benefits of any kind paid in respect of the term of office during the year or awarded in respect of the 2019/2020 fiscal year to each corporate officer, including the executive officer (Article L. 22-10-9 I and L. 22-10-34 II of the French Commercial Code) 77

**3.4 COMPLIANCE WITH CORPORATE GOVERNANCE RECOMMENDATIONS 82**

*This chapter includes the report on Corporate Governance which is the responsibility of the Board of Directors, in accordance with Article L. 225-37 paragraph 6 of the French Commercial Code.*

*The report on Corporate Governance was approved by the Board of Directors.*

*It contains in particular, the information about the composition of the administrative and management bodies, the rules governing the operation of these bodies and the compensation paid to their members.*

*The rules applicable to the composition and operation of the governance bodies are governed by legal provisions, the Company's by-laws and the Company's Corporate Governance Charter which serves as the internal regulations for the Board of Directors and its Committees. Moreover, the Board of Directors has decided to use the AFEP-MEDEF Code of Corporate Governance as a reference.*

*The reference table on page 218 of the 2020 Universal Registration Document sets out the sections that correspond to the report on Corporate Governance and do not appear in this chapter. They include information relating to regulated agreements, current delegations of authority for capital increases, information likely to influence decisions in the event of a takeover bid and special conditions governing the attendance of shareholders at Shareholders' Meetings.*

# 3.1 Composition of administrative and management bodies

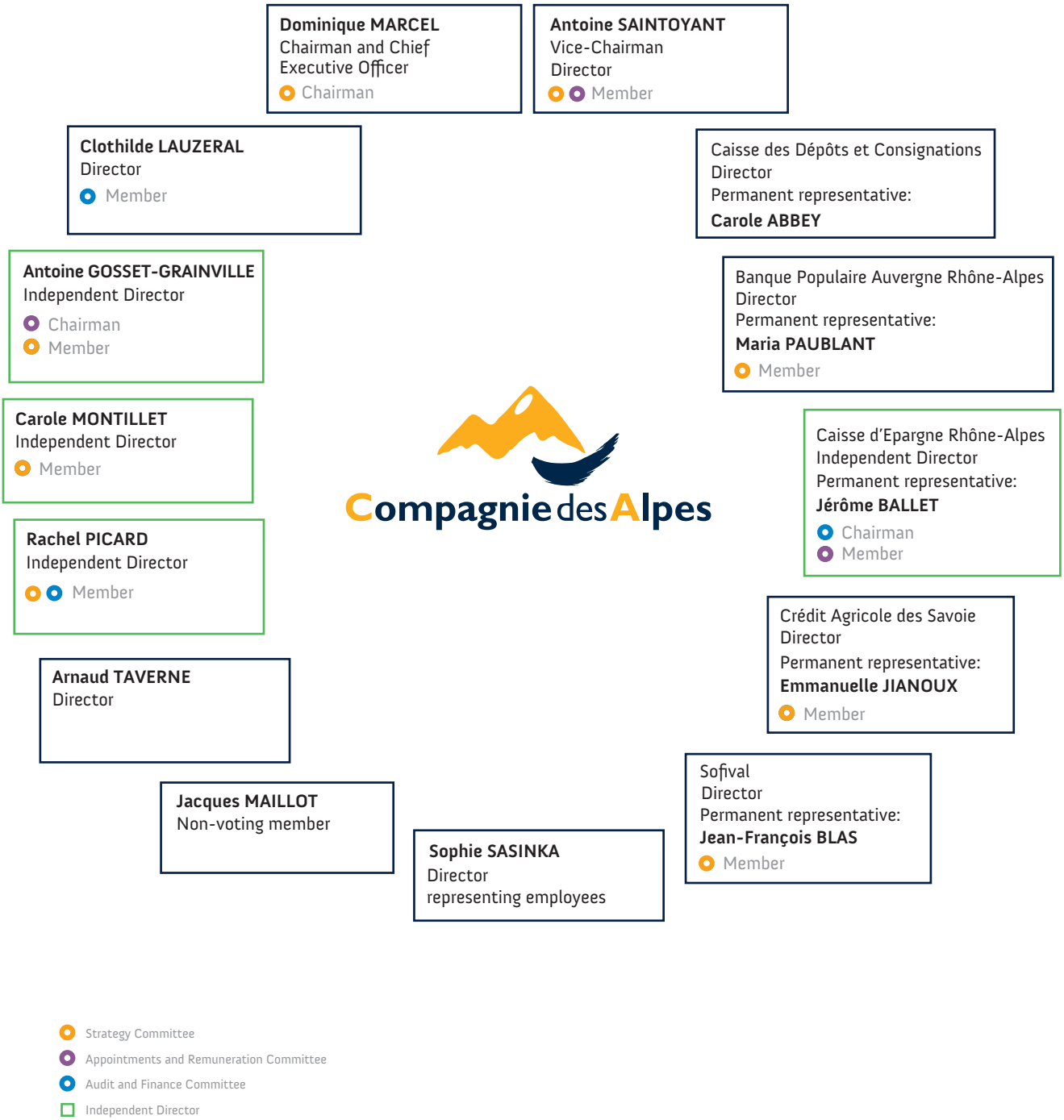
## 3.1.1 BOARD OF DIRECTORS AND COMMITTEES

Since March 2009, Compagnie des Alpes has been managed by a Board of Directors, which is assisted by three specialised committees: the Strategy Committee, the Audit and Finance Committee and the Appointments and Compensation Committee. The Board of Directors has chosen to assign the Executive Management to its Chairman. The Chairman and Chief Executive Officer is supported by a Deputy Managing Director, who is not a corporate officer, and by an Executive Committee.

In application of the capping principle set out in the Corporate Governance Charter ("the Charter") and which is set out in section 3.1.1.2 "Principles of composition of the Board of Directors and its committees", the Board of Directors is composed of twelve Directors appointed by the shareholders (four of whom are independent), one Director representing the employees and one Vice-Chairman. In addition, and in accordance with the Corporate Governance Charter, a non-voting member is invited to attend the meetings of the Board of Directors, and on occasion those of certain committees.

In accordance with the Company's by-laws and the AFEP-MEDEF Code of Corporate Governance, the Directors' term of office is four years. The renewal of their term of office is staggered to allow for regular renewal in the most equal proportions possible. As an exception, in order to ensure this staggered renewal, the Ordinary Shareholders' Meeting may appoint one or more Directors for a term of one, two, or three years.

### 3.1.1.1 Composition of the Board of Directors



At 29 January 2021, the composition of the Board of Directors is as follows:

| Family name/ Company name | Position | Sex | Nationality | Date of birth/age | Number of directorships in listed companies | Independent/ Not independent | Audit and Finance Committee | Appointments and Remuneration Committee | Strategy Committee | First appointed | Term of office expiry | Length of service on the Board*** | Number of shares |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Dominique MARCEL (1) | Chairman and Chief Executive Officer | H | French | 08/10/1955 65 years | 2 | No | - | - | Chairman | 19/03/2009 | AOSM* 2021 Revenue* 2021 post SM | 11 years | 8,919 |
| Antoine SAINTOYANT (1) | Vice-Chairman, Representative of Caisse des Dépôts et Consignations | H | French | 28/08/1977 43 years | 2 | | - | Member | Member | 11/19/2020 | AOSM* 2023 Revenue* 2023 post SM | 3 months | 1 |
| Caisse des Dépôts et Consignations (CDC) (2), represented by Carole ABBEY | Director | F | French | 04/01/1976 45 years | 1 | No | - | - | Member | 19/03/2009 (3) | AOSM* 2022 | 11 years | 9,615,579 |
| Banque Populaire Auvergne Rhône-Alpes, represented by Maria PAUBLANT | | F | French | 08/04/1969 51 years | 1 | No | - | - | Member | 19/03/2009 (4) | AOSM* 2022 | 11 years | 1,204,473 |
| Caisse d'Épargne Rhône-Alpes, represented by Jérôme BALLET | Director | H | French | 01/03/1965 55 years | 1 | Yes | Chairman | Member | - | 18/10/2012 | AOSM* 2023 | 8 years | 723,486 |
| Crédit Agricole des Savoie, represented by Emmanuelle JIANOUX | Director | F | French | 19/12/1964 56 years | 1 | No | - | - | Member | 19/03/2009 (5) | AOSM* 2022 | 11 years | 1 |
| Sofival, represented by Jean-François BLAS | Director | H | French | 08/10/1953 67 years | 1 | No | - | - | Member | 09/03/2017 | AOSM* 2021 | 4 years | 2,110,806 |
| Antoine GOSSET-GRAINVILLE | Director | H | French | 17/03/1966 54 years | 3 | Yes | - | Chairman | Member | 19/01/2011 | AOSM* 2024 | 10 years | 300 |
| Clothilde LAUZERAL (1) | Director | F | French | 04/03/1988 32 years | 1 | No | Member | - | - | 05/03/2020 | AOSM* 2024 | 1 year | 1 |
| Carole MONTILLET | Director | F | French | 07/04/1973 47 years | 1 | Yes | - | - | Member | 09/03/2017 | AOSM* 2021 | 4 years | 300 |
| Rachel PICARD | Director | F | French | 11/12/1966 54 years | 2 | Yes (6) | Member | - | Member | 15/12/2009 | AOSM* 2023 | 11 years | 716 |
| Arnaud TAVERNE (1) | Director | H | French | 18/05/1973 47 years | 2 | No | - | - | - | 05/03/2020 | AOSM* 2024 | 1 year | 1 |
| Sophie SASINKA (7) | Director representing employees | F | French | 03/08/1974 46 years | 1 | N/A (8) | - | - | - | 06/08/2018 | 05/08/2022 | 2 years | N/A |
| Jacques Maillot | non-voting member | H | French | 17/11/1941 79 years | N/A | N/A | - | - | - | 14/03/2013 (9) | Revenue* post SM 2021 | 8 years | 837 |

* *AOSM = Annual Ordinary Shareholders' Meeting/BD = Board of Directors".*
** *Including directorship in the Company.*
*** *Full year.*
(1) *Director proposed by CDC.*
(2) *Reference shareholder.*
(3) *CDC was first appointed to the Board of Directors in 1989, then to the Supervisory Board on 20/02/2000 and then to the Board of Directors on 19/03/2009.*
(4) *BPAURA was first appointed to the Supervisory Board on 20/02/2000 and then to the Board of Directors on 19/03/2009.*
(5) *CADS was first appointed to the Board of Directors on 24/10/1994, then to the Supervisory Board on 25/02/2000 and then to the Board of Directors on 19/03/2009.*
(6) *After reviewing the independence criteria and despite the fact that Rachel Picard is starting her 12th year of service on the Board of Directors, it considered, on the recommendation of the Appointments and Compensation Committee, that the situation does not affect the independence of this director who meets all the other conditions mentioned by the AFEP-MEDEF code.*
(7) *Director representing employees who first attended a meeting of the Board of Directors on 26/10/2018.*
(8) *In accordance with the AFEP-MEDEF Code of Corporate Governance, Directors representing employees are not counted as independent Directors.*
(9) *Jacques Maillot was first appointed as a member of the Board of Directors on 21/11/1997, then of the Supervisory Board on 25/02/2000 and then as Director on 19 March 2009. Jacques Maillot was appointed as non-voting member by the Board of Directors on 14 March 2013.*

The table below shows the changes in the composition of the Board of Directors during the past fiscal year and up to 29 January 2021.

| | Family name/Company name | Date of actual departure | Date of end of term |
|---|---|---|---|
| **During the past fiscal year** | | | |
| Newly appointed directors (by AOSM [1] of 5 March 2020) | Clothilde LAUZERAL<br>Arnaud TAVERNE | N/A<br>N/A | AOSM 2024<br>AOSM 2024 |
| Directors whose term of office has been renewed (by AOSM [1] of 5 March 2020) | Antoine GOSSET-GRAINVILLE | N/A | AOSM 2024 |
| Directors whose permanent representative has been replaced | Caisse des Dépôts et Consignations (CDC) [2]<br>Caisse d'Épargne Rhône-Alpes [3] | 28/01/2021<br>02/02/2020 | AOSM 2022<br>AOSM 2023 |
| Directors whose term of office has expired and has not been renewed | Giorgio FRASCA | 05/03/2020 | AOSM 2020 |
| | Francis SZPINER | 05/03/2020 | AOSM 2020 |
| **After the end of the previous fiscal year** | | | |
| Director who was co-opted [4] | Antoine SAINTOYANT | N/A | AOSM 2023 |

*(1) Annual Ordinary Shareholders' Meeting.*
*(2) Carole Abbey replaced Virginie Fernandes as Permanent Representative of Caisse des Dépôts et Consignations on the Board of Directors of Compagnie des Alpes with effect from 28 January 2021.*
*(3) Jérôme Ballet replaced Bénédicte Davy as Permanent Representative of Caisse d'Épargne Rhône-Alpes on the Board of Directors of Compagnie des Alpes as from 3 February 2020.*
*(4) Antoine Saintoyant was co-opted by the Board of Directors on 19 November 2020 on the proposal of the Caisse des Dépôts et Consignations (CDC) to replace Mr Serge Bergamelli, who resigned as of that date. Subsequently, Antoine Saintoyant was appointed Vice-Chairman of the Board of Directors at the Board meeting of 28 January 2021, replacing Virginie Fernandes for the duration of her term as Director.*

### 3.1.1.2 Composition of the Board of Directors and its committees

The composition of the Board of Directors and its three Committees follows several principles set out in the Charter.

The Charter, in effect since the privatisation of the Company in 2004 and amended several times from year to year to integrate new governance provisions, is available in its entirety on the Compagnie des Alpes website at the following address: www.compagniedesalpes.com, under the heading "Governance". It serves as the internal regulations of the Board of Directors.

Given the presence of a Reference Shareholder (Caisse des Dépôts et Consignations), the Charter is intended to promote a democratic and collective representation of shareholders and take into account corporate interests, mainly through the appointment of independent Directors. In accordance with the by-laws and on the recommendation of the Appointments and Compensation Committee, the Board of Directors, at its meeting of 28 January 2021, appointed Antoine Saintoyant as Vice-Chairman to replace Virginie Fernandes for the duration of the period of her office as a Director.

At the same Board meeting, the legal person Director, Caisse des Dépôts et Consignations, changed its permanent representative on the Board, appointing Carole Abbey to replace Virginie Fernandes.

As part of its regular review, the Board of Directors amended the Charter in January 2020 to adapt it to market practices and the AFEP-MEDEF Code of Corporate Governance as revised in January 2020 and to the provisions resulting from law no. 2019-486 of 22 May 2019 (Pacte law). In November 2020, the Board of Directors further updated the Charter to adapt it to the new needs related to its governance.

#### Principles of Board composition

In total, the Charter contains six principles governing the composition of the Board of Directors. These principles are summarised below.

As a guiding principle, the Board endeavours to ensure that its composition and that of the Committees is well balanced, in particular in terms of the range of skills present and the number of men and women and different nationalities represented.

- Principle No. 1: Based on the recommendations of the Appointments and Compensation Committee, the Board of Directors submits to the Ordinary Shareholders' Meeting a list of candidates chosen in accordance with the principles of the Charter, in view of their competence and their potential contribution to the Board's work and to the creation of long-term value, while taking into consideration social and environmental responsibility issues.
- Principle No. 2: Directors are elected by all of the shareholders and must act in all circumstances in CDA's corporate interest, serving the long-term value creation strategy that is part of a constant desire to respect stakeholders such as employees, shareholders, customers, partners and, of course, public authorities, and make every effort to ensure that CDA's activities are conducted legally, responsibly, transparently and ethically.

  The Board of Directors may consist of no more than eight members and must conform with the composition of the shareholding structure and the size and nature of CDA's activities. Preference is given to representation of long-term shareholders (stakes held in pure registered or administered form).

  Caisse des Dépôts et Consignations (CDC) – the Reference Shareholder with a stake greater than or equal to one third – thus has five Directors (including the Chairman and Chief Executive Officer), namely:

  - Dominique Marcel, Chairman-Chief Executive Officer;
  - CDC, represented by Carole Abbey;
  - Clothilde Lauzeral;
  - Arnaud Taverne;
  - Antoine Saintoyant.

  Other shareholders that hold their stakes in pure registered or administered form and wish to be represented on the Board of Directors must submit their request to the Chairman and Chief Executive Officer.

  All requests are examined by the Appointments and Compensation Committee, which makes recommendations to the Board of Directors in the light of the six principles set out in the Charter.
- Principle No. 3: The number of Board members is set at twelve (set number of members), including four independent Directors. Since the conditions set out in Article L. 22-10-7 of the French Commercial Code are met, the Board of Directors also includes one or two Directors representing the employees.

- Principle No. 4: Should the application of the above principles prevent the appointment of eight members in respect of principle No. 2, the vacant positions shall be filled by other independent Directors.
- Principle No. 5: Should CDA's shareholders decide, at a Shareholders' Meeting, to increase the number of Directors by way of derogation from the principle of having a set number of members (Principle No. 3), the Charter shall be amended as required so as to adapt the principles set out above.
- Principle No. 6: The Chairman of the Board of Directors is chosen from those members representing (or proposed by) the Reference Shareholder.

In accordance with Article L. 22-10-7 of the French Commercial Code, a Director representing employees was appointed after the amendment of the by-laws by the Annual Shareholders' Meeting held on 8 March 2018. The Board of Directors duly noted his appointment on 26 October 2018. Pursuant to the same article, amended by Law no. 2019-486 of 22 May 2019 (Pacte Law), the by-laws were amended by the Annual Shareholders' Meeting of 5 March 2020 with a view to appointing a second Director representing the employees. Directors representing employees are entitled to vote at Board meetings.

### Principles of Committee composition

- The **Strategy Committee** comprises up to eight members, including (i) the Chairman and Chief Executive Officer, who automatically chairs the said Committee, (ii) a Director representing, or appointed by, the Reference Shareholder, and (iii) one-third of independent Directors.
- The **Audit and Finance Committee** includes up to four non-executive corporate officers, all of whom must have specific financial and accounting expertise, including (i) a Director representing, or appointed by, the Reference Shareholder, and (ii) two-thirds of independent Directors. The Committee is chaired by an independent Director on the proposal of the Appointments and Compensation Committee.
- The **Appointments and Compensation Committee** comprises up to three non-executive corporate officers, including (i) a Director representing, or appointed by, the Reference Shareholder, and (ii) a majority of independent Directors. A Director representing the employees may be a member. It is chaired by an independent Director.

The composition of the Committees, as well as their missions and their activities during the 2019/2020 fiscal year are detailed in section 3.2.1.2. "Functioning of the Committees".

### Change in the composition of the Committees

The table below shows the changes in the composition of the Committees during the past fiscal year and up to 29 January 2021.

| Committee | Departure(s) | Date of actual departure | Appointment(s)/designation(s) | Date of appointment/ effective appointment |
|---|---|---|---|---|
| Strategy Committee | Caisse des Dépôts et Consignations (member) | 28 January 2021 | Antoine Saintoyant (member) Crédit Agricole des Savoie, represented by | 28 January 2021 |
| | Giorgio FRASCA (member) | 5 March 2020 | Emmanuelle Jianoux (member) | 19 November 2020 |
| | | | Carole MONTILLET (member) | 19 November 2020 |
| Audit and Finance Committee | Antoine GOSSET-GRAINVILLE (Chairman) | 19 November 2020 | Jérôme BALLET, permanent representative of Caisse d'Épargne Rhône-Alpes (Chairman) | 3 February 2020 |
| | Bénédicte DAVY, permanent representative of Caisse d'Épargne Rhône-Alpes (member) | 3 February 2020 | | |
| | Serge BERGAMELLI (member) | 19 November 2020 | Clothilde LAUZERAL (member) | 5 March 2020 |
| | Giorgio FRASCA (member) | 5 March 2020 | Rachel PICARD (member) | 19 November 2020 |
| Appointments and Compensation Committee | Bénédicte DAVY, permanent representative of Caisse d'Epargne Rhône-Alpes (member) | 3 February 2020 | Jérôme BALLET, permanent representative of Caisse d'Épargne Rhône-Alpes (member) | 3 February 2020 |
| | Caisse des Dépôts et Consignations, represented by Virginie FERNANDES (member) | 19 November 2020 | Antoine GOSSET-GRAINVILLE (Chairman) | 19 November 2020 |
| | | | Antoine SAINTOYANT (member) | 19 November 2020 |
| | Giorgio FRASCA (Chairman) | 5 March 2020 | | |

### Independence of Directors

In accordance with the AFEP-MEDEF Code of Corporate Governance to which the Company refers and the principles and best practices of corporate governance set out in the Charter, the Board of Directors and each of the Committees include independent Directors appointed or co-opted as such. To be eligible for the status of independent Director, a person (whether a natural or legal person Director or a representative of a legal person Director) must be competent and independent.

**Competence**: an independent Director must have the relevant experience and skills necessary to perform their duties on the Board of Directors and on any Committees on which they might sit.

In particular, independent Directors must "have integrity and be present and involved" (see section 3.4 "Compliance with corporate governance recommendations" of this chapter).

**Independence**: an independent Director must possess a certain number of qualities of independence vis-à-vis the shareholders of Compagnie des Alpes and the Compagnie des Alpes Group. independent Directors shall strive in all circumstances to maintain their independence in making judgments and decisions as well as in action. They must not be swayed by any factor lying outside the corporate interests that they are expected to protect.

**The review of candidacies** for independent Director must ensure that candidates, in their professional activity, do not and will not be tempted to maintain relations of any nature with Compagnie des Alpes,

the CDA Group or its management that could compromise the liberty of their judgement. Thus, an independent Director is understood to mean any non-executive corporate officer of Compagnie des Alpes or its Group with no particular interest (significant shareholder, employee, other) with them.

In examining these criteria, the following objective characteristics may be taken into account, although they do not individually or even cumulatively constitute an automatic reason for exclusion:

**(a)** not be an employee or executive corporate officer of Compagnie des Alpes, not be an employee, executive corporate officer or Director of a company that Compagnie des Alpes consolidates, not be an employee, executive corporate officer, or Director of the parent company of Compagnie des Alpes or of a company consolidated by this parent company, and not to be or not to have been such a person during the previous five years;

**(b)** not be an executive corporate officer in a company in which Compagnie des Alpes has direct or indirect Board representation or in which an employee designated as such or a CDA executive corporate officer (at present or within the past five years) holds a Board seat;

**(c)** not be a client, supplier, investment banker or significant advisor of Compagnie des Alpes or the Compagnie des Alpes Group, or for which Compagnie des Alpes or its Group represents a significant amount of business;

**(d)** not have close family ties with a corporate officer;

**(e)** may not have been a Statutory Auditor of Compagnie des Alpes during the previous five years;

**(f)** may not have been a Director of Compagnie des Alpes in the last twelve years; The loss of the status of independent Director occurs on the date twelve years have elapsed.

A non-executive corporate officer cannot be considered independent if he or she receives variable compensation in cash or shares or any compensation linked to the performance of Compagnie des Alpes or its Group.

Directors representing major shareholders of Compagnie des Alpes or its parent company may be considered independent if these shareholders do not participate in the control of Compagnie des Alpes. However, above a threshold of 10% of the share capital or voting rights, the Board, on the basis of a report by the Appointments Committee, systematically examines whether they qualify as independent, taking into account the composition of the share capital of Compagnie des Alpes and the existence of a potential conflict of interest.

The five-year term referred to in (a) and (b) above does not disqualify independent Directors who, prior to their appointment in this capacity, were independent members of the Company's former Supervisory Board or independent members of a management body of a Compagnie des Alpes Group company or the Company's parent company.

Eligibility for the position of independent Director is assessed regularly, and at least once a year, by the Board of Directors, following the guidelines of the Appointments and Compensation Committee. Accordingly, at least once a year before the Ordinary Shareholders' Meeting, the Board of Directors conducts a review of Director independence by examining, on a case-by-case basis, the qualifications of each of its members in light of the above criteria, circumstances and the particular situation of the person in question, of the Company and of the Compagnie des Alpes Group. This review may be carried out as part of the annual assessment of the Board and its committees or when a Director is appointed.

The Board of Directors may consider that a Director, although fulfilling the criteria set out above, should not be qualified as independent in view of his or her particular situation or that of the Company, in view of its shareholder structure or any other reason. Conversely, the Board may consider that a Director who does not meet these criteria is nevertheless independent.

### Review of Directors' independence

In accordance with the Charter and the AFEP-MEDEF Code of Corporate Governance to which the Company refers, and on the recommendation of the Appointments and Compensation Committee, the Board of Directors 25 January 2021 conducted the annual review of Director independence by examining, on a case-by-case basis, the qualification of each of its members in light of the criteria defined in the Charter, the circumstances and the particular situation of the person in question.

Following its review, the Board of Directors noted that four Directors are qualified as independent.

### Expertise and diversity

The Board of Directors and the Appointments and Compensation Committee annually assess the composition of the Board and its committees, as well as the various skills and experience provided by the Directors, including at the time of their appointment and renewal.

To this end, the Board of Directors and the Appointments and Compensation Committee which assists it in these matters pursue the objective, in the choice of Directors and committee members, of achieving a balanced composition of bodies. In accordance with the guiding principle of diversity, they prioritise diversity of skills, experience and professional backgrounds, as well as gender equality.

Thus, in addition to his vast experience in finance and strategy, Dominique Marcel has an in-depth knowledge of the tourism sector, having had responsibility for monitoring and managing all the Caisse des Dépôts group's activities in the tourism sector.

Pursuant to the AFEP-MEDEF Corporate Governance Code, the members of the Audit and Finance Committee (Jérôme Ballet, permanent representative of Caisse d'Epargne Rhône-Alpes, Clothilde Lauzeral, Rachel Picard) all have specific and proven skills in financial or accounting matters.

Rachel Picard has expertise in the tourism and digital sector, but also in the mountain and leisure parks sector, notably internationally.

Carole Abbey, Antoine Gosset-Grainville, Jérôme Ballet, Maria Paublant, Emmanuelle Jianoux and Clothilde Lauzeral have recognised expertise in the field of financing.

Arnaud Taverne also has expertise in the field of financing and more specifically in real estate.

Jérôme Ballet, Clothilde Lauzeral and Antoine Saintoyant also have proven expertise in strategy and mergers and acquisitions.

Antoine Gosset-Grainville is also a practising corporate lawyer.

Jean-François Blas and Carole Montillet have extensive knowledge of the mountain sector.

Also, the Board of Directors has six female members (excluding Sophie Sasinka, Director representing employees), *i.e.* 50% women: Carole Abbey, Maria Paublant, Rachel Picard, Clothilde Lauzeral, Carole Montillet and Emmanuelle Jianoux.

Moreover, in accordance with Law No. 2018-771 of 5 September 2018 (relating to the freedom to choose one's professional future), Compagnie des Alpes strives to achieve gender equality within its

executive body (the Executive Committee) and in positions of high responsibility.

In accordance with the AFEP-MEDEF Code, the Board of Directors applies a diversity policy to its governing body, on the proposal of Executive Management.

In this respect, the Executive Committee of Compagnie des Alpes, which assists the Chairman and Chief Executive Officer, has seven members, three of whom are women (Delphine Pons, Sandra Picard and Marie Artaud-Dewitte), *i.e.* 38% women at 30 September 2020, compared with 29% at 30 September 2019 (see section 3.1.2.3 "The Executive Committee").

Executive Management is keen to maintain parity within its governing body and ensures that the composition of the governing bodies of each subsidiary is mixed.

The results in terms of diversity within the Executive Committee and Operations Committee (10% of the higher-responsibility positions are within the Operations Committee) are presented in Chapter 4, in section 4.2.4.1.

More generally, the Executive Management is committed to promoting increasing diversity and makes numerous efforts to achieve a good gender balance. Under its leadership, the Group's Human Resources Department thus launched and deployed an active approach to promote gender equality, the results of which are analysed and reviewed annually by the Board of Directors. Each site has a gender equality agreement and a gender equality guide will be rolled out over the next fiscal year (see Chapter 4, section 4.2.4.1 "Gender equality").

### Other rules and characteristics relating to the Board's composition and Directors

**Age limit:** at least two-thirds of the Board members must be less than seventy (70) years of age.

**Ownership of Company shares:** the Charter contains a provision on the minimum number of shares to be held by Directors by means of reinvestment of part of the compensation they receive in respect of their office (formerly Directors' fees).

With the exception of Board members who do not personally receive compensation in respect of their role as Directors, and to demonstrate a commitment to the Company, each Director must personally hold at least 300 shares in Compagnie des Alpes. If necessary, the Directors will reinvest part of the compensation linked to their office in the Company, up to a minimum of half of the net amount of said compensation received in respect of a fiscal year, until they reach the aforementioned quota.

In the interests of transparency, Directors are also advised to put all of their shares in a registered or administered account, with a minimum of 300 shares.

## 3.1.1.3 Expertise of the members of the Board of Directors and other information

### Directors present on the date of publication of this report



**Chairman and Chief Executive Officer**

Chairman of the Strategy Committee

Born on 8 October 1955

A French national

Number of CDA shares held: 8,919

### DOMINIQUE MARCEL

**MAIN POSITION:** CHAIRMAN AND CHIEF EXECUTIVE OFFICER, COMPAGNIE DES ALPES

**BUSINESS ADDRESS:** 50-52 BOULEVARD HAUSSMANN – 75009 PARIS

An Inspector General of Finance, Dominique Marcel holds a DEA in economics and is a graduate of Sciences Po. Upon graduating from the ENA in 1983, he was appointed as an administrateur civil (a high-ranking civil servant) at the Treasury Department and served as an advisor within various cabinets. In 1995, he became Deputy Director of Savings, Retirement Provisions and Financial Markets at the Treasury Department. In 1997, he was appointed Chief of Staff for the Minister of Employment and Solidarity, then Deputy Chief of Staff of the Prime Minister in 2000. He joined the Caisse des Dépôts group in November 2003 as Director of Finance and Strategy. While performing this role he took up directorship posts at companies including CNCE, ACCOR, DEXIA and CNP Assurance. He is also Chairman of CDC Infrastructure. Having served as Chairman of the Compagnie des Alpes Supervisory Board and Strategy Committee from 2005, in October 2008 he assumed the role of Chairman of the Management Board, before taking over as Chairman and Chief Executive Officer in March 2009.

**Renewed by the Ordinary Shareholders' Meeting of 9 March 2017** (first appointed on 19 March 2009) – End of term of office: 2021

**Other mandates and duties within the Compagnie des Alpes Group:**

- Chairman of Compagnie des Alpes-Domaines Skiables (CDA-DS);
- Chairman of the Board of Directors of Grévin et Compagnie;
- Chairman of the Supervisory Board of Société du Parc du Futuroscope;
- Director of Travelfactory.

**Other mandates and duties outside the Compagnie des Alpes Group:**

- Director of Société du Grand Théâtre des Champs-Élysées (CDC Group);
- Director of Eiffage*.

**Mandates previously held that have expired during the last five years:**

- Permanent representative of CDA on the Board of Directors of Compagnie du Mont-Blanc from 24 October 2018 until 13 March 2020;
- Permanent representative of CDA on the Board of Directors of Compagnie du Mont-Blanc (CMB) until 15 September 2016;
- Chairman of the Board of Directors of CDC Infrastructure (CDC group) until 31 March 2015.

* *Listed company.*



**Vice-Chairman**
**Director**

**Member of the Appointments and Compensation Committee**

**Member of the Strategy Committee**

Born on 28 August 1977

A French national

Number of CDA shares held: 1

## ANTOINE SAINTOYANT

**MAIN POSITION:** DIRECTOR OF STRATEGIC INVESTMENTS AT CAISSE DES DÉPÔTS ET CONSIGNATIONS

**BUSINESS ADDRESS:** 56 RUE DE LILLE – 75007 PARIS

A graduate of the École nationale d'administration and the Institut d'études politiques de Paris, Antoine Saintoyant began his career in 2003 at the French Ministry of the Economy and Finance at the French Treasury. From 2007 to 2009, he was advisor in charge of financial services at the French Permanent Representation to the European Union (Brussels). He then returned to the Treasury Department as Head of the Banking Affairs Office and then Deputy Director of Banking and General Interest Financing. Between 2012 and 2016, Antoine Saintoyant also served as Director of Investments at the French State Investment Agency, in charge of services (Orange, La Poste, Bpifrance, FDJ, etc.). From May 2017 to July 2020, Antoine Saintoyant was advisor and Head of the Economy, Finance and Industry division within the office of the Prime Minister, Édouard Philippe. He joined Caisse des Dépôts et Consignations in September 2020 as Director of Strategic Investments and member of the Group Executive Committee.

**Appointment as Director by co-optation on 19 November 2020 / appointment as Vice-Chairman on 28 January 2021** - End of terms of office: 2023

**Other mandates and duties:**

- Director of BPIFrance SA;
- Director of BPIFranceParticipations;
- Director of BPIFranceInvestment;
- Director of EGIS;
- Director of ICADE*;
- Director of CDC Habitat.

**Mandates previously held that have expired during the last five years:**

- Director of Société de financement local (SFIL) (until 2016).

* *Listed company.*



**Permanent representative of Caisse des Dépôts et Consignations (CDC), Director**

Born on 4 January 1976

A French national

Number of shares held by CDC: 9,615,579

## CAISSE DES DÉPÔTS ET CONSIGNATIONS REPRESENTED BY CAROLE ABBEY

**MAIN POSITION:** HEAD OF MANAGEMENT OF STRATEGIC INVESTMENTS AT CAISSE DES DÉPÔTS

**BUSINESS ADDRESS:** 56 RUE DE LILLE – 75006 PARIS

Carole Abbey, who holds a Master's degree in Corporate Finance and Financial Engineering from the University of Paris Dauphine, a Diplôme d'Expertise Comptable and a CPA (Certified Public Accountant) certification (USA), heads the management of strategic investments at Caisse des Dépôts since 1 February 2021. To this end, she ensures they contribute to the financial and strategic objectives of Caisse des Dépôts.

She joined CDC in June 2017 to manage part of this portfolio, notably Bpifrance, Icade, Compagnie des Alpes and CDC Habitat. She contributes to the validation of strategic goals and investment decisions and develops CDC's position within the governance bodies of these companies. She has been a member of the Boards of Directors or Supervisory Boards of Bpifrance since 2020, Icade* from 2018 to 2020 and CDC Habitat since 2019.

Previously, an expert in Corporate Finance, as a Partner at EY, she supported investment funds and large French and international groups in their complex financial projects for more than 15 years. During this period, she was based in Sydney, Australia between 2003 and 2008. Before joining CDC, Carole Abbey was a member of the French State Investment Agency (French Ministry of the Economy and Finance) in early 2017.

**CDC's mandate was renewed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 8 March 2018 for four years** (CDC was first appointed to the Board of Directors on 19 March 2009) – End of term of office: 2022

**Other mandates and duties:**

- Permanent representative of CDC on the Supervisory Board of CDC HABITAT;
- Permanent representative of CDC, Director of SCET;
- Permanent representative of CDC, Director of SICOVAM Holding;
- Director of Tonus Territoires;
- Director of Aviva France;
- Director of Bprifrance SA.

**Mandates previously held that have expired during the last five years:**

- Director of ICADE*;
- Director of Bpifrance Financement.

* *Listed company.*



**Permanent representative of Banque Populaire Auvergne Rhône-Alpes, Director**

**BPAURA, member of the Strategy Committee**

Born on 8 April 1969

A French national

Number of CDA shares held by Banque Populaire Auvergne Rhône-Alpes: 1,204,473

## BANQUE POPULAIRE AUVERGNE RHÔNE-ALPES, REPRESENTED BY MARIA PAUBLANT

**MAIN POSITION:** DIRECTOR OF LARGE CORPORATES AND FINANCIAL ENGINEERING AND MEMBER OF THE MANAGEMENT COMMITTEE OF BANQUE POPULAIRE AUVERGNE RHÔNE-ALPES.

**BUSINESS ADDRESS:** 4 BOULEVARD EUGÈNE DERUELLE, 69003 LYON

A 1991 ESSEC graduate, Maria Paublant began her career in London with Barclays before going to Warburg Dillon Read (UBS) in Paris. She spent a total of eight years in investment banking (Asset Securitisation, M&As, IPOs, Project Financing, etc.) in London and Paris.

In 1999, after a new mission at AXA as Senior Stock Manager, she moved to Boston and became a Business Developer at a US start-up. After returning to France in 2004, she became Head of Corporate Relations at CACIB in Lyon and oversaw a portfolio of existing clients (LBOs, syndicated financing, wholesale banking, bond issues and USPP). In 2008, she joined CIC group as Manager of Specialised Finance before becoming Regional Director and a member of the Bank's Management Committee. She is responsible for the oversight and global management of the geographical region (Rhône) for business markets, professionals, the general public and private banking: 400 people and 144,000 customers.

In September 2017, she joined the BPAURA group as Director of Large Corporates and International and member of the Bank's Management Committee, before being appointed Director of Large Corporates and Financial Engineering.

**Mandate of Banque Populaire Auvergne Rhône-Alpes renewed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 8 March 2018** (BPAURA was first appointed to the Board of Directors on 19 March 2009) – End of term of office: 2022

**Other mandates and duties:**

- None.

**Mandates previously held that have expired during the last five years:**

- None.



**Permanent representative of Caisse d'Épargne Rhône-Alpes, independent Director**

**CERA, Chairman of the Audit and Finance Committee and member of the Appointments and Compensation Committee**

Born on 1 March 1965

A French national

Number of CDA shares held by Caisse d'Épargne Rhône-Alpes: 723,486

## CAISSE D'ÉPARGNE RHÔNE-ALPES REPRESENTED BY JÉRÔME BALLET

**MAIN POSITION:** MEMBER OF THE MANAGEMENT BOARD OF CAISSE D'ÉPARGNE RHÔNE-ALPES

**BUSINESS ADDRESS:** 116 COURS LAFAYETTE – 69404 LYON

Holder of a degree in biochemistry and a graduate of the École supérieure de gestion, Jérôme Ballet began his career as a Statutory Auditor in 1990 at Mazars & Guérard, then at La Banque de Financement et de Trésorerie (BFT) in Paris in 1994. In 2000, he joined Banque Populaire Val de France, as head of management control.

Jérôme Ballet joined the Caisses d'Épargne in 2003 as Chief Financial Officer of Caisse d'Épargne de Lorraine. In 2008, he joined the Management Board of Caisse d'Épargne Loire Drôme Ardèche, in charge of the Finance Division, and was then also be responsible for the commercial development of the Enterprise market in 2010. Since 2012, he has been a member of the Management Board of Caisse d'Épargne Rhône-Alpes, in charge of the Finance and Operations Division.

**Mandate of Caisse d'Épargne Rhône-Alpes renewed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 7 March 2019** (first appointed on 18 October 2012) – End of term of office: 2023

**Other mandates and duties:**

- Director Banque du Leman;
- Director of BPCE Sces Financiers;
- Permanent representative of CERA on the Board of Directors of CERA Corporate Foundation;
- Director of GIE Nord Ouest Recouvrement;
- Permanent representative of CERA on the Board of Directors of SEM Les Portes du Mont Blanc;
- Chairman of CEPRAL Participations;
- Chairman of the Board of Directors of Vivalis Investissements;
- Permanent representative of CERA, Manager of SNC SALF 1, SALF 2, MIRAE, TERRAE, PULCHRAE and ALTERAE;
- Permanent representative of CEPRAL Participations, Manager of SCI Le 380;
- Permanent representative of CEPRAL Participation, Chairman of SAS XPOLE PRESQU'ILE;
- Member of the Supervisory Board of ATREAM Hotels.

**Mandates previously held that have expired during the last five years:**

- Permanent representative of CERA on the Supervisory Board of SAS Foncière Écureuil II (ended as of 10/12/2018);
- Permanent representative of CERA on the Board of Directors of AEW Foncière Écureuil (ended as of 6/11/2018);
- Chairman of the Board of Directors of CERA de GIE Alpiarca Aircraft Leasing (ended as of 30/09/2015).



**Permanent representative of Crédit Agricole des Savoie, Director**

**CADS, member of the Strategy Committee**

Born on 19 December 1964

A French national

Number of CDA shares held by Crédit Agricole des Savoie: 1

## CRÉDIT AGRICOLE DES SAVOIE, REPRESENTED BY EMMANUELLE JIANOUX

**MAIN POSITION:** CHIEF FINANCIAL OFFICER AND COLLECTION OFFICER OF CRÉDIT AGRICOLE DES SAVOIE, MEMBER OF THE MANAGEMENT COMMITTEE

**BUSINESS ADDRESS:** PAE LES GLAISINS – 4 AVENUE DU PRÉ FELIN – 74940 ANNECY-LE-VIEUX

A graduate of EM Lyon in 1990 (Grande École programme, specialising in finance), Emmanuelle Jianoux began her career at Banque Paribas as a business manager for large companies, before becoming a financial journalist at "Option Finance". In 1994, she joined the Archon/Goldman Sachs group, where she held the position of Chief of Staff to the Chairman. In 2002, she became Press Secretary for the AXA group. She returned to the world of banking in 2005 when she became Director of Marketing and Communications for Banque Laydernier (Crédit du Nord group). In 2011, she joined Crédit Agricole des Savoie as Manager of the Marketing and Communications Department, before becoming its Director in 2014.

She has been a member of the Management Committee since 2014, initially as Marketing and Customer Relations Manager and subsequently as Chief Financial Officer, since 2018.

**Mandate of Crédit Agricole des Savoie renewed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 8 March 2018 for 4 years** (first appointed to the Board of Directors on 19 March 2009) – End of term of office: 2022

**Other mandates and duties:**

- Permanent representative of CADS Capital within SETAM (SA).

**Mandates previously held that have expired during the last five years:**

- None.



**Permanent representative of Sofival, Director**

**Sofival, member of the Strategy Committee**

Born on 8 October 1953

A French national

Number of CDA shares personally held: 9,200

Number of CDA shares held by Sofival: 2,110,806

## SOFIVAL, REPRESENTED BY JEAN-FRANÇOIS BLAS

**MAIN POSITION:** CHAIRMAN AND CHIEF EXECUTIVE OFFICER OF SOFIVAL

**BUSINESS ADDRESS:** 29 BIS RUE D'ASTORG – 75008 PARIS

A graduate of HEC, Jean-François Blas began his career in the distribution of wines and spirits in the CASTEL group in Ivory Coast and continued it in France in the distribution of electronics. He joined the Société des Téléphériques de Val-d'Isère in 1988 as Chief Executive Officer, then took part in the creation of Sofival, the group's parent holding company, in 1991, for which he became Chief Executive Officer in 1995. Sofival took control of the ski areas of Avoriaz in 1997, Valmorel in 1999 and La Rosière in 2002. He was behind the group's initial diversification into financial activities, then in 2007, when STVI was sold to Compagnie des Alpes, he joined that company as Director of Ski Area Operations and a member of the Executive Committee. He left Compagnie des Alpes in May 2016 to assume the chairmanship of the Sofival group and became its Chairman and CEO in April 2017. Having been a member of the Board of Directors of Sofival since 1985, he is also a member of Sofival's Executive Committee and Investment Committee.

**Appointment of Sofival by the Ordinary Shareholders' Meeting of 9 March 2017** - End of term of office: 2021

**Other mandates and duties:**

- A French national Chairman and Chief Executive Officer of Sofival SA;
- Manager of Acaval SCI;
- Permanent Representative of Sofival within Cogeval Énergies SAS, DSR SAS; SAS, Le Jardin Alpin SAS, SERMA SAS, Valastorg SAS, Valcapital SAS, Valdev Immo SAS, Valdev Invest SAS, Valmont SAS, Serpentine SAS, Valsnet SAS, FDH Chamonix SAS, Société Hôtelière Côte Rotie SAS, Val Environnement SAS, Val GTA SAS, Val RC SAS;
- Permanent Representative of Sofival on the Boards of Genival SNC, Immobilière Valance SCI, Valmo Invest 1 SNC;
- Director of Trialp SA and Digital Virgo SA;
- Member of the Supervisory Committee of Sandaya Holding SAS.

**Mandates previously held that have expired during the last five years:**

- None.



**Independent Director**

**Chairman of the Appointments and Compensation Committee and member of the Strategy Committee**

Born on 17 March 1966

A French national

Number of CDA shares held: 300

## ANTOINE GOSSET-GRAINVILLE

**MAIN POSITION:** ASSOCIATE BUSINESS LAWYER AT BDGS ASSOCIÉS

**BUSINESS ADDRESS:** 51 RUE FRANÇOIS IER – 75008 PARIS

A former student of École nationale d'administration (ENA) and graduate of the University of Paris IX Dauphine and the Institut d'études politiques de Paris, Antoine Gosset-Grainville began his career within the General Inspectorate of Finance (1993) Having held positions within the European Commission (1997-2002) and as a partner in the law firm Gide Loyrette Nouel from 2002-2007 and subsequently as Deputy Chief of Staff to the Prime Minister (2007), he joined Caisse des Dépôts in 2010 as Associate Managing Director in charge of strategy, financial management, shareholdings and international affairs, and served as acting Chief Executive Officer between 8 March and 18 July 2012. He also served as Chairman of the Board of Directors for the Strategic Investment Fund. In March 2013 he left Caisse des Dépôts and resumed his duties as a business lawyer at BDGS Associés, of which he was a founding member.

**Renewed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 5 March 2020** (first appointed on 19 January 2011) – End of term of office: 2024

**Other mandates and duties:**

- Director Vice-Chairman of FNAC-DARTY SA*;
- Director of AXA SA*.

**Mandates previously held that have expired during the last five years:**

- Director of Schneider Electric SA*.

* *Listed company.*



**Director**

**Member of the Audit and Finance Committee**

Born on 4 March 1988

A French national

Number of CDA shares held: 1

## CLOTHILDE LAUZERAL

**MAIN POSITION:** HEAD OF INVESTMENTS AT THE STRATEGIC INVESTMENTS MANAGEMENT DEPARTMENT OF CAISSE DES DÉPÔTS

**BUSINESS ADDRESS:** 56 RUE DE LILLE – 75007 PARIS

Masters 2 degree in Corporate Finance and Financial Engineering from the University Paris Dauphine, Clothilde Lauzeral began her career as a Financial Consultant with Ernst & Young in 2011. For six years she assisted leading French and international groups and investment funds with their complex financial projects. Early 2018 she joined the Caisse des Dépôts et Consignations group where she is in charge of managing a portfolio of strategic equity interests, including CDC Habitat and Compagnie des Alpes. She is involved in validating strategic goals and investment decisions. She develops the position of Caisse des Dépôts et Consignations within the governance bodies of these companies.

**Appointed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 5 March 2020** - End of term of office: 2024

**Other mandates and duties:**

- Director of MANKO Paris;
- Director of Liquidshare SA.

**Mandates previously held that have expired during the last five years:**

- None.



**Independent Director**

**Member of the Strategy Committee**

Born on 7 April 1973

A French national

Number of CDA shares held: 300

## CAROLE MONTILLET

**MAIN POSITION:** MANAGER OF KARLITA (EURL)

**BUSINESS ADDRESS:** 258 IMPASSE DE LA MARMOTTE – 38250 SAINT-NIZIER-DU-MOUCHEROTTE

Carole Montillet holds a Baccalaureate and a State Certificate in Alpine Skiing from the Groupe École supérieure de commerce in Chambéry. Carole Montillet was a professional skier until 2006, when she retired and took part as a race car driver in the Rallye des Gazelles in 2006 and also in the Dakar Rally in 2007. She was elected Mayoress of Corrençon-en-Vercors in 2008. She was elected to the Regional Council on 13 December 2015 as the Sports Delegate.

Carole Montillet's track record as a professional skier is as follows:

- Skier, member of the French Ski Team (1990-2006);
- French Super-G Champion (1992-1998);
- French Downhill Champion in 1996;
- 4th in Super-G at the World Championships in Sestriere in Italy;
- Gold Medal (Women's downhill) in the Olympic Games at Salt Lake City in the United States in 2002;
- French Super-G Champion at Val-d'Isère in 2002;
- 14th in Super-G and 7th in Downhill at the Saint-Moritz World Championships in 2003;
- 2nd in Super-G at the World Championships at Innsbruck in Austria in 2003;
- Super-G World Champion at Kvitfjell in Norway in 2003;
- World Downhill Champion at Lake Louise in 2003;
- 4th in Super-G at Megève in 2003.

Carole Montillet is a Knight of the Legion of Honour (2002).

**Appointed by the Ordinary Shareholders' Meeting of 9 March 2017** – End of term of office: 2021

**Other mandates and duties:**

- Manager of Karlita EURL;
- Deputy Chief Executive Officer of CT'Skis SAS;
- Regional sports advisor (Auvergne Rhône-Alpes region).

**Mandates previously held that have expired during the last five years:**

- None.



**Independent Director**

**Member of the Strategy Committee and the Audit and Finance Committee**

Born on 11 December 1966

A French national

Number of CDA shares held: 716

## RACHEL PICARD

**MAIN POSITION:** CHAIRMAN OF CRITEO

**BUSINESS ADDRESS:** 32 RUE BLANCHE – 75009 PARIS

A graduate of HEC, Rachel Picard was appointed Chairman of Criteo in July 2020. From October 2014 to March 2020, she held the position of Chief Executive Officer of Voyages SNCF (TGV INOUI, Ouigo, oui.sncf, Eurostar, Thalys, etc.) after heading the SNCF Gares et Connexions division for two years. Prior to taking up this role she had been Chief Executive Officer of Voyages-sncf.com (2007-2010), after working as Associate Chief Executive Officer responsible for marketing, sales and operations between 2004 and 2006. Before this, she created and directed Tour Operating Europe at Frantour from 1993 to 2000 and then ran Les Editions Atlas Voyages from 2000 to 2002. She has held business positions in the ski sector with Valle Nevado (Chile) and in the Leisure parks sector (with Euro Disney Paris).

**Renewed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 7 March 2019** (first appointed on 15 December 2009) – End of term of office: 2023

**Other mandates and duties:**

- Chairwoman of the Board of Directors of Criteo*;
- Chairwoman of Adoxa Finance SAS;
- Director of the Rocher Participations Group.

**Mandates previously held that have expired during the last five years:**

- Chairwoman of Oui.sncf SAS;
- Chairwoman of E-Voyageurs Groupe SAS;
- Director of the Board of Eurostar International Ltd (UK);
- Permanent representative of SNCF Mobilités on the Board of Directors of THI Factory SA (Thalys, Belgium);
- Permanent representative of SNCF Mobilités on the Supervisory Board of Orient Express SAS.

* *Listed company.*



**Director**

Born on 18 May 1973

A French national

Number of CDA shares held: 1

## ARNAUD TAVERNE

**MAIN POSITION:** CHIEF EXECUTIVE OFFICER OF CDC INVESTISSEMENT IMMOBILIER

**BUSINESS ADDRESS:** 56 RUE DE LILLE – 75007 PARIS

Arnaud Taverne has a postgraduate degree in Banking, Finance and Insurance (Degree, Masters 1 and Masters 2) and a Masters 2 (DEA) in International Economics and Finance from the University Paris IX Dauphine. He began his career with PWC in 1997 (Senior Auditor Banking and Insurance) before joining Arthur Andersen in 2000 (Restructuring Transaction Advisory Services Paris, Senior Manager). In 2006 he joined the Finance Department of Veolia Transport as Head of Acquisitions. He joined the Finance Department of the Caisse des Dépôts et Consignations (CDC) group at the end of 2007, as part of the own account property department and in July 2014 took over as CEO of CDC Property Investment, an asset management company wholly owned by the Caisse des Dépôts et Consignations.

**Appointed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 5 March 2020** - End of term of office: 2024

**Other mandates and duties:**

- Member of the Supervisory Board of Covivio Hotels*;
- Director of AIH France SA;
- Director of OTELI France;
- Director of AEW Immocommercial;
- Director of Foncière Franklin.

**Mandates previously held that have expired during the last five years:**

- Director of Le Marquis SA.

* *Listed company.*

### Director representing employees



**Director representing employees**

Born on 3 August 1974

A French national

The Director representing employees is not subject to any shareholding obligations.

## SOPHIE SASINKA

**MAIN POSITION:** SENIOR LEGAL COUNSEL, BUSINESS LAW

**BUSINESS ADDRESS:** COMPAGNIE DES ALPES, 50-52 BOULEVARD HAUSSMANN – 75009 PARIS

Sophie Sasinka holds a Master 2 Professionnel (former DESS) in Industrial Property Law from Université Paris II Panthéon-Assas. She joined the Group in 2012, when she became Senior Legal Counsel for Business Law.

**Director elected by employees on 6 August 2018** - End of term of office: 2022

**Other mandates and duties:**

- None.

**Mandates previously held that have expired during the last five years:**

- Alternate member of the Works Council (now Comité social et économique) and Secretary of the Health and Safety Committee.

### Non-voting member



**Non-voting member**

Born on 17 November 1941

A French national

Number of CDA shares held: 837

## JACQUES MAILLOT

**MAIN POSITION:** CONSULTANT

**BUSINESS ADDRESS:** 33 RUE MAURICE RIPOCHE – 75014 PARIS

Jacques Maillot holds a degree in law and is the founding President of Nouvelles Frontières. As an Independent member of the Supervisory Board of Compagnie des Alpes and subsequently of its Board of Directors, he served as an independent Director at the Company until March 2013, in addition to his duties as Chairman of the Appointments and Compensation Committee and member of the Strategy Committee. With his considerable experience of the leisure industry and more than fifteen years of service on the Boards and Committees of Compagnie des Alpes, Jacques Maillot continues to support all these bodies, without voting rights, as a non voting member.

**Renewed as non-voting member on 9 March 2017** (first appointment in 2013) - End of term of office: 2021

**Other mandates and duties:**

- Director of Voyageurs du monde*;
- President of the association Feu Vert pour le Développement.

**Mandates previously held that have expired during the last five years:**

- None.

* *Listed company.*

## Members of the Board of Directors whose term of office expired and was not renewed during the 2019/2020 fiscal year



**Independent Director and member of the Audit and Finance Committee, Chairman of the Appointments and Compensation Committee and member of the Strategy Committee until 5 March 2020**

Born on 13 October 1941

An Italian national

### GIORGIO FRASCA

**MAIN POSITION:** CONSULTANT

**BUSINESS ADDRESS:** 2 RUE DE GREUZE – 75116 PARIS

Giorgio Frasca holds a doctoral degree in law from the University of Rome and is a law professor and a lawyer. He has held senior positions at Lazard Frères Bank (Vice-Chairman of Lazard International from 2006 to 2009) and the Fiat group, where he served as Head of the Group in France from 1981 to 2006. Giorgio Frasca joined the Compagnie des Alpes' Board of Directors on 15 December 2009, as an independent Director.

**Renewed by the Ordinary Shareholders' Meeting of 9 March 2017** (first appointed on 15 December 2009) – End of term of office: 2020



**Director until 5 March 2020**

Born on 22 March 1954

A French national

### FRANCIS SZPINER

**MAIN POSITION:** PARTNER AT THE LAW FIRM SZPINER TOBY AYELA SEMERDJIAN

**BUSINESS ADDRESS:** 43 RUE DE COURCELLES – 75008 PARIS

Francis Szpiner has been a licensed attorney with the Paris bar since 1975. A Professor at the École des hautes études internationales (since 2000), he has also been a Lecturer at the Institut d'études politiques de Paris since 2007.

**Renewed by the Ordinary Shareholders' Meeting of 9 March 2017** (first appointment as a member of the Supervisory Board on 17 January 2006) – End of term of office: 2020

## Permanent representative replaced during the 2019/2020 fiscal year



**Permanent representative of Caisse d'Épargne Rhône-Alpes until 3 February 2020**

Born on 6 May 1986

A French national

### BÉNÉDICTE DAVY, PERMANENT REPRESENTATIVE OF CAISSE D'ÉPARGNE RHÔNE-ALPES

**MAIN POSITION:** HEAD OF COMMITMENTS AT CAISSE D'ÉPARGNE RHÔNE-ALPES

**BUSINESS ADDRESS:** 116 COURS LAFAYETTE – 69404 LYON

A graduate of Université Paris Dauphine and LSE, Bénédicte Davy has spent her entire career at the BPCE group. She began her career in 2009 as Team Manager at the Group General Inspectorate at BPCE. In 2014, she was appointed Chief of Staff to the Chairman of the Management Board of CERA and subsequently Director of Digital Banking at the end of 2016. Since November 2019, Bénédicte Davy has held the position of Commitments Director at CERA.

**Mandate of Caisse d'Épargne Rhône-Alpes renewed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 7 March 2019** (first appointed on 18 October 2012) – End of term of office: 2023

## Members of the Board of Directors who resigned between the end of the fiscal year and 29 January 2021



**Director and member of the Audit and Finance Committee until 19 November 2020**

Born on 22 January 1956

A French national

### SERGE BERGAMELLI

**MAIN POSITION:** GENERAL CONTROLLER OF THE CAISSE DES DÉPÔTS ET CONSIGNATIONS

**BUSINESS ADDRESS:** 72 AVENUE PIERRE MENDES FRANCE – 75013 PARIS

Serge Bergamelli holds a DEA in contemporary history. He started his career as Deputy Director of school sports within the French Ministry of Education (1984-1986). He subsequently became a history teacher in a secondary school in Vincennes (1987-1988), before becoming Head of the international relations office of the Sports Department in the French Ministry of Education, Youth and Sports (1988-1992). He subsequently became head of the Sports Department's Federal Affairs Department within the same Ministry (1990-1991). Having held the position of Technical Advisor to the Ministry of Youth and Sports (1991-1992), and then Deputy Chief of Staff to the Secretary of State for Integration (1992-1993), he was appointed School Inspector and Regional Educational Inspector in 1993. Serge Bergamelli was Site Manager for the French Organising Committee for the 1998 Football World Cup (1995-1998). He then became a partner/Vice-President at Ernst & Young Conseil/Cap Gémini France (1998-2000). He subsequently joined the Caisse des Dépôts et Consignations group, where he served as Acting Director, and then Director of the Digital Development Department within the Department of Decentralised Funding (2000-2009). He then became Regional Director, Midi-Pyrénées, at CDC (2009-2011) before being appointed Director General of the Regional Centre for Distance Learning (CNED) (2011-2015). He was appointed administrateur civil (high-ranking civil servant) in 2011. Having served as Deputy-Manager of investments and local development (2015-2017) and then Deputy-Manager of the Investment Department of Banque des Territoires (CDC) (2017-2018), Serge Bergamelli has been Auditor General of CDC since November 2018.

**Renewed by the Combined Ordinary and Extraordinary Shareholders' Meeting of 7 March 2019** (first appointed on 26 October 2018) – End of term of office: 2023



**Vice-Chairman of the Board of Directors**

**Permanent representative of Caisse des Dépôts et Consignations (CDC)**

Born on 30 September 1974

A French national

### VIRGINIE FERNANDES PERMANENT REPRESENTATIVE OF CAISSE DES DÉPÔTS ET CONSIGNATIONS

**MAIN POSITION:** HEAD OF THE GROUP MANAGEMENT DEPARTMENT WITHIN THE FINANCE, STRATEGY AND INVESTMENTS DIVISION OF CAISSE DES DÉPÔTS

**BUSINESS ADDRESS:** 56 RUE DE LILLE – 75006 PARIS

A graduate of the École supérieure de commerce in Rouen and a member of the Société française des analystes financiers (SFAF), Virginie Fernandes began her career in 1998 at Ernst &Young as a financial auditor. Starting in 2000, she worked as a financial analyst, first at Oddo Securities, then at Crédit Agricole Cheuvreux. She joined the Caisse des Dépôts group in 2010. She then joined the Finance Department of the Strategic Investment Fund. In 2012, she joined the Finance, Strategy and Shareholdings Division and successively held positions as Manager of strategic oversight of subsidiaries and, starting in 2013, Manager of the Real Estate, Housing and Tourism Division. Since 25 January 2017, Virginie Fernandes has served as Director of the Strategic Investments Management Department.

## 3.1.2 EXECUTIVE MANAGEMENT

Since March 2009, the Chairman is responsible for the Executive Management of the Company.

After being appointed Deputy Chief Executive Officer between 28 January 2013 and 15 October 2018, the Chairman and Chief Executive Officer appointed a Deputy Managing Director who was not a corporate officer on 4 November 2019, Loïc Bonhoure. He is, more specifically, in charge of strategy, development and mergers & acquisitions.

At its meeting of 28 January 2021, the Board of Directors confirmed its intention to separate the functions of Chairman of the Board of Directors and Chief Executive Officer. In this context, the Company has announced that the Group's Executive Management will be entrusted to Dominique Thillaud from 1 June 2021. The latter will be supported by Loïc Bonhoure, currently Deputy Managing Director in charge of strategy, development and mergers & acquisitions, who will then become Deputy CEO.

In order to ensure the transition in the best interest of the Company, and subject to the renewal of his term of office as Director by the Shareholders' Meeting of 25 March, Dominique Marcel will be reappointed as Chairman and Chief Executive Officer until 31 May 2021 and reports that it will propose to the Board the appointment of Dominique Thillaud as Deputy Chief Executive Officer for this interim period. After 1 June, it is planned that Dominique Marcel will assume the non-executive chairmanship of the Board of Directors in order to ensure continuity in the Group's development.

Dominique Thillaud began his career in consulting and investment banking before joining the SNCF group where he worked for eight years, first as Head of Investments and Development, then as Chief Executive Officer of SNCF Participations and Head of SNCF Group strategy. Since September 2012, he has been Chairman of the Management Board of the Aéroports de la Côte d'Azur Group, where he has supported its transformation and development, both in France and internationally.

Moreover, to meet its strategic demands, the Group's management has been divided into business functions: operational departments, covering the Group's two main businesses, are responsible for interdisciplinary management, while other operational departments are responsible for managing the operating performance of the sites and the application of Group policies. All the managers in charge of these departments are members of the Group's Executive Committee.

The Executive Committee supports the Chairman and Chief Executive Officer with the implementation of the strategy defined by the Board of Directors and the operational management of the Group. It generally meets once a week.

**Executive Management on the date of publication of this report.**

### 3.1.2.1 Chairman and Chief Executive Officer

#### DOMINIQUE MARCEL

**CHAIRMAN AND CHIEF EXECUTIVE OFFICER SINCE 19 MARCH 2009**

(See the section 3.1.1.3 "Expertise of members of the Board of Directors and other information" above).

### 3.1.2.2 Deputy Managing Director

On 4 November 2019, Loïc Bonhoure was appointed as the Group's acting Managing Director. He is, more specifically, in charge of strategy, development and mergers & acquisitions. He does not hold a corporate office.



#### LOÏC BONHOURE

**GROUP DEPUTY MANAGING DIRECTOR, IN CHARGE OF STRATEGY, DEVELOPMENT AND MERGERS AND ACQUISITIONS**

A former student of École normale supérieure de la rue d'Ulm, Loïc Bonhoure, aged 40, holds a teaching degree and is an engineer with Ponts, des Eaux et des Forêts. He started his career at the Ministry of Agriculture, notably as Budget Office Manager. He subsequently joined Caisse des Dépôts et Consignations where he held positions with increasing responsibilities in the fields of strategy, corporate finance and mergers & acquisitions. Having been that institution's Mergers & Acquisitions Manager since 2014, he oversaw the strategic operations that led to the in-depth restructuring of the portfolio of Caisse des Dépôts et Consignations.

**Appointed on 4 November 2019** - Joined the Group on 4 November 2019

### 3.1.2.3 The Executive Committee

#### DOMINIQUE MARCEL

**CHAIRMAN AND CHIEF EXECUTIVE OFFICER SINCE 19 MARCH 2009**

(See the section 3.1.1.3 "Expertise of members of the Board of Directors and other information" above).

#### LOÏC BONHOURE

**GROUP DEPUTY MANAGING DIRECTOR SINCE 4 NOVEMBER 2019, IN CHARGE OF STRATEGY, DEVELOPMENT AND MERGERS AND ACQUISITIONS**

(See section 3.1.2.2).



## MARIE ARTAUD-DEWITTE

**DIRECTOR OF LEGAL AFFAIRS AND COMPLIANCE**
**SECRETARY OF THE GOVERNANCE BODIES**

Marie Artaud-Dewitte began her career as a lawyer at the Paris Bar, specialising in mergers and acquisitions and corporate law. After ten years in English law firms in Paris and New York, she joined Bpifrance Investissement as a Senior Legal Officer and then became Deputy General Counsel. Head of the Mergers and Acquisitions, Investments and Governance Department within the Legal Department of Caisse des Dépôts et Consignations since 2018, she has managed strategic projects such as the takeover of La Poste Group and the acquisition of SFIL and assisted Banque des Territoires as part of its investment activities. She joined Compagnie des Alpes in September 2020 as Group Director of Legal Affairs and Compliance and Secretary of the governance bodies.

**Appointed on 21 September 2020** – Joined the Group on 21 September 2020



## FRANÇOIS FASSIER

**HEAD OF THE LEISURE PARKS DIVISION**

François Fassier is a graduate of École nationale supérieure d'arts et métiers in Paris and has been involved in the Leisure parks sector for almost 20 years. He has held roles including Technical Director of Parks and Disney Village at Disneyland Paris. He joined the Compagnie des Alpes Group in 2006 as Head of parks in Belgium, before becoming Head of parks in Northern France (including Parc Astérix) in 2007 and Industrial Department Director in 2010. He has been a member of the Executive Committee since 1 December 2010.

**Appointed on 4 November 2013** – Joined the Group in October 2006



## DENIS HERMESSE

**GROUP CHIEF FINANCIAL OFFICER, IN CHARGE OF FINANCE, INFORMATION SYSTEMS, RISKS AND PURCHASING**

Denis Hermesse graduated from HEC Liège as a commercial engineer and has a solid track record in finance, human resources and IT systems, as well as a sound knowledge of the Leisure parks business. After a period as an auditor at PwC, he joined the Walibi group, where he held several positions from 1995 to 2006, the last of which was VP Finance Europe. From 2006 to *2015, he was* Chief Financial Officer of the IRIS group before joining the Group on 2 September 2015.

**Appointed on 2 September 2015** – Joined the Group on 2 September 2015



## SANDRA PICARD

**COMMUNICATION, BRAND AND CORPORATE SOCIAL RESPONSIBILITY (CSR) DIRECTOR**

Sandra Picard graduated from Kedge Business School and held various positions within Eurodisney SCA starting in 1996. Initially hired as Management Controller, she became Head of Investor Relations in 2000. She joined Compagnie des Alpes in June 2006 in the role of Public Relations and Internal Communications Manager for Leisure parks. In October 2009, she was appointed as Group Communications Director with responsibility for *corporate*, internal and financial communication. On 2 May 2019, Sandra Picard was appointed communication, brand and corporate social responsibility (CSR) Director.

**Appointed on 1 January 2011** – Joined the Group in June 2006



## DELPHINE PONS

**HEAD OF DISTRIBUTION, NEW BUSINESS LINES AND INNOVATION**

Delphine Pons graduated from ESSEC and began her career at the Strategy Department of Deloitte Consulting/ Braxton Associés as a consultant, before taking up a managerial role. She joined CDA in May 2005 as Head of Leisure parks strategic planning. From September 2005, she served as Head of Leisure parks strategic marketing and subsequently as Head of Group Sales & Marketing from September 2009. In this role she was responsible for driving the commercial and marketing policy for Group Ski areas and Leisure parks. Delphine was in charge of International development and new business lines between 2013 and 1 September 2016, when she was appointed Director of Group Development. On 2 May 2019, Delphine Pons was appointed Distribution, New Business Lines and Innovation Director.

**Appointed on 1 October 2013** – Joined the Group in May 2005



## DAVID PONSON

**HEAD OF THE SKI AREAS DIVISION**

David Ponson is a graduate of École nationale supérieure d'arts et métiers in Paris. He joined Compagnie des Alpes in 1996 as Technical Manager for Operation and Quality at STAG (Société des Téléphériques de l'Aiguille Grive – Peisey-Vallandry). In 1998 he took over as Head of the Ski Lift and Slope Operation Department. He joined Sevabel (Les Ménuires) in March 2002, taking up the role of Chief Executive Officer and coordinator of 3 Vallées (Méribel – Les Ménuires). Between 1 January 2012, when he joined the Executive Committee, and 31 May 2016, he was Head of Ski areas operations for the Tignes/Val-d'Isère connected ski area, as well as 3 Vallées. On 1 June 2016, he was appointed Director of the Ski Areas Division. David is also Chairman of the Savoie section of Domaines Skiables de France.

**Appointed on 1 January 2012** – Joined the Group in 1996

# 3.1.3 ADDITIONAL INFORMATION RELATING TO DIRECTORS AND EXECUTIVE CORPORATE OFFICERS

## 3.1.3.1 Statement of non-conviction

To the knowledge of Compagnie des Alpes, during the last five years none of the corporate officers has been convicted of fraud, has been involved in bankruptcy, sequestration or liquidation, has been subject to incrimination or official public sanction delivered by statutory or regulatory authorities (including designated professional bodies) or has been barred by a court from acting in the capacity of member of any company's management or Supervisory Board, or from acting in any company's management.

## 3.1.3.2 Conflicts of interest

In accordance with the Charter, Directors and non-voting members undertake to avoid any potential conflict between their moral and material interests and those of the Company. They will inform the Board of any conflict of interest in which they may be involved. Should they be unable to avoid a conflict of interest, they will refrain from taking part in discussions and from any decision-making in relation to the matters concerned.

To the Company's knowledge, there are at present no potential conflicts of interest between the duties owed to the Company by the members that make up the management or administrative bodies, and their personal and/or other interests or treaty or agreement with shareholders, customers, suppliers, or others whose terms require the appointment of a member of the Executive Management or Board of Directors.

To the Company's knowledge, there are no restrictions accepted by the Company's corporate officers concerning the sale of their shareholdings in the Company.

## 3.1.3.3 Service contracts

To the Company's knowledge, no service contract has been agreed between the Company and any member of the Executive Management or Board of Directors, with the exception of the licensing agreement for the use of the corporate names "Caisse des Dépôts et Consignations" and "Groupe Caisse des Dépôts", referred to in Chapter 5, in Note 9.2.2 of the notes to the consolidated financial statements.

## 3.1.3.4 Share transactions by Compagnie des Alpes executive officers

No transactions involving executive officers were recorded or reported under Article L. 621-18-2 of the French Monetary and Financial Code during the 2019/2020 fiscal year.

For transactions carried out after the reporting date, see section 6.2.7 "Shareholdings and trading", in Chapter 6 "Share capital and shareholding".

## 3.1.3.5 Family ties

There are no family ties among the Board members and Executive Management.

# 3.2 Functioning of executive and management bodies

## 3.2.1 FUNCTIONING OF THE BOARD OF DIRECTORS AND ITS COMMITTEES

### 3.2.1.1 Functioning of the Board of Directors

#### Missions of the Board of Directors

In accordance with legal requirements and the Company's by-laws, the Board of Directors sets the Company's business policies and sees to their implementation. Subject to the powers expressly assigned to Shareholders' Meetings and within the limit of the corporate purpose, the Board of Directors handles all matters affecting the proper functioning of the Company and, through its deliberations, resolves any issues relating to it.

The Board of Directors carries out any audits or checks that it deems necessary at any time.

#### Conditions for the preparation and organisation of the Board's work

The Chairman or, in the Chairman's absence the Vice-Chairwoman, convenes the Board and steers the debate.

The Chairman of the Board of Directors sets the agenda in consultation with the Executive Management. Except in emergencies, the agenda is sent to Board members at least five days before the meeting. A file detailing the agenda's topics, and prepared by the Executive Management, is sent to Board members several days before the meeting.

A draft of the minutes is submitted to Directors for comments. The final minutes are approved at the next meeting.

In order to better prepare its work, the Board of Directors is assisted by three specialised committees whose composition and functioning are specified in section 3.2.1.2 "Functioning of the committees", and whose powers and operating procedures are set by the Charter: the Strategy Committee, the Audit and Finance Committee and the Appointments and Compensation Committee.

Except as set forth below, the appropriate Committee is consulted before any Board vote on issues falling within said Committee's competence. Voting may not take place until the Committee has submitted its recommendations or proposals.

In accordance with the Company's by-laws, Board decisions are adopted in principle by simple majority of the members present, with the Chairman having the casting vote.

However, if (i) one of the Committees has voted against a project under consideration, or (ii) the relevant Committee has been unable to meet or to vote, a qualified majority of eight-twelfths (8/12$^{th}$) of the Directors present or represented shall be required to adopt the decision regarding said project.

Moreover, the Board of Directors comprises a non-voting member, appointed in accordance with the provisions of Article 9 of the by-laws and Article III.4 of the Charter. Jacques Maillot was appointed non-voting member at the end of the Combined Ordinary and Extraordinary Shareholders' Meeting of 14 March 2013.

The non-voting member is available to the Board, its Committees and its Chairman to provide advice, analysis and recommendations of any kind on any issues, specifically those of a technical, commercial, administrative or financial nature.

The non-voting member is not a corporate officer and only has an advisory and non-decision-making role at the meetings of the Board of Directors and its specialist Committees, to which he is invited to attend, in accordance with applicable regulation and, if required, the Charter. He may not interfere in the Company's management. Neither the Directors nor the Chief Executive Officer are bound by his opinion and remain free to assess how these should be acted on.

Finally, the Board of Directors includes a Director representing the employees, appointed in accordance with Article 9 of the by-laws and Article III.3 of the Charter. He or she has voting rights. Sophie Sasinka was elected by the employees on 6 August 2018 and the Board of Directors duly noted her appointment on 26 October 2018.

#### Activities of the Board of Directors during the 2019/2020 fiscal year

During the 2019/2020 fiscal year, the Board of Directors mainly dealt with the following matters:

- budget and 2020-2024 MTP;
- reports on the work of the various Committees;
- presentation of the CSR roadmap;
- preparation of the annual financial statements for the fiscal year ended 30 September 2019;
- annual review of regulated agreements and commitments;
- current agreements entered into under normal conditions – implementation of an assessment procedure and annual review;
- response to the call for tenders for the renewal of the PSC in Les 2 Alpes;
- governance (new terms of office of Directors submitted to the vote of the Shareholders' Meeting of 5 March 2020, annual review of the composition, organisation and functioning of the Board and its committees, annual review of the independence criteria for Directors);
- amendment of the Corporate Governance Charter;
- compensation of executive corporate officers;
- implementation of the share buyback programme;
- grants of performance shares;
- report on gender equality;
- authorisation of Chairman and Chief Executive Officer in relation to sureties, endorsements and guarantees;
- preparation of the Combined Ordinary and Extraordinary Shareholders' Meeting of 5 March 2020;
- status updates in relation to Covid-19;
- CDA Group financing structure;
- executive compensation following the Covid-19 health crisis;
- review of the half-year consolidated financial statements at 31 March 2020 and half-year financial report;
- development projects in France and abroad, notably the proposed purchase by CDA of 10% of the shares in Futuroscope SA;
- establishment of State-guaranteed loan;
- financing.

In accordance with the provisions of Article L. 22-10-12 paragraph 2 of the French Commercial Code as amended by Law No. 2019-486 of 22 May 2019 (the Pacte Law), the Board of Directors, on the recommendation of the Audit and Finance Committee, set up, at its meeting of 25 January 2021, a procedure to regularly assess whether the agreements relating to current transactions and concluded under normal conditions (excluding agreements with wholly-owned subsidiaries) meet these conditions, it being specified that the persons directly or indirectly concerned by these agreements, do not take part in this evaluation.

The purpose of this procedure, intended for members of the Board of Directors, is to highlight the criteria for identifying so-called "free" agreements (Article L. 22-10-12 of the French Commercial Code), distinguishing them from "regulated" agreements (Article L. 225-38 of the French Commercial Code) and "prohibited" agreements (Article L. 225-43 of the French Commercial Code), and to describe the method used to assess the ordinary nature of these agreements.

Periodically (at least once a year), the Board of Directors carries out this assessment by examining a report issued by the Company's internal departments enabling it to assess whether the conditions are met.

The Company's Legal Department, with the help of the Finance Department, prepares a pre-analysis report on these agreements, which it sends to the Audit and Finance Committee for an initial review prior to that of the Board of Directors.

At its meeting of 25 January 2021, the Board of Directors confirmed that the conditions were met for ongoing agreements relating to routine operations concluded under normal conditions. It thus decided not to reclassify these standard agreements as regulated agreements.

### Attendance rate of Directors at Board and Committee meetings during the 2019/2020 fiscal year

During the 2019/2020 fiscal year, the Board of Directors of Compagnie des Alpes met ten times, including four times by videoconference in view of the measures related to Covid-19.

The Strategy Committee met once, while the Audit and Finance Committee met four times, and the Appointments and Compensation Committee met twice.

The non-voting member and representatives of the Works Council and Statutory Auditors also attended Board meetings.

The members' average attendance rate at Board and Committee meetings was 82.65%.

The table below mentions the individual attendance rate (meetings of the Board of Directors and the Committees held during fiscal year 2019/2020) of Directors and the non-voting member who served in that capacity during the fiscal year:

| | Rate of attendance | | | |
|---|---|---|---|---|
| Name of Director | Board of Directors | Audit and Finance Committee | Strategy Committee | Appointments and Compensation Committee |
| Dominique Marcel | 100% | | 100% | |
| CDC, represented by Virginie Fernandes [1] | 80% | | 100% | 100% |
| CADS, represented by Emmanuelle Jianoux | 80% | | | |
| BPAURA, represented by Maria Paublant | 70% | | 100% | |
| CERA, represented by Bénédicte Davy/Jérôme Ballet [2] | 80% | 75% | | 50% |
| Sofival, represented by Jean-François Blas | 0% | | 0% | |
| Antoine Gosset-Grainville | 100% | 100% | 100% | |
| Giorgio Frasca [3] | 100% | 100% | 100% | 100% |
| Carole Montillet | 90% | | | |
| Serge Bergamelli | 90% | 75% | | |
| Rachel Picard | 80% | | 0% | |
| Francis Szpiner [3] | 50% | | | |
| Clothilde Lauzeral [4] | 100% | | | |
| Arnaud Taverne [4] | 100% | | | |
| Sophie Sasinka (Director representing employees) | 80% | | | |
| Jacques Maillot (non-voting member) | 90% | | 100% | 100% |

*(1) Carole Abbey replaced Virginie Fernandes as Permanent Representative of Caisse des Dépôts et Consignations on the Board of Directors of Compagnie des Alpes with effect from 28 January 2021.*

*(2) Bénédicte Davy was replaced by Jérôme Ballet as permanent representative of CERA with effect from 3 February 2020.*

*(3) Until 5 March 2020, the date on which the Director's term of office was not renewed.*

*(4) From 5 March 2020, date of the appointment of the Director at the Shareholders' Meeting.*

### Assessment of the Board of Directors and Committees

Under the terms of the Charter (Article II.2.6.), the Board recorded in its internal regulations a mechanism for the annual assessment of its operations and a formal assessment to be conducted every three years, as recommended by the AFEP-MEDEF Code of Corporate Governance.

The Board conducts an assessment of its capacity to meet shareholder expectations. This evaluation has three objectives: (i) to review the Board's operating procedures; (ii) to check whether important issues are properly prepared and discussed; (iii) to measure the actual contribution of each Director to the work of the Board and the committees of which he or she is a member, in view of his or her expertise and involvement in the deliberations.

The Board held discussions on its functioning during the 2019/2020 fiscal year. They revealed the general satisfaction of the Directors with respect to the composition, organisation and functioning of the Board of Directors and Committees.

In addition, during FY 2020/2021 and in accordance with the AFEP-MEDEF Code, the three-year formal evaluation of the Board, covering both the composition and the functioning of the Board and its committees, was carried out during the meeting of the Board of

Directors of 25 January 2021, under the aegis of the Appointments and Compensation Committee. The assessment was carried out using a questionnaire. The conclusions of the assessment, presented to the Board of Directors, report the proper functioning of the Board and its Committees, the quality of the information presented, the freedom to speak and the accuracy of the responses given by the Executive Management to the questions asked.

In particular, the smooth running of the bodies during the Covid period was highlighted by the regularity of the meetings and the relevance of the items discussed.

To meet the expectations of the Directors, the Executive Management decided to set up an annual meeting on site in order to improve the relationships between the members of the Board of Directors, and between them and the management, in particular the members of the Executive Committee. During the fiscal year, the annual meeting took place at the Parc Astérix site, on the occasion of the Board of Directors' meeting of 17 October 2019.

### 3.2.1.2 Functioning of the Committees

The Committees were regularly referred to for matters pertaining to their areas of expertise and the Board followed their recommendations.

The information, documents and details required by Board and Committee members to carry out their work were provided with great transparency by Executive Management.

#### Strategy Committee

##### Composition

The **Strategy Committee** is composed of Dominique Marcel (Chairman), Antoine Saintoyant, Jean-François Blas (permanent representative of Sofival), Maria Paublant (permanent representative of Banque Populaire Auvergne Rhône-Alpes), Emmanuelle Jianoux (permanent representative of Crédit Agricole des Savoie), Rachel Picard, Carole Montillet and Antoine Gosset-Grainville.

##### Main tasks

The **Strategy Committee**'s tasks mainly include the assessment of the strategic goals, the creation of guidelines for the strategic goals and external development, the consolidated annual budgets, the capital expenditure programmes and the dividend policy. The Committee also oversees Company commitments for which prior Board deliberation is required.

##### Activities during the 2019/2020 fiscal year

During the year, the **Strategy Committee** met once, as the Board of Directors considered that it could directly discuss the points falling within its remit during this fiscal year.

The Strategy Committee dealt in particular with the following matters in advance of Board meetings:

- budget and 2020-2024 MTP.

#### Audit and Finance Committee

##### Composition

The **Audit and Finance Committee** is composed of Jérôme Ballet (permanent representative of Caisse d'Épargne Rhône-Alpes, Chairman), Clothilde Lauzeral and Rachel Picard.

##### Main tasks

The tasks of the **Audit and Finance Committee** mainly involve reviewing the accounts, examining the performance of the internal audit system and risk management and identification procedures. It shall submit to the Board of Directors a recommendation on the Statutory Auditors, whose appointment and renewal will be proposed to the Shareholders' Meeting, examine their auditing measures and ensure compliance with the conditions of independence applicable to them. It also approves the provision of services other than the certification of financial statements by the Statutory Auditors.

##### Activities during the 2019/2020 fiscal year

The **Audit and Finance Committee** again held four meetings in 2019/2020, spreading its workload in accordance with the recommendations of the AMF task force's Audit Committee report published on 22 July 2010 on which the Committee relies.

The following matters were dealt with in particular:

- annual financial statements for the fiscal year ended 30 September 2019;
- fees paid to the Statutory Auditors and their networks;
- activity review and report concerning the Internal Audit Department and the Group's 2019 internal control and compliance procedures and annual plan;
- Audit and Finance Committee's annual programme for 2019/2020;
- examination of the Group's exposure to financial risks and significant off-balance sheet commitments;
- interest rate hedging policy;
- review of the Liquidity Charter;
- interim consolidated financial statements at 31 March 2020 and half-year financial report;
- internal audit: organisation, implementation of the CDC Audit Charter, impact of the Covid-19 pandemic on Internal Audit activity, multi-year audit plan for 2021-2025, monitoring of recommendations);
- risk mapping.

#### Appointments and Compensation Committee

##### Composition

The **Appointments and Compensation Committee** is composed of Antoine Gosset-Grainville (Chairman), Antoine Saintoyant and Jérôme Ballet (permanent representative of Caisse d'Épargne Rhône-Alpes).

##### Main tasks

The responsibilities of the **Appointments and Compensation Committee** include the formulation of any recommendation or proposal regarding (i) the appointment of Directors; (ii) the appointment, dismissal and compensation of the Chairman and Chief Executive Officer and, where applicable, the Deputy Chief Executive Officers, (iii) the general policy for the allocation of share subscription and/or purchase options, and /or performance shares within the Group. The Appointments and Compensation Committee is also informed of the compensation policy of the Group's principal managers who are not corporate officers, and may offer its opinion on this subject. It is responsible, with the Chairman and Chief Executive Officer, for drafting proposals for the implementation of corporate governance principles and for preparing the assessment of Board work.

##### Activities during the 2019/2020 fiscal year

The **Appointments and Compensation Committee** met twice during the year.

The following points were discussed:

- determination of the compensation of executive corporate officers;

- information on the remuneration of the members of the Executive Committee;
- review of the information on corporate governance and the compensation of corporate officers provided in the annual report and in the report of the Board of Directors in accordance with Article L. 225-37 of the French Commercial Code;
- performance share plans and conditions for implementing the performance plan;
- new directorships;
- annual review of the composition, organisation and functioning of the Board and its committees;
- annual review of the independence criteria for Directors;
- amendment of the by-laws and the Corporate Governance Charter to ensure compliance with changes in regulations.

## 3.2.2 PROCEDURES FOR EXERCISING AND LIMITING THE POWERS OF EXECUTIVE MANAGEMENT

### 3.2.2.1 Executive Management procedures

As mentioned above, the Executive Management of the Company is the responsibility of the Chairman of the Board of Directors, who thus carries the title of Chairman and Chief Executive Officer. Subject to (i) powers that the law or by-laws attribute expressly to Shareholders' Meetings, (ii) powers reserved exceptionally for the Board of Directors and (iii) the provisions of the Charter, the Chairman and Chief Executive Officer is vested with extensive powers to act in any circumstances on behalf of the Company, within the limits of the purpose of the Company. The decisions of the Board of Directors that limit the powers of the Chairman and Chief Executive Officer cannot be enforced against third parties.

In accordance with Article 13.3 of the by-laws, the Board of Directors may, at the suggestion of the Chairman and Chief Executive Officer, appoint Deputy Chief Executive Officers (the "Deputy Chief Executive Officers"). If Deputy Chief Executive Officers are appointed, the provisions of the Charter concerning the Chairman and Chief Executive Officer shall apply to them.

At its meeting of 28 January 2021, the Board of Directors confirmed its intention to separate the functions of Chairman of the Board of Directors and Chief Executive Officer. In this context, the Company has announced that the Group's Executive Management will be entrusted to Dominique Thillaud from 1 June 2021. The latter will be supported by Loïc Bonhoure, currently Deputy Managing Director in charge of strategy, development and mergers & acquisitions, who will then become Deputy CEO.

In order to ensure the transition in the best interest of the Company, and subject to the renewal of his term of office as Director by the Shareholders' Meeting of 25 March, Dominique Marcel will be reappointed as Chairman and Chief Executive Officer until 31 May 2021 and reports that it will propose to the Board the appointment of Dominique Thillaud as Deputy Chief Executive Officer for this interim period. After 1 June, it is planned that Dominique Marcel will assume the non-executive chairmanship of the Board of Directors in order to ensure continuity in the Group's development.

Dominique Thillaud began his career in consulting and investment banking before joining the SNCF group where he worked for eight years, first as Head of Investments and Development, then as Chief Executive Officer of SNCF Participations and Head of SNCF Group strategy. Since September 2012, he has been Chairman of the Management Board of the Aéroports de la Côte d'Azur Group, where he has supported its transformation and development, both in France and internationally.

### 3.2.2.2 Limits on the powers of Executive Management

Certain decisions made by the Chairman and Chief Executive Officer concerning the Compagnie des Alpes Group cannot be adopted, and certain actions or commitments concerning the Group cannot be concluded by the Chairman and Chief Executive Officer, if they have not received prior approval or been given proxy by the Board of Directors. These restrictions of power are described in Article II.2.3. of the Charter, which requires the Board's prior approval for decisions on one of the following matters:

- Compagnie des Alpes' development strategy, especially in geographic terms (locations, etc.);
- annual capital expenditure budgets for Compagnie des Alpes Group;
- any investment or disinvestment (i) as part of the Group's current and recurrent operations, for a total amount of more than €15 million excluding tax, or (ii) outside of the Group's current and recurrent operations or strategic areas (Ski areas/Leisure parks) or to be made in a country in which Compagnie des Alpes Group does not have any direct or indirect presence;
- the entering into, voluntary termination or signing of any rider, of the public service delegation contract(s), excluding annual asset inventory update riders whose total amount (including all additional investments committed or off-balance-sheet commitments made) is greater than €15 million excluding taxes;
- any plan to create a company or take any kind of controlling interest in any company or undertaking outside the Group if the purpose or business is not one of the Group's strategic areas, or creation of a company or acquisition of a stake in any company or undertaking outside the Group if the purpose or business is one of the Group's strategic areas and the deal exceeds €15 million;
- or the establishment a partnership with a company or undertaking outside the Compagnie des Alpes Group (joint venture) involving contributions of assets by either of the parties or any other exchanges of securities; or the granting of sureties not covered by Article L. 225-35, paragraph 4, of the French Commercial Code, in any form whatsoever (collateral, mortgages, pledges, security trusts, etc.) of an amount exceeding €15 million;
- any financing operation carried out *via* bilateral or syndicated credit lines of an amount exceeding €100 million (for the year, in one or more instalments), with a term of more than one year;
- any transaction in Company shares pursuant to Article L. 22-10-62 of the French Commercial Code exceeding 2% of the Company's share capital (for the year, in one or more instalments);
- the general policy for the establishment stock option and/or performance share plans and any decision to grant such options or shares exceeding 1% of the share capital (for the year, in one or more instalments).

In addition, in accordance with legal provisions and Article 13.4. of the Company's by-laws, the Board of Directors authorised, at its meeting of 7 December 2020, the Chairman and Chief Executive Officer to offer sureties, endorsements and other guarantees, within the limit of €15 million.

# 3.3 Compensation of corporate officers

## 3.3.1 COMPENSATION POLICY FOR CORPORATE OFFICERS

In accordance with Article L. 22-10-8 of the French Commercial Code, the Annual Shareholders' Meeting will be required to approve the compensation policy for corporate officers as decided by the Board of Directors at its meetings of 7 December 2020 and 28 January 2021.

### 3.3.1.1 Compensation policy for executive corporate officers for FY 2020/2021 (Article L. 22-10-8 of the French Commercial Code)

#### A. General principles relating to the determination, review and implementation of the compensation policy for executive corporate officers

In accordance with Order No. 2019-1234 of 27 November 2019, issued pursuant to Law No. 9-486 of 22 May 2019 on the growth and transformation of companies (PACTE law), the compensation policy for executive corporate officers is set out below.

This report on the compensation policy for corporate officers was prepared with the assistance of the Appointments and Compensation Committee and was approved by the Board of Directors at its meeting of 28 January 2021, in accordance with Article L. 22-10-8 of the French Commercial Code. This report describes all the components of the fixed and variable compensation of executive corporate officers and explains the decision-making process followed to determine, revise and implement it.

**The establishment of the compensation policy** for executive corporate officers is the responsibility of the Board of Directors, which relies on the opinions and recommendations of the Appointments and Compensation Committee in accordance with the Company's Corporate Governance Charter. The compensation policy is reviewed annually under the same conditions after the closing of the financial statements. In the interests of transparency and balance, these bodies ensure that the compensation policy for executive officers takes into account all relevant principles of good governance, in particular those set out in the AFEP-MEDEF Code of Corporate Governance to which the Company refers.

Each compensation package thus strives to be measured, balanced and fair while enabling the Company to attract, retain and motivate high-performance executives who contribute to its success. The compensation paid is assessed in the context of a specific business line and reference market. It is consistent with the compensation paid to executives with similar responsibilities in listed companies of the same size, revenue and business sector. This policy is in line with the Company's corporate interest, contributes to its sustainability and is part of its commercial strategy.

**The remuneration policy is implemented** by the Board of Directors in accordance with the resolutions passed by the Shareholders' Meeting. On the proposal of the Appointments and Compensation Committee, the Board of Directors establishes the fixed and variable components of the Chairman and Chief Executive Officer's annual compensation, including qualitative and quantitative components based on the achievement of previously defined objectives. The performance criteria are based on financial and non-financial criteria related in particular to the Company's social and environmental responsibility.

**The compensation policy may be revised under the conditions provided for in Article L. 22-10-8 of the French Commercial Code** when the Ordinary Shareholders' Meeting does not approve the compensation policy presented to it and the Board of Directors then submits a revised compensation policy to the next Shareholders' Meeting, taking into account the shareholders' vote.

In accordance with the provisions of Article L. 22-10-8 III of the French Commercial Code, the Board of Directors, on the advice of the Appointments and Compensation Committee, would have the right to waive the application of the compensation policy concerning fixed and/or variable annual compensation in the event of exceptional circumstances and if this exemption is temporary, in line with the Company's interests and in order to guarantee the Company's sustainability or viability.

In application of Article R. 225-29-1 of the French Commercial Code, if a new Chairman and Chief Executive Officer were to be appointed, the compensation policy applicable to the current Chairman and Chief Executive Officer would be applied taking into consideration the duties entrusted by the Board of Directors, the specific situation of the corporate officer and the level of responsibility of his or her duties. These provisions would also apply in the context of the renewal of the term of office of the Chairman and Chief Executive Officer.

At its meeting of 28 January 2021, the Board of Directors confirmed its intention to separate the functions of Chairman of the Board of Directors and Chief Executive Officer. In this context, the company has announced that the Group's Executive Management will be entrusted to Dominique Thillaud from 1 June 2021. The latter will be supported by Loïc Bonhoure, currently Deputy Managing Director in charge of strategy, development and mergers & acquisitions, who will then become Deputy CEO.

In order to ensure the transition in the best interest of the company, and subject to the renewal of his term of office as Director by the Shareholders' Meeting of 25 March, Dominique Marcel will be reappointed as Chairman and Chief Executive Officer until 31 May 2021 and reports that it will propose to the Board the appointment of Dominique Thillaud as Deputy Chief Executive Officer for this interim period. After 1 June, it is planned that Dominique Marcel will assume the non-executive chairmanship of the Board of Directors in order to ensure continuity in the Group's development.

Dominique Thillaud began his career in consulting and investment banking before joining the SNCF group where he worked for eight years, first as Head of Investments and Development, then as Chief Executive Officer of SNCF Participations and Head of SNCF Group strategy. Since September 2012, he has been Chairman of the Management Board of the Aéroports de la Côte d'Azur Group, where he has supported its transformation and development, both in France and internationally.

In this context, the Board of Directors at its meeting of 28 January 2021, on the recommendation of the Appointments and Compensation Committee, defined a compensation policy for the Chairman and Chief Executive Officer over the 2020/2021 fiscal year, for the future Chief Executive Officer and the future Deputy CEO with a view to the separation of duties of the Chairman and Chief Executive Officer during FY 2020/2021. These are specified above under this section. With regard to the remuneration policy for the future Chief Executive Officer and the future Deputy CEO, the Board of Directors, on the advice of the Appointments and Compensation Committee, will ensure that the applicable compensation structures and levels are defined in accordance not only with the compensation policy mentioned in this section but also with the provisions of the AFEP-MEDEF Code, market practices and the compensation observed for the same

positions in the market, while taking into account the changes in levels of responsibility, roles and experience of the new executive corporate officer (see additional information under the summary table of the Chairman and Chief Executive Officer's compensation policy on page 70).

As part of the decision-making process followed to determine, revise and implement the compensation policy, the Company's Corporate Governance Charter is applied, by virtue of which the corporate officers strive to ensure that they avoid any conflict that may exist between their moral and material interests and those of the Company. They will inform the Board of any conflict of interest, even potential, in which they may be involved. Should they be unable to avoid a conflict of interest, even potential, they will refrain from taking part in discussions and from any decision-making in relation to the matters concerned.

## B. Component of the compensation applicable to the Chairman and Chief Executive Officer

The Chairman and CEO does not have an employment contract with the Company or any performance share plans implemented within the Group, in accordance with the AFEP-MEDEF Code of Corporate Governance.

Moreover, they do not receive any compensation in respect of the Director's mandates they hold within various Group companies, nor any exceptional compensation.

The compensation of the Chairman and Chief Executive Officer includes:

- a fixed part;
- variable compensation which is partly based on non-financial performance criteria;
- profit-sharing, as per the incentive agreement;
- benefits in kind, in the form of a company car;
- the cover provided by the Group insurance plan (complementary retirement scheme) composed of membership of a defined-benefit pension plan and membership of a defined-contribution pension plan;
- the cover provided by the complementary health and pension plan in force within the Company.

In addition, the Chairman and Chief Executive Officer, in accordance with his compensation policy, may be granted a severance payment in the event of termination of his duties.

### (I) Fixed compensation

At the beginning of each fiscal year, or upon each new appointment or mandate renewal, on the proposal of the Appointments and Compensation Committee, the Board notably determines the fixed compensation of the executive corporate officers in respect of the fiscal year. The fixed compensation serves as a basis to determine the variable compensation.

The compensation of the Chairman and Chief Executive Officer is paid in virtue of his Executive Management role through his corporate office, and not as Chairman of the Board, for which there is no compensation.

Except in exceptional circumstances, the amount of the fixed compensation is only reviewed at relatively long intervals, in accordance with the AFEP-MEDEF Code of Corporate Governance. The annual fixed compensation of the Chairman and Chief Executive Officer therefore did not change between 2010 and 2017.

The fixed compensation of the Chairman and Chief Executive Officer was increased to €400,000 as from 9 March 2017, the date of the renewal of the Chairman and Chief Executive Officer's term of office, and has not changed since.

It should be noted that at its meeting of 16 April 2020, in the difficult context of the health crisis due to Covid-19, the Board of Directors approved the Chairman and Chief Executive Officer's request to reduce by 20% his annual fixed compensation throughout the lockdown period from 17 March to 11 May 2020.

### (II) Variable compensation

The variable portion of the executive corporate officers' annual compensation consists of annual bonuses linked to the achievement of both qualitative and quantitative targets that are set for a fiscal year.

At the beginning of each fiscal year, the Board of Directors, on the proposal of the Appointments and Compensation Committee, defines each of the targets set for the executive corporate officer for the current fiscal year on the basis of quantitative and qualitative criteria (including non-financial items) in accordance with the AFEP-MEDEF Corporate Governance Code.

Following the end of the fiscal year, the Appointments and Compensation Committee assesses the achievement of these targets over the past year and, on the basis of its appraisal, the Board then decides to grant the executive corporate officers all or part of the variable portion of the compensation expressed as a percentage of the annual fixed compensation.

In order to assess the achievement of these objectives, the Appointments and Compensation Committee issues an opinion determining a percentage of achievement of the quantitative performance criteria (based on the Company's financial results, subject to review of the indicators by the Audit and Finance Committee and their approval by the Board of Directors) and a percentage of achievement of the qualitative criteria (based on an analysis specifying the achievement of the planned objectives). The Board of Directors then makes its decision to allocate all or part of the variable portion according to the recommendation made by the Appointments and Compensation Committee.

The variable portion of the compensation allocated for a fiscal year is therefore liquidated and paid during the following year, after approval by the Annual General Meeting of Shareholders, in accordance with Article L. 22-10-8 of the French Commercial Code.

(a) **In respect of the 2019/2020** fiscal year, the performance criteria for the assessment of the variable compensation payable by the Company to the Chairman and Chief Executive Officer were set as follows by the Board of Directors on 9 December 2019:

- from 0 to 6.25% (up to a maximum of €25,000) of his annual fixed compensation based on the following quantitative criteria:
  - from 0 to 3.125% based on Group EBITDA for the fiscal year,
  - from 0 to 2.125% based on Group net debt calculated at the end of the fiscal year,
  - from 0 to 1% based on the free cash flow for the fiscal year,
- from 0 to 6.25% (up to a maximum of €25,000) of the annual fixed compensation based on qualitative criteria related to (i) the achievement of specific targets linked to the deployment of the strategy in each of the business units (securing the loyalty of customers and attracting new ones, distribution, accommodation and attractiveness, the completion of structural projects and customers' Very High Satisfaction), (ii) participation in the consolidation of each of the business lines and (ii) the roll-out of the first initiatives of the "Corporate Social Responsibility" (CSR) roadmap.

The maximum amount of variable compensation payable to the Chairman and Chief Executive Officer was reduced to 12.5% of his annual fixed compensation from 9 March 2017 (compared to 50% previously), if the performance criteria are fully met.

**(b)** The variable compensation **in respect of the 2020/2021 fiscal year** for the Chairman and Chief Executive Officer will be calculated according to the following targets:

The Board of Directors of 28 January 2021 decided that the variable compensation of the Chairman and Chief Executive Officer for the 2020/2021 fiscal year could change by:

- from 0 to 6.25% (up to a maximum of €25,000) of the annual fixed compensation based on the following quantitative criteria:
  - from 0 to 3.125% based on Group EBITDA for the fiscal year,
  - from 0 to 2.125% based on Group net debt calculated at the end of the fiscal year,
  - from 0 to 1% based on the free cash flow for the fiscal year,
- from 0 to 6.25% of the annual fixed compensation (*i.e.* a maximum of €25,000) based on qualitative criteria in relation:
  - (i) to supporting the Group in managing the Covid-19 health crisis, in particular:
    - securing the Group's liquidity,
    - securing the operation of sites in Ski areas and Leisure parks,
  - (ii) in the Ski areas and Leisure parks, pursue the objective of building loyalty and winning new customers, in particular through digitisation projects ("open resorts" and "sales tunnel"),
  - (iii) to the continued roll-out of the first actions of the CSR roadmap (in particular in the Ski areas).

### (III) Profit-sharing agreement

The Chairman and Chief Executive Officer is the beneficiary of the Compagnie des Alpes profit-sharing agreement. For more information on this agreement, see section 4.2.4.2 "Compensation and employee benefits" in Chapter 4 "Statement of Non-Financial Performance".

### (IV) Benefits in kind

In the performance of his duties, the Chairman and Chief Executive Officer is provided with a vehicle made available by the Company (see table in section 3.3.2.1).

### (V) No granting of stock options and performance shares

At his request, the Chairman and Chief Executive Officer of Compagnie des Alpes is no longer one of the beneficiaries of the Plans implemented by Compagnie des Alpes since FY 2009/2010.

### (VI) Conditional severance pay for the Chairman and Chief Executive Officer.

The Chairman and Chief Executive Officer may be awarded a severance payment attached to the termination of his corporate office.

The Chairman and Chief Executive Officer's severance package was determined by the Board of Directors on 19 March 2009 and approved for the first time by the Shareholders' Meeting of 18 March 2010. The continuation of this commitment was then submitted twice to the Shareholders' Meeting for approval when the term as Director of Dominique Marcel was renewed (Shareholders' Meetings held in 2013 and 2017).

At its meeting of 28 January 2021, the Board of Directors reiterated the principle of this severance package by specifying the conditions for triggering its payment.

A termination indemnity may thus be paid by the Company to the Chairman and Chief Executive Officer under the following conditions [1]:

**(a)** compensation will be paid in the event of forced departure from the Company, regardless of the form of such departure and in particular following the revocation or non-renewal of his position as Chairman and Chief Executive Officer, except in case of serious misconduct or gross negligence (as defined by the French Labour Code).

No compensation will be paid to Dominique Marcel (i) if he leaves the Company on his own initiative or (ii) if he performs new duties or changes position within the Group, or (iii) if he has the option to claim his pension rights at full rate, or (iv) in the case of serious misconduct or gross negligence;

**(b)** the severance pay is subject to individual and Group performance criteria. These performance criteria shall be assessed on the date the tenure of corporate office is terminated:

- individual performance condition: it will be met if, on average, over the last three fiscal years, the average amount of bonus awarded by the Board of Directors to the Chairman and Chief Executive Officer is greater than 30% of the maximum bonus attributable,
- Group performance criteria: shall be met if, averaged over the previous three full fiscal years, and on the basis of the consolidated accounts, the EBITDA margin is at least 20% like for like.

The Board of Directors may revise these performance criteria whenever a mandate is renewed;

**(c)** the amount of this severance payment will be equal to twice the "reference annual compensation" of the Chairman and Chief Executive Officer.

The basic annual salary shall be his last gross basic annual salary, including the gross amount of the bonus paid to him for the most recent full fiscal year, and excluding the amount of benefits in kind, reimbursements for professional expenses and any financial instruments and stock options granted during that period.

After discussions with the members of the Board, Dominique Marcel accepted in advance the renewal of his term of office as Chairman and Chief Executive Officer until 31 May 2021, if his term of office as Director were renewed at the Shareholders' Meeting of 25 March, in order to oversee the transition with the new general management.

In this context, the departure of Dominique Marcel from his position as Chairman and Chief Executive Officer on 31 May will constitute a triggering of the severance payment as defined by the Board of Directors on 19 March 2009 and renewed in 2013 and in 2017.

Subject to the approval by the Shareholders' Meeting of 25 March of the amount of his compensation for FY 2019/2020, the Board notes, as of this date, that the performance criteria mentioned in (b) above shall be fulfilled in the event of the termination of his duties as Chairman and Chief Executive Officer on 31 May 2021.

(1) *Conditions for attribution and calculation comparable to those that had been decided for the duration of his previous mandate, but restated by the Board of Directors to take into account changes in the provisions of the AFEP-MEDEF Code in this regard.*

The amount of the severance payment will be calculated after the Shareholders' Meeting called to vote on the compensation of Dominique Marcel for FY 2019/2020 and will be the subject of a communication on this occasion.

### (VII) Private unemployment insurance for the Chairman and Chief Executive Officer

On 9 March 2017, in accordance with the provisions of Article L. 225-38 of the French Commercial Code, the Board of Directors approved the subscription by the Company of private unemployment insurance for the Chairman and Chief Executive Officer from the Association pour la *Garantie Sociale des Chefs et Dirigeants d'Entreprise* (GSC). It should be recalled that the Chairman and Chief Executive Officer does not have an employment contract with the Company.

This insurance pays a daily indemnity to corporate officers in the event of an involuntary termination of professional activity due to dismissal or non-renewal of term of office.

Accordingly, the corporate officer will receive, from the 31st day of the involuntary loss of professional activity and for its duration, daily unemployment benefits for a maximum period of 24 months (after the end of the first year of affiliation).

The total amount of compensation paid in the event of involuntary loss of professional activity may in no case exceed 70% of the annual net income of the previous fiscal year, excluding any dividends.

### (VIII) Regulated and collective complementary retirement scheme

Complementary retirement schemes supplement the basic and supplementary state pensions.

#### General principle

The Chairman and Chief Executive Officer of the Company benefits from a mixed supplementary pension plan, comprising a defined contribution pension plan and a defined benefit pension plan, in accordance with the provisions of Article L. 911-1 of the French Social Security Code.

The defined contribution pension plan (Article L. 242-1 of the French Social Security Code) benefits all of the staff of the headquarters entities, including the executive corporate officer, with no condition of presence or seniority. The defined contributions (individual accounts) are equal to 7% of the annual compensation for each beneficiary (capped at five times the annual social security ceiling, or €205,680 on an annual basis in 2020). Contributions to the savings plan are split between the employer (4%) and beneficiary (3%), notwithstanding the beneficiary's status and age. The rights are acquired monthly and liquidated when the beneficiaries end their professional career.

The defined-benefit pension plan (Article L. 137-11 of the French Social Security Code), which is fully funded by Compagnie des Alpes, is open to corporate officers, senior executives and category-CIII executives (67 beneficiaries).

This second plan allows beneficiaries who end their professional career within the Group to benefit, when they take their pension, from a retirement pension equal to 1% of their basic annual salary (last basic annual salary comprising fixed and variable parts) per year of seniority, up to a maximum of 10% of this compensation, less the pension received under the defined contribution plan.

Upon retirement the beneficiary may opt to receive a life annuity with a 60% survivor pension.

The pension plan contributions paid by the Company are not subject to employer social security contributions, nor to the CSG (general social contribution) or CRDS (social debt reimbursement contribution) levies. The Company must pay an employer social security contribution amounting to 32% of the pensions liquidated since 1 January 2013.

It should be noted that CDA closed its defined-benefit pension plan on 4 July 2019, following the recent legislative changes in this regard, stemming from the Order of 3 July 2019 implementing the so-called "Pacte" law of 22 May 2019. The conditional benefits granted under this plan are frozen as of 1 January 2020 and will remain subject to the conditions provided under the plan's current rules.

#### Estimated amount of the pension of Dominique Marcel, Chairman and Chief Executive Officer

The continuation of this commitment regarding Dominique Marcel was approved by the Combined Ordinary and Extraordinary Shareholders' Meeting of 9 March 2017, when his mandate as Chairman and Chief Executive Officer of the Company was renewed.

At its meeting of 9 March 2017, the Appointments and Compensation Committee noted that Dominique Marcel had already reached the maximum level of conditional benefits under the defined-benefit pension plan (Article 137-11 of the French Social Security Code). According to the terms of the pension regulations, the annual pension increases by 1% per year of seniority and is capped at 10% of the reference compensation. However, Dominique Marcel has more than ten years of seniority. Consequently, no increase in the conditional rights under the said pension plan will be granted to Dominique Marcel during the term of his office.

In this context, the Board of Directors has decided to recognise the "freezing" of pension rights under the above-mentioned plan as of 9 March 2017, by using the compensation granted for the 2015/2016 fiscal year as a reference. Consequently, the Board of Directors did not deem it useful to define performance conditions. The closure and freezing of this plan have no impact on Dominique Marcel's rights, as decided by the Board.

### (IX) Complementary health and pension plan

The Chairman and Chief Executive Officer is covered by the collective health and pension plan in force within the Company, in the same way and under the same conditions as other employees.

## SUMMARY TABLE OF THE COMPENSATION POLICY FOR THE CHAIRMAN AND CHIEF EXECUTIVE OFFICER

| Items of compensation | Comments |
|---|---|
| Fixed remuneration | Gross fixed compensation of €400,000. The annual gross fixed remuneration for Dominique Marcel has not changed since the Board of Directors' decision on 9 March 2017. It should be noted that at its meeting of 16 April 2020, in the difficult context of the health crisis due to Covid-19, the Board of Directors approved Dominique Marcel's, the Chairman and Chief Executive Officer's, request to reduce by 20% his annual fixed compensation throughout the lockdown period from 17 March to 11 May 2020. |
| Variable compensation | 12.5% of the basic annual salary.<br>The targets for the variable portion of the compensation are liable to change, along with the assessment of their achievement:<br>• from 0 to 6.25% (i.e. a maximum of €25,000) according to the following quantitative criteria:<br>  ◦ (i) from 0 to 3.125% based on Group EBITDA for the fiscal year,<br>  ◦ (ii) from 0 to 2.125% based on Group net debt calculated at the end of the fiscal year,<br>  ◦ (iii) from 0 to 1% based on the free cash flow for the fiscal year;<br>  It is specified that the assessment of the quantitative criteria for the year 2020/2021 will be made on the basis of the effective opening date of the Ski areas and Leisure parks.<br>• from 0 to 6.25% (i.e. a maximum of €25,000) according to the following qualitative criteria:<br>  ◦ (i) support the Group in managing the Covid-19 health crisis, in particular:<br>  ▪ securing the Group's liquidity,<br>  ▪ securing the operation of the sites in the Ski areas and Leisure parks;<br>  ◦ (ii) in the Ski areas and Leisure parks, pursue the objective of building loyalty and winning new customers, in particular through digitisation projects ("open resorts" and "sales tunnel");<br>  ◦ (iii) continue the roll-out of the first actions of the CSR roadmap (notably in the Ski areas). |
| Multi-year variable compensation | The Chairman and Chief Executive Officer does not receive any multi-year variable compensation. |
| Remuneration related to the duties as Director and Chairman of the Board of Directors | The Chairman and Chief Executive Officer does not receive compensation for his duties as Director and Chairman of the Board of Directors performed within the Group. |
| Exceptional compensation | The Chairman and Chief Executive Officer does not receive any exceptional compensation. |
| Profit-sharing agreement | Dominique Marcel benefits from the profit-sharing agreement in operation within the Company. |
| Stock option or performance share grants | The Chairman and Chief Executive Officer is not a beneficiary of performance share plans. |
| Welcome or severance package | In certain cases, the Chairman and Chief Executive Officer will receive a severance package upon leaving the CDA Group. This will be equal to 2 years' remuneration (last fixed + variable remuneration), subject to the achievement of individual and Group performance criteria that have been verified by the Board. When Dominique Marcel's term was renewed, the renewal of this commitment was approved by the Combined Ordinary and Extraordinary Shareholders' Meeting of 9 March 2017. |
| Non-competition indemnity | The Chairman and Chief Executive Officer is not subject to a non-compete clause. |
| Complementary retirement plan | The Chairman and Chief Executive Officer is a member of the complementary retirement plan applicable to the Group's executive corporate officers and senior executives, this comprises a defined-contribution plan and a defined-benefit plan that guarantees, upon retirement, a pension equal to 1% of his last annual compensation (fixed + variable) per year of seniority, up to a maximum of 10% of this last compensation. When Dominique Marcel's term was renewed, the renewal of this commitment was approved by the Combined Ordinary and Extraordinary Shareholders' Meeting of 9 March 2017. |
| Complementary health and pension plan | The Chairman and Chief Executive Officer is covered by the collective health and pension plan in force within the Company, in the same way and under the same conditions as other employees. |
| Benefits of all kinds | The Chairman and Chief Executive Officer has a company car. |
| Private unemployment | On 9 March 2017, the Board of Directors approved the purchase by the Company of private unemployment insurance from the Association pour la Garantie Sociale des Chefs et Dirigeants d'Entreprise (GSC) for Dominique Marcel in his capacity as Chairman and Chief Executive Officer. This insurance pays a daily indemnity to corporate officers in the event of an involuntary termination of professional activity due to dismissal or non-renewal of term of office. Accordingly, the corporate officer will receive from the 31st day of the involuntary loss of professional activity and for its duration, daily unemployment benefits for a maximum period of 24 months (after the end of the first year of affiliation). The total amount of compensation paid in the event of involuntary loss of professional activity may in no case exceed 70% of the annual net income of the previous fiscal year, excluding any dividends. |

**Compensation policy applicable to the Chief Executive Officer after separation of duties during FY 2020/2021:**

At its meeting of 28 January 2021, the Board of Directors ruled on the items of fixed and variable compensation that would apply to Dominique Thillaud as future Chief Executive Officer for FY 2020/2021 after separation of duties.

The Board of Directors has decided that the components of compensation for Dominique Thillaud in respect of his interim office as Deputy Chief Executive Officer from 25 March 2021 to 31 May 2021 would be the same as those applicable once he became Chief Executive Officer.

The items of compensation are as follows:

**a) Fixed portion of compensation:**

The annual fixed compensation of the Chief Executive Officer is set at €400,000.

**b) Variable portion of the compensation for 2020/2021:**

The Board of Directors also decided to apply the same percentage of variable compensation as that applicable to the Chairman and Chief Executive Officer, *i.e.* 12.5% of his fixed compensation.

The quantitative objectives for 2020/2021 for which the variable portion is awarded are defined as follows:

- from 0 to 6.25% (*i.e.* a maximum of €25,000) according to the following quantitative criteria:
  - from 0 to 3.125% based on Group EBITDA for the fiscal year,
  - from 0 to 2.125% based on Group net debt calculated at the end of the fiscal year,
  - from 0 to 1% based on the free cash flow for the fiscal year.

It is specified that the assessment of the quantitative criteria for the year 2020/2021 will be made on the basis of the effective opening date of the Ski areas and Leisure parks.

The qualitative objectives for 2020/2021 for which the variable portion is awarded are defined as follows:

- from 0 to 6.25% (*i.e.* a maximum of €25,000) according to the following qualitative criteria:
  - **(i)** support the Group in managing the Covid-19 health crisis, in particular:
    - secure the Group's liquidity,
    - secure the operation of the sites in the Ski areas and Leisure parks;
  - **(ii)** in the Ski areas and Leisure parks, pursue the objective of building loyalty and winning new customers, in particular through digitisation projects ("open resorts" and "sales tunnel"),
  - **(iii)** continue the roll-out of the first actions of the CSR roadmap (notably in the Ski areas).

The Appointments and Compensation Committee will assess the achievement of these objectives after the end of the 2020/2021 fiscal year, and on the basis of this review, the Board will decide to allocate all or part of the variable portion to the Chief Executive Officer.

The variable portion allocated for FY 2020/2021 will be liquidated and paid during the following fiscal year, after approval by the Annual Shareholders' Meeting called to vote on the fiscal year ended on 30 September 2021, in accordance with the Article L. 22-10-8 of the French Commercial Code.

**c) Other items of compensation:**

The Chief Executive Officer will also benefit from:

- the profit-sharing agreement of Compagnie des Alpes,
- the provision of a company vehicle,
- the benefit of a defined contribution pension plan,
- the benefit of the complementary health and personal protection plans of Compagnie des Alpes,
- severance pay;

**(i)** Compensation may be paid in the event of forced departure from the Company, following dismissal except in the event of serious misconduct or gross negligence (these concepts being assessed in the light of the criteria set by the French Labour Code);

**(ii)** No compensation will be paid to the Chief Executive Officer (i) if he leaves the Company on his own initiative or (ii) if he exercises new executive functions within the Group, or (iii) if he has the option of claiming full pension rights, or (iv) in the event of serious misconduct or gross negligence.

Severance pay is subject to individual and Group performance criteria. These performance criteria shall be assessed on the date the tenure of corporate office is terminated:

**(i)** individual performance condition: it will be met if, on average, over the last two fiscal years, the average amount of bonus awarded by the Board of Directors to the Chief Executive Officer is greater than 30% of the maximum bonus attributable;

**(ii)** Group performance condition: it will be met if, on average, over the last two fiscal years, and based on the consolidated financial statements, the EBITDA/revenue ratio is greater than or equal to 20% on a like-for-like basis, it being understood that this criterion will have to be assessed excluding the impact in relation to Covid-19 as long as the health crisis has a significant impact on the Group's results.

The amount of this severance payment will be equal to x1 the "reference annual compensation" of the Chief Executive Officer. The basic annual salary shall be his last gross basic annual salary, including the gross amount of the bonus paid to him for the most recent full fiscal year, and excluding the amount of benefits in kind, reimbursements for professional expenses and any financial instruments and stock options granted during that period.

- private unemployment insurance from the Association pour la *Garantie Social des Chefs et Dirigeants d'Entreprise* – GSC.

## SUMMARY TABLE OF THE CHIEF EXECUTIVE OFFICER'S COMPENSATION POLICY

| Items of compensation | Comments |
|---|---|
| Fixed remuneration | Gross fixed compensation of €400,000. |
| Variable compensation | 12.5% of the basic annual salary.<br>The targets for the variable portion of the compensation are liable to change, along with the assessment of their achievement:<br>• from 0 to 6.25% (up to a maximum of €25,000) of the annual fixed compensation based on the following quantitative criteria:<br>  ◦ from 0 to 3.125% based on Group EBITDA for the fiscal year,<br>  ◦ from 0 to 2.125% based on Group net debt calculated at the end of the fiscal year,<br>  ◦ from 0 to 1% based on the free cash flow for the fiscal year;<br>It is specified that the assessment of the quantitative criteria for the year 2020/2021 will be made on the basis of the effective opening date of the Ski areas and Leisure parks.<br>• from 0 to 6.25% (i.e. a maximum of €25,000) according to the following qualitative criteria:<br>  ◦ (i) support the Group in managing the Covid-19 health crisis, in particular:<br>  ▪ securing the Group's liquidity,<br>  ▪ securing the operation of the sites in the Ski areas and Leisure parks;<br>  ◦ (ii) in the Ski areas and Leisure parks, pursue the objective of building loyalty and winning new customers, in particular through digitisation projects ("open resorts" and "sales tunnel");<br>  ◦ (iii) continue the roll-out of the first actions of the CSR roadmap (notably in the Ski areas). |
| Multi-year variable compensation | The Chief Executive Officer does not receive any multi-year variable compensation. |
| Exceptional compensation | The Chief Executive Officer does not receive any exceptional compensation. |
| Profit-sharing agreement | The Chief Executive Officer benefits from the profit-sharing agreement in force within the Company. |
| Stock option or performance share grants | The Chief Executive Officer is not a beneficiary of performance share plans. |
| Welcome or severance package | In certain cases, the Chief Executive Officer will receive a severance package upon leaving the CDA Group. This will be equal to 1 years' remuneration (last fixed + variable remuneration), subject to the achievement of individual and Group performance criteria that have been verified by the Board. |
| Non-competition indemnity | The Chief Executive Officer is not subject to a non-compete clause. |
| Complementary retirement plan | The Chief Executive Officer is eligible for the supplementary defined-contribution pension plan applicable to the Group's executive corporate officers and senior executives. |
| Complementary health and pension plan | The Chief Executive Officer is covered by the collective health and pension plan in operation at CDA, in the same way and under the same conditions as other employees. |
| Benefits of all kinds | The Chief Executive Officer has a company car. |
| Private unemployment | Private unemployment insurance from the Association pour la Garantie Sociale des Chefs et Dirigeants d'Entreprise – GSC. This insurance pays a daily indemnity to corporate officers in the event of an involuntary termination of professional activity due to dismissal or non-renewal of term of office. Accordingly, the corporate officer will receive from the 31st day of the involuntary loss of professional activity and for its duration, daily unemployment benefits for a maximum period of 24 months (after the end of the first year of affiliation).<br>The total amount of compensation paid in the event of involuntary loss of professional activity may in no case exceed 70% of the annual net income of the previous fiscal year, excluding any dividends. |

### Remuneration policy applicable to the Deputy Chief Executive Officer during FY 2020/2021:

At its meeting of 28 January 2021, the Board of Directors voted on the elements of fixed and variable compensation that would apply to the future Deputy Chief Executive Officer, as from 1 June 2021, for the 2020/2021 fiscal year.

**a) Fixed portion of compensation for 2020/2021:**

The annual fixed compensation of the Deputy Chief Executive Officer will be set at €250,000.

**b) Variable portion of the compensation for 2020/2021:**

The Board of Directors also decided to set the variable compensation at 50% of fixed compensation.

The quantitative objectives for 2020/2021 for which the variable portion is awarded are defined as follows:

**(i)** from 0 to 25% according to the following quantitative criteria:

- from 0 to 12.5% based on Group EBITDA for the fiscal year,
- from 0 to 8.5% based on Group net debt calculated at the end of the fiscal year,
- from 0 to 4% based on the free cash flow for the fiscal year.

It is specified that the assessment of the quantitative criteria for the year 2020/2021 will be made on the basis of the effective opening date of the Ski areas and Leisure parks.

The qualitative objectives for 2020/2021 for which the variable portion is awarded are defined as follows:

**(ii)** from 0 to 25% according to qualitative criteria in line with the Group's strategy and the optimisation of resources

The Appointments and Compensation Committee will assess the achievement of these objectives after the end of the 2020/2021 fiscal year, and on the basis of this review, the Board will decide to allocate all or part of the variable portion to the Deputy CEO.

The variable portion allocated for FY 2020/2021 will be liquidated and paid during the following fiscal year, after approval by the Annual Shareholders' Meeting called to vote on the fiscal year ended on 30 September 2021, in accordance with the Article L. 22-10-8 of the French Commercial Code.

**c) Other items of compensation for the 2020/2021 fiscal year:**

The Deputy Chief Executive Officer will also benefit from the other components of compensation awarded to the Chief Executive Officer, namely:

- the profit-sharing agreement of Compagnie des Alpes,
- the provision of a company vehicle,
- the benefit of a defined contribution pension plan,
- the benefit of the complementary health and personal protection plans of Compagnie des Alpes,
- severance pay,
- private unemployment insurance from the Association pour la Garantie Social des Chefs et Dirigiants d'Entreprise – GSC.

The conditions applicable to these items of compensation will be identical to those applicable to the Chief Executive Officer.

It should be recalled that executive corporate officers do not benefit from performance shares.

### SUMMARY TABLE OF THE DEPUTY CHIEF EXECUTIVE OFFICER'S COMPENSATION POLICY

| Items of compensation | Comments |
|---|---|
| Fixed remuneration | Gross fixed compensation of €250,000 |
| Variable compensation | 50% of the basic annual salary.<br>The targets for the variable portion of the compensation are liable to change, along with the assessment of their achievement:<br>• from 0 to 25% of the annual fixed compensation according to the following quantitative criteria:<br>  • from 0 to 12.5% based on Group EBITDA for the fiscal year,<br>  • from 0 to 8.5% based on Group net debt calculated at the end of the fiscal year,<br>  • from 0 to 4% based on the free cash flow for the fiscal year;<br>  It is specified that the assessment of the quantitative criteria for the year 2020/2021 will be made on the basis of the effective opening date of the Ski areas and Leisure parks.<br>• from 0 to 25% according to qualitative criteria in line with the Group's strategy and the optimisation of resources |
| Multi-year variable compensation | The Deputy Chief Executive Officer does not receive any multi-year variable compensation. |
| Exceptional compensation | The Deputy Chief Executive Officer does not receive any exceptional compensation. |
| Profit-sharing agreement | The Deputy Chief Executive Officer is covered by the Company's profit-sharing agreement. |
| Stock option or performance share grants | The Deputy Chief Executive Officer is not a beneficiary of performance share plans. |
| Welcome or severance package | In certain cases, the Deputy CEO will receive a severance package upon leaving the CDA Group. This will be equal to 1 years' remuneration (last fixed + variable remuneration), subject to the achievement of individual and Group performance criteria that have been verified by the Board. |
| Non-competition indemnity | The Chief Executive Officer is not subject to a non-compete clause. |
| Complementary retirement plan | The Deputy Chief Executive Officer is eligible for the supplementary defined-contribution pension plan applicable to the Group's executive corporate officers and senior executives. |
| Complementary health and pension plan | The Deputy CEO is covered by the collective health and pension plan in operation at CDA, in the same way and under the same conditions as other employees. |
| Benefits of all kinds | The Deputy Chief Executive Officer has a company car. |
| Private unemployment | Private unemployment insurance from the Association pour la Garantie Sociale des Chefs et Dirigeants d'Entreprise – GSC. This insurance pays a daily indemnity to corporate officers in the event of an involuntary termination of professional activity due to dismissal or non-renewal of term of office. Accordingly, the corporate officer will receive from the 31st day of the involuntary loss of professional activity and for its duration, daily unemployment benefits for a maximum period of 24 months (after the end of the first year of affiliation).<br>The total amount of compensation paid in the event of involuntary loss of professional activity may in no case exceed 70% of the annual net income of the previous fiscal year, excluding any dividends. |

**Compensation policy applicable to the non-executive Chairman after separation of duties during FY 2020/2021:**

The Board of Directors, in line with its previous decisions, does not currently foresee fixed or variable compensation for the non-executive Chairman.

If Dominique Marcel is appointed non-executive Chairman after 1 June 2021, he will only benefit from:

- a company car;
- the supplementary pension scheme;
- supplementary health and pension scheme

### 3.3.1.2 Compensation policy for the members of the Board of Directors for FY 2020/2021 (Article L. 22-10-8 of the French Commercial Code)

#### A. General principles relating to the determination, review and implementation of the compensation policy for the members of the Board of Directors for FY 2020/2021

This report on the compensation policy for corporate officers was drawn up with the assistance of the Appointments and Compensation Committee and was approved by the Board of Directors on 7 December 2020, in accordance with Article L. 22-10-8 of the French Commercial Code. This report describes all the components of the fixed and variable compensation of corporate officers and explains the decision-making process followed to determine, revise and implement it.

**The establishment of the compensation policy** for Directors and non-voting members of the Board is the responsibility of the Board of Directors, on the recommendation of the Appointments and Compensation Committee, after the Shareholders' Meeting sets a budget representing a total amount to be paid to the Directors and non-voting members of the Board. In this context, it decides each year on the distribution of this compensation among its members, taking into consideration, where applicable, the attendance of members at meetings of the Board of Directors and committees as well as any waivers of compensation. Directors and the non-voting member of the Board whose term of office expires or is newly appointed during the past fiscal year will receive compensation calculated at the end of the year *prorata temporis*.

The compensation policy for corporate officers is therefore established by the Board of Directors and reviewed annually after the closing of the financial statements, after consulting the Appointments and Compensation Committee.

The Board of Directors may award exceptional compensation, in cash or in kind, for specific assignments entrusted to some of its members or because of the member's distinctive profile or role; any such compensation must be approved through the regulated agreements procedure.

Except within the framework of a legally-agreed employment contract, no other compensation may be awarded to Directors.

Compensation is assessed in the context of a core business and market, in line with the compensation of corporate officers with similar responsibilities in listed companies of the same size. This policy is in line with the Company's corporate interest, contributes to its sustainability and is part of its commercial strategy.

In accordance with Article R. 225-29-1 of the French Commercial Code, if a new Director or non-voting member is appointed, the compensation policy applicable to the current members of the Board of Directors would be applied.

**The remuneration policy is implemented** by the Board of Directors in accordance with the resolutions passed by the Shareholders' Meeting.

The Shareholders' Meeting of 18 March 2010 set the maximum annual amount that can be awarded to Board members at a total of €250,000 per fiscal year. This amount has not been modified since then and is thus applicable to all Directors and the non-voting member in office during the fiscal year, and until otherwise decided. The compensation is allocated on the basis of the following principles:

- *for the Board of Directors and the committees:* fixed compensation of €1,500 is allocated to each Director on the basis of their actual attendance at Board and Committee meetings and time spent on Board and Committee work;

  It should be noted that the Directors representing the employees do not receive any compensation linked to their corporate office due to holding an employment contract with the Company. It should be recalled that the Chairman and Chief Executive Officer in his role as Chairman of the Board of Directors does not receive any compensation related to the activity of Director (formerly Directors' fees) and it is specified that within the framework of the separation of functions such as announced by the Company on 27 November 2020, the non-executive Chairman, whose term of office would be renewed by the next Shareholders' Meeting, would not receive compensation for his office as a Director;
- *for the non-voting member:* the Board of Directors' meeting of 14 March 2013 decided to grant the non-voting member compensation of €1,500 per Board meeting or Committee meeting attended, for the services he provides in his role as non-voting member. This compensation was maintained upon the renewal of term as a non-voting member by the Board of Directors on 9 March 2017.

**The compensation policy may be revised under the conditions provided for in Article L. 22-10-8 of the French Commercial Code** when the Ordinary Shareholders' Meeting does not approve the compensation policy presented to it and the Board of Directors then submits a revised compensation policy to the next Shareholders' Meeting, taking into account the foregoing shareholders' vote.

In accordance with the provisions of Article L. 22-10-8 III of the French Commercial Code, the Board of Directors, on the advice of the Appointments and Compensation Committee, would have the right to waive the application of the compensation policy concerning the compensation of corporate officers in the event of exceptional circumstances and whether this exemption is temporary and in line with the Company's interests and necessary to guarantee the Company's sustainability or viability.

As part of the decision-making process followed to determine, revise and implement the compensation policy, the Company's Corporate Governance Charter is applied, by virtue of which the corporate officers strive to ensure that they avoid any conflict that may exist between their moral and material interests and those of the Company. They will inform the Board of any conflict of interest, even potential, in which they may be involved. Should they be unable to avoid a conflict of interest, even potential, they will refrain from taking part in discussions and from any decision-making in relation to the matters concerned.

#### B. Application of the compensation policy to the members of the Board of Directors

At its meeting of 19 November 2020, on the recommendation of the Appointments and Compensation Committee, the Board of Directors decided to allocate a total of €144,000 to the Directors and the non-voting member for the 2019/2020 fiscal year. The compensation allotted for one fiscal year (in relation to the meetings held in this fiscal year) is paid during the next fiscal year.

The table presented in section 3.3.2.3. summarises all compensation paid to Board members for FY 2018/2019 and 2019/2020 by the Company, by controlled companies within the meaning of Article L. 233-16 of the French Commercial Code or by the controlling companies.

## 3.3.2 COMPENSATION COMPONENTS AND BENEFITS OF ANY KIND PAID IN RESPECT OF THE TERM OF OFFICE DURING THE YEAR OR AWARDED IN RESPECT OF THE 2019/2020 FISCAL YEAR TO EACH CORPORATE OFFICER, INCLUDING THE EXECUTIVE OFFICER (ARTICLE L. 22-10-9 I AND L. 22-10-34 II OF THE FRENCH COMMERCIAL CODE)

In accordance with Article L. 22-10-34 II of the French Commercial Code, the Annual Shareholders' Meeting will be required to approve the information mentioned in Article L. 22-10-9 I of the French Commercial Code relating to the all executive and non-executive corporate officers listed in this section. The Annual Shareholders' Meeting will also decide, in accordance with Article L. 22-10-34 III of the French Commercial Code, on the fixed, variable and exceptional components of the total compensation and benefits of any kind paid during or in respect of the past fiscal year to the executive corporate officer and described in this section.

### 3.3.2.1 Compensation and benefits of any kind paid to the Chairman and Chief Executive Officer during or in respect of the 2019/2020 fiscal year in view of his term of office

The Board of Directors took into account the votes of the shareholders of 5 March 2020 on the compensation policy of the executive corporate officer since the elements of his compensation as reviewed by the Board of Directors on 7 December 2020 are similar to those that had been approved at the last Annual Shareholders' Meeting.

Pursuant to Article L. 22-10-34 of the French Commercial Code, the next Annual Shareholders' Meeting will be asked to approve the fixed, variable and exceptional components of the total compensation and benefits of any kind paid or allocated during the past fiscal year to the Chairman and Chief Executive Officer.

The table below summarises the components of compensation paid or awarded to the Chairman and Chief Executive Officer in respect of the 2019/2020 fiscal year.

## PRESENTATION OF THE ITEMS OF COMPENSATION DUE OR AWARDED TO DOMINIQUE MARCEL, CHAIRMAN AND CHIEF EXECUTIVE OFFICER FOR THE 2019/2020 FISCAL YEAR IN VIEW OF HIS TERM OF OFFICE

| Compensation elements | Amounts due or awarded for fiscal year 2019/2020 | Comments |
|---|---|---|
| Fixed compensation [1] | €386,663 | Gross fixed compensation 2019/2020. |
| Variable compensation [2] | €28,588 | i.e. 7.15% of the basic annual salary. The targets underlying the variable portion and the assessment of their achievement are specified above. |
| Multi-year variable compensation | N/A | Dominique Marcel does not receive any multi-year variable compensation. |
| Compensation related to the duties as Director and Chairman of the Board of Directors | N/A | None of the executive corporate officers of CDA receives compensation related to the activity of Director (formerly Directors' fees) in respect of the offices held within the Group. |
| Exceptional compensation | N/A | Dominique Marcel does not receive any exceptional compensation. |
| Profit-sharing agreement | - | Dominique Marcel benefits from the profit-sharing agreement in force within CDA. |
| Stock option or performance share grants | N/A | Dominique Marcel, like the other executive corporate officers, is not a beneficiary of performance share plans. |
| Welcome or severance package | No payment | In certain cases, Dominique Marcel will receive a severance package upon leaving the CDA Group. This will be equal to 2 years' remuneration (last fixed + variable remuneration), subject to the achievement of individual and Group performance criteria that have been verified by the Board. On the occasion of the renewal of the term of office of Dominique Marcel, this commitment, subject to the prior authorisation of the Board, was approved by the Shareholders' Meeting of 9 March 2017. |
| Non-competition indemnity | N/A | Dominique Marcel is not subject to a non-competition clause. |
| Complementary retirement plan | The actuarial obligation at 30 September 2020 was €1,541,277. | Dominique Marcel benefits from the supplementary pension plan applicable to the Group's executive corporate officers and senior executives, comprising a defined contribution plan and a defined benefit plan guaranteeing a pension equal to 1% of the last annual compensation (fixed + variable) per year of seniority capped at 10% of the latter compensation. Note: prior commitment authorised by the Board and approved by the Shareholders' Meeting under related-party agreements and commitments. |
| Complementary health and pension plan | - | Dominique Marcel is covered by the collective health and pension plan in operation at CDA, in the same way and under the same conditions as other employees. |
| Benefits of all kinds | €7,182 | Dominique Marcel has been allocated a company car. |
| Private unemployment | At 30 September 2020, the unemployment insurance expense paid by the Company amounted to €19,776.14 for the fiscal year | On 9 March 2017, the Board of Directors approved the purchase by the Company of private unemployment insurance from the Association pour la Garantie Sociale des Chefs et Dirigeants d'Entreprise (GSC) for Dominique Marcel in his capacity as Chairman and Chief Executive Officer. This insurance pays a daily indemnity to corporate officers in the event of an involuntary termination of professional activity due to dismissal or non-renewal of term of office. The total amount of compensation paid is capped (see above). |

*(1) At the meeting of the Board of Directors of 9 March 2017, Dominique Marcel agreed that his overall compensation should be capped and therefore reduced to comply with the rules imposed on public sector companies, even though Compagnie des Dépôts de Alpes, a private company, is not subject to this regulation. The annual gross fixed remuneration for Dominique Marcel has not changed since the Board of Directors' decision on 9 March 2017.*

*It should be noted that at its meeting of 16 April 2020, in the difficult context of the health crisis due to Covid-19, the Board of Directors approved Dominique Marcel's, the Chairman and Chief Executive Officer's, request to reduce by 20% his annual fixed compensation throughout the lockdown period from 17 March to 11 May 2020. Dominique Marcel thus received €386,663 in respect of the 2019/2020 fiscal year.*

*(2) Based on the work and proposals of the Appointments and Compensation Committee, the Board of Directors at its meeting of 7 December 2020 reviewed the level of achievement of the targets. After consulting the Appointments and Compensation Committee, it noted that, in respect of the targets, the performance criteria for the variable compensation of Dominique Marcel had been 57% met. As a result, it decided that Dominique Marcel would receive, during the 2020/2021 fiscal year, in respect of the 2019/2020 fiscal year, 57% of his annual variable compensation, i.e. a gross amount of €28,588, which is less than 7.15% of his annual fixed compensation.*

## Summary statement of individual compensation paid to Executive corporate officers for the 2019/2020 fiscal year (Presentations of AFEP-MEDEF Code of Corporate Governance/AMF position-recommendation No. 2009-16 and No. 2012-02)

The breakdown of the individual compensation of executive corporate officers for the 2019/2020 fiscal year is presented below:

### Summary of compensation payable and stock options and shares granted to the executive corporate officer (gross compensation in euros) (Table 1 of the AFEP-MEDEF Code)

This first table summarises the total compensation payable to executive corporate officers for the fiscal year ended 30 September 2020 and the previous fiscal year.

| Dominique Marcel, Chairman-Chief Executive Officer | 2018/2019 | 2019/2020 |
|---|---|---|
| Compensation due for the fiscal year (see Table 2) | 485,467 | 422,433 |
| Valuation of options granted for the fiscal year (see Table 4) | - | - |
| Valuation of performance shares granted for the fiscal year (see Table 6) | - | - |
| TOTAL | 485,467 | 422,433 |

### Summary table of the compensation payable (gross and in euros) to the executive corporate officer (by the Company, the controlled companies within the meaning of Article L. 233-16 of the French Commercial Code and the controlling company (ies)) (Table 2 of the AFEP-MEDEF Code)

This table shows the gross compensation due to the Chairman and Chief Executive Officer for the fiscal year ended 30 September 2020 and the previous fiscal year, as well as the compensation actually paid to them during those fiscal years.

| | FY 2018/2019 | | FY 2019/2020 | |
|---|---|---|---|---|
| Dominique Marcel, Chairman-Chief Executive Officer | due | paid | due | paid |
| • fixed compensation | 400,000 | 400,000 | 386,663 | 386,663 |
| • variable compensation | 48,468 | 50,000 | 28,588 | 48,468 |
| • gross profit share | 30,245 | 19,803 | - | 30,245 |
| • exceptional compensation | - | - | - | - |
| • compensation linked to the role of Director (formerly Directors' fees) | - | - | - | - |
| • benefits in kind | 6,755 | 6,755 | 7,182 | 7,182 |
| TOTAL | 485,467 | 476,558 | 422,433 | 472,557 |

### Share subscription or purchase options granted during the fiscal year to the executive corporate officer by the issuer and by each Group company (Table 4 of the AFEP-MEDEF Code)

N/A.

### Share subscription or purchase options exercised during the fiscal year by the executive corporate officer (Table 5 of the AFEP-MEDEF Code)

N/A.

### Bonus shares granted during the fiscal year to the executive corporate officer by the Company or by any Group company (Table 6 of the AFEP-MEDEF Code)

N/A.

### Free shares granted during the fiscal year to the executive corporate officer (Table 7 of the AFEP-MEDEF Code)

N/A.

### History of share subscription or purchase options (Table 8 of the AFEP-MEDEF Code)

N/A.

### History of free allocations of shares to the executive corporate officer (Table 9 of the AFEP-MEDEF Code)

This table can be found in Chapter 5, Note 6.10 of the Consolidated Financial Statements.

### Table summarising the multi-year variable compensation of the executive corporate officer (Table 10 of the AFEP-MEDEF Code)

N/A.

### Situation of the executive corporate officer during FY 2019/2020 with regard to the AFEP-MEDEF Code (Table 11 of the AFEP-MEDEF Code)

| Executive officer | Employment contract | Complementary retirement plan | Benefits in kind owed or likely to be owed as a result of a termination or change of position | Indemnities related to a non-compete clause |
|---|---|---|---|---|
| **Dominique Marcel** Chairman and Chief Executive Officer | No | Yes | Yes | No |

## 3.3.2.2 Equity ratio, change in compensation and Company performance (Article L. 22-10-9 par. 6 and 7 of the French Commercial Code)

This presentation is made in accordance with Article L. 22-10-9 par. 6 and 7 of the French Commercial Code as amended by Order No. 2019-1234 of 27 November 2019.

The table, in accordance with Article L. 22-10-9 par. 6 of the French Commercial Code, shows, on the one hand, the level of compensation of the Chairman and Chief Executive Officer of the Company in light of the average compensation of employees (excluding corporate officers) and, on the other, the median of the compensation of employees (excluding corporate officers) of Compagnie des Alpes, as well as changes in this ratio over the five most recent fiscal years.

### RATIO OF THE COMPENSATION OF DOMINIQUE MARCEL, CHAIRMAN AND CHIEF EXECUTIVE OFFICER, IN RELATION TO THE COMPENSATION OF COMPANY EMPLOYEES (AVERAGE AND MEDIAN)

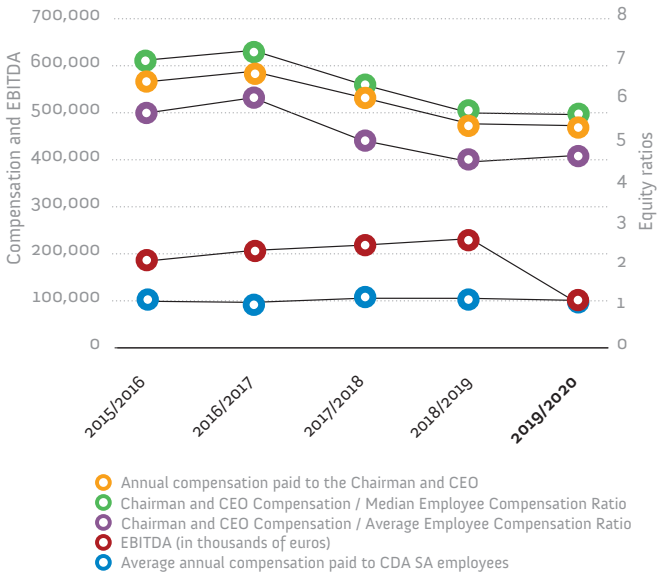
| | 2015/2016 | 2016/2017 | 2017/2018 | 2018/2019 | 2019/2020 | Change over five years |
|---|---|---|---|---|---|---|
| Annual compensation paid to the Chairman and CEO [1] | €565,289 | €588,038 | €533,070 | €476,558 | €472,557 | -16% |
| *Change in annual compensation paid to the Chairman and CEO* | *1%* | *4%* | *-9%* | *-11%* | *-1%* | |
| EBITDA *(in thousands of euros)* | 184,006 | 207,203 | 218,344 | 232,292 | 93,775 | -49% |
| *EBITDA change* | *7%* | *13%* | *5%* | *6%* | *-60%* | |
| Change in average annual compensation paid to CDA SA employees [2] | 4% | -2% | 9% | 0% | -4% | 2% |
| Chairman and CEO to Median Pay ratio | 5.70 | 6.08 | 5.05 | 4.52 | 4.68 | -18% |
| *Change in RATIO as % of average compensation paid to employees* | *-4%* | *7%* | *-17%* | *-10%* | *4%* | |
| Chairman and CEO to Average Pay ratio | 6.99 | 7.23 | 6.41 | 5.71 | 5.67 | -19% |
| *Change in RATIO as % of median compensation paid to employees* | -3% | 3% | -11% | -11% | -1% | |

*(1) The annual compensation paid to the Chairman and Chief Executive Officer during the fiscal year includes the following items of compensation: fixed compensation, variable compensation, benefits in kind and profit-sharing.*

*(2) The annual compensation paid to Company employees (excluding corporate officers) during the fiscal year on the basis of a full-time equivalent within the Company includes the following items of compensation: fixed compensation, variable compensation, benefits in kind, profit-sharing and free performance shares. In accordance with AFEP recommendations, the methodology for calculating the average and median compensation of employees has been revised to include the allocation of free performance shares (valued at the fair value of the share at the time of the initial allocation), it being recalled that the Chairman and Chief Executive Officer is not eligible for the free performance share scheme. The equity ratios since 2015/16 have therefore been recalculated accordingly to take into account the inclusion of this item of compensation.*

The graph below shows the change over the last five fiscal years in the annual compensation paid to the Chairman and Chief Executive Officer, the average annual compensation paid to the Company's employees, the Group EBITDA performance criterion and the two performance ratios referred to above. The equity ratios represent the differences between the compensation of the Chairman and Chief Executive Officer and the average and median annual compensation paid to CDA SA employees.

### CHANGES IN COMPENSATION, EQUITY RATIOS AND PERFORMANCE OF THE COMPANY




The average annual compensation of employees increased by 2% between the 2015/2016 and 2019/2020 fiscal years while the compensation of the Chairman and Chief Executive Officer decreased by 16% and the EBITDA decreased by 49% during the same period. The compensation of CDA SA employees is changing more favourably than the compensation of the Chairman and Chief Executive Officer (having seen a decrease in the latter in March 2017). As a result, the gap between the average compensation of employees and that of the Chairman and Chief Executive Officer has narrowed by 18% in recent years.

The compensation of CDA SA employees has also changed in line with the CDA Group's EBITDA over the last few years (excluding the specific results for 2019/2020 linked to the impact of the exceptional health situation). EBITDA is a performance criterion representative of the evolution of the Group's results, and determines the achievement of the quantitative objectives of the employees and of the Chairman and Chief Executive Officer, as well as the profit-sharing budget at CDA SA. It should be noted that in 2019/2020, the Group's EBITDA was lower than in previous years and will impact the compensation of employees and of the Chairman and Chief Executive Officer due in respect of 2019/2020 and paid during the next 2020/2021 fiscal year.

### 3.3.2.3 Items of compensation and benefits of any kind paid during the year or granted to each member of the Board of Directors in respect of their term of office.

The table below shows all compensation related to the position of Director (formerly Directors' fees) and other compensation received by non-executive corporate officers, including those newly appointed or whose terms of office ended during the past year (Table 3 of the AFEP-MEDEF Code) (see sections 3.2.1.1. and 3.2.1.2. concerning the activities of the Board of Directors and its Committees during the past fiscal year).

| Directors and members of Committees Gross compensation | Gross compensation linked to attendance at Board and Committee meetings, paid in respect of the 2019/2020 fiscal year | Other gross compensation paid in respect of the 2019/2020 fiscal year | Gross compensation linked to attendance at Board and Committee meetings, paid in respect of the 2018/2019 fiscal year | Other gross compensation paid in respect of the 2018/2019 fiscal year |
|---|---|---|---|---|
| **Dominique Marcel** | N/A | See section 3.3.2.1. | N/A | See section 3.3.2.1. |
| **Caisse des Dépôts et Consignations** – Representative: **Virginie Fernandes** [1] | 40,500 | | 24,000 | |
| **Banque Populaire Auvergne Rhône-Alpes** – Permanent representative: **Maria Paublant** | 9,000 | | 6,000 | |
| **Caisse d'Épargne Rhône-Alpes** – Permanent representative: **Jérôme Ballet** [2] | 15,000 | | 18,000 | |
| **Crédit Agricole des Savoie** – Permanent representative: **Emmanuelle Jianoux** | 9,000 | | 6,000 | |
| **Sofival** – Permanent representative: **Jean-François Blas** | - | | - | |
| **Antoine Gosset-Grainville** | 19,500 | | 15,000 | |
| **Serge Bergamelli** [3] | N/A | | N/A | |
| **Antoine Saintoyant** [4] | N/A | | N/A | |
| **Giorgio Frasca** [5] | 13,500 | | 13,500 | |
| **Carole Montillet** | 10,500 | | 9,000 | |
| **Clothilde Lauzeral** [6] | N/A | | | |
| **Arnaud Taverne** [7] | N/A | | | |
| **Rachel Picard** | 9,000 | | 6,000 | |
| **Francis Szpiner** [8] | 3,000 | | 4,500 | |
| **Sophie Sasinka** [9] | N/A | | N/A | |
| **TOTAL COMPENSATION LINKED TO DIRECTORS' DUTIES** | **129,000** | | **102,000** | **-** |
| **Non-voting member** | | | | |
| Jacques Maillot | 15,000 | | 13,500 | |
| **TOTAL COMPENSATION** | **144,000** | | **115,500** | |

(1) *Carole Abbey replaced Virginie Fernandes as Permanent Representative of Caisse des Dépôts et Consignations on the Board of Directors of Compagnie des Alpes with effect from 28 January 2021. As such, Carole Abbey was not awarded any compensation for FY 2019/2020.*

(2) *Jérôme Ballet replaced Bénédicte Davy on 3 February 2020.*

(3) *Serge Bergamelli resigned from his office as Director with effect from the meeting of the Board of Directors of 19 November 2020. Serge Bergamelli did not receive any compensation for his duties as Director, in accordance with the policy of Caisse des Dépôts et Consignations, of which he is an employee.*

(4) *Antoine Saintoyant was appointed by co-option as a Director at the meeting of the Board of Directors of 19 November 2020 to replace Serge Bergamelli, who resigned. He does not receive any compensation for his duties as Director, in accordance with the policy of Caisse des Dépôts et Consignations, of which he is an employee.*

(5) *Giorgio Frasca's term of office as Director came to an end at the end of the Annual Shareholders' Meeting of 5 March 2020.*

(6) and (7) *Clothilde Lauzeral and Arnaud Taverne were appointed as Directors by the Annual Shareholders' Meeting of 5 March 2020. They do not receive compensation linked to their activities as Directors pursuant to the policy of the Caisse des Dépôts et Consignations, of which they are employees.*

(8) *The term of office of Francis Szpiner ended at the end of the Annual Shareholders' Meeting of 5 March 2020.*

(9) *Sophie Sasinka is a Director representing employees. She receives no compensation for her duties in this capacity.*

It should be recalled that the Board of Directors of 16 April 2020 approved, in the difficult context of the health crisis due to Covid-19, the wish expressed by each of its members, not to be remunerated for their term of office during the entire period of the first lockdown (*i.e.* from 17 March to 11 May 2020).

As the composition of the Board of Directors respects a balanced proportion of each gender, the last paragraph of Article L. 22-10-14 of the French Commercial Code is not applied.

# 3.4 Compliance with corporate governance recommendations

Compagnie des Alpes refers to the AFEP-MEDEF Code of Corporate Governance of Listed Companies in its updated version of January 2020, which may be consulted *via* the following link: www.medef.com. In accordance with the "comply or explain" rule and the latest recommendations from this Code and the AMF, the table below specifies the recommendations of the Code that Compagnie des Alpes does not apply and explains the reasons why.

| Principles of the AFEP-MEDEF Code not followed by CDA | Detailed explanations |
|---|---|
| Obligation to hold shares (Article 23): The Board of Directors sets a minimum number of shares that the executive officers must hold in the form of registered shares until they leave office. This decision is reviewed at least once each time a term of office is renewed.<br>The Board can use different references such as: (i) annual compensation; (ii) a specific number of shares, a percentage of the capital gain net of social security contributions, taxes and transaction-related fees, if concerning shares from stock options exercised or performance shares; (iii) a combination of these references.<br>As long as this shareholding obligation is not fulfilled, the executive officers will devote a portion of stock options or performance shares granted to this obligation, as determined by the Board. This information appears in the Company's annual report. | In December 2013, CDA incorporated this principle relating to the holding of shares by executive officers into its Charter, leaving it up to the Board to specify the terms that would apply. As yet, the Board has not defined these terms, in particular the number of shares that must be held by its executive officers (it should be noted that these executive officers do not benefit from performance share or stock option plans under which they would potentially be required to hold a quota of the shares resulting from these plans). Nevertheless, taking into account the number of shares in the Company now held by the Chairman-Chief Executive Officer (almost 9,000), the Appointments and Compensation Committee, which is aware of the difficulties for corporate officers of investing in Company shares in full compliance with the provisions of the French Monetary and Financial Code, has decided to delay the introduction of a more precise policy at this stage. |
| Complementary retirement plans (Article 25.6.2): The complementary defined-benefit pension plans intended for senior executives and executive officer, are required to observe conditions that prevent abuse.<br>These complementary pension plans are subject to the condition that the beneficiary is a corporate officer or employee of the Company at the time they assert their rights to the pension in accordance with the applicable regulations.<br>To prevent any abuse, and in addition to legal requirements, the following additional regulations have to be imposed (except in the case of plans that are closed to new beneficiaries, which can no longer be amended):<br>• the group of potential beneficiaries must be significantly wider than the executive officers alone;<br>• the beneficiaries must satisfy reasonable conditions, defined by the Board of Directors, relating to their seniority within the Company, which must amount to at least two years, in order to benefit from payments under a defined-benefit pension plan;<br>• demanding performance conditions permitting annual definition of the acquisition of conditional rights, according to applicable legislation;<br>• the reference period taken into account for the calculation of the benefits must cover several years and any artificial increase in compensation over this period for the sole purpose of increasing the benefits under the retirement plan is prohibited;<br>• systems that create an entitlement, either immediately or after a limited number of years, to a high percentage of the overall final compensation are therefore to be excluded;<br>• the maximum percentage of the reference income to which the individual will be entitled under the complementary retirement plan may not exceed 45% of the reference income (fixed and variable compensation payable for the reference period). | CDA has set up a combined complementary retirement plan, comprising a defined-contribution pension plan and a defined-benefit pension plan.<br>All headquarters staff benefit from the complementary defined-contribution pension plan, including its executive officers. The defined contributions (individual accounts) are equal to 7% of the annual compensation for each beneficiary (capped at five times the social security ceiling, or €205,680 on an annual basis in 2020). Contributions to the savings plan are split between the employer (4%) and employee (3%), notwithstanding the employee's status and age.<br>The defined-benefit pension plan, which is fully funded by CDA, is open to corporate officers, senior managers and category-CIII executives (67 individuals).<br>This second plan allows beneficiaries who end their professional career within the Group to benefit, when they take their pension, from a retirement pension equal to 1% of their basic annual salary (last basic annual salary comprising fixed and variable parts) per year of seniority, up to a maximum of 10% of this compensation, less the pension received under the defined-contribution plan.<br>Upon retirement the beneficiary may opt to receive a life annuity with a 60% survivor pension.<br>Although this defined-benefit plan does not adhere strictly to all the recommendations set out in the AFEP-MEDEF Code, Compagnie des Alpes believes that it is in keeping with the spirit of this Code. The benefits under the scheme are not currently subject to a minimum seniority condition (recommendation: minimum of two years) and the reference compensation on which the calculation of the benefits is based is the last basic annual salary (recommendation: multi-year period).<br>The system set up does, however, respect all the other recommendations and remains well below authorised pension levels. Thus, potential benefits which do not increase with seniority only account for 1% of the basic salary (vs. the legally authorised maximum of 3%). Moreover, the ceiling is capped at 10% of the basic salary (vs. a maximum of 45% recommended by the AFEP-MEDEF Code). Consequently, this system rules out any possibility of beneficiaries obtaining a high percentage of their final salary if they have given only very few years of service to the Group.<br>It should be noted that CDA closed its defined-benefit pension plan on 4 July 2019, following the recent legislative changes in this regard, stemming from the Order of 3 July 2019 implementing the so-called Pacte law of 22 May 2019. The conditional benefits granted under this plan are frozen as of 1 January 2020 and will remain subject to the conditions provided under the plan's current rules. |
| Director representing employees on the Appointments and Compensation Committee (Article 18.1):<br>It is recommended that an employee Director be a member of the Appointments and Compensation Committee. | Although the Chairman of the Appointments and Compensation Committee is independent in accordance with the AFEP-MEDEF Code of Corporate Governance and the Charter, no Director representing employees currently sits on the Appointments and Compensation Committee. This possibility is nevertheless provided for in the Company's Corporate Governance Charter. |



# 4

# STATEMENT OF NON-FINANCIAL PERFORMANCE


**4.1 THE GROUP'S CSR ORGANISATION AND CHALLENGES 86**
4.1.1 Organisation 86
4.1.2 Risks and challenges facing the Group in terms of CSR 86

**4.2 LABOUR ISSUES 88**
4.2.1 Key indicators 88
4.2.2 Our employees 88
4.2.3 Our key labour challenges 89
4.2.4 Other labour challenges 93
4.2.5 Consolidated social data – Group scope 96

**4.3 ENVIRONMENTAL CHALLENGES 99**
4.3.1 Organisation and approach at Group sites 99
4.3.2 Energy footprint of Group sites 101
4.3.3 Biodiversity and landscapes 107
4.3.4 Sustainable water management 110
4.3.5 The circular economy and waste 112
4.3.6 Consolidated environmental data 114

**4.4 SOCIETAL CHALLENGES 115**
4.4.1 Long-term contribution to the development and appeal of the regions 115
4.4.2 Position ourselves as a trustworthy player in the eyes of our stakeholders 118
4.4.3 Compliance and ethics 120

**4.5 METHODOLOGY NOTE ON CSR REPORTING 122**
4.5.1 Scope of reporting 122
4.5.2 Data collected 123
4.5.3 Data collection process 123
4.5.4 Limitations of data collection and reliability 123

**4.6 REPORT BY THE INDEPENDENT THIRD-PARTY BODY ON THE CONSOLIDATED STATEMENT OF NON-FINANCIAL PERFORMANCE APPEARING IN THE MANAGEMENT REPORT 124**

# 4.1 The Group's CSR organisation and challenges

This chapter contains the labour, societal and environmental information required by Article R. 225-105-1 of the French Commercial Code, amended by order No. 2017-1180 and implementing decree No. 2017-1265, which transposed the European Parliament and Council Directive 2014/95/EU of 22 October 2014 on the publication of non-financial information.

The Statement of Non-Financial Performance endeavours to list the challenges the Group faces, the actions it has taken and the indicators it has decided to use to monitor and control their positive and negative impacts. The Compagnie des Alpes business model is set out in the introductory section of the document.

## 4.1.1 ORGANISATION

The CDA Group has a CSR Department devoted to implementing actions to reduce the negative impacts and increase the positive impacts of its activities, products and services. The Director for Communications, Brand and CSR represents this department on the Group Executive Committee.

The aim of this new department is therefore to encourage employees to act, to formalise a CSR strategy and to monitor the action plans and objectives relating both to labour challenges (working closely with the Human Resources Department) and to environmental and societal challenges (in collaboration with all Group departments).

Our Ski areas manage Public Service Concession contracts with a large number of delegating authorities. Although bids generally contain an environmental section in which the bidder is asked to explain their policy, the Group's CSR approach is primarily a response to its strategic commitment to minimising its negative externalities and to taking account of society's expectations.

A first CSR roadmap was presented to the Strategy Committee and then the Board of Directors during the 2018/2019 fiscal year. Since then, it has been clarified as regards the environmental aspect with short and medium-term actions, long-term objectives and associated performance or progress indicators.

Guidelines in the Group's strategic planning procedure set out the progress it expects each Group entity to make on CSR matters in the next five years.

To ensure the initiatives are taken into account by employees, and progress is made, for several years now the CSR policy has been put together with the Group's internal bodies and business segment commissions. These bring together subsidiary executives and business segment managers (Human Resources, Ski Area Operations, Catering, etc.). We aim to pursue our efforts in this respect to ensure our employees are more receptive to the culture and responsibility, and more motivated to work towards our priorities.

## 4.1.2 RISKS AND CHALLENGES FACING THE GROUP IN TERMS OF CSR

CSR risks were identified through these top-down and bottom-up procedures then prioritised in accordance with the Group's risk map, the main items of which are explained in **Chapter 2**.

The Statement of Non-Financial Performance therefore highlights key risks and other CSR risks on which the Group wishes to report. Each of the key risks highlighted in the Statement of Non-Financial Performance reflects priority 1 or 2 risks in the Group risk map.

This prioritisation work was initially built in-house, based on our knowledge of the expectations of our stakeholders. We have, for example, taken account of points raised during strategic overviews which have involved interviewing many stakeholder representatives and we also keep a close eye on press reviews. In addition we have a discussion forum with an environmental NGO through which we discuss their positions and expectations, both general and in respect to specific projects. In 2020, we extended our listening to stakeholders to include numerous non-profit organisations or representatives of administrative authorities or State agencies with regard to environmental issues, in order to consolidate our priorities in line with their expectations.

## SUMMARY TABLE OF CSR RISKS AND CORRESPONDING CHALLENGES

| | Description of the macro risks with a material impact | CSR challenges including the key challenges |
|---|---|---|
| **Labour** | **Group becomes less attractive and responsive**<br>• Difficulty recruiting sufficient staff to operate and develop (see §2.4.1 Risk of Human Resource shortage)<br>• Employees become less employable and do not have the right skills for the organisation's strategy<br>• Loss of expertise to ensure business continuity<br>• Problems attracting talent due to weak employer brand | §4.2.2 Our employees<br>**§4.2.3.1 Developing employees, diversity within the Group and integration into the employment market**<br>§4.2.3.1.1 Focus on training<br>§4.2.3.1.2 Guaranteeing career security<br>§4.2.3.1.3 Promoting integration through training/work experience<br>§4.2.3.1.4 Committing to diversity in the Group and integration into the employment market<br>§4.2.4.1 Gender equality at work<br>§4.2.4.3 Labour relations and employee representation |
| | **Increase in accident and absenteeism rates/leave from work**<br>• Increase in occupational accidents (see §2.4.2 Staff safety risks), psycho-social risks, work-related illnesses which impact employees' well-being at work and customer satisfaction<br>• Employer's failure to respect their health and safety at work obligation<br>• Business disruption and customer dissatisfaction due to absenteeism | **§4.2.3.2 Health and safety at work guarantee**<br>§4.2.4.3 Labour relations and employee representation |
| | **Labour risk linked to employee dissatisfaction impacting our competitiveness**<br>• Deterioration of well-being in the workplace<br>• Customer dissatisfaction with the quality of our services<br>• Resistance to change, innovation and transformation within the Group | §4.2.2 Our employees<br>**§4.2.3.3 Employee commitment**<br>§4.2.3.3.1 Promoting integration<br>§4.2.3.3.2 Developing professional qualifications<br>§4.2.3.3.3 Improving employee satisfaction<br>§4.2.4.2 Compensation and benefits systems |
| **Environmental** (*See Risks* §2.2.1 and §2.2.3) | **Climate change**<br>• Leisure activities with a high environmental footprint becoming less acceptable in the medium to long term<br>• Pressure on water resources<br>• Additional operating costs for Group sites and additional usage costs for customers<br>• Failure to meet the national and international targets to mitigate the impact of climate disruption, resulting in physical risks, and transition risks | **§4.3.2.1 Reducing our direct energy and carbon footprint (GHG)**<br>**§4.3.4 Sustainable water management**<br>§4.3.6 Circular economy<br>§4.3.2.2 Indirect environmental footprint performance (Scope 3) |
| | **Decline of biodiversity and alteration of natural landscapes**<br>• Leisure activities with a high environmental footprint becoming less acceptable in the medium to long term<br>• Irremediable decline of biodiversity (social good)<br>• Ability to develop, and acceptability of the developments, in the natural or peri-urban environment<br>• Failure to properly respond to customers' growing concern about the impact on nature of products and industrial processes | **§4.3.3.1 Taking account of biodiversity, soil and landscape in operations and design**<br>§4.3.3.2 Connecting customers with nature by enhancing natural spaces<br>§4.3.3.3 Controlling pollution and emissions |
| **Societal** | **Lack of resilience of regional and tourist ecosystems (see Risks §2.2.2, §2.2.3)**<br>• Failure to anticipate the impact of climate change at the regional level (e.g. adaptation)<br>• Inadequate development of tourist regions and ecosystems | **§4.4.1 Long-term contribution to the development and appeal of the regions** |
| | **Lack of stakeholder trust**<br>• Break away from stakeholder and market expectations<br>• Accidents resulting from the use of products and services (see Risks §2.3.3); site safety and security (see Risks §2.3.4)<br>• Risks of cyber-attacks (see Risks §2.3.1)<br>• Regional populations' negative perception of the Group's social utility<br>• Regulatory non-compliance | **§4.4.2 Positioning ourselves as a trustworthy player in the eyes of our stakeholders (satisfaction, safety, data protection, involvement with local communities)**<br>§4.5 Ethics and compliance |

# 4.2 Labour issues

## 4.2.1 KEY INDICATORS

| Headcount in FY 2019/2020 | Group 2020 | Ski areas | Leisure parks | Holdings and supports | Group 2019 |
|---|---|---|---|---|---|
| **TOTAL AVERAGE HEADCOUNT** *(FTE* [1]*)* | 4,315 | 1767 | 2,278 | 270 | 5,129 |
| **GENDER EQUALITY** | | | | | |
| of which % women | 41% | 31% | 49% | 41% | 42% |
| of which % men | 59% | 69% | 51% | 59% | 58% |
| **MANAGEMENT** | | | | | |
| % managers | 13% | 7% | 12% | 67% | 11% |
| of which % female managers | 39% | 31% | 47% | 33% | 39% |
| of which % male managers | 61% | 69% | 53% | 67% | 61% |
| **AVERAGE HEADCOUNT** | | | | | |
| of which % permanent | 46% | 43% | 43% | 90% | 42% |
| of which % non-permanent | 54% | 57% | 57% | 10% | 58% |
| **TRAINING** [2] | | | | | |
| Number of training hours | 95,491 | 41,423 | 50,321 | 3,747 | 97,756 |
| Number of employees having attended at least one training programme | 6,160 | 1,997 | 4,045 | 118 | 6,364 |
| **OCCUPATIONAL ACCIDENTS** | | | | | |
| Occupational accident frequency rate | 41.7 | 62.5 | 30.7 | 4.8 | 44.0 |
| Number of occupational accidents that caused an employee's death | - | - | - | - | 5 |
| Number of travel accidents that caused an employee's death | - | - | - | - | - |

*(1) FTE = full -time equivalent.*

*(2) Data reported for calendar years 2019 (covering fiscal year 2019/2020) and 2018 (covering fiscal year 2018/2019). These data exclude the Bellewaerde training courses in 2019.*

### * Focus Covid-19

*Given the exceptional health situation, our sites have used the partial activity system, which has a significant impact on our workforce and our key performance indicators (see Chapter 1 - Presentation of Compagnie des Alpes and its activities).*

*As a result, our average full-time equivalent workforce is down by 16% due to partial activity and the postponement of the opening dates of our Leisure parks (thus delaying the hiring of many seasonal workers). As a reminder, the average headcount is calculated on the basis of paid hours (excluding hours of partial employment). Thus,* ***13% of the change in our average headcount is explained by the use of partial activity****. (representing 83% of this decrease). Likewise, our social indicators for FY 2019/2020 are therefore impacted. These include headcount, absenteeism, staff turnover and compensation indicators. It should be noted that the partial activity arrangements differ depending on the laws of the countries where our sites are located.*

## 4.2.2 OUR EMPLOYEES

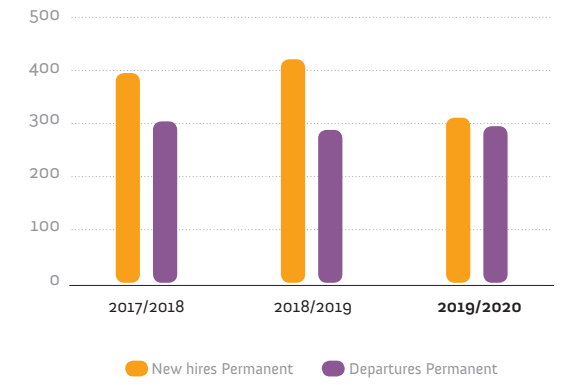
At 30 September 2020, the Group's total headcount was 5,220. As a result of the partial activity, the average headcount calculated over the fiscal year decreased by 16%*, or 4,315 full-time equivalents, compared with 5,129 the previous year.

The Group's activities are highly seasonal. The average monthly headcount therefore fluctuates greatly during the fiscal year. The headcount in Leisure parks grows sharply between April and September, while Ski areas post a comparable rise between December and April.

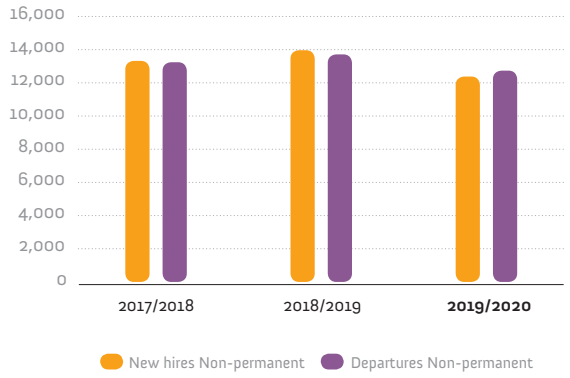
Due to the seasonality of our activities, new hires are primarily temporary (seasonal fixed-term contracts for both business segments), which represented 54% of the Group's FTE headcount over the past fiscal year.

The number of departures from the Group is more or less balanced out by the number of new hires, although there have been more new hires in the permanent workforce (open-ended contracts) over the last three years:

**NUMBER OF HIRES/DEPARTURES OF PERMANENT STAFF OVER THE FISCAL YEAR**




**NUMBER OF HIRES/DEPARTURES OF NON-PERMANENT STAFF OVER THE FISCAL YEAR***




* *Excluding contractors/replacement staff.*

## Ski areas

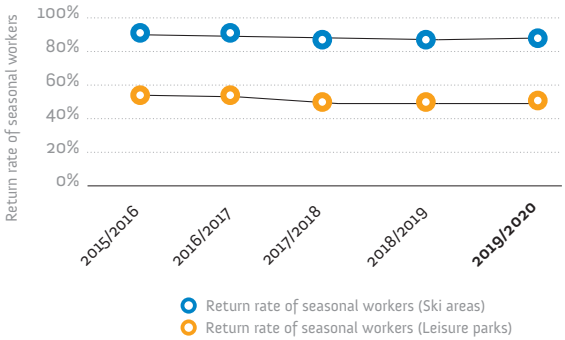
In Ski areas, returning seasonal workers are rehired from one season to the next, in compliance with Article 16 of the French National Collective Bargaining Agreement for Ski Lift and Ski areas. More than 88% of seasonal workers return from one season to the next.

## Leisure parks

As regards Leisure parks, seasonal workers' employment structure is more volatile, although a tendency towards greater stability has emerged in recent years.

The rate of return of seasonal workers to the Leisure parks was 49% for FY 2019/2020. The number has remained stable over the last three years.

**CHANGE IN THE RETURN RATE OF SEASONAL WORKERS**




Our ability to recruit staff is therefore key to the smooth running of our business.

Our priorities are therefore the integration of new employees, career security (primarily through training), a high return rate of seasonal workers and well-being at work.

# 4.2.3 OUR KEY LABOUR CHALLENGES

CDA employees have two main distinguishing features:

- most are seasonal employees who have a suitable personality for the activity;
- an appetite for the leisure sector and the desire to act on Very High Customer Satisfaction.

These two factors have a strong impact on the Group's labour policy which centres on three core areas:

1. Encourage integration into employment, diversity and developing skills;
2. Take action to ensure working conditions to preserve health and ensure safety at work;
3. Promote employee commitment and motivation for their own satisfaction and that of our customers.

Because of the way the Group is organised, the labour policy is largely decentralised to better meet each site's needs and activities. However, each subsidiary commits to take action commensurate of its resources and organisation in respect of each of the Group's labour challenges listed above.

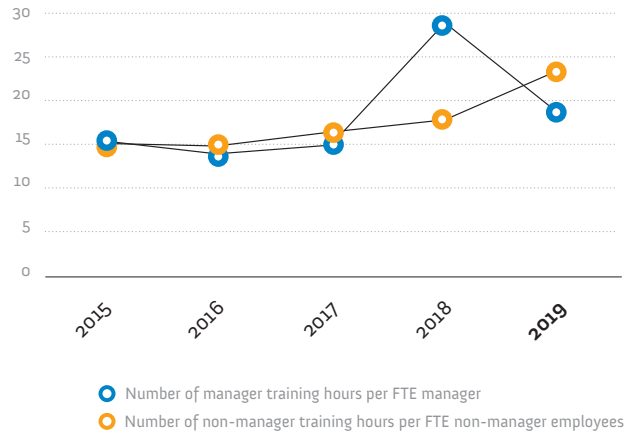
## 4.2.3.1 Developing employees, diversity within the Group and integration into the employment market

Because we offer so many temporary contracts, employee employability and skills development are a vital component of our labour policy. It is vital we develop the skills of our employees to ensure they are more employable both inside and outside the Company and help them obtain valuable qualifications and experience.

### 4.2.3.1.1 Developing skills

In addition to the professional qualification programmes, we develop employability through skills acquisition and development. In this respect, Compagnie des Alpes is continuing its training efforts: the number of training hours per FTE increased by 16% compared to the previous year, *i.e.* an average of 22 hours of training per FTE. It should be noted that the number of training hours corresponds to the 2019 calendar year (excluding Bellewaerde data). This indicator is therefore not impacted by the effects of partial activity.

### CHANGE IN THE NUMBER OF TRAINING HOURS PER MANAGER AND NON-MANAGER EMPLOYEE*




* *Excluding Bellewaerde in 2019, Walibi Belgium in 2017 and GMDS in 2016.*

For the Leisure parks we are putting in place professional qualification training courses in order to foster loyalty among our seasonal workers and develop their skills. This makes them significantly more employable, both with the Group and in companies looking for the same type of profile (tourism professions in particular). E-learning programmes are also used at the sites to meet their specific business requirements.

Moreover, we continue to support Group managers by proposing a range of training modules adapted to our culture and our business segments.

We organised training on topics of strategic importance for the Group, such as raising awareness of digital issues and combating corruption, innovation (design thinking method) and working in project mode.

We also want to focus on the training of our local managers by helping them to better master this important aspect of their mission. As a result, we are going to offer them specific training modules to give them the keys they need to support their teams on our strategic topics. This approach, planned for the year, was delayed due to the health situation. It is part of our desire to secure career paths and develop and enhance skills.

All training actions aim to ensure a high-quality and rewarding employee career so that each employee can develop within Compagnie des Alpes.

#### 4.2.3.1.2 Guaranteeing career security

Our activities are by nature seasonal. However CDA commits to helping seasonal workers extend their period of employment by offering, as part of a collective bargaining agreement, internal cross-over programmes between the two business segments and external programmes in the employment catchment area.

In internal cross-over programmes, all seasonal jobs to be filled are shared with seasonal workers (despite the fact that geographical mobility is still a deterrent for many of them). We are continuing our actions to boost and encourage internal mobility through a shared recruitment tool that provides access to available job offers within the Compagnie des Alpes Group. A "mobility" community has also been created. A contact person per site is responsible for distributing the available workstations according to the uses of each subsidiary.

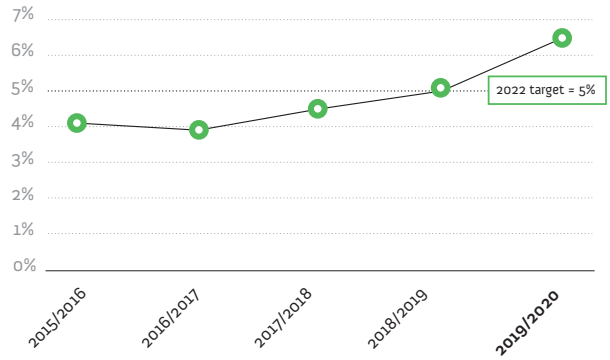
In the employment catchment areas, external programmes are offered. These involve putting our seasonal workers in contact with local employers with complementary seasonality. The Ski areas are pursuing their policy of informal collaboration with sub-contractors which have provided employment for seasonal workers during the summer in maintenance positions or other areas. Some activities (maintenance in particular) are also insourced which has enabled us to either offer our winter seasonal workers summer jobs or to offer permanent employment to workers on fixed-term contracts.

In terms of our Leisure parks, at the end of each season at Parc Astérix we organise a job/training forum for our seasonal workers, presenting to them the professions of the Ski Area activity, and the jobs on offer for the winter season. This allows seasonal workers at the end of their contract to consider undertaking professional training in a chosen area or studying for a certificate to further their career. Each of the Ski areas HR managers is committed to welcoming a seasonal worker from the Leisure parks during the winter season.

A Group framework agreement signed at the end of 2015, giving priority to re-hiring, provided better visibility for our seasonal workers at our sites who wished to return the following season, subject to certain specific conditions of the agreement. Seasonal workers at the Ski areas are protected by the provisions of the collective agreement.

#### 4.2.3.1.3 Promoting integration through training/work experience

### PERCENTAGE CHANGE OF WORK-STUDY TRAINEES IN THE WORKFORCE




Moreover, we aim to develop job integration, primarily through a training/work experience promotion approach across our activities.

We thought about how we could proactively target a figure of 5% work-study trainees in our total workforce by 2022 (irrespective of the legal requirements applicable to our local sites) by forging partnerships with schools and supporting training initiatives to encourage young people to consider working in one of our business segments. At Parc Astérix, for example, we focused on partnerships with schools in the hotel and catering sector to develop this activity at the site.

This target of 5% work-study trainees in our workforce was achieved in advance in 2018/2019, significantly exceeding this target by more than 6.5% of work-study trainees in our workforce in 2019/2020*. We are continuing our investments to ensure we maintain this figure in the years to come.

To help us achieve our job integration target at our headquarters, for several years we have been providing support until graduation to employees who combine work and training. Around 10 students preparing for a variety of diplomas, such as mergers and acquisitions, accounting/management, catering or audit/internal control, were welcomed in several Holdings and supports companies during the 2019/2020 fiscal year.

Within the Ski areas, work-study contracts focus on technical activities, human resources and retail, thus increasing the number of work-study trainees by 25%.

Within the Leisure parks, we recorded a growth of 10% this year, with more than 175 work-study trainees taking part in their schooling while developing their professional skills, notably in catering, hotel, management and sales.

Thanks to our efforts in this area, we are able to help young people enter the workforce and plan ahead by identifying the talent and potential employees we need to meet the current and future needs of our business segments.

#### 4.2.3.1.4 Committing to diversity in the Group and integration into the employment market

Through these various training, career security and integration measures, diversity is at the heart of the Group's concerns, which is working to integrate different priority groups into the workforce.

For example, we have introduced parallel initiatives with associations to help the unemployed enter the job market.

Compagnie des Alpes' focus is on helping young people make the transition from school to work. Parc Astérix and Walibi Rhône-Alpes regularly welcome young people from Sport dans la Ville as part of a structured programme. Because we are in the leisure business, this is the focus of our initiatives to attract young people, introduce them to our business segments and organisations and help them in their careers.

Parc Astérix is continuing its commitment through the Hope initiative, which aims to integrate migrant people.

All of our sites are tasked with promoting professional integration from a range of initiatives proposed by CDA to promote diversity within the Group.

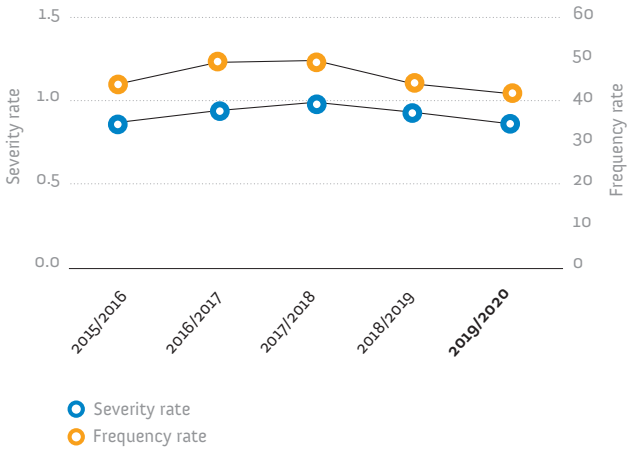
The Group is committed to equal opportunities and consequently does not discriminate on any grounds, including disability. Many sites in fact regularly educate their employees about the benefits of having disabled employees in the workforce. Moreover, despite the specific nature of the working environments in the Ski areas and Leisure parks, some sites adapt and organise work stations to enable them to welcome and employ disabled workers and keep these workers in employment. The number of disabled employees has increased by 11% over the last three fiscal years.

### 4.2.3.2 Health and safety at work guarantee

Employee health and safety at work is one of the cornerstones of the Compagnie des Alpes labour policy.

Every year, we take steps to ensure that the conditions are right for our employees to be healthy and safe. This important issue is addressed by various actions being rolled out within the Group in a decentralised manner. Each site decides on the most appropriate initiatives for its particular activity. Workplace safety training represented a total of 35,962 hours during the year, or 38% of all training provided.

**CHANGE IN THE SEVERITY RATE AND FREQUENCY RATE OF WORKPLACE ACCIDENTS – GROUP**




In compliance with the law of 31 December 1991 and the decree of 5 November 2001, professional risk evaluation documents (personnel health and safety) are compiled and updated regularly on French sites. They list all the occupational risks that employees may face, as well as action plans aimed at reducing risk exposure. Each accident is analysed and corrective action is taken. Each company is in charge of creating the single document for risk evaluation, and of updating it. This applies to all sectors, all reporting levels, and all employees, regardless of their status. All Group companies regularly exchange information about their experience feedback. All documents have been updated in line with the health crisis. A protocol was drafted specifying all the rules and measures taken in connection with Covid-19 (capacity gauges of employees present in the premises, teleworking, wearing of equipment, cleaning, isolation procedure, etc.)

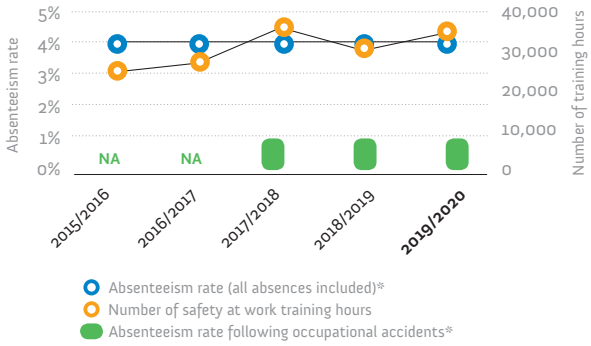
We raised awareness among managers and teleworking employees on the right to disconnect and remote management in order to combat the risks of overload and isolation. For the past two years, we have set up an external listening and psychological support platform.

For Ski areas, occupational accidents are mainly related to falls when moving about on skis, as well as slips and falls when walking. For the Leisure parks, most of the accidents are related to working at heights, travel within the sites and catering.

While the absenteeism rate has remained stable in recent fiscal years, the number of occupational accidents fell by 21% this year*. This decrease can be explained by the results of actions carried out for several years. It is also partly due to shortened seasons (following the health measures).

For several years now, all the Ski areas of the Group have adopted the QSE (Quality-Safety-Environment) procedure aimed at establishing an Integrated Management System (IMS) based on the OHSAS 18001 Safety standard. Today, many of the sites have included these practices in their organisation and procedures, even if they have not obtained certification. The sites are trialling initiatives with a greater focus on behaviour: checks on safety behaviour at the workstations, security rules inserted into the uniforms, casualty reports, etc.

**CHANGE IN ABSENTEEISM RATE (ALL ABSENCES) AND ABSENTEEISM RATE FOLLOWING OA**




** Excluding absenteeism at Chaplin's World.*

**In the Leisure parks**, workplace health and safety compliance are part of an internal Compagnie des Alpes audit plan. Specialist firms have conducted a comprehensive workplace health and safety compliance review of four Leisure parks sites (Walibi Belgium, Bellewaerde, Walibi Holland and Parc Astérix) in recent years. The results and improvement recommendations are monitored as part of the existing governance (Compagnie des Alpes Executive Management of the site, general and operational management).

In addition, analysis work in collaboration with occupational medicine was carried out, in particular with the Musée Grévin, in order to identify risks and implement more appropriate action plans. This approach makes it possible to improve the annual assessment in terms of safety and working conditions, and to enrich the annual prevention programme.

As part of the management of the exceptional health situation related to Covid-19, Compagnie des Alpes has mobilised to train employees in barrier gestures and alert them to the spread of the virus. An e-learning module has therefore been developed and made available to all French subsidiaries. This module, made available to the sites, consists of three videos and a quiz that validates the knowledge acquired on the right actions to adopt. Through this e-learning training, we have raised awareness among our employees, remotely, and maintained their vigilance against the virus, particularly in their work environment. Some sites have chosen to train their employees through other initiatives such as Futuroscope, which has a total of 2,445 hours of training on the risk of Covid-19. These modules are also relevant for the 2020/2021 season.

## 4.2.3.3 Employee commitment

Increasing commitment and motivation is a priority within the Group, because we believe that satisfaction and quality of life at work are the basis of the capacity for innovation. To this end, we are implementing initiatives such as integration, the awarding of professional certifications and the measurement of employee satisfaction.

### 4.2.3.3.1 Promoting integration

Our operational segments require specific on-the-job training that we provide to our seasonal employees. Most importantly, they must be good with people and able to extend a warm welcome to our visitors, while ensuring their safety and offering them a unique experience.

We therefore mainly recruit candidates interested in our business segments, with a capacity to develop these qualities. Each year we offer a springboard to candidates who are often looking for their first job, and either have no qualification or are retraining.

Integration is then an important step to which special attention is given. The Leisure parks organise induction days enabling new employees to discover and adapt to the leisure sector. This takes the form of a team-building welcome day, during which teams rally together to welcome new employees, providing them with the necessary information on the strategy, organisation, development projects and functioning of the site, in an enjoyable and educational manner (e-learning, site visits, recreational activities in relation to the duties carried out, quizzes, etc.).

On such occasions, discussion and an exchange of experience is encouraged between long-standing and new employees. We promote interactivity by showcasing our employees and offering them a dynamic presentation of our activities. The integration of our employees is proof of the attention we pay to their well-being at work from the moment they arrive. These days are regularly reinvented. This year, Futuroscope focused on workshops based on real-life situations and three "Welcome" modules led by management.

Moreover, this year Parc Astérix rolled out a mobile app to enable employees to better communicate, facilitate car-sharing and conduct surveys, which contributes to both the quality of life at work and the integration of new employees.

### 4.2.3.3.2 Developing professional qualifications

In order to secure career paths and guarantee the employability of our employees, we are implementing significant measures to promote the acquisition of professional certifications.

In 2015 we introduced a pre-hiring certified training programme in the form of a POEC (préparation opérationnelle à l'emploi collective – operational preparation for collective employment) for the new seasonal workers of the Leisure parks.

This programme aims to improve the skills of the teams in order to improve the quality of visitor reception in the parks, and increase visitor satisfaction.

At the end of the programme, which is in place at several sites (Parc Astérix, Walibi Rhône-Alpes and Futuroscope), successful candidates obtain a double branch-level certification, a CCP (Certificate of Professional Competence) and a CQP (Certificate of Professional Qualification) in one of the following three business segments: rides/installations, fast food and shop sales. This has been extended to the hotel and catering and show management business segments.

We also enable the acquisition of certifications relating to the skills necessary for reception and quality of service, office automation and management.

These programmes have had some success, with more than 385 professional certifications obtained this year by Leisure park employees, an increase of 15%.

In Belgium, we also have a collectively-managed training fund for the occupational sector in which our sites operate. It gives them access to grants to train seasonal employees in service jobs and mainly hospitality, as well as in safety and technical issues.

In Ski areas, training continues to be focused on safety, authorisations as well as the development of skills to provide optimal service to our customers (hospitality, languages). Training actions focus on management training.

Region-specific initiatives were also introduced: for example, in Val-d'Isère, STVI (the Val-d'Isère ski area operating company) in partnership with other companies and local authorities, pursued a certification plan to train first-time seasonal workers in the basic skills required for tourism jobs.

SAP (Société d'Aménagement de La Plagne) also established a POEC approach for its first-timers.

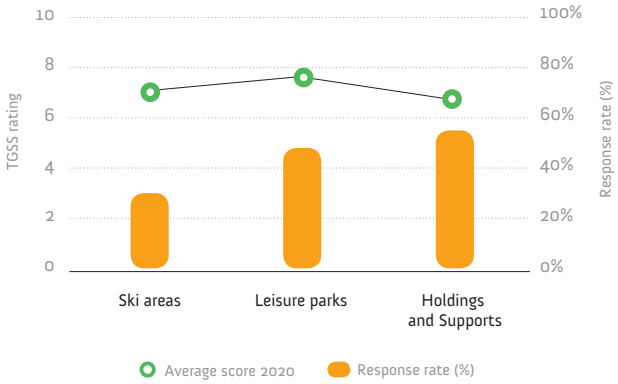
In addition, over 292 CQPs (up 7%) were validated at the Ski areas, mainly in the operating business segments: grooming machine driver, fixed-grip cable car driver, self-disengaging cable car driver, ski lift driver, operations agent, snow maker and team manager.

To enable staff to obtain a certificate of professional qualification at branch level (CQP – *Certificat de Qualification Professionnelle*), Ski areas provide support, particularly in technical subjects. The objective is to confirm that specialist skills have been acquired, particularly in operating grooming machines, cable cars, etc.

Thus, during the year, the Group's employees obtained 677 recognised professional certifications (including 51% by seasonal workers), which are useful and rewarding, enabling them to develop their employability, *i.e.* an additional 12% this year.

#### 4.2.3.3.3 Improving employee satisfaction

**EMPLOYEE SATISFACTION SURVEY 2020**




Over three years ago, we introduced employee satisfaction surveys in the Group as part of our quest to prevent psychosocial risks and ensure quality of work life. This simple and practical method of measuring satisfaction, and the resulting action plans, provide an opportunity for collective reflection on well-being in the workplace.

The average Compagnie des Alpes employee satisfaction score was stable this year at 7.5/10 with a response rate of 40% (8,201 employees).

QWL and psychosocial risk prevention initiatives continued over the fiscal year. Many sites adopted a participative approach in order to develop action plans through workshops fostering collective intelligence and work in project mode. In this context and by way of example, Parc Astérix is continuing its management plan, the aim of which is to reduce the irritants reported in the context of employee surveys. In particular, work schedules have been reviewed to seek a better balance between private and professional life.

## 4.2.4 OTHER LABOUR CHALLENGES

### 4.2.4.1 Gender equality at work

| Percentage of women 2019/2020 | Group | Ski areas | Leisure parks | Holdings and supports |
|---|---|---|---|---|
| % of women in FTEs | 41% | 31% | 49% | 41% |
| % of female managers within Managers | 39% | 31% | 47% | 33% |
| % of women among permanent staff | 35% | 23% | 43% | 39% |
| % of women among high season temporary staff | 47% | 38% | 54% | 61% |

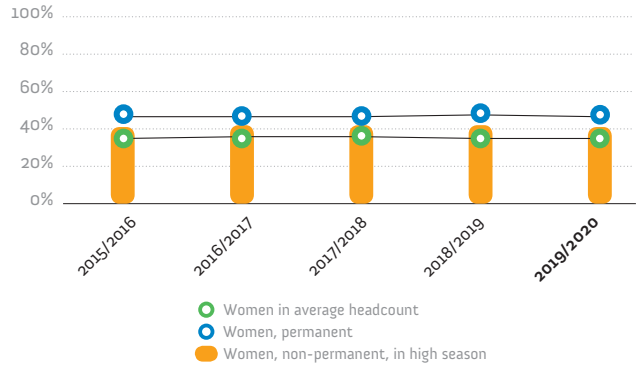
Gender equality is a priority for Compagnie des Alpes. The Group considered the issue and will soon disseminate a practical guide to gender equality.

By circulating this guide, we hope to highlight existing stereotypes and statistics and promote the strategic importance and critical success factors of a gender equality policy.

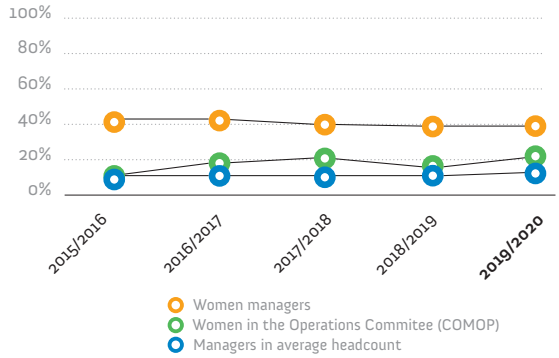
Fact sheets on all topics related to gender equality such as recruitment, training, compensation and communication, will be made available to all.

The proportion of women in the Group changed as follows over the last five fiscal years:

CHANGE IN THE PERCENTAGE OF WOMEN IN THE GROUP




CHANGE IN MANAGER NUMBERS IN THE GROUP




The percentage of women, both in the total workforce and in management, has remained stable for several years. This situation is due to the low staff turnover, particularly among permanent staff. It should be noted that women executives have a representation equivalent to that of women in the total workforce.

The percentage of women on management bodies remained stable at 38% for the Executive Committee (the executive body) and 22% for the Operations Committee (comprising mainly the site Directors and Executive Committee Directors) as of 30 September 2019.

Lastly, we note that the number of training courses attended by women decreased by 2% this year, moving to 2,729 women having attended at least one training course during the year (compared to 2,771 in 2019). The number of training courses attended by women represents 42% of the Group's training courses, which is slightly higher than the percentage of women in the workforce.

### Gender equality index

In March 2020, our French subsidiaries (subject to this new obligation) published their gender equality index. All the subsidiaries of the Compagnie des Alpes Group obtained a score above 75/100 (with the exception of Travelfactory), thus establishing an average score of 86/100. Following the publication of the index, several companies aligned their gender equality agreements, in particular to monitor the evolution of certain indicators and reduce any discrepancies observed in this index.

## 4.2.4.2 Compensation and benefits systems

| | Managers | | Supervisors | | Workers Employees | |
|---|---|---|---|---|---|---|
| Average monthly salaries for permanent staff | Men | Women | Men | Women | Men | Women |
| Group | €6,132 | €4,958 | €3,258 | €2,976 | €2,754 | €2,590 |

Compensation decisions are very largely decentralised. Mandatory annual negotiations are held in France at each site, which offers specific profit-sharing and incentive schemes. Ten profit-sharing agreements were entered into during the fiscal year. The average amount of incentives and profit-sharing per employee was €1,482 for FY 2019/2020. As a result, €6.4 million were distributed across the Group in France.

A Group savings plan (PEG) benefits all employees with a French employment contract (with the exception of Futuroscope, STVI and Travelfactory employees who have their own company savings plan). In this system, Management sets the contribution, and each subsidiary may also decide to introduce additional contributions.

A Group Collective Retirement Savings Plan (PERCO G) is available for all French sites to complete the gamut of employee savings schemes. In this case, each site is free to decide whether or not to include an employer contribution.

Thus, 13 Group companies have already signed up to the PERCO G scheme for their employees, covering 60% of the average full-time equivalent workforce in France.

As part of the law of 24 December 2019 aimed at "promoting support for economic activity and assets", the Group decided to renew this year the allocation of an exceptional purchasing power bonus based on the conditions attendance and compensation defined by law and on a number of paid days (given the seasonality of our workforce). This bonus was awarded by all of the Group's French subsidiaries and funded at Group level. Thus, 95% of the workforce in France as of 31 March 2020 benefited from this exceptional bonus, *i.e.* more than 5,200 employees.

All the Group's French employees are covered by supplementary health insurance on a compulsory (permanent employees) or optional (non-permanent employees) basis. A compulsory pension plan is also in place for all French employees.

There are several co-existing collective bargain agreements in France, reflecting the diversity of its business segments:

- the national collective bargaining agreement for ski lifts and ski areas;
- the national collective bargaining agreement for leisure areas, attractions and cultural spaces (CCNELAC);
- the national collective bargaining agreement for travel agencies and tourism;
- the national collective bargaining agreement for tour leaders and guides working for travel agencies and tourism;
- the national collective bargaining agreement for real-estate;
- the collective bargaining provisions applicable to Compagnie des Alpes staff.

In Belgium, the Group offers its staff hospital insurance cover in addition to the social protection provisions enshrined in legislation, and a pension plan for managers and employees. In the Netherlands, executives benefit from supplemental retirement insurance and employee savings plans.

For the Netherlands and Belgium, an agreement has been made to increase salaries every year. In Belgium, this increase is determined based on changes to the consumer price index.

In Canada, the Group's complementary health, insurance and retirement plans are key to employees' social protection. The guarantees of these complementary plans were determined at a competitive level in relation to national standards.

### 4.2.4.3 Labour relations and employee representation

Each Group company manages its labour relations and organises its collective bargaining arrangements independently. Over the year, the collective bargaining agreements and unilateral decisions entered into related principally to compensation, workplace organisation and health and safety in the workplace, as can be seen from the table below:

| | Compensation | Profit sharing | Work organisation | Health and safety in the workplace | Other |
|---|---|---|---|---|---|
| Number of collective bargaining agreements or unilateral decisions in the fiscal year | 27 | 11 | 4 | 1 | 9 |

The 2019/2020 fiscal year was the subject of extensive social dialogue, particularly as part of the management of the Covid-19 health crisis.

An Economic and Social Unit (*Unité Économique et Sociale* – UES) bringing together all the real estate agencies was created (UES Ski and Soleil). Professional elections were organised for this labour body. The Social and Economic Committee (*Comité Social et Économique* – CSE) met for the first time in November 2020.

#### Group bodies

Discussions at the European Works Council level mainly focused on the current situation regarding the exceptional health situation and its consequences on employment.

## 4.2.5 CONSOLIDATED SOCIAL DATA – GROUP SCOPE

| Group Scope | 30/09/2020 | 30/09/2019 |
|---|---|---|
| **Headcount** | | |
| Total workforce (1) | 5,220 | 5,538 |
| Headcount by age | | |
| ≤ 20 years | 612 | 767 |
| 21 to 25 years | 1,032 | 1,134 |
| 26 to 30 years | 713 | 781 |
| 31 to 35 years | 545 | 553 |
| 36 to 40 years | 472 | 438 |
| 41 to 45 years | 407 | 462 |
| 46 to 50 years | 515 | 499 |
| 51 to 55 years | 457 | 460 |
| 56 to 60 years | 337 | 328 |
| ≥ 61 years | 130 | 116 |
| Headcount by seniority | | |
| < 1 year | 2,024 | 2,024 |
| 1 to 3 years | 1,126 | 1316 |
| 4 to 9 years | 1,025 | 1,119 |
| 10 to 14 years | 244 | 247 |
| 15 to 19 years | 211 | 234 |
| ≥ 20 years | 590 | 598 |
| Average headcount (2) | 4,315 | 5,129 |
| *Average headcount France* (2) | *3,564* | *4,352* |
| Percentage of women | 41% | 42% |
| Percentage of men | 59% | 58% |
| Number of permanent employees (all on open-ended contracts) | 1,994 | 2,129 |
| Number of non-permanent employees | 2,321 | 3,000 |
| **New hires** (3) | | |
| Number of hires per open-ended contract | 311 | 421 |
| Number of hires per fixed-term contract | 12,380 | 13,966 |
| **Departures** (3) | | |
| Number of terminations | 195 | 247 |
| Number of breaches of contract | 60 | 210 |
| Number of resignations | 493 | 401 |
| Number of contract expirations | 12,207 | 13,077 |
| Number of retirements | 57 | 40 |
| Number of departures for other reasons | 19 | 28 |
| **Hours worked and overtime** | | |
| Number of hours worked *(in thousands)* | 7,297 | 8,789 |
| Number of overtime hours *(in thousands)* | 174 | 180 |
| **Absenteeism** | | |
| Absenteeism rate (all absences included) | 4.40% | 4.26% |
| Number of absentee days | 47,835 | 55,057 |
| of which sick leave days | 25,691 | 27,138 |
| of which occupational accidents, travel accidents, or occupational disease | 6,670 | 8,734 |
| of which other reasons | 15,474 | 19,185 |

*(1) All employees at 30 September, all types of employment contract.*
*(2) Sum of monthly headcount divided by 12 months.*
*NB: average monthly headcount: Number of hours paid monthly/Number of statutory working hours.*
*(3) Excluding contractors and replacement staff.*

| Group Scope | 30/09/2020 | 30/09/2019 |
|---|---|---|
| **Compensation** | | |
| Gross compensation *(in millions of euros)* | 174.4 | 184.7 |
| Employer social security contributions *(in millions of euros)* | 53.9 | 67.2 |
| Profit-sharing for the year | | |
| Gross amount *(in millions of euros)* | 5.0 | 9.4 |
| Average amount per employee *(in euros)* | 1,159 | 1,826 |
| Shareholding for the year | | |
| Gross amount *(in millions of euros)* | 1.4 | 6.0 |
| Average amount per employee *(in euros)* | 323 | 1,176 |
| **Labour relations** | | |
| Number of staff representatives (4) | 275 | 276 |
| Number of trade union representatives | 35 | 31 |
| Collective bargaining agreements signed during the fiscal year | 43 | 54 |
| **Hygiene and safety conditions at work** | | |
| Number of occupational accidents with leave of more than 24 hours | 304 | 387 |
| Number of deaths following occupational accident | - | 5 |
| Number of declared occupational diseases | 2 | 5 |
| Severity rate (5) | 0.86 | 0.93 |
| Frequency rate (6) | 41.7 | 44.0 |
| **Training (7)** | | |
| Number of persons who received training | 6,160 | 6,364 |
| Number of training hours | 95,491 | 97,756 |
| Number of training hours per employee (8) | 22.1 | 19.1 |
| **Employment of disabled workers** | | |
| Number of disabled workers employed during the fiscal year | 155 | 156 |
| Number of disabled workers hired during the fiscal year | 72 | 70 |

*(4) Number of staff representatives excluding Health, Safety and Working Conditions Committees.*

*(5) Number of working days of leave after occupational accident * 1,000/number of hours worked.*
These leave days also include leave taken following an accident on the way to/from work (for all sites except SAP, STGM and Futuroscope).

*(6) Number of accidents with leave * 1,000,000/number of hours worked.*

*(7) Data reported for calendar years 2019 (covering fiscal year 2019/2020) and 2018 (covering fiscal year 2018/2019).*
These data exclude the Bellewaerde training courses in 2019.

*(8) Total number of training hours divided by the average headcount.*

## REFERENCE TABLE OF LABOUR CHALLENGES

| CSR challenges including the key challenges | Labour approach in line with challenges | Key performance indicators |
|---|---|---|
| §2.2. Our employees<br>**§2.3.1 Developing employees, diversity within the Group and integration into the employment market**<br>§2.3.1.1 Developing skills<br>§2.3.1.2 Guaranteeing career security<br>§2.3.1.3 Promoting integration through training/ work experience<br>§2.3.1.4 Committing to diversity in the Group and integration into the employment market<br>§2.4.1 Gender equality at work<br>§2.4.3 Labour relations and employee representation | Training plans and CDA Campus corporate university<br>Automatic renewal of seasonal contracts<br>Target to have 5% of work-study trainees in workforce (regardless of local legal requirements)<br>Consideration of Group-wide work integration initiatives<br>Reflection on the dissemination of a practical guide to guarantee gender equality<br>Labour relations with the Group bodies | Number of training hours per FTE (management and non-management)*<br>Return rate of seasonal workers<br>Permanent staff turnover rate<br>Percentage of work-study trainees in our FTEs<br>Percentage of women in the workforce, Female Managers, Women on the Operations Committee (COMOP)<br>Percentage of training delivered to women*<br>Number of meetings of the Group Works Council and the European Works Council<br>Number of disabled employees |
| **§2.3.2 Health and safety at work guarantee**<br>§2.4.3 Labour relations and employee representation | Decentralised initiatives to adapt the health and safety measures to the business operated by each site | Frequency rate<br>Severity rate<br>Rate of absenteeism following an OA<br>Absenteeism rate |
| §2.2. Our employees<br>**§2.3.3 Employee commitment and motivation**<br>§2.3.3.1 Promoting integration<br>§2.3.3.2 Developing professional qualifications<br>§2.3.3.3 Improving employee satisfaction<br>§2.4.2 Compensation and benefits systems | STAR recruitment policy<br>Automatic renewal of seasonal contracts<br>Professional qualification programmes (POEC, CQP, etc.)<br>Employee satisfaction survey<br>Employee savings schemes (employee profit-sharing agreements, PEG, PERCO G) | Number of new hires/departures of permanent and non-permanent staff<br>Return rate of seasonal workers<br>Permanent staff turnover rate<br>Number of professional qualifications awarded<br>Average satisfaction score, Survey response rate<br>Average profit-sharing amount per FTE |

* *Training data reported for calendar years 2019 (covering fiscal year 2019/2020) and 2018 (covering fiscal year 2018/2019). These data exclude the Bellewaerde training courses in 2019.*

# 4.3 Environmental challenges

The main objective of the Group's subsidiaries is to develop and manage exceptional activity areas in order to offer memorable leisure experiences. As such, the Group considers the environment to be an intangible asset, particularly in the Ski areas, which are located in areas of outstanding natural beauty.

Energy, water and biodiversity are therefore three key environmental challenges for their business.

A summary of the main environmental indicators is shown in section 4.3.6.

NB: (see 4.5.1 Reporting scope).

The Group's environmental information is collected according to three profiles: Leisure parks (nine offering outdoor activities), Ski areas (nine) and tertiary sites (three offices, one workshop and two museums offering indoor activities).

It is presented in three areas: Leisure parks (12 entities including nine offering outdoor activities, one workshop and two museums), Ski areas (nine entities), and Holdings and supports (three offices).

## 4.3.1 ORGANISATION AND APPROACH AT GROUP SITES

### The Group is committed to Act4Nature France

In December 2019, the Group committed to the *Entreprises engagées pour la Nature* – Act4Nature France initiative.

This national initiative, under the aegis of the French Ministry for the Ecological and Solidarity Transition, brings together companies that want to get involved and contribute to the preservation of ecosystems. Not only is it a matter of implementing 10 principles set out in a common charter, but also of defining and committing to additional actions specific to our business lines to reduce our pressure on biodiversity. This approach will bring together all the Group's actions and objectives in relation to the environment.

Today, although short-term actions and medium-term objectives have been defined and shared with the business lines, the Group has not yet published objectives, and has not yet finalised their approval within its governance. In particular, a target for the reduction of greenhouse gas emissions has been set for 2030 in the direct scope (Scope 1 and Scope 2). The low-carbon trajectory will be published in the next SNFP.

In the medium term they must also plan more eco-friendly leisure activities for a low-carbon world, maintain their economic and social impact on the local economy and play their part in the maintenance of vital shared assets.

### Impact of the Covid-19 pandemic

The Covid-19 pandemic has had a number of impacts on our activities: firstly, the administrative closure of our sites and therefore a reduction in the operating period, and secondly a decrease in the number of visitors when our sites have authorised to open (particularly the case of Leisure parks).

This exceptional performance has therefore resulted in significant variations in the quantitative indicators presented in the SNFP. In addition, the impacts are not necessarily linear with the decrease in attendance or skier-days over the year. For example, the Leisure parks offer leisure activities that have varied little according to actual attendance. Thus, the indicators that show ratios per visitor are changing unfavourably. In our Ski areas, certain activities, such as the production of artificial snow, are carried out at the beginning of the season, while other activities (grooming, ski lifts) take place throughout the season. Electricity consumption is therefore less affected by administrative closures than the consumption of non-road diesel used by grooming.

Depending on the chapters, the SNFP will give some explanations of the significant variations.

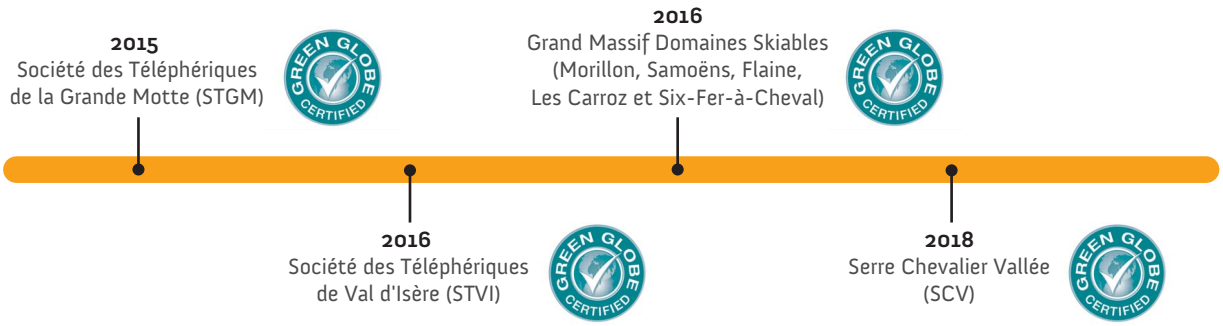
In any event, it would be wrong to conclude that the significant downward or upward variations in the indicators presented are the result of actions fully managed by the Company during this fiscal year.

### Organisation and dynamics of the Ski areas

Each of the nine Ski areas has a QSE or sustainable development manager. They come together at a quarterly Committee meeting to share their experience and contemplate the different problems and solutions the Ski areas encounter concerning the sustainability of their activities.

For several years now, all the Ski areas of the CDA Group have adopted the QSE procedure (Quality-Safety-Environment) aimed at establishing an Integrated Management System based on the Quality ISO 9001, Safety OHSAS 18001 and Environment ISO 14001 standards.

After a decade of ISO 14001 certification (from 2007 to 2018 for all sites), and on the strength of very mature environment management systems, the Group's Ski areas are now turning to complementary programmes with the aim of injecting broader dynamics, including at resort level. Environmental practices are now part and parcel of the sites' quality systems and effort is being directed towards new challenges relating to the sustainability of the model.




**Green Globe initiative: four Ski areas have this certification, which means that 40% of its skier-days in FY 2019/2020 took place at Green Globe certified sites.**

This international certification, specific to the tourism sector, is based on 41 criteria relating to sustainable development. It acknowledges significant achievements but also encourages progress.

- In 2015, Société des Téléphériques de la Grande Motte (STGM) became the first Green Globe certified ski lift operator in the world.
- In 2016, Société des Téléphériques de Val-d'Isère (STVI) followed in its footsteps, with Tignes-Val-d'Isère becoming the first Green Globe certified connected ski area. In 2014, it had already obtained ISO 50001 certification for energy management, a first for a ski area.
- In autumn 2016, Grand Massif Domaines Skiables, which connects five ski resorts (Morillon, Samoëns, Flaine, Les Carroz and Sixt-Fer-à-Cheval), is Green Globe certified, not only for all its ski lifts but also for its slopes and associated services.
- In Q1 2018, Serre Chevalier Valley included Green Globe certification as part of its progress towards a sustainable model for all its ski area operation activities.

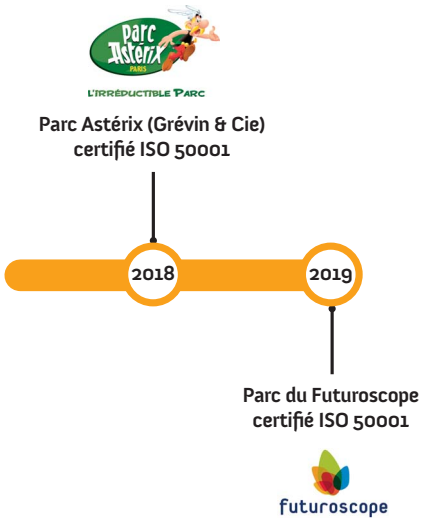
**New initiatives supported by two Ski areas involve other players in the resort and cover an additional 28% of skier-days.**

- In December 2018, with the support of Sevabel, a Compagnie des Alpes subsidiary, Les Ménuires became the first French ski resort to join the POW Resort Alliance, run by the Protect Our Winter association.

  In doing so it became part of the club of resorts which lead the way on climate change, with the aim of demonstrating that joint action and advocacy on climate issues can have a positive impact and that it is never too late to preserve living and leisure areas.
- In January 2020, with the participation of ADS, a subsidiary of Compagnie des Alpes, Les Arcs-Bourg Saint Maurice is committed to the Flocon vert approach, a label of excellence guaranteeing the sustainable commitment of mountain resorts, run by the Mountain Riders association.

## Organisation and dynamic of the Leisure parks

For the Leisure parks, the environmental situation is more fragmented with a lesser immediate impact, given that these destinations are in more built-up areas (mostly on the fringes of urban areas). Therefore, according to the size and activity of the Leisure park, environmental issues are not always handled by a dedicated person within the organisation.




**Our two largest French parks are committed to better energy management through ISO 50001 certifications, *i.e.* almost half (45%) of the visitor days of the Group's Leisure parks.**

- In August 2018, Parc Astérix obtained ISO 50001 for all its activities (leisure parks, catering, hotel complexes, etc.). The certification, obtained through a joint effort, sets out the progress targets for the next three years. In 2019 the Hôtel des 3 hiboux at Parc Astérix was awarded the Clé-Verte label and has embarked on an effective environmental initiative.
- Parc du Futuroscope has also obtained this certification for all its activities since January 2019 and has set itself ambitious energy and water management objectives. The park continues to share human and ecological adventures through its events and exhibitions: at Planet Power visitors can take a virtual flight on Solar Impulse, the first solar-powered aircraft to fly round the world or relive the Raid Green Expedition of electric cars from Paris to Cap Nord.

## Regulatory compliance

A control plan has been initiated at Group level to ensure the regulatory compliance of the sites' practices over a period of four years, with the help of external experts. Effective in France in 2021, it will then be extended to leisure sites in Europe.

At the same time, environmental compliance was monitored as part of the Compagnie des Alpes audit plan. Specialist firms have conducted a comprehensive environmental compliance review of five Leisure park sites (Walibi Belgium, Bellewaerde, Walibi Holland and Parc Astérix) in the last four years. The results and improvement recommendations are monitored as part of the existing governance (Compagnie des Alpes Executive Management of the site, general and operational management).

## Employee training and motivation

The Group's subsidiaries also run several employee initiatives to raise awareness of environmental protection issues such as waste sorting, eco-driving of grooming machines, green behaviour and the use of chemical products. Reminders are generally included in the induction leaflets or at the induction days for seasonal staff. The aim is for the environment to become part of operational excellence on a daily basis.

## ICPE (facilities classified for environmental protection)

At 30 September 2020, the Group had 16 facilities classified for environmental protection, including four pending authorisations, three others being registered at prefectures and a number being assessed. At the Ski areas, these are mainly stores for the explosives required to trigger preventive avalanches and cooling towers (for artificial snow-making). For Leisure parks, the facilities classified for environmental protection are, for example, for looking after aquatic animals for Parc Astérix, the operation of a cogeneration plant and kennels at Futuroscope.

# 4.3.2 ENERGY FOOTPRINT OF GROUP SITES

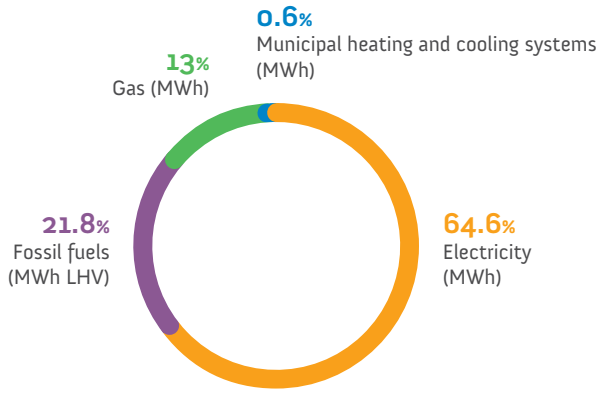
| Action taken to tackle the main challenges | Indicators monitored | 2015/2016 | 2016/2017 | 2017/2018 | 2018/2019 | 2019/2020 |
|---|---|---|---|---|---|---|
| Increase the portion of renewable energy and reduce the portion of fossil fuels in the Group's energy mix | Total energy consumption (GWh) | 251 | 255 | 249 | 256 | 215 |
| | Portion of fossil fuels in total energy consumption | 35% | 35% | 36% | 36% | 35% |
| | Portion of renewable energies in total energy consumption | 41% | 40% | 52% | 55% | 58% |
| Reduce the energy intensity and carbon intensity relating to visits to our sites | Direct GHG* emissions per skier-day (SD) (Ski areas) or visitor (Leisure parks) | 2.01 kg equivalent $CO_2$/visitor<br>1.15 kg equivalent $CO_2$/SD | 2.26 kg equivalent $CO_2$/visitor<br>1.22 kg equivalent $CO_2$/SD | 1.62 kg equivalent $CO_2$/visitor<br>1.25 kg equivalent $CO_2$/SD | 1.7 kg equivalent $CO_2$/visitor<br>1.19 kg equivalent $CO_2$/SD | 2.31 kg equivalent $CO_2$/visitor<br>1.21 kg equivalent $CO_2$/SD |
| | Energy consumption per skier-day (SD) (Ski areas) or visitor (Leisure parks) | 11.2 kWh/visitor<br>11.4 kWh/SD | 10.4 kWh/visitor<br>11.7 kWh/SD | 8.9 kWh/visitor<br>12 kWh/SD | 9.5 kWh/visitor<br>12 kWh/SD | 13.1 kWh/visitor<br>12.7 kWh/SD |

* *GHG: greenhouse gas.*

## 4.3.2.1 Direct energy footprint

The Group's energy consumption is 215 GWh.

### BREAKDOWN OF GROUP ENERGY SOURCES (MWH)

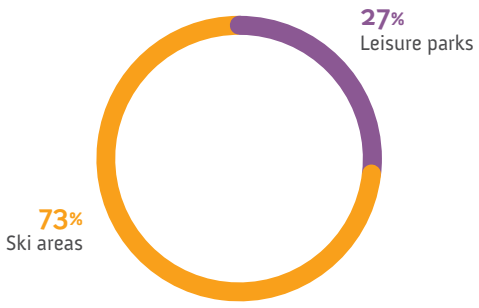



### 4.3.2.1.1 Electricity

Electricity represents the Group's main energy vector, representing almost two-thirds of consumption (64.6%) and is used mainly to operate the ski lifts, rides, buildings, hotels, shops and restaurants.

The Group's total electricity consumption [1] is estimated at 139 GWh in 2019/2020, of which 73% by the Ski areas.

### BREAKDOWN OF ELECTRICITY CONSUMED (MWH)




There are many factors which affect the Ski areas' electricity consumption:

- for the ski lifts: type of installation, number of days the ski area opened, opening/closure of some sectors, visitor numbers which is weather-dependent and, to a lesser extent, climatic conditions such as wind;

(1) *Excluding consumption at Grévin Montreal and the Paris headquarters, because there are no individual electricity meters in place.*

- snow-making related consumption is closely linked to the weather conditions, especially the levels of natural snowfall at the beginning of the season, and changes in the production infrastructure (accumulated production time, types of snow-making machines, altitude of the catchment systems, etc.).

The Leisure parks account for around 27% of the Group's total electricity consumption, mainly in summer. Here too, the consumption is dependent on activity levels and relates to the number of days open, visitor numbers and site enhancement work (new attractions, new restaurants and creation of aquatic centres).

Notes:

*At sites where we produce energy (electricity and heat), we can consume electricity bought in, produce it on site (consume our own energy) and equally supply the national grid (rather than consume our own energy). To provide us with the most realistic view possible of our impact, we use a "net" approach (electricity consumption bought in – energy supplied to the grid or a third party). For Parc du Futuroscope, for example, we have deducted from the consumption of electricity bought in by the park the electricity it has co-generated and re-injected into the electricity grid. Thus, we record a net consumption, to which is added the electricity produced and consumed on site.*

#### 4.3.2.1.2 Municipal heating and cooling systems

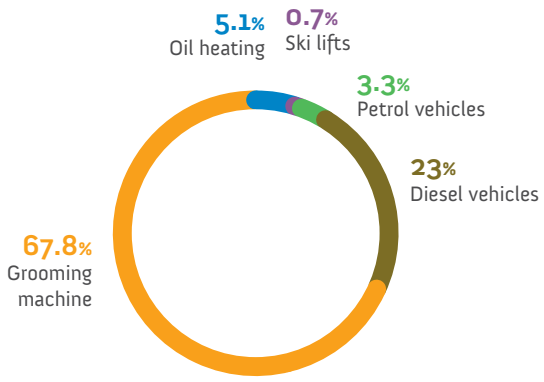
Some of our sites use cooling or heating systems, consuming a total of 1.4 GWh over the fiscal year, and most of which offer an interesting energy mix and help keep the Group's emissions low.

#### 4.3.2.1.3 Fossil fuel consumption (petrol, diesel and fuel oil)

Fossil fuels are the second largest energy source with a total of 4,717 m³, 92% of which is diesel. Diesel is mainly used for grooming machines, which account for 68% (in m³) of total Group consumption of fossil fuels. This is followed by "other" consumption, which mainly concerns road vehicles (4WDs and service vehicles) and off-road vehicles (snowmobiles for example).

There is currently no alternative traction systems available for the grooming machines. However electric snowmobile prototypes were trialled in the 2019/2020 season.

FOSSIL FUEL CONSUMPTION (M³)




The fuel consumed by the grooming machines depends very much on the weather. Abundant natural snow throughout the season will increase the number of grooming machine hours. The Group has been working to optimise the grooming process for several years now, notably by training the drivers and using GPS and radars to optimise routes, which make it possible to adjust the grooming machine plans and produce artificial snow with more precision.

In the Group, the fleet of electric or hybrid vehicles increased by 101 to a total of 142 vehicles, an increase of 41%. The Leisure parks lend themselves particularly well to the use of electric vehicles, especially non-specific ones such as lorries and maintenance vehicles, because of the configuration of the closed sites.

Fuel oil consumption is mainly used to heat buildings. Fuel oil accounts for only 5% (in terms of volume) of total consumption of fossil fuels. Guidelines sent to Group sites request them to keep their use of this type of fuel to a minimum when undertaking medium-term renovations. For reference, the Bellewaerde site replaced an oil tank with a heat pump in 2015, which significantly reduced GHG emissions.

#### 4.3.2.1.4 Gas consumption

Gas consumption comes mainly from Leisure parks, representing 99% of the 28 GWh consumed by the Group. Gas is mainly used to heat buildings and bathing water. Due to the fact its electricity and heat cogenerator is powered by natural gas, Futuroscope alone accounts for 49% of the total gas consumption. However the energy is not only produced to meet the Park's needs. It is also supplied to neighbouring companies and premises and fed into the electricity grid.

The Ski areas use very small quantities mainly to trigger avalanches.

### 4.3.2.2 Energy efficiency and support for renewable energies

#### 4.3.2.2.1 Energy efficiency

We continued to monitor and optimise energy consumption through the sharing of best energy saving practices and we must continue to step up our efforts in this respect. For example, in 2019 we offered a more ergonomic version of our electricity consumption management system and put together a set of good practices to allow each Ski area to self-assess or include new aspects in the specifications of new projects and renovations.

In 2019, external appraisal missions enabled Parc Astérix, Walibi Belgium and Aqualibi Belgium to identify avenues and solutions to improve the energy efficiency of their business processes.

In addition, our ISO 50001 sites have each set targets for reducing their consumption. For example, Parc Astérix has identified actions that have had a cumulative effect of 1.4 GWh in efficiency gains over three years (excluding the 2019/2020 fiscal year), and Parc du Futuroscope has set itself the goal of reducing its consumption by 20% between 2018 and 2023.

The sites have launched many activity-specific initiatives to reduce their energy consumption. These include:

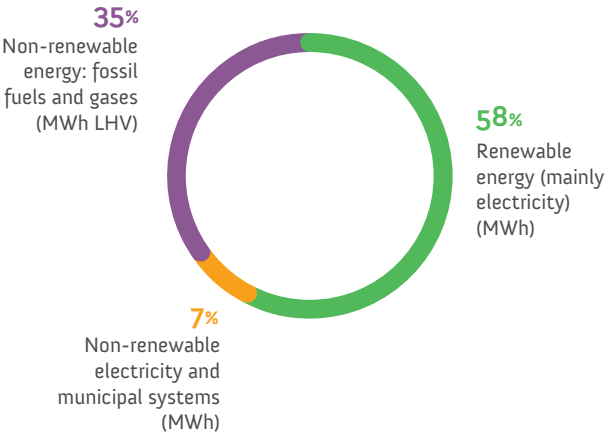
- the regrouping of the Paris and Chambéry offices at energy-efficient sites in each of the two cities;
- the rationalisation of the ski lifts by covering the same ski area with fewer devices, and the replacement (ski lifts, snow-making machines, etc.) by more efficient devices with new engines. For example, the replacement of 27 snow-making machines in Les Ménuires will generate savings of 205 MWh per year;
- the general installation of LEDs during renovations (*e.g.* outside car park at Bellewaerde and video projectors at the Musée Grévin), the purchase of energy-efficient equipment and better temperature monitoring and control: installation of presence-sensing devices, turning down heating and shutting off equipment at night and the installation of sensors on some of the workshop doors which cut off the heating when opened;
- installing heat recovery devices in the machinery and transformer to heat the industrial premises (for example, in the new Eychauda chairlift at Serre Chevalier), and at the other end of the scale, free cooling, whereby low night temperatures are used to cool some of our premises (Chaplin's World);
- regulating the speed of ski lifts depending on the traffic. We are running trials which scan the queue and adjust the speed automatically, as well as conducting centralised monitoring;
- installing frequency drives for snow-making (pumps and compressors), the gradual removal of air heaters from the stations, rolling out sub-meters and reducing the circuits followed by vehicles;
- energy renovation of buildings (in particular, the Musée Grévin in Paris allocated a budget of €200 thousand in 2018 to replace openings and improve the thermal insulation of the building, while France Miniature invested €20 thousand to change its heating system in the offices) and the renovation of lodges in Ski areas (preparation of specifications);
- in 2015, the Futuroscope park commissioned a cogeneration plant within the park. This cogeneration allows the combined production of electricity, fed back into the electricity grid, and heat from natural gas. The heat produced is notably fed into the park's heating systems and the Futuroscope hotel, while some is resold to a secondary school and other companies in the science park.

### 4.3.2.2.2 Supporting the transition to renewable energies

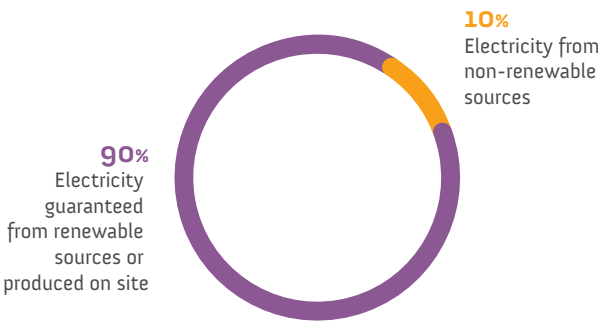
At Group level,

- energy from renewable sources represents 58% of energy consumed, almost entirely from electricity;
- "green" electricity from renewable sources represents 90% of electricity consumed:

**ORIGIN OF ENERGY CONSUMED (MWH)**




**ORIGIN OF ELECTRICITY CONSUMED (MWH)**




#### Use of "green" electricity with guarantees of origin

Following on from the approach taken by the Ski areas since 2011, the Group's French Leisure parks (Parc Astérix, Walibi Rhône-Alpes, Musée Grévin Paris and France Miniature) have purchased electricity certified from renewable sources since 1 January 2018. This means that our suppliers purchase certificates of guarantee of origin from renewable energy producer. This European system ensures that the electricity grid receives as much electricity from renewable sources as there are certificates sold.

Through this system the Group is supporting the energy transition by furthering the demand for renewable energy on the grids.

#### Emissions related to electricity consumption with Market-based and Location-based measurement

- With a so-called market-based measurement approach which takes into account the purchasing approach implemented by the Group, the use of renewable electricity, amounting to 90%, allows Compagnie des Alpes to control its greenhouse gas (GHG) emissions with 7.3 Kteq. of $CO_2$ emissions avoided, *i.e.* a reduction of 22% compared to the Group's total GHG emissions before taking into account guarantees of origin on electricity.
- With a so-called location-based measurement approach which only takes into account the emissions of the national electricity mix, and not the Group's purchasing initiatives, the GHG emissions related to the use of electricity amounted to 10.9 Kteq. $CO_2$.

| **Emissions related to electricity consumption** *(teq. $CO_2$ by country)* | **France** | **Belgium** | **Netherlands** | **Austria** | **Switzerland** | **Total** |
|---|---|---|---|---|---|---|
| *Market based* | 57 | 2,048 | 1,462 | - | 9 | 3,576 |
| *Location based* | 7,075 | 2,093 | 1,462 | 283 | 9 | 10,921 |

**On-site renewable energy production**

We have a large number of projects (solar panels, wind turbines, cogeneration and hydroelectricity) for producing renewable or high-performance energy at our sites.

- Specifically, our **Serre Chevalier** site will be the first ski resort to produce its own electricity from a combination of all three renewable energies. This project, which has now been launched, will produce 4.5 GWh of renewable electricity each year, 80% by hydraulic power, 12% by solar panels and 8% through a high-altitude micro wind turbine. Partially commissioned in 2018, to be in full service in 2021, it aims to produce 30% of the subsidiary's total electricity consumption. Using existing infrastructures to effectively support renewable energies, this €3.6 million investment positions the Serre Chevalier Ski Area as a key energy transition player in the region. The installation of photovoltaic panels on the roofs of the resort's facilities (ski lift stations, commercial buildings, etc.) continued in 2019/2020, and a second wind turbine was installed.

  This programme is now a technical and industrial innovations lab. Thus, the stations of the brand new Eychauda chairlift were fitted with flexible solar panels at the manufacturer's factory.

- The solar panel part of this pilot project has been replicated at all CDA Group Ski areas: each new project considers the feasibility at the specifications stage and a retrofit is planned for all facilities which present the most potential. For example, Les Arcs installed solar panels at two ski lift stations in the summer of 2019.

In addition, some sites produce a portion of renewable energy on site:

- the new Quai de Lutèce hotel at Parc Astérix is self-sufficient in the production of hot water with solar panels;
- Walibi Belgium has installed photovoltaic panels on the roofs of three buildings since 2013;
- finally, all the Gazex systems at Samoëns and Serre Chevalier, for example, are self-powered by solar panels.

**A total of 526 kW of renewable energy production capacity is installed on sites,** *i.e.* **360 MWh of renewable electricity produced during the year (approximately the annual electricity consumption of Chaplin's World).**

## 4.3.2.3 Direct carbon footprint

### 4.3.2.3.1 Breakdown of direct greenhouse gas (GHG) emissions – Scopes 1 and 2

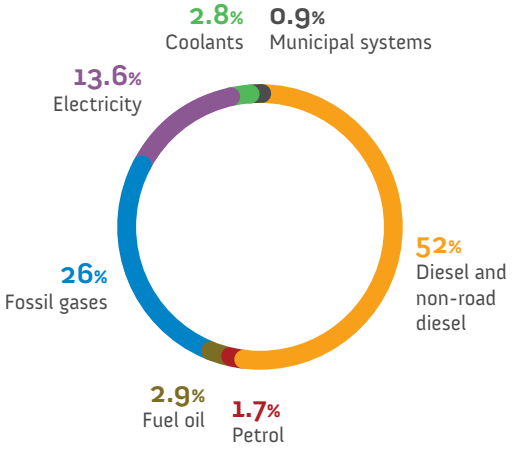
Emissions have been calculated for Scopes 1 and 2.

The bulk of greenhouse gas emissions (57%) are due to the direct consumption of fossil fuels (diesel, non-road diesel, fuel oil and petrol), primarily for grooming and other vehicles as mentioned above, followed by natural gas for heating or cogeneration (26%).

Although electricity is the Group's main energy source (65%), related emissions are only 14% of our total greenhouse gas emissions because we use renewable energy (market-based vision), and it is consumed in France where the emission factor is low.

Emissions of coolants (2.8% of total emissions) only relate to the cooling systems of some computer rooms as well as the cold storage rooms of Leisure parks. These circuits are checked every year by qualified contractors and some are recharged.

**BREAKDOWN OF GHG EMISSIONS (TEQ. $CO_2$) – SCOPE 1 AND SCOPE 2 (MARKET BASED)**




The Group's greenhouse gas emissions, detailed in the table in section 4.3.6, totalled 26,218 tonnes equivalent of $CO_2$, of which 52% for the Ski areas and 48% for the Leisure parks in the 2019/2020 fiscal year.

More specifically:

- the figures are established in accordance with Article 75 of Act 2010-788 of 12 July 2010 (the Grenelle II Act) and using the emission factors of version 8 of the *Bilan Carbone* (carbon assessment), which incorporates the updates of version 13.0 of the *Base Carbone* (carbon benchmark);
- because the Group does not yet publish Scope 3 emissions, our direct emission calculations take account of all the emission factors, including upstream stations, combustion and transport;
- for information, we also include the fuel consumption of all Group vehicles and some, but not all, of the fuel expenses for business trips;
- a reduction of 6,034 teq. $CO_2$ compared to the previous year, is mainly due to the prolonged shutdown of operations due to the Covid-19 pandemic.

### CHANGE IN TOTAL GREENHOUSE GAS EMISSIONS (TEQ. $CO_2$)

| | 2016/2017 | 2017/2018 | 2018/2019 | 2019/2020 |
|---|---|---|---|---|
| Total GHG emissions | 34,842 | 32,415 | 32,252 | 26,218 |
| Difference N – N-1 | | (2,427) | (163) | (6,034) |

### REASON FOR THE DIFFERENCE IN THE GROUP'S GHG EMISSIONS (TEQ. $CO_2$)

| (6,034) | **Reason for the difference in GHG emissions 2019/2020 – 2018/2019 in teq. $CO_2$** | |
|---|---|---|
| **(4,960)** | **Scope 1** | |
| | (3,099) | of which decrease in fossil fuel consumption at the Ski areas (mainly due to the closure of operations in mid-March, *i.e.* a little less than a third of the operating period). |
| | (1,893) | of which decrease in fuel and fossil gas consumption at the Leisure parks (mainly due to the closure of operations in spring 2020) |
| | 101 | Integration of Familypark for the first year |
| | (69) | of which other cumulative effects |
| **(1,074)** | **Scope 2** | |
| | (340) | of which estimate related to the use of more green electricity at Futuroscope from January 2020 |
| | (718) | of which decrease in electricity consumption at Leisure parks in Belgium and the Netherlands (mainly due to the closure of operations in spring 2020) |
| | (16) | of which other non-material cumulative effects |

## 4.3.2.3.2 Direct greenhouse gas emissions per visitor and per euro of revenue

### Intensity per visitor or skier-day

Customers who come to our sites have a complete experience, made up of several products and services (ski lifts, grooming, attractions, catering, aquatic areas). It is therefore relevant to look at performance indicators that may include all the impacts related to customer traffic, which is the most determining factor of our energy consumption, excluding exceptional operating periods as experienced in 2019/2020.

We have therefore examined per-visitor energy consumption and emissions: skier-day and summer visitors for the Ski areas and visitors to the Leisure parks.

- The total emission of the Group's Ski areas is 1.21 kg of equivalent $CO_2$ per skier-day, which is the equivalent of a nine-kilometre journey in a car (based on 130 g of $CO_2$/km).

  The slight fluctuation compared to last year (1.19 kg eq. $CO_2$ per skier-day) is largely due to operating conditions linked to the pandemic. Basically, electricity consumption decreases less than the number of skier-days because artificial snow is produced at the beginning of the season, before the sites close in March 2020. The consumption of fossil fuels has fallen slightly less than the number of skier-days, due to the fact that there are generally fewer skier-days at the end of the season, while the use of grooming remains stable.

- Similarly, total GHG emissions from the Leisure parks' activities is 2.31 kg equivalent $CO_2$ per visitor, this time equivalent to a 17-kilometre car journey (based on 130 g of $CO_2$/km).

  The strong increase compared to last year (1.7 kg eq. $CO_2$ per visitor) is due to the fact that attendance has fallen by around twice the energy consumed by the Leisure parks. In fact, when they were open to the public, almost all of the leisure activities were available to visitors, however much less numerous.

### INTENSITY PER EURO OF REVENUE

| | 2016/2017 | 2017/2018 | 2018/2019 | 2019/2020 |
|---|---|---|---|---|
| Intensity of direct GHG emissions per thousand euros of revenue, market-based (K eq. $CO_2$/€K) | 45.7 | 40.5 | 37.8 | 42.6 |

## 4.3.2.4 Indirect environmental footprint performance (Scope 3)

The Group has not carried out an exhaustive carbon assessment of its indirect footprint (Scope 3), and is based on an extrapolation of data from several subsidiaries that have produced a carbon assessment. This approximate vision will be supplemented over the years.

We currently know the consumption figures for Group vehicles, for commuting journeys of fleet cars, for example. However these figures are not material for Scope 3 which covers the use of our products and services, our purchases and the transport thereof.

### Ski areas

According to a Bilan Carbone exercise conducted in 2010 by 10 French ski resorts, more than 80% of the greenhouse gas emissions generated by ski activities, and recorded at the resorts, is from the skiers' journey to the site and energy consumption in the buildings (tourism-related residential buildings and tertiary sites). The ski-operator related GHG emissions are estimated to account for 2% of a resort's total emissions.

In 2020, ADS, a subsidiary operating the Les Arcs-Peisey-Vallandry and Villaroger ski areas, carried out a carbon assessment with the help of Ecoact based on the data for 2018/2019. The following orders of magnitude emerge:

- the Ski area operator's activity only accounts for 20% of total greenhouse gas emissions, amounting to around 10 Kteq. $CO_2$ with fixed and mobile energy sources accounting for around 40%,

followed by 34% for fixed assets and 26% for inputs, with a high degree of uncertainty for the latter items;

- 80% of the carbon footprint is due to travel by visitors to the sites, amounting to 40 Kteq. $CO_2$.

By extrapolating the scope of ADS in a linear fashion according to the number of skier-days, the carbon footprint of the Group's Ski areas can be estimated at around 305 Kteq. $CO_2$ over the previous fiscal year.

### Leisure parks

For the Leisure parks, our Scope 3 figures are based on Futuroscope's GHG emission figures. According to these figures, our Scope 3 indirect emissions are also probably in the region of 80% of our total *Bilan Carbone*, primarily 33% from transport for the people using our services and a further 33% from the transport of goods.

Given the heterogeneity of the Leisure parks (catchment areas, public transport services, etc.) a simple extrapolation is not planned to approximate Scope 3 for the rest of the Leisure parks. Work will be required to isolate the influencing factors to obtain a more reliable estimate.

### Visitor travel to our destinations

The vast majority of our visitors travel to our sites by car. The climate change impacts of the energy transition are likely to affect travel to our sites by private car (more expensive to get there, traffic restrictions and change of attitude to the private car).

To counteract this, our Group sites have been experimenting with communal travel options to its sites, which include:

- advertising rail travel, for example the train to Futuroscope, Belgian railways to Walibi Belgium and Bellewaerde, train and funicular to Les Arcs, train and shuttle bus to travel to Serre Chevalier from Turin or Oulxor, or ski lift to Méribel from the foot of the valley (Brides-les-Bains or Les Allues);
- free station-to-station shuttle buses and shuttle buses from the valley (La Plagne) or from Paris or Charles de Gaulle airport (Parc Astérix), easy public transport options for visitors between the park and hotels (Futuroscope), long-distance buses now stopping at Parc Astérix and Walibi Rhône-Alpes, De Lijn bus timetable now adapted to Bellewaerde opening hours, or Skibus shuttles from Annemasse and Annecy to the Grand Massif;
- trial of the Snow express (TGV direct from Paris and shuttle to Val-d'Isère), taking all visitors from the Gare de Lyon in Paris to their accommodation;
- seven Group resorts have signed an agreement with Snowcarbon to promote train and bus packages to the resorts; In addition, Travelski, a Group subsidiary, uses public transport for most of its groups;
- promoting public transport or including a "car share" section on the website (*e.g.* Futuroscope and Parc Astérix) to help people to find car shares, with car-share areas and stops in the valley.

Currently, use of these options is low compared to total visitor numbers. However, these trials and other innovations must be rolled out to offer simple, flexible and comfortable alternative high-impact travel to our different sites.

### Employee travel to our destinations

In terms of road transport, seven Ski areas and two Leisure parks out of seven have provided shuttles for their employees in order to limit the use of personal vehicles and help them get to work. The other sites benefit from an in-town location or are close to public transport.

Furthermore, the Group sites are introducing initiatives to encourage travel to work on public transport and to reduce the number of required journeys. For example:

- a number of remote Ski areas provide accommodation to some of their seasonal workers. For example, STVI lodges 67 people in the winter, having created 20 new employee rooms in two years, STGM has a complex to lodge around 80 employees, the Flaine Ski Area offers accommodation to approximately 50% of its winter season workers and SAP has 26 rooms for seasonal workers, which met demand for the 2018/2019 season;
- other sites encourage employees to use the ski lifts at the foot of the valley to get to work (*e.g.* Les Arcs funicular then public transport used by around 400 employees, or the gondola lift from Venosc to Deux Alpes with an extended timetable);
- car sharing is offered through membership of GMDS at Green Wayz-up, for example, which puts users from different companies in Haute Savoie in touch with each other *via* a mobile app, a partnership with Klaxit at Futuroscope or posting timetables in staff rooms and at operator companies;
- one of our Belgian sites offers staff who come by bicycle defrayal and provides bicycles in partnership with Blue Bike for station-park trips; ADS, in Les Arcs, subsidises a parking pass at the bottom of the valley at the foot of the funicular for 90 employees;
- finally, head office staff have remote working agreements and each Group site has one or more video-conferencing facilities in rooms or on PCs to reduce the need for travel between sites. This practice has naturally increased with the use of teleworking during the management of the pandemic.

## 4.3.3 BIODIVERSITY AND LANDSCAPES

Biodiversity protection is therefore a major environmental challenge for the Group. The exceptional natural environment in which we operate is an intangible component of our work tool and also the place where many of our employees and their families live.

While waiting for a future performance indicator to measure our overall impact on biodiversity, we have opted for means or results indicators for some of the pressures exerted by the company. Indeed, we did not find an easily measurable overall result indicator adapted to the diversity and impacts of our business lines. In this context, we are closely monitoring the development of the GBS indicator (Global Biodiversity ScoreTM) for which we will be trained in 2021, as part of the B4B+ club (*Entreprises pour une Biodiversité Positive*), of which we are a member. We have therefore begun to organise the data concerning our pressures on biodiversity in the Ski areas, with the aim of calculating the "dynamic" footprint of this activity.

With regard to the catering offer in our Leisure parks, we are aware that the agricultural model can have strong impacts on biodiversity, as well as transport between production, processing, distribution and consumption sites. We have therefore implemented an indicator that measures the share of purchases as a percentage of our purchasing value:

- which comply with environmentally friendly practices (organic farming, HVE, Nature & Progrès, Bleu Blanc Cœur, sustainable fishing, etc.) or are under a sign of quality or origin (AOC/AOP, Label Rouge, free range, etc.). This is the "sustainable product" criterion;
- which are either processed in France or whose main raw materials are of French origin. This is the "country" criterion.

We are in the process of finalising the inventory of supplies in France in 2020, and will duplicate this approach by adapting the criteria in 2021 to our other Leisure parks in Europe.

| Action taken to tackle the main challenges | Indicators monitored | 2018/2019 |
|---|---|---|
| Taking account of biodiversity, soil and landscape in operations and design | Cumulative number of fauna and flora audits as part of the Ski Area observatories since their creation (Number) | 1,085 - total since 2007 including 83 in 2020 |
| Catering supplies from more environmentally-friendly sources | Percentage (in purchase value) of purchases based on the "sustainable" criterion<br>Percentage (in value of purchases) of purchases based on the "country" criterion | Ongoing (not published) |

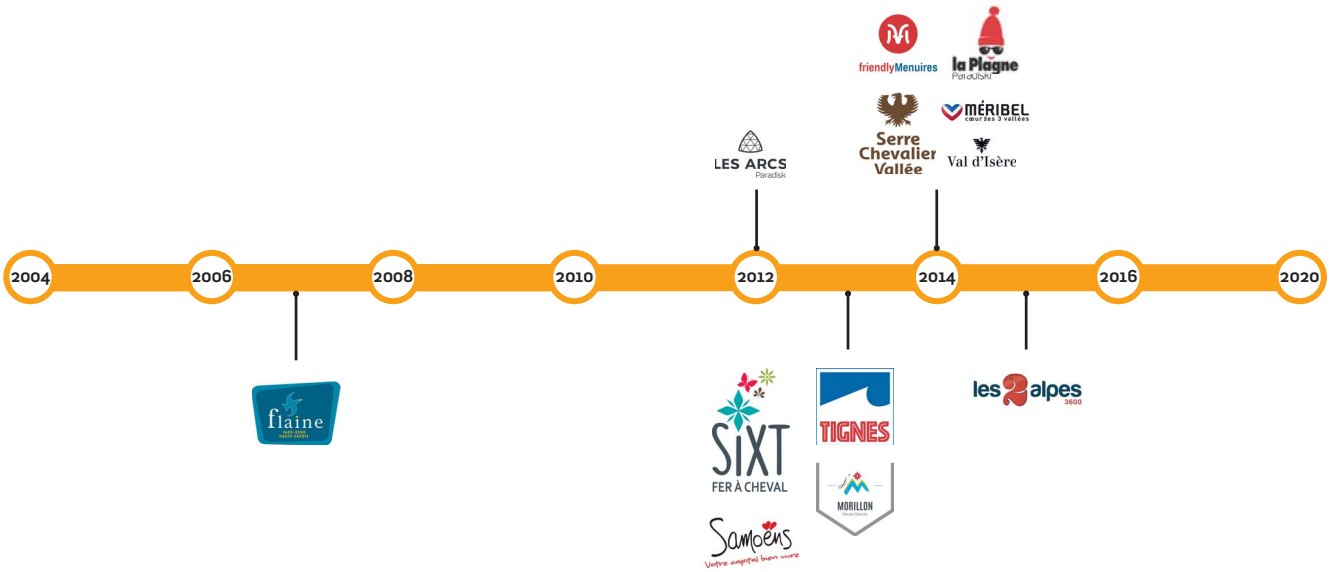
### 4.3.3.1 Taking account of biodiversity, soil and landscape in operations and design

The scope covered by this chapter is limited to the nine Ski areas and the seven Leisure parks, and excludes museums and service sector sites whose impact on biodiversity is not significant.

#### Ski area observatories

Because they are located in a natural environment, the existence of threatened or protected species is of particular importance to each of the Group's Ski areas.

Following the success of the Flaine Observatory (2007), the Group has developed environmental observatories in each of its Ski areas.



They allow the Group to monitor the impact of its operations and development on all aspects of the environment, on flora, fauna, landscape and specific biotopes (wetlands and habitats). Depending on the specifics of the site, some supplement the base figures with geology or forest inventories. Using information from external ecological experts, they now compose useful tools to help them understand the area and, through this, biodiversity preservation. For a development project, for example, the Observatory provides environmental data about the area, enabling environmental considerations to be factored in during the draft project phase by, for instance, adapting the scope or periods of work to avoid its impact on certain species or reducing the impact on an area. The Observatory also helps to monitor the compensation and remedial measures put in place for development projects.

Between 2007 and 2020, on the basis of fauna and flora data obtained during 1,085 voluntary prospecting visits, the Group's observatories mapped:

- 14,600 GPS coordinates for the stations of 68 species of flora of heritage interest;
- 22,800 GPS coordinates of fauna observations, concerning an average of 225 species per ski area, of which 93 are protected species.

The Observatory also provides a forum for discussion and collaboration with many stakeholders on a wide range of projects:

- bird display system on cable sections of sensitive ski lifts, zoning for resting and breeding of gallinaceae, species counting, setting up defences to preserve habitats, research programme on the behaviour of certain species in the ski areas with GPS tracking, protected species tracking, etc. ;
- post-work revegetation by turf cutting to optimise recovery, or trail sowings suitable for high-altitude environments using Phytosem seeds which offer us more diverse mixes of local species, including a minimum of 20% Végétal Local certified seeds.

With regard to land use, the Ski areas use a small surface area of the concession area for ski slopes: the surface area of the slopes represents on average 5% of the total surface area. The rest of the area is left in its natural state or used outside the winter season by farmers (mainly pasture or forest land).

### The Leisure parks

The Leisure park sites also have adapted natural spaces that they can use to increase visitors' enjoyment.

On average, the concrete surface area of the Leisure parks represents less than a quarter (23%) of the total surface area of the sites (based on seven out of eight sites [1]), and 40% of the spaces are reserved for green and blue areas in operation, the rest being preserved in their natural state with forest or marsh-type environments.

The most affected of the Leisure parks is Parc Astérix as the site comprises a series of moors and meadows on sand, which is part of an eco-unit (one of the most beautiful in the Picardy region). For this reason, Parc Astérix and the Conservatoire des Espaces Naturels de Picardie (CENP – Board for the protection of natural spaces in Picardy) have signed a management agreement for the natural environment contained within the site (Bois de Morrière and Le Fossé de la Coque), covering approximately 60 hectares. They have committed to developing joint and complementary initiatives for the preservation and restoration of natural habitats of heritage interest and ecological networks, such as:

- observation campaigns and counts (birds and insects);
- maintenance aimed at restricting the spread of bracken to promote the growth of heather, cutting back and removal by horses (carried out by CENP staff or agricultural colleges);
- the creation of corridors to facilitate the movement of animals and vegetation from one area to another.

Along similar lines, Parc Astérix has introduced on-site eco-grazing with a local company with the appropriate certification.

The Parc Astérix Delphinarium team monitors veterinary health and behaviour regularly in collaboration with two vets and a scientist. The Delphinarium has set itself the target of monitoring the animals closely and responsibly. So Parc Astérix has helped set up an Animal Welfare Committee which meets twice a year. The work is published in an annual activity report which covers education, research and conservation activities. The qualifications and expertise of the Committee members are testament to its calibre: qualified CNRS, Paris 13, ENVA, MHNH and INRA researchers, animal keepers, vets and Parc Astérix managers.

Lastly, since its creation, the Bellewaerde site (a member of EAZA) has been directly involved in the conservation of endangered species (European bison as well as Amur leopards and Asian giraffes) and has taken an active part in the programme to protect European bison (the largest mammal in Europe) and its reintroduction into the wild.

### Catering at the Leisure parks

Revenue from catering activities accounts for a significant portion of Compagnie des Alpes' total revenue and the whole Leisure parks revenue. As food and supply chains have potentially significant impacts on the environment (climate change, practices harming biodiversity, imported deforestation, etc.), the Group has launched a project (within its France scope in 2020) to improve the indirect impact of its supply on biodiversity.

This has required it to consider actionable short- to medium-term improvement solutions. The areas for improvement, some of which are already under way, focus on:

- introducing greener menu choices with vegetarian options;
- using more eco-label products or suppliers who have undertaken to respect the environment or have put progress actions in place;
- favouring local products (locally sourced material, local processing) at the country or regional level, and the promotion of ultra-local producers (< 200 km).

Finally,

- since 2018 Compagnie des Alpes has required that all eggs and egg-containing products in France come from free-range poultry;
- in 2020, the origin of the centralised supply of broiler chickens to French farms changed significantly to reach 95% from France. 83% of the volumes purchased are purchased from a supplier that implements the *Nature d éleveur* initiative in terms of animal welfare. As part of the Group's sustainable food approach, the supply of broileo chickens will focus more on purchases under signs of quality in this purchasing category.

*(1) Does not include Walibi Holland.*

### 4.3.3.2 Connecting customers with nature by enhancing natural spaces

All of the Ski areas and three Leisure parks operate close to protected zones: Natura 2000, ZNIEFF (Natural area of interest for ecology, flora and fauna), National Park, RNN (National Natural Reserve), Regional Natural Park, or Protective Forest or APB (Biotope Protection) zone.

#### Voluntary restoration of natural environments with nature-based solutions

In late 2016, Compagnie des Alpes became a member of the Nature 2050 programme. This voluntary programme, the brainchild of CDC Biodiversité, goes beyond the scope of the mandatory compensatory measures to run nature-based initiatives, with quantifiable results, aimed at adapting the land to climate change and restoring its biodiversity. The impacts of the projects are then measured until 2050 by the project manager based on indicators set by a scientific committee.

The Group has been a member of the programme for three years and remains committed to its target of providing some or all of the financial support for a new project related to its activity each year. Offering more than financial contributions and logistics support (provision of vehicles and contribution from employees), the initiative aims to go beyond the action of restoring per se by developing the relationship with stakeholders with a view to taking joint action on biodiversity.

Compagnie des Alpes is thus involved in three projects linked to mountain areas and activities:

- one project, managed by the Ligue de protection des Oiseaux (League for the Protection of Birds – LPO) in the Provence-Alpes-Côte d'Azur (PACA) region, is adapting a mountain forest to climate change in the Partias Regional Natural Reserve (Briançonnais), which is adjacent to the Serre Chevalier Ski Area, and has planted 3,000 cembra pines;
- restoration of the peatland at the body of water at Les Bruyères, at the foot of Les Ménuires, is managed by the Conservatoire des Espaces Naturels de Savoie (Savoy Conservation Trust for Natural Spaces). The aim is to better manage the flash floods and sediment transport in the peatland, while preserving biodiversity to permit continuation of the tourism activity. This project is in progress (works);
- the development of quiet areas for the black grouse in winter within the Les Arcs ski area, in collaboration with the Vanoise National Park. The consultation initially scheduled for 2020 has been postponed to 2021, when the work will also take place.

#### Enhancing natural spaces and biodiversity

The Ski areas offer leisure opportunities but also safe access to places and landscapes of outstanding natural beauty. To protect these spaces, the Group's sites must play their part in enhancing them and raising awareness of their fragility and the need to preserve them by reconnecting visitors with nature.

- **The *Altitude Expérience* project overseen by the subsidiary STGM, which operates the Tignes ski area, is a perfect example of this.** The concept is to attract as many people as possible to the Grande Motte glacier and offer fun ways for them to discover this beautiful and unique national treasure, not only through access to magnificent viewpoints but by providing facts and information about this splendid, but ever so fragile, site. This public-private initiative, devised in close collaboration with the Parc National de la Vanoise, aims to include an environmental dimension in the tourism product to educate as many people as possible.
- **The new Aiguille Rouge footbridge at Les Arcs is helping our visitors understand the mountains.** Looking out onto a magnificent landscape, visitors can read the information boards installed in conjunction with the Hauts de Villaroger nature reserve.
- The Ski areas raise their customers' awareness of biodiversity protection in the following ways:
  - at Les Ménuires, visitors can discover the rich local fauna and have a walk along the new fun Friendly Natural Park trail to meet some of the many animals who live in the La Vanoise national park;
  - the Grand Massif offers a fun trail for children to discover fauna, as well as a geological trail, and organises a summer-winter raiding to discover the fauna;
  - in the summer at La Plagne, SAP provides visitor information about the flora and fauna;
  - at Tignes, STGM set up an exhibition in conjunction with the Vanoise National Park and took part in the "echo day", the main objective of which was to raise awareness about the environment and the initiatives in place (landscape integration, introduction to the environmental observatory, green behaviour, etc.);
  - at Serre Chevalier, the biodiversity issue is mentioned during the visit to the traders at the Ski Area;
  - we also continue to share the nature data we collect at our environmental observatories. For example, SCV publishes newsletters from the site's Observatory on Facebook, Sevabel (in Les Ménuires) has shared its data to feed into the Municipal Biodiversity Atlas and Grand Massif Domaines Skiables is continuing the annual public reports of its observatory.

On a lesser scale, some Leisure parks also raise visitor awareness with biodiversity teaching material:

- at Parc Astérix, hotel guests will be able to discover local flora and fauna on the new "discovery trail" thanks to signs created by the CENP over a 4-km circuit. The site includes, for example, the Morrière forest, which is home to protected plant species such as the marsh Saint John's wort;
- the topic of biodiversity preservation is mentioned at various Futuroscope attractions. For example, the exhibition-event Villes 2050 (Cities 2050), showed the work of an architect who, for the last few years, has been designing extraordinary urbanisation projects which reconcile the city with the environment.

### 4.3.3.3 Controlling pollution and emissions (soil, air and landscape)

#### Soil and air pollution

Most soil contamination is caused by leaks following the accidental rupture of a hydraulic cable on a grooming machine. This type of leak is very localised. Ski areas carry out preventive maintenance and preventive changes on these cables, working in collaboration with suppliers to ensure reliability. They have an emergency procedure in place to treat polluted snow and clean up soil in the summer.

In 2020, the Group had to manage the decontamination of contaminated soil, discovered as part of a land survey and whose origin is attributed to a tank buried in an urban area of one of the stations.

Some of our Ski areas have generalised the use of GTL, a synthetic technology that significantly reduces atmospheric pollution (NOx and particulates) compared to Diesel/Non-road diesel.

In addition, the sites manage their use of chemical products to limit their environmental impact and lower or eliminate the use of the most dangerous products. Monitoring the environmental compliance of the sites makes it possible to control the practices in place (rules for the storage of chemical and flammable products, generalisation of retention basins, specific bins, risk analysis, etc.), and thus reduce the risk of pollution.

### Visual and light pollution

Group sites are placing increasing importance on lighting and their impact on the landscape. In practice, this has led to many initiatives, including:

- pursuit of the policy to gradually reduce the number of ski lifts, and therefore pylons, cables, stations and overhead power lines;
- the work is monitored as part of the environmental observatory at each Ski Area with the aim of better integrating the new developments into the landscape. This monitoring involved 13 days during the 2019/2020 fiscal year at the Compagnie des Alpes ski areas and concerns more than 300 points monitored in total. Taking photographs as the work progresses allows us to take a step back and assess the effectiveness of the measures put in place. This involves growing vegetation on the roofs or in the work areas, burying equipment (garage for the new Legends TSD buried), grids and storage areas, the use of untreated materials (stone or wood) when renovating lodging in the ski area, etc.;
- turning off the lighting strips at night and all lighting at Futuroscope and Bellewaerde after closing.

### Noise nuisance

Noise nuisance is dealt with in point 4.4.2.4 "Involvement with local communities".

## 4.3.4 SUSTAINABLE WATER MANAGEMENT

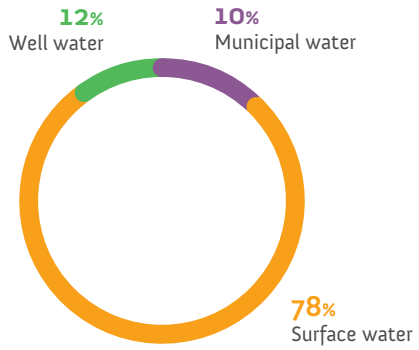
| Action taken to tackle the main challenges | Indicators monitored | 2015/2016 | 2016/2017 | 2017/2018 | 2018/2019 | 2019/2020 |
|---|---|---|---|---|---|---|
| Gain a better understanding of our impact on water | Volume of water (litres) per skier-day (Ski area) or per visitor (Leisure parks) | 145 L/visitor<br>235 L/SD | 110 L/visitor<br>259 L/SD | 95 L/visitor<br>222 L/SD | 90 L/visitor<br>257 L/SD | 135 L/visitor<br>285 L/SD |
| | Share of municipal water (%) | 12% | 12.2% | 12.5% | 11% | 10% |
| | Percentage of municipal water for the production of artificial snow (%) | 1% | 2% | 1% | 0.4% | 0.05% |
| | Total volume of water used ($m^3$) | 4,418,523 | 4,550,281 | 3,956,758 | 4,449,601 | 3,955,001 |

Compagnie des Alpes' activities are heavily dependent on water resources. However, municipal water accounts for only 10% of all water usage. Most water used is surface water (78%) and the remainder is well water (12%).

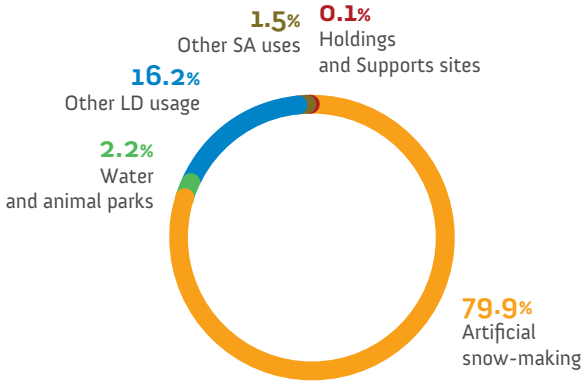
Compagnie des Alpes does not operate any sites in high water risk areas which could repeatedly affect its ability to operate. By this we mean areas where the aggregate "water" risk is identified as high or very high by the World Resources Institute (Aqueduct database). However, occasionally some population bases (*e.g.* the greater Paris region or Belgium) where the Group operates do feature as areas which could be susceptible to pressure between use and demand. The same applies to some Alpine basins in summer (August) or at the end of the summer during periods of drought, or on days in the winter holidays when tourist numbers peak.

In accordance with laws on water, certain wells and pumping facilities require authorisation and the annual amounts drawn are capped. The sites also keep a close eye on local restrictions enforced by the authorities.

ORIGIN OF VOLUMES OF WATER USED




BREAKDOWN OF WATER USAGE



### Holdings and supports sites

In tertiary sites, water consumption is considered negligible in volume terms at Group level. Due to a lack of individual meters, these figures do not include the Paris and Chambéry sites.

## 4.3.4.1 Water in the Ski areas

### Inventory

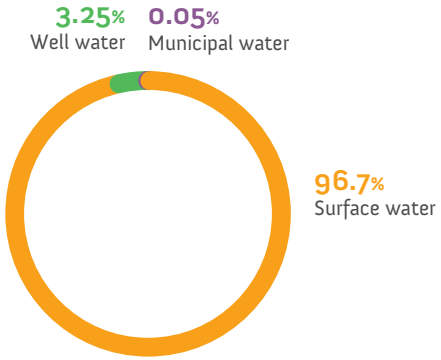
In Ski areas, water is mainly used for artificial snow-making. Said purpose accounts for 80% of the Group's total water usage. Artificial snow is used to protect the Group and resort operators from the financial and social impact of a shortage of natural snow on the ski business, especially at the beginning and end of a season. The production of artificial snow and grooming (milling) have a combined impact on the economic viability of ski resorts by significantly extending the life of the snowpack.

The volumes of water used depend on the quantities and periods of snowfall, notably when preparing to open the Ski areas at the end of the calendar year.

Ski areas limit their use of municipal water by favouring surface water catchment and overflow recovery systems. As a result, 99.6% of the water used to make artificial snow comes from surface water or well water.

If a distinction is made between the volume collected and the volume consumed, the second is the share of the former that will not be returned to the watershed after use and will therefore no longer be available in the same place (*e.g.* it is now contained in an agricultural product, or rendered as grey or black water, or evaporated). The water collected for artificial snow is for the most part water that remains available in the watershed with the same level of quality as at the beginning, only with a time lag of a few months between its extraction and its return. It is therefore imprecise to speak of water consumption in this case.

SOURCE OF WATER FOR ARTIFICIAL SNOW-MAKING




### Storage and production process

In winter, the water levels in mountain streams are at their lowest. To reduce use in winter when water levels are at their lowest, Group resorts have made the effort to build hillside water catchment systems which can be used to store autumn rainwater and water from snow melts. The aim of these high-altitude water catchment systems is therefore to store water when there is a plentiful supply on the mountains. This levels out use from the area and provides a permanent water supply for optimal production during the available cold weather windows and optimal humidity, potentially for shorter periods.

The hillside catchment systems are a very good solution for managing water quantities and reducing the impact on quality during periods when water levels are low. As their impact on biodiversity is potentially significant during the construction phases, in particular when they have a significant impact on wetlands and wet zones, these impacts are identified and reduced during the project phase, or even offset if necessary. In 2021, the Group will launch a study with INRAE to identify ways of designing hillside reservoirs that promote biodiversity.

Once all the network work has been completed, man-made snow is simply water that has been crystallised at low temperatures. No chemical transformation or additive is used. Water taken from the natural environment for this purpose is returned to the water cycle without being treated, mainly when the snow melts, and to a lesser extent due to evaporation.

For several years, the Ski areas have employed slope preparation and grooming techniques that limit the amount of snow necessary for skiing while maintaining very high service standards. The use of radars and the work done to achieve ideal slope profiles and ensure a good covering of grass also help to reduce the amount of snow necessary for a slope to be opened. The aim is to produce "the right quantity" of artificial snow.

### Improving knowledge

SAP (at La Plagne) is one of the pilot resorts for the PROSNOW project which aims to design a demonstrator, which feeds into a snow management system, to predict weather and climate conditions between one week and several months in advance. Because of the marked variations in the weather, especially in late autumn, improving forecasting ability at all levels could help the station managers adapt in real time and potentially result in more efficient water usage.

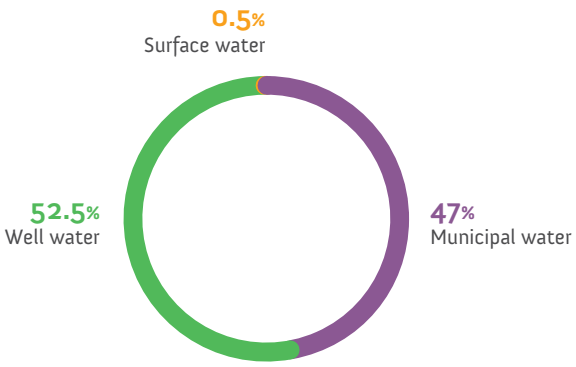
To improve water management, Compagnie des Alpes also wishes to better understand the local water resources at each of its sites and the waterway catchment areas. As a result five sites have incorporated a "water source" factor into their environmental observatories. A sixth site has taken part in a scheme to coordinate water usage at municipality level.

As is the case for flora and fauna, the aim is to have data to help make the right decisions to limit quantitative and qualitative impacts.

## 4.3.4.2 Water in Leisure parks

In Leisure parks, water is used for the rides (pools and watering), pools for animals as well as in the restaurants, toilets and hotels for visitors.

LEISURE PARKS: SOURCE OF WATER CONSUMED



52.5% of the water consumed by Leisure parks comes from wells (located at Parc Astérix and Futuroscope and France Miniature), followed by municipal water (47%) and to a very small extent, surface water.

Leisure parks try to limit their water consumption in various ways such as detecting leaks (installing sub-meters, for example), installing aerated, self-closing or infrared taps and dual flush toilets, and collecting rainwater for sanitary use or to water green spaces.

Bellewaerde Park also has a treatment plant. Once treated, the waste water is tested internally and through independent external checks to ensure it meets local environmental regulations.

Where relevant, the Group's sites carry out analyses of the water, either before its use in order to check how drinkable it is, or at the time of discharge in order to check its level of pollution.

NB: Due to a lack of individual meters, these figures do not include Grévin Montréal and the CDA Productions workshops.

## 4.3.5 THE CIRCULAR ECONOMY AND WASTE

The Group is improving its waste sorting and recycling (over 96% non-hazardous) and the last stage will be to fully address visitor waste at the Leisure parks.

Efforts to systematically use eco-friendly products (*e.g.* reduction at source) and combat food waste will also need to be stepped up, building on current initiatives.

### Waste recycling

At the Ski areas and Leisure parks, waste is generated during two types of period and volumes can vary considerably from year to year.

- Maintenance period in which renovation, repair and construction work is undertaken:

  The volume of waste this activity generates varies enormously from one year to the next and from one site to another, especially according to the investment and works programmes in place. At the sites, the waste generated during this period comes from equipment construction/dismantling and maintenance (metal) and work on ski runs and improvements (wood, organic waste and possibly rock and rubble).

- The visitor season:

  The waste generated by Ski areas during the on-season is mainly paper/cardboard, household waste, glass and tyres (grooming machines and other vehicles).

  Concerning Leisure parks, most waste is generated during the on-season by the restaurants and cafes, shops and visitors (paper/cardboard, glass, plastic, aluminium and household waste), and also from maintenance of the green spaces (green waste).

Today, the Group sites are focussing their efforts on waste sorting, ensuring it is delivered to treatment channels.

- 92% of Group sites practice separate waste collection in the administrative offices;
- 100% (1) of the sites sort the main types of waste generated from construction work (back-end) and current operations. It is then taken to specialist recycling channels;
- 50% of the Leisure parks have introduced waste sorting and recycling facilities for visitors at some or all of the bins along the paths at the parks. However, where these facilities exist, improving recycling is a work in progress. The first stage will be to improve the recycling rate of the main types of waste and the quality of sorting.

Some of the waste from both these activities is not weighed. For example, rock and rubble generated by summer work at the Ski areas is generally re-used, as it can be used to fill in holes on the slopes if necessary. Some sites take their non-hazardous waste to refuse sites or their supplier and do not obtain a slip to confirm receipt. Because the type of waste varies considerably according to the work carried out, the Group does not keep a record of the volume and weight of the waste generated (with the exception of bio-waste).

### Extending the life of the facilities and equipment: what Group technicians do each day

The Group's business activities are extremely capital-intensive. The useful life of our fixed assets can be up to 30 or 40 years for the ski lifts and rides.

Each day, the Group's technical teams maintain and repair them to keep them compliant and in good operating condition for as long as possible.

Moving and modifying the ski lifts, work which Ingelo (an engineering subsidiary of the Group) began in 2011, has now become its core activity. 13 chairlifts and 9 drag lifts were moved/modified between 2011 and 2019. Our subsidiary has created – and operates in – a second-hand market in which the equipment manufacturers are not present. As a result, Ingelo has become a CDA player in the circular economy, recycling and making the best possible use of old equipment to reinstall it in place of new equipment in new locations.

For many years the Group has been retrofitting grooming machines at an average of two per year. This involves refurbishing a vehicle, by simply replacing old and obsolete components by newer ones. This focus on repairing equipment (almost ten retrofitted machines are currently operational at our resorts) increases the lifespan and value of the equipment and recognises the expertise of the teams involved.

Finally, in 2020, these reconditioning operations were extended to snow-making poles.

Since 2016, this corresponds to a cumulative amount of nearly 1,200 tonnes of steel reused.

(1) *The Paris, Chambéry and Travefactory group sites are not included because they are not affected by this type of waste.*

## Eco-design

A key way forward will be for us to gradually turn our thoughts to how we can reduce this waste at source, primarily by working with suppliers and also devising alternative approaches.

In practice, this has led to some targeted initiatives, including:

- replacement of single-use plastic cups with Eco-cups, discontinuation of plastic straws and their systematic offering in Leisure parks, work upstream with suppliers on reducing the weight of burger boxes;
- a move to returnable glass bottles in the Restaurant du Lac then Le Cirque (2020) at Parc Astérix;
- removing single-use plastic from the offices at our headquarters (use of dishwasher) or promoting meal trays with minimum packaging waste;
- moving towards order consolidation and larger packaging quantities at many sites;
- recycling drag-lift pylons to make a CATEX (cable for transporting explosives) at Sevebel, renovation rather than replacement of old structures (*e.g.* the new station at TC Brévières);
- purchase of reusable aerosols at STGM and oil analysis to optimise the frequency of oil changes.

## Preventing and recycling food waste

### Leisure park restaurants

The Leisure parks have taken initial steps to combat food waste by introducing a number of initiatives at one or more sites:

- for several years now Futuroscope's Saveurs du Soleil restaurant has taken part in the joint *Mon resto engagé* initiative run by the Vienne CCI, aimed at reducing food waste;
- optimal visitor number planning, automatic restocking of products and the introduction of a booking system have also helped to reduce waste through better stock management;
- portion control: use of standard portions, introduction of smaller containers and smaller bread portions;
- following preparation specifications and employee awareness through training;
- losses are tracked on a daily basis and at the end of the season, any food with a use-by date before the site is reopened to the public is donated.

Most of the restaurant facilities at 50% of our Leisure park sites now weigh and sort the bio-waste from food preparation and uneaten food which is used to fuel methanisation sites. In total, over the year, no less than 132.5 tonnes of bio-waste were recycled in this way.

Concrete knowledge of volumes is a first step in identifying the sources of food waste and taking a more structured approach to combating waste.

### Staff canteen

The Leisure parks are aiming to capitalise on the experiment run at the staff canteen at Futuroscope, which was the very first of its type for the Group.

- A satisfaction survey and a study of the causes of food waste led to measures being taken to reduce food waste, which included adapting the dishes on offer.
- Then, some innovative practices were trailed such as sending dehydrated organic waste to an insect farm which breeds fly larva to produce proteins for inclusion in the animal food chain and green chemistry.

Since then, Parc Astérix has been collecting the bio-waste from its staff canteen along with that from its visitor restaurants in the park and at its hotels. At La Plagne, SAP has installed a composter in the staff eating area.

## Hazardous waste

All hazardous waste is collected and treated by approved contractors. Hazardous waste only accounts for 4% of total Group waste by weight. This percentage actually falls significantly when account is taken of the fact that most of the non-hazardous waste is not weighed.

Overall, hazardous waste mainly corresponds to hydrocarbon sludge (by weight); it comes from the periodic emptying of hydrocarbon separator tanks and is reused to produce heat (100%). This is followed by other waste, for instance from emptying the chemical toilets, oil filters, coolants, then grease from the drip trays, solvents and hydraulic oil from ski lift engines, soiled packaging and rags, Waste Electrical and Electronic Equipment (WEEE) and healthcare waste (with risk of infection) from the rescue operations which some sites are responsible for carrying out.

## Paper

In view of its activities, Compagnie des Alpes' consumption of raw materials is low and relates to the use of paper for administrative purposes, financial communication and above all for commercial purposes for the printing of tickets, maps, flyers, posters and catalogues. Paper purchased and used internally represents 10% of paper generated, compared with 90% used for external communications.

As a general rule, Group entities limit their paper usage through digitisation: digitised maps in Ski areas, recyclable passes, online sales, email confirmations, paperless tickets and exchange coupons, communication with visitors through Facebook and Instagram and development of smartphone apps. These practices are pursued in addition to digital archiving, double-sided printing for tertiary works and reducing the number of printers.

## 4.3.6 CONSOLIDATED ENVIRONMENTAL DATA

| | Change (N/N-1) | 2016/017 | 2017/2018 | 2018/2019 | 2019/2020 |
|---|---|---|---|---|---|
| **ELECTRICITY CONSUMPTION** *(GWH)* | **-15%** | **166** | **156** | **164** | **139** |
| of which renewable | -11% | 103 | 129 | 141 | 125 |
| **FOSSIL FUEL CONSUMPTION** *(GWH LHV)* | **-19%** | **56** | **60** | **58** | **47** |
| **FOSSIL FUEL CONSUMPTION** *($M^3$)* | **-19%** | **5,650** | **6,068** | **5,847** | **4,717** |
| of which diesel and non-road diesel | -20% | 5,216 | 5,619 | 5,368 | 4,318 |
| of which petrol | -18% | 138 | 145 | 192 | 158 |
| of which fuel oil | -16% | 296 | 303 | 287 | 242 |
| **FOSSIL FUEL GAS CONSUMPTION** *(GWH)* | **-16%** | **33** | **30** | **33** | **28** |
| **CONSUMPTION OF MUNICIPAL HEATING AND COOLING SYSTEMS** *(GWH)* | **-9%** | | **2** | **2** | **1** |
| **TOTAL ENERGY CONSUMPTION** *(GWH)* | **-16%** | **255** | **249** | **256** | **215** |
| **CONSUMPTION OF COOLANTS** *(KG)* | **-39%** | **257** | **265** | **403** | **247** |
| **GREENHOUSE GAS** *(GHG)* **EMISSIONS BY EMISSION SOURCE** *(TEQ. $CO_2$)* | **-19%** | **34,842** | **32,415** | **32,252** | **26,218** |
| of which electricity | -23% | 8,124 | 4,964 | 4,634 | 3,578 |
| NB: "avoided" through the use of green electricity | | | 10,182 | 8,038 | 7,345 |
| of which diesel and non-road diesel | -20% | 16,535 | 17,813 | 17,016 | 13,644 |
| of which petrol | -18% | 385 | 405 | 536 | 441 |
| of which fuel oil | -16% | 943 | 968 | 916 | 772 |
| of which gas | -16% | 8,037 | 7,387 | 8,108 | 6,813 |
| of which coolants | -7% | 817 | 614 | 779 | 726 |
| of which municipal heating/cooling systems | -7% | | 265 | 262 | 245 |
| **WATER CONSUMPTION** *($M^3$)* | **-11%** | **4,550,281** | **3,956,758** | **4,449,601** | **3,955,001** |
| of which well water | -13% | 655,102 | 763,872 | 557,877 | 485,266 |
| of which surface water | -10% | 3,339,029 | 2,697,175 | 3,404,985 | 3,071,883 |
| of which municipal water | -18% | 556,150 | 495,711 | 486,739 | 397,852 |
| **PAPER CONSUMPTION** *(TONNES)* | **-27%** | **430** | **438** | **474** | **348** |
| **WEIGHED WASTE PRODUCTION** *(TONNES)* | **-26%** | **5,132** | **5,086** | **4,278** | **3,169** |
| of which non-hazardous | -23% | 4,845 | 4,752 | 3,975 | 3,050 |
| of which hazardous | -61% | 287 | 335 | 303 | 118 |

The above environmental data table is consolidated according to actual scope. It is worth noting that data on a like-for-like basis differ very little with regard to water and energy consumption, and greenhouse gas emissions, as this only concerns the integration of the Familypark site.

### REFERENCE TABLE OF ENVIRONMENTAL CHALLENGES

| CSR challenges including the key challenges | Approach implemented for the main challenges | Indicators monitored |
|---|---|---|
| §4.3.2.1 Reducing our direct energy and carbon footprint (GHG)<br>§4.3.4 Sustainable water management<br>§4.3.6 The circular economy<br>§4.3.2.2 Indirect environmental footprint performance | • Increase the portion of renewable energy and reduce the portion of fossil fuels in the Group's energy mix<br>• Improve the energy intensity and carbon intensity relating to visits to our sites<br>• Gain a better understanding of our impact on water | • Total energy consumption (GWh)<br>• Portion of fossil fuels in total energy consumption<br>• Portion of renewable energies in total energy consumption<br>• Direct GHG emissions* per skier-day (Ski areas) or visitor (Leisure parks)<br>• Energy consumption per skier-day (Ski areas) or visitor (Leisure parks)<br>• Volume of water (litres) per skier-day (Ski area) or per visitor (Leisure parks)<br>• Share of municipal water (%)<br>• Percentage of municipal water in the artificial snow (%)<br>• Total water volume ($m^3$) |
| §4.3.3.1 Taking account of biodiversity, soil and landscape in operations and design<br>§4.3.3.2 Connecting customers with nature by enhancing natural spaces.<br>§4.3.3.3 Controlling pollution and emissions | • Taking account of biodiversity, soil and landscape in operations and design<br>• Catering supplies from more environmentally-friendly sources | • Cumulative number of fauna and flora audits as part of the Ski Area observatories since their creation<br>• Percentage (in purchase value) of purchases based on the "sustainable" criterion<br>• Percentage (in value of purchases) of purchases based on the "country" criterion<br>• Awaiting a suitable indicator to calculate our biodiversity footprint |

* *GHG: greenhouse gas.*

# 4.4 Societal challenges

The Group's subsidiaries offer leisure activities to the general public in the heart of high-traffic tourist areas in urban, peri-urban and regional environments.

It should be noted that, due to the nature of its business, combating food poverty has not been identified as a CSR risk for the Group. Therefore, no particular information has been published on this topic.

## 4.4.1 LONG-TERM CONTRIBUTION TO THE DEVELOPMENT AND APPEAL OF THE REGIONS

CDA Group sites lie at the heart of regions in which they operate, maintaining very special relationships with local entities. CDA is the top, or main, employer in the local ecosystems which makes it a first-rate partner.

### 4.4.1.1 Gaining a better understanding of the Group's socioeconomic impact

The CDA subsidiaries in the area generate direct employment and many of the people employed are local seasonal workers. The subsidiaries also generate indirect employment through their own purchases and contributions to local authorities and this money passing into the local or regional economy.

Through a specific study run by Utopies©, using the Local Footprint© methodology, we were able to quantify the multiplier effect of our activities based on the typology of our purchases, total payroll and contributions in the form of taxes, fees and levies.

This exercise, initially based on 2016 data for six ski areas and Parc du Futuroscope and expanded to include Parc Astérix in 2019, highlights the economic impact of our activities and policies on the regions at different levels (Department, Region, Country).

#### Economic impact of 6 ski areas

For example: In six ski areas in the Tarentaise valley in the Savoie region,

| 2016 survey | 6 ski areas in Tarentaise |
|---|---|
| Payroll | €85m |
| Number of direct jobs | 1,295 |
| Job multipliers supported in France (1 direct support job x additional jobs in France) | X 4 |
| Value creation (GDP) in France (direct and indirect) | €430m |
| Percentage of purchases irrigating the French economy | 73% |
| Percentage of purchases irrigating the region's economy | Auvergne-Rhône-Alpes 60% |

- 1 direct job in one of our Tarentaise ski areas supports 1.6 additional jobs in Savoie, 2.8 in Auvergne-Rhône-Alpes (AURA) and **4 in France**;
- these six companies pay €62 million in tax (various taxes, excluding VAT), local authority contributions (mainly through Public Service Concession contracts) and corporation tax. Note that 66% of this amount is paid to the region;
- **73%** of their purchases are made **in France**. Specifically, they contribute to the local economic fabric by spending €34 million with 736 SMEs in Savoie and €49 million with around 1,200 SMEs in the Auvergne-Rhône-Alpes region.

#### Economic impact of Futuroscope

- 1 direct job at Futuroscope supports 0.9 additional jobs in Vienne, 1.2 in Nouvelle Aquitaine and **3.2 in France**.
- The Park's activities contribute €78 million to Vienne's GDP and **€159 million** to France's GDP.
- Futuroscope **buys 74%** of its goods and services made in France, spending €52 million of which €29 million in the Nouvelle Aquitaine region. It spends €25 million with 192 SMEs in Vienne.

#### Economic impact of Parc Astérix




- Parc Astérix injected €100 million into the French economy in 2017/2018, including €77 million from purchases, €21 million in terms of its payroll and €2 million in taxes.
- This in turn generated wealth (GDP) of **€182 million** in the French economy, €87 million of which in the Hauts de France Region and €63 million in the greater Paris region (Ile-de-France).
- The Park's activities sustained 3,327 jobs in France, 815 of which were direct and 1,282 indirect in the supplier chain.
- Parc Astérix bought goods or services amounting to €52 million made in Hauts de France and Ile de France combined, which equated to **61%** of its total purchases.

| | Parc Astérix [1] | Futuroscope [2] |
|---|---|---|
| Payroll | €21m | €30m |
| Number of direct jobs | 815 | 782 |
| Job multipliers supported in France (1 direct support job x additional jobs in France) | X 3.1 | X 3.2 |
| Value creation (GDP) in France (direct and indirect) | €182m | €159m |
| Percentage of purchases irrigating the French economy | 91% | 74% |
| Percentage of purchases irrigating the region's economy | Hauts de France and Ile-de-France 61% | Nouvelle Aquitaine 41% |

*(1) 2019 survey.*
*(2) 2016 survey.*

### Impact of our catalyst effect on the tourist offering

In addition, our sites are true centres of tourist attraction, generating almost 17 million visits to the regions over the fiscal year (over 23 million in 2018/2019). Their business activities therefore benefit shops, transport, accommodation, cafés and restaurants and, more broadly, other socioeconomic players in the tourism ecosystem.

For example, for every euro a skier spends on the ski lifts, they spend another seven at the resort (2012 Contours study). On this basis, we can estimate that around €2.6 billion of France's GDP comes from expenditure by the skiers and their fellow travellers at our six Tarentaise resorts. This equates to €2.1 billion of GDP generated in AURA and €1.4 billion in Savoie, due to the catalytic effect of our activity.

Finally, because of the quality of the facilities and services they offer, our resorts broaden the general appeal of France as a tourist destination: 45% of the catalytic effect is generated by skiers from outside France.

## 4.4.1.2 Investing in the appeal of the sites and other socioeconomic players

### Investing

Each year, Compagnie des Alpes invests vast sums in the appeal of their resorts and leisure parks. This massive investment in our tools and equipment helps to maintain and grow the dynamic of the tourist ecosystems in which we operate.

You will find more information about our investment dynamic in several chapters of this Universal Registration Document.

### Getting involved

Leisure parks are contributing to the success of regional tourism through their involvement in regional structures, notably tourism boards. By enhancing their capacity and appeal, the leisure parks are becoming bona fide regional and national tourist destinations. For example, Futuroscope is running initiatives with the Vienne tourist board and other tourism players in the department to promote the Pays du Futuroscope brand.

The Ski areas also participate in studies covering the resort (studies of attractiveness, positioning, accommodation or satisfaction regarding the customer experience), tools (such as the implementation of CRM tools, data sharing, the design thinking approach, the creation of digital platforms such as Plagne Resort) and the promotion of resorts (participation in the financing of Tourist Offices and memberships of Atout France or France Montagne, co-financing of accommodation listing, etc.). The overall aim is to improve the appeal of the whole area. In return, this generates economic benefits for the entire region and local stakeholders.

Below are a few examples of CDA's actions which mark it out as the best partner of the regions:

- each year, CDA conducts a large-scale study with around 52,000 customers (in 2019), benefiting all players in the region, either globally or on the specificities of a resort. The results will then be shared with local representatives and Tourism players (TO, socio-pros) so they can work together on improvements;
- ADS supports the growth of the resort's players by incorporating their deals into the "Pass Essential and Premium" benefits programme and by taking charge of the necessary technical developments. Most of our partners recorded an increase in their visitor numbers thanks to the roll-out broad promotional mechanism.
- each year GMDS circulates the results of its environmental observations to a large number of local stakeholders and the environmental authorities to promote the wealth of the region and ensure it is protected. It also suggests ways it can be improved and raises collective awareness.

Moreover, the Group companies contribute to the building and maintenance of resort access roads, primarily through their funding of the Tarentaise road system and RN 90, and also support municipal infrastructures by financing the local and regional shuttles and accommodation.

## 4.4.1.3 The real estate-accommodation policy at the resorts

The Group plays a leading role on issues beyond the simple management of ski lifts. This had led it to turn its attention to accommodation.

### Foncière Rénovation Montagne

The aim of Foncière Rénovation Montagne is to invest in local real estate with a view to acquiring ageing properties to renovate. By renewing the appeal of these properties, it helps to combat the "cold beds" problem in mountain regions. The "cold beds" phenomenon relates to accommodation that is rarely occupied by its owner and rarely offered for rent or, when it does come on the rental market, nobody wants to rent it: in other words, empty apartments. The resulting imbalance is harmful to the economy of the resorts and the poorly-maintained accommodation can sometimes reduce the appeal of an entire area. Thus, these "cold beds" block constructed but non-productive real estate at a time when real estate resources are in short supply, particularly in the mountains.

Through the Foncière Rénovation Montagne initiative, Compagnie des Alpes is trying to create a knock-on effect which encourages local authorities and owners to put their renovated properties back into the sales circuit.

**Since the start of the initiative, 478 properties have been purchased and renovated (for a total cost of €11 million).**

### The real estate-accommodation policy

The Group has a strategy to maximise occupation of the available beds at the resort, to support tourism and the local economy:

- the network of the Compagnie des Alpes Group's real estate agencies (28 offices) manages around 2,950 lots, or 13,500 beds. The target is to achieve an above-average apartment occupancy rate (on average a few percentage points higher than the resort agency average) to attract skiers, and also money, to the resort;
- the Group's real estate agencies offer lodge owners assistance with any renovations and upgrades required to help them obtain quality labels, thus equipping them to combat the "cold beds" phenomenon;
- CDA invests in preserving and rehabilitating standard beds, or intervenes to prevent the change of use of certain buildings, in particular hotels. For example SAP has completely refurbished the Baccara building (460 beds) in Les Coches to bring them in line with modern tastes and standards. Similarly our teams have renovated and brought back into service a time-share building (300 beds) which would have been sold off individually at Les Ménuires;
- CDA also supports new projects by participating financially in building ownership or in management structures, or in the sale of land, or in undertakings to purchase.
- both for new beds and renovation projects, the Group actively participates in the search for an operator or investor until the completion of operations.

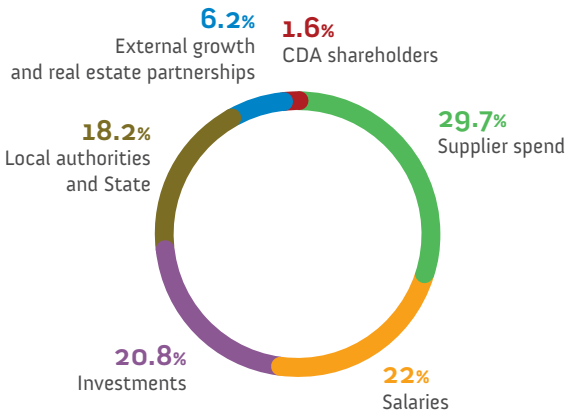
**In total, since 2014, the Group has operated 5,961 hot beds (6,400 since 1998), half of which have been upgraded, and the other half are new beds.**

## 4.4.1.4 Sharing value

Since 2019, the Group has been measuring both in real terms and prospectively the destination of its financial flows to its stakeholders (suppliers, local authorities, etc.) and constituent parties (employees, shareholders) over a fiscal year. As a result, more than 90% of flows go to:

- suppliers, the vast majority of which are based in the regions (see 4.4.1.1);
- employees, through salaries, incentives and profit-sharing;
- the work tool located in the regions, through sustained investments;
- the State and local authorities through corporation tax, social security contributions, taxes and repayments under PSC contracts.

**BREAKDOWN OF VALUE IN 2019**




This analysis of flows (change in net debt) shows the major socio-economic role of the Group in the regions where the sites are located.

## 4.4.1.5 Adapting to the consequences of climate change

Changes in demand for a leisure activity, which is by nature non-essential, are difficult to predict in a low-carbon world imposing new standards. The Group is therefore working, firstly, to reduce the negative externalities associated with its activities, and equally in parallel with the long-term adaptation project in order to anticipate the leisure activities of tomorrow.

### Ski area operations

The effects of climate change have already been felt, particularly in the Ski areas with a shorter glacier skiing season (summer, autumn), a considerable variability of natural snowfall in recent seasons, and uncertainty about the duration of temperature windows for the production of artificial snow. To this we will likely have to add an increase in extreme events and the impact of the melting of the permafrost which will require additional maintenance of the infrastructures affected.

Despite difficult starts to the seasons, Compagnie des Alpes Ski areas remain resilient for the time being due to the fact their resorts are at high altitude or provide access to high altitude ski areas. An alternative solution is to use the first section of the ski lifts as a lift, thereby offering to access the ski area even when conditions are difficult on the low-altitude slopes. The generation of operating conditions, and the associated flows, is the first adaptation.

Ski areas are also using technology to adapt and guarantee the start and end of the season by producing artificial snow, with around 40% of the slope areas equipped according to snow level priorities. Production networks have therefore adapted to the capacity required and the water storage facilities with around 10% of total investment being made in this area on average. In addition, optimisation work and equipment renewal are providing higher yields while limiting the rise in operating costs and the consumption of resources (energy primarily).

Grooming techniques are also evolving in order to optimise snow quality and increase its useful life. Grooming takes a range of parameters into account: weather forecasts, a precise calculation of snow volumes considered necessary, satellite or radar measurements of snow thickness. The orientation of the slopes is also examined,

and work on the ski runs and re-establishment of vegetation allow the resort to reduce the quantities of snow required to create suitable skiing conditions.

An initial study conducted in 2017 made it possible to assess the transition risks (based on scenarios) and material risks (based on a review of scientific literature on the subject) of the energy and ecological transition which are applicable to the Group sites. The main long-term material risks could be linked to a reduction of the operating period at the height of the season due to the rise in average winter temperatures, based on the trajectories of the different IPCC models. These models anticipate little change in the winter precipitation patterns in the medium term and over the year as a whole. Pressure on the availability of water for producing artificial snow, depending on the storage and management method used, is dependent on the reliability of this forecast.

In 2020, the Group worked on a new and more precise model of the physical impacts of climate change on its infrastructures and ski areas over different time horizons (2030, 2050 and end of the century) according to the RCP 4.5 and 8.5 scenarios. This modelling, based on data from *Météo France* with various criteria (altitude, orientation, mountain range, season, etc.), and other information from research centres concerning the risks related to permafrost thaw, for example, will allow the use of more effective decision-making tools, in line with the specific nature of each area.

In addition to these technical solutions and infrastructure adaptation, the Ski areas are also working on a strategy of diversification and revival of summer tourism by developing their leisure activities for two or four seasons, providing packaged offers with resort partners and strengthening routes and access to viewing points for as many people as possible.

### Leisure park operations

The Leisure parks are less vulnerable to physical climate risk than the Ski areas. Visitor numbers are relatively dependent on temperature and weather, and sometimes increase when the weather is fine late season. However, excessively hot weather (heatwaves) can deter visitors from going to a site which is not suitably adapted, or perceived as such.

In the medium term, the sites will also have to meet regulatory demands for the renovation of commercial buildings, and support new low-carbon mobility to ensure easy access to facilities.

To provide further food for thought, we took a first step which has enabled us to create an adaptation plan for the following: our leisure offering, infrastructure (*e.g.*: queues, gardens), flexibility of operations and working conditions, assessment of planned investments.

Thanks to the support of ADEME Haut de France, Parc Astérix is the first French leisure park to start a climate change adaptation study at the end of 2020 pursuant to the ISO 14090 standard.

In both business segments, more frequent and more intense extreme physical events will impact on the periods of opening and prevention, maintenance and repair costs.

## 4.4.2 POSITION OURSELVES AS A TRUSTWORTHY PLAYER IN THE EYES OF OUR STAKEHOLDERS

### 4.4.2.1 Safety/security measures

For the Group, the security and integrity of its employees and customers are priorities (see also section 4.2.3.3). Section 2.3.3. Risks of Bodily Injury describes the types of checks on infrastructures and the safety levels of themed items sold in Leisure parks stores.

Before the start of each season, forums are organised to welcome new employees and distribute as necessary booklets or welcome guides that set out these priorities.

Training is dispensed on customer hospitality and safety and also operational procedures, preventive measures (movement and postures, working at heights, using chemical products, etc.), and procedures to follow in the event of an incident.

In addition to all these practices, Group companies undertake specific preventive measures, such as the development of quiet or family skiing areas, safety measures for embarking the chair lift (ESF agreement, elevators for children, carpet, school at headquarters, installing guard rails, anti-submarining seat safety measures, etc.), raising awareness about the risk of avalanches and the use of victim detection equipment (ARVA Park, for instance), pictograms and reminders of conduct and behaviour on the attractions, and enhanced monitoring of the operators.

In the specific health context of the 2019/2020 fiscal year, the Group has deployed specific management of the situation by appointing a Covid contact person at each site, as well as a structure for coordinating the focal points and reporting at Group level. These structures were intended to share regulatory or business information, organise the ordering and receipt of equipment (masks, hydroalcoholic gel, etc.), harmonise operational procedures and teleworking rules, and produce customer charters and videos for customers and videos for internal prevention, as well as reporting on operational implementation difficulties and making the required adjustments. The experts of the CDA Group participated in the development of the protocols of the various segments.

### 4.4.2.2 Monitoring and managing customer satisfaction

Monitoring customer satisfaction is a key priority for each employee and directly linked to **the strategic objective of obtaining Very High Satisfaction scores**.

Through our very regular surveys we can gauge customer opinion and take steps to make improvements. We have developed extremely comprehensive interactive processes and methodologies to enable us to identify what improves customer satisfaction and what spoils the experience. Equally, our service design initiatives enable us to observe and listen to our customers. In short, the Group is using innovative ways to help it understand the customer experience.

The satisfaction ratings are regularly reviewed by each team and also Executive Management and the Executive Committee (Comex), either on a business segment or facility-by-facility basis. Today, the Group can prove that very high customer satisfaction really does improve competitiveness.

Finally, certain companies have directly undertaken actions to raise awareness of disability and improve access for people with a disability. Futuroscope has the national Tourism & Handicap certification (*label national Tourisme et Handicap*) for people with motor disability, mental disorders and hearing impairment.

**Moreover, six Group sites also have ISO 9001 certification. The scope of this certification covers 51% of visitors to our sites (skier and visitor days).**

### 4.4.2.3 Data security measures

To combat cyber risks and meet its data protection obligations, the Group has equipped itself with specific action plans which are reviewed at least once a year by the Risk Committees (cyber security action plan) and the Audit and Finance Committee (Reporting and GDPR action plans).

The Group has structured itself around a DPO (Data Protection Owner) network, responsible for implementing the actions at each entity, and a further two specific action plans carried at Group level by the IT Systems Department and the Legal Department.

The actions will be supplemented by intrusion audits conducted as part of either the internal audit plan or the IT tracking process.

The Group monitors an indicator relating to the number of potential violations following incidents (*e.g.* loss of PC, phishing, ransomware, etc.) and may decide to report these violations pro-actively to the competent authorities (CNIL in France, for example) if it believes there is a significant risk.

To date, the CDA Group has proactively and preventively reported two incidents to the competent authorities in France and the Netherlands. These incidents could potentially give rise to customer data breaches, although they are not proven.

### 4.4.2.4 Involvement with local communities

This chapter provides a few examples of the many initiatives taken by the sites to demonstrate their involvement with local communities.

#### Local dialogue

Regular meetings are held with the different stakeholders to take account of their needs and expectations, improve dialogue and collaborate on collective solutions or actions as needed: public partners, socio-professional partners and associations. Group subsidiaries are present or active in local associations, both those related to the environment, and owner and neighbour associations. On this last point, most of the Leisure parks organise events with the neighbourhood that are real moments of exchange.

A site priority is to study and reduce the noise pollution that may be generated by its activities. All Group sites regularly measure noise, and specific measures are taken: the grooming schedule adapted according to time of day and by route, quieter snow-making machines and rollers near housing, the ski lift drive station located uphill, equipment buried below ground, show sound volume varied according to wind direction, appropriate event (festival) measures, roofing on entertainment areas, layout of the rides, informing local residents about events, taking part in conciliation Committees, etc.

#### Involvement in education (some examples)

- Parc Astérix collaborates with the ENVA (Maisons-Alfort veterinary school) on matters relating to its Delphinarium and welcomes young people from the *Sport dans la ville* [Sport in the city] association to introduce them to the business segments at the park.
- In 2019, the Group's real estate agencies participated in the creation of a training course on the specificities of mountain real estate. Having co-constructed the programme for third year with Inseec and another partner, and by offering students a five-month professional training course following the first semester of the course, real estate agencies are committed to training the professionals of tomorrow.
- The Ski areas promote the discovery of their careers among local schoolchildren or apprentices.
- Many Group site managers are involved in professional training courses.

#### Promoting heritage (some examples)

- ADS financially supports the Les Arcs Film Festival and Music Festival. Serre Chevalier has been a partner of the altitude jazz festival since its inception, by providing packages to the musicians of the festival, with concerts and musical events in the area.
- Origine Grand Massif is a quality label supported by our GMDS subsidiary. Driven by a desire to protect local values, this initiative offers over 40 local producers the opportunity to obtain an "appellation" in the farming, crafts, culture and food and drink sectors. The main objective is to bring visitors and local producers together to share special moments.

#### Support and solidarity (some examples)

Lastly, Group companies support local aid operations and social and sports partnerships:

- for the third year in a row, the Group supported *Sport dans la Ville* by co-financing sports facilities at the foot of residential areas and by introducing young people to the Group's careers;
- the Group's ski lift companies contribute to the financing of the French Ski Federation (FFS), regional committees and sports clubs. This money comes from the sale of Carré Neige insurance and additional patronage funding. For example, our ski areas in Savoie contributed €1.6 million, €0.62 million of which in patronage funding, to the *Comité de Ski de Savoie* (Savoie Ski Committee). In addition to this financial support, the clubs receive technical and logistics assistance for the preparation (snow provision, grooming machine hours, maintenance) and organisation of training and competitions (planned openings, private events). The clubs work to promote leisure skiing and identify young talents in the club, then offer them high-level training in alpine, nordic and freestyle skiing, snowboarding and telemark skiing;
- the Group's Savoie ski areas actively participate in initiatives aimed at facilitating ski access for young people in the department for more than 4,000 skier-days per year (Youth Ski Plan of the Savoie departmental Council, UNSS departmental Committee, Plan Handisport, Savoyard Association of Discovery Classes, etc.). They also participate in the *Clés College* programme, which gives a 50% reduction to secondary school students who attend school or live in Savoie. Similar initiatives take place in each department;
- some examples of support for disadvantaged young people or sick children: operation Petits Princes in French parks in collaboration with SNELAC during the solidarity day, support of La Plagne and Serre Chevalier for the 82-4000 association to promote the discovery of high mountains for young people from disadvantaged backgrounds; collection of professional clothing for the Cravate Solidaire at Parc Astérix; Parc Astérix regularly welcomes children and families from Secours Populaire, as does Walibi Belgium through Arc-en-Ciel, which brings together close to 370 associations active in the youth sector. In November 2019, 1,700 beneficiaries of the Restos du Cœur de la Vienne and other departments of Nouvelle-Aquitaine came to spend the day at Futuroscope, invited by the Park.

**The sponsorship and donations over the year totalled almost €1.6 million.**

## 4.4.3 COMPLIANCE AND ETHICS

Compagnie des Alpes makes compliance and ethics a core part of its business practices. The Group's compliance and ethics approach has been entrusted to the Group's Head of Legal Affairs and Compliance, appointed as Group Ethics Officer by the Chairman and Chief Executive Officer.

The role of the ethics officer is to:

- implement procedures that promote compliance not only with applicable regulations but also with high standards of professional conduct and ethics;
- promote among all employees the principles and best practices that are part of the Group's ongoing desire to respect our stakeholders such as our employees, shareholders, customers, partners and of course the public authorities;
- make every effort to ensure that we conduct our business in a legal, responsible, transparent and ethical manner.

The Ethics Officer may be consulted by any employee on issues concerning compliance and ethics and may be required to assist employees in their decision-making.

### 4.4.3.1 Preventing fraud, money-laundering and the financing of terrorism

To encourage best ethical practices, the Group has drafted and distributed an Ethics Charter which is a guide for professional conduct, an IT system resources usage charter, and procedures to combat money laundering and the financing of terrorism.

At subsidiaries, these codes of conduct are backed up, where appropriate, by formal undertakings by the management, training courses, and clauses in employment contracts.

Compliance with the law, Group policies and the proper functioning of processes are ensured by the application of internal controls, the separation of duties and regular internal audits. Since 2013, the formalisation of the Group's internal control procedures has strengthened the application of best practices and employees' vigilance to fraud (see section 2.8 "Internal control procedures" in Chapter 2 "Risk factors").

### 4.4.3.2 Combating corruption

To prevent the risk of corruption, the Group has stepped up its efforts mentioned above and introduced a corruption prevention plan which meets the requirements of Law n° 2016-1691 of 9 December 2016 on transparency, anti-corruption and economic modernisation, known as the "Sapin 2" law.

Although the Group does operate in countries exposed to corruption risks (Transparency International index < 50), there are fewer than five employees based permanently in these countries and the consultancy contracts which relate directly to them represent less than 0.25% of the Group's revenue.

Following the completion of the Group's corruption risk mapping by the Risk Management Department, the following documents were prepared, at the request of the Group Legal Department, with the assistance of the Risk Management Department, the Finance Department and the Internal Audit and Internal Control Department:

- Anti-Corruption Code of Conduct, based on the standard Middlenext Code which the Company helped to draw up as part of a working group, and supplemented by practical examples relating to the Group's business activities;
- gifts, invitations and donations policy, giving employees clear guidelines on the circumstances under which they can receive or give gifts and/or invitations and setting out the conditions for donating to associations and/or patronage;
- whistleblowing procedure, available to all Group employees and also non-employees, stipulating how to raise the alarm *via* a specialist provider's secure whistleblowing platform, the protection offered to the person raising the alarm, etc. The Group's Head of Legal Affairs and Compliance has been appointed as the contact person within the meaning of Article 4 II of Decree No. 2017-564 of 19 April 2017;
- audit procedures for members of the Finance Department, to ensure the books, ledgers and accounts are not used to conceal corruption or trading in influence.

The Chairman and Chief Executive Officer has communicated widely on these procedures and on the topic in general to all employees. The Group entities' legal representatives are responsible for circulating them to all of their staff and ensuring they are applied.

In addition, the Human Resources Department and the Group Legal Department have rolled out:

- an e-learning platform. The training, which includes examples directly relevant to the Group's business activities, has been rolled out to French-speaking permanent employees, for whom the training is mandatory;
- face-to-face training by a specialist lawyer for the Executive Committee and the 340 employees most exposed to the risk, which covered 82% of the employees identified. Since then, 40 additional employees have been added to the list of exposed employees.

### 4.4.3.3 Human rights and promotion and compliance with the stipulations of the Basic International Labour Organization Conventions

The Group recognises the guiding principles of the UN's Universal Declaration of Human Rights and, in the course of its business activities, promotes respect for the fundamental rights (respect for human rights and the international labour standards).

The companies of the CDA Group are committed to abide by the International Labour Organization (ILO) declaration relative to the fundamental rights and principles at work, bearing in mind that the ILO directives are fully incorporated into the labour laws of most countries in which the CDA Group operates.

However, we do not consider the risk related to human rights as a specific risk. First, most of the sites we operate in the Ski areas and Leisure parks are located in Europe, where the risk of violation of human rights is low.

Second, in terms of our purchases, an analysis conducted in 2018 as part of a socioeconomic study (see 4.4.1.1) revealed that around 97% of the purchases made by the sites covered were from tier-1 suppliers based in France or, more widely, in Europe.

Very few of the products we buy for sale at the sites ("Retail" purchases) are bought from suppliers based in Asia. These products are therefore more exposed to a risk relating to fundamental rights at work. Since 2011, product compliance audits have been conducted at the factories of our main suppliers in South-East Asia (cf. §4.4.2.1), specifically those that produce toys and crockery. These audits are

also carried out on the basis of labour criteria (child labour, forced labour, discrimination, working hours, compensation, health and safety, etc.).

With low purchasing volumes, the risk analysis for Tier 1 plants (finished products) was based from 2019 on the consolidation of social audit reports also conducted by third parties according to recognised ethical guidelines. The results of the audits obtained to date (around fifty labour audit reports, without being completely exhaustive) show that the labour criteria are met. Work is continuing to complete the necessary information.

For non-retail purchases, the Group makes every effort to impose strict contractual clauses on our suppliers and these clauses will be reinforced when necessary.

### 4.4.3.4 Societal supply chain performance

The Group has adopted a pilot Purchasing policy which lays down the key principles which apply to each of its entities.

As part of this local commitment, the CDA Group gives priority to recognised local suppliers, who share the same values in terms of risk prevention and respect for the environment.

Where appropriate, contracts include environmental protection clauses and a prevention plan, possibly with a prevention-safety-environment guide. A large number of sites incorporate an Environmental charter in the prevention plans produced with external companies. In addition, procurement departments are helping to eliminate the most hazardous chemical products by refusing them or limiting them in orders. The Group also has intellectual property and licence protection clauses in its contracts, and the contracts signed by CDA Group subsidiaries reflect the CDA Group's commitment to not participating in concealed employment practices or those that fail to comply with regulations.

Subcontracting is mainly used for maintenance work: trail work and ski lifts for Ski areas, and ride maintenance, security of access and upkeep of green spaces for the Leisure parks.

As CDA does not meet the criteria of Article L. 225-102-4 (5,000 or 10,000 employees at the close of two consecutive fiscal years, – see 4.2.7), we do not believe we are obliged to draw up and formally implement a duty of care plan.

### 4.4.3.5 Tax transparency

Through its tax consolidation group, Compagnie des Alpes implements a transparent tax policy that covers all direct and indirect taxes, contributions, and other levies of a fiscal nature payable by the Company. The parent company:

- ensures that the Group's subsidiaries comply with tax laws and regulations;
- strives to improve the Group-wide assessment of risks and their management;
- enters into constructive and transparent dialogue with the tax authorities and other public authorities.

Moreover, the Compagnie des Alpes Group implements a transfer pricing policy in line with OECD principles to justify the ensuing revenues. The Group has no legal entity (company, branch or agency) in any territory on the list of non-cooperative countries and territories, as defined by French and international legislation. In addition, flows *via* those countries are prohibited if they are only motivated by tax reasons.

## REFERENCE TABLE OF SOCIETAL CHALLENGES

| CSR challenges including the key challenges | Action taken to tackle the main challenges | Indicators monitored |
|---|---|---|
| §4.4.1 Long-term contribution to the development and appeal of the regions | 4.4.1.1 Gaining a better understanding of the Group's socioeconomic impact<br>4.4.1.2 Investing in the appeal of the sites and other socioeconomic players<br>4.4.1.3 The real estate-accommodation policy at the resorts<br>4.4.1.4 Adapting to the consequences of climate change | Socioeconomic impact measures<br>% of revenue in capital expenditure<br>Sharing value<br>Number of beds managed<br>Number of "hot" beds sustained (cumulative) |
| §4.4.2 Position ourselves as a trustworthy player in the eyes of our stakeholders | 4.4.2.1 Safety/security measures<br>4.4.2.2 Monitoring and managing customer satisfaction<br>4.4.2.3 Data security measures<br>4.4.2.4 Involvement with local communities | Internal indicators not published.<br>Customer satisfaction indicators<br>Number of customer data violations pro-actively reported to the CNIL |
| §4.4.3 Compliance and ethics | 4.4.3.1 Preventing fraud, money-laundering and the financing of terrorism<br>4.4.3.2 Combating corruption<br>4.4.3.3 Human rights and promotion and compliance with the stipulations of the Basic International Labour Organization Conventions<br>4.4.3.4 Societal supply chain performance<br>4.4.3.5 Tax transparency | |

# 4.5 Methodology note on CSR reporting

## 4.5.1 SCOPE OF REPORTING

The information covers all the business activities of all Group entities falling within the scope of fully consolidated companies. It does not include equity affiliates. These entities (subsidiary or site) are grouped in three sectors: Ski areas, Leisure parks and Holdings and supports.

There are two special cases detailed in the table below. Certain subsidiaries:

- only report labour data, but not environmental or societal data, owing to a lack of activity justifying an impact in this regard;
- do not report any data, even labour data, owing to the fact that they have no headcount, nor any material environmental or societal impact.

The reporting period in principle corresponds to the fiscal year, *i.e.* from 1 October to 30 September of the following year. In a few limited cases, the data may relate to the previous calendar year (invoicing of services for the calendar year).

**Changes in consolidation scope during the year:** concerning social reporting, sites joining (opening of new site/entity or acquisition of an existing site/entity) the scope are included in reports if they are part of the headcount for a period of at least six months during the fiscal year. This is the case of Familypark GMBH, acquired in March 2019 and recognised in the Leisure Parks Division from 1 April 2019, and which had not been taken into account in the previous fiscal year.

On 8 September, the scope of full integration was extended with the arrival of the Dutch tour operator Snowtime. However, this does not meet the criteria for inclusion in the scope of CSR Reporting.

There were no outgoing entities (disposals) during the fiscal year. Due to the nature of its business, CDA Ski Diffusion was absorbed by Travel Factory.

| Existence of *reporting* | Labour | Environmental | Societal |
|---|---|---|---|
| **Ski areas** | | | |
| ADS; DAL/SC2A/Pierre & Neige; Grand Massif Domaines Skiables; Méribel Alpina; SAP; SCV Domaine Skiable; SEVABEL; STGM; STVI/Valbus | Yes | Yes | Yes |
| SCIVABEL; SAG; Services Building (see Note 1) | No | No | No |
| **Leisure parks** | | | |
| Belpark BV (Bellewaerde, Aquabel, Walibi Belgium & Aqualibi sites); By Grévin (Chaplin's World); CDA Productions (Workshops); France Miniature; Parc Futuroscope (including Futuroscope Destination and FMD); Grévin & Cie (Parc Astérix including the hotel portfolio); Grévin Montréal; Musée Grévin (Paris); Walibi Holland/Walibi Holiday Park; Avenir Land (Walibi Rhône-Alpes); Familypark GMBH | Yes | Yes | Yes |
| CDA DL (see Note 2) | Yes | No | No |
| CDA Brands; Immoflor NV; Premier Financial Services; Walibi World; HHH (see Note 3) | No | No | No |
| **Holdings and supports** | | | |
| CDA (Paris and Chambéry sites); CDA-DS (Chambéry site); Travelfactory group (Travelfactory, Djay; Simply to ski) | Yes | Yes | Yes |
| CDA Management; INGELO; (see Note 2) | Yes | No | No |
| CDA Financement; Loisirs Ré; (see Note 3) | No | No | No |
| TFI; Skiline; Beijing CDA (see Note 4) | No | No | No |

Note 1: Building ownership subsidiaries or subsidiaries which have land rights, without business operations.

Note 2: INGELO, CDA Management and CDA-DL offer consultancy or engineering and design services for the Group and for non-Group companies. Their employee numbers are included in Labour Reporting. As their employees are lodged at the tertiary sites of Chambéry and Paris, their environmental and societal impact is included in the impacts of the CDA holding entities, and CDA-DS.

Note 3: These are holding and financial companies with no business activities or employees.

Note 4: These are subsidiaries with insignificant impacts at Group level and very small teams on sites.

## 4.5.2 DATA COLLECTED

The definition of all the data sets to be collected is specified in a reporting procedure and is mentioned in the reporting tool used (web platform for all three categories: labour, environmental and societal). Data relevance and definition is reviewed every year through feedback after the end of the reporting process.

The definition is completed by detailed information to ensure better understanding and facilitate collection: unit, calculation method to be used and rules governing estimates to be applied if necessary, conversion factors, scope to be taken into account, ideas to be excluded, examples.

Three questionnaires have been prepared for the environmental indicator, in order to adapt them to the business: Ski areas, Leisure parks, including both French and International sites, and "tertiary sites", that is Holding and Supports subsidiaries whose activity is conducted within a building (museum, workshop, etc.).

## 4.5.3 DATA COLLECTION PROCESS

The data reporting process is the joint responsibility of the Group Human Resources Department and the CSR Department.

It is conducted in partnership with the Group Legal Department for regulatory monitoring. After a feedback and preparation (awareness raising, training) phase, the data collection phase begins, followed by a consolidation phase led by the departments mentioned above.

Each entity is responsible for collecting and inputting its data.

The data is analysed and checked (N/N-1 changes, consistency tests) to ensure compliance and reliability. At the end of the process, it is consolidated in the form of a table or diagram, and commented on for publication.

## 4.5.4 LIMITATIONS OF DATA COLLECTION AND RELIABILITY

There may be certain limitations on the accuracy and comparability of the data uploaded during the collection process, notably in the case of unavailability.

In this case, explanations shall be provided, both in relation to why the data is unavailable and the scope considered.

Methodologies relating to certain environmental and social indicators may be subject to certain limitations, due to the absence of recognised definitions at national or international level.

However, the revision of the definitions framework and consistency checks tend to limit these inaccuracies, ensuring that an overall satisfactory level of reliability is achieved.

Furthermore, this information is verified by an independent third-party body, in this case Mazars. The planning of these audits takes account of the difficulties encountered obtaining the data, or the quality of the data, and the history of each site's own audits. This enables us to gradually ensure the reliability of the data collected by the sites.

# 4.6 Report by the independent third-party body on the consolidated statement of non-financial performance appearing in the management report

(Fiscal year ended 30 September 2020)

Dear Shareholders,

As an independent third-party body, member of the Mazars network, Statutory Auditor of Compagnie des Alpes, certified by COFRAC Inspection under number 3-1058 (scope of certification available on the website www.cofrac.fr), we hereby present our report on the consolidated Statement of Non-Financial Performance for the fiscal year ended 30 September 2020 (hereinafter the "Statement"), presented in the management report, in application of the legal and regulatory provisions of Articles L. 225-102-1, R. 225-105 and R. 225-105-1 of the French Commercial Code.

## Company's responsibility

It is the responsibility of the Board of Directors to establish a Statement in compliance with applicable legal and regulatory provisions, including a presentation of the business model, a description of the main non-financial risks, a presentation of the policies applied concerning these risks as well as the results of these policies, including key performance indicators.

The Statement was established in application of the Company's procedures (hereinafter the "Standards"), the material elements of which are presented in the Statement.

## Independence and quality control

Our independence is defined in Article L. 822-11-3 of the French Commercial Code and the code of ethics of our profession. In addition, we have put in place a system of quality control including documented policies and procedures whose aim is to ensure compliance with applicable legal and regulatory requirements, ethical requirements and professional standards.

## Responsibility of the independent third party

On the basis of our work, our responsibility is to provide a reasoned basis for our limited assurance conclusion on:

- the compliance of the Statement with the provisions specified in Article R. 225-105 of the French Commercial Code;
- the fairness of the information provided in application of section 3 of parts I and II of Article R. 225-105 of the French Commercial Code, *i.e.* the results of the policies, including the key performance indicators, and the actions, relating to the main risks, hereinafter the "Information".

However, it is not our responsibility to express an opinion on the Company's compliance with other applicable legal and regulatory provisions, particularly with regard to the vigilance plan and the fight against corruption and tax evasion, nor on the compliance of its products and services with applicable regulations.

### Nature and scope of our work

Our work described below was carried out in accordance with the provisions of Articles A. 225-1 *et seq.* of the French Commercial Code, the professional doctrine of the Compagnie Nationale des Commissaires aux Comptes relating to this intervention and the international standard ISAE 3000 [1]:

- we took note of the activity of all the entities included in the scope of consolidation and the description of the main risks;
- we assessed the appropriate character of the Standards with respect to its relevance, its exhaustiveness, its reliability, its neutrality and its clarity, taking into consideration, as applicable, the good practices in the sector;
- we verified that the Statement covers each category of information specified in part III of Article L. 225-102-1 on social and environmental matters as well as the compliance with human rights and the fight against corruption and tax evasion;

(1) *ISAE 3000 – Assurance engagements other than audits or reviews of historical financial information.*

- we verified that the Statement presents the information provided for in II of Article R. 225-105 when it is relevant to the main risks and includes, where applicable, an explanation of the reasons for the absence of the information required under the second paragraph of III of Article L. 225-102-1;
- we verified that the Statement presents the business model and a description the main risks linked to the business activity of all the entity and all entities included in the consolidation scope, including when it seems relevant and proportional, the risks created by its business relations, its products or services as well as the policies, actions and results, including the key performance indicators;
- we consulted documentary sources and conducted interviews to:
  - assess the process for selecting and validating the main risks and the consistency of the results, including the key performance indicators used, with regard to the main risks and policies presented, and;
  - corroborate the qualitative information (actions and results) that we considered the most important presented in Appendix 1. For some risks (lack of trust on the part of stakeholders, non-resilient regional and tourism ecosystems) our work was carried out at the level of the consolidating entity, for the other risks, work was carried out at the level of the consolidating entity and in a selection of entities [(1)];
- we verified that the Statement covers the consolidated scope, *i.e.* all the entities included in the consolidation scope in compliance with Article L. 233-16 with the limits specified in the Statement;
- we took note of the internal control and risk management procedures implemented by the entity and assessed the collection process aimed at ensuring the completeness and fairness of the Information;
- for the key performance indicators and other quantitative results that we considered the most important presented in Appendix 1, we implemented:
  - analytical procedures consisting in checking the proper consolidation of the data collected as well as the consistency of their changes,
  - detailed tests based on sampling, consisting in verifying the proper application of the definitions and procedures and in comparing the data with the documentary items. This work was carried out on a selection of contributing entities [(1)] and covers between 14% and 80% of the consolidated data selected for these tests;
- we assessed the overall consistency of the Statement based on our knowledge of all the entities included in the scope of consolidation.

We feel that the work we conducted using our professional judgement allows us to express a limited assurance conclusion; a higher level of assurance would have necessitated more extensive verification work.

### Means and resources

Our work mobilised the skills of six people and was carried out between the months of September and December over a total working period of three weeks.

We conducted around ten interviews with the people responsible for preparing the Statement, representing the Sustainable Development Department, the Communications Department and the Human Resources Department.

*(1) Société de Téléphérique de Val-d'Isère, Bellewaerde, Parc du Futuroscope (key environmental performance indicators), Parc Astérix (key social performance indicators).*

## Conclusion

Based on our work, we found no material misstatement that would call into question the compliance of the Statement of Non-Financial Performance with the applicable regulatory provisions and we consider the information, taken as a whole, is presented fairly, in compliance with the Standards.

### Comments

Without calling into question the conclusion expressed above and in accordance with the provisions of Article A. 225-3 of the French Commercial Code, we make the following comments:

- The Group gives broad autonomy to the subsidiaries in the conduct of business. The policies relating to the main risks in labour matters are not defined at the level of the Group but at the level of each subsidiary in view of their context and their business activity. The Group defined a common base for policies with regard to environmental and societal risks, but the subsidiaries retain substantial autonomy for applying and implementing them.

The commitments, resources implemented, organisation as well as the main actions can thus be noticeably different among the subsidiaries.

Paris La Défense, 28 January 2021

| | |
|---|---|
| The independent third party | Edwige REY |
| MAZARS SAS | CSR & Sustainable Development Partner |

## Appendix 1: Information considered to be the most important

### Quantitative indicators including key performance indicators

**Labour information:**

Percentage of work-study trainees among FTEs: number of work-study trainees present during the fiscal year, total number of FTEs; Absenteeism rate: total number of days off work, number of hours worked; Frequency rate: total number of workplace accidents with lost time, number of hours worked; Severity rate: total number of days off work due to accidents at work, number of hours worked; Number of training hours per FTE: number of training hours, number of FTEs; Number of professional qualifications awarded; Return rate of seasonal workers: number of seasonal workers during the fiscal year, number of seasonal workers present during the last two fiscal years.

**Environmental information:**

Share of renewable energies in total energy consumption: total electricity consumption, renewable energy consumption; Share of fossil energies (including gas and fossil fuels) in total energy consumption: total electricity consumption, fossil fuel consumption; GHG emissions per visitor and per skier-day: GHG emissions linked to energy consumption, GHG emissions linked to refrigerants, number of skier-days, number of visitor days; Share of municipal water in total consumption and artificial snow-making: water consumption by type of source, water consumption related to artificial snow-making, total water consumption; Cumulative number of fauna and flora audits as part of the Ski area observatories since their creation.

**Societal information:**

Number of hot beds created or renovated with the support of CDA; Number of breaches concerning customer data declared to CNIL in a preventive manner by CDA.


OBJECTIF MARS
03-01
NCC-1701-03

# 5

# FINANCIAL INFORMATION


**5.1 ANALYSIS OF CONSOLIDATED RESULTS AND SECTORS 130**

5.1.1 Analysis of Group results 130
5.1.2 Holdings and supports 133
5.1.3 Cash, financing and capital 134
5.1.4 Events after the reporting date 135

**5.2 ACTIVITY AND RESULTS OF S.A. COMPAGNIE DES ALPES 135**

5.2.1 Role of Compagnie des Alpes within the Group 135
5.2.2 Activity and results 135
5.2.3 Company key figures 136
5.2.4 Dividend policy 136
5.2.5 Information on payment periods 136
5.2.6 Information concerning compensation and benefits of any kind received by each corporate officer during the fiscal year 137
5.2.7 Subsidiaries and shareholdings 137
5.2.8 Identity of the consolidating company 137
5.2.9 Other information 137
5.2.10 Key events after the reporting date 137

**5.3 CONSOLIDATED FINANCIAL STATEMENTS 138**

5.3.1 Financial statements 138
5.3.2 Notes to the consolidated financial statements 142
5.3.3 Statutory Auditors' report on the consolidated financial statements 182

**5.4 PARENT-COMPANY FINANCIAL STATEMENTS 186**

5.4.1 Balance sheet, income statement and cash flow statement at 30 September 2020 186
5.4.2 Notes to the parent-company financial statements 188
5.4.3 Statutory Auditors' report on the annual financial statements 196
5.4.4 Special report of the Statutory Auditors on regulated agreements and commitments 199

# 5.1 Analysis of consolidated results and sectors

## 5.1.1 ANALYSIS OF GROUP RESULTS

### Highlights of the year

FY 2019/2020 reflects three distinct periods. It started off quite satisfactorily during most of the first half of the year, with activity in line with the growth trajectory of previous years. Then, in mid-March, all of the Group's Ski areas and Leisure parks were closed and only gradually reopened between the end of May and the beginning of July, in accordance with the re-opening procedures implemented in the various countries where the Group operates. Lastly, since it restarted its activity at the beginning of the summer, the Group has recorded a significant drop in attendance at its Leisure parks compared with the same period last year as a result of the pandemic.

#### Consequences of the Covid-19 pandemic

##### Impacts of the Group's activities

The Covid-19 pandemic and the containment measures decided by the governments of the countries in which it operates led to a complete halt in the Group's business lines from 14 March 2020. The winter season of the Ski areas was definitively stopped on this date and the activity of the Leisure parks was suspended. While keeping the health and safety of their employees, customers and other stakeholders as a priority, the Group's sites restarted their activities between the end of May and the beginning of July 2020 and implemented the necessary actions to limit the impact of the crisis on their profitability.

Due to the second lockdown in Europe at the end of October, all of the Group's sites were closed again.

The CDA Group announced that it has abandoned the objectives communicated for 2020. Concerning the next fiscal year, the new lockdown decided at the end of October, the lack of visibility on the resumption of activities and the impact of the pandemic on the activity for 2020/2021, and more particularly on the activity of the Ski areas, make it impossible to set new targets for the Group.

##### Other financial impacts

The impact of the health crisis was a reduction in the Group's revenue of around €233 million. The impact by business line is detailed below:

- Ski areas: €84 million;
- Leisure parks: €149 million.

Current operating income was affected by the loss of the business lines' recurring operating income due to this decline in revenue and fixed costs, despite the flexibility measures implemented. Group companies incurred additional costs related to the health crisis amounting to approximately €5 million. They had recourse to partial unemployment benefits, for which they received €13.5 million in benefits. The companies also benefited from exemptions from social security charges over the period from February to May 2020, the impact of which is particularly significant in the ski areas.

Finally, given the impact of the pandemic on the risk rate and the Group's activities, the Group recognised an impairment of goodwill in the amount of €48.8 million and an impairment of property, plant and equipment, financial assets and equity-accounted investments in the amount of €16.5 million.

#### Business continuity

At 30 September 2020, the Group had net financial debt of €647.7 million, including a €200 million state-guaranteed loan. It also has a significant amount of undrawn confirmed financing at its disposal:

- €170 million in medium- and long-term loans can be drawn upon at any time;
- for short-term requirements, €124 million is available at any time in the form of confirmed overdrafts;
- in addition, cash and cash equivalents amounted to €16.5 million.

There is no realistic scenario to date that leads us to believe that the Group will not have the means to ensure business recovery and continuity of operations beyond 30 September 2021.

#### Public service agreements relating to the Les 2 Alpes ski area

The operation of the Les 2 Alpes ski area was based on three public service concession contracts initially signed with the municipalities of Venosc, Mont-de-Lans and Saint-Christophe-en-Oisans (up to 2023/2024).

On 28 November 2019, the municipalities delegating the ski area notified Deux Alpes Loisirs, a subsidiary of the Compagnie des Alpes Group, of their decision to terminate the three current public service concessions in advance, for reasons of general interest, in order to allow a competitive bidding process for the establishment of a single public service concession for the entire area, which would start on 1 December 2020. This termination was conditional on a successful tender.

The municipalities of Deux Alpes and Saint-Christophe-en-Oisans submitted to their municipal councils in February 2020 the choice of a new operator, Société Touristique de Alpe d'Huez (SATA), as the recipient of the PSC contract for the construction and operation of the Deux Alpes ski area. The contract was definitively signed in June 2020.

As a result, the Group recognised as assets and liabilities held for sale at 30 September 2020 all the property, plant and equipment and intangible assets and liabilities concerned for €59.4 million and €11.9 million respectively. Deux Alpes Loisirs is compensated in respect of the early termination, for the loss of earnings over the remaining term of the contracts. In accordance with IFRS 16 and the reduction in the duration of contracts resulting from termination, the recognition of this indemnity has been staggered until the effective date of such termination on 1 December 2020. An income of €3.8 million was thus recognised at 30 September 2020.

#### Changes in IFRS

For the first time, the Group applied, at 1 October 2019, IFRS 16 relating to leases under the simplified retrospective method. As a result, the results for FY 2018/19 have not been restated.

The carrying amount of the rights of use and the lease liability as well as the changes recorded during the period break down as follows:

| Rights of use<br>*(in thousands of euros)* | Land | Buildings | Technical installations/ equipment | Others fixed assets | Total | Lease liabilities |
|---|---|---|---|---|---|---|
| **AT 1 OCTOBER 2019** | **60,637** | **57,142** | **12,137** | **1,657** | **131,573** | **132,314** |
| Increases | 51,107 | 4,658 | -49 | 131 | 55,847 | 55,740 |
| Amortisation, depreciation and impairment | -4,604 | -10,134 | -1,585 | -423 | -16,746 | |
| Interest expenses on lease liabilities* | | | | | | -2,618 |
| Lease payments* | | | | | | -8,157 |
| Translation adjustments | | -204 | | | -204 | -236 |
| **AT 30 SEPTEMBER 2020** | **107,140** | **51,462** | **10,503** | **1,365** | **170,470** | **177,043** |

* *Change in lease liabilities in the statement of cash flows.*

The impact on the consolidated income statement breaks down as follows:

- On the Group's income statement:

| | 30/09/2020 | | | 30/09/2019 |
|---|---|---|---|---|
| *(in thousands of euros)* | Published | IFRS 16 impact | Without IFRS 16 | Published |
| EBITDA | 93,775 | 13,695 | 80,080 | 232,292 |
| Net operating income | -105,861 | 1,064 | -106,925 | 105,106 |
| Net financial income | -12,552 | -2,618 | -9,934 | -8,270 |

- On the EBITDA of business lines:

| EBITDA (gross operating income)<br>*(in thousands of euros)* | Ski areas | | Leisure parks | | Holdings and supports | | Total | |
|---|---|---|---|---|---|---|---|---|
| | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 |
| **PUBLISHED EBITDA** | **123,258** | **165,523** | **1,155** | **97,020** | **-30,638** | **-30,251** | **93,775** | **232,292** |
| IFRS 16 impact | 4,026 | | 8,099 | | 1,570 | | 13,695 | |
| **EBITDA WITHOUT IFRS 16** | **119,232** | **165,523** | **-6,944** | **97,020** | **-32,208** | **-30,251** | **80,080** | **232,292** |

### Comparable scope

Familypark was acquired by Compagnie des Alpes on 20 March 2019. The income statement for the first half of 2018/19 did not include the results of the portfolio. In the first half of 2020, the company generated revenue of €3.3 million and a negative EBITDA of -€1.2 million. These data are restated for like-for-like changes.

## 5.1.1.1 Activity and net income for the period

### CONSOLIDATED INCOME AT 30/09/2020

| *(in millions of euros)* | FY 2019/2020 Actual scope (1) | FY 2019/2020 Comparable scope (2) | FY 2018/2019 Comparable scope (3) | Change % Comparable scope (2) - (3) / (3) | FY 2018/2019 Actual scope (4) | Change % Actual scope (1) - (4) / (4) |
|---|---|---|---|---|---|---|
| Revenue | 615.6 | 612.3 | 854.0 | -28.3% | 854.0 | -27.9% |
| EBITDA (gross operating income) | 93.8 | 95.0 | 232.3 | -59.1% | 232.3 | -59.6% |
| *EBITDA/Revenue* | *15.2%* | *15.5%* | *27.2%* | *-43.0%* | *27.2%* | *-44.0%* |
| **NET OPERATING INCOME** | **-105.9** | **-102.9** | **105.1** | **-197.9%** | **105.1** | **-200.7%** |
| Net cost of debt and miscellaneous | -18.1 | | | | -10.3 | -75.5% |
| Income tax expense | 12.8 | | | | -32.2 | 139.8% |
| Equity method | 0.7 | | | | 8.9 | -91.8% |
| **NET INCOME** | **-110.4** | | | | **71.4** | **-254.6%** |
| Minority interests | 6.1 | | | | -0.2 | 166.3% |
| **NET INCOME (GROUP SHARE)** | **-104.3** | | | | **62.2** | **-267.6%** |

*N-B: comparable scope data do not include first half results for Familypark (Leisure park), consolidated as of 1 April 2019.*

Overall, the Compagnie des Alpes Group's results for FY 2019/2020 show a significant decline in revenue and gross operating income due to the pandemic that led to the premature end of the Ski areas' winter season on 14 March 2020 and the closure of the Leisure parks during almost the entire third quarter. Lastly, since it restarted its activity at the beginning of the summer, the Group has recorded a significant drop in attendance at its Leisure parks compared with the same period last year as a result of the pandemic.

The consolidated revenue of Compagnie des Alpes thus amounted to €615.6 million, down 27.9% (or -28.3% on a comparable scope basis) compared to the previous year.

The Group's EBITDA was down -59.1% on a comparable scope basis and -59.6% on an actual scope basis to reach €93.8 million. Restated for the impact of IFRS 16, it stands at €80.1 million (-65.5%) and is strongly impacted by the pandemic.

**Net income attributable to the Group was therefore negative at -€104.3 million compared to +€62.2 million the previous year,** after taking into account an impairment of its goodwill in the amount of €48.8 million and an additional impairment of its property, plant and equipment, financial assets and equity-accounted investments in the amount of €16.5 million.

### 5.1.1.2 Revenue

Compagnie des Alpes' consolidated annual revenue for FY 2019/2020 thus amounted to €615.6 million (compared with €854.0 million the previous year), a decrease of -27.9% on an actual scope basis and -28.3% on a comparable scope basis.

| *(in millions of euros)* | FY 2019/2020 Actual scope (1) | FY 2019/2020 Comparable scope (2) | FY 2018/2019 Comparable scope (3) | Change % Comparable scope (2) - (3) / (3) | FY 2018/2019 Actual scope (4) | Change % Actual scope (1) - (4) / (4) |
|---|---|---|---|---|---|---|
| Ski areas | 360.2 | 360.2 | 443.8 | -18.8% | 443.8 | -18.8% |
| Leisure parks | 232.1 | 228.8 | 380.7 | -39.9% | 380.7 | -39.0% |
| Holdings and supports | 23.4 | 23.4 | 29.5 | -20.9% | 29.5 | -20.9% |
| **REVENUE** | **615.6** | **612.3** | **854.0** | **-28.3%** | **854.0** | **-27.9%** |

#### Ski areas

The revenue of the Ski areas for FY 2019/2020 amounted to €360.2 million and, due to the early end of the winter season on 14 March, there was a significant decrease of -18.8% compared to the previous year.

After a dynamic start to the season, especially during the second week of the Christmas holidays, business continued satisfactorily until 14 March. At that date, *i.e.* until the premature closure of all of its ski areas, the Group had recorded an increase in its revenue since the beginning of the season of around 2.5%.

The early closure of the ski areas therefore reduced the revenue for the winter season by six and a half highly productive weeks. In total, over the first nine months of the fiscal year, revenue from ski areas amounted to €352.5 million, down -19.3% compared to the same period the previous year.

The appetite for the mountains in France this summer, after several weeks of confinement, was significant. This resulted, for the fourth-quarter revenue of the Ski areas, in an increase of 9.7% compared to the same period of FY 2018/19, to €7.8 million. This quarter, however, accounted for less than 2% of the annual revenue of this activity and therefore does not change the trend observed before the summer.

As a direct consequence of the closure of the ski areas, the number of skier-days also saw a significant decrease of -20.5%, while the revenue per skier-day increased by 1.5%.

#### Leisure parks

Revenue from Leisure parks fell sharply by -39.9% on a comparable scope basis compared to the previous year. Including the acquisition of Familypark, it amounted to €232.1 million, down -39%.

Business was particularly dynamic in the first quarter (+16.1%) thanks to the strategic actions taken by the Group, particularly during the Halloween period and at the end of the year with the successful opening to the general public of Parc Astérix for the first time during the Christmas school holidays. Business growth was also driven by the Bellewaerde Aquapark, which is still in its first year of operation, the increase in hotel capacity at Parc Astérix and the acquisition of Familypark.

For the six sites that were open, this good momentum continued during the second quarter, particularly at Futuroscope, until mid-March when the Group closed them, in accordance with the authorities' decisions taken in France, Belgium, Switzerland and Canada, in order to fight the spread of Covid-19. Thus, despite the loss of two and a half weeks of business, revenue for the second quarter reached €22.7 million, slightly lower than the same period last year.

After a third quarter hampered by the lockdown, the Group was able to reopen almost all of its sites in the fourth quarter, with the exception of Grévin Montreal, which is still closed today. In Belgium, the Netherlands and Austria, the Group's sites had to operate with a limit on the number of visitors simultaneously present in the parks.

In a health context that weighed on business, fourth-quarter revenue amounted to €118.9 million, down 30.2% compared to the same period of the previous fiscal year, *i.e.* a smaller decrease than the Group's expectations as indicated last July. The operational control of the Group's entities has facilitated the implementation of strict health protocols necessary for the safety of visitors and employees; the Group's commercial agility has also made it possible to offset the closure of many distribution channels despite the obstacles inherent in the health threat.

This context did not affect the overall visitor satisfaction ratings, which were consolidated this quarter. Those concerning the reception of visitors have even increased at all sites. In addition, the two most important novelties of the season, Objective Mars at Futuroscope and Wakala at Bellewaerde Park, both obtained a score of 9.2/10, immediately reaching first place among the preferred attractions in each of these two parks and the level of Very High Satisfaction targeted by the Group.

The 3rd hotel at Parc Astérix was delivered before the lockdown and it was also very well received when it reopened. Thus, in the month of August, the occupancy rate of the three hotels in the portfolio was over 90% even though the total capacity was up by 50% compared to last year (150 additional rooms).

Total attendance during the fiscal year fell by 44.5%, even though average spending per visitor performed well, rising by 5.3% over the season as a whole, driven by a good performance in the 4th quarter of +7.2% thanks in particular to dynamic In Park sales.

## 5.1.2 HOLDINGS AND SUPPORTS

The Holdings and supports business includes the consulting activities carried out by CDA Management and CDA Beijing, the online distribution activities and the legacy real estate agencies of CDA (in particular Alpes Ski Résa) previously consolidated in the Ski areas business unit, as well as those of Travelfactory.

Holdings and supports revenue came to €23.4 million, versus €29.5 million the previous fiscal year. This decrease is mainly due, for Travelfactory, to the early closure of the ski areas from mid-March and to the lockdown measures. This year, Travelski continued its international development with, in particular, the acquisition of a Dutch tour operator, Snowtime.

The consulting business performed well, thanks in particular to a contract in China.

### 5.1.2.1 Earnings Before Interest, Taxes, Depreciation and Amortisation

Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA) amounted to €93.8 million, down -59.1% on a comparable scope basis and -59.6% on an actual scope basis, due to the contribution of Familypark acquired on the 20 March 2019.

| *(in millions of euros)* | FY 2019/2020 Actual scope (1) | FY 2019/2020 Comparable scope (2) | % of revenue 2019/2020 Comparable scope | FY 2018/2019 Comparable scope (3) | % of revenue 2018/2019 Comparable scope | Change % Comparable scope (2) - (3) / (3) | FY 2018/2019 Actual scope (4) | Change % Actual scope (1) - (4) / (4) |
|---|---|---|---|---|---|---|---|---|
| Ski areas | 123.3 | 123.3 | 34.2% | 165.5 | 37.3% | -25.5% | 165.5 | -25.5% |
| Leisure parks | 1.2 | 2.4 | 1.0% | 97.0 | 25.5% | -97.6% | 97.0 | -98.8% |
| Holdings and supports | -30.6 | -30.6 | | -30.3 | | -1.3% | -30.3 | -1.3% |
| **EBITDA** | **93.8** | **95.0** | **15.5%** | **232.3** | **27.2%** | **-59.1%** | **232.3** | **-59.6%** |

As a percentage of revenue, it was down sharply, to 15.5%, compared to the previous year (27.2%). Restated for the impact of IFRS 16, it amounts to €80.1 million (13% of revenue).

The Covid-19 pandemic had a very significant impact on the Group's operating results. It resulted in the implementation of savings plans, the taking of holidays and the use of partial unemployment benefits for the permanent and seasonal staff of our open sites, as well as for the staff of the Holdings and supports functions.

On the other hand, the digital projects, considered fundamental for the Group and the business resumption after the crisis, were maintained and are continuing.

The Group also maintained the payment in March 2020 of an activity bonus of €2.7 million (compared with €2.4 million the previous year).

### 5.1.2.2 Capital expenditure

| *(in millions of euros)* | FY 2019/2020 Actual scope (1) | FY 2019/2020 Comparable scope (2) | % of revenue 2019/2020 Comparable scope | FY 2018/2019 Comparable scope (3) | % of revenue 2018/2019 Comparable scope | Change % Comparable scope (2) - (3) / (3) | FY 2018/2019 Actual scope (4) | Change % Actual scope (1) - (4) / (4) |
|---|---|---|---|---|---|---|---|---|
| Ski areas | 80.1 | 80.1 | 22.2% | 101.6 | 22.9% | -21.2% | 101.6 | -21.2% |
| Leisure parks | 86.1 | 84.7 | 37.0% | 102.8 | 27.0% | -17.6% | 102.8 | -16.3% |
| Holdings and supports | 8.9 | 8.9 | | 4.9 | | 82.2% | 4.9 | 82.2% |
| **NET CAPITAL EXPENDITURE** | **175.1** | **173.7** | **28.4%** | **209.4** | **24.5%** | **-17.0%** | **209.4** | **-16.4%** |

Investment levels are one of the main performance measures monitored by the Group, alongside revenue and EBITDA.

On a comparable scope basis, net capital expenditure decreased by -€35.7 million compared to the previous year. In view of the pandemic, the Group has put in place measures to adjust and postpone certain projects over the coming years.

In Ski areas, they amounted to €80.1 million, down €21.5 million. They mainly consist of ski lifts, and snow-making and grooming machines.

In Leisure parks, they amounted to €86.1 million on an actual scope basis and €84.7 million on a comparable scope basis, down €18.1 million.

### 5.1.2.3 Net operating income

| *(in millions of euros)* | FY 2019/2020 Actual scope (1) | FY 2019/2020 Comparable scope (2) | % of revenue 2019/2020 Comparable scope | FY 2018/2019 Comparable scope (3) | % of revenue 2018/2019 Comparable scope | Change % Comparable scope (2) - (3) / (3) | FY 2018/2019 Actual scope (4) | Change % Actual scope (1) - (4) / (4) |
|---|---|---|---|---|---|---|---|---|
| EBITDA | 93.8 | 95.0 | 26.4% | 232.3 | 52.3% | -59.1% | 232.3 | -59.6% |
| Amortisation, depreciation and provisions | -148.4 | -147.0 | -64.3% | -127.1 | -33.4% | -15.6% | -127.1 | -16.8% |
| Other operating income and expenses | -51.2 | -51.2 | -219.2% | - | -0.1% | | - | |
| **NET OPERATING INCOME** | **-105.9** | **-103.2** | **-16.9%** | **105.1** | **12.3%** | **-198.2%** | **105.1** | **-200.7%** |

Operating income amounted to -€105.9 million on an actual scope basis and -€103.2 million on a comparable scope basis, due to:

- the -€138.5 million decrease in EBITDA;
- the increase in depreciation, amortisation and provisions, including in particular an accelerated amortisation and depreciation of Travelfactory's customer relations in the amount of €0.9 million, of the property, plant and equipment of Grévin Montreal in the amount of €2 million and of the IFRS right-of-use of Chaplin's By Grévin in the amount of €4.2 million;
- the recognition of an impairment of goodwill of €48.8 million.

Restated for the impact of IFRS 16, it amounts to -€106.9 million.

### 5.1.2.4 Net income

The cost of net debt increased by €4.3 million to €12.6 million and includes financial expenses on lease liabilities of €2.6 million. Other financial income and expenses include a capital gain on the disposal of an unconsolidated subsidiary in the amount of €1.5 million and an impairment of financial receivables for -€4.6 million.

Taking into account losses over the fiscal year, the Group recognised net tax income of €12.8 million, which breaks down as follows:

- a current tax expense of €3.5 million;
- deferred tax income of €16.4 million.

As a result, the nominal tax rate was 10.4% compared to 31.1% the previous fiscal year: it includes income of €13.3 million related to the capitalisation of losses of subsidiaries in France or abroad, for which recoverability is certain. On the other hand, it includes non-deductible asset impairment charges for an amount of €18 million in tax effect.

The share of income of companies accounted for under the equity method decreased by -€8.2 million to reach €0.7 million, mainly due to the impact of the pandemic on the ski areas concerned, to a €4.4 million impairment recorded on the stake held in the Valmorel ski area, and to the recognition of claims paid during the previous fiscal year at Compagnie du Mont-Blanc.

Net income attributable to the Group was therefore negative at -€104.3 million compared to +€62.2 million the previous year, reflecting the extremely strong impact of the pandemic and its consequences on the Group's results.

## 5.1.3 CASH, FINANCING AND CAPITAL

### 5.1.3.1 Cash and cash flows

| *(in millions of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Operating cash flows from continuing operations after borrowing cost and tax | 108.6 | 196.3 |
| Net capital expenditure (CAPEX, net of disposals) | -161.7 | -208.1 |
| Change in receivables and payables on non-current assets | -13.4 | -1.3 |
| **FREE CASH FLOW** | **-66.5** | **-13.0** |
| Acquisition/Disposal of non-current financial assets | 6.0 | -77.5 |
| Change in financial debt and lease liabilities | 116.7 | 162.1 |
| Dividends (including non-controlling interests in subsidiaries) | -22.1 | -20.5 |
| Change in WCR and other | -13.8 | -7.7 |
| **CHANGE IN CASH POSITION** | **20.3** | **43.4** |

Operating cash flow was down by -€87.7 million to €108.6 million. It represented 17.6% of revenue compared to 23.0% the previous year.

Capital expenditure, net of the change in the related working capital requirement, was down €34.3 million due to the postponement of certain investments to the next fiscal year.

The decrease in free cash flow (or available cash flow) therefore essentially results from the decrease in cash flow due to the pandemic, partially offset by the postponement of certain investments.

After recording a lease commitment liability of €177.0 million in compliance with IFRS 16, net debt came to €824.7 million. Excluding IFRS 16, net financial debt is €647.7 million, versus €540.5 million at 30 September 2019.

Financial debt also includes:

- a State-guaranteed loan (SGL) in the amount of €200 million;
- an outstanding amount of short-term marketable securities (NEU CP) of €80 million, down €54 million compared to 30 September 2019.

In 2020, CDA distributed dividends of €17.1 million to its shareholders and €5 million to minority shareholders. These distributions took place in early March, prior to the start of the health crisis.

#### 5.1.3.2 Group financial liquidity

In the context of major crisis, the Group's liquidity was ensured by the establishment of a State-guaranteed loan (SGL) of €200 million and by the confirmation of overdraft facilities for €147 million.

In addition, the Group obtained an agreement from all of its banking and bond partners to suspend its debt leverage covenant (covenant holiday) for the next two dates on which it was to be tested, namely 30 September 2020 and 31 March 2021 (see Note 6.12 to the financial statements).

#### 5.1.3.3 Financial structure ratios

The ratio of net debt to rolling EBITDA was 8.1 compared to 2.33 at 30 September 2019. As a reminder, it is calculated before the application of IFRS 16.

In accordance with covenant holiday, the Group is not required to comply with a ratio of less than 3.5x. The covenant holiday agreement was granted without financial compensation but provides for certain substitute commitments covering the period from 30 September 2020 to 31 March 2021. These substitute commitments mainly relate to (i) compliance with established minimum liquidity levels, (ii) the promise not to exceed a consolidated net industrial investment of €190 million over 12 months from the date of this agreement, and (iii) the promise to maintain the Group's consolidated net debt below €850 million.

### 5.1.4 EVENTS AFTER THE REPORTING DATE

On 12 October, Compagnie des Alpes signed a new shareholder agreement with Banque des Territoires - Caisse des Dépôts, the department of Vienne and SEM Patrimoniale de la Vienne, which commits the partners to a major investment plan of €300 million (including €200 million carried by Compagnie des Alpes) over the next ten years.

This transforming project for Futuroscope concerns the current site as well as a new adjacent business park, which Compagnie des Alpes will manage operationally under a new 30-year lease. The aim of this project is to strengthen the appeal of Futuroscope as an exceptional short-stay destination in France and in Europe.

## 5.2 Activity and results of S.A. Compagnie des Alpes

### 5.2.1 ROLE OF COMPAGNIE DES ALPES WITHIN THE GROUP

The role of Compagnie des Alpes S.A. is to hold investments, monitor, manage, and control Group development, and manage the main senior executives. The Company places resources and services at the disposal of its subsidiaries, especially with a view to making management more efficient, and undertakes specific projects aimed at developing the business internationally and generating synergies between the segments.

To this end, Compagnie des Alpes S.A. assumes responsibility for certain functions for the entire Group such as the preparation of consolidated financial statements, and the financial and institutional disclosure of all Group business with particular regard to its stock market listing. It also manages the Group's procurement functions (assistance in managing energy suppliers, travel policy, grouped equipment purchases, etc.), as well as its insurance and financing policy. CDA SA also centralises certain sales teams within the Leisure parks business, as well as the "Product development and quality" team.

And through its matrix organisation, it offers the services needed to steer the Group (legal, financial, IT, technical, HRM, strategic and operational marketing, and the process of digitalisation).

The average number of permanent employees at CDA SA increased from 129 to 130 full-time equivalents (FTEs).

### 5.2.2 ACTIVITY AND RESULTS

In 2019/2020, Compagnie des Alpes continued the internal re-invoicing policy as it did in 2018/2019.

These factors resulted in a net operating loss of -€12.5 million (previous fiscal year: -€10.6 million).

Net financial income of €27.3 million was recorded, compared to €19.9 million the previous year. Dividends received from subsidiaries amounted to €55.4 million compared to €47 million in 2018/2019. The cost of financing increased from -€6.3 million to - €6.9 million.

Impairment of securities and receivables reached -€71.1 million in 2019/2020 and essentially concern consolidated subsidiaries.

Exceptional income came to -€0.2 million, compared to -€0.1 million the previous fiscal year.

After taking into account tax income of €7.7 million (vs. €5.4 million the previous year) at tax consolidation level, the net income amounted to €32.4 million compared to €14.6 million the previous year.

## 5.2.3 COMPANY KEY FIGURES

The Company's key figures are as follows:

| *(in millions of euros)* | 30/09/2016 | 30/09/2017 | 30/09/2018 | 30/09/2019 | 30/09/2020 |
|---|---|---|---|---|---|
| Net financial assets | 849.1 | 839.3 | 832.6 | 883.0 | 820.2 |
| Shareholders' equity | 551.3 | 544 | 548.8 | 547.5 | 498.1 |
| Net debt* | 286.5 | 289.2 | 275.1 | 328.0 | 309.8 |
| Net income | 13.4 | 2.5 | 17 | 14.6 | -32.4 |
| Net dividend | 9.7 | 12.2 | 12.2 | 15.9 | - |

* *Borrowings less cash and cash equivalents in the balance sheet assets.*

## 5.2.4 DIVIDEND POLICY

The dividend is set each year by the Board of Directors at its December meeting.

Compagnie des Alpes dividends paid out for the last three fiscal years (which allow individual shareholders domiciled in France to take a tax deduction) were as follows:

- fiscal year 2016/2017: dividend per share of €0.50 paid in cash on 8 March 2018;
- fiscal year 2017/2018: dividend per share of €0.65 paid in cash on 14 March 2019;
- fiscal year 2018/2019: dividend per share of €0.70 paid in cash on 12 March 2020.

For the 2019/2020 fiscal year, the Board of Directors proposes to the Shareholders' Meeting not to pay any dividends to the shareholders.

## 5.2.5 INFORMATION ON PAYMENT PERIODS

In accordance with the provisions of Article D. 441I.-1 and -2 of the French Commercial Code, we hereby disclose information on the time taken to settle accounts payable, and receivables from customers.

| | Article D. 441 I.-1: invoices received but not paid at the balance sheet date of the fiscal year for which the term has expired | | | | | | Article D. 441 I.-2: invoices issued but not paid at the balance sheet date of the fiscal year for which the term has expired | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| *(in thousands of euros)* | 0 days | 1 to 30 days | 31 to 60 days | 61 to 90 days | 91 days and more | Total 1 day and over | 0 days | 1 to 30 days | 31 to 60 days | 61 to 90 days | 91 days and more | Total 1 day and over |
| **(A) Late payment instalments** | | | | | | | | | | | | |
| Number of invoices concerned | 111 | | | | | 151 | 10 | | | | | 43 |
| Total amount of invoices concerned (including taxes) | 241 | 38 | 6 | 584 | 129 | 757 | 504 | 205 | 2 | 1,475 | 421 | 2,103 |
| Percentage of total amount of purchases (excluding taxes) for the fiscal year | 2.07% | 0.33% | 0.05% | 5.02% | 1.11% | 6.50% | | | | | | |
| Percentage of pre-tax sales for the fiscal year | | | | | | | 1.73% | 0.70% | 0.01% | 5.05% | 1.44% | 7.21% |
| **(B) Invoices excluded from (a) relating to disputed or unrecognised liabilities and claims** | | | | | | | | | | | | |
| Number of invoices excluded | - | - | - | - | 6 | - | | | | | | |
| Total amount of the invoices excluded | - | - | - | - | 129 | - | | | | | | |
| **(C) Late payment instalments** | | | | | | | | | | | | |
| Payment periods used for calculating late payments | Period of 45 days from the date of receipt of invoice | | | | | | Period of 45 days from the date of issue of invoice | | | | | |

## 5.2.6 INFORMATION CONCERNING COMPENSATION AND BENEFITS OF ANY KIND RECEIVED BY EACH CORPORATE OFFICER DURING THE FISCAL YEAR

Information required by Article L. 225-102-1 of the French Commercial Code regarding compensation of corporate officers is presented in Chapter 5.4.

## 5.2.7 SUBSIDIARIES AND SHAREHOLDINGS

### 5.2.7.1 Shareholdings purchased

During the past fiscal year, our Company took a stake of 10.1% in Travelfactory, bringing its total holding to 84.18%.

### 5.2.7.2 Disposal of investments

None.

## 5.2.8 IDENTITY OF THE CONSOLIDATING COMPANY

The financial statements of the Compagnie des Alpes Group are fully consolidated by Caisse des Dépôts et Consignations.

## 5.2.9 OTHER INFORMATION

The amount of non-deductible expenses referred to in Article 39.4 of the French General Tax Code amounted to €97,290 during this fiscal year.

## 5.2.10 KEY EVENTS AFTER THE REPORTING DATE

See paragraph 5.1.4.

# 5.3 Consolidated financial statements

## 5.3.1 FINANCIAL STATEMENTS

### INCOME STATEMENT

| *(in thousands of euros)* | Notes | 30/09/2020* | 30/09/2019 |
|---|---|---|---|
| **REVENUE** | **5.1** | **615,645** | **854,011** |
| Other operating income | | 3,391 | 2,377 |
| Production transferred to inventory | | -378 | 316 |
| Consumables used | | -85,522 | -108,299 |
| External services | | -128,284 | -152,437 |
| Taxes other than on income | | -33,670 | -39,211 |
| Payroll costs and employee profit-sharing | | -240,390 | -286,730 |
| Other operating expenses and income | | -37,017 | -37,734 |
| **EBITDA** | **5.2** | **93,775** | **232,292** |
| Amortisation, depreciation and provisions | | -148,446 | -127,143 |
| Other operating income and expenses | 5.3 | -51,190 | -44 |
| **NET OPERATING INCOME** | | **-105,861** | **105,106** |
| Gross cost of debt | | -12,552 | -8,270 |
| Income on cash and cash equivalents | | - | - |
| **NET COST OF DEBT** | **5.4** | **-12,552** | **-8,270** |
| Other financial income and expenses | 5.4 | -5,561 | -2,053 |
| Income tax expense | 5.5 | 12,832 | -32,246 |
| Share of net income of associate companies | 5.6 | 727 | 8,863 |
| **INCOME FROM CONTINUING OPERATIONS** | | **-110,414** | **71,400** |
| Income from discontinued operations | | - | - |
| **NET INCOME** | | **-110,414** | **71,400** |
| Net income - share of non-controlling interests | | 6,069 | -9,156 |
| **NET INCOME - SHARE OF PARENT-COMPANY SHAREHOLDERS** | | **-104,345** | **62,244** |
| Net income per share of parent company shareholders | 5.7 | -€4.26 | €2.55 |
| Diluted earnings per share of parent company shareholders | 5.7 | -€4.24 | €2.54 |

* *2020 data are established in application of IFRS 16 "Leases" Changes related to the application of this new standard are presented in Note 8.*

### STATEMENT OF COMPREHENSIVE INCOME

| *(in thousands of euros)* | Note | 30/09/2020 | 30/09/2019 |
|---|---|---|---|
| **Net profit at fair value, before tax** | | | |
| Cash flow hedges | | 42 | -1,370 |
| Translation differences | | -150 | 371 |
| Impact of operations under the equity method | | 84 | -782 |
| Tax effect of these items | | -13 | 472 |
| **SUBTOTAL: RECYCLABLE ITEMS UNDER INCOME** | | **-37** | **-1,309** |
| Financial assets at fair value through equity | 6.8 | -5,953 | -1,060 |
| Actuarial gains (losses) on employee benefits | | 1,307 | -7,223 |
| Impact of operations under the equity method | | 167 | |
| Tax effect of these items | | -419 | 2,804 |
| **SUBTOTAL: NON-RECYCLABLE ITEMS UNDER INCOME** | | **-4,898** | **-5,479** |
| **NET INCOME FOR THE PERIOD** | | **-110,414** | **71,400** |
| **TOTAL INCOME RECOGNISED FOR THE PERIOD** | | **-115,349** | **64,612** |
| Attributable to | | | |
| the shareholders of the Company | | -109,294 | 56,060 |
| non-controlling interests | | -6,055 | 8,552 |

## BALANCE SHEET ASSETS

| *(in thousands of euros)* | Notes | 30/09/2020* | 30/09/2019 |
|---|---|---|---|
| Goodwill | 6.1 | 270,189 | 331,512 |
| Intangible assets | 6.2 | 78,328 | 68,755 |
| Property, plant and equipment | 6.3 | 542,517 | 513,944 |
| Concession assets | 6.3 | 585,564 | 639,801 |
| Right of use of the asset IFRS 16 | 8 | 170,470 | - |
| Investments in associate companies | 6.4 | 80,910 | 82,011 |
| Non-current financial assets | 6.7 | 41,112 | 58,165 |
| Other non-current assets | | - | - |
| Deferred tax assets | 6.13 | 20,897 | 9,801 |
| **NON-CURRENT ASSETS** | | **1,789,986** | **1,703,990** |
| Inventories | 6.5 | 23,166 | 24,296 |
| Accounts receivable | 6.6 | 79,728 | 67,949 |
| Other receivables | 6.7 | 12,697 | 13,119 |
| Current taxes | 6.7 | 8,177 | 11,420 |
| Current financial assets | 6.7 | 174 | 286 |
| Cash and cash equivalents | 6.9 | 16,470 | 22,320 |
| **CURRENT ASSETS** | | **140,412** | **139,390** |
| Assets held for sale | 6.16 | 59,372 | - |
| **TOTAL ASSETS** | | **1,989,770** | **1,843,380** |

## BALANCE SHEET LIABILITIES

| *(in thousands of euros)* | Notes | 30/09/2020* | 30/09/2019 |
|---|---|---|---|
| **Shareholders' equity** | | | |
| Share capital | | 186,829 | 186,425 |
| Additional paid-in capital | | 260,089 | 260,089 |
| Reserves | | 293,535 | 420,945 |
| **SHAREHOLDERS' EQUITY - SHARE OF PARENT COMPANY SHAREHOLDERS** | | **740,453** | **867,459** |
| Shareholders' equity - share of non-controlling interests | | 49,477 | 60,528 |
| **TOTAL SHAREHOLDERS' EQUITY** | | **789,931** | **927,987** |
| Non-current provisions | 6.11 | 64,769 | 69,199 |
| Non-current financial liabilities | 6.12 | 532,228 | 356,383 |
| Lease liabilities - Share over one year | 8 | 165,791 | - |
| Other non-current liabilities | | 2,000 | - |
| Deferred tax liabilities | 6.13 | 22,070 | 22,387 |
| **NON-CURRENT LIABILITIES** | | **786,858** | **447,969** |
| Current provisions | 6.11 | 16,911 | 14,699 |
| Current financial liabilities | 6.12 | 131,940 | 206,427 |
| Lease liabilities - Share under one year | 8 | 11,252 | - |
| Operating liabilities | 6.14 | 182,609 | 172,925 |
| Current taxes | | 607 | 4,759 |
| Other debt | 6.14 | 57,809 | 68,613 |
| **CURRENT LIABILITIES** | | **401,129** | **467,424** |
| Liabilities held for sale | 6.16 | 11,852 | - |
| **TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES** | | **1,989,770** | **1,843,380** |

* *2020 data are established in application of IFRS 16 "Leases". Changes related to the application of this new standard are presented in Note 8.*

## STATEMENT OF CASH FLOWS

| *(in thousands of euros)* | Notes | 30/09/2020 | 30/09/2019 |
|---|---|---|---|
| Net income (Group share) | | -104,345 | 62,244 |
| Interest of non-controlling interests | | -6,069 | 9,156 |
| **COMPREHENSIVE NET INCOME** | | **-110,414** | **71,400** |
| Amortisation, depreciation and provision increases and reversals | | 215,924 | 129,981 |
| Gains or losses on disposal | | -6,026 | -430 |
| Share of net income of associate companies | | -727 | -8,863 |
| Dividends received from associate companies | | 3,476 | 3,255 |
| Impact of fair value and effective rate | | 5,530 | 324 |
| Other | | 807 | 660 |
| **OPERATING CASH FLOW** | | **108,571** | **196,327** |
| Net cost of debt | | 9,934 | 8,270 |
| Tax expense (including deferred taxes) | | -12,832 | 32,246 |
| **OPERATING CASH FLOW BEFORE COST OF NET FINANCIAL DEBT AND TAXES** | | **105,672** | **236,843** |
| Change in accounts receivable and payable | | -413 | -8,327 |
| Other elements of cash timing differences | | 4,767 | 3,886 |
| Tax paid | | -9,319 | -32,875 |
| **CASH FLOWS FROM OPERATING ACTIVITIES** | | **100,708** | **199,526** |
| Acquisitions of property, plant and equipment and intangible assets | 7.1 | -177,923 | -213,071 |
| Disposal of property, plant and equipment and intangible assets | 7.1 | 2,816 | 3,699 |
| **NET CAPITAL EXPENDITURE** | | **-175,107** | **-209,372** |
| Acquisition of non-current financial assets and other | | -1,961 | -4,243 |
| Disposal of non-current financial assets | | 7,625 | 332 |
| Repayment of financial receivables associated with disposals | | - | - |
| Loans or repayments of financial advances | | -155 | -17,224 |
| Changes in the scope of consolidation | | 477 | -56,339 |
| **NET FINANCIAL INVESTMENTS** | | **5,986** | **-77,474** |
| **CASH FLOWS FROM INVESTING ACTIVITIES** | | **-169,121** | **-286,846** |
| **CHANGES IN CAPITAL** | | **-** | **-** |
| Dividends paid to parent-company shareholders | | -17,100 | -15,851 |
| Dividends paid to minority interests in subsidiaries | | -4,969 | -4,503 |
| Dividends to be paid | | - | 8 |
| **NET DIVIDENDS PAID** | | **-22,069** | **-20,346** |
| Repayment of borrowings | | -74,656 | -37,668 |
| New borrowings | | 205,130 | 199,734 |
| **CHANGE IN BORROWINGS** | 7.2 | **130,474** | **162,066** |
| **GROSS INTEREST PAID** | | **-8,628** | **-7,627** |
| **CHANGE IN LEASE LIABILITIES** | 7.2 | **-10,775** | **-** |
| **CASH FLOWS FROM FINANCING ACTIVITIES** | | **89,002** | **134,093** |
| **IMPACT OF OTHER MOVEMENTS** | | **-296** | **-3,422** |
| **IMPACT OF DISCONTINUED OPERATIONS** | | **-** | **-** |
| **CHANGE IN CASH POSITION OVER THE REPORTING PERIOD** | | **20,294** | **43,350** |
| **NET CASH POSITION AT BEGINNING OF REPORTING PERIOD** | 7.3 | **-26,356** | **-69,706** |
| **NET CASH POSITION AT REPORTING DATE** | 7.3 | **-6,062** | **-26,356** |

## SHAREHOLDERS' EQUITY

| *(in thousands of euros)* | Share capital | Additional paid-in capital | Revaluation of financial instruments | Translation adjustments | Consolidated reserves | Net income attributable to shareholders of the parent company | Shareholders' equity - share of the shareholders of the parent company | Shareholders' equity - share of non-controlling interests | Total shareholders' equity |
|---|---|---|---|---|---|---|---|---|---|
| **POSITION AT 30 SEPTEMBER 2018** | **186,091** | **257,595** | **26** | **-1,826** | **324,165** | **57,199** | **823,250** | **55,906** | **879,156** |
| **Transition to IFRS 9** | | | | | | | | | |
| **Opening adjustments** | | | **4,490** | | **-180** | | **4,310** | **339** | **4,649** |
| **ADJUSTED POSITION AT 1 OCTOBER 2018** | **186,091** | **257,595** | **4,516** | **-1,826** | **323,985** | **57,199** | **827,560** | **56,245** | **883,805** |
| CDA capital increase | 334 | | | | -334 | | - | | - |
| Net income 2019 | | | | | | 62,244 | 62,244 | 9,156 | 71,400 |
| Other items of comprehensive income 2019 | | | -1,883 | 370 | -4,671 | | -6,184 | -604 | -6,788 |
| **Comprehensive income 2019** | | | **-1,883** | **370** | **-4,671** | **62,244** | **56,060** | **8,552** | **64,612** |
| Appropriation of earnings for the prior reporting period | | | | | 57,199 | -57,199 | - | | - |
| Dividend payout | | | | | -15,851 | | -15,851 | -4,503 | -20,354 |
| Other changes | | | | | -310 | | -310 | 234 | -76 |
| **POSITION AT 30 SEPTEMBER 2019** | **186,425** | **257,595** | **2,633** | **-1,456** | **360,018** | **62,244** | **867,459** | **60,528** | **927,987** |
| CDA capital increase | 404 | | | | -404 | | - | | - |
| Net income 2020 | | | | | | -104,345 | -104,345 | -6,069 | -110,414 |
| Other items of comprehensive income 2020 | | | -5,870 | -149 | 1,071 | | -4,948 | 14 | -4,934 |
| **Comprehensive income 2020** | | | **-5,870** | **-149** | **1,071** | **-104,345** | **-109,293** | **-6,055** | **-115,348** |
| Appropriation of earnings for the prior reporting period | | | | | 62,244 | -62,244 | - | | - |
| Dividend payout | | | | | -17,100 | | -17,100 | -4,969 | -22,069 |
| Other changes | | | | | -613 | | -613 | -26 | -639 |
| **POSITION AT 30 SEPTEMBER 2020** | **186,829** | **257,595** | **-3,237** | **-1,605** | **405,216** | **-104,345** | **740,453** | **49,478** | **789,931** |

## 5.3.2 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## CONTENT

NOTE 1 ACCOUNTING PRINCIPLES AND POLICIES 143
NOTE 2 MANAGEMENT OF CAPITAL AND RISKS 150
NOTE 3 ORGANISATIONAL STRUCTURE OF THE COMPAGNIE DES ALPES GROUP 152
NOTE 4 SCOPE OF CONSOLIDATION 152
NOTE 5 INFORMATION ON THE CONSOLIDATED INCOME STATEMENT 154
NOTE 6 INFORMATION ON THE CONSOLIDATED BALANCE SHEET 157
NOTE 7 INFORMATION ON THE STATEMENT OF CASH FLOWS 174
NOTE 8 IMPACT OF NEW IFRS STANDARDS 175
NOTE 9 OTHER DISCLOSURES 179

### Group overview

The Compagnie des Alpes Group's main business activity is the operation of leisure facilities. It operates mainly in Ski areas and Leisure parks. The Group's parent company is Compagnie des Alpes, whose headquarters are located at 50-52 boulevard Haussmann, 75009 Paris.

The full-year 2019/2020 consolidated financial statements were approved by the Board of Directors on 7 December 2020, which authorised their publication. Figures are in thousands of euros, unless otherwise indicated.

### Highlights of the year

#### Consequences of the Covid-19 pandemic

##### Impacts of the Group's activities

The Covid-19 pandemic and the lockdown measures decided by the governments of the countries in which the Group operates, have led to a complete halt in the activity of the Group's business lines as of 14 March 2020.

The winter season of the Ski areas was definitively stopped on this date and the activity of the Leisure parks was suspended until a reopening date between the end of May (Holland, Austria), mid-June (France) and the beginning of July (Belgium).

The CDA Group announced that it has abandoned the objectives communicated for 2020.

##### Other financial impacts

The Covid-19 pandemic has led to a significant reduction in revenue.

Estimated impacts of the Covid-19 health crisis on the annual financial statements for 2020:

The impact of the health crisis was a reduction in the Group's revenue of around €233 million compared to the previous fiscal year, while both business lines were growing when the lockdown began on 14 March 2020. The estimated impact by business line is detailed below:

- Ski areas €84 million
- Leisure parks €149 million

Current operating income was affected by the loss of the business lines' recurring operating income due to this decline in revenue and fixed costs, despite the flexibility measures implemented. Group companies incurred additional costs related to the health crisis amounting to approximately €5 million. They had recourse to partial unemployment benefits, for which they received €13.5 million in benefits. The companies also benefited from exemptions from social security charges over the period from February to May 2020, the impact of which is particularly significant in the ski areas.

Finally, given the impact of the pandemic on the risk rate and the Group's activities, the Group recognised an impairment of goodwill in the amount of €48.8 million and an impairment of property, plant and equipment, financial assets and equity-accounted investments in the amount of €16.5 million.

#### Business continuity

At 30 September 2020, the Group had net financial debt of €647.7 million, including a €200 million state-guaranteed loan. It also has a significant amount of undrawn confirmed financing at its disposal:

- €170 million in medium- and long-term loans can be drawn upon at any time;
- for short-term requirements, €124 million is available at any time in the form of confirmed overdrafts;
- in addition, cash and cash equivalents amounted to €16.5 million.

There is no realistic scenario to date that leads us to believe that the Group will not have the means to ensure business recovery and continuity of operations beyond 30 September 2021.

#### Public service concession (PSC) for the Les 2 Alpes ski area

The operation of the Les 2 Alpes ski area was based on three public service concession contracts initially signed with the municipalities of Venosc, Mont-de-Lans and Saint-Christophe-en-Oisans (up to 2023/2024).

On 28 November 2019, the municipalities delegating the ski area notified Deux Alpes Loisirs, a subsidiary of the Compagnie des Alpes Group, of their decision to terminate the three current public service concessions in advance, for reasons of general interest, in order to allow a competitive bidding process for the establishment of a single public service concession for the entire area, which would start on 1 December 2020. This termination was conditional on a successful tender.

The municipal councils of Les Deux Alpes and Saint-Christophe-en-Oisans have approved the choice of a new operator, Société Touristique de l'Alpe d'Huez (SATA), as the recipient of the PSC contract for the construction and operation of the Deux Alpes ski area.

The handover took place on 1 December 2020.

As a result, the Group recognised as assets and liabilities held for sale at 30 September 2020 all the property, plant and equipment and intangible assets and liabilities concerned for €59.4 million and €11.9 million respectively.

The end of the Deux Alpes PSC resulted in various accounting impacts with a net impact of -€3.1 million in other operating income and expenses, including the recognition of an impairment of the share of the goodwill allocated to the Deux Alpes activity in the amount of €4.2 million. In addition, Deux Alpes Loisirs is compensated in respect of the early termination, for the loss of earnings over the remaining term of the contracts. In accordance with IFRS 16 and the reduction in the duration of contracts resulting from termination, the recognition of this indemnity has been staggered until the effective date of such termination on 1 December 2020. As of 30 September 2020, income of €3.8 million was thus recognised in Other operating income and expenses.

However, the company is continuing negotiations with the municipalities of Deux Alpes and Saint-Christophe and with Société Touristique de l'Alpe d'Huez to finalise a memorandum of understanding on the compensation to be received.

# Note 1 Accounting principles and policies

The main accounting policies applied in the preparation of the consolidated financial statements are outlined below. Unless otherwise indicated, they are applied consistently across all reporting periods presented.

In application of EU regulation 1606/2002 of 19 July 2002 on international accounting standards, the annual consolidated financial statements of the Compagnie des Alpes Group for the reporting period ended 30 September 2020 were drawn up in conformity with the International Financial Reporting Standards (IAS/IFRS), as adopted by the European Union at 30 September 2020, and in accordance with the historical cost convention, with the exception of certain financial assets and liabilities, which were valued at their fair value, as required under IFRS.

The accounting principles used are identical to those applied for the 2019 fiscal year, with the exception of the mandatory changes in standards from 1 October 2019 described below:

## Changes in accounting standards

The Group has applied the new standards, amendments to standards and interpretations that must be applied to fiscal years beginning on or after 1 October 2019.

- **IFRS 16 Leases**

IFRS 16, the new standard on leases, replaces IAS 17 and the corresponding interpretations. This standard removes the distinction between operating leases and finance leases. It introduces a single model for recognising leases on the lessee's balance sheet, with the recognition of an asset representing the right to use the leased asset and a liability for the obligation to pay rent.

The Group has applied IFRS 16 retrospectively from 1 October 2019, but did not restate the comparative information for FY 2018/2019, as permitted by the specific transition provisions provided for by the standard ("simplified retrospective method"). As a result, the reclassifications and adjustments resulting from the first-time application of IFRS 16 are recognised in the opening balance sheet at 1 October 2019. The impacts of the application of IFRS 16 on the Group's consolidated financial statements are presented in Note 8.

- **Uncertainties relating to tax risks (IFRIC 23)**

IFRIC 23 deals with uncertain tax positions relating to income taxes. It clarifies that an entity must assess whether it is likely that the tax authorities will accept a treatment retained in its tax returns, assuming that it has all the relevant information to carry out its controls. If this is the case, the tax accounting must correspond to the tax declarations.

The Group has applied the IFRIC 23 interpretation using the retrospective method, without restatement of comparative data, as authorised by the specific transition provisions.

Apart from IFRS 16 "Leases", the standards whose application has been mandatory since 1 October 2019 had no material impact on the Group's consolidated financial statements.

- **Future standards, amendments to standards and interpretations**

The Group has not applied, in advance, the other standards, amendments or interpretations applicable for fiscal years after 30 September 2020, whether or not adopted by the European Union.

## Key assumptions and estimates

The preparation of the consolidated financial statements in accordance with IFRS is based on assumptions and estimates made by the Executive Management to calculate the value of assets and liabilities at the reporting date and the income and expense items for the year. The actual results may differ from these estimates.

The main sources of uncertainty relating to key assumptions and assessments relate to goodwill (Note 6.1), estimates of the value of associates (Note 6.4) and financial assets at fair value (Note 6.7), as well as the impacts of the Covid-19 crisis (see highlights on page 124).

## 1.1 CONSOLIDATION METHODS

The companies in which the Group has exclusive control are fully consolidated.

Associate companies are entities that the Group does not control but over which it exercises significant influence, usually with 20% to 50% of the voting rights.

Shareholdings in associate companies are accounted for using the equity method and initially recognised at their acquisition cost. The Group's interest in associate companies includes goodwill (net of accumulated impairment) as identified at the time of acquisition.

The Group presents its share of net income of associate companies on a separate line of the income statement, below the operating income line.

The Group does not have any joint ventures.

All internal transactions and positions are eliminated, either in full for fully consolidated companies, or proportionally to the Group's interest in the case of companies consolidated using the equity method. Internal margins are eliminated to the extent that their amount individually exceeds €500 thousand or a cumulative amount of €1 million.

The list of consolidated companies can be found in Note 4.2.

## 1.2 APPROVAL OF THE FINANCIAL STATEMENTS OF CONSOLIDATED COMPANIES

The consolidated financial statements cover a 12-month period, from 1 October 2019 to 30 September 2020 for all companies, except for Groupe Compagnie du Mont-Blanc consolidated using the equity method over the period from 1 September 2019 to 31 August 2020.

## 1.3 TRANSLATION OF FINANCIAL STATEMENTS AND OF TRANSACTIONS EXPRESSED IN FOREIGN CURRENCIES

The financial statements of foreign subsidiaries are translated into the presentation currency (euro) by applying the following methods:

- the balance sheet (including goodwill) is translated at the closing rate;
- the statement of comprehensive income is translated at the average exchange rate for the period;
- all resulting translation gains or losses are recognised in a separate component of shareholders' equity.

Translation gains or losses resulting from the translation of net investments in foreign operations and loans and other currency instruments designated as hedges on said investments are recognised in shareholders' equity upon consolidation.

## 1.4 OPERATING SEGMENTS

In accordance with IFRS 8 "Operating Segments", the segment information presented is prepared on the basis of internal management data used for the analysis of business performance and the allocation of resources by the Chairman and Chief Executive Officer and the Directors of the Executive Committee, who form the Group's main operational decision-making body.

An operating segment is a distinct component of the Group engaged in activities likely to generate revenues and incur expenses, whose operating results are regularly reviewed by the operational decision-making body and for which separate information is available. Each operating segment is monitored individually in terms of internal reporting, based on performance indicators common to all sectors.

The segments presented under segment information are operating segments or groupings of operating segments. They correspond to the Group's main business lines. The breakdown of operating segments reflects the Group's organisation.

The management data used to assess the performance of a segment are prepared in accordance with the IFRS principles applied by the Group for its consolidated financial statements.

The operating segments identified are as follows:

- **Ski areas**: this business mainly consists in the operation of ski lifts and maintenance of ski runs and trails;
- **Leisure parks**: this segment covers the operation of theme parks, combined amusement and animal parks, water parks, wax museums and tourist sites. Its revenue figures include admission tickets, restaurants, shops and accommodation;
- In addition, **Holdings and supports** include:
  - on the one hand, the holding companies and operational support subsidiaries (including CDA SA and CDA-DS, its financial subsidiary CDA Financement, its reinsurance subsidiary Loisirs-Ré and the company INGELO),
  - on the other hand, international consulting services (CDA Management and CDA Beijing), the activities of tour operators, travel agencies and other real estate activities (including the Travelfactory group) which, taken individually, do not meet the requirements of the criteria defining an operating segment.

A chart showing the Group's consolidated companies, grouped by segment, is given in Note 4.2.

## 1.5 BUSINESS COMBINATIONS AND GOODWILL

The Group recognises the identifiable assets, liabilities and contingent liabilities of acquired entities at fair value on the date of taking of control.

Where the agreement governing the business combination provides for a payment that is contingent on future events, the Group includes the amount of this payment in the cost of the business combination at the vesting date, if the payment is probable and can be reliably measured.

In the case of acquisitions of companies holding concession agreements, an analysis and fair value measurement of these agreements are performed on the basis of the expected profit margin at the end of the concession agreement. Any variance between the profitability of the concession agreement and the Group average is recognised under (intangible) assets or liabilities (provisions). It is amortised or recovered over the remaining term of the concession.

Goodwill is the excess of the cost of an acquisition over the fair value of the Group's share in the identifiable net assets of the subsidiary or associate on the vesting date.

Goodwill arising from the acquisition of a subsidiary is recognised under the item "goodwill". Goodwill arising from the acquisition of an associate company is recognised under the item "investments in associate companies".

The Group is allowed 12 months from the vesting date to finalise accounting for the business combination in question. Any changes to the acquisition price made outside the allocation period are recognised in profit or loss and no change is made to the acquisition cost or goodwill.

## 1.6 REVENUE

Sales of tickets (ski lift passes and admission fees to parks) are recognised in the reporting period in which visitors use the facilities of the Compagnie des Alpes Group. Prepaid tickets that will be used during the following period are only recognised in income when used for admission to a site. Unused prepaid tickets are recognised as deferred income.

Services are recognised in income when the service is rendered. The sale of merchandise (shops and food services) is recognised when realised.

In the consulting business, revenues relate to the invoicing of service and management consulting contracts. This happens when the services rendered are completed.

In the tour-operator business, revenue depends on the distinction between agent and principal. When the Company acts as an agent, revenues relate to the commissions collected and when it acts as principal and bears notably the risks that come with owning inventory, it recognises revenue for the total amount of the price expected in exchange of goods or services provided and the amount paid to the third party is recognised as an expense.

## 1.7 EARNINGS BEFORE INTEREST, TAXES, DEPRECIATION AND AMORTISATION

EBITDA is the key line item used by the Group to represent the operating performance of its various activities.

It includes the income and expense items that are directly related to current operations, and is calculated before the cost of holding assets (amortisation, depreciation and impairment), other operating income and expenses, net financial income and income tax.

## 1.8 OTHER OPERATING INCOME AND EXPENSES

The items comprising operating income that are not directly related to current operations (because of their nature, frequency and/or relative significance) are recognised in "other operating income and expenses".

These mainly include:

- capital gains or losses from the disposal of shareholdings;
- costs generated by the closure of a site;
- restructuring costs;
- any other income and expense that is easily identifiable, unusual and significant, and the nature of which is not directly related to current operations.

## 1.9 NON-CURRENT ASSETS AVAILABLE FOR SALE AND DISCONTINUED OPERATIONS

An asset is classified as "available for sale" only if a plan has been put in place by management to sell the asset, if the asset is available for immediate sale in its present condition and if the sale is highly probable within a 12-month time-frame.

At the time of initial recognition as "held for sale":

- non-current assets and groups of assets that are intended to be sold are recognised at the lower of their book value and fair value less costs to sell;
- amortisable assets are no longer amortised from the date on which they are classified as assets held for sale.

In the case of discontinued operations, any net income and contribution to cash flow are presented separately from income and cash flow for continuing operations.

## 1.10 CALCULATION OF EARNINGS PER SHARE

The basic earnings per share figure is obtained by dividing the net income available for shareholders of the parent company by the weighted average number of shares outstanding during the period.

The diluted earnings per share figure is obtained by dividing the net income available for shareholders of the parent company by the weighted average number of outstanding shares during the period, adjusted for the impact of all dilutive instruments.

## 1.11 OTHER PERFORMANCE AGGREGATES USED

The operating cash flow, net capital expenditure level, free cash flow, operating ROCE (return on capital employed) and net debt are the principal performance aggregates monitored by the Group.

These are determined as follows:

- operating cash flow: this measure corresponds to net income
  - plus amortisation, depreciation and provisions, capital loss from disposals, dividends paid by the equity affiliates and other expenses without any impact on cash,
  - less provision reversals, capital gains from disposals, the share in the net income of equity affiliates and other income without any impact on cash;
- net capital expenditure: this measure corresponds to the acquisition of property, plant and equipment and intangible assets net of the changes in trade payables on non-current assets and income from their disposal;
- free cash flow [(1)]: it corresponds to the difference between the operating cash flow and the net capital expenditure;
- ROCE (return on capital employed) and operating ROCE on sites: this measure allows measuring of the profitability of the Group's invested capital and the Group's principal business lines, namely, Ski areas and Leisure parks. It corresponds to the percentage, for each business line and the total for both business segments, of the after-tax net operating income on the consolidated net asset amount determined as follows:
  - after tax net operating income: it is determined after deducting a theoretical tax expense by applying a standard tax rate,
  - net assets used excluding goodwill include:
    - non-current assets in net amount after exclusion of goodwill,
    - the right of use relating to the application of IFRS 16,
    - working capital requirement,
    - deferred tax assets net of deferred tax liabilities,
    - current provisions.

  The operating ROCE on sites is determined on the basis of the aggregates indicated above for each of the business lines, after the exclusion of goodwill;
- net debt: corresponds to gross borrowings net of cash and cash equivalents.

## 1.12 INTANGIBLE ASSETS

The intangible assets acquired appear on the balance sheet at their amortised cost.

When the Group measures brands and trademarks, following analysis, these are considered as having indefinite useful lives. They are thus not amortised and are instead tested for impairment annually (see Note 6.1). Intangible assets and other use rights to assets, the duration of which is directly linked to a concession agreement or lease, are amortised up to the date of expiry of such contracts.

This in particular applies to (see Notes 1.14 and 6.2):

- usage rights: the intangible rights to operate the ski lifts of ADS (Les Arcs/Peisey), Sevabel (Les Ménuires), SCV Domaines Skiables (Serre Chevalier), GMDS (Flaine) and STVI (Val-d'Isère);
- the concession to use the motorway interchange opening access to Parc Astérix expiring in 2086; and
- the right to use the "Futuroscope" brand expiring in 2050 under the new 30-year lease granted on 12 October 2020.

*(1) The changes in the operating working capital requirement are not taken into account.*

## 1.13 PROPERTY, PLANT AND EQUIPMENT

Items of property, plant and equipment are recognised on the balance sheet at their amortised cost.

Investment subsidies are deducted from the gross amount of the assets giving rise to them. Items of property, plant and equipment that are in use are depreciated on a straight-line basis, broken down by component on the basis of their estimated useful lives as follows:

| | Durations |
|---|---|
| Buildings | 20 to 30 years |
| Improvements | 10 to 20 years |
| Ski lifts | 15 to 30 years |
| Ski run and trail works | 40 years |
| Rides | 10 to 40 years |
| Equipment (other than ski lifts and rides) | 5 to 40 years |
| Other fixed assets (including themed sets and characters from Musée Grévin) | 3 to 10 years |

The range of depreciable periods is due to the diversity of assets involved. The shortest periods are for more rapidly replaced components (*e.g.*, scenery for different types of rides), while the longest periods apply to infrastructure.

Residual values and useful lives of assets are reviewed and, if necessary, adjusted at each reporting date.

## 1.14 CONCESSIONS

Compagnie des Alpes is a major player in the leisure sector in Europe, particularly in the operation of ski areas. The operation of ski areas in France is governed by the legal framework established in the French Mountain Act (Loi Montagne) of 9 January 1985, concerning the development and protection of mountainous regions. These ski areas are for the most part subject to concession agreements between CDA subsidiaries and local municipalities.

The operator holds a concession agreement with a municipality or group of municipalities. These agreements govern the relations between the granting authority and the operator with regard to all operating aspects of a ski area (capital expenditure, commercial and pricing policies, legal risks, etc.). On this basis, the operator is responsible for making the capital expenditure over the life of the concession required to keep the facilities in good operating condition and implement its commercial and pricing policy. In return, the operator is authorised to collect from users, on the basis of a public rate grid, income from the sale of ski lift passes.

Some CDA Group companies (STGM, ADS, SAP, SCV and GMDS) continue to pay leasing contract fees for ski lifts provided by the granting authorities. However, this system is gradually being replaced by concession agreements. In fact, the operators replace, at their own expense, obsolete equipment held under leasing contracts, with the new equipment coming under concession agreements.

The CDA Group has analysed the characteristics of its contracts and the nature of the leisure services provided and concluded that these contracts do not fall within the scope of IFRIC 12 on service concession agreements. Accordingly, the CDA Group recognises assets associated with ski lift concessions as a separate component of property, plant, and equipment. They are broken down and amortised in accordance with the same rules applied to property, plant and equipment owned by the Group itself.

Assets classified as held in concession are:

- assets supplied by the granting authority which are to be returned at the end of the concession;
- assets supplied by the operator which are to be placed at the granting authority's disposal at the end of the concession (typically in exchange for payment to the operator).

Transfers for no consideration from the granting authority and assets under leasing contracts are not recognised in the Group's balance sheet. A provision is funded on the liability side of the balance sheet (major repair provisions) for periodic maintenance of these facilities. The Company's other assets, which are not connected with the concession and which don't meet these criteria, are classified as directly-owned assets.

### Conditions governing return to granting authorities

When concession agreements expire, it is generally expected that the concession assets acquired by the operator will be recovered by the granting authority in return for a payment. This payment is based on various calculation methods set out in the contracts. It is at least equal to their net book value.

### Main concession agreements

#### Concessions granted by municipalities, municipalities groups and associations

The main concession agreements of consolidated Group companies are as follows:

- **Société des Téléphériques de la Grande Motte (STGM) - Tignes:**

concession granted by the municipality of Tignes initially for the period from 5 September 1988 to 30 September 2016 (28 years) and extended in 1998/1999 for an additional ten years to 31 May 2026.

- **Société d Aménagement de la Station de La Plagne (SAP) - La Plagne:**

concession granted by the Syndicat Intercommunal de la Grande Plagne (SIGP, grouping of several municipalities) initially for the period from 15 December 1987 to 10 June 2017 (30 years) and extended in 1998/1999 for an additional 10 years to 10 June 2027.

- **ADS – Les Arcs-Peisey-Vallandry:**

Concession granted by the municipality of Bourg-Saint-Maurice for the period from 1 June 1990 to 31 May 2020 (30 years) and extended for 10 years in January 2015 until 31 May 2030.

Concession granted by the municipality of Villaroger for the period from 1 June 2020 to 31 May 2050 (30 years).

Concession granted by the municipality of Peisey-Nancroix for the period from 1 January 1997 to 31 May 2020.

Concession granted by the Syndicat Intercommunal à Vocation Multiple (SIVOM, a grouping of several municipalities) of Landry-Peisey-Nancroix for the period from 18 October 1989 to 31 October 2019 (30 years). The concession was extended until 1 June 2020 then renewed for 30 years until 31 May 2050.

- **Société d Exploitation de la Vallée des Belleville (Sevabel) - Les Ménuires:**

Concession for the operation of the Saint-Martin-de-Belleville ski area, granted by the municipality of Les Belleville initially for the period from 1 December 1990 to 31 May 2017 (27 years) and extended on 16 May 2001 for four years to 31 May 2021, then on 29 March 2016 for ten years to 31 May 2031.

Concession for the operation of the Ménuires ski area granted by the Syndicat Mixte pour l'Aménagement de Belleville (SYMAB, grouping of several municipalities) initially for the period from 1 December 1990 to 31 May 2017 (27 years) and extended on 11 August 2000 for four years up to 31 May 2021, then on 29 March 2016 for 10 years up to 31 May 2031.

- **Méribel Alpina:**

Concessions granted respectively by the municipality of Les Allues for the period from 18 December 1989 to 17 December 2019 (30 years), extended until 31 May 2034, and by the municipality of Brides-les-Bains for the period from 30 June 1992 to 17 December 2019 (27 years), which was extended on 17 June 2019 for an additional period of 15 years. It should be noted that this extension is subject to review by the administrative authorities and could be reduced if necessary.

- **Grand Massif Domaines Skiables (GMDS):**

Concession granted by the department of Haute-Savoie, amended by an additional clause, for the period from 9 January 1989 to 8 January 2019 (30 years), subsequently renegotiated for five years up to 2024.

Concession for the operation of new ski lifts and ski runs granted by the municipality of Magland for the period from 4 July 2000 to 30 April 2025 (25 years).

Concession for the operation of new ski lifts and ski runs granted by the municipality of Arâches-la-Frasse in the part of its territory falling within the Flaine ski area for the period from 9 July 2004 to 30 April 2029 (25 years).

Concession for the operation of new ski lifts and ski runs granted by the municipality of Morillon for the period from 8 July 2016 to 31 May 2047 (31 years).

Concession for the operation of new ski lifts and ski runs granted by the municipality of Samoëns for the period from 1 September 2000 to 30 April 2030 (30 years). A renegotiation is underway to extend the contract until 2044.

Concession signed on 28 January 2013 with the municipality of Sixt-Fer-à-Cheval for a 40-year period ending 30 September 2053.

- **SCV Domaine Skiable – Serre Chevalier:**

Concession granted by the municipality of Saint-Chaffrey for the management and operation of the new ski lifts and the ski area for the period from 1 December 2004 to 30 August 2034 (30 years).

Concession granted by the Syndicat Intercommunal de Gestion et d'Exploitation des Domaines d'Hiver et d'Été de Serre Chevalier 1400-1500 (SIGED, grouping of several municipalities) for the operation of ski lifts and ski runs for the period from 1 November 1998 to 31 October 2018 and replaced by a new concession on 14 December 2017 for the period from 1 November 2017 to 31 October 2047 (30 years).

Concession granted by the Syndicat Intercommunal à Vocation Unique du Prorel (single-purpose grouping of municipalities) for operation and management of the Massif du Prorel facilities for the period from 15 December 2006 to 31 October 2034.

- **Société de Téléphérique de Val-d Isère (STVI) - Val-d Isère:**

Concession granted in May 1982 by the municipality of Val-d'Isère initially for a 30-year period (expiring in 2012) and extended in 1991 for 8 years (until July 2020), and again in 2014 for 12 years (until July 2032).

Concession granted in September 1970 by the municipality of Bonneval s/Arc initially for a 30-year period and extended in 1994 for an additional 18 years to 9 April 2019. An amendment was signed on 5 April 2019, bringing the end of this concession to 30 November 2019. Between 5 April 2019 and December 2020, three successive amendments extended the concession period until the 1 September 2021.

- **Deux Alpes Loisirs (DAL) – Les Deux Alpes:**

Concession granted on 21 June 1993 by the municipality of Mont-de-Lans for a 30-year period (until 2023). This concession was terminated in advance on 28 November 2019, effective 1 December 2020.

Concession granted on 14 January 1994 by the municipality of Venosc for a 30-year period (until 2024). This concession was terminated in advance on 28 November 2019, effective 1 December 2020.

Concession granted on 21 September 1993 by the municipality of Saint Christophe-en-Oisans for a 30-year period (until 2023). This concession was terminated in advance on 28 November 2019, effective 1 December 2020.

The agreements of equity affiliates are as follows:

- **Compagnie du Mont-Blanc (CMB) – Chamonix:**

Concession signed on 5 December 2013 with the municipality of Chamonix for the Chamonix ski areas for a 40-year period ending 5 December 2053.

Concession signed on 6 January 1989 with the municipality of Chamonix for Aiguille du Midi for a 40-year period ending 31 December 2028.

Concessions for the operation of the Tramway du Mont-Blanc and the Train du Montenvers granted by the department of Haute-Savoie in 1988 and 1998 for 30- and 25-year periods ending, respectively, on 31 December 2018 (extended until 31 May 2020) and on 31 December 2023. The Mont-Blanc Tramway concession was renewed from 1 June 2020 for a period of 15 years until June 2035.

Concession for the operation of Les Houches/Saint-Gervais (through its 72.5%-owned subsidiary, LHSG) for a 30-year period from 1 December 2011 to 30 November 2041.

- **Société des Remontées Mécaniques de Megève (SRMM) - Megève:**

Concession for the operation of the downstream sector Princesse, signed on 10 December 2002 by the municipality of Demi-Quartier, for a 30-year period ending on 9 December 2032.

Concession for the Crêtes du Mont d'Arbois and the upstream sector Princesse, signed on 10 March 1989 by the municipality of Saint-Gervais, for a 30-year period ending on 9 March 2019 and extended by an additional clause until 2023.

Concession for Mont d'Arbois and Rocharbois, signed on 15 April 1993 by the municipality of Megève, for a 30-year period ending on 14 April 2023.

Concession granted on 15 April 1993 by the municipality of Megève for Rochebrune for a period of 30 years, ending on 14 April 2023. An amendment was signed on 21 June 2016, extending the contract for a period of ten years until 14 April 2033.

- **Société d Exploitation des Remontées Mécaniques de Morzine Avoriaz (SERMA) - Morzine/Avoriaz:**

The company operates a concession granted by the municipality of Morzine, which runs to 13 June 2032, and a concession granted by the municipality of Montriond, which runs to 13 June 2032.

- **Domaine Skiable de Valmorel (DSV) – Valmorel:**

The company operates a concession granted by the Communauté de Communes de la Vallée d'Aigueblanche (grouping of several municipalities), which runs to 30 September 2052.

- **Domaine Skiable de La Rosière (DSR) - La Rosière:**

The company operates a concession granted by the Commune de la Rosière, which runs to 30 September 2039.

Pursuant to these agreements, and depending on the case, the operating companies either pay a concession fee or a municipal tax and departmental tax (known as the "Mountain Law tax"), or both. These fees and levies are based on sales of ski lift passes and calculated as a contract-specific percentage. Some contracts may provide for a fixed minimum fee (over all or part of the contract period); in this case, they were restated as part of the first application of IFRS 16.

By way of exception within the CDA Group, the municipalities of Saint-Martin de Belleville, Val-d'Isère and Tignes retain responsibility for the ski run service, for which Sevabel, STVI and STGM pay a special fee.

Moreover, under the different contracts signed by the Group, CDA subsidiaries may enter into agreements on investment budgets. Such agreements are variable and can be reviewed, mainly with regard to their term, amount and nature, depending on the contract and implementation opportunities.

In light of certain lease contracts signed by the Leisure parks, these investment budget agreements may concern all of the Group's subsidiaries.

### Real estate development concessions

- ADS has concessions for real estate development granted by the municipality of Bourg-Saint-Maurice.
- through its 99.9%-owned subsidiary, SCIVABEL, Sevabel also holds the development concession for the Reberty urban development zone (ZAC de Reberty) at Les Ménuires.
- GMDS, with its 99.99%-owned subsidiary Société d'Aménagement Arve-Giffre (SAG), also owns land in Flaine in the Grand Massif. This real-estate company is managed under a tourism-development arrangement with the Syndicat Intercommunal de Flaine (grouping of several municipalities).

The projected development costs are recognised pro rata to the building permits sold, upon signing of the deed of sale.

### Leisure park concessions

- **Concession for the highway interchange giving access to Parc Astérix:**

Parc Astérix has a private interchange from the A1 motorway giving access to the park: this concession was granted by SANEF (concessionary company of the A1 motorway) for a period of 99 years (from 1987 to 2086).

The right to operate this concession is accounted for as an intangible asset of Grévin & Cie (see Note 6.2), which pays a fee to SANEF for the passage of each vehicle through the toll plaza. This fee corresponds to the highway toll that is not paid when vehicles use the Parc Astérix interchange.

- **Licensing agreement with Editions Albert-René (publisher of the Astérix comic books):**

In 1986, a licensing agreement was concluded with Editions Albert-René for the legal duration of the copyright, which is 70 years after the death of the last surviving author.

This agreement guarantees Grévin & Cie the right to use the comic strip characters and world in its theme parks, in France and abroad.

An amendment signed in March 1996 set the licensing fee at 3% of sales excluding VAT of Parc Astérix, with a minimum fee of €1.7 million.

## 1.15 IMPAIRMENT OF ASSETS

### Definition of cash-generating units and allocation of assets

An asset's recoverable amount is the higher of its fair value less selling costs and its value in use. The recoverable amount of property, plant and equipment and intangible assets is tested when events, market developments or internal factors indicate a risk of a permanent loss of value.

It is tested at least once a year, at the reporting date, for assets with an indefinite useful life (category limited to goodwill, brands and trademarks).

As goodwill and the main items of property, plant and equipment and intangible assets relate to operation of the sites, these are allocated to groups of cash-generating units, which equate to the sites on which the Group's strategic development is focused.

An impairment loss is recognised if the recoverable amount of the asset or group of assets tested is lower than its book value.

Goodwill impairment losses are irreversible. Impairment losses for other items of property, plant and equipment and intangible assets may be reversed if the recoverable amount of the asset increases.

Impairment of goodwill is presented in the line "Other operating income and expenses" in the income statement.

### Allocation of goodwill and operating assets to cash-generating units (CGUs)

The Group's CGUs comprise the sites it operates.

For impairment testing purposes, goodwill is allocated at the level of the groups of CGUs, which constitute homogeneous entities generating cash flows that are largely independent of the cash flows generated by the other CGUs.

The CGUs that the Group intends to continue to operate and hold have been reorganised as follows:

- Ski areas portfolio: grouping together all the ski areas whose arbitration regarding operation and investments is pooled in a single decision-making body;
- Leisure parks portfolio: grouping together all the Leisure parks and Musées Grévin in France and abroad, whose arbitration regarding operation and investments is pooled in a single decision-making body;
- the other Group companies are grouped under the heading Holdings and supports (consulting, tour operator activities, real estate agencies and holding companies). Indeed, the size of these activities does not justify the creation of a dedicated sector, whether for the Travelfactory sub-group (tour operator) or other companies with a real estate or agency activity.

### Procedures for determining the recoverable amount

The recoverable amount of groups of CGUs, as defined above, corresponds to the sum of the values in use of the CGUs comprising the groups of CGUs, which is determined by discounting projections of future cash flows from operating of the sites based on the medium-term plans (five years) approved by the Group's Executive Management and presented to the Strategy Committee and to the Board of Directors, and using a terminal value based on the forecast future standardised cash flows to perpetuity generated by the asset under consideration. Support costs considered as reasonably allocable are taken into account in operating segments.

For the impairment tests at 30 September 2020, the Group has chosen to apply the practical relief in which the value to be tested includes the right-of-use deducted from the lease liabilities. Projections from the business plan, the terminal value and the discount rate are determined in line with the situation prior to the application of IFRS 16. The projections resulting from the business plans, the terminal value and the discount rate do not take into account the application of IFRS 16.

For the CGUs operated under concession agreements (Ski areas) or leases (Leisure parks), the CDA Group manages these contracts on a going concern basis (both in terms of site management and in terms of capital expenditure to maintain/increase its business).

The Group measures the recoverable amount of the groups of CGUs on the assumption that its concession-holding activities will continue beyond the end of the concession, in light of the extensions already obtained in the past. The daily management and investment policy are therefore implemented with a view to maintaining or increasing the appeal of the leisure park or ski area concerned.

## 1.16 FINANCIAL ASSETS

Pursuant to IFRS 9, the non-current financial assets are broken down into three categories:

- financial assets measured at amortised cost:

  These are financial assets whose economic model aims to receive contractual flows, and the contractual conditions of which provide for specified dates of flows corresponding only to repayments of capital and interest. They represent the loans and receivables linked to the shareholdings and the deposits and guarantees;
- financial assets measured at fair value, with recognition as other comprehensive income, which cannot be recycled as income: They represent shareholdings of non-controlled companies;
- financial assets measured at fair value through income: They mainly represent securities of non-consolidated controlled companies.

This primarily concerns shareholdings of Ski areas in real estate agencies and lease or building ownership companies, which are not significant with regard to the consolidated financial statements (see Notes 6.7 and 6.8).

Fair value is determined according to the methodology defined by IFRS 13, based on the three levels of fair value defined in Note 6.15. For listed securities, it corresponds to a market price. For unlisted securities, it is determined primarily by reference to recent transactions or by valuation techniques that incorporate reliable and observable market data. However, in the absence of observable market data on comparable companies, the fair value of unlisted securities is most often assessed on the basis of discounted cash flow projections or the revalued net book value, determined from internal parameters (level 3 of the fair value hierarchy).

## 1.17 INVENTORIES

Inventories are stated at the lower of cost and net realisable value (*i.e.* the market price less costs to sell). Inventories are measured at weighted average cost.

## 1.18 OPERATING RECEIVABLES

Accounts receivable are recognised at amortised cost. An impairment loss is recognised depending on the expected losses and the actual losses. Any impairment loss is recognised in profit or loss.

## 1.19 CASH AND CASH EQUIVALENTS

Cash and cash equivalents include petty cash, bank balances and short-term investments in money market investments. Such investments are readily convertible into cash at their nominal value, and the risk of a change of value is insignificant.

Overdrafts are presented as liabilities in the balance sheet, under "Current borrowings".

## 1.20 TREASURY STOCK

Treasury stock is recorded at acquisition cost with a corresponding reduction in shareholders' equity. Treasury stock sale proceeds are credited to shareholders' equity and not recognised in the income statement.

## 1.21 PROVISIONS

### Provisions for retirement bonuses

The CDA Group's commitments with respect to retirement benefits derive from legal obligations and collective bargaining agreements applicable in the countries in which Group subsidiaries operate.

In France, company commitments to permanent or seasonal employees are reflected either in premiums paid to insurance companies or in provisions. If the premium paid by a company only partly covers its commitments, a provision is funded for the remainder.

The commitments are calculated for all Group employees in France, except for seasonal workers in the Leisure parks segment, where turnover is extremely high. It is thus considered unlikely that these workers will still be employed by the Group when they retire.

The total of these commitments is determined on the basis of the current salaries of employees by calculating the bonuses that will be paid to employees upon retirement, having regard to their seniority at that date.

Gains and losses resulting from changes in actuarial assumptions, plus the impact of regulatory changes, are recognised in shareholders' equity.

Supplementary pension benefits granted to executives of certain subsidiaries are revalued each year.

In other countries where the CDA Group operates (the Netherlands and Belgium in particular), retiring employees receive no retirement package from their employer. Therefore, no provision is required.

However, companies contribute each year to provident funds (pension funds). The absence of the Group's obligations with respect to these contracts is verified each year.

### Other provisions

Provisions are recognised when, at the end of the reporting period, the Group has an obligation to a third party arising from a past event that is certain or likely to lead to an outflow of resources to the third party, with no equivalent consideration received. These provisions are estimated in accordance with their nature, with the most likely assumptions taken into account.

Provisions for restructuring costs are recognised once the Group has a formal, detailed restructuring plan that has been communicated to the relevant parties.

## 1.22 BORROWINGS

Borrowings are initially recognised at fair value, net of transaction costs incurred (less fees and issue or redemption premiums, these adjustments being factored into the calculation of the effective interest rate).

Borrowings are subsequently recognised at amortised cost. Any difference between the income (net of transaction costs) and the redemption value is recognised in the income statement over the duration of the loan, in accordance with the effective interest rate method.

## 1.23 DERIVATIVES AND HEDGING TRANSACTIONS

The Group's use of derivatives such as interest rate swaps, caps or other equivalent futures contracts is designed to hedge against interest rate and foreign exchange risk.

For each cash flow hedge, the hedged financial liability is recognised in the balance sheet at amortised cost. Changes in the value of the derivative are recognised in shareholders' equity. To the extent that financial expenses and income from the hedged item affect profit or loss in a given reporting period, the financial expenses and income from the derivative recognised in shareholders' equity for the same reporting period are transferred to profit or loss.

When a derivative does not meet the criteria for hedge accounting, changes in fair value are recognised in profit or loss.

## 1.24 TAXES AND DEFERRED TAXES

Group income taxes are determined in accordance with tax laws in force in the country where the income is taxable.

### Deferred taxes

A temporary difference between the book value of an asset or liability and its tax base gives rise to recognition of deferred tax by means of the liability method, using the most recent income tax rates enacted (or substantively enacted). A deferred tax liability is recognised for all taxable temporary differences.

No deferred tax assets are recognised with respect to tax loss carryforwards unless it is likely they will be recovered within a reasonable time-frame (likelihood is calculated on the basis of available forecasts for the five years covered by the plan).

Deferred tax assets and liabilities are offset for each tax entity.

The income tax expense is recognised in profit or loss unless it concerns items that were recognised directly in shareholders' equity. In this case, it is also recognised in shareholders' equity.

## 1.25 SHARE-BASED PAYMENTS

The Group has put in place equity-settled payment arrangements (bonus shares). The fair value of services rendered by employees in exchange for bonus shares is recognised in payroll costs.

# Note 2 Management of capital and risks

## 2.1 CAPITAL MANAGEMENT

The Group's primary objective for its capital management is to maintain a good credit risk rating and healthy capital ratios, in order to safeguard the long-term financing of its business and optimise shareholder value.

Accordingly, the Group monitors the performance of its net debt-to-equity ratio. In its calculation of net debt, the Group includes loans and borrowings bearing interest plus cash and cash equivalents. Shareholders' equity includes convertible preference shares, Group share of capital and unrealised gains and losses recognised directly in shareholders' equity.

The Group manages its capital structure and makes adjustments as economic conditions change. The Group may modify dividend payments to shareholders, return part of the capital or issue new shares.

## 2.2 RISK MANAGEMENT

### Cash-flow risk and risk of changes in value due to interest rate fluctuations

The Group does not hold significant interest-bearing assets. The Group is exposed to interest rate risk on its overdrafts and medium- and long-term borrowings. At 30 September 2020, 87.4% of the Group's debt is fixed (fixed rate or floating rate hedged) and the remaining 12.6% of debt is exposed to rate changes. This debt consists of bank debt (49%) and market debt (51%). As regards its floating-rate debt, the Group manages its interest rate risk by using floating-for-fixed swaps or rate cap purchases (see Note 6.12).

With current hedged positions at 30 September 2020 and the change in debt taken into account, the exposure of gross debt to interest rate risk at 30 September 2020 and its projected change in 2020/2021 may be summarised as follows:

| | 30/09/2020 | 30/09/2021 |
|---|---|---|
| Unhedged gross debt | 12.6% | 22.9% |
| Hedged gross debt | 87.4% | 77.1% |

Unexposed debt includes fixed rate debt and the hedged portion of the variable rate debt.

Should benchmark rates (1-month and 3-month Euribor, Eonia) increase or decrease by 1% compared to the closing rate on 30 September 2020, the impact on financial expenses over the whole of 2019/2020, taking into account the Company's debt profile, would have been as follows:

| | FY 2019/2020 | | |
|---|---|---|---|
| | Impact on net income before tax | | |
| *(in millions of euros)* | Interest expense | Valuation of hedging instruments | Impact on shareholders' equity before tax |
| Impact of a +1% change in interest rate | -1.1 | - | 0.38 |
| Impact of a -1% change in interest rate | 0.97 | - | 0.07 |

## Foreign exchange risk

Most of the Group's international business activities are in the euro zone (with the exception of the operations in Canada, Switzerland and China, which are not material in terms of the Group's non-current assets). Investments in foreign subsidiaries are made in local currencies: the portion of balance sheet assets sensitive to variations in foreign exchange rates is under 1%, exposed to fluctuations in local currencies against the euro.

As such, the Group currently sees its exposure to foreign exchange risk as not significant.

The only transactions implemented as of 30 September 2020 are:

- a cross currency swap (CCS) for a total amount of CHF5.5 million to hedge the foreign exchange risk on a loan granted to its Swiss subsidiary;
- forward purchases of USD for a total amount of USD4.4 million as well as a foreign exchange option for an amount of USD1.3 million to cover the needs of its subsidiaries.

The Group has not carried out any foreign exchange hedging transactions for other operations outside the euro zone, for the following reasons:

- intra-Group forex flows are limited;
- sales proceeds are denominated in the same currency as operating.

## Credit risk

The Group has no major concentration of credit risk. Most of its business is carried out with end-customers (B2C sales). These customers pay in cash, or by bank check or bank card, before the service is provided. Furthermore, the Group has implemented policies to ensure that the intermediate customers who buy its products have appropriate credit risk histories.

## Liquidity risk

Prudent management of liquidity risk implies maintaining a sufficient level of liquidity beyond recurring needs.

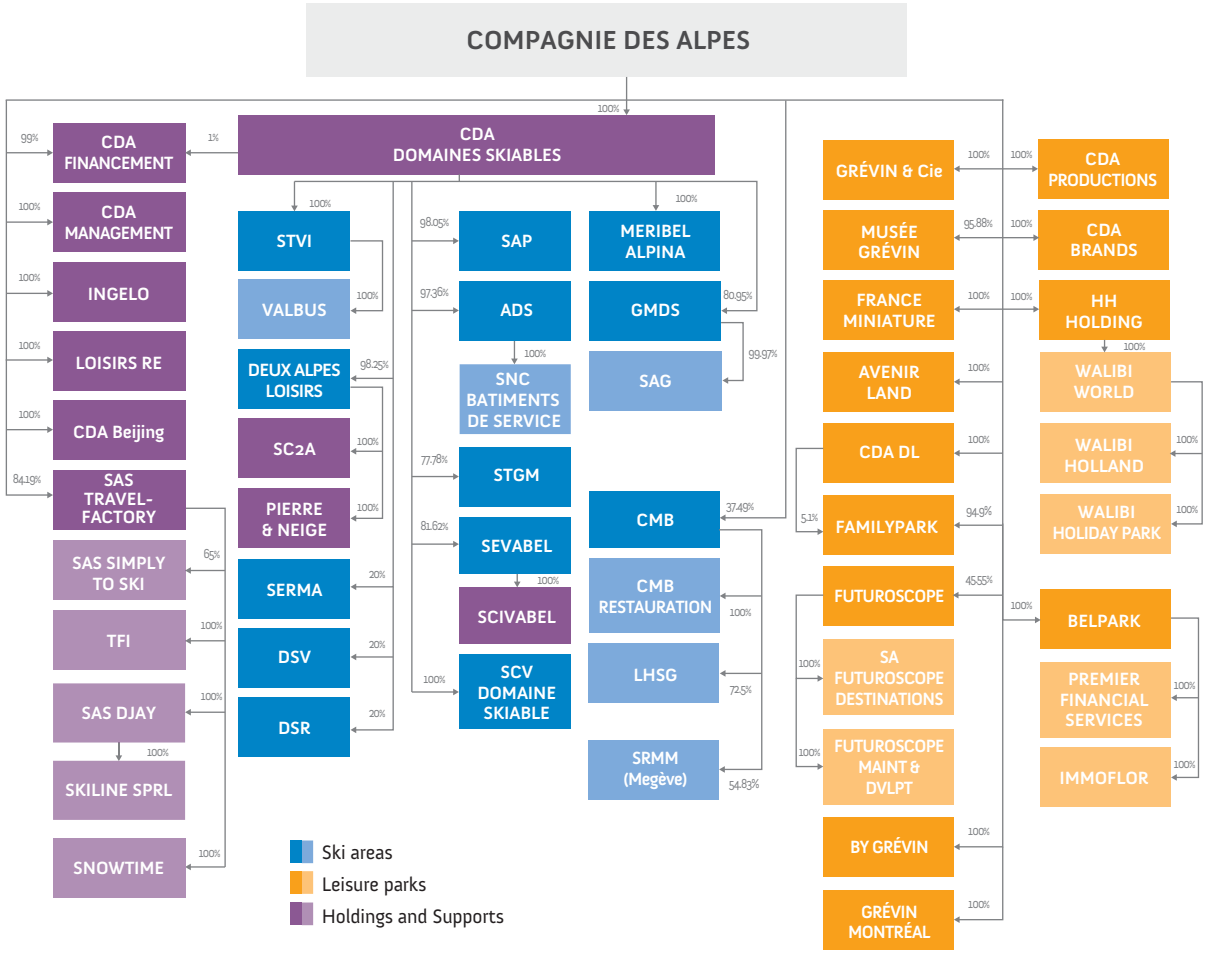
A significant portion of the Group's borrowings is subject to a covenant (see Note 6.12). An analysis of the liquidity risk is provided in Chapter 2.2.

## Counterparty risk

All cash investments and financial instruments are set up with leading institutions and banks and in accordance with the rules regarding security and liquidity.

For derivatives and transactions settled in cash, counterparties are restricted to top-notch financial institutions. The Group's exposure to counterparty risk is therefore low.

## Note 3 Organisational structure of the Compagnie des Alpes Group




*Compagnie des Alpes holds 97.89% of double voting rights for Musée Grévin.*
*The percentages indicated above correspond to the percentage of capital held.*

## Note 4 Scope of consolidation

### 4.1 CHANGES IN SCOPE DURING THE YEAR

- On 27 August 2020, the Travelfactory sub-group acquired 100% of the share capital of Snowtime, a Dutch tour operator, for an amount of €0.3 million, generating a first consolidation difference of €0.8 million.
- As a reminder, in the first half of 2019, the Group acquired Familypark, which operates a park in Austria, on 20 March 2019. This company is included in the scope of consolidation as of 30 September 2019, but only the business of the second half of 2018/2019 has been taken into account. The difference on initial consolidation was definitively allocated as of 31 March 2020, within the period of 12 months following the acquisition date (see Note 6.1).

## 4.2 LIST OF CONSOLIDATED COMPANIES AT 30 SEPTEMBER 2020 (METHOD AND BUSINESS SECTOR)

### COMPAGNIE DES ALPES

Parent company: Compagnie des Alpes – 50-52 boulevard Haussmann – 75009 Paris

| SKI AREAS | Consolidation method* | Legal structure | % shareholding |
|---|---|---|---|
| **STGM**<br>73320 Tignes | FC | SA | 77.78 |
| **ADS**<br>73700 Bourg-Saint-Maurice | FC | SA | 97.36 |
| **SAP**<br>73210 Macôt-La-Plagne | FC | SA | 98.05 |
| **Sevabel**<br>73440 St-Martin-de-Belleville | FC | SAS | 81.62 |
| **Méribel Alpina**<br>73550 Méribel-les-Allues | FC | SAS | 100 |
| **Grand Massif Domaines Skiables**<br>74300 Flaine | FC | SA | 80.95 |
| **SAG**<br>74300 Flaine | FC | SA | 80.93 |
| **SCV Domaine Skiable**<br>05330 St Chaffrey | FC | SA | 100 |
| **STVI**<br>73150 Val-d'Isère | FC | SAS | 100 |
| **Valbus**<br>73150 Val-d'Isère | FC | SAS | 100 |
| **Deux Alpes Loisirs (DAL)**<br>38860 Mont-de-Lans | FC | SA | 98.25 |
| **Groupe Cie du Mont-Blanc**<br>74400 Chamonix | EA | SA | 37.49 |
| **SERMA**<br>74110 Morzine | EA | SAS | 20 |
| **DSR**<br>73700 Montvalezan | EA | SAS | 20 |
| **DSV**<br>73420 Valmorel | EA | SAS | 20 |
| **Bâtiments de Service**<br>73700 Bourg-Saint-Maurice | FC | SNC | 97.36 |

* *FC = Full consolidation.*
*EA = Equity accounted.*

| LEISURE PARKS | Consolidation method* | Legal structure | % shareholding |
|---|---|---|---|
| **Grévin & Cie**<br>60128 Plailly | FC | SA | 100 |
| **Musée Grévin**<br>Paris | FC | SA | 95.88 |
| **France Miniature**<br>78990 Élancourt | FC | SAS | 100 |
| **Harderwijk Hellendoorn Holding**<br>Harderwijk – The Netherland | FC | BV | 100 |
| **Walibi World**<br>Biddinghuizen -<br>The Netherlands | FC | BV | 100 |
| **Walibi Holland**<br>Biddinghuizen -<br>The Netherlands | FC | BV | 100 |
| **Walibi Holiday Park**<br>Biddinghuizen -<br>The Netherlands | FC | BV | 100 |
| **Belpark BV**<br>8902 Ieper – Belgium | FC | BV | 100 |
| **Immoflor NV**<br>8902 Ieper – Belgium | FC | NV | 100 |
| **Premier Financial Services**<br>8902 Ieper – Belgium | FC | BV | 100 |
| **CDA Brands**<br>Paris | FC | SAS | 100 |
| **Avenir Land**<br>38630 Les Avenières | FC | SAS | 100 |
| **Parc Futuroscope**<br>86130 Jaunay Clan | FC | SA | 45.55 |
| **Futuroscope Destination**<br>86130 Jaunay Clan | FC | SA | 45.55 |
| **Futuroscope M&D**<br>86130 Jaunay Clan | FC | SA | 45.55 |
| **CDA DL**<br>60128 Plailly | FC | SA | 100 |
| **CDA Productions**<br>75009 Paris | FC | SAS | 100 |
| **Grévin Montréal**<br>Montreal, QC – Canada | FC | Inc. | 100 |
| **BY GRÉVIN**<br>Geneva – Switzerland | FC | SA | 100 |
| **Familypark GMBH**<br>Sankt Margarethen im<br>Burgenland – Austria | FC | Inc. | 100 |

* *FC = Full consolidation.*
*EA = Equity accounted.*

| HOLDINGS AND SUPPORTS | Consolidation method* | Legal structure | % shareholding |
|---|---|---|---|
| **CDA Financement**<br>Paris | FC | SNC | 100 |
| **CDA-DS**<br>Paris | FC | SAS | 100 |
| **Loisirs Ré**<br>L – 2633 Senningenberg (GDL) | FC | SA | 100 |
| **INGELO**<br>73000 Chambéry | FC | SAS | 100 |
| **CDA MANAGEMENT**<br>Paris | FC | SAS | 100 |
| **CDA Beijing**<br>China – Beijing | FC | LTD | 100 |
| **SC2A**<br>38860 Mont-de-Lans | FC | SA | 98.25 |
| **Pierre et Neige**<br>38860 Mont-de-Lans | FC | SA | 98.25 |
| **SCIVABEL**<br>73440 St-Martin-de-Belleville | FC | SCI | 81.62 |

* *FC = Full consolidation.*
*EA = Equity accounted.*

| HOLDINGS AND SUPPORTS | Consolidation method* | Legal structure | % shareholding |
|---|---|---|---|
| **Travelfactory**<br>92210 Clichy | FC | SAS | 84.19 |
| **Djay**<br>92210 Clichy | FC | SAS | 84.19 |
| **TFI**<br>Raanana, Israel | FC | SAS | 84.19 |
| **Simply to ski**<br>92210 Clichy | FC | SAS | 54.72 |
| **Skiline**<br>Antwerp, Belgium | FC | SPRL | 84.19 |
| **Snowtime**<br>Amsterdam, Netherlands | FC | SARL | 84.19 |

* *FC = Full consolidation.*
*EA = Equity accounted.*

# Note 5 Information on the consolidated income statement

The summary information intended for strategic analysis and decision-making by the Group's Chairman, Chief Executive Officer and Deputy Chief Executive Officer (the chief operating decision-makers referred to in IFRS 8) is organised around the following indicators, by operating segment:

- revenue;
- EBITDA (gross operating income) and EBITDA margin: the EBITDA measures the current operating performance of the segments (revenue – direct costs, which include re-invoicing of operational services provided by support subsidiaries and holding companies);
- net capital expenditure and net rate of capital expenditure to sales ratio.

## 5.1 REVENUE

Revenue in the Ski areas segment mainly consists of sales of ski lift passes (approximately 99% of business line revenue).

Revenue in the Leisure parks segment mainly comprises sales of admission tickets (about 54% of business line revenue), with the remainder coming from restaurants, stores, merchant services and various ancillary businesses.

Performance by geographic area is presented for the businesses in France and outside France based on the destination of sales recorded.

| Geographic area<br>*(in thousands of euros)* | Ski areas | Leisure parks | Holdings and supports | 30/09/2020 | 30/09/2019 |
|---|---|---|---|---|---|
| France | 360,225 | 158,636 | 21,466 | 540,327 | 732,824 |
| Excl. France | - | 73,428 | 1,891 | 75,318 | 121,187 |
| **TOTAL AT 30/09/2020** | **360,225** | **232,064** | **23,357** | **615,645** | **-** |
| **TOTAL AT 30/09/2019** | **443,777** | **380,713** | **29,521** | **-** | **854,011** |

## 5.2 EBITDA BY BUSINESS SEGMENT

EBITDA breaks down as follows:

| | Ski areas | | Leisure parks | | Holdings and supports | | Total | |
|---|---|---|---|---|---|---|---|---|
| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 |
| Revenue | 360,225 | 443,777 | 232,064 | 380,713 | 23,357 | 29,521 | 615,645 | 854,011 |
| **EBITDA*** | **123,258** | **165,523** | **1,155** | **97,020** | **-30,638** | **-30,251** | **93,775** | **232,292** |
| *Operating margin (EBITDA/revenue)* | *34.2%* | *37.3%* | *0.5%* | *25.5%* | *NS* | *NS* | *15.2%* | *27.2%* |

* *2020 data are established in application of IFRS 16 "Leases" Changes related to the application of this new standard are presented in Note 8.*

Figures for capital expenditure by segment are also shown below, together with the proportion of revenue they account for.

| | Ski areas | | Leisure parks | | Holdings and supports | | Total | |
|---|---|---|---|---|---|---|---|---|
| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 |
| **NET CAPITAL EXPENDITURE** | **80,082** | **101,635** | **86,081** | **102,829** | **8,944** | **4,908** | **175,107** | **209,372** |
| *Capital expenditure as a proportion of revenue* | *22.2%* | *22.9%* | *37.1%* | *27.0%* | *38.3%* | *16.6%* | *28.4%* | *24.5%* |

## 5.3 OTHER OPERATING INCOME AND EXPENSES

| *(in thousands of euros)* | 30/09/2020 |
|---|---|
| Goodwill impairment | -48,754 |
| Exceptional income and expenses related to the early termination of the Deux Alpes PSC | -3,115 |
| Exceptional indemnities | 650 |
| Other | 29 |
| **OTHER OPERATING INCOME AND EXPENSES** | **-51,190** |

The impairment of goodwill breaks down as follows:

| *(in thousands of euros)* | 30/09/2020 |
|---|---|
| Travelfactory goodwill impairment | -7,354 |
| Leisure Parks BU goodwill impairment | -41,400 |
| **GOODWILL IMPAIRMENT** | **-48,754** |

The exceptional income and expenses related to the early termination of the Deux Alpes PSC break down as follows:

| *(in thousands of euros)* | 30/09/2020 |
|---|---|
| Early termination indemnity (share) | 3,790 |
| Deux Alpes Loisirs goodwill impairment | -4,196 |
| Provisions for risks and expenses related to termination | -2,709 |
| **EXCEPTIONAL INCOME AND EXPENSES RELATED TO THE TERMINATION OF THE DAL PSC** | **-3,115** |

## 5.4 COST OF DEBT, OTHER FINANCIAL INCOME AND EXPENSES

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Interest expense on borrowings | -9,934 | -8,270 |
| Interest expenses on lease liabilities | -2,618 | - |
| **NET COST OF DEBT** | **-12,552** | **-8,270** |
| Losses on financial transactions* | -1,405 | -1,229 |
| Other financial income | -377 | -67 |
| Foreign exchange income | -537 | 307 |
| Impact on profit or loss of securities valued at FVR** | 1,132 | -1,281 |
| Impairment of financial receivables | -4,600 | - |
| Dividends received | 226 | 217 |
| **OTHER FINANCIAL INCOME AND EXPENSES** | **-5,561** | **-2,053** |

* *Share of losses of unconsolidated companies (tax transparency).*
** *Including provisions for losses of subsidiaries.*

## 5.5 INCOME TAX EXPENSE

Income tax expense breaks down as follows:

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Current taxes | -3,528 | -32,644 |
| Deferred taxes | 16,360 | 398 |
| **TOTAL** | **12,832** | **-32,246** |

The reconciliation between the standard tax rate in France and the effective tax rate is outlined below (the effective tax rate is the ratio of income tax to net income of consolidated companies, including income from discontinued operations included in the tax consolidation, but before tax and adjustments for goodwill impairment losses).

The reconciliation between income tax and the pre-tax income of consolidated companies is shown below:

| | 30/09/2020 | 30/09/2019 |
|---|---|---|
| **NET INCOME BEFORE TAX** | **-123,246** | **103,646** |
| Current tax rate | 31.00% | 33.33% |
| Theoretical tax expense | -38,206 | 34,549 |
| Effects of: | | |
| Difference between actual tax rate and theoretical rate | 5,111 | 138 |
| Non-deductible expenses/non-taxable income | 15,572 | 674 |
| Tax loss carryforwards not recognised in assets | 5,442 | -836 |
| Income from associate companies recognised net of tax | -225 | -2,954 |
| Other | -525 | 675 |
| **TOTAL INCOME TAX EXPENSE** | **-12,832** | **32,246** |

Tax loss carryforwards for which no deferred tax was recognised, stood at €20.2 million at 30 September 2020 (of which €4.7 million relate to foreign subsidiaries), and equate to a deferred tax asset of €5.7 million.

## 5.6 SHARE OF NET INCOME OF ASSOCIATE COMPANIES

| **Companies** *(in millions of euros)* | **Country** | **Revenue** | **Income** | **EBITDA** | **Impairment** | **Share of income of associated companies** |
|---|---|---|---|---|---|---|
| **30/09/2019** | | | | | | |
| Groupe Cie du Mont-Blanc | France | 103.2 | 18.6 | 39.6 | | 7.0 |
| SERMA (Avoriaz) | France | 39.2 | 6.8 | 16.0 | | 1.4 |
| DSV (Valmorel) | France | 12.9 | 1.1 | 3.8 | | 0.2 |
| DSR (La Rosière) | France | 13.3 | 1.7 | 4.8 | | 0.3 |
| **TOTAL** | | | | | | **8.9** |
| **30/09/2020** | | | | | | |
| Groupe Cie du Mont-Blanc | France | 86.8 | 10.0 | 27.6 | | 3.8 |
| SERMA (Avoriaz) | France | 35.6 | 5.7 | 15.3 | | 1.1 |
| DSV (Valmorel) | France | 11.9 | 0.1 | 2.9 | 4.4 | -4.4 |
| DSR (La Rosière) | France | 10.8 | 1.0 | 3.8 | | 0.2 |
| **TOTAL** | | | | | | **0.7** |

## 5.7 EARNINGS PER SHARE OF PARENT COMPANY SHAREHOLDERS AND DILUTED EARNINGS PER SHARE

The earnings per share of the parent company shareholders amounted to -€104,345 thousand.

| *(in thousands of euros)* | 2020 | 2019 |
|---|---|---|
| Net income - Share of parent-company shareholders | -104,345 | 62,244 |
| Number of shares outstanding | 24,510,101 | 24,457,051 |
| **NET INCOME - SHARE OF PARENT-COMPANY SHAREHOLDERS** | **-4.26** | **2.55** |

| *(in thousands of euros)* | 2020 | 2019 |
|---|---|---|
| Net income - Share of parent-company shareholders used for the calculation of diluted earnings per share | -104,345 | 62,244 |
| Number of shares outstanding | 24,510,101 | 24,457,051 |
| Adjustment to factor in the dilutive effect of performance share plans | 134,940 | 122,650 |
| **DILUTED EARNINGS PER SHARE OF PARENT COMPANY SHAREHOLDERS** | **-4.24** | **2.54** |

Performance shares were taken automatically in the calculation of diluted earnings, but in fact they do not have a dilutive effect given the loss.

## 5.8 OPERATIONAL ROCE

For 2019/2020, the reconciliation between the Group ROCE and the operating ROCE was as follows:

| | Ski areas and Leisure parks | Rest of the Group | Group total |
|---|---|---|---|
| Net operating income | -75,993 | -29,868 | -105,861 |
| Theoretical tax (at 31%) | 23,558 | 9,259 | 32,817 |
| After tax net operating income | -52,435 | -20,609 | -73,044 |
| Assets used excluding *goodwill* | 1,176,022 | -1,254 | 1,174,767 |
| **DIVISIONAL ROOC** | **-4.5%** | | **-6.2%** |
| *Goodwill* | 270,189 | - | 270,189 |
| Total assets used (including *goodwill*) | 1,446,211 | -1,254 | 1,444,956 |
| **GROUP ROCE** | | | **-5.1%** |

# Note 6 Information on the consolidated balance sheet

## 6.1 GOODWILL

Net goodwill breaks down as follows:

| *(in thousands of euros)* | Gross amount | Impairment | Net amount |
|---|---|---|---|
| **AT 30/09/2018** | **307,198** | **-13,063** | **294,135** |
| Changes in the scope of consolidation | 41,203 | - | 41,203 |
| Other changes | -3,826 | - | -3,826 |
| **AT 30/09/2019** | **344,575** | **-13,063** | **331,512** |
| Changes in the scope of consolidation | - | - | - |
| Other changes | -8,373 | -52,950 | -61,323 |
| Activities held for sale | -4,196 | 4,196 | - |
| **AT 30/09/2020** | **332,006** | **-61,817** | **270,189** |

The line "Activities held for sale" represents the disposal of the DAL historical goodwill.

The "Impairment" column includes:

- the impairment of goodwill of the Travelfactory sub-group for €7.4 million;
- an impairment of goodwill of the Leisure parks BU in the amount of €41.4 million;
- the impairment of goodwill of the Ski areas BU allocated to Deux Alpes Loisirs in the amount of €4.2 million.

The acquisition of Familypark generated a goodwill on first consolidation in the amount of €41.6 million, the allocation of which was determined as follows:

| | |
|---|---|
| **DIFFERENCE ON INITIAL CONSOLIDATION** | **41,203** |
| Price supplement paid in the first half of 2020 | 436 |
| **FINAL DIFFERENCE OF FIRST-TIME CONSOLIDATION** | **41,639** |
| Evaluation of the Familypark brand | 12,945 |
| Provisions for charges | -1,200 |
| Deferred taxes | -2,936 |
| **SUB-TOTAL ALLOCATED** | **8,809** |
| Residual goodwill | 32,830 |
| **DIFFERENCE OF FIRST-TIME CONSOLIDATION** | **41,639** |

At 30 September 2020, net goodwill was distributed by major Group business units, as follows.

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Ski areas | 127,959 | 132,155 |
| Leisure parks | 142,230 | 192,003 |
| Holdings and supports | - | 7,354 |
| **TOTAL** | **270,189** | **331,512** |

## Procedures for carrying out goodwill and asset impairment tests

In the crisis environment created by Covid-19, the Group faces many uncertainties which make it extremely complicated to assess the various impacts on Group results over the short to medium terms. These impacts will depend on a number of factors, including the timing of business resumption following the 2nd lockdown, and the preventive measures decided by the governments of the countries where the Group operates.

The Covid-19 health crisis resulted in a shutdown of the Group's activities on 14 March, which weighed on the Group's operational performance in 2020 (see Highlights). Combined with the fall in stock market prices, these elements constitute an indication of loss of value.

Insofar as the information currently known does not make it possible to estimate precisely the consequences on the projections, the values of the goodwill were assessed from:

i) five-year plans estimated and revised in November 2020;

ii) and supplemented by the sensitivity analyses described in the note below;

iii) and after taking into account the discount rates recalculated at 30 September 2020.

In this context of uncertainty, the Group has modelled three scenarios, high, medium and degraded, as follows:

- the "high" scenario takes into account:
  - (i) normal opening of the Ski areas and a decrease in revenue of around 15% due to the loss of foreign customers,
  - (ii) a sharp drop in revenue during the Halloween period (around -40%);
- the "average" scenario takes into account:
  - (i) closure of the ski areas until the end of January 2021 and a decline in activity of around -35% compared to the previous business plan for the rest of the winter season,
  - (ii) the early closure of Leisure parks during the All Saints holidays until the end of March 2021 and a resumption of activity in the third quarter and the fourth quarter,
  - (iii) the review of the Travelfactory revenue and margin is line with that of our ski areas,
  - (iv) conservative margins have also been applied to the EBITDA rates for the standard year of the leisure parks and the Travelfactory sub-group;
- the "degraded" scenario takes into account:
  - (i) a complete lack of opening of the Ski areas during the winter season in 2020/2021,
  - (ii) the early closure of Leisure parks during the All Saints holidays until the end of March 2021 and a decline in activity of -35% in the third quarter and -25% in the fourth quarter,
  - (iii) the alignment of the business plan of our tour operator Travelfactory with these assumptions,
  - (iv) the conservative margins on the EBITDA rates of the medium scenario were also taken into account;
- the three scenarios take into account a return to normal during the life of the plan. Management is assuming a return to normal in the course of 2022 to regain its trajectory in 2023.

As the risks are reflected in the cash flows of each business, a single discount rate has been determined for the main businesses tested. This rate, which stands at 7% (compared to 6% at 30 September 2019), was determined on the basis of the analyses of external experts updated at 30 September 2020.

A WACC rate of 11% was used for the impairment tests relating to the Travelfactory sub-group, in order to take into account the level of risk of its tour operator activity.

Beyond the five-year period of the plan, the terminal value is calculated on the basis of cash flows to perpetuity using an average growth rate of between 1% and 2% (this being adjusted on the basis of the specific outlook for each entity and its positioning). This growth rate is considered reasonable for the leisure sector in the medium and long term.

These valuations are supported by additional tests (including sensitivity analyses) carried out on the basis of criteria monitored internally (investments and margins).

## Impairment test results

Due to the new shutdown of its activities since 28 October 2020, the sharp slowdown in activity expected for FY 2020/2021 and the uncertainty weighing on the short and medium-term outlook triggered by the global health crisis, the Group recognised an impairment of the carrying amount of its goodwill for a total amount of €48.8 million over the year. These impairments are based on the "average" scenario as described above, which, before impairment, showed a negative comfort margin of €41.4 million for the Leisure parks.

### Overall sensitivity of tests to the WACC and to the perpetual growth rate

Sensitivity tests are conducted by varying the basic assumptions underpinning the business plan (change in sales volume) or the discount rate.

It should be noted that impairment tests are carried out at the segment level in order to reflect the measurement of value creation, the monitoring of performance and the level of strategic decision-making within the Group.

### Overall sensitivity of the tests to the WACC and to the growth rate according to the "medium" scenario

**Ski areas (excluding companies accounted for under the equity method)**

The table below shows the positive difference between the company values and the capital used (€726.3 million).

| | | Discount rate | | |
|---|---|---|---|---|
| | | 6.5% | 7.0% | 7.5% |
| LT growth rate | 1.0% | 154.0 | 62.4 | -15.0 |
| | 1.25% | 199.2 | 99.7 | 16.3 |
| | 1.5% | 249.0 | 140.4 | 50.1 |
| | 1.75% | 304.0 | 185.0 | 86.9 |
| | 2.0% | 365.1 | 234.0 | 127.0 |

**Leisure parks**

The table below shows the positive difference between the company values and the capital used (€635.9 million).

| | | Discount rate | | |
|---|---|---|---|---|
| | | 6.5% | 7.0% | 7.5% |
| LT growth rate | 1.5% | 11.7 | -60.7 | -120.8 |
| | 1.75% | 47.4 | -31.8 | -97.0 |
| | 2.0% | 87.2 | 0.0 | -71.0 |
| | 2.25% | 131.6 | 35.2 | -42.6 |
| | 2.5% | 181.5 | 74.3 | -11.3 |

### Overall sensitivity of the tests to the WACC and to the growth rate according to the "degraded" scenario:

**Ski areas (excluding companies accounted for under the equity method)**

The table below shows the positive difference between the company values and the capital used (€726.3 million).

| | | Discount rate | | |
|---|---|---|---|---|
| | | 6.5% | 7.0% | 7.5% |
| LT growth rate | 1.0% | 89.0 | -2.4 | -79.5 |
| | 1.25% | 134.3 | 34.9 | -48.3 |
| | 1.5% | 184.0 | 75.6 | -14.5 |
| | 1.75% | 239.0 | 120.2 | 22.3 |
| | 2.0% | 300.1 | 169.2 | 62.4 |

The sensitivity analysis carried out in relation to the assumption that the resorts would be closed throughout the winter season would have the sole consequence of reducing the "headroom" calculated on the Ski areas' CGU but would not result in an impairment loss.

**Leisure parks**

The table below shows the positive difference between the company values and the capital used (€635.9 million).

| | | Discount rate | | |
|---|---|---|---|---|
| | | 6.5% | 7.0% | 7.5% |
| LT growth rate | 1.5% | -43.4 | -113.4 | -171.5 |
| | 1.75% | -8.8 | -85.4 | -148.4 |
| | 2.0% | 29.6 | -54.6 | -123.3 |
| | 2.25% | 72.6 | -20.6 | -95.8 |
| | 2.5% | 121.0 | 17.2 | -65.5 |

## 6.2 INTANGIBLE ASSETS

Intangible assets break down as follows:

| *(in thousands of euros)* | At 30/09/2019 | Acquisitions | Disposals | Increases | Reversals | Changes in the scope of consolidation | Assets held for sale | Other changes | At 30/09/2020 |
|---|---|---|---|---|---|---|---|---|---|
| **Gross amount** | | | | | | | | | |
| Use rights | 89,809 | - | - | | | - | -7,479 | - | 82,330 |
| Software | 40,378 | 6,048 | -2,500 | | | - | -795 | 2,606 | 45,737 |
| Business intangibles | 9,473 | - | - | | | - | -110 | - | 9,363 |
| Trademarks and brands | 29,288 | - | - | | | 865 | - | 12,945 | 43,098 |
| Contracts and customer relations | 2,637 | - | - | | | - | - | - | 2,637 |
| Highway interchange concession Parc Astérix | 6,290 | - | - | | | - | - | - | 6,290 |
| Cinematographic films and works | 15,212 | 464 | -4,834 | | | - | - | 328 | 11,170 |
| Other intangible assets | 19,469 | 1,529 | -628 | | | - | -90 | 324 | 20,605 |
| Intangible assets in progress | 3,021 | 2,465 | - | | | - | - | -2,745 | 2,741 |
| **SUBTOTAL: GROSS AMOUNT** | **215,577** | **10,506** | **-7,962** | | | **865** | **-8,474** | **13,458** | **223,970** |
| **Depreciation and impairment** | | | | | | | | | |
| Amort. and dep. Use rights | -77,823 | | | -3,626 | - | - | 7,479 | - | -73,970 |
| Dep/amort. Software | -32,499 | | | -5,150 | 2,499 | - | 749 | 1 | -34,401 |
| Amort. and dep. Business intangibles | -7,851 | | | -137 | - | - | 9 | - | -7,979 |
| Amort. and dep. Contracts and customer relations | -461 | | | -1,121 | - | - | - | - | -1,582 |
| Amort. and dep. Highway interchange concession Parc Astérix | -1,958 | | | -64 | - | - | - | - | -2,022 |
| Amort. and dep. Cinematographic films and works | -13,158 | | | -1,786 | 4,834 | - | - | - | -10,110 |
| Amort. and dep. Other intangible assets | -13.072 | | | -3,140 | 628 | - | 1 | 4 | -15,579 |
| **SUBTOTAL: DEPRECIATION AND AMORTISATION AND IMPAIRMENT** | **-146,822** | | | **-15,024** | **7,961** | **-** | **8,238** | **4** | **-145,643** |
| **NET AMOUNT** | **68,755** | **10,506** | **-7,962** | **-15,024** | **7,961** | **865** | **-236** | **13,463** | **78,328** |

Investments for the year consist mainly of operating rights (€2.5 million) and software (€6 million).

The "Other changes" column includes the Familypark brand for an amount of €12.9 million, assessed as part of the acquisition price allocation work, based on a royalty rate of 4.2% and a discount rate of 8.5%.

The principles that apply to the amortisation of intangible assets are detailed in Note 1.12.

## 6.3 PROPERTY, PLANT AND EQUIPMENT (OWNED AND UNDER CONCESSION)

Property, plant and equipment break down as follows:

| *(in thousands of euros)* | At 30/09/2019 | Acquisitions | Subsidies | Disposals | Increases | Reversals | Changes in the scope of consolidation | Assets held for sale | Other | At 30/09/2020 |
|---|---|---|---|---|---|---|---|---|---|---|
| **Gross amount** | | | | | | | | | | |
| Land and improvements | 79,403 | 2,472 | | -185 | | | | -3,508 | -20 | 78,162 |
| Ski run and trail works | 126,584 | 677 | | -651 | | | | -23,621 | 3,452 | 106,441 |
| Snow-making | 186,208 | 2,966 | | -6 | | | | -8,116 | 6,197 | 187,249 |
| Buildings, offices, shops, other spaces | 442,183 | 15,683 | | -1,789 | | | | -18,149 | 22,680 | 460,608 |
| Ski lifts | 939,430 | 13,376 | | -8,916 | | | | -112,381 | 16,722 | 848,231 |
| Grooming machines | 50,853 | 7,268 | | -4,917 | | | | -7,443 | 1,561 | 47,322 |
| Rides | 439,969 | 21,219 | | -7,588 | | | | | 9,611 | 463,211 |
| Materials and equipment | 208,084 | 13,335 | | -5,317 | | | 1,011 | -10,669 | 7,554 | 213,998 |
| Other items of property, plant and equipment | 92,347 | 8,008 | -2,829 | -1,233 | | | | -486 | 11,288 | 107,095 |
| Property, plant and equipment in progress | 110,671 | 69,061 | | -105 | | | | -13,197 | -81,892 | 84,538 |
| Advances and down-payments on non-current assets | 1,660 | 1,803 | | | | | | -59 | -1,350 | 2,054 |
| **SUBTOTAL: GROSS AMOUNT** | **2,677,391** | **155,868** | **-2,829** | **-30,707** | | | **1,011** | **-197,629** | **-4,196** | **2,598,909** |
| **Depreciation and amortisation** | | | | | | | | | | |
| Land and improvements | -34,338 | | | | -1,640 | 180 | | 2,142 | 26 | -33,630 |
| Ski run and trail works | -60,868 | | | | -3,179 | 647 | | 16,128 | | -47,272 |
| Snow-making | -123,604 | | | | -6,769 | 6 | | 4,390 | -1 | -125,978 |
| Buildings, offices, shops, other spaces | -265,117 | | | | -17,518 | 1,641 | | 14,630 | -1 | -266,365 |
| Ski lifts | -543,083 | | | | -37,781 | 8,761 | | 89,309 | 1 | -482,793 |
| Grooming machines | -33,849 | | | | -7,381 | 4,829 | | 4,811 | 125 | -31,465 |
| Rides | -236,530 | | | | -21,105 | 7,229 | | | 1,532 | -248,873 |
| Materials and equipment | -151,008 | | | | -19.038 | 5,150 | -813 | 9,612 | 419 | -155,678 |
| Other items of property, plant and equipment | -75,248 | | | | -5,585 | 1,847 | | 425 | -212 | -78,773 |
| **SUBTOTAL: DEPRECIATION AND AMORTISATION** | **-1,523,645** | | | | **-119,996** | **30,290** | **-813** | **141,447** | **1,889** | **-1,470,827** |
| **NET AMOUNT** | **1,153,746** | **155,868** | **-2,829** | **-30,707** | **-119,996** | **30,290** | **198** | **-56,182** | **-2,307** | **1,128,082** |
| Gross amount of directly-owned assets | 1,220,320 | 97,140 | -629 | -16,706 | | | 1,011 | -23,446 | -2,902 | 1,274,788 |
| Depreciation of directly-owned assets | -706,375 | | | | -61,699 | 16,178 | -813 | 18,666 | 1,772 | -732,270 |
| **NET AMOUNT OF DIRECTLY-OWNED ASSETS** | **513,945** | **97,140** | **-629** | **-16,706** | **-61,699** | **16,178** | **198** | **-4,780** | **-1,130** | **542,518** |
| Gross amount of concession assets | 1,457,071 | 58,729 | -2,201 | -14,001 | | | | -174,183 | -1,294 | 1,324,121 |
| Depreciation of concession assets | -817,270 | | | | -58,297 | 14,112 | | 122,781 | 117 | -738,557 |
| **NET AMOUNT CONCESSION ASSETS** | **639,801** | **58,729** | **-2,201** | **-14,001** | **-58,297** | **14,112** | | **-51,402** | **-1,177** | **585,564** |
| **NET AMOUNT** | **1,153,746** | **155,869** | **-2,830** | **-30,707** | **-119,996** | **30,290** | **198** | **-56,182** | **-2,307** | **1,128,082** |

Gross investments for the period amounted to €155 million and mainly break down as follows:

- in the Ski areas segment (€71 million), this related to the completion of capital expenditure programmes prior to the 2019/2020 winter season and to the initial work for the 2020/2021 season. They mainly correspond to investments relating to the development of Ski areas (ski run and trail works, ski lifts and artificial snow);
- in the Leisure parks segment (€86.9 million), this breaks down into investments to step up appeal (€64.2 million) and investments for maintenance and miscellaneous investments (€22.7 million);
- the column "Assets held for sale" corresponds to the reclassification of the closing balances of the Deux Alpes Loisirs company;
- lastly, the "Other" column mainly includes the allocation of non-current assets in progress at 30 September 2020, scrapped items and translation adjustments.

Depreciation and amortisation include an impairment loss of €2.4 million for a foreign site.

The breakdown by business segment and geographic area is as follows:

| Region or country *(in thousands of euros)* | Notes | Ski areas | Leisure parks | Holdings and Supports | 30/09/2020 | 30/09/2019 |
|---|---|---|---|---|---|---|
| FRANCE | | 645,206 | 288,951 | 23,853 | 958,010 | 996,474 |
| OTHERS (excl. France) | | - | 247,229 | 1,170 | 248,399 | 226.027 |
| **TOTAL PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS** | | **645,206** | **536,180** | **25,023** | **1,206,409** | **1,222,501** |
| Intangible assets | 6.2 | 7,046 | 56,467 | 14,815 | 78,328 | 68,755 |
| Property, plant and equipment | 6.3 | 638,160 | 479,713 | 10,208 | 1,128,081 | 1,153,745 |
| **TOTAL PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS IN THE BALANCE SHEET** | | **645,206** | **536,180** | **25,023** | **1,206,409** | **1,222,501** |

## 6.4 INVESTMENTS IN ASSOCIATES

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| **VALUE OF SECURITIES AT BEGINNING OF REPORTING PERIOD** | **82,011** | **75,959** |
| Change in scope of consolidation and miscellaneous | 244 | -785 |
| Net income for the period* | 727 | 8,863 |
| Dividends paid | -2,072 | -2,026 |
| **VALUE OF SECURITIES AT END OF REPORTING PERIOD** | **80,910** | **82,011** |
| *of which:* | | |
| Compagnie du Mont-Blanc | 49,271 | 46,623 |
| Avoriaz | 24,228 | 23,679 |

* *including an impairment of €4.4 million.*

Compagnie du Mont-Blanc is listed on the stock market. However, given the very low liquidity and high volatility of the stock, the share price is not representative of the recoverable amount of the Group's shareholding. Therefore, its value for the Group is assessed on the basis of its value in use (public service arrangements for Chamonix, which have been renewed until 2053). For information purposes, the difference between the stock market value of Compagnie du Mont-Blanc at 30 September 2020 and the equity value of the securities was negative at €5.3 million. Based on the stock market price at 30 October 2020, this difference is negative at €4.6 million.

## 6.5 INVENTORIES

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Gross amount | 3,534 | 3,534 |
| Impairment | -311 | -311 |
| **LAND BANK** | **3,223** | **3,223** |
| Gross amount | 363 | 387 |
| Impairment | -313 | -313 |
| **PARKING AREAS** | **50** | **74** |
| Gross amount | 20,821 | 21,914 |
| Impairment | -928 | -916 |
| **INVENTORIES OF RAW MATERIALS, SUPPLIES AND GOODS** | **19,893** | **20,999** |
| **TOTAL** | **23,166** | **24,296** |

Land inventories mainly concern the company SAG (Flaine), which prepares land for subsequent sale.

Inventories of raw materials, supplies and goods relate both to the Ski areas segment (spare parts for ski lifts) and the Leisure parks segment (shop inventories, restaurants and costumes, and waxwork production).

## 6.6 OPERATING RECEIVABLES

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Trade receivables: | | |
| *Gross amount* | *19,146* | *23,084* |
| *Impairment for proven credit losses* | *-1,831* | *-2,396* |
| *Impairment for expected credit losses* | *-300* | *-300* |
| **NET AMOUNT:** | **17,016** | **20,388** |
| Advances and down-payments | 3061 | 1,864 |
| Tax and payroll receivables | 32,748 | 31,875 |
| Other accounts receivable | 26,903 | 13,823 |
| **TOTAL** | **79,728** | **67,949** |

## 6.7 FINANCIAL ASSETS AND OTHER CURRENT AND NON-CURRENT ASSETS

| | 30/09/2020 | | | 30/09/2019 | | |
|---|---|---|---|---|---|---|
| *(in thousands of euros)* | Non-current | Current | Total | Non-current | Current | Total |
| **FINANCIAL ASSETS** | | | | | | |
| Available-for-sale financial assets | | | | | | |
| Securities of non-consolidated controlled companies | 5,029 | | 5,029 | 9,973 | | 9,973 |
| Securities of non-controlled companies measured at fair value through income | 1,439 | | 1,439 | 1,677 | | 1,677 |
| Securities of non-controlled companies measured at fair value through shareholders' equity | 4,609 | | 4,609 | 10,558 | | 10,558 |
| Loans and receivables associated with shareholdings | 35,684 | | 35,684 | 36,651 | | 36,651 |
| Deposits and guarantees | 1,403 | | 1,403 | 1,466 | | 1,466 |
| Derivatives on financing transactions | | - | - | | 137 | 137 |
| Other financial assets | 200 | 174 | 374 | 398 | 149 | 547 |
| **GROSS AMOUNT** | **48,364** | **174** | **48,538** | **60,723** | **286** | **61,009** |
| Impairment | -7,252 | | -7,252 | -2,558 | | -2,558 |
| **NET FINANCIAL ASSETS** | **41,112** | **174** | **41,286** | **58,165** | **286** | **58,451** |
| Investment subsidies to be received | | 4,608 | 4,608 | | 2,628 | 2,628 |
| Receivables on disposal of property, plant and equipment | | 1,874 | 1,874 | | 2,827 | 2,827 |
| Prepaid expenses | | 6,215 | 6,215 | | 7,664 | 7,664 |
| Tax and CICE receivables | | 8,177 | 8,177 | | 11,420 | 11,420 |
| **OTHER ASSETS** | **-** | **20,874** | **20,874** | **-** | **24,539** | **24,539** |
| **TOTAL CURRENT AND NON-CURRENT FINANCIAL ASSETS** | **41,112** | **21,048** | **62,160** | **58,165** | **24,825** | **82,990** |

## 6.8 NON-CONSOLIDATED INVESTMENT SECURITIES

The main non-consolidated investment securities are as follows:

| Shareholdings at fair value through income | Business activity | Date of financial statement | Percentage shareholding | Fair value of securities | Negative net position provision | Net position | Income | Revenue | Impact on income |
|---|---|---|---|---|---|---|---|---|---|
| SARL SKI & SOLEIL | Real estate agency | 30/09/2019 | 100% | 632 | | 36 | 61 | 2,595 | -436 |
| DEUX ALPES IMMOBILIER | Real estate agency | 30/09/2020 | 100% | 100 | | 193 | 20 | 185 | - |
| MÉRIBEL PRIVÉ | Concierge service | 30/09/2020 | 100% | 98 | | 107 | -143 | 417 | -83 |
| GELINGES | Seasonal accommodation | 30/09/2019 | 100% | 2 | | 37 | 8 | 58 | - |
| DEUX ALPES BAIL | Lease conveyancing | 30/09/2020 | 100% | 50 | | 68 | -32 | - | -50 |
| SAP LOCATION | Lease conveyancing | 30/11/2019 | 100% | - | -599 | -719 | -734 | 976 | -592 |
| SERRE CHEVALIER BAIL | Lease conveyancing | 30/09/2020 | 100% | 637 | | 637 | -331 | 524 | -331 |
| SNC GESTION LOCATIVE LES MONTAGNES DE L'ARC | Lease conveyancing | 30/09/2020 | 100% | - | | -2,198 | -413 | 297 | -412 |
| CASSIOPÉE | Buildings carrying | 30/09/2020 | 100% | 2,468 | | 166 | 13 | 381 | - |
| ÉTOILE POLAIRE LOGEMENT | Buildings carrying | 30/09/2019 | 78% | 1 | | 2 | - | 402 | - |
| LES TERRASSES D'HÉLIOS | Buildings carrying | 31/12/2019 | 100% | 2 | | -2 | -1 | - | - |
| SAP INVEST | Buildings carrying | 30/04/2020 | 98% | - | | -609 | -686 | 673 | -672 |
| SCI 2001 | Buildings carrying | 31/12/2019 | 60% | 4 | | 18 | 11 | 15 | - |
| SCI FRONT DE NEIGE | Buildings carrying | 31/12/2019 | 78% | - | -350 | -365 | -66 | 197 | -5 |
| LA PLAGNE RESORT | Tour operator | 30/09/2019 | 50% | 100 | | 148 | -52 | - | - |
| LES MÉNUIRES TOURS | Tour operator | 30/09/2020 | 50% | 16 | | 37 | - | 4 | - |
| SARL PARADISKITOUR | Tour operator | 30/09/2020 | 99% | 858 | | 939 | 18 | 1,563 | - |
| TRAVEL EXPLOITATION | Operation of a residence | 30/09/2020 | 100% | 20 | | 20 | | | - |
| SERRE CHEVALIER TOUR | Tour operator | 30/09/2020 | 100% | 41 | | 41 | -59 | 127 | -59 |
| **TOTAL** | | | | **5,029** | | | | | **-2,640** |

| Securities of non-controlled companies measured at fair value through income | Business activity | Date of the financial statements | Percentage shareholding | Fair value of securities | Net position | Income | Revenue | Impact on income |
|---|---|---|---|---|---|---|---|---|
| SAS 2CO IMMO | Buildings carrying | 31/12/2019 | 45% | 1,439 | 3,184 | 2 | 593 | - |
| **TOTAL** | | | | **1,439** | | | | **-** |

| Non-controlling shareholdings | Business activity | Date of financial statement | Percentage shareholding | Fair value of securities | Net position | Income | Dividends paid | Change in equity |
|---|---|---|---|---|---|---|---|---|
| FONCIÈRE LA PLAGNE | Property company | 30/09/2019 | 6% | 14 | -274 | 140 | - | - |
| FONCIÈRE LES ARCS | Property company | 30/09/2019 | 11% | 147 | 1,466 | -11 | - | - |
| FONCIÈRE LES ECRINS | Property company | 30/09/2019 | 8% | 7 | 1,054 | 771 | - | - |
| FONCIÈRE LES MÉNUIRES | Property company | 30/09/2019 | 12% | 141 | 1,306 | 41 | - | - |
| FONCIÈRE RENOVATION MONTAGNE | Property company | 30/09/2019 | 10% | 254 | 3,472 | 883 | - | - |
| JARDIN D'ACCLIMATATION | Amusement park | 31/12/2019 | 20% | 0 | 6,884 | -4,953 | - | -5,107 |
| LODGE & SPA MOUNTAIN | Buildings carrying | 30/09/2019 | 3% | 950 | 31,937 | 471 | - | - |
| SACOVAL SEM | Buildings carrying | 31/12/2019 | 14% | 499 | 3,524 | 162 | - | -601 |
| PLAGNE RENOV | Renovation | 31/05/2020 | 15% | 57 | 340 | -19 | - | - |
| SCI RT LES CLARINES | Buildings carrying | | 27% | 1,500 | 0 | 0 | - | - |
| SCI RÉSIDENCE LES BOISSES | Buildings carrying | 30/09/2019 | 25% | -246 | -985 | -900 | - | -280 |
| VILMONT SARL | Buildings carrying | 31/05/2020 | 33% | 570 | 1,726 | 309 | 166 | 141 |
| SAGEST TIGNES DÉVELOPPEMENT SARL | Other catering services | 31/12/2019 | 10% | 70 | 403 | 99 | - | -106 |
| MACEARTH | | | | 360 | nd | nd | - | - |
| MISCELLANEOUS | | | | 286 | | | | |
| **TOTAL** | | | | **4,609** | | | | -5,953 |

The above shareholdings are primarily Ski areas shareholdings in real estate agencies and real estate development entities, which are not material in terms of the consolidated financial statements.

These are mainly owned with a view to their use (to support the commercial activities of our business lines).

## 6.9 CASH AND CASH EQUIVALENTS

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Investment funds | 11 | 161 |
| Demand deposits | 15,113 | 20,047 |
| Cash | 1,346 | 2,112 |
| **TOTAL** | **16,470** | **22,320** |

## 6.10 SHAREHOLDERS' EQUITY

### Treasury stock

Pursuant to the share buyback programme authorised by the Combined Ordinary and Extraordinary Shareholders' Meeting of 7 March 2019, CDA's liquidity contract consisted of the following at 30 September 2020:

- 31,932 shares representing a gross book value of €540 thousand;
- cash of €172 thousand (principal and accrued interest).

### Stock options

There are 134,940 performance shares (representing 0.5% of the share capital) that had not yet vested at 30 September 2020. The options and allotments of the bonus shares are realised through the issue of new shares released through the special incorporation of reserves.

The main terms of the stock option and performance share plans at 30 September 2020 are described below:

| Plan for the grant of performance shares* | Plan no. 19 | Plan no. 20 | Plan no. 21 | Plan no. 22 | Plan no. 23 | Total |
|---|---|---|---|---|---|---|
| Date of Shareholders' Meeting | 10/03/2016 | 10/03/2016 | 08/03/2018 | 08/03/2018 | 05/03/2020 | |
| Implementation date (decision of the Chairman and Chief Executive Officer upon delegation of the Board of Directors) | 18/03/2016 | 28/03/2017 | 23/03/2018 | 25/04/2019 | 25/06/2020 | |
| Number of shares that can be subscribed to at the outset | 61,900 | 59,400 | 65,100 | 67,050 | 74,790 | |
| Including Board of Directors | - | - | - | - | - | |
| Number of beneficiaries | 170 | 159 | 158 | 165 | 198 | |
| Date of vesting of performance shares | 18/03/2018 | 28/03/2019 | 23/03/2020 | 25/04/2021 | 25/06/2022 | |
| Number of performance shares vested | 50,850 | 49,950 | 53,050 | - | - | |
| Expired or cancelled stock options/performance shares | 11,050 | 9,450 | 12,050 | 4,700 | 2,200 | |
| Outstanding stock options/performance shares | - | - | - | 62,350 | 72,590 | 134,940 |

* *Grant of which is based on economic factors.*

The total change in performance share awards can be summarised as follows:

| Grants of performance shares | At 30/09/2020 | At 30/09/2019 | At 30/09/2018 |
|---|---|---|---|
| **RIGHTS GRANTED AT BEGINNING OF REPORTING PERIOD** | **122,650** | **116,350** | **113,950** |
| Rights granted | 74,790 | 67,050 | 65,100 |
| Rights expired | -9,450 | -10,800 | -11,850 |
| Rights exercised | -53,050 | -49,950 | -50,850 |
| Grants adjustments | - | - | - |
| **RIGHTS GRANTED AT REPORTING DATE** | **134,940** | **122,650** | **116,350** |

The expense recognised for stock option and performance share plan awards was €1,102 thousand at 30 September 2020 (compared to €1,189 thousand at 30 September 2019).

Detailed information on the stock options and performance shares can be found in Chapter V of the Registration Document on Corporate Governance.

It notably details the performance criteria for the full vesting of performance shares.

The fair value of the performance shares in Plan no. 23 at 30 September 2020 was €17,624 (compared to €25,374 in the prior reporting period for Plan no. 22).

## Plan no. 23

Plan no. 23 was implemented following the decision of the Chairman and Chief Executive Officer of 25 June 2020 acting on a delegation of the Board of Directors. This plan consisted of 74,790 performance shares and involved 198 beneficiaries.

The main factors used to calculate the cost for the Plan introduced during the fiscal year are:

| | |
|---|---|
| Distribution rate | 2.00% |
| Risk-free rate for performance shares (two-year duration) | -0.541% |
| Turnover rate | 5.00% |

Compared with previous Plans, the percentage of performance shares granted was limited. The valuation assumes grants of 50% for Executive Committee members (except corporate officers who are not entitled to share grants) and 75% for other beneficiaries.

The binomial model is used to measure fair value.

## 6.11 NON-CURRENT AND CURRENT PROVISIONS

### Non-current provisions

Non-current provisions comprise the following items:

| | | Income | | | | | |
|---|---|---|---|---|---|---|---|
| | 30/09/2019 | Increases | Reversals | Changes of scope | Other | Liabilities held for sale | 30/09/2020 |
| Post-employment benefits | 56,094 | 3,820 | -2,452 | - | -389 | -4,304 | 52,769 |
| Other non-current contingencies | 13,105 | 513 | -2,830 | 12 | 1,200 | | 12,000 |
| **TOTAL** | **69,199** | **4,333** | **-5,282** | **12** | **811** | **-4,304** | **64,769** |

Provisions for "Other non-current contingencies" cover, in particular, provisions for site restoration (in the amount of €8.3 million).

The Other column includes a commitment made by Familypark for an amount of €1.2 million, valued as part of the allocation of the first-time consolidation difference.

They also include provisions for long-service awards (in the amount of €1.4 million).

#### Provisions for post-employment benefits

The amount of provisions for post-employment benefits represents the Group's obligations for the vested rights of employees, net of provisions for payments to insurance funds.

These provisions are calculated including social security charges on the basis of an average retirement age of 62. The discount rate used was 0.6% at 30 September 2020, compared with 0.5% at 30 September 2019.

The balance sheet amounts are determined as follows:

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Present value of financed obligations | 57,774 | 62,487 |
| Fair value of plan assets | -5,005 | -6,393 |
| **LIABILITY RECOGNISED IN THE BALANCE SHEET** | **52,769** | **56,094** |

The amount of provisions for post-employment benefits represents the Group's obligations for the vested rights of employees, net of provisions for payments to insurance funds.

The table below shows the amounts recognised in the income statement:

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Current service cost | 3,611 | 3,253 |
| Financial cost | 321 | 862 |
| Expected return on plan assets | -31 | -99 |
| Reduction/discontinue operations | -837 | -757 |
| **TOTAL AMOUNT INCLUDED IN EMPLOYEE BENEFIT EXPENSES** | **3,064** | **3,260** |

Expenses for the year include:

- entitlements for an additional year of service;
- interest earned;
- expected return on pension fund assets.

The changes during the fiscal year for defined-benefit pension plans are detailed below:

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Current service cost | -3,611 | -3,253 |
| Financial cost | -321 | -862 |
| Expected return on plan assets | 31 | 99 |
| Actuarial gains and losses | 423 | -7,605 |
| Benefits net of those redeemed by the funds | 1,191 | 1,373 |
| Reduction/discontinue operations | 837 | 757 |
| Other | 472 | 426 |
| **TOTAL** | **-979** | **-9,066** |

Actuarial gains and losses for the fiscal year mainly result from changes in the discount rate (0.6% compared to 0.5% at 30 September 2019).

The expected return on assets is the same as the discount rate.

### Discount rate sensitivity

| | Discount rate | | |
|---|---|---|---|
| *(in thousands of euros)* | (-0.5 points) | Actual | (+0.5 points) |
| Present value of obligations (= commitments) | 53,643 | 50,677 | 47,958 |
| Cost of services rendered | 3,067 | 2,830 | 2,618 |
| Interest | 54 | 307 | 529 |

### Compensation sensitivity

| | Increase in compensation | | |
|---|---|---|---|
| *(in thousands of euros)* | (-0.1 points) | Actual | (+0.1 points) |
| Present value of obligations (= commitments) | 50,132 | 50,677 | 51,230 |
| Cost of services rendered | 2,788 | 2,830 | 2,873 |
| Interest | 303 | 307 | 310 |

## Current provisions

Current provisions cover the risks directly related to the operation of the Group's sites. The change in current provisions breaks down as follows:

| | | Income | | Liabilities | |
|---|---|---|---|---|---|
| | 30/09/2019 | Increases | Reversals | held for sale | 30/09/2020 |
| Provision for major repairs | 7,963 | 2,245 | -3,249 | -823 | 6,136 |
| Other | 6,736 | 12,622 | -3,243 | -5,340 | 10,775 |
| **TOTAL** | **14,699** | **14,867** | **-6,492** | **-6,163** | **16,911** |

Provisions for major repairs are only for the Ski areas and are intended to cover work on lifts under leasing contracts.

Provisions for major maintenance relating to the ski lifts of the Deux Alpes resort, as well as provisions relating to the end of the PSCs, were reclassified as liabilities held for sale.

Other current provisions mainly relate to ongoing litigation for €6.4 million, social and tax audits for €1.5 million, provisions for negative net position of non-consolidated companies (€0.9 million) and provisions for miscellaneous risks for €1.8 million.

# 6.12 BORROWINGS

## Breakdown of gross borrowings and net debt

| | 30/09/2020 | | | 30/09/2019 | | |
|---|---|---|---|---|---|---|
| *(in thousands of euros)* | Non-current | Current | Total | Non-current | Current | Total |
| Bonds | 259,530 | | 259,530 | 259,426 | | 259,426 |
| Borrowings from credit institutions | 268,725 | 105,512 | 374,237 | 90,923 | 154,868 | 245,791 |
| Other borrowings and similar debt | 700 | | 700 | 801 | | 801 |
| Lease finance | 4 | | 4 | 1,157 | | 1,157 |
| Accrued interest | | 3,091 | 3,091 | | 2,781 | 2,781 |
| Bank credit balances and similar | | 22,532 | 22,532 | | 48,676 | 48,676 |
| Employee profit-sharing | 2,999 | | 2,999 | 2,893 | | 2,893 |
| Miscellaneous | 270 | 805 | 1,075 | 1,183 | 102 | 1,285 |
| **SUBTOTAL** | **532,228** | **131,940** | **664,168** | **356,383** | **206,427** | **562,810** |
| Lease liabilities IFRS 16 | 165,791 | 11,252 | 177,043 | - | - | - |
| **TOTAL** | **698,019** | **143,192** | **841,212** | **356,383** | **206,427** | **562,810** |

## Structure of debt

Fixed-rate debt mainly corresponds to bonds subscribed by CDA and CDA Financement (€260 million); the SGL of €200 million; and bank financing of €22.5 million.

The variable-rate loan includes a bank loan of €64 million as well as drawings on the NEU CP programme and short-term bank credit lines.

Borrowings break down by maturity as follows:

| *(in millions of euros)* | TOTAL | Up to 1 year | From 1 to 2 years | From 2 to 3 years | From 3 to 4 years | From 4 to 5 years | Over 5 years |
|---|---|---|---|---|---|---|---|
| 30/09/2020 (With IFRS 16) | 841.2 | 143.2 | 242.7 | 33.3 | 121.0 | 68.2 | 232.8 |
| 30/09/2020 (Excluding IFRS 16) | 664.2 | 131.9 | 231.3 | 21.9 | 109.6 | 58.7 | 110.8 |
| 30/09/2019 (Excluding IFRS 16) | 562.8 | 206.4 | 27.7 | 33.8 | 21.5 | 112.2 | 161.2 |

## Bond debt

The €260 million bond debt of Compagnie des Alpes breaks down as follows:

- a loan of €65 million issued on the USPP market ("USPP"), under French law, for an average period of 10 years and final maturity at 12 years;
- a loan of €45 million issued on the Euro PP market for a period of 8 years;
- a loan of €50 million issued on the USPP market, under French law, for an average period of 10 years and final maturity at 12 years;
- a loan for an amount of €100 million issued in May 2014 on the Euro PP market, with a maturity of ten years.

At 30 September 2020, the fair value of the four bonds was as follows:

- 2014 bond: €107.9 million;
- Euro PP 2017 loan: €46.9 million;
- USPP 2017 loan: €54.0 million;
- USPP 2019 loan: €78.7 million.

## Depreciable bank debt

The amortisable bank debt, in the amount of €86.5 million, breaks down as follows:

- a redeemable term loan of €80 million fully mobilised on 31 October 2017, of which the outstanding capital was equal to €64 million as at 30 September 2020. This loan was taken out with the Group's long-standing banking partners, plus a Chinese bank. This loan has a maturity of five years for 50% and six years for the remaining 50%;
- a redeemable term loan in the amount of €25 million fully mobilised on 18 October 2017, of which the outstanding capital was equal to €22.5 million as at 30 September 2020. This loan was granted by a new French banking partner, with a final maturity of seven years.

## Bank debt in fine

The amortisable bank debt, in the amount of €205 million, breaks down as follows:

- a term loan of €5 million mobilised on 23 March 2020 and granted by an Austrian partner with a final maturity of six years;
- a State-guaranteed Loan (SGL) in the amount of €200 million mobilised on 29 June 2020 and taken out with the Group's long-standing banking partners, for an initial period of 12 months. It may be extended for a period of one to five years, at the request of the Group. The assumption made by the Group at the end of the period was of an extension of the SGL by an additional year.

## Market financing

Compagnie des Alpes has a short-term marketable securities issuance programme (Negotiable European Commercial Paper – NEU CP), for a maximum amount of €240 million, which, it should be recalled, was registered on 4 February 2019 with Banque de France.

This programme is backed by a revolving credit facility of €250 million (expiring in May 2023), to which a swingline sub-limit of €80 million has been added.

The programme is run by four Investment Agents (BNP Paribas, CACIB, CIC and Société Générale), and the Domiciliary Agent is CACEIS Corporate Trust.

The outstanding amount at 30 September 2020 is €80 million.

## Revolving bank debt

The Group has a revolving credit facility for a maximum amount of €250 million expiring on 6 May 2023. The revolving credit facility was not drawn down at 30 September 2020.

Furthermore, with the aim of boosting the liquidity of the NEU CP programme, a swingline sub-limit of €80 million was added to the revolving credit.

## Hedging instruments

The Group arranged interest rate hedging instruments (borrowings-backed) for its floating-rate commitments.

At 30 September 2020, the hedges implemented amounted to €89 million.

The hedging instruments used are made up of two fixed-rate swaps and an adjusted CAP purchase:

- two swaps representing €64 million of the hedged debt, 0.35% with maturity in 2023 and 0.27% with maturity in 2022 respectively, activated with the mobilisation of the €80 million loan on 31 October 2017 (amortised in the amount of €16 million at 30 September 2020);
- purchase of adjusted CAP of €25 million at an exercise price of 0.25% and maturing at three years with a starting date of 1 June 2018.

The fair-value impact of hedging instruments is recognised under borrowings from credit institutions (-€0.7 million).

| 30/09/2020 (in millions of euros) | Financial assets (a) | | Financial liabilities (b) | | Exposure of net debt before hedging (c) = (b) - (a) | | Interest-rate-hedging instruments (d) | | Net debt exposure after hedging (e) = (c) + (d) | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Fixed rate | Floating rate | Fixed rate | Floating rate | Fixed rate | Floating rate | Fixed rate | Floating rate | Fixed rate | Floating rate |
| Less than 1 year | 16.5 | | 9.1 | 122.9 | -7.4 | 122.9 | | 45 | 37.6 | 77.9 |
| From 1 to 2 years | | | 203.0 | 28.3 | 203.0 | 28.3 | | 28 | 231.0 | 0.3 |
| From 2 to 3 years | | | 5.7 | 16.2 | 5.7 | 16.2 | | 16 | 21.7 | 0.2 |
| From 3 to 4 years | | | 109.4 | 0.2 | 109.4 | 0.2 | | | 109.4 | 0.2 |
| From 4 to 5 years | | | 58.5 | 0.1 | 58.5 | 0.1 | | | 58.5 | 0.1 |
| Over 5 years | | | 105.6 | 5.2 | 105.6 | 5.2 | | | 105.6 | 5.2 |
| **TOTAL** | **16.5** | | **491.3** | **172.9** | **474.8** | **172.9** | | **89** | **563.8** | **83.9** |

## Liquidity

The Compagnie des Alpes Group anticipates its financing needs: when the Finance Department draws up its multi-year plans, it ensures that it always has sufficient liquidity to cover investments and current operations, and cope with any exceptional events.

In the medium term, the Compagnie des Alpes Group benefits from the diversified debt described above, based on a buffer of bank and disintermediated financing, reinforced in a context of uncertainty related to the Covid-19 pandemic by an SGL (loans from a banking pool, bilateral bank loans, bond loans, revolving credit facility) whose maturities are smoothed over time.

In the short term, through the use of confirmed bank overdraft facilities that are not subject to covenants, and/or through a NEU CP programme (Negotiable European Commercial Paper) capped at €240 million.

As of 30 September 2020, the Group's net financial debt stood at €647.7 million.

As at 30 September 2020, the Group had a significant buffer of undrawn credit facilities:

- €170 million in medium- and long-term loans can be drawn upon at any time;
- for short-term requirements, €124 million is available at any time in the form of confirmed overdrafts;
- in addition, cash and cash equivalents amounted to €16.5 million.

## Information on the repayment clauses

### Banking covenants

The bonds and bank loans taken out in 2017 and 2019, the revolving loan, as well as the bank loan concluded with an Austrian bank are subject to a common covenant. It corresponds to the "Consolidated net debt/ Consolidated EBITDA" financial ratio. This covenant is reviewed twice a year, on 31 March and 30 September, and should be less than 3.5.

In a context of uncertainty related to the Covid-19 pandemic, CDA obtained an agreement with all the banking and bond partners concerned, to put in place a covenant holiday from September 2020 to March 2021. Though there is no financial consideration, this agreement provides for certain alternative commitments covering the period from 30 September 2020 to 31 March 2021. These mainly relate to compliance with established minimum liquidity levels, the promise not to exceed a consolidated net industrial investment of €190 million over 12 months from the date of this agreement, and the promise to maintain the Group's consolidated net debt below €850 million.

### Other repayment clauses

Other repayment clauses relate mainly to:

- Caisse des Dépôts et Consignations' direct or indirect shareholding in Compagnie des Alpes (which must be at least equal to 33.34% of the capital and voting rights of CDA);
- Compagnie des Alpes' shareholding in CDA Financement, which must remain greater than or equal to 99.9%;
- any shareholdings purchased by one or more persons, other than the Caisse des Dépôts et Consignations, which acting together would acquire at least 33.34% of the share capital and voting rights in Compagnie des Alpes.

### INFORMATION ON INTEREST RATES

The table below shows the interest rates after taking into account interest-rate hedges.

| (in millions of euros) | 30/09/2020 | | 30/09/2019 | |
|---|---|---|---|---|
| | Amount | Rate | Amount | Rate |
| Fixed-rate borrowings | 576.2 | 2.00% | 399.2 | 2.12% |
| Floating-rate borrowings | 83.9 | 0.96% | 159.4 | 0.60% |
| Shareholdings and miscellaneous | 4.1 | | 4.2 | |
| **TOTAL EXCLUDING IFRS 16** | **664.2** | **1.77%** | **562.8** | **1.72%** |
| Lease liabilities IFRS 16 | 177.0 | | | |
| **TOTAL WITH IFRS 16** | **841.2** | | | |

## 6.13 DEFERRED TAXES

| | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Total deferred tax assets in the balance sheet | 20,897 | 9,801 |
| Total deferred tax liabilities in the balance sheet | -22,070 | -22,387 |
| **NET DEFERRED TAX POSITION** | **-1,173** | **-12,586** |

| *(in thousands of euros)* | Tax loss carryforwards | Post-employment and similar commitments | Deferred tax assets on employee profit-sharing | Regulated provisions | Valuation adjustments | Maintenance components | Provisions for non-deductibles | Deferred tax liabilities on tax risks | Leases | Financial instruments | Brands | Other | TOTAL |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **30/09/2019** | **6,696** | **19,055** | **2,060** | **-26,777** | **-10,870** | **-3,316** | **-1,309** | **-1,087** | **-6** | **331** | **-3,099** | **5,737** | **-12,586** |
| Change | 13,343 | -5,687 | -1,638 | 5,293 | -1,202 | -147 | 421 | - | 1,117 | -45 | 774 | -817 | 11,413 |
| **30/09/2020** | **20,039** | **13,369** | **422** | **-21,484** | **-12,071** | **-3,463** | **-888** | **-1,087** | **1,111** | **286** | **-2,325** | **4,919** | **-1,173** |

Usually, the recovery period for deferred tax assets on tax loss carryforwards is five years.

## 6.14 OPERATING AND OTHER LIABILITIES

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Trade and related payables | 85,915 | 77,590 |
| Tax and payroll payables | 66,062 | 75,663 |
| Other operating liabilities | 30,632 | 19,672 |
| **SUBTOTAL "OPERATING LIABILITIES"** | **182,609** | **172,925** |
| Debt on non-current assets | 27,438 | 39,872 |
| Other miscellaneous debt | 647 | 742 |
| Deferred income | 29,724 | 28,000 |
| **SUBTOTAL "OTHER DEBT"** | **57,809** | **68,613** |
| **TOTAL** | **240,419** | **241,539** |

## 6.15 FINANCIAL INSTRUMENTS BY CATEGORY, FAIR VALUE AND IMPACT ON INCOME

IFRS 9 applicable from 2018 defines three categories of financial instruments:

- financial assets and liabilities at fair value through other items of comprehensive income;
- financial assets and liabilities at fair value through the net income statement;
- loans and receivables measured at amortised cost.

Financial instruments recognised in the balance sheet at fair value are broken down according to the following fair value levels:

- level 1, which includes measurements based on a price listed on an active market; in general, the market value corresponds to the last listed price;
- level 2, which includes measurements based on data that can be observed on the market, not included in level 1;
- level 3, which includes measurements based on data that can be observed on the market; in general, the valuation of securities of non-controlled companies is based on the share of the net position.

Fair values were determined on the basis of information available at the closing date of 30 September 2020 (last available statements) and therefore do not take into account the impact of future changes.

There were no transfers of financial instruments between level 1 and level 2 or any transfers to or from level 3 at 30 September 2020.

| Financial assets and other assets *(in thousands of euros)* | Notes | Balance sheet value | | | | | | Fair value level of financial assets at fair value | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | | Fair value through net income [1] | Fair value of hedging instruments [1] | Instruments of shareholders' equity - Fair value through other items of comprehensive income [1] | Debt instruments - Fair value through other comprehensive income [1] | Equity instruments - measured according to their standard of reference [1] | Amortised cost [1] | Fair value of financial assets at amortised cost | Level 1 | Level 2 [3] | Level 3 |
| Trade receivables | 6.6 | | | | | | 17,016 | [2] | | | |
| Tax and payroll receivables | 6.6 | | | | | | 32,748 | [2] | | | |
| Other operating receivables [a] | 6.6 | | | | | | 29,964 | [2] | | | |
| Tax receivable | | | | | | | 8,177 | [2] | | | |
| Other receivables | | | | | | | 12,697 | [2] | | | |
| Loans and receivables associated with shareholdings | | | | | | | 28,619 | [2] | | | |
| Deposits and guarantees | | | | | | | 1,403 | [2] | | | |
| Other financial assets | | | | | | | 187 | [2] | | | |
| Cash and cash equivalents | 6.9 | | | | | | 16,470 | [2] | | | |
| **TOTAL FINANCIAL ASSETS RECOGNISED AT AMORTISED COST** | | - | - | - | - | - | **147,281** | | | | |
| Securities of non-controlled companies | 6.7 | | | 4,609 | | | | | | | 4,609 |
| Derivatives on financing transactions | | | - | | | | | | - | | |
| **TOTAL FINANCIAL ASSETS AT FAIR VALUE THROUGH SHAREHOLDERS' EQUITY** | | - | - | **4,609** | - | - | - | - | - | - | **4,609** |
| Securities of non-controlled companies | 6.8 | 1,439 | | | | | | | | 1,439 | - |
| Securities of non-consolidated controlled companies | 6.8 | 5,029 | | | | | | | | 732 | 4,297 |
| **TOTAL FINANCIAL ASSETS AT FAIR VALUE THROUGH INCOME** | | **6,468** | - | - | - | - | - | - | - | **2,171** | **4,297** |
| **TOTAL FINANCIAL ASSETS** | | **6,468** | - | **4,609** | - | - | **147,281** | - | - | **2,171** | **8,906** |

*(1) The financial assets are presented in accordance with the provisions of IFRS 9 "Financial instruments" in force at 1 October 2018 or according to their reference standard.*

*(2) The Group does not disclose the fair value of financial assets such as accounts receivable, tax receivables, other receivables or cash and cash equivalents, as their net book value, after impairment, is a reasonable approximation of the fair value.*

*(3) The fair value of real estate agencies was assessed taking into account the estimated value of goodwill, determined on the basis of coefficients observable on the market, applied to the revenue generated according to the activities of the agencies (seasonal rentals, apartment under lease, trustee, transaction, etc.).*

*(a) Includes "Other accounts receivable" and "Advances and down-payments" referenced previously in Note 6.6.*

| Financial liabilities and other liabilities *(in thousands of euros)* | Notes | Balance sheet value: Hedging derivatives [1] | Balance sheet value: Other financial liabilities | Fair value of financial liabilities at amortised cost | Fair value level of financial liabilities at fair value: Level 1 | Level 2 | Level 3 |
|---|---|---|---|---|---|---|---|
| Operating trade payables | 6.14 | | 85,915 | * | | | |
| Fixed asset trade payables | 6.14 | | 27,438 | * | | | |
| Tax and payroll payables | 6.14 | | 66,062 | * | | | |
| Tax liabilities | | | 607 | * | | | |
| Other operating liabilities | 6.14 | | 30,632 | * | | | |
| Other miscellaneous debt | 6.14 | | 647 | * | | | |
| Adjustment accounts | 6.14 | | 29,724 | * | | | |
| Other non-current liabilities | | | 2,000 | * | | | |
| Bonds | 6.12 | | 259,530 | * | | | |
| Borrowings from credit institutions | 6.12 | | 374,237 | * | | | |
| Other financial and similar borrowings | 6.12 | | 890 | * | | | |
| Employee profit-sharing | 6.12 | | 2,999 | * | | | |
| Bank overdrafts | 6.12 | | 22,532 | * | | | |
| Accrued interest | 6.12 | | 3,091 | | | | |
| **TOTAL FINANCIAL LIABILITIES RECOGNISED AT AMORTISED COST** | | **-** | **906,305** | | | | |
| Derivatives on financing transactions | | 889 | | | 889 | | |
| **TOTAL FINANCIAL LIABILITIES AT FAIR VALUE THROUGH SHAREHOLDERS' EQUITY** | | **889** | **-** | | **889** | | |
| Derivatives on financing transactions | | | | | | | |
| **TOTAL FINANCIAL LIABILITIES AT FAIR VALUE THROUGH INCOME** | | **-** | **-** | | | | |
| **TOTAL FINANCIAL LIABILITIES** | | **889** | **906,305** | | **889** | **-** | **-** |

* *The Group does not disclose the fair value of financial liabilities such as operating liabilities and other liabilities, borrowings from credit institutions and other borrowings, since their book value is a reasonable approximation of the fair value.*

## 6.16 ASSETS AND LIABILITIES HELD FOR SALE

### ASSETS HELD FOR SALE

| *(in thousands of euros)* | 30/09/2020 |
|---|---|
| Own property, plant and equipment | 5,033 |
| Concession assets | 51,385 |
| Inventories | 1,839 |
| Deferred taxes | 1,115 |
| **ASSETS HELD FOR SALE** | **59,372** |

### LIABILITIES HELD FOR SALE

| *(in thousands of euros)* | 30/09/2020 |
|---|---|
| Provision for risks related to the termination of the PSC | 10,467 |
| Tax and payroll payables | 1,385 |
| **LIABILITIES HELD FOR SALE** | **11,852** |

The requirements of IFRS 5 were applied to the assets and liabilities of Deux Alpes Loisirs at the reporting date of 30 September 2020, as the concession-related assets will be indemnified at 1 December 2020 by the beneficiary of the public service concession contracts on the basis of their net book value. Own assets will be sold at their market value. As part of the transfer of personnel, the related social security and tax liabilities will be transferred to the buyer.

In accordance with IFRS 5, assets held for sale are recognised at the lower of their book value and their fair value net of disposal costs. This valuation of the group of assets held for sale at the lower of its net book value and its fair value led to the recognition at closing of the goodwill allocated to Les Deux Alpes for an amount of €4.2 million, presented in "Other operating income and expenses".

# Note 7 Information on the statement of cash flows

## 7.1 ACQUISITION OF INTANGIBLE ASSETS AND PROPERTY, PLANT AND EQUIPMENT

| *(in thousands of euros)* | Notes | 30/09/2020 | 30/09/2019 |
|---|---|---|---|
| Acquisition of intangible assets | 6.2 | -10,506 | -7,889 |
| Acquisitions of property, plant and equipment (net of subsidies) | 6.3 | -153,039 | -205,135 |
| **ACQUISITIONS OF INTANGIBLE ASSETS AND PROPERTY, PLANT AND EQUIPMENT** | | **-163,545** | **-213,024** |
| Changes in debt on non-current assets | | -14,378 | -47 |
| **ACQUISITIONS OF INTANGIBLE ASSETS AND PROPERTY, PLANT AND EQUIPMENT IN THE STATEMENT OF CASH FLOWS** | | **-177,923** | **-213,071** |
| Sale price of intangible assets | | - | - |
| Sale price of property, plant and equipment | | 1,863 | 4,902 |
| Change in receivables on asset disposals | | 953 | -1,203 |
| **DISPOSALS OF FIXED ASSETS IN THE STATEMENT OF CASH FLOWS** | | **2,816** | **3,699** |

The breakdown of capital expenditure over the fiscal year is discussed in Notes 6.2 and 6.3.

## 7.2 CHANGE IN BORROWINGS

| | | | Non-cash change | | | | | |
|---|---|---|---|---|---|---|---|---|
| *(in thousands of euros)* | 30/09/2019 | Cash flows | First-time application of IFRS 16 | Acquisitions | Currency effect | Other | Fair value | 30/09/2020 |
| Long-term loans | 353,130 | 185,182 | | | | -4,962 | -2,004 | 531,346 |
| Short-term borrowings | 154,844 | -54,597 | | | | 5,272 | | 105,518 |
| Employee profit-sharing and miscellaneous | 3,908 | -110 | | | -1 | 83 | | 3,879 |
| Lease liabilities | 1,157 | -10,775 | 131,162 | 55,740 | -237 | | | 177,047 |
| Assets hedging long-term borrowings | 1,095 | | | | | | -206 | 889 |
| **BORROWINGS (EXCLUDING BANK OVERDRAFTS)** | **514,134** | **119,700** | **131,162** | **55,740** | **-238** | **393** | **-2,210** | **818,679** |
| Bank credit balances and similar | 48,676 | -26,184 | | | | 40 | | 22,532 |
| **BORROWINGS IN THE CONSOLIDATED BALANCE SHEET** | **562,810** | **93,516** | **131,162** | **55,740** | **-238** | **433** | **-2,210** | **841,211** |

## 7.3 NET CASH POSITION

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| **CASH ASSETS IN THE BALANCE SHEET** | **16,470** | **22,320** |
| Bank credit balances and similar | -22,532 | -48,676 |
| **NET CASH POSITION IN THE STATEMENT OF CASH FLOWS** | **-6,062** | **-26,356** |

# Note 8 Impact of new IFRS standards

This note presents the effects of the application of the new standard, IFRS 16 - Leases, and the interpretation of IFRIC 23 - Uncertainties relating to tax treatments, on the Group's consolidated financial statements. It also describes the new accounting principles applied since 1 October 2019, when they are different from the principles previously applied.

## 8.1 IMPACT OF IFRS 16 ON THE FINANCIAL STATEMENTS

IFRS 16 was applied retrospectively, with recognition of the cumulative effect of the first-time application in the opening consolidated balance sheet at 1 October 2019, without restatement of comparative periods.

### BALANCE SHEET ASSETS

| *(in thousands of euros)* | 30/09/2019 | Impacts of the first-time application of IFRS 16 | 01/10/2019 |
|---|---|---|---|
| Goodwill | 331,512 | | 331,512 |
| Intangible assets | 68,755 | | 68,755 |
| Property, plant and equipment | 513,944 | -1,335 | 512,609 |
| Concession assets | 639,801 | | 639,801 |
| Right of use of the asset IFRS 16 | | 131,573 | 131,573 |
| Investments in associate companies | 82,011 | | 82,011 |
| Non-current financial assets | 58,165 | | 58,165 |
| Deferred tax assets | 9,801 | | 9,801 |
| **NON-CURRENT ASSETS** | **1,703,990** | **130,238** | **1,834,228** |
| Inventories | 24,296 | | 24,296 |
| Accounts receivable | 67,949 | | 67,949 |
| Other receivables | 13,119 | -485 | 12,634 |
| Current taxes | 11,420 | | 11,420 |
| Current financial assets | 286 | | 286 |
| Cash and cash equivalents | 22,320 | | 22,320 |
| **CURRENT ASSETS** | **139,390** | **-485** | **138,905** |
| **TOTAL ASSETS** | **1,843,380** | **129,753** | **1,973,133** |

### BALANCE SHEET LIABILITIES

| *(in thousands of euros)* | 30/09/2019 | Impacts of the first-time application of IFRS 16 | 01/10/2019 |
|---|---|---|---|
| **Shareholders' equity** | | | |
| Share capital | 186,425 | - | 186,425 |
| Additional paid-in capital | 260,089 | - | 260,089 |
| Reserves | 420,945 | - | 420,945 |
| **SHAREHOLDERS' EQUITY - SHARE OF PARENT COMPANY SHAREHOLDERS** | **867,459** | - | **867,459** |
| Shareholders' equity - share of non-controlling interests | 60,528 | - | 60,528 |
| **TOTAL SHAREHOLDERS' EQUITY** | **927,987** | - | **927,987** |
| Non-current provisions | 69,199 | - | 69,199 |
| Non-current financial liabilities | 356,383 | -1,153 | 355,230 |
| Lease liabilities - Share over one year | - | 122,077 | 122,077 |
| Other non-current liabilities | - | - | - |
| Deferred tax liabilities | 22,387 | -197 | 22,190 |
| **NON-CURRENT LIABILITIES** | **447,969** | **120,728** | **568,697** |
| Current provisions | 14,699 | - | 14,699 |
| Current financial liabilities | 206,427 | - | 206,427 |
| Lease liabilities - Share under one year | - | 10,237 | 10,237 |
| Operating liabilities | 172,925 | -1,212 | 171,713 |
| Current taxes | 4,759 | - | 4,759 |
| Other debt | 68,613 | - | 68,613 |
| **CURRENT LIABILITIES** | **467,424** | **9,025** | **476,449** |
| Liabilities held for sale | - | - | - |
| **TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES** | **1,843,380** | **129,753** | **1,973,133** |

### 8.1.1 Main impacts of first-time application

#### (a) Impacts at the transition date

The Group's leases mainly concern land and buildings. Contracts are negotiated on an individual basis and may include various terms and conditions. The public service concession contracts of the Ski areas fall within the scope of IFRS 16 but generally provide for exclusively variable fees, based on ski lift revenue, and only contracts with a fixed minimum fee give rise to a restatement in accordance with IFRS 16.

As of 30 September 2019, almost all of the Group's contracts were classified as operating leases and leasing contracts. Lease payments were recognised as rent expenses and leasing contract expenses in the income statement on a straight-line basis throughout the term of the contract.

From 1 October 2019, the Group applied a single accounting and measurement model for all its leases, with the exception of short-term contracts and low-value asset contracts. The Group has recognised a lease liability on its balance sheet for lease payments and right-of-use assets representing the right to use the underlying assets.

The application of IFRS 16 led the Group to recognise a lease liability of €132.3 million. It corresponds to the present value of the remaining rents, discounted using the lessee's incremental debt ratio at 1 October 2019.

The lease liability at 1 October 2019 is consistent with the commitments at 30 September 2019:

*(in millions of euros)*

| | |
|---|---|
| **OPERATING LEASE COMMITMENTS AND LEASING CONTRACTS AT 30 SEPTEMBER 2019** | **137** |
| (+) Contracts meeting the definition under IAS 17 not disclosed in the commitments | 24 |
| (+) Leases under IAS 17 not disclosed in commitments | 1 |
| (+) Contract signed over first half of 2020 with retroactive application at 30 September 2019 | 4 |
| (-) Low value contracts | -3 |
| (-) Discounting effect | -31 |
| **LEASE LIABILITIES AT 1 OCTOBER 2019** | **132** |

The right-of-use assets were valued for an amount equal to the lease liability, adjusted for any advance payments or debts not yet paid as appearing on the balance sheet at 30 September 2019.

Impairment of the right to use a foreign site was recognised for an amount of €4.2 million.

#### (b) Impacts over the period

The carrying amount of the rights of use and the lease liability as well as the changes recorded during the period break down as follows:

| **Rights of use** *(in thousands of euros)* | **Land** | **Buildings** | **Technical installations/ equipment** | **Others fixed assets** | **Total** | **Lease liabilities** |
|---|---|---|---|---|---|---|
| **AT 1 OCTOBER 2019** | **60,637** | **57,142** | **12,137** | **1,657** | **131,573** | **132,314** |
| Increases | 51,107 | 4,658 | -49 | 131 | 55,847 | 55,740 |
| Amortisation, depreciation and impairment | -4,604 | -10,134 | -1,585 | -423 | -16,746 | |
| Interest expenses on lease liabilities* | | | | | | -2,618 |
| Lease payments* | | | | | | -8,157 |
| Translation adjustments | | -204 | | | -204 | -236 |
| **AT 30 SEPTEMBER 2020** | **107,140** | **51,462** | **10,503** | **1,365** | **170,470** | **177,043** |

* *Change in lease liabilities in the statement of cash flows*

The renewal for 30 years of the operating lease of the current Futuroscope park was included in the increases for the year, in view of the date of acceptance of the offer by the City Council being 3 July 2020.

By type, the right-of-use assets break down as follows:

| *(in thousands of euros)* | At 01/10/2019 | Increase | Decrease | Increases | Change of scope | Translation adjustments | Other | At 30/09/2020 |
|---|---|---|---|---|---|---|---|---|
| **Rights of use of the asset** | | | | | | | | |
| Land and improvements | 59,039 | 51,107 | 0 | | 0 | 0 | -3 | 110,143 |
| Ski run and trail works | 1,598 | | | | | | | 1,598 |
| Buildings, offices, shops and other spaces | 57,142 | 4,658 | 0 | | 0 | -247 | -62 | 61,491 |
| Ski lifts | 10,535 | | -687 | | | | | 9,848 |
| Snow-making | 892 | 187 | | | | | | 1,079 |
| Grooming machines | 224 | 293 | | | | | -20 | 497 |
| Rides | 1,619 | 158 | | | | | | 1,777 |
| Others fixed assets | 2063 | 131 | 0 | | 0 | 0 | -19 | 2,175 |
| **SUB-TOTAL RIGHT OF USE** | **133,112** | **56,534** | **-687** | **0** | **0** | **-247** | **-104** | **188,608** |
| **Amortisation/depreciation of right-of-use assets** | | | | | | | | |
| Land and improvements | 0 | | | -4,499 | 0 | 0 | 0 | -4,499 |
| Ski run and trail works | | | | -105 | | | | -105 |
| Buildings, offices, shops and other spaces | 0 | | | -10,134 | 0 | 43 | 65 | -10.026 |
| Ski lifts | | | | -945 | | | | -945 |
| Snow-making | | | | -135 | | | | -135 |
| Grooming machines | | | | -161 | | | 20 | -141 |
| Rides | -1,133 | | | -344 | | | | -1,477 |
| Others fixed assets | -406 | | | -423 | 0 | 0 | 19 | -810 |
| **SUBTOTAL DEPRECIATION AND AMORTISATION** | **-1,539** | **0** | **0** | **-16,746** | **0** | **43** | **104** | **-18,138** |
| **NET AMOUNT** | **131,573** | **56,534** | **-687** | **-16,746** | **0** | **-204** | **0** | **170,470** |

The impact on the consolidated income statement breaks down as follows:

- On the Group's income statement:

| | 30/09/2020 | | | 30/09/2019 |
|---|---|---|---|---|
| *(in thousands of euros)* | Published | IFRS 16 impact | Without IFRS 16 | Published |
| EBITDA | 93,775 | 13,695 | 80,080 | 232,292 |
| Net operating income | -105,861 | 1,064 | -106,925 | 105,106 |
| Net financial income | -12,552 | -2,618 | -9,934 | -8,270 |

- On the EBITDA of business lines:

| EBITDA (gross operating income) | Ski areas | | Leisure parks | | Holdings and supports | | Total | |
|---|---|---|---|---|---|---|---|---|
| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 | 30/09/2020 | 30/09/2019 |
| **PUBLISHED EBITDA** | **123,258** | **165,523** | **1,155** | **97,020** | **-30,638** | **-30,251** | **93,775** | **232,292** |
| IFRS 16 impact | 4,026 | | 8,099 | | 1,570 | | 13,695 | |
| **EBITDA WITHOUT IFRS 16** | **119,232** | **165,523** | **-6,944** | **97,020** | **-32,208** | **-30,251** | **80,080** | **232,292** |

The amounts recognised in the income statement for the year in respect of leases and concession contracts are as follows:

| *(in thousands of euros)* | At 30/09/2020 |
|---|---|
| Variable rent leases | -5 |
| Short-term or low-value asset lease contracts | -5,336 |
| Variable fees for concession contracts | -8,456 |
| Amortisation and impairment of right-of use assets | -16,746 |
| Interest on lease liabilities | -2,618 |
| **TOTAL** | **-33,161** |

Variable leases correspond to the contracts of certain sites whose payments are indexed to the future performance of the site. The Group does not anticipate any significant change in its variable lease expense in future periods.

## 8.1.2 New accounting principles and methods

The Group's new accounting principles applied following the implementation of IFRS 16 are presented below.

### Definition of a lease

A contract is, or contains, a lease if it grants the right to use an underlying asset for a specified period, in exchange for consideration. At the date of entering into a lease, the Group determines whether it meets the following two cumulative conditions to qualify as a lease: its performance depends on the use of an identified asset and it confers the right to control this identified asset.

Leases are recognised in the Group's balance sheet, with a recognition:

- of an asset representing the right to use the underlying asset during the term of the contract;
- of a debt in respect of the obligation to pay rent.

### Rights of use

The right of use is initially measured at its cost on the effective date of the contract, *i.e.* the date on which the underlying asset is made available to the Group. The cost of a right of use includes:

- the initial amount of the lease liability;
- advance payments, net of any benefits received from the lessor;
- the initial direct costs incurred; and
- the estimated restoration costs of the leased asset, if applicable.

The right-of-use asset is amortised on a straight-line basis over the shorter of its useful life and the term of the contract. It is subject to impairment tests.

### Lease liability

The lease liability is initially measured at the present value of the payments due over the term of the contract.

These payments include:

- fixed rents (including rents considered as fixed in substance) less benefits to be received;
- variable rents based on an index or a rate; and
- early termination penalties when the Group is reasonably certain to exercise the exit option on the effective date of the contract.

To determine the present value of lease payments, the Group uses its incremental debt ratio at the effective date of the contract when the implicit rate of the contract is not easily determinable. This is the rate that the lessee would obtain to finance an asset of identical value, in a similar economic environment, and over a similar period and with similar guarantees.

The lease liability is recognised at amortised cost, using the effective interest rate method. At each closing date, it is increased by the interest for the period and reduced by the amount of payments made.

The lease liability is revalued in the event of a revision of variable rents based on an index or a rate, or when the Group modifies its assessment of the reasonably certain nature of the exercise of a renewal or early termination option. In such a case, the carrying amount of the right-of-use is adjusted for an equivalent amount or, if it has already been reduced to zero, the impact is recognised in the income statement.

### Lease term

The term of a lease is the non-cancellable period plus (or minus) the periods covered by a renewal (or termination) option when the latter is reasonably certain to be exercised. Management exercises its judgement to determine the term of a lease when it includes renewal options exercisable only by the Group. It takes into account all the relevant factors that create an economic incentive to exercise or not exercise the option.

After the effective date of the contract, the Group may revise the term of a contract in the event of a significant event or change in circumstance under its control that affects the reasonably certain nature of its exercise (or non-exercise) of a renewal or termination option.

### Short-term or low-value asset contracts

The Group applies the exemption from recognition on the balance sheet of short-term contracts (*i.e.* contracts with a term of less than or equal to 12 months, with no renewal option on their effective date) and contracts for low-value assets (mainly including leases of IT equipment and vehicles). The associated rents are recognised in the income statement on a straight-line basis over the term of the contract.

## 8.1.3 Amendment to IFRS 16 "Reductions in rents linked to Covid-19"

The amendment to IFRS 16 "Reductions in rents linked to Covid-19" was adopted by the EU on 09/10/2020 (EU regulation no. 2020/1434) and is to be applied no later than 1 June 2020 for fiscal years beginning on 1 January 2020 (or after this date).

This amendment to IFRS 16 only allows tenants (and not lessors) to choose to apply a practical simplification measure. This accounting option only offers tenants the option to assess whether a reduction in rents linked to Covid-19 is a contract modification.

In practice, the application of the amendment leads tenants to recognise the reductions in rents linked to Covid-19 as if they were not a modification of the contract. This amounts to recognising the impact of the reduction in rent on the tenants' income for the period (negative variable rent), and not spreading it over the residual term of the contract. The right of use is not impacted and its amortisation continues without change.

This amendment only concerns reductions in rents related to Covid-19 which meet the following three cumulative conditions:

- the change in lease payments results in the revised lease consideration being substantially the same as, or less than, the lease consideration immediately prior to the change;
- if there is a reduction in rent payments, this only applies to payments originally due no later than 30 June 2021;
- there must be no substantial change in the other terms and conditions of the contract.

This exemption is an accounting option that must be applied consistently to contracts with similar characteristics and in similar circumstances (or to all contracts).

Its application is retrospective.

Pursuant to this amendment, the reduction in rent for Parc du Futuroscope granted by the department of La Vienne for the period from 14 March to 16 June 2020 was recognised as a rent reduction in the income for the period for an amount of €737 thousand.

## 8.2 APPLICATION OF IFRIC 23 INTERPRETATION

The Group conducted a review of its tax positions to determine whether the IFRIC 23 interpretation could have an impact on the Group's consolidated financial statements. No additional tax liability was recognised.

The accounting principles and methods relating to income tax described in the consolidated financial statements at 30 September 2019 remain unchanged, except for the following clarifications:

- a liability is recognised in the Group's statement of financial position when a tax risk resulting from positions taken by the Group, or one of its subsidiaries, is considered probable, assuming that the tax authorities have all the necessary information to carry out its controls;

- the Group determines the level that it deems most relevant to assess a tax risk according to the circumstances and the nature of the risk concerned;
- where applicable, the liability recognised corresponds to the amount that the Group expects to pay. It is assessed by applying the method that reflects, for the Group, the best estimate of risk.

# Note 9 Other disclosures

## 9.1 RELATED PARTIES

The Group considers the following to be related parties:

- all fully consolidated companies and associate companies;
- the reference shareholder of the Company: Caisse des Dépôts;
- all members of the Executive Committee and of the Board of Directors, together with close family members.

### 9.1.1 Fully consolidated companies and associate companies

Dealings between the parent company and its subsidiaries, joint ventures and associate companies are detailed in Note 4.2.

Transactions between the parent company and its controlled subsidiaries are eliminated in consolidation and therefore not detailed in this Universal Registration Document.

The operating income of Compagnie des Alpes SA comes mainly from services provided to its subsidiaries as part of agreements freely concluded under normal conditions. The role of Compagnie des Alpes SA within the Group is presented in Chapter 5.2.

At 30 September 2020, the outstanding financing of CDA Financement, a subsidiary of Compagnie des Alpes, for controlled companies totalled €601.8 million. Outstanding controlled company investments with CDA Financement stood at €54.7 million.

Cash flows between Compagnie des Alpes and associate entities are insignificant.

### 9.1.2 Caisse des Dépôts et Consignations (CDC)

**Futuroscope:** in January 2011, under the preliminary agreements signed in October 2010 in conformity with the partnership approach desired by all the parties, Compagnie des Alpes became the reference shareholder of Futuroscope, along with the Vienne department and CDC, which is also a direct and indirect shareholder.

This partnership, as described in the 2011 Registration Document (page 176), continued to flourish in 2017/2018.

**Licencing:** the licencing agreement for the use of the corporate names "Caisse des Dépôts et Consignations" and "Groupe Caisse des Dépôts", which was authorised in 2005, continues normally.

The licence represents 0.2% of consolidated annual revenue, weighted according to the percentage of share capital held by Caisse des Dépôts in Compagnie des Alpes at 1 January each fiscal year. The resulting expense for the year was €671 thousand.

### 9.1.3 Members of the Executive Committee and of the Board of Directors

**Foncière Rénovation Montagne:** company founded in April 2013 by Caisse des Dépôts, Banque Populaire des Alpes, Caisse d'Épargne Rhône-Alpes, Crédit Agricole des Savoie and CDA, dedicated to financing the renovation of mountain tourist accommodation.

The purpose of this real estate company is to invest in local real estate in order to acquire ageing accommodation, renovate it and renew its appeal. These accommodation facilities are then put back on the rental market for sale in the medium term for leasing purposes, in order to keep them on the market. The goal is to create a knock-on effect on the other stakeholders to create virtuous dynamics of growth for the mountain economy.

#### Compensation awarded to members of the Executive Committee and the Board of Directors

Total compensation made to principal executives for their Group activities as stipulated in IAS 24.16 are as follows:

| *(in thousands of euros)* | FY 2019/2020 | FY 2018/2019 |
|---|---|---|
| **Board of Directors** | | |
| **Group Executive Committee** | **5,651** | **5,512** |
| Short-term benefits | 2,824 | 2,318 |
| • *Salary components* | *1,559* | *1,403* |
| • *Other short-term components* | *1,264* | *916* |
| Post-employment benefits [1] | 570 | 638 |
| End of work contract packages [2] | 2,113 | 2,383 |
| Share-based payments | 145 | 173 |

*(1) Including data under the defined benefit pension plan: service costs and interest credited for the period from 01/10/2020 to 30/09/2021.*

*(2) Set on the basis of theoretical maxima.*

## 9.2 HEADCOUNT

| | 30/09/2020 | 30/09/2019 |
|---|---|---|
| **Average headcount** | | |
| France | 3,564 | 4,352 |
| Others (Outside France)* | 751 | 777 |
| **TOTAL AVERAGE HEADCOUNT** | **4,315** | **5,129** |

* *Excluding Familypark in 2019.*

At 30 September 2020, headcount broke down as follows:

- Ski areas 20.1%;
- Leisure parks 73.6%;
- Holdings and supports 6.3%.

## 9.3 OFF-BALANCE SHEET COMMITMENTS

### Operating leases and leasing contracts

The CDA Group's lease commitments at 30 September 2020 were as follows:

| *(in thousands of euros)* | < 1 year | From 1 to 5 years | > 5 years | TOTAL |
|---|---|---|---|---|
| Rent | 1,680 | 2,092 | 317 | 4,089 |

### Other commitments

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Sureties and endorsements | 56 | 454 |
| Liability guarantee given | 10,701 | 11,086 |
| Purchase commitments granted | 10,713 | - |
| Other | 57,011 | 24,788 |
| **COMMITMENTS GIVEN** | **78,481** | **36,328** |
| Liability guarantee received | 2,050 | 1,550 |
| Sureties received | 9,784 | 10,504 |
| Other | - | - |
| **COMMITMENTS RECEIVED** | **11,834** | **12,054** |

The Group's main off-balance sheet commitments are as follows:

- the Group's commitments in terms of rent amounted to €4.1 million. They represent contracts considered to be of low value or with a duration of less than one year and not restated in accordance with IFRS 16 (see Note 8);
- in the context of the creation of real estate companies to stimulate the refurbishment of the real estate assets of the resorts, the ski lift companies provide investors with guaranteed rents during the refurbishment period, and then to put them back on the market. These commitments amount to approximately €14.9 million;
- the real estate commitments of the Deux Alpes Loisirs sub-group: its subsidiary SC2A provided a guarantee to cover up to €2.5 million in current lease payments;
- the financing facilities granted by CDA Financement to the companies SAP Invest, SAP Location, Val-d'Isère Immobilier and Panoramic and not used at 30 September 2020 amounted to €4 million;
- as part of the Futuroscope transformation plan, the following guarantees were given by Compagnie des Alpes SA:
  - a letter of intent has been signed guaranteeing 25% of the amount of the works commitment relating to the installations and buildings of the current fleet, estimated at €100 million, *i.e.* a maximum lump sum equal to €25 million,
  - a letter of intent was signed guaranteeing two years of rents from the current portfolio amounting to €6.2 million,
  - lastly, a rental guarantee for one quarter was given for the second park, which is planned to be built, for an amount of €279 thousand;
- the guarantees given are as follows:
  - two parent-company guarantees at first request amounting to a total of €9.7 million given to the City of Paris for Jardin d'Acclimatation, the first for €8.7 million in relation to the operating fee until 2041, and the second for €1 million in relation to the execution of the contractual investment programme until 2024,
  - in December 2017, as part of the Public Service Delegation between SCV Domaine Skiable and SIGED, CDA granted a first-demand payment guarantee for the fee. This guarantee covers an amount of €600 thousand for FY 2019/2020,
  - a bank guarantee and parent company guarantee at first request of CHF750 thousand, given for the By Grévin site,
  - as part of the Travelfactory purchase, the parties granted each other put and call options on the balance of the Company's shares for a total maximum residual amount of €3.8 million, over a remaining period of 1 year;

- as of 30 September 2020, the commitments received break down as follows:
  - sureties received mainly come from:
    - guarantees of €7.1 million given to ADS on land deals,
    - guarantees received from suppliers for €1.1 million for work on Parc Astérix and €0.4 million for work on the Val-d'Isère resort,
    - a surety received on the tourist service guarantees for Futuroscope Destination in the amount of €1.2 million,
  - a €1.6 million liability guarantee received on the acquisition of Travelfactory,
  - a €0.5 million liability guarantee received on the acquisition of Cassiopée,
  - when acquiring Futuroscope (in January 2011), the sellers provided Compagnie des Alpes with representations and warranties indemnifying it in the event of inspection by tax, parafiscal, social, customs, social security, and other bodies. These representations and warranties remain in force until the corresponding legal and regulatory terms expire;
- moreover, under the various contracts signed by the Compagnie des Alpes Group, the subsidiaries may enter into agreements on investment budgets. Such agreements are variable and can be reviewed, mainly with regard to their term, amount and nature, depending on the contract and implementation opportunities. In light of certain lease contracts signed by the Leisure parks, these investment budget agreements may concern all of the Group's subsidiaries.

## 9.4 SUBSEQUENT EVENTS

On 12 October, Compagnie des Alpes signed a new shareholder agreement with Banque des Territoires - Caisse des Dépôts, the department of Vienne and SEM Patrimoniale de la Vienne, which commits the partners to a major investment plan of €300 million (including €200 million carried by Compagnie des Alpes) over the next ten years.

This transforming project for Futuroscope concerns the current site as well as a new adjacent business park, which Compagnie des Alpes will manage operationally under a new 30-year lease. The aim of this project is to strengthen the appeal of Futuroscope as an exceptional short-stay destination in France and in Europe.

## 9.5 PERSONS RESPONSIBLE FOR AUDITING THE FINANCIAL STATEMENTS

### Identity of the Statutory Auditors

**PricewaterhouseCoopers Audit SA**
63, rue de Villiers
92200 Neuilly-sur-Seine

Incumbent Statutory Auditor represented by Mrs Françoise Garnier.

Registered with the Compagnie régionale des commissaires aux comptes de Versailles.

Reappointed on 8 March 2018. Term of appointment ends at the close of the Ordinary Shareholders' Meeting called to approve the FY 2022/2023 financial statements.

**Cabinet Mazars**
Exaltis
61, rue Henri Régnault
92075 Paris La Défense Cedex

Incumbent Statutory Auditor represented by Mr Gilles Rainaut.

Registered with the Compagnie régionale des commissaires aux comptes de Versailles.

Reappointed on 10 March 2016. Term of appointment ends at the close of the Ordinary Shareholders' Meeting called to approve the FY 2020/2021 financial statements.

**Virginie Chauvin**
Exaltis
61, rue Henri Régnault
92075 Paris La Défense Cedex

Alternate Statutory Auditor.

Registered with the Compagnie régionale des commissaires aux comptes de Versailles.

Appointed on 10 March 2016, replacing Mr Raymond Pétroni whose term of appointment expired recently. Term of appointment ends at the close of the Ordinary Shareholders' Meeting called to approve the FY 2020/2021 financial statements.

## 9.6 STATUTORY AUDITORS' FEES

| | Mazars | | | | PricewaterhouseCoopers Audit S.A. | | | |
|---|---|---|---|---|---|---|---|---|
| | Amounts | | % | | Amounts | | % | |
| *Amounts (in thousands of euros)* | 2020 | 2019 | 2020 | 2019 | 2020 | 2019 | 2020 | 2019 |
| **Audit** | | | | | | | | |
| **Statutory audit, certification, examination of separate and consolidated financial statements** | | | | | | | | |
| Issuer | 202 | 192 | 21% | 25% | 202 | 192 | 37% | 28% |
| Fully consolidated subsidiaries | 485 | 489 | 50% | 64% | 351 | 409 | 63% | 60% |
| **Services other than certification*** | | | | | | | | |
| Audit-related work | 46 | 31 | 5% | 4% | 0 | 0 | 0% | 0% |
| Other | 230 | 48 | 24% | 6% | 0 | 83 | 0% | 12% |
| **SUBTOTAL** | **963** | **760** | **100%** | **100%** | **553** | **684** | **100%** | **100%** |

* *- Services other than the certification of financial statements (SAAC) required by the regulations: reports on CDA SA's statement of non-financial performance.*
*- Services other than the certification of financial statements (SAAC) not required by the regulations: statements of expenditure, cost base, due diligence.*

## 5.3.3 STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

(Fiscal year ended 30 September 2020)

To the Shareholders' Meeting of Compagnie des Alpes,

### Opinion

Under the terms of the mission entrusted to us by your Shareholders' Meetings, we have performed an audit of the annual financial statements of Compagnie des Alpes for the fiscal year ended 30 September 2020, such as they are attached to this report.

We certify that the consolidated financial statements are, according to the IFRS standard adopted in the European Union, regular and honest and give a true image of the result of the transactions in the past fiscal year and the financial situation and assets, at the end of the fiscal year, of the unit composed of the persons and entities included in the consolidation.

The opinion expressed above is consistent with the content of our report to the Audit and Finance Committee.

### Basis for our opinion

#### Audit guidelines

We have carried out our audit in accordance with the professional standards applicable in France. We feel that the audit evidence we collected provides a sufficient and adequate basis for our opinion.

The responsibilities incumbents upon us pursuant to these standards are specified in the part "Responsibilities of the Statutory Auditors relative to the audit of the consolidated financial statements" in the present report.

#### Independence

We have carried out our audit in compliance with the independence provided for in the French Commercial Code and the French Code of Ethics for Statutory Auditors, during the period from 1 October 2019 to the date of our report, and in particular we have not provided services prohibited under Article 5, paragraph 1, of regulation (EU) No. 537/2014.

#### Comment

Without calling into question the opinion expressed above, we would like to draw your attention to Notes 1 "Accounting principles and methods" and 8.1 "Impact of IFRS 16 on the financial statements" to the consolidated financial statements, which set out the following: impact of the first-time application, at 1 October 2019, of IFRS 16 "Leases".

### Justification of our assessments – Key points of the audit

The global crisis in relation to the Covid-19 pandemic creates special conditions for the preparation and auditing of the financial statements for this fiscal year. This crisis and the exceptional measures taken as part of the health emergency are having multiple consequences for companies, particularly as regards their activity and financing, as well as increased uncertainty about their future outlook. Some of these measures, such as travel restrictions and teleworking, have also had an impact on the internal organisation of companies and the way in which audits are carried out.

It is in this complex and evolving context that, pursuant to the provisions of Articles L. 823-9 and R. 823-7 of the French Commercial Code relating to the justification of our assessments, we bring to your attention the key points of the audit relating to the risks of material misstatement which, in our professional judgement, were the most important for the audit of the consolidated financial statements for the year, as well as the responses we have provided to these risks.

These assessments were made as part of the consolidated financial statements taken as a whole and the formation of our opinion expressed above. We express no opinion on elements of these consolidated financial statements taken in isolation.

#### Recognition of revenue

**Risk identified:**

The Group's revenue mainly derives from tickets for entry to leisure parks and museums and sales of passes in ski resorts.

The resulting income is recognised from ticketing computer systems which may vary depending on the sites.

Although the Group relies on several systems for internal control (distribution of internal control guides, campaigns for the self-evaluation of sites, etc.) to ensure the accuracy and comprehensiveness of the revenue, we nevertheless considered that the recognition of ticket sales is a key point in the audit, due to the volume of individual transactions, the large number of sites concerned and the existence of different ticketing systems.

**Our solution:**

In the context of our audit, while adapting the level of checks according to the estimated level of risk for each site, particularly when new ticketing software is developed, our work includes:

- a critical review of the internal-control systems for checking the effectiveness of the procedures put in place to calculate the revenue;
- a critical review of the control environment for the IT systems used, with the help of our IT experts;

- detailed analytical reviews in order to corroborate the quantified data with seasonal and customer-attendance trends and to ensure that price changes are taken into account;
- reconciliation between data from the ticketing systems, incoming payments and data recognised in the accounts.

### Accounting treatment of the concessions for ski areas

**Risk identified:**

The operation of the ski areas by Compagnie des Alpes lies within a complex legal framework:

- the specifics of the mechanical-ski-lifts public service are recognised at the legislative and regulatory level *via* the Mountain Act of 9 January 1985, the major provisions of which were incorporated in the French Tourism Code;
- public service concessions (PSC) signed between the subsidiaries of Compagnie des Alpes and the local authorities set the main economic parameters for the equilibrium of the PSC relative essentially to investments, fees paid, changes to prices and the devolution of assets at the end of the concession.

We considered that the accounting translation of the elements in the life of these contracts is a key point of the audit, because recording transactions directly related to these contracts is complex:

- each subsidiary signs a specific contract with the local authority upon which the ski area is dependent;
- the accounting treatment of assets is specific to each of the concessions;
- the determination of the recovery value of assets at the end of the concession may, according to the contracts, require the use of judgements and estimates by the management;
- the management's assumption that the concessions will be renewed made by the management when carrying out its impairment tests must take into account the latest discussions with the local authorities.

**Our solution:**

We have taken note of the legal commitments and transactions related to the implementation of these contracts.

We have checked the correct accounting translation of these transactions, particularly with regard to the treatment of the concession assets and the investment commitments.

Where applicable, we have corroborated our analyses by interviews with the Financial Department and Legal Department, notably to understand the judgements and estimates adopted.

We took note of the negotiations in progress, in order to verify the reasonableness of the assumptions used by the Management and their consequences in terms of accounting treatment, in particular in the determination of the business plans used to perform the impairment tests.

In particular, we verified the accounting treatment of the effects of the early termination of the PSC contracts in the Deux Alpes ski area, and assessed the reasonableness of the assumptions made by management, notably for the measurement of the fair value of the assets and the appropriateness of the presentation of assets and liabilities held for sale.

We have also assessed the appropriate character of the information referred to in the consolidated financial statements, notably in Note 1.14 relating to the concessions.

### Impairment testing of intangible assets, property, plant and equipment, and IFRS 16 right-of-use assets

**Risk identified**

At 30 September 2020, the net value of intangible and tangible assets stood at €1,647 million compared with a balance sheet total of €1,990 million. These assets are composed of goodwill (€270 million, see Note 6.1), intangible assets (€78 million, see Note 6.2), property, plant and equipment (€1,128 million, see Note 6.3) and IFRS 16 right-of-use assets (€170 million, see Note 8).

As indicated in Note 1.15 "Impairment of assets" to the consolidated financial statements, the recoverable amount of these assets is tested by Management as soon as events or changes in the market environment or internal factors indicate a risk of long-term loss of value and at least once a year for assets with an indefinite useful life.

The Covid-19 pandemic and the lockdown measures decided by the governments of the countries in which the Group operates, have led to a complete halt in the activity of the Group's business lines as of 14 March 2020. Given the impact of the pandemic on the risk rate and the Group's activities, as indicated in the note "Highlights of the year - Consequences of the Covid-19 pandemic" and Note 6.1 "Goodwill", the Group recorded an impairment of the carrying amount of its goodwill for a total amount of €48.8 million for the fiscal year ended 30 September 2020.

We considered the valuation of these assets to be a key audit matter due to:

- on the one hand, the health crisis related to Covid-19 which has had a significant impact on the Group's activities;
- secondly, the determination of their recoverable amount, based on discounted future cash flow forecasts that require the use of assumptions, estimates or assessments;
- and, finally, the high sensitivity of these assumptions on the results of the impairment tests implemented, particularly in the very specific context of the Covid-19 pandemic.

To determine the recoverable amount of these assets, the main assumptions, the methodology used and the sensitivity tests are described in Notes 1.15 and 6.1 to the consolidated financial statements, the latter presenting the various business recovery scenarios modelled by the Group in this context of uncertainty.

### Our solution

We have examined the procedures for implementing the impairment tests performed by the Group. These are based in particular on medium-term business plans prepared for each site, reviewed and approved by the Group's governance.

We have assessed:

- the quality of the process for drawing up and approving the 2020/2021 budget and, more broadly, the medium-term plans for 2020/2025 drawn up by the Group's Executive Management, presented to the Board of Directors and revised by the latter in November 2020;
- the reasonableness of the main estimates in relation to the various structuring scenarios for opening or operating both the Leisure parks and the Ski areas: cash flow forecasts (notably for 2020/2021), return to normal during the term of the plan, long-term growth rate, and discount rate used;
- for other assets, the reasonableness of the estimates used.

We also assessed the consistency of the scenario used by Management that led to the impairment of the assets and carried out our own sensitivity analyses on the impairment tests.

These analyses were carried out with the assistance of our valuation experts and have been shared with the Group's Executive Management.

We have also assessed the appropriate character of the information presented for the impairment tests for assets and checked the quantified information provided in Note 6.1 to the consolidated financial statements and relating to the sensitivity tests.

## Specific checks

We also carried out, in accordance with the standards of professional practice applicable in France, the specific checks required by the law and regulations on disclosures relating to the Group, given in the Board of Directors' management report.

We have no comment to make regarding their fairness and consistency with the consolidated financial statements.

We certify that the consolidated Statement of Non-Financial Performance specified by Article L. 225-102-1 of the French Commercial Code is present in the management report, with the understanding that, in compliance with the provisions of Article L. 823-10 of this Code, we have not checked the faithfulness or consistency of the information contained in this statement with the consolidated financial statements, which must be performed by an independent third-party.

## Information under other legal and regulatory obligations

### Appointment of the Statutory Auditors

We have been appointed Statutory Auditors of Compagnie des Alpes by the Shareholders' Meeting, in 1998 in the case of Mazars and in 1991 in the case of PricewaterhouseCoopers Audit.

On 30 September 2020, the firm Mazars was in the 23rd year of its mission without interruption and the firm PricewaterhouseCoopers Audit was in its 30th year, *i.e.* 23 and 27 years respectively since the Company's shares were listed for trading on a regulated market.

### Responsibilities of the management and the persons responsible for corporate governance with regard to the consolidated financial statements

It is the responsibility of the management to prepare consolidated financial statements that present a true image in accordance with the IFRS standards as adopted in the European Union and to set up the internal control it deems necessary to the preparation of consolidated financial statements and to ensure that they are free of material misstatements, whether these result from fraud or error.

At the time of preparing the consolidated financial statements, it is the responsibility of the management to assess the Company's ability to continue its operation, to present in these financial statements, where applicable, the necessary information relating to business continuity and to apply the accounting concept of a going concern, except where the Company plans to liquidate or cease trading.

It is the responsibility of the Audit and Finance Committee to monitor the process by which financial information is prepared and the efficiency of the internal control and risk management systems, as well as, where applicable, that of the internal audit, with regard to procedures for preparing and processing accounting and financial information.

The consolidated financial statements have been approved by the Board of Directors.

### Responsibilities of the Statutory Auditors regarding the audit of the consolidated financial statements

#### Audit objective and approach

It is our responsibility to prepare a report on the consolidated financial statements. Our aim is to obtain reasonable assurance that the consolidated financial statements, taken as a whole, are free from material misstatement. Reasonable assurance corresponds to a high level of assurance but does not guarantee that an audit performed in accordance with professional standards of practice will systematically detect all material misstatements. Misstatements can arise due to fraud or error and are considered to be material if they, individually or in the aggregate, could be reasonably expected to influence the economic decisions of users taken on the basis of the financial statements.

As specified in Article L. 823-10-1 of the French Commercial Code, our mission to certify the financial statements does not consist in guaranteeing the viability or quality of the management of your Company.

In the context of an audit performed in accordance with the professional standards of practice applicable in France, the Statutory Auditor exercises his or her professional judgement throughout the audit.

Furthermore:

- he or she identifies and assesses the risks that the consolidated financial statements may contain material misstatements, whether these are due to fraud or error, defines and implements audit procedures to address these risks and collects evidence that he or she considers sufficient and appropriate as a basis for his or her opinion. The risk of not detecting a material misstatement arising from fraud is greater than that of a material misstatement resulting from error, because fraud may involve collusion, falsification, wilful omission, false statements or circumvention of the internal control system;
- the auditor reviews the internal control system relevant to the audit in order to define audit procedures that are appropriate in the circumstances, and not in order to express an opinion on the effectiveness of the internal control system;
- he or she assesses the appropriateness of the accounting methods used and the reasonableness of accounting estimates made by the management, as well as the related information provided in the consolidated financial statements;
- he or she assesses the appropriateness of the management's application of the accounting principle of going concern and, depending on the evidence collected, the existence or otherwise of significant uncertainty relating to events or circumstances likely to call into question the Company's ability to continue operating. This assessment is based on the evidence collected up to the date of the auditor's report, bearing in mind that subsequent circumstances or events could jeopardise business continuity. If the auditor identifies the existence of significant uncertainty, he or she shall draw readers' attention to the information provided in the consolidated financial statements regarding this uncertainty or, if this information is not provided or is not relevant, he or shell shall prepare a certification with reservation or refuse to certify the financial statements;
- the auditor evaluates the overall presentation of the consolidated financial statements and assesses whether the consolidated financial statements reflect underlying transactions and events so as to give a true and fair image;
- concerning the financial information of the persons or entities included within the scope of consolidation, it connects the elements that it considers sufficient and appropriate to express an opinion on the consolidated financial statements. It is responsible for the management, supervision and performance of the audit of the consolidated financial statements, as well as the opinion expressed on these statements.

**Report of the Audit and Finance Committee**

We provide a report to the Audit and Finance Committee which presents the scope of the audit and the programme of work carried out, as well as the conclusions derived from our work. We also draw the attention of the committee, where applicable, to significant weaknesses in the internal control system that we have identified concerning procedures for the preparation and processing of accounting and financial information.

Among the information presented in the report to the Audit and Finance Committee are the risks of material misstatements, which we deem the most significant for the audit of the consolidated financial statements for the fiscal year and that consequently constitute the key points of the audit, which we must describe in this present report.

We also provide the Audit and Finance Committee with the statement referred to in Article 6 of regulation (EU) No. 537-2014 confirming our independence, within the meaning of the rules applicable in France such as they are set out in Articles L. 822-10 to L. 822-14 of the French Commercial Code and in the French Code of Ethics for Statutory Auditors. Where applicable, we discuss any risks that may threaten our independence and the safeguard measures applied with the Audit and Finance Committee.

Neuilly-sur-Seine and Courbevoie, 28 January 2021

The Statutory Auditors

| PRICEWATERHOUSECOOPERS AUDIT | MAZARS |
|---|---|
| Françoise Garnier-Bel | Gilles Rainaut |

# 5.4 Parent-company financial statements

## 5.4.1 BALANCE SHEET, INCOME STATEMENT AND CASH FLOW STATEMENT AT 30 SEPTEMBER 2020

### BALANCE SHEET ASSETS

| | 30/09/2020 | | | 30/09/2019 |
|---|---|---|---|---|
| *(in thousands of euros)* | Gross amount | Amortisation, depreciation and provisions | Net amount | |
| Intangible assets | 27,678 | 18,216 | 9,462 | 6,784 |
| Property, plant and equipment | 3,851 | 2,958 | 893 | 829 |
| Non-current financial assets | 939,944 | 119,706 | 820,238 | 883,013 |
| **NON-CURRENT ASSETS** | **971,473** | **140,880** | **830,593** | **890,626** |
| Accounts receivable | 8,940 | - | 8,940 | 9,628 |
| Cash position | 6 | - | 6 | 178 |
| **CURRENT ASSETS** | **8,946** | **-** | **8,946** | **9,806** |
| Prepaid expenses | 1,945 | - | 1,945 | 1,738 |
| Currency translation adjustments | 55 | | 55 | |
| **TOTAL ASSETS** | **982,419** | **140,880** | **841,539** | **902,170** |

### BALANCE SHEET LIABILITIES

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| Share capital | 186,829 | 186,425 |
| Issue premium and merger premium | 263,018 | 263,018 |
| Legal reserve | 18,643 | 17,981 |
| Other reserves | 788 | 1,192 |
| Retained earnings | 61,165 | 64,334 |
| Net income for the period | -32,360 | 14,592 |
| **SHAREHOLDERS' EQUITY** | **498,083** | **547,542** |
| Provisions for contingencies and charges | 8,232 | 3,278 |
| Borrowings | 309,801 | 328,175 |
| Operating liabilities | 19,346 | 14,626 |
| Other liabilities and adjustment accounts | 6,077 | 8,094 |
| **LIABILITIES** | **335,224** | **350,895** |
| Translation adjustments (liabilities) | | 455 |
| **TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES** | **841,539** | **902,170** |

## INCOME STATEMENT

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| **REVENUE (EXCL. VAT)** | **29,517** | **31,017** |
| Other revenue | | 16 |
| Reversal of provisions and expense transfers | 865 | 1,966 |
| **OPERATING INCOME** | **30,382** | **32,999** |
| Purchases and external costs | 16,085 | 18,073 |
| Taxes other than on income | 943 | 757 |
| Payroll and social security charges | 21,498 | 20,664 |
| Amortisation and depreciation | 3,332 | 2,783 |
| Provisions | 903 | 1,230 |
| Other expenses | 150 | 133 |
| **OPERATING EXPENSES** | **42,911** | **43,640** |
| **OPERATING INCOME** | **-12,529** | **-10,641** |
| **NET FINANCIAL INCOME** | **-27,323** | **19,897** |
| **INCOME FROM ORDINARY ACTIVITIES BEFORE TAX** | **-39,852** | **9,256** |
| Net extraordinary income | -250 | -97 |
| Income tax | 7,742 | 5,433 |
| **NET INCOME** | **-32,360** | **14,592** |

## STATEMENT OF CASH FLOWS

| *(in thousands of euros)* | 30/09/2020 | 30/09/2019 |
|---|---|---|
| **Net income** | **-32,360** | **14,592** |
| Amortisation, depreciation and provision increases and reversals (incl. impairment) | 79,430 | 23,006 |
| Gains and losses on disposal | -1 | 22 |
| Dividends received | -55,410 | -46,952 |
| **OPERATING CASH FLOW** | **-8,341** | **-9,332** |
| Net cost of debt | 6,852 | 6,256 |
| Income tax expense | -7,742 | -5,408 |
| **OPERATING CASH FLOW** | **-9,231** | **-8,484** |
| Changes in WCR | -837 | 593 |
| Tax paid | 12,197 | 5,498 |
| **CASH FLOWS FROM OPERATING ACTIVITIES** | **2,129** | **-2,423** |
| Acquisitions of property, plant and equipment and intangible assets | -6,631 | -4,450 |
| Acquisitions of non-current financial assets | -6,187 | -71,173 |
| Disposal and redemption of non-current financial assets | | 308 |
| Dividends received | 52,772 | 46,952 |
| **CASH FLOWS FROM INVESTING ACTIVITIES** | **39,954** | **-28,363** |
| Change in overdrafts | 47,870 | -12,923 |
| Payment of financial expenses and write-offs | -6,779 | -6,204 |
| CHANGES IN SUNDRY RECEIVABLES AND PAYABLES | - | - |
| Dividends awarded to shareholders | -17,100 | -15,851 |
| **CASH FLOWS FROM FINANCING ACTIVITIES** | **23,991** | **-34,978** |
| **CHANGE IN CASH POSITION** | **66,074** | **-65,764** |
| Cash position at beginning of reporting period | -66,596 | -832 |
| **Cash position at reporting date** | **-522** | **-66,596** |
| **CHANGE IN CASH POSITION** | **66,074** | **-65,764** |

## 5.4.2 NOTES TO THE PARENT-COMPANY FINANCIAL STATEMENTS

These additional notes to the parent-company financial statements of Compagnie des Alpes SA for the 12-month period ended 30 September 2020 contain additional information on the balance sheet, which totals €841,539 thousand, and the income statement, which shows a deficit of -€32,360 thousand.

### CONTENT

NOTE 1 KEY EVENTS DURING THE FISCAL YEAR 188
NOTE 2 ACCOUNTING PRINCIPLES, RULES AND POLICIES 188
NOTE 3 NOTES RELATING TO THE BALANCE SHEET 189
NOTE 4 NOTES RELATING TO THE INCOME STATEMENT 193
NOTE 5 OFF-BALANCE SHEET COMMITMENTS 194
NOTE 6 EVENTS AFTER THE REPORTING DATE 195
NOTE 7 EARNINGS AND OTHER KEY INFORMATION OVER THE PAST FIVE REPORTING PERIODS 195

## Note 1 Key events during the fiscal year

### CONSEQUENCES OF THE COVID-19 PANDEMIC

The Covid-19 pandemic and the lockdown measures decided by the governments of the countries in which the Group operates, have led to a complete halt in the activity of the Group's business lines from 14 March 2020.

The winter season of the Ski areas was definitively stopped on this date and the activity of the Leisure parks was suspended until a reopening date between the end of May (Holland, Austria), mid-June (France) and the beginning of July (Belgium).

This pandemic had a very significant negative impact on the Group's results and consequently led to the recognition of impairment losses on financial assets amounting to €71.1 million as of 30 September 2020.

## Note 2 Accounting principles, rules and policies

The annual financial statements are presented in accordance with the generally accepted accounting principles in France.

The basic method used to measure assets and liabilities was the historical cost method. The main policies applied are as follows:

### 2.1 INTANGIBLE ASSETS

Software is amortised on a straight-line basis over one to three years. However, a period of five years may be used for significant projects (CRM, datalakes, sales tunnels).

### 2.2 PROPERTY, PLANT AND EQUIPMENT

Depreciation is calculated on the basis of the estimated useful lives of the various types of assets. Property, plant and equipment are measured at acquisition cost. The useful lives are as follows:

- General installations 10 years
- Equipment (vehicles, office and computer equipment) 3 to 5 years
- Office furniture 5 to 10 years

### 2.3 FINANCIAL ASSETS

Shareholdings are recognised at acquisition cost.

The acquisition costs of shareholdings included in the cost of securities are subject to accelerated straight-line amortisation over five years.

Shareholdings are tested annually for impairment, on the basis of a number of valuation factors (net assets, growth prospects determined in relation to the medium-term business plans of the companies in question, estimated realisable value, etc.). Impairment may be recognised when the valuation (based on a number of valuation factors) is lower than the cost price.

Loans, deposits, and other capitalised receivables are measured at their nominal value minus any impairment losses depending on their recoverable nature.

### 2.4 RECEIVABLES

Receivables are measured at their nominal value. Impairment is recognised when the net asset value falls below the book value.

### 2.5 POST-EMPLOYMENT BENEFITS

The obligations of Compagnie des Alpes with respect to post-employment benefits are measured and recognised off-balance sheet. The calculation method complies with the Company's collective arrangements that came into force on 1 July 2009.

The obligation is calculated on the basis of current salaries (fixed salary and bonuses), including benefits to be paid when employees retire, and taking into account seniority at retirement date. The assumption of voluntary retirement at the age of 62 was taken as the most probable. The benefits reflect a number of coefficients and assumptions (anticipated life expectancy, changes in the benefit calculation basis, inflation, etc.). The discount rate is based on the performance of the 10-year iBOXX and amounts to 0.6% per annum for the fiscal year ended 30 September 2020 (0.50% at 30 September 2019).

## Note 3 Notes relating to the balance sheet

### 3.1 PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

The property, plant and equipment and intangible assets line items changed as follows:

| *(in thousands of euros)* | At 30/09/2019 | Increases | Decreases | At 30/09/2020 |
|---|---|---|---|---|
| Intangible assets | 21,990 | 5,688 | - | 27,678 |
| Depreciation of intangible assets | -15,206 | -3,010 | | -18,216 |
| **NET TOTAL** | **6,784** | **2,678** | **-** | **9,462** |

| *(in thousands of euros)* | At 30/09/2019 | Increases | Decreases | At 30/09/2020 |
|---|---|---|---|---|
| Property, plant and equipment | 3,483 | 385 | -17 | 3,851 |
| Amortisation of intangible assets | -2,654 | -321 | 17 | -2,958 |
| **NET TOTAL** | **829** | **64** | **-** | **893** |

Investments correspond, for the most part, to IT developments led by Compagnie des Alpes (in particular the development of CRM applications and datalakes).

### 3.2 FINANCIAL ASSETS

The changes in non-current financial assets can be summarised as follows:

| *(in thousands of euros)* | At 30/09/2019 | Increases | Decreases | At 30/09/2020 |
|---|---|---|---|---|
| Shareholdings | 900,220 | 5,662 | | 905,882 |
| Shareholdings in non-consolidated companies | 11,937 | | | 11,937 |
| Related receivables (and accrued interest not yet due) | 18,045 | 294 | -8 | 18,331 |
| Dividends receivable | - | 2,638 | | 2,638 |
| Deposits and guarantees | 442 | 1 | | 443 |
| Treasury stocks | 562 | | -21 | 541 |
| Outstanding cash for the market-making agreement | 370 | | -198 | 172 |
| **GROSS TOTAL** | **931,576** | **8,595** | | **939,944** |
| Impairment of shareholdings | -44,938 | -63,305 | | -108,243 |
| Impairment of related receivables | -3,625 | -7,838 | | -11,463 |
| **NET TOTAL** | **883,013** | **-62,548** | **-227** | **820,238** |

The increase in equity investments results from the acquisition of 10.9% of the shares of Travelfactory for €1.54 million bringing the stake to 84.18% (in accordance with commitments to purchase and sell shares) and an earn-out payment of €0.4 million for the acquisition of Familypark.

Compagnie des Alpes also carried out a capital increase for some of its subsidiaries:

- CDA Production for an amount of €0.7 million;
- Chaplin's By Grévin for an amount of €3.0 million.

Further advances of CAD1.25 million (or €0.8 million at 30 September 2020) were granted by Compagnie des Alpes to its subsidiary Grévin Montréal during the year, taking the total amount of advances to CAD10.35 million. This receivable, which generated a positive translation adjustment of €55 thousand during the fiscal year ended 30 September 2020 (compared to a negative translation adjustment of €455 thousand at 30 September 2019), was fully impaired to take into account the financial situation of the subsidiary and its outlook.

In the context of the health crisis that sharply reduced corporate values net of debt (based on medium-term business plans), significant impairments were recorded during the year. Impairment of securities amounted to €108.24 million at 30 September 2020 after taking into account increases of €63.3 million for the fiscal year, which can mainly be analysed as follows:

- impairment of Belpark shares for an amount of €12 million;
- impairment of securities of HHH for an amount of €27.5 million;
- impairment of Travelfactory shares for an amount of €11.9 million.
- impairment of securities of By Grévin for an amount of €3.0 million;

- impairment of Jardin d'Acclimatation shares for an amount of €5.1 million;
- impairment of France Miniature shares for an amount of €1.1 million;
- impairment of CDA Management shares for an amount of €1.4 million.

Impairment of financial receivables amounted to €11.46 million at 30 September 2020 after taking into account increases of €7.8 million for the fiscal year, which can mainly be analysed as follows:

- impairment of Grévin Montreal's financial receivable for €3.2 million;
- impairment of Jardin d'Acclimatation's financial receivable for €4.6 million.

**SUBSIDIARIES AND SHAREHOLDINGS** *(IN THOUSANDS OF EUROS)*

| Financial information<br>Subsidiaries and shareholdings | Legal structure | Date for the last fiscal year ended | Share of the share capital held at 30 September 2020 (direct and indirect) |
|---|---|---|---|
| **Subsidiaries (at least 50% of the share capital held by the Company)** | | | |
| **BY GREVIN** [(b)] – GENEVA – SWITZERLAND | SA | 30/09/2020 | 100% |
| **CDA-DS** – SIREN no. 477 855 787 – 92100 BOULOGNE BILLANCOURT | SAS | 30/09/2020 | 100% |
| **GRÉVIN & CIE** – SIREN no. 334 240 033 – 60128 PLAILLY | SA | 30/09/2020 | 100% |
| **CDA FINANCEMENT** – SIREN no. 482 940 616 – 92100 BOULOGNE BILLANCOURT | SNC | 30/09/2020 | 100% |
| **CDA PRODUCTIONS** – SIREN no. 421 155 458 – 92100 BOULOGNE BILLANCOURT | SAS | 30/09/2020 | 100% |
| **MUSÉE GRÉVIN** – SIREN no. 552 067 811 – 75009 PARIS | SA | 30/09/2020 | 95.88% |
| **FRANCE MINIATURE** – SIREN no. 348 677 196 – 78990 ELANCOURT | SAS | 30/09/2020 | 100% |
| **HARDERWIJK HELLENDOORN HOLDING** – NL 3840 – HARDERWIJK – THE NETHERLANDS | BV | 30/09/2020 | 100% |
| **BELPARK** – 8902 LEPER – BELGIUM | BE | 30/09/2020 | 100% |
| **SOCIÉTÉ DU PARC DU FUTUROSCOPE** – SIREN no. 444 030 902 – 86130 JAUNAY CLAN | SA | 30/09/2020 | 45.55% |
| **CDA BRANDS** – SIREN no. 383 926 532 – 92100 BOULOGNE BILLANCOURT | SAS | 30/09/2020 | 100% |
| **AVENIR LAND** – SIREN no. 311 285 068 – 38630 LES AVENIÈRES | SAS | 30/09/2020 | 100% |
| **CDA MANAGEMENT** – SIREN no. 500 244 140 – 92100 BOULOGNE BILLANCOURT | SAS | 30/09/2020 | 100% |
| **LOISIRS RE** – L 8070 BERTRANGE – GD LUXEMBOURG | SA | 30/09/2020 | 100% |
| **CDA BEIJING BUSINESS CONSULTING** – CHINA – BEIJING | LTD | 30/09/2020 | 100% |
| **CDA DL** – SIREN no. 534 737 432 – 92100 BOULOGNE BILLANCOURT | SAS | 30/09/2020 | 100% |
| **INGELO** – SIREN no. 534 870 803 – 73000 CHAMBÉRY | SAS | 30/09/2020 | 100% |
| **MUSÉE GRÉVIN MONTRÉAL** [(b)] – MONTRÉAL QC – CANADA | Inc | 30/09/2020 | 100% |
| **TRAVELFACTORY** – SIREN no. 534 737 432 – 92210 CLICHY | SAS | 30/09/2020 | 84.18% |
| **SKI & SOLEIL** – SIREN no. 509 089 322 – 92210 CLICHY | SAS | 30/09/2019 | 100% |
| **FAMILYPARK GMBH** – SANKT MARGARETHEN – AUSTRIA | SARL | 30/09/2020 | 94.90% |
| **Shareholdings (10 to 50% of the share capital held by the Company)** | | | |
| **CMB** – SIREN no. 605 520 584 [(c)] – 74400 CHAMONIX | SA | 31/05/2020 | 37.49% |
| **JARDIN d'ACCLIMATATION** – SIREN no. 582 110 995 – 75009 PARIS | SA | 31/12/2019 | 20% |
| **2CO IMMO** – SIREN no. 809 948 870 – 05330 SAINT CHAFFREY | SAS | 31/12/2019 | 45% |
| **AZOR MANAGEMENT** – MOSCOW – RUSSIA | LLC | - | 15% |
| **SCI RT LES CLARINES** – SIREN no. 850 101 635 – 73000 CHAMBÉRY | SCI | N/A | 27.27% |

*(a) Principal amount.*
*(b) Conversion for €1: CHF1.0804 - CAD1.5676.*
*(c) Consolidated data of the CMB Group at 31 May 2020.*

## 3.3 LIQUIDITY CONTRACT AND TREASURY STOCK

Treasury stock and cash allocated to the liquidity contract are classified as "Non-current financial assets".

Pursuant to the share buyback programme authorised by the Combined Ordinary and Extraordinary Shareholders' Meeting of 7 March 2019, CDA's liquidity contract consisted of the following at 30 September 2020:

- 31,932 shares representing a gross book value of €540 thousand;
- cash of €172 thousand (principal and accrued interest).

Regarding the CDA stock price which stood at €16.9 at 30 September 2020, no impairment loss was recognised.

## 3.4 OPERATING RECEIVABLES

The "accounts receivable" line item stood at €8,940 thousand. It comprised:

- trade receivables €3,545 thousand;
- advances to suppliers €22 thousand;
- tax and payroll receivables €5,373 thousand.

| Share capital | Shareholders' equity other than share capital incl. net income | Loans and advances granted by the Company and still outstanding [a] | Amounts of guarantees and guarantees given by CDA | Revenue excluding taxes | Net income | Dividends paid to CDA during the reporting period | Gross book value of shares | Net book value of shares |
|---|---|---|---|---|---|---|---|---|
| 2,962 | -2520 | | 691 | 3,260 | -2,559 | 0 | 6,163 | 0 |
| 298,531 | 118,428 | | 0 | 427 | 34,017 | 35,700 | 318,531 | 318,531 |
| 52,913 | -5,992 | | 0 | 79,539 | -11,660 | 10,517 | 114,541 | 114,541 |
| 1,010 | 1,866 | | 0 | 0 | 630 | 800 | 1,000 | 1,000 |
| 664 | -790 | | 0 | 858 | -490 | 0 | 10,738 | 0 |
| 4,603 | -2,258 | | 0 | 7,998 | -3,801 | 926 | 30,061 | 30,061 |
| 1,809 | -2046 | | 0 | 1,959 | -1280 | 0 | 6,012 | 0 |
| 252 | 92,477 | | 0 | 0 | -2,178 | 0 | 105,478 | 67,078 |
| 97,164 | 23,856 | | 0 | 32,549 | -19,420 | 2,638 | 142,546 | 130,546 |
| 6,504 | 10,672 | | 25000 | 52,587 | -16,461 | 3,122 | 28,593 | 28,593 |
| 713 | 23,496 | | 0 | 0 | 118 | 1,000 | 16,850 | 16,850 |
| 915 | 546 | | 0 | 9,391 | -3081 | 900 | 16,038 | 16,038 |
| 331 | 353 | | 0 | 2,056 | 347 | 0 | 2574 | 174 |
| 2,075 | 0 | | 0 | 0 | 0 | 0 | 2,075 | 2,075 |
| 1,059 | -1,144 | | 0 | 12 | -345 | 0 | 1130 | 1 |
| 2685 | 87 | | 0 | 115 | 6 | 0 | 2,725 | 2,725 |
| 100 | 276 | | 0 | 6,231 | 108 | 200 | 100 | 100 |
| 11,164 | -12.028 | 6,602 | 0 | 450 | -1,702 | 0 | 13,312 | 0 |
| 128 | -6,077 | | 0 | 55,416 | -4059 | 0 | 11,867 | 0 |
| 8 | 28 | | 0 | 2,595 | 61 | 0 | 1,010 | 1,010 |
| 50 | 9,391 | | 0 | 12,526 | -2,744 | 0 | 48,993 | 48,993 |
| 6,885 | 129,563 | | 0 | 94,006 | 15,165 | 3592 | 26,557 | 26,557 |
| 7,738 | -854 | 6,893 | 0 | 27,519 | -4,953 | 0 | 5,107 | 0 |
| 3,580 | -396 | 414 | - | 593 | 2 | - | 1611 | 1,439 |
| - | - | - | - | - | - | - | 55 | 55 |
| N/A | N/A | 1,500 | N/A | N/A | N/A | N/A | 1,500 | 1,500 |

## 3.5 PREPAID EXPENSES

Prepaid expenses of €1,944 thousand included:

- operating expenses €1,686 thousand;
- financial expenses related to a bond issue €259 thousand.

These costs are expensed on a straight-line basis over the term of the bond.

## 3.6 SHARE CAPITAL

At 30 September 2020, the share capital consisted of 24,510,101 ordinary shares with no stated nominal value.

The financial statements of Compagnie des Alpes and its subsidiaries are fully consolidated by Caisse des Dépôts et Consignations (CDC).

## 3.7 CHANGE IN EQUITY

The change in shareholders' equity breaks down as follows:

| *(in thousands of euros)* | Share capital | Issue premium & merger bonus | Reserves | Retained earnings | Income | Shareholders' equity |
|---|---|---|---|---|---|---|
| **SHAREHOLDERS' EQUITY AT 30 SEPTEMBER 2018** | **186,091** | **263,018** | **18,659** | **64,072** | **16,961** | **548,801** |
| Appropriation of results | | | 848 | 16,113 | -16,961 | - |
| Dividend payout | | | | -15,851 | | -15,851 |
| Capital increase | 334 | | -334 | | | - |
| Net income for the period | | | | | 14,592 | 14,592 |
| **SHAREHOLDERS' EQUITY AT 30 SEPTEMBER 2019** | **186,425** | **263,018** | **19,173** | **64,334** | **14,592** | **547,542** |
| Appropriation of results | | | 662 | 13,930 | -14,592 | - |
| Dividend payout | | | | -17,100 | | -17,100 |
| Capital increase | 404 | | -404 | | | - |
| Net income for the period | | | | | -32,360 | -32,360 |
| **SHAREHOLDERS' EQUITY AT 30 SEPTEMBER 2020** | **186,829** | **263,018** | **19,431** | **61,164** | **-32,360** | **498,083** |

The Shareholders' Meeting of 7 March 2020 approved the dividend distribution of €17,100 thousand during the appropriation of income for the reporting period ended 30 September 2019.

## 3.8 PROVISIONS FOR CONTINGENCIES AND CHARGES

| *(in thousands of euros)* | At 30/09/2019 | Increase | Decrease | At 30/09/2020 |
|---|---|---|---|---|
| Provisions for affiliate risks | 1,000 | | | 1,000 |
| Provisions for negative net positions | | 4,700 | | 4,700 |
| Provisions for contingencies | 2,128 | 886 | -686 | 2,328 |
| Provisions for foreign exchange losses | | 54 | | 54 |
| Provisions for charges | 150 | | | 150 |
| **TOTAL** | **3,278** | **5,640** | **-686** | **8,232** |

Provisions for negative net position of subsidiaries include the additional provisions required when the securities are fully impaired and the Company has no receivables from its subsidiaries. As of 30 September 2020, a provision for negative net position has been recorded for an amount of €4.7 million, and mainly corresponds to Travelfactory (€4.4 million).

Provisions for contingencies are related to identified risks or ongoing disputes.

The provision for foreign exchange losses corresponds to the translation adjustment (unrealised foreign exchange loss) calculated on the loan in Canadian dollars granted to Grévin Montreal.

## 3.9 BORROWINGS

Maturities of the Company's financial debt break down as follows:

| *(in thousands of euros)* | At 30/09/2019 | Increases | Decreases | At 30/09/2020 |
|---|---|---|---|---|
| Bonds | 100,000 | | | 100,000 |
| Group borrowings | 160,000 | 47,870 | | 207,870 |
| Accrued interest not yet due on bonds | 1,401 | 1,402 | -1,401 | 1,402 |
| Bank overdrafts | 66,774 | | -66,245 | 529 |
| **TOTAL** | **328,175** | **49,272** | **-67,646** | **309,801** |

| **Borrowings** *(in thousands of euros)* | Total | Maturity at less than 1 year | From 1 to 2 years | From 2 to 3 years | From 3 to 4 years | From 4 to 5 years | Over 5 years |
|---|---|---|---|---|---|---|---|
| Bonds | 100,000 | | | | 100,000 | | - |
| Group borrowings | 207,870 | 9,870 | 22,000 | 22,000 | 22,000 | 22,000 | 110,000 |
| Interest on bonds | 1,402 | 1,402 | | | | | - |
| Bank overdrafts (incl. intra-group) | 529 | 529 | | | | | - |
| **TOTAL** | **309,801** | **11,801** | **22,000** | **22,000** | **12,2000** | **22,000** | **110,000** |

The bond issue (for €100 million in 2014) is accompanied by a shareholder clause stipulating that the direct or indirect shareholding of Caisse des Dépôts in the capital of Compagnie des Alpes SA must be greater than or equal to 33.33%. If, without prior consent by the lending institution, Caisse des Dépôts were to directly or indirectly own less than 33.33% of the share capital and voting rights of the borrower, the lender could immediately call in the loan.

The bonds come with the obligation to respect a financial ratio based on the consolidated financial statements of Compagnie des Alpes Group.

The ratio that must be respected is the following:

| | Covenant | Ratio at 30/09/2020 |
|---|---|---|
| Consolidated net debt/Consolidated EBITDA | N/A | 8.1 |

The Group obtained an agreement from all of its banking and bond partners to suspend its debt leverage covenant (covenant holiday) for the next two dates on which it was to be tested, namely 30 September 2020 and 31 March 2021. Before obtaining the lenders' agreement to suspend the debt leverage covenant, the ratio to be respected was less than 3.50.

### 3.10 OPERATING LIABILITIES

Operating liabilities break down as follows:

| *(in thousands of euros)* | At 30/09/2020 | At 30/09/2019 |
|---|---|---|
| Trade payables | 7,631 | 6,498 |
| Liabilities towards staff and social security bodies | 6,586 | 7,390 |
| Tax liabilities (VAT and other taxes) | 887 | 526 |
| Customer credit notes | 4,242 | 2,844 |
| **TOTAL** | **19,346** | **17,258** |

### 3.11 OTHER LIABILITIES AND ADJUSTMENT ACCOUNTS

Other liabilities break down as follows:

| *(in thousands of euros)* | At 30/09/2020 | At 30/09/2019 |
|---|---|---|
| Tax consolidation current accounts | 5,531 | 4,214 |
| Corporate tax liabilities | - | 212 |
| Other debt | 546 | 1,036 |
| **TOTAL** | **6,077** | **5,462** |

## Note 4 Notes relating to the income statement

### 4.1 REVENUE

Revenue amounted to €29.5 million. These mainly consist of services provided by the Company on behalf of its subsidiaries (operational services and holding company services) and staff seconded to subsidiaries. Revenue was down €1.5 million compared to the previous fiscal year due to a savings plan initiated in the context of the pandemic which resulted in a reduction in management fee costs re-invoiced to subsidiaries.

### 4.2 OPERATING EXPENSES

Operating expenses net of reversals of provisions and other income amounted to €42 million, up by €0.4 million compared to the previous year.

This change is due to:

- an increase in personnel costs of €1 million, following in particular the payment of an activity bonus (PEPA) to Group employees for the second consecutive year, fully paid for by CDA SA; it should be noted that efforts to reduce salaries were made by Executive Management, the Executive Committee and site managers during the period of confinement and closure of the Group's sites;
- an increase in depreciation and amortisation due to major IT projects and lower provision reversals than in the previous year; and
- is partially offset by significant savings on external services of €2 million (reduction in fees and travel expenses following the pandemic and lockdown).

## 4.3 NET FINANCIAL INCOME

| *(in thousands of euros)* | At 30/09/2020 | At 30/09/2019 |
|---|---|---|
| Dividends | 55,427 | 47,001 |
| Income on financial receivables | 65 | 54 |
| **SUB-TOTAL DIVIDENDS AND INCOME ON FINANCIAL RECEIVABLES** | **55,492** | **47,055** |
| Interest expense on loans and *cash pools* | -3,340 | -2,700 |
| Interest expense (bond) | -3,577 | -3,556 |
| **SUB-TOTAL FINANCING COSTS** | **-6,917** | **-6,256** |
| Reversal of financial provisions | | |
| Impairment of non-current financial assets | -75,843 | -20,800 |
| **SUB-TOTAL PROVISIONS AND IMPAIRMENT (NET)** | **-75,843** | **-20,800** |
| Write-offs | | |
| Other | -55 | -102 |
| **NET FINANCIAL INCOME** | **-27,323** | **19,897** |

Dividends amounted to €55.4 million compared to €47 million in 2019. Impairment of securities and financial receivables was recognised for an amount of €71.2 million (see Note 3.2)

## 4.4 NON-RECURRING INCOME

Non-recurring income amounted to -€0.25 million compared to €0.09 million in 2019 and includes the income (losses and gains) on treasury share buybacks as part of the market promotion programme.

## 4.5 CORPORATE INCOME TAX

For the fiscal year ended 30 September 2020, Compagnie des Alpes continued to act as the head company of the tax consolidation group. Consolidated subsidiaries were as follows:

- Grévin & Cie;
- Musée Grévin;
- France Miniature;
- CDA-Domaines Skiables;
- Méribel Privé (formerly Compagnie Immobilière des 2 Savoie);
- CDA Financement;
- Méribel Alpina;
- SCV Domaine Skiable (Serre Chevalier);
- CDA Productions;
- Avenir Land (Walibi Rhône-Alpes);
- Société d'Aménagement de la Station de La Plagne (SAP);
- Arcs Domaine Skiable (ADS);
- CDA Management;
- INGELO;
- Deux Alpes Loisirs;
- SC2A SARL;
- CDA DL;
- Val-d'Isère Téléphériques (STVI);
- Valbus;
- CDA Brands;
- Serre Chevalier Bail;
- Val-d'Isère Immo;
- Deux Alpes Bail;
- Ski et Soleil.

The tax consolidation regime of Compagnie des Alpes is based on the general principle of financial neutrality. Each subsidiary member of the tax group states income tax as if the subsidiary were not consolidated, and the parent company declares the total income tax of the tax group.

The tax group posted an overall deficit of €13.8 million, after making a carry-back of €1 million, generating tax income of €0.3 million. A tax loss carryforward is made for the tax group for an amount of €13.8 million.

# Note 5 Off-balance sheet commitments

The commitments given include:

- a liability guarantee granted to Looping Deutschland GmbH during the sale of Fort Fun in the amount of €1 million until 2026;
- two liability guarantees amounting to a total of €9.7 million given to the City of Paris for Jardin d'Acclimatation, one for €8.7 million relating to the operating fee due until 2041 and one for €1 million relating to the implementation of the contractual investment programme until 2024;
- a guarantee granted for the SCV PSC fee of €0.6 million;
- a six-month rent guarantee granted to the lessor of Chaplin's World (CHF0.750 million);
- as part of the Futuroscope transformation plan;
  - under the shareholders' agreement signed on 12 October 2020 with Banque des Territoires - Caisse des Dépôts, the department of Vienne and SEM Patrimoniale de la Vienne, Compagnie des Alpes SA undertook to acquire some of the shares of Société du

Parc du Futuroscope in view of the upcoming expansion works for a total of €10.7 million,

- the following guarantees have been given by Compagnie des Alpes SA:
  - a letter of intent was signed guaranteeing 25% of the amount of the works commitment relating to the installations and buildings of the current fleet, estimated at €100 million, *i.e.* a maximum lump sum equal to €25 million,
  - a letter of intent was signed guaranteeing two years of rents from the current portfolio amounting to €6.2 million,
  - lastly, a rental guarantee for one quarter was given for the second park, which is planned to be built, for an amount of €279 thousand.

The commitments received are as follows:

- when acquiring Travelfactory (in January 2019), the sellers provided Compagnie des Alpes with representations and warranties indemnifying it (for €1.55 million) for post-transaction damages. These representations and warranties remain in force until the corresponding legal and regulatory terms expire;
- as part of the Travelfactory purchase, the parties granted each other put and call options on the balance of Travelfactory shares for a total maximum amount of €3.8 million, over a period of 1 year.

## Note 6 Events after the reporting date

On 12 October, Compagnie des Alpes signed a new shareholder agreement with Banque des Territoires - Caisse des Dépôts, the department of Vienne and SEM Patrimoniale de la Vienne, which commits the partners to a major investment plan of €300 million (including €200 million carried by Compagnie des Alpes) over the next ten years. This transforming project for Futuroscope concerns the current site as well as a new adjacent business park, which Compagnie des Alpes will manage operationally under a new 30-year lease. The aim of this project is to strengthen the appeal of Futuroscope as an exceptional short-stay destination in France and in Europe. This agreement led Compagnie des Alpes to acquire an additional 10% stake in Parc du Futuroscope.

## Note 7 Earnings and other key information over the past five reporting periods

### TABLE OF INCOME FOR FIVE YEARS

| Type of indications<br>*(amounts in euros)* | 30/09/2016 | 30/09/2017 | 30/09/2018 | 30/09/2019 | 30/09/2020 |
|---|---|---|---|---|---|
| **Share capital at reporting date** | | | | | |
| a) Share capital | 185,362,679 | 185,703,368 | 186,090,974 | 186,424,689 | 186,829,064 |
| b) Number of ordinary shares outstanding | 24,317,726 | 24,362,421 | 24,413,271 | 24,457,051 | 24,510,101 |
| c) Number of convertible bonds outstanding | | | | | |
| **Operations and net income for the period** | | | | | |
| a) Revenue | 27,007,717 | 27,573,778 | 28,880,325 | 31,017,444 | 29,516,859 |
| b) Net income before tax, profit-sharing, amortisation, depreciation and provisions | 10,527,492 | -5,547,818 | 5,720,490 | 32,165,937 | 39,326,960 |
| c) Income tax | 7,284,000 | 6,391,332 | 12,888,109 | 5,433,218 | 7,741,941 |
| d) Net income after tax, profit-sharing, amortisation, depreciation and provisions | 13,379,298 | -2,319,064 | 16,961,031 | 14,591,888 | -32,359,640 |
| e) Distributed earnings | 9,718,410 | 12,173,487 | 15,850,693 | 17,119,936 | ND |
| **Earnings per share** | | | | | |
| a) Net income after tax, profit-sharing, but before amortisation, depreciation and provisions | 0.73 | 0.03 | 0.76 | 1.54 | 1.92 |
| b) Net income after tax, profit-sharing, amortisation, depreciation and provisions | 0.55 | -0.10 | 0.69 | 0.60 | -1.32 |
| c) Dividend per share | 0.40 | 0.50 | 0.65 | 0.70 | ND |
| **Personnel** | | | | | |
| a) Average headcount | 109 | 122 | 118 | 129 | 130 |
| b) Total payroll for the reporting period | 13,871,806 | 13,451,976 | 14,869,362 | 12,500,745 | 12,350,201 |
| c) Amounts paid in employee benefits over the reporting period | 5,735,114 | 7,024,197 | 7,706,118 | 8,163,146 | 9,350,153 |

## 5.4.3 STATUTORY AUDITORS' REPORT ON THE ANNUAL FINANCIAL STATEMENTS

(Fiscal year ended 30 September 2020)

To the Shareholders' Meeting of Compagnie des Alpes,

### Opinion

Under the terms of the mission entrusted to us by your Shareholders' Meeting, we have performed an audit of the annual financial statements of Compagnie des Alpes for the fiscal year ended 30 September 2020, such as they are attached to this report.

We certify that, as per French generally accepted accounting principles, the annual financial statements give a true and fair view of the operating performance over the past fiscal year, as well as of the financial position and assets and liabilities of the Company at the end of that fiscal year.

The opinion expressed above is consistent with the content of our report to the Audit and Finance Committee.

### Basis for our opinion

#### Audit guidelines

We have carried out our audit in accordance with the professional standards applicable in France. We feel that the audit evidence we collected provides a sufficient and adequate basis for our opinion.

The responsibilities assigned to us pursuant to these standards are presented in the section "Responsibilities of the Statutory Auditors regarding the audit of the annual financial statements" in this report.

#### Independence

We have carried out our audit in compliance with the independence provided for in the French Commercial Code and the French Code of Ethics for Statutory Auditors, during the period from 1 October 2019 to the date of our report, and in particular we have not provided services prohibited under Article 5, paragraph 1, of regulation (EU) No. 537/2014.

### Justification of our assessments – Key points of the audit

The global crisis in relation to the Covid-19 pandemic creates special conditions for the preparation and auditing of the financial statements for this fiscal year. This crisis and the exceptional measures taken as part of the health emergency are having multiple consequences for companies, particularly as regards their activity and financing, as well as increased uncertainty about their future outlook. Some of these measures, such as travel restrictions and teleworking, have also had an impact on the internal organisation of companies and the way in which audits are carried out.

It is in this complex and evolving context that, pursuant to the provisions of Articles L. 823-9 and R. 823-7 of the French Commercial Code relating to the justification of our assessments, we bring to your attention the key points of the audit relating to the risks of material misstatement which, in our professional judgement, were the most important for the audit of the annual financial statements for the year, as well as the responses we have provided to these risks.

These assessments were made as part of our audit of the annual financial statements taken as a whole and the formation of our opinion expressed above. We express no opinion on specific elements of the annual financial statements.

#### Valuation of shareholdings

##### Risk identified

Most of the Company's assets are shareholdings that are measured in line with the method indicated in Notes 2.3 and 3.2 to the annual financial statements.

The Covid-19 pandemic and the lockdown measures decided by the governments of the countries in which the Group operates, have led to a complete halt in the activity of the Group's business lines from 14 March 2020. As indicated in Note 1 "Key events during the fiscal year - Consequences of the Covid-19 pandemic", this pandemic had a very significant negative impact on the Group's results and consequently led to the recognition of an impairment of financial assets in the amount of €71.1 million at 30 September 2020.

We considered the valuation of equity investments to be a key audit matter due to:

- on the one hand, the impacts of the Covid-19 pandemic on the activities of the subsidiaries;
- on the other hand, their significant importance in the annual financial statements;
- and, lastly, because the determination of their recoverable amount, based on multi-criteria valuation methods, requires the use of assumptions, estimates or assessments likely to have a significant impact on the provisions for impairment recognised.

##### Our solution

We have reviewed the impairment testing methods applied by the Company. These are notably based on the medium-term business plans prepared for each subsidiary, reviewed and approved by the Company's governance.

We have assessed:

- the quality of the process for drawing up and approving the 2020/2021 budget and, more broadly, the medium-term plans for 2020/2025 drawn up by the Group's Executive Management, presented to the Board of Directors and revised by the latter in November 2020;

- the reasonableness of the main estimates in relation to the various structuring scenarios for opening or operating both the leisure parks and the ski areas: cash flow forecasts (notably for 2020/2021), return to normal during the term of the plan, long-term growth rate, and discount rate used.

We also performed our own sensitivity analyses on impairment tests. These analyses were carried out with the assistance of our valuation experts and have been shared with the Company's Executive Management team.

We have also assessed the appropriateness of the information mentioned in Note 3.2 to the annual financial statements.

## Specific checks

We also carried out, in accordance with standards for professional practice in France, the specific checks required by the laws and regulations.

### Information provided in the management report and any other documents on the financial situation and the annual financial statements provided to the shareholders

We have no comments to make regarding the accuracy and consistency with the annual financial statements of the disclosures in the management report of the Board of Directors or in the other documents provided to shareholders on the financial position of the Company and the annual financial statements.

We attest to the faithfulness and the consistency of the annual financial statements with the information on the payment times mentioned in Article D. 441-4 of the French Commercial Code.

### Report on corporate governance

We attest to the existence, in the report of the Board of Directors on corporate governance, of the information required by Articles L. 225-37-4, L. 22-10-10 and L. 22-10-9 of the French Commercial Code.

With regard to the information provided in application of the provisions of Article L. 22-10-9 of the French Commercial Code on compensation and benefits paid or awarded to corporate officers, as well as the commitments granted to them, we verified that they were consistent with the financial statements or with the data used to prepare these financial statements and, where applicable, with the information collected by your Company from the companies controlled by it that are included in the scope of consolidation. On the basis of this work, in our opinion, these disclosures are accurate and fair.

Concerning information relating to the elements that your Company considered potential key factors in the event of a purchase or exchange takeover bid, provided in application of the provisions of Article L. 22-10-11 of the French Commercial Code, we checked their compliance with the documents from which they originate that were provided to us. On the basis of this work, we have no comment to make on this information.

### Other information

In accordance with the law, we have determined that the information relating to the investments and control and to the identity of holders of share capital or voting rights has been presented to you in the management report.

## Information under other legal and regulatory obligations

### Appointment of the Statutory Auditors

We have been appointed Statutory Auditors of Compagnie des Alpes by the Shareholders' Meeting, in 1998 in the case of Mazars and in 1991 in the case of PricewaterhouseCoopers Audit.

On 30 September 2020, the firm Mazars was in the 23rd year of its mission without interruption and the firm PricewaterhouseCoopers Audit was in its 30th year, *i.e.* 23 and 27 years respectively since the Company's shares were listed for trading on a regulated market.

## Responsibilities of the management and the persons responsible for corporate governance with regard to the annual financial statements

It is the responsibility of the management to prepare annual financial statements that present a true and fair view of the Company in accordance with French accounting rules and principles, as well as to implement the internal control system it deems necessary to ensure the annual financial statements are free from material misstatements, whether due to fraud or error.

At the time of preparation of the annual financial statements, it is the responsibility of the management to assess the Company's ability to continue its operations, to present in these financial statements, where applicable, the necessary information relating to business continuity and to apply the accounting concept of going concern, except where the Company plans to liquidate or cease trading.

It is the responsibility of the Audit and Finance Committee to monitor the process by which financial information is prepared and the efficiency of the internal control and risk management systems, as well as, where applicable, that of the internal audit, with regard to procedures for preparing and processing accounting and financial information.

The annual financial statements have been adopted by the Board of Directors.

## Responsibilities of the Statutory Auditors regarding the audit of the annual financial statements

### Audit objective and approach

It is our responsibility to prepare a report on the annual financial statements. Our objective is to obtain reasonable assurance about whether the annual financial statements taken as a whole are free from material misstatement. Reasonable assurance corresponds to a high level of assurance but does not guarantee that an audit performed in accordance with professional standards of practice will systematically detect all material misstatements. Misstatements can arise due to fraud or error and are considered to be material if they, individually or in the aggregate, could be reasonably expected to influence the economic decisions of users taken on the basis of the financial statements.

As specified in Article L. 823-10-1 of the French Commercial Code, our mission to certify the financial statements does not consist in guaranteeing the viability or quality of the management of your Company.

In the context of an audit performed in accordance with the professional standards of practice applicable in France, the Statutory Auditor exercises his or her professional judgement throughout the audit. Furthermore:

- he or she identifies and assesses the risks that the annual financial statements may contain material misstatements, whether these are due to fraud or error, defines and implements audit procedures to address such risks and collects evidence that he or she considers sufficient and appropriate as a basis for his or her opinion. The risk of not detecting a material misstatement arising from fraud is greater than that of a material misstatement resulting from error, because fraud may involve collusion, falsification, wilful omission, false statements or circumvention of the internal control system;
- the auditor reviews the internal control system relevant to the audit in order to define audit procedures that are appropriate in the circumstances, and not in order to express an opinion on the effectiveness of the internal control system;
- he or she assesses the appropriateness of the accounting methods used and the reasonableness of accounting estimates made by the management, as well as the related information provided in the annual financial statements;
- he or she assesses the appropriateness of the management's application of the accounting principle of going concern and, depending on the evidence collected, the existence or otherwise of significant uncertainty relating to events or circumstances likely to call into question the Company's ability to continue operating. This assessment is based on the evidence collected up to the date of the auditor's report, bearing in mind that subsequent circumstances or events could jeopardise business continuity. If the auditor identifies the existence of significant uncertainty, he or she shall draw readers' attention to the information provided in the annual financial statements regarding this uncertainty or, if this information is not provided or is not relevant, he or she shall prepare a certification with reservation or refuse to certify the financial statements;
- the auditor evaluates the overall presentation of the annual financial statements and assesses whether the annual financial statements reflect underlying operations and events so as to give a true and fair view.

### Report of the Audit and Finance Committee

We provide a report to the Audit and Finance Committee which presents the scope of the audit and the programme of work carried out, as well as the conclusions derived from our work. We also draw the attention of the committee, where applicable, to significant weaknesses in the internal control system that we have identified concerning procedures for the preparation and processing of accounting and financial information.

Among the information presented in the report to the Audit and Finance Committee are the risks of material misstatement that we deem the most significant for the audit of the financial statements for the fiscal year and that thus constitute the key points of the audit, which we must describe in this report.

We also provide the Audit and Finance Committee with the statement referred to in Article 6 of regulation (EU) No. 537-2014 confirming our independence, within the meaning of the rules applicable in France such as they are set out in Articles L. 822-10 to L. 822-14 of the French Commercial Code and in the French Code of Ethics for Statutory Auditors. Where applicable, we discuss any risks that may threaten our independence and the safeguard measures applied with the Audit and Finance Committee.

Neuilly-sur-Seine and Courbevoie, 28 January 2021

Statutory Auditors

| PRICEWATERHOUSECOOPERS AUDIT | MAZARS |
|---|---|
| Françoise Garnier-Bel | Gilles Rainaut |

## 5.4.4 SPECIAL REPORT OF THE STATUTORY AUDITORS ON REGULATED AGREEMENTS AND COMMITMENTS

Shareholders' Meeting to approve the financial statements for the year ended 30 September 2020

To the Shareholders' Meeting of Compagnie des Alpes,

As Statutory Auditors of the Company, we hereby present to you our report on regulated agreements.

It is our duty to inform you, based on the information provided to us, of the basic features, terms and procedures and justification, in terms of interest for the Company, of the agreements brought to our attention, or that we identified in the course of our work, without having to comment on their utility or validity or look for other agreements. It is your responsibility, pursuant to the provisions of Article R. 225-31 of the French Commercial Code, to assess the benefits accruing from these agreements when considering their approval.

In addition, where applicable, we are required to communicate the information provided for in Article R. 225-31 of the French Commercial Code regarding the performance, during the past fiscal year, of any agreements already approved by the Shareholders' Meeting.

For this mission we have applied due diligence that we consider to be in compliance with the professional standards of the French Statutory Auditors' association (Compagnie Nationale des Commissaires aux Comptes). This due diligence consisted of verifying the consistency of the information provided to us with the information in the underlying documentation from which it was taken.

### Agreements submitted to the Shareholders' Meeting for approval

Pursuant to Article L. 225-40 of the French Commercial Code, we have been informed of the following agreements entered into during the past fiscal year which were subject to the prior authorisation of your Board of Directors.

#### State-Guaranteed Loan (SGL)

On 25 June 2020, the Board of Directors of Compagnie des Alpes (CDA) decided to authorise the signing of a State-Guaranteed Loan agreement by your Company acting as "Porte-Fort", alongside» the "Borrower" - its subsidiary CDA Financement - and its usual banking pool including Banque Populaire Auvergne Rhône-Alpes, Caisse Régionale du Crédit Agricole des Savoie, and Caisse d'Epargne et de Prévoyance Rhône-Alpes as Lenders.

This €200 million State-guaranteed loan, signed on 26 June 2020, has an initial term of 12 months; it may be extended by the Compagnie des Alpes Group for a period ranging from one to five years. It is 90%-guaranteed by the French State.

An annual interest rate will be applied from the second year, expressed by each Lender as a percentage that reflects the cost of financing the outstanding amount in accordance with the SGL regulations.

The cost of the guarantee is applied from the first year and in the event of extension, in accordance with SGL regulations.

At 30 September 2020, no expense related to the annual interest rate of the SGL is to be taken into account and the expense related to the cost of the guarantee amounts to €258 thousand.

Persons concerned: Banque Populaire Auvergne Rhône-Alpes represented by Maria Paublant, Crédit Agricole des Savoie represented by Emmanuelle Jianoux, and Caisse d'Epargne et de Prévoyance Rhône-Alpes represented by Jérôme Ballet, Directors of Compagnie des Alpes.

Reason justifying its interest for the Company: the conclusion of this loan agreement is intended to finance the Group's operating cash requirements generated by the state of health emergency related to the Covid-19 pandemic in order to enable it to preserve its business and its jobs in France.

### Agreements already approved by the Shareholders' Meeting

Pursuant to Article R. 225-30 of the French Commercial Code, we have been informed that the following agreements that had already been approved in previous fiscal years continued to be performed in the past reporting period.

#### Services agreement with Parc du Futuroscope

On 29 October 2015, the Board of Directors of Compagnie des Alpes (CDA) decided to authorise the implementation of a services agreement with Parc du Futuroscope ("Futuroscope").

CDA, the reference shareholder of Futuroscope, has the structure, experience, organisation and resources that make for its reputed and long-standing expertise in administrative, financial, technical and operational fields. This allows it to offer reliable and efficient support to its subsidiaries in the above-mentioned areas.

Futuroscope has stated its desire to avail itself of the assistance and know-how that CDA can provide to optimise its management and the conduct of its business.

Futuroscope is invoiced under the General Assistance Agreement, for a total of €900 thousand for the period from 1 October of year N to 30 September of year N+1. This amount was calculated to consider the services actually performed by CDA as well as the resources implemented by Futuroscope itself in the areas concerned.

This agreement came into effect on 1 October 2014.

At 30 September 2020, income stemming from the agreement amounted to €900 thousand.

### Implementation of the Foncière Rénovation Montagne project

On 12 April 2013, the Board of Directors of Compagnie des Alpes (CDA) decided to authorise the implementation of the Foncière Rénovation Montagne (Mountain Real Estate Refurbishment) project and the signing of the related contract.

Thus, in April 2013, Caisse des Dépôts, Banque Populaire des Alpes (BPA), Caisse d'Épargne Rhône-Alpes (CERA), Crédit Agricole des Savoie and CDA jointly established Foncière Rénovation Montagne, a company dedicated to the financing and refurbishment of mountain tourism accommodation.

As of that date, CDC held a 48.8% stake in Foncière Rénovation Montagne, BPAURA and CERA each held a 16% stake and Crédit Agricole des Savoie and CDA each held a 9.6% stake.

In this context, local real estate companies were established. They are owned by Foncière Rénovation Montagne (the majority shareholder) as well as by local public and private stakeholders (resorts/valleys) such as the ski lift companies and local authorities, *via* relevant Mixed Economy Companies.

At 30 September 2020:

- CDA holds a 9.6% stake in Foncière Rénovation Montagne, representing an investment of €786 thousand;
- CDA's investments in the capital of four local real estate companies represent €281 thousand:
  - Foncière des Écrins: €111 thousand, or 3.1% of the share capital,
  - Foncière Les Arcs: €59 thousand, or 4.5% of the share capital,
  - Foncière Les Ménuires: €56 thousand or 7.7% of the share capital,
  - Foncière La Plagne: €55 thousand or 2.5% of the share capital;
- the current account advances granted to Foncière Rénovation Montagne and the local real estate companies amount to €1,071 thousand and €434 thousand, respectively.

### Licensing agreement with Caisse des Dépôts et Consignations

On 28 June 2005, the Supervisory Board approved the signing of a licence agreement for the use of the names "Caisse des Dépôts et Consignations" and "Groupe Caisse des Dépôts". In consideration, Compagnie des Alpes pays an annual fee of 0.2% of consolidated annual sales (net of VAT), weighted according to the percentage of share capital held by Caisse des Dépôts et Consignations in Compagnie des Alpes at 1 January of each fiscal year.

At 30 September 2020, expense stemming from the agreement amounted to €499 thousand.

### Refinancing – establishment of an amendment to the credit facility agreement and a new depreciable term loan agreement

On 26 January 2017, the Board of Directors of Compagnie des Alpes (CDA) decided to authorise the signing of a credit agreement, wherein your Company, acting in the capacity of "Debtor" and "Guarantor", alongside the "Borrower", its subsidiary CDA-Financement :

- an amendment to the credit facility agreement dated 7 May 2014: this amendment, which was signed on 23 February 2017, lowers the amount of the revolving credit facility from a maximum principal amount of €260 million to an amount of €250 million. This made it possible to review the margins and add two one-year extension options (May 2022 and May 2023). The extension until May 2023 was made official by the amendment of 4 February 2019. As at 30 September 2020, no outstanding amount has been disbursed under this agreement;
- a new depreciable term loan agreement for a principal amount of €80 million consisting of a revolving credit facility maturing in 2022 for the A tranche (50%) and in 2023 for the B tranche (50%). The remaining capital due at CDA Financement at 30 September 2020, corresponding to your Company's guarantee commitment, was €64 million at 30 September 2020.

Neuilly-sur-Seine and Courbevoie, 28 January 2021

Statutory Auditors

| PRICEWATERHOUSECOOPERS AUDIT | MAZARS |
|---|---|
| Françoise Garnier-Bel | Gilles Rainaut |



# 6

# SHARE CAPITAL AND SHAREHOLDING


**6.1 SHARE CAPITAL 204**

6.1.1 Change in the amount of the Company's share capital over the last five years 204
6.1.2 Treasury stock 205
6.1.3 Authorisations to increase the share capital 206
6.1.4 Potential share capital 206
6.1.5 Interests of Directors and employees in Compagnie des Alpes 207

**6.2 SHAREHOLDER STRUCTURE 208**

6.2.1 Changes in share capital and voting rights 208
6.2.2 Legal entities or natural persons able to exercise control 208
6.2.3 Shareholders' agreements 209
6.2.4 Share of the Company's share capital subject to pledges or other restrictions 209
6.2.5 Development of the individual shareholder base 209
6.2.6 Employee shareholding 209
6.2.7 Shareholdings and securities transactions of corporate officers and executives 209
6.2.8 Methods of shareholder participation in the Shareholders' Meeting 210
6.2.9 Potentially key factors in the event of a takeover bid 210

**6.3 STOCK MARKET INFORMATION 210**

6.3.1 Context 210
6.3.2 The securities market during FY 2019/2020 210

**6.4 DISCLOSURE POLICY 212**

6.4.1 Documents made available to the public 212
6.4.2 Press Releases 212
6.4.3 Shareholders' Advisory Committee 213
6.4.4 Individual shareholder contact 213
6.4.5 Public meetings 213
6.4.6 2020/2021 events and financial calendar 213

# 6.1 Share capital

At 30 September 2020, the share capital of Compagnie des Alpes amounted to €186,829,064.12. It is composed of 24,510,101 fully paid up shares with no nominal value.

These shares account for 100% of the capital and voting rights outstanding.

There are no outstanding founder's shares, no income-sharing certificates, no convertible or exchangeable bonds, no voting rights certificates or investment certificates. There are no double voting rights or preferred-dividend shares outstanding.

## 6.1.1 CHANGE IN THE AMOUNT OF THE COMPANY'S SHARE CAPITAL OVER THE LAST FIVE YEARS

In a decision dated 23 March 2020, the Chairman and Chief Executive Officer recognised the capital increase following the conclusion of Plan no. 21 through the creation of 53,050 new shares. The share capital remained unchanged in the 2019/2020 fiscal year.

| | | Changes in share capital | | Consecutive amounts of capital | Number of shares comprising the capital |
|---|---|---|---|---|---|
| Date | Transaction type | Nominal value | Prime | | |
| 30 September 2012 | Share capital at end of fiscal year | | – | 184,379,151.40 | 24,188,697 |
| 18 March 2013 | Full vesting of free shares | 322,623.73 | – | 184,701,775.13 | 24,231,022 |
| 17 March 2014 | Full vesting of free shares | 328,752.24 | – | 185,030,527.37 | 24,274,151 |
| 14 March 2016 | Full vesting of free shares | 332,151.89 | – | 185,362,679.26 | 24,317,726 |
| 10 April 2017 | Full vesting of free shares | 340,689.13 | – | **185,703,368.39** | **24,362,421** |
| 18 March 2018 | Full vesting of free shares | 387,605.82 | – | **186,090,974.21** | **24,413,271** |
| 27 March 2019 | Full vesting of free shares | 333,714.51 | – | **186,424,688.72** | **24,457,051** |
| 23 March 2020 | Full vesting of free shares | 404,375.40 | | **186,829,064.12** | **24,510,101** |
| **30 September 2020** | **Share capital at end of fiscal year** | – | – | **186,829,064.12** | **24,510,101** |

## 6.1.2 TREASURY STOCK

At 30 September 2020, the Company owned 31,932 shares of treasury stock, with a book value of €540,000.

### 6.1.2.1 Share buyback

From 1 October 2019 to 30 September 2020, there were two successive share buyback programmes under the authorisations granted by the Shareholders' Meeting to allow the Company to buy back CDA shares, with total treasury stock limited to 10% of the share capital:

- the programme already in place during the preceding fiscal year, implemented on 16 May 2019 by the Board of Directors on the basis of the authorisation given to it by the Shareholders' Meeting of 7 March 2019;
- a new share buyback programme, implemented by the Board on 5 March 2020, pursuant to the new authorisation given to it by the Shareholders' Meeting on the same date.

The latter authorisation was granted to the Board of Directors for a new period of 18 months.

Pursuant to Articles 241-1 to 241-6 of the AMF general regulation and European regulation (EC) No. 596/2014 of 16 April 2014, supplemented with the Commission Delegated regulation (EU) 2016/1052 of 8 March 2016, this document outlines the goals and procedures of the programme, which are identical to those of the previous programme, namely:

- ensuring the market-making on the secondary market or the liquidity of the Compagnie des Alpes share by an investment service provider under a liquidity contract, in compliance with an AMF-recognised Ethics Charter;
- holding, selling or transferring the aforesaid shares by any means, especially through exchange or delivery of securities, particularly in the framework of acquisitions or the issuance of securities giving access to capital;
- attributing shares to employees and corporate officers of the Company, or of companies or groups to which the Company is related, under the conditions and in accordance with the procedures provided for in law, especially through income from Company acquisitions, stock options, the award of free shares, a Group or company savings scheme or an optional plan for an employee-employer savings partnership.

During the 2019/2020 fiscal year, the share buyback programme was used for the market-making of the share under the liquidity contract in force – see below.

### 6.1.2.2 Liquidity contract

A new liquidity agreement was signed on 15 October 2020 with the investment services provider Oddo BHF SCA, ending the previous agreement concluded on 28 September 2016 with Oddo & Cie, following the regulatory change (in particular AMF decision no. 2018-01 of 2 July 2018 on liquidity contracts and the introduction of new market practices) requiring the adoption of a wording in line with the new provisions. It can be renewed by tacit consent for successive one-year periods.

This liquidity contract is entirely dedicated to managing Compagnie des Alpes shares and monitoring its financial and stock market environment.

During the 2019/2020 fiscal year, 153,055 shares were purchased and 143,427 shares were sold.

### 6.1.2.3 Share awards to employees

In 2019/2020, the Company did not proceed with any share buybacks for free share awards to employees under performance plans.

### 6.1.2.4 Annual summary of buybacks

The share buyback programme results, from 1 October 2019 to 30 September 2020, are illustrated below:

| Position at 30 September 2020 | |
|---|---|
| Percentage of treasury stock, held directly or indirectly | Not significant |
| Number of shares cancelled over the last 24 months | None |
| Number of shares in the portfolio (1) | 31,932 |
| Carrying amount of portfolio at 30 September 2020 *(in thousands of euros)* | 540 |
| Portfolio market value at 30 September 2020 *(in thousands of euros)* (2) | 539 |

*(1) Of which 31,932 shares allocated to the liquidity contract.*
*(2) On the basis of a stock price of €16.90 per share at 30 September 2020.*

| Accumulated gross transactions at 30 September 2020 | Purchases | Sales | Transfers |
|---|---|---|---|
| Number of shares | 153,055 | 143,427 | – |
| Average transaction price *(in euros)* | 22.57 | 22.61 | – |
| Amounts *(in thousands of euros)* | 3,454 | 3,244 | – |

It must be noted that the Company did not use derivative instruments.

## 6.1.3 AUTHORISATIONS TO INCREASE THE SHARE CAPITAL

All of the current authorisations regarding share capital increases are those given by the Extraordinary Shareholders' Meeting of 5 March 2020 for a duration of 26 months. All the current authorisations are therefore valid until 5 May 2022.

The powers conferred upon the Board of Directors for increasing share capital, and the use of those powers where applicable, are set out in the summary table below:

| Purpose of the powers | Date of the ESM | Deadline | Maximum amount authorised | Utilisations | Authorisation balance at 30/09/2020 |
|---|---|---|---|---|---|
| Authorisation to award performance shares to employees and Group corporate officers | 05/03/2020 (14th resolution) | 26 months (until 05/05/2022) | 1% of the number of shares in the capital on the day of the award decision, in addition to a maximum of 7% of the number of shares in the capital for all outstanding free shares and stock options | 25/06/2020 | 1% of the number of shares in the capital on the day of the Board decision/Balance of maximum amount: 6.50% (number of outstanding free shares representing 0.50% of the share capital) |
| Powers to increase the share capital with preferential subscription rights (issues reserved for shareholders) | 05/03/2020 (15th resolution) | 26 months (until 05/05/2022) | Shares: €93 million Debt securities: €100 million | None | Shares: €93 million Debt securities: €100 million |
| Powers to increase capital with elimination of preferential subscription rights, by public offering (Art L. 22-10-52 of French Commercial Code) | 05/03/2020 (16th resolution) | 26 months (until 05/05/2022) | Shares: €45 million (with priority period) or €35 million (with no priority period); Debt securities: €100 million | None | Shares: €45 million (with priority period) or €35 million (without priority period); Debt securities: €100 million |
| Powers to increase the share capital without preferential subscription rights to pay contributions in kind with shares | 05/03/2020 (17th resolution) | 26 months (until 05/05/2022) | 10% of the share capital (currently €18.7 million) | None | 10% of the share capital (currently €18.7 million) |
| Powers to increase the share capital through the incorporation of premiums, reserves, profits or other | 05/03/2020 (18th resolution) | 26 months (until 05/05/2022) | Shares: €30 million | None | Shares: €30 million |
| Powers to increase the share capital through employee issue under the Group Employee savings plan | 05/03/2020 (19th resolution) | 26 months (until 05/05/2022) | 709,254 shares (2.9% of share capital, *i.e.* €5.4 million) | None | 709,254 shares (2.9% of share capital, *i.e.* €5.4 million) |
| Total cash limit of all authorisations and powers combined | 05/03/2020 (20th resolution) | | Shares: €93 million; Debt securities: €200 million | | Shares: €93 million; Debt securities: €200 million |

The only authorisation used by the Board during the fiscal year is the one granted for awarding free Company shares (14th resolution), with 74,790 performance shares thus awarded under Plan no. 23 implemented on 25 June 2020.

## 6.1.4 POTENTIAL SHARE CAPITAL

At 30 September 2020, the potential share capital represented 0.50% of the share capital, in the form of 134,940 outstanding entitlements to free shares.

## 6.1.5 INTERESTS OF DIRECTORS AND EMPLOYEES IN COMPAGNIE DES ALPES

From fiscal year 2009/2010, the plans implemented by Compagnie des Alpes to build loyalty amongst senior executives and certain Group managers were limited to "performance share grants", excluding any issue of stock options.

Compagnie des Alpes' Executive corporate officers no longer wished to receive these awards as of the 2009/2010 fiscal year.

### 6.1.5.1 Stock options

On the date of publication of this annual report there were no outstanding stock options.

### 6.1.5.2 Performance shares

#### Performance shares awarded for the 2019/2020 fiscal year

Consequent to decisions of the Shareholders' Meeting of 5 March 2020, on 25 June 2020 Compagnie des Alpes implemented a new performance share plan (Plan no. 23), under which a total of 74,790 performance shares have been granted and distributed between 198 Group employees.

As with previous plans, shares will only be fully vested, in whole or in part, if the beneficiary remains at the Group (notwithstanding retirement) and has met a performance target after a two-year period.

For members of the Executive Committee, the shares initially awarded will be fully vested only:

**(i)** for half of the shares awarded, if the Group's financial targets, measured on the basis of ROCE growing over two years (2019/2020 and 2020/2021) relative to the previous two years, are achieved; and

**(ii)** for half of the shares awarded, if a qualitative performance condition, relating to the contribution to the Group's strategic objectives and to the implementation of the Business Plan of Compagnie des Alpes, assessed over two years (2019/2020 and 2020/2021), has been met.

For other recipients, free shares will be fully vested only if a qualitative performance condition has been met, relating to "the contribution of each beneficiary to the implementation of the Business Plan of Compagnie des Alpes and its managerial performance", over two years (2019/2020 and 2020/2021).

Assuming they are fully vested, these shares will then have to be held for at least one year by their beneficiaries.

These shares are recognised at fair value at the grant date, without subsequent revaluation. Fair value is determined by an actuarial calculation using the binomial options-pricing model, after taking into account the probability of the average time of participation of beneficiaries at the end of the vesting period. The resulting value per share is €17,624 for Plan no. 23.

#### Full vesting of performance shares granted under Plan no. 21

Following an assessment of the achievement of the performance criteria, 53,050 performance shares granted under Plan no. 21, implemented in 2018, were fully vested. The vesting of performance shares granted under Plan no. 21 not only required the beneficiaries to be part of the Group on the vesting date but was subject to the following performance criteria being met.

For members of the Executive Committee, the shares awarded were to be fully vested only:

**(i)** for half of the shares awarded, if the Group's financial targets, as defined in Chapter 5, Note 1.11 to the Consolidated Financial Statements, had been achieved, measured on the basis of ROCE growing over two years (cumulated ROCE 2017/2018 and 2018/2019) relative to the previous two years (cumulated ROCE 2015/2016 and 2016/2017); and

**(ii)** for half of the shares awarded, if a qualitative performance condition, relating to the contribution of each of the beneficiaries to the Group's strategic objectives and to the implementation of the Business Plan of Compagnie des Alpes, assessed over two years (2017/2018 and 2018/2019), has been met.

The Board of Directors, at its meeting of 23 January 2020, assessed the achievement of the financial performance criterion underlying the full vesting of performance shares granted to members of the Executive Committee. It found that the ROCE target had been met at 30 September 2019, so the award based on the achievement of Group targets was 100%. Following the assessment of the achievement of the qualitative performance criterion, for which the Chairman and Chief Executive Officer is responsible, the members of the Executive Committee were awarded a total of 9,000 shares.

For the other beneficiaries, full vesting was dependent on each beneficiary's contribution to the implementation of the corporate project and their managerial performance over the last two fiscal years. This contribution was assessed for each beneficiary by the Executive Management.

A total of 53,050 shares became fully vested for 158 senior executives and other members of the Group's management. From their vesting date, performance shares awarded under Plan no. 21 must be held for at least one year.

#### Performance Share Plans in force: background and position (Table 10 of the AMF classification)

Outstanding plans are shown in Chapter 5 in Note 6.10 to the consolidated financial statements.

The free shares granted within the Group are all Compagnie des Alpes shares.

A total of 134,940 rights to free shares remained in circulation on 30 September 2020. These shares will only be fully vested once the Board of Directors determines that the performance conditions have been achieved. They represent 0.50% of the share capital of Compagnie des Alpes.

With the exception of the plans described above, there are no other potentially dilutive instruments.

### 6.1.5.3 Stock options granted to corporate officers during the fiscal year ended 30 September 2020 or exercised by them.

N/A.

### 6.1.5.4 Stock options granted to the top ten employees who are not corporate officers and exercised by them during the fiscal year ended 30 September 2020

N/A.

### 6.1.5.5 Performance shares granted to the ten leading employees (excl. Corporate officers) during the fiscal year ended 30 September 2020

| Grant of free CDA performance shares to the ten leading employees (excl. Corporate officers) | Total number of shares granted | Unit value of share by method used for the consolidated financial statements *(in €)* | Plan no. |
|---|---|---|---|
| Free shares granted during the fiscal year by CDA to the ten leading employees of CDA and any other company in the free-share scope (ten largest initial grants – aggregate figure) | 20,500 | €17.62 | 23 |

# 6.2 Shareholder structure

## 6.2.1 CHANGES IN SHARE CAPITAL AND VOTING RIGHTS

| | 30/09/2018 | | 30/09/2019 | | 30/09/2020 | |
|---|---|---|---|---|---|---|
| Shareholders | Number of shares | % | Number of shares | % | Number of shares | % |
| Caisse des Dépôts | 9,615,579 | 39.39% | 9,615,579 | 39.32% | 9,615,579 | 39.23% |
| Sofival | 2,110,806 | 8.65% | 2,110,806 | 8.63% | 2,110,806 | 8.61% |
| Crédit Agricole des Savoie Capital | 1,681,985 | 6.89% | 1,681,985 | 6.88% | 1,681,985 | 6.86% |
| Banque Populaire Auvergne Rhône-Alpes | 1,204,473 | 4.93% | 1,204,473 | 4.92% | 1,204,473 | 4.91% |
| Caisse d'Épargne Rhône-Alpes | 723,486 | 2.96% | 723,486 | 2.96% | 723,486 | 2.95% |
| Public and miscellaneous including: | 9,076,942 | 37.18% | 9,120,722 | 37.29% | 9,173,772 | 37.43% |
| French UCITS incl. | 1,790,414 | 7.33% | 1,663,441 | 6.80% | 1,457,123 | 5.94% |
| FCP CDA Actionnariat (employee shareholders' fund) | 329,500 | 1.35% | 358,368 | 1.47% | 394,183 | 1.61% |
| Financial intermediaries outside France | 4,396,847 | 18.01% | 4,447,319 | 18.18% | 4,419,962 | 18.03% |
| Individual shareholders | 2,059,209 | 8.43% | 2,198,155 | 8.99% | 2,558,686 | 10.44% |
| Number, book value, and par value of shares held by the issuer or its subsidiaries* | 19,543 | 0.08% | 22,805 | 0.09% | 31,932 | 0.13% |
| **TOTAL** | **24,413,271** | **100%** | **24,457,051** | **100%** | **24,510,101** | **100%** |

* *Non-voting shares: % of capital and theoretical voting rights. All other% given above relate to capital and actual voting rights.*

During the fiscal year, the primary-shareholder structure underwent no major change. Percentages increased slightly due to the capital increases following the acquisition of Plans no. 19 in 2018, no. 20 in 2019 and no. 21 in 2020.

Free float also remained stable.

During FY 2019/2020, the increase in individual shareholding (+16.4%) offset the decrease in French institutional investors (-11.3%). The weight of the foreign shareholding remains almost stable (-0.6%).

To the Company's knowledge, except for Caisse des Dépôts, Sofival, and Crédit Agricole des Savoie Capital, there is no other shareholder, whether acting singly or in a concert party, which directly or indirectly holds more than 5% of the capital or voting rights.

## 6.2.2 LEGAL ENTITIES OR NATURAL PERSONS ABLE TO EXERCISE CONTROL

The Caisse des Dépôts, being the reference shareholder with a 39.23% interest, declares that it controls Compagnie des Alpes and hence is considered a related party within the meaning of IAS 24. The financial statements of the CDA Group are fully consolidated in the consolidated financial statements of the Caisse des Dépôts.

Nevertheless, the composition of the Board of Directors follows the principles set out in Chapter 3, section 3.1.1.2 above, which, given the presence of a reference shareholder (Caisse des Dépôts), are intended to promote the democratic, collective representation of all

shareholders and take adequate account of corporate interests, mainly through the appointment of at least four independent Directors.

The Caisse des Dépôts has only five seats out of a total of twelve on the Board, one out of three on the Appointments and Compensation Committee, two out of eight on the Strategy Committee, and one out of three on the Audit and Finance Committee.

The composition of each corporate body ensures the Company is not controlled in a detrimental way.

To the best of the Company's knowledge, there are no agreements or commitments binding one or more shareholders that could lead to a subsequent change of control.

## 6.2.3 SHAREHOLDERS' AGREEMENTS

To the best of the Company's knowledge, there are no shareholder agreements, preferred agreements, or any other type of contract whose execution could at a later date entail a change in ownership.

## 6.2.4 SHARE OF THE COMPANY'S SHARE CAPITAL SUBJECT TO PLEDGES OR OTHER RESTRICTIONS

To the best of the Company's knowledge, no CDA share was pledged or was subject to other restrictions at 30 September 2020.

## 6.2.5 DEVELOPMENT OF THE INDIVIDUAL SHAREHOLDER BASE

Created in September 2005, the Shareholders' Club is designed to disseminate information about the Group to Compagnie des Alpes shareholders. Club membership is free of charge and accessible to any shareholder owning at least one registered share.

It offers a number of services to members (CDA newsletter and invitations to meetings and conferences) and, provided the shareholder owns at least 200 shares at 30 September of the relevant year, provides special offers on ski lift passes or entry tickets for Group parks.

Further information on membership can be downloaded from the CDA website or obtained directly from the Company headquarters.

Compagnie des Alpes was also the first French midcap to create a Shareholders' Advisory Committee (see section 6.4.3 below).

## 6.2.6 EMPLOYEE SHAREHOLDING

In 1995, Compagnie des Alpes set up a Group Employee savings plan with the aim of allowing CDA Group employees to benefit from growth in earnings through the rising share prices of their CDA stock. Accordingly under the Group Employee savings plan, employees may invest in a shareholders' investment fund, CDA Actionnariat, which is invested entirely in CDA shares.

The CDA Actionnariat employee investment fund held 394,183 shares, *i.e.* 1.61% of CDA share capital at 30 September 2020, a slight increase on the percentage held at the end of the previous fiscal year.

Besides, senior executives as well as certain other Group managers are eligible for bonus share plans implemented by CDA.

## 6.2.7 SHAREHOLDINGS AND SECURITIES TRANSACTIONS OF CORPORATE OFFICERS AND EXECUTIVES

### Director shareholding in the share capital of the issuer

The number of shares owned by each Director is given in Chapter 3, section 3.1.1.3. The Compagnie des Alpes Corporate Governance Charter includes a stipulation that Directors must hold a minimum quota of shares, set out in Chapter 3, section 3.1.1.2.

### Executive corporate officer shareholding in the share capital of the issuer

The number of shares owned by each executive corporate officer is given in Chapter 3, section 3.1.1.3.

### Trading of Company shares by Directors and persons related to them, executive corporate officers and other managers referred to in the French Monetary and Financial Code

To the best of the Company's knowledge, during the past fiscal year, no securities transactions as referred to in Article L. 621-18-2 of the French Monetary and Financial Code and subject to a declaration to the Autorité des marchés financiers (AMF) took place.

The Corporate Governance Charter provides for abstention obligations during precise periods ("closed periods") prior to the publication of press releases on annual and half-yearly results, as well as on quarterly information.

No declaration of threshold crossing was notified to the Company or the AMF during the 2020 fiscal year.

### 6.2.8 METHODS OF SHAREHOLDER PARTICIPATION IN THE SHAREHOLDERS' MEETING

Shareholders' Meetings of Compagnie des Alpes are convened and deliberate under the conditions provided for by law and the by-laws. The provisions of the Company's by-laws relating to Shareholders' Meetings and the procedures for exercising voting rights are set out in Title IV of the Company's by-laws, which are posted on the Compagnie des Alpes website under the Governance section.

### 6.2.9 POTENTIALLY KEY FACTORS IN THE EVENT OF A TAKEOVER BID

Potentially key factors in the event of a takeover bid for the Company's shares as referred to in Article L. 22-10-11 of the French Commercial Code are set out in this document as indicated below:

- Company's shareholder structure: Chapter 6, section 6.2.1;
- restrictions under the Company's by-laws on the use of voting rights and on share transfers or contractual clauses of which the Company is made aware in accordance with Article L. 233-11: Chapter 3, section 3.1.3.2 and Chapter 6, section 6.2.3;
- direct or indirect shareholdings in Company capital of which the Company is aware pursuant to Articles L. 233-7 and L. 233-12: Chapter 6, section 6.2.1;
- rules applicable to the appointment and replacement of members of the Board of Directors and the amendment of the Company's by-laws: Chapter 3 section 3.1.1.2;
- powers of the Board of Directors, in particular for the issue and buyback of stock: Chapter 6, sections 6.1.2 and 6.1.3;
- agreements providing for severance pay for members of the Board of Directors and employees if they resign or are dismissed without valid and serious cause, or if their employment is terminated following a takeover bid: Chapter 3, section 3.3.1.1;
- with regard to the agreements entered into by the Company that may be amended or terminated in the event of a change of control of the Company, unless such disclosure, other than in the case of a legal obligation to disclose, would seriously harm its interests, three contracts or types of contracts including a so-called ownership clause have been identified:
  - the credit agreements renegotiated in 2017 include an ownership clause detailed (Chapter 5, Note 6.12. to the Consolidated Financial Statements), as well as certain bilateral credit lines,
  - the licensing agreement for use of the corporate names "Caisse des Dépôts et Consignations" and "Groupe Caisse des Dépôts", which CDC has the right to terminate in the event that Compagnie des Alpes ceases to be a part of Groupe CDC,
  - certain concession agreements providing various types of clauses for change in proxy control (mainly related to the shareholding of Groupe Caisse des Dépôts), which require the prior approval of the authority granting the concession.

## 6.3 Stock market information

### 6.3.1 CONTEXT

The Compagnie des Alpes IPO took place on 18 November 1994 with the share priced at €11.90 (adjusted for the 2: 1 stock split in 2007 and various trading transactions). Compagnie des Alpes' stock is listed in Segment B (Mid-caps) of Euronext.

It is listed on the CAC All-Tradable (formerly SBF 250), CAC Mid & Small (formerly CAC Mid & Small 190), and CAC Small (formerly CAC Small 90). The former CAC Mid 100, an index which included CDA, was replaced by the CAC Mid 60 which no longer included CDA.

Since 26 May 2010, CDA stock benefits from the "long-only" Deferred Settlement Service (*Service de Règlement Différé* – SRD), meaning shares are SRD-eligible upon purchase only.

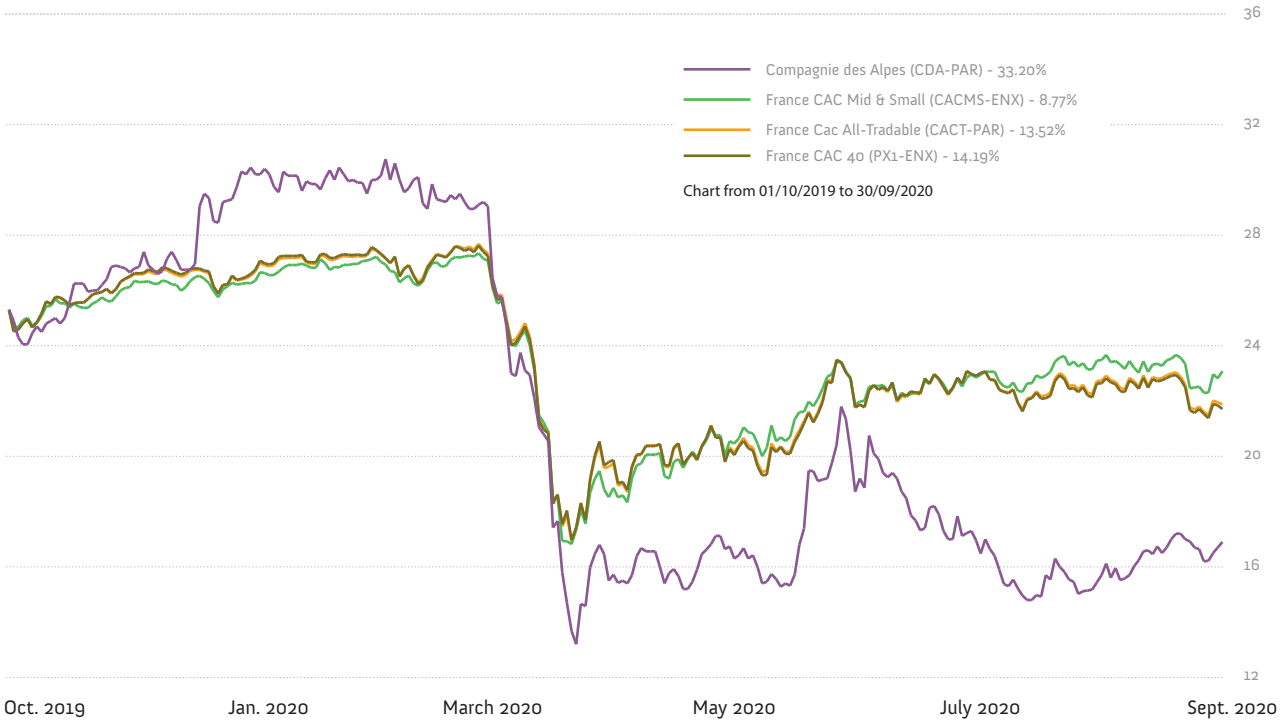
This change in the SRD will increase the list of SRD-eligible stocks within specific technical parameters. This new arrangement allows investors to leverage their CDA shares.

### 6.3.2 THE SECURITIES MARKET DURING FY 2019/2020

Like all markets, the share price of Compagnie des Alpes was strongly impacted by the consequences of Covid-19 and in particular by the confinement of people. As a result, it fell from €25.6 on 30 September 2019 to €16.9 on 30 September 2020. During this period, it reached a high of €30.7 on 22 January 2020 and its lowest, just two months later, of €13.2 on 19 March 2020.

The average volume per trading day, during FY 2019/2020, jumped by more than 64% and reached 15,470 shares per session (compared to 9,423 during the previous fiscal year). It should be recalled that it was 10,877 in 2017/2018, 13,150 in 2016/2017, 13,260 in 2015/2016, 16,160 in 2014/2015, 14,000 in 2013/2014 and 8,000 shares in 2012/2013.

At the end of the fiscal year, on 30 September 2020, the Group's stock market capitalisation amounted to €414 million, compared to €626 million the previous year.




## Financial services provider

Compagnie des Alpes has mandated CACEIS as its financial services provider. For the management of directly registered shares, please contact:

CACEIS Corporate Trust
14, rue Rouget de Lisle
92862 Issy-les-Moulineaux Cedex 09

## Investment service provider acting as liquidity manager for the share buyback programme

On 1 October 2016, Compagnie des Alpes announced it had transferred the management of its liquidity contract to Oddo.

Oddo & Cie
12, bd de la Madeleine
75440 Paris Cedex 09

# 6.4 Disclosure policy

Compagnie des Alpes endeavours to disseminate financial information that is comprehensive, true, fair and transparent.

Disclosure of financial information is governed by laws and regulations that require all listed companies to provide a complete, accurate, true and fair view of their financial position.

Compagnie des Alpes makes a variety of periodical and permanent publications available to the public, participates in individual and institutional Shareholder Meetings, and responds promptly to all shareholder and investor requests.

These personalised interactions are made so as to fully comply with the rules promoting equal access to information. The Compagnie des Alpes share is also routinely monitored by six leading analyst firms.

To step up its communication actions, the Company set up a new space for its shareholders: https://espace-actionnaires.compagniedesalpes.com/. This move is part and parcel of the Company's efforts to ensure, to the utmost extent, free-flowing and transparent communication of information to its shareholders.

## 6.4.1 DOCUMENTS MADE AVAILABLE TO THE PUBLIC

Compagnie des Alpes makes the disclosures and documents required by the regulations, and in particular regulated information, available to the public in French and/or English:

- Universal Registration Document/annual financial report;
- half-year financial report;
- quarterly revenue;
- press releases, which are published by the approved publishing service provider EchosWire, in accordance with the European Union Transparency Directive;
- notes of any corporate-finance transactions filed with the AMF.

The Company also makes the by-laws, the Corporate Governance Charter and other documents available to the public, such as:

- an illustrated brochure on the Group and its activities;
- a newsletter sent to all members of the Shareholders' Club and to those who request it;
- the Shareholders' Club guide.

These documents and information are available upon request from Group headquarters or may be read and downloaded in their complete versions from the Group website: www.compagniedesalpes.com.

## 6.4.2 PRESS RELEASES

The following information has been published since 1 October 2019:

**19 October 2019**
FY 2018/2019 revenue: +6.6%.

Good season for Ski areas and very dynamic sales for Leisure parks.

- Ski areas: Good season for all of the Group's ski areas; 4th consecutive season with increased skier-days.
- Leisure parks: very good season thanks to strong organic growth in the 4th quarter and the acquisition of Familypark.

**10 December 2019**
Full-year results for 2018/19: very good business and results.

- Revenue up 6.6%, or +4.2% on a comparable scope.
- Operating margin targets achieved.
  - EBITDA margin for ski areas: 37.3% of revenue.
  - EBITDA margin for leisure destinations (excluding Futuroscope): 28.2% of revenue.
- Net income (Group share) at a record €62.2 million.
- Proposed dividend of €0.70 per share.

**23 January 2020**
Q1 FY 2019/2020: Revenue up by +13.2% and good performance in the two activities of the Group.

- Ski areas: Good 1st quarter, accentuated by a positive calendar effect.
- Leisure parks: a particularly dynamic 1st quarter.
- Holdings and supports: travelfactory on the rise.

**28 January 2020**
The municipalities of Les 2 Alpes and Saint Christophe en Oisans have announced that they will be submitting to their municipal councils the choice of a new operator for the future management of the ski area.

**13 March 2020**
Situation, to date, regarding Covid-19 and its consequences.

**16 March 2020**
Situation, to date, regarding Covid-19 and its consequences.

**30 March 2020**
Impacts of Covid-19 on Group businesses.

**23 April 2020**
H1 FY 2019/2020: Business down as a result of the first consequences of Covid-19.

- Ski areas: a satisfactory season until the early closure of the areas.
- Leisure parks: a good first half but the rest of the season on hold.
- Holdings and supports: business also affected by Covid-19.
- End of the year and measures related to Covid-19.

**26 May 2020**
1st half 2019/2020

- A half affected by the closure of all sites in mid-March, as a result of the Covid-19 epidemic.

**11 June 2020**
Compagnie des Alpes is preparing to reopen all of its sites.

**29 June 2020**
Compagnie des Alpes has set up a loan guaranteed by the French State in the amount of €200,000,000.

**3 July 2020**
An ambitious plan to transform Futuroscope and a new 30-year lease for its operation.

Reinforcement of Compagnie des Alpes's stake in Futuroscope.

**23 July**
Revenues for the first nine months of FY 2019/2020: Business heavily impacted by lockdown measures.

**25 September 2020**
Compagnie des Alpes announces the temporary suspension of its financial covenant.

**22 October 2020**
Full-year revenue for FY 2019/2020: A fiscal year largely marked by the consequences of Covid-19.

- Ski areas: dynamic business in the 4th quarter but a fiscal year cut by the consequences of the lockdown.
- Leisure parks: 4th quarter business a little more dynamic than expected.
- Holdings and supports.
- Outlook.
- Financial position.

**27 November 2020**
Upcoming change in governance for Compagnie des Alpes.

**8 December 2020**
Full-year results for FY 2019/2020.

- A financial year substantially marked by the health crisis.
- Results impacted by exceptional items amounting to €69.6 million.
- The Group is confident in its ability to cover its liquidity needs up to the end of 2021, even in very degraded scenarios.

All of these press releases may be read and downloaded from the Company website: www.compagniedesalpes.com.

The Compagnie des Alpes website provides timely information for shareholders. Official documents and all press releases in French and English may be downloaded from the following web address: https://www.compagniedesalpes.com/en/finance#publications-communiques

**23 December 2020**
Compagnie des Alpes sets up a seasonal loan guaranteed by the French State in the amount of €269,000,000.

## 6.4.3 SHAREHOLDERS' ADVISORY COMMITTEE

The Shareholders' Advisory Committee was formed in November 2005. Compagnie des Alpes was the first French midcap to create a Shareholders' Advisory Committee in order to enhance the Company's communication with its individual shareholders. The Committee, which meets two or three times per year, reflects the diversity of the individual shareholder base.

It is now composed of seven qualified, representative members. The list of members is available on the Company's website.

The Committee met twice during the fiscal year, on 22 November 2019 and on 20 February 2020. It provided input in various areas, among them the Letter to Shareholders, the Shareholders' Meetings, and also the regular contact regarding important CDA media topics.

## 6.4.4 INDIVIDUAL SHAREHOLDER CONTACT

Since early 2008, and on the recommendation of the Shareholders' Advisory Committee, Compagnie des Alpes has provided shareholders with a telephone number: + 33 (0)1 86 86 02 14.

Individual shareholders may call this number to obtain published information on Group activities and all practical information concerning their shares and related benefits.

## 6.4.5 PUBLIC MEETINGS

The Company regularly organises meetings to present the Group in Paris and other parts of France. The dates of these meetings are announced in advance on the Company's website.

By way of illustration, Compagnie des Alpes, in collaboration with F2iC, participated in meetings dedicated to individual shareholders on 8 October 2019 in Lyon and on 24 October 2019 in Paris.

## 6.4.6 2020/2021 EVENTS AND FINANCIAL CALENDAR

**Thursday 21 January 2021**
Q1 revenue.

**Thursday 25 March 2021**
Shareholders' Meeting.

**Thursday 22 April 2021**
Q2 revenue.

**Wednesday 26 May 2021**
H1 results.

**Thursday 22 July 2021**
Q3 revenue.

**Thursday 21 October 2021**
Q4 revenue.

**Tuesday 7 December 2021**
Annual results for the fiscal year.


FIRST TURBO

# 7

# ADDITIONAL INFORMATION


7.1 INFORMATION ON COMPAGNIE DES ALPES 216

7.2 PERSONS RESPONSIBLE FOR THE UNIVERSAL REGISTRATION DOCUMENT 217

# 7.1 Information on Compagnie des Alpes

## 7.1.1 GENERAL INFORMATION

**Company name:** Compagnie des Alpes.

**Headquarters:** 50-52 boulevard Haussmann, 75009 Paris.

**Legal form:** French *société anonyme* (joint-stock corporation), founded on 26 January 1989.

**Share capital:** €186,829,064.12.

**Duration:** 99 years from the date of registration, *i.e.* until 13 February 2088.

**Registration:** The Company is registered with the Paris Trade and Companies Registry (RCS) under number 349 577 908.

**Business type:** 7010 Z (Headquarters activities).

**Place where legal documents may be consulted:** headquarters.

**LEI:** 96950029IN3GW457GG90.

**Website:** https://www.compagniedesalpes.com

**Headquarters telephone number:** +33 (0)1 46 84 88 00.

**Fiscal year:** from 1 October to 30 September.

### 7.1.1.1 Corporate purpose (Article 2 of the by-laws)

Compagnie des Alpes has the following purposes, in France and abroad:

- the acquisition, holding, management, and divestiture of all forms of investment securities and all forms of shareholdings in all companies, both French and foreign, in whatever form they may be, and particularly those having operations in mountain tourism and the leisure sector;
- the shareholdings, direct or indirect, by the Company in any of the aforementioned operations, through the creation of new companies, transfers, subscription to new shares or purchase of existing shares or company rights, mergers, partnerships, or otherwise, and this whether in France or abroad;
- the provision of any services, especially to the benefit of any Group companies, especially any services that may be rendered by an active holding company to its subsidiaries, be they corporate, operational or specific;
- and generally, any commercial, financial, industrial, investment, or real estate operation, similar to or related directly or indirectly, in whole or in part, to the stated corporate purpose.

### 7.1.1.2 Rights attached to shares (Articles 6 and 8.4 of the by-laws)

All shares are of the same category and benefit from the same rights, including profit sharing and the division of assets upon liquidation. For Shareholders' Meetings, each share gives the right to one vote. Therefore, no shareholder enjoys double voting rights.

### 7.1.1.3 Appropriation of earnings (Articles 21 and 22 of the by-laws)

Five percent of each year's net income, less losses carried forward (where applicable), is appropriated to the legal reserve; this appropriation ceases to be obligatory when the reserves rise to the level of one tenth of the share capital.

After the appropriation of the legal reserve, the Shareholders' Meeting, on the proposition of the Board of Directors, may appropriate amounts they choose, either to retained earnings or to one or more reserve accounts (optional, ordinary or extraordinary).

Income available for distribution is comprised of the net income for the year minus the losses carried forward and the amounts appropriated to reserves in application of the law or the by-laws, plus retained earnings.

After approval of the financial statements and recognition of the amount available for distribution, the Shareholders' Meeting may determine the part to be distributed in the form of dividends. The Shareholders' Meeting may further decide to distribute amounts to be sourced from available reserves, either to supply funds for dividends or to complete a dividend, or for the purpose of making an exceptional distribution. In this case, the decision will indicate the reserve accounts from which the funds will be taken. However, as a priority, dividends will be paid from the earnings available for distribution from the year under review.

The payment method for dividends is fixed by the Shareholders' Meeting, or otherwise by the Board of Directors.

The Shareholders' Meeting may notably grant to each shareholder, for all or a part of the dividend or partial payment of dividend to be paid, a choice between payment in the form of cash or in the form of shares.

# 7.2 Persons responsible for the Universal Registration Document

## Person responsible for the Universal Registration Document and annual financial report

Dominique Marcel, Chairman and Chief Executive Officer

### Statement by the person responsible for the Universal Registration Document including the annual financial report

"I certify that the information contained in this Universal Registration Document is, to the best of my knowledge, true to the facts and does not contain any omission that would alter its scope.

I hereby certify that, to my knowledge, the financial statements have been drawn up in accordance with the applicable accounting standards and give a true and fair view of the assets, financial position, and earnings of the Company and of the group of companies included in the consolidation. I also certify that the management report included in this Universal Registration Document gives a true picture of the business performance, earnings, and financial position of the Company and of the group of companies included in the consolidation, as well as a description of the major risks and uncertainties faced by those companies."

## Disclosure managers

**Denis Hermesse,** Group Chief Financial Officer
50-52, boulevard Haussmann
Paris
Tel.: +33 (0)1 46 84 88 00

## Investor contacts

### Head of Financial Communication

**Sandra Picard-Ramé,**
Communication, Brand and Corporate Social Responsibility (CSR) Director
Tel. & Fax: +33 (0)1 46 84 88 53
email: sandra.picard@compagniedesalpes.fr

**Alexis d'Argent,**
Head of Financial Communication
Tel. & Fax: +33 (0)1 46 84 88 79
email: alexis.dargent@compagniedesalpes.fr

# REFERENCE TABLE OF THE UNIVERSAL REGISTRATION DOCUMENT

This reference table uses the headings included in Annexes I and II of the (EU) delegated regulation No. 2019/980 of the European Commission of 14 March 2019, and refers to the pages of the Universal Registration Document which contain the information on each of these headings.

| Annexe I to (EU) delegated regulation 2019/980 | | Universal Registration Document | |
|---|---|---|---|
| | | Chapter(s)/Section(s) | Page(s) |
| **I** | **Persons responsible, information from third parties, expert reports and approval of the competent authority** | | |
| **1.** | **Persons responsible for information contained in this Universal Registration Document** | **7/7.2** | **217** |
| **2.** | **Statements by persons responsible for this Universal Registration Document** | **7/7.2** | **217** |
| **II** | **Statutory Auditors** | | |
| **1.** | **Name and address of the issuer's Statutory Auditors** | **5/5.3.2 Note 9.5** | **181** |
| **2.** | **Statutory Auditors who have resigned, were dismissed, or who were not reappointed** | **N/A** | **N/A** |
| **III** | **Risk factors** | **2** | **33-43** |
| **IV** | **Information about Compagnie des Alpes** | | |
| **1.** | **Registered name and trade name** | **7/7.1.1** | **216** |
| **2.** | **Place, registration number and legal entity identifier (LEI) of the issuer** | **7/7.1.1** | **216** |
| **3.** | **Founding date and duration of the issuer** | **7/7.1.1** | **216** |
| **4.** | **Company headquarters and legal form of issuer, legislation governing its activities, country of origin, address, telephone number and website** | **7/7.1.1** | **216** |
| **V** | **Overview of activities** | | |
| **1.** | **Primary activities** | | |
| | 1.1. Nature of operations carried out by the issuer and its primary activities | 1/1.1 | 20-25 |
| | 1.2. Significant products or services launched on the market | N/A | N/A |
| **2.** | **Main markets** | **1/1.1** | **20-25** |
| **3.** | **Significant events in its business development** | **N/A** | **N/A** |
| **4.** | **Strategy and objectives** | **1/1.2** | **27-29** |
| **5.** | **Level of dependency on patents and licenses; industrial, commercial, and financial contracts or new production procedures** | **N/A** | **N/A** |
| **6.** | **Competitive position** | **1/1.1** | **20-26** |
| **7.** | **Investments** | | |
| | 7.1. Primary investments made by the issuer during each fiscal year of the period covered by the historical financial disclosures | 1/1.3; 5/5.3.2 Notes 6.2, 6.3 | 29-30; 142; 156-158 |
| | 7.2. Main current investments or investments for which firm commitments have been made | 1/1.2; 5/5.3.2 Notes 6.2, 6.3 | 26-28; 138; 160-162 |
| | 7.3. Joint ventures and companies in which the issuer holds a percentage of share capital likely to significantly impact the value of its assets and liabilities, its financial position, or earnings | 5/5.2.7; 5/5.3.2 Note 3 | 137; 146 |
| | 7.4. Environmental questions that could influence the issuer's use of its capital assets | 2/2.2.3; 4/4.3; 5/5.3.2 Note 1.13 | 36; 99-114; 146 |
| **VI** | **Organisational structure** | | |
| **1.** | **Description of the Group and the issuer's role in it** | **5/5.2.1; 5/5.3.2 Note 3** | **135; 152** |
| **2.** | **List of the largest subsidiaries of the issuer** | **5/5.3.2 Note 4.2** | **153-154** |

| Annexe I to (EU) delegated regulation 2019/980 | | Universal Registration Document | |
|---|---|---|---|
| | | Chapter(s)/Section(s) | Page(s) |
| **VII** | **Examination of financial position and earnings** | | |
| 1. | Financial position | 5/5.1; 5/5.2 | 130-135; 135-137 |
| 2. | Operating income | 5/5.1; 5/5.2 | 130-135; 135-137 |
| **VIII** | **Liquidity and capital resources** | | |
| 1. | Information on the issuer's short- and long-term capital | 5/5.3.1; 5/5.3.2 Note 2.1 | 138-141; 150 |
| 2. | Sources and amounts of the issuer's cash flows | 5.1.3; 5/5.3.1; 5/5.3.2 Note 7 | 134-135; 174 |
| 3. | Information on the issuer's financing structure and requirements | Note 6.12; 5/5.3.2 Note 2; 5/5.3.2 Note 6.12 | 168-170; 150-151; 142; 168-170 |
| 4. | Information concerning any restriction on the use of capital | N/A | N/A |
| 5. | Information on the anticipated sources of financing | 5/5.1.3; 5/5.3.2 Note 2; 5/5.3.2 Note 6.12 | 134-135; 150-151; 168-170 |
| **IX** | **Regulatory environment** | **2/2.5** | **39** |
| **X** | **Trends** | | |
| 1. | Key trends, occurring between the end of the last financial year and the date of the Universal Registration Document, which have affected the Group's production, sales and stocks, and costs and selling prices, or caused a significant change in its financial performance. | 1/1.2 | 27-29 |
| 2. | Known trends, uncertainties, demands, commitments, or events reasonably likely to significantly influence prospects for the issuer, at least for the current reporting period | 1/1.2; 5/5.3.2 Note 9.4 | 27-29; 142; 181 |
| **XI** | **Profit forecast or estimate** | | |
| 1. | Principal forecast assumptions | N/A | N/A |
| 2. | Forecast preparation based comparatively upon historical financial information | N/A | N/A |
| **XII** | **Executive, management, supervisory, and general management bodies** | | |
| 1. | Board of Directors and Executive Management | 3/3.1 | 46-63 |
| 2. | Conflicts of interest in executive, management, supervisory, and general management bodies | 3/3.1.3.2 | 63 |
| **XIII** | **Compensation and benefits** | | |
| 1. | Total compensation paid and benefits in kind granted by the issuer or its subsidiaries | 3/3.3 | 68-81 |
| 2. | Total amounts provisioned or otherwise recognised for pension, retirement or other similar benefits | 3/3.3; 5/5.3.2 Note 9.1.3 (table) | 68-81; 179 |
| **XIV** | **Functioning of executive and management bodies** | | |
| 1. | End of current tenure of current executive, management, and supervisory body members | 3/3.1.1.1 | 47-49 |
| 2. | Information on service contracts binding members of executive, management, or supervisory bodies of the issuer or to one of its subsidiaries | 3/3.1.3.3 | 63 |
| 3. | The Committees | 3/3.1.1.1; 3/3.1.1.2; 3/3.2.1.2 | 47-49; 49-52; 66-67 |
| 4. | Compliance with corporate governance recommendations | 3/3.4 | 82 |
| 5. | Potential material impacts on the company's governance | N/A | N/A |
| **XV** | **Employees** | | |
| 1. | Number of employees at the end of the period covered by historical financial disclosures or average number during each fiscal year of this period, and distribution of employees | 4/4.2.1; 4/4.2.2 | 88; 88-89 |
| 2. | Profit-sharing and stock options for each person listed in XII.1; information about their share in the issuers share capital and all existing stock options | 3/3.1.1.3; 3/3.1.2.1; 3/3.3; 6/6.1.5 | 52-60; 61; 68-81; 207-208 |
| 3. | Agreement providing for employee investment in the issuer's share capital | 6/6.1.5 | 207-208 |

| Annexe I to (EU) delegated regulation 2019/980 | | Universal Registration Document | |
|---|---|---|---|
| | | Chapter(s)/Section(s) | Page(s) |
| **XVI** | **Main shareholders** | | |
| 1. | Name of all persons who are not members of a governing, management or supervisory body, who hold a direct or indirect share in the share capital or voting rights which must be declared under the applicable national legislation, together with the size of the share held as of the date of the Universal Registration Document. | 6/6.2.1 | 208 |
| 2. | Voting rights differences of primary shareholders | N/A | N/A |
| 3. | Issuer holding or control and measures taken to ensure that such control is not abused | 6/6.2.2 | 208-209 |
| 4. | Agreement that, if implemented, could bring about a change of control of the issuer | N/A | N/A |
| **XVII** | **Transactions with related parties** | **5/5.3.2 Note 8.1; 5/5.4.4** | **175-178; 199-200** |
| **XVIII** | **Financial information on Compagnie des Alpes' assets and liabilities, financial position and earnings** | | |
| 1. | Historical financial information | 5/5.3 5/5.4 | 138-185; 186-200 |
| 2. | Interim and other financial information | N/A | N/A |
| 3. | Audit of annual historical financial information | 5/5.3.3; 5/5.4.3; 5/5.4.4 | 182-185; 196-198; 199-200 |
| 4. | Pro-forma financial information | N/A | N/A |
| 5. | Dividend policy | 5/5.2.4; 5/5.4.2 Note 7 | 136; 195 |
| 6. | Legal and arbitration proceedings | 5/5.3.2 Note 6.11 | 167-168 |
| 7. | Material change in the issuer's financial position since the end of the last fiscal year | N/A | N/A |
| **XIX** | **Additional information** | | |
| 1. | Share capital | | |
| | 1.1. Total issued share capital, number of shares issued, par value per share, and comparison of the number of outstanding shares on the opening and closing dates of the fiscal year | 6/6.1 | 204-208 |
| | 1.2. Shares not representative of the capital | N/A | N/A |
| | 1.3. Number, book value, and par value of shares held by the issuer or its subsidiaries | 6/6.1.2 | 205 |
| | 1.4. Securities that are convertible, exchangeable, or coupled with warrants | N/A | N/A |
| | 1.5. Information on the terms regulating all vesting rights and obligations attached to the subscribed (but not paid-up) capital or any venture aimed at increasing the capital | 6/6.1.3 | 206 |
| | 1.6. Information on the share capital of any Group member subject to an option or agreement for putting its capital under option | N/A | N/A |
| | 1.7. Share capital description for the period covered by historical financial information | 6/6.1.1 | 204 |
| 2. | Constitution and by-laws | | |
| | 2.1. Corporate purpose of the issuer | 7/7.1.1.1 | 216 |
| | 2.2 Rights, privileges and restrictions attached to each category of existing shares | 7/7.1.1.2 | 216 |
| | 2.3 Provisions of the by-laws, a charter or a regulation that would have the effect of delaying, deferring or preventing a change in its control | N/A | N/A |
| **XX** | **Significant contracts** | | |
| **XXI** | **Documents available** | **6/6.4.1** | **212** |

# REFERENCE TABLE OF THE ANNUAL FINANCIAL REPORT

This Universal Registration Document includes all elements of the annual financial report referred to in Article L. 451-1-2 I of the French Monetary and Financial Code and Article 222-3 of the AMF general regulation.

The following reference table refers to the parts of the Universal Registration Document that correspond to the different headings of the annual financial report.

| Annual financial report | | Universal Registration Document | |
|---|---|---|---|
| | | Chapter(s)/Section(s) | Page(s) |
| I | Parent company financial statements | 5/5.4 | 186-200 |
| II | Consolidated financial statements | 5/5.3 | 139-185 |
| III | Statutory Auditors' report on the annual financial statements | 5/5.4.3 | 196-198 |
| IV | Statutory Auditors' report on the consolidated financial statements | 5/5.3.3 | 182-185 |
| V | Management report including as a minimum the information mentioned in Articles L. 22-10-35, L. 225-211 sub-paragraph 2 | Refer to the reference table in the management report see below | 222 |
| VI | Statement of the person responsible for the annual financial report | 7/7.2 | 217 |

# REFERENCE TABLE OF THE MANAGEMENT REPORT

This Universal Registration Document contains the elements of the management report referred to in Articles L. 232-10-34 *et seq*. and L. 232-1 of the French Commercial Code, as well as the report on corporate governance pursuant to Articles L. 225-37 *et seq*. of the French Commercial Code.

The following reference table refers to the extracts of the Universal Registration Document corresponding to the management report.

| Management report | | Universal Registration Document | |
|---|---|---|---|
| | | Chapter(s)/Section(s) | Page(s) |
| **I** | **Company business** | | |
| 1. | Company position over the past fiscal year (F. Com. C, Art. L. 232-1) | 5/5.2 | 135-137 |
| 2. | Strategy and outlook (F. Com. C, Art. L. 232-1) | 1/1.2 | 27-29 |
| 3. | Key events after the end of the fiscal year (F. Com. C, Art. L. 232-1) | 5/5.2.10 | 137 |
| 4. | Report on subsidiaries' operations and results (F. Com. C, Art. L. 232-1) | 1/1.1; 5/5.1 | 20-26; 130-135 |
| 5. | Existing branches (F. Com. C, Art. L. 232-1) | N/A | N/A |
| 6. | Objective and comprehensive analysis of changes in the Group's business, results and financial position (F. Com. C, Art. L. 22-10-35 and L. 233-6) | 5 | 129-200 |
| 7. | Key financial performance indicators (F. Com. C, Art. L. 22-10-35) | Introductory notes | 2-17 |
| 8. | Key performance indicators of a non-financial nature (F. Com. C, Art. L. 22-10-35) | 4 | 85-127 |
| 9. | Equity investments or controlling positions in companies based in France (F. Com. C, Art. L. 233-6) | 5/5.3.2 Note 4.2 | 153-154 |
| 10. | Name of the companies controlled and share of the share capital held by them (F. Com. C, L. 233-13) | 5/5.2.7; 5/5.3.2 Note 3 | 137; 152 |
| 11. | Notice of ownership of more than 10% of the share capital of another joint-stock company/ cross-shareholdings (F. Com. C, R. 233-19) | N/A | N/A |
| 12. | Research and development activities (F. Com. C, Art. L. 232-1) | N/A | N/A |
| 13. | Hedging of each main category of transaction using hedge accounting as well as its exposure to price, credit, liquidity and cash risks (F. Com. C, Art. L. 22-10-35). | 2/2.1 | 34-35 |
| **II** | **Risk factors – Internal control and risk management procedures** | | |
| 1. | Principal risks and uncertainties (F. Com. C, Art. L. 225-100-1.3°) | 2/2.2; 2/2.3; 2/2.4; 2/2.5; | 35-37; 37-38; 38-39; 39 |
| 2. | Financial risks related to the effects of climate change and procedures implemented to limit them (F. Com. C, Art. L. 22-10-35.1°) | 2/2.2.3 | 36 |
| 3. | Internal control and risk management systems (F. Com. C, Art. L. 22-10-35) | 2/2.1; 2/2.8 | 34-35; 40-43 |
| **III** | **Report on corporate governance** (F. Com. C, Art. L. 22-10-9 et seq.) | | |
| 1. | Presentation of the compensation policy for corporate officers | 3/3.3.1 | 68 |
| 2. | Total compensation and benefits of any kind paid in respect of the term of office during the past fiscal year or awarded in respect of the term of office for the same fiscal year | 3/3.3.2 | 77 |
| 3. | The relative proportion of fixed and variable compensation | 3/3.3.1.1 | 68 |
| 4. | Use of the option to request the return of variable compensation | N/A | |
| 5. | Commitments of any kind made by the Company and corresponding to items of compensation, indemnities or benefits due or likely to be due as a result of the undertaking, the termination or a change of duties or subsequent to the performance of those duties | 3/3.3.1.1 | 68-75 |
| 6. | Compensation paid or allocated by a company included in the scope of consolidation within the meaning of Article L. 233-16 | 3/3.3.2 | 77 |
| 7. | Presentation for executive corporate officers of the ratio between the level of compensation of each of these executives and the average compensation on a full-time equivalent basis of employees of the Company other than corporate officers and the ratio between the level of compensation of each of these executives and the median compensation on a full-time equivalent basis of the Company's employees other than corporate officers | 3/3.3.2.2 | 80 |
| 8. | Annual change in the Company's compensation and performance | 3/3.3.2.2 | 80 |

| Management report | | Universal Registration Document | |
|---|---|---|---|
| | | Chapter(s)/Section(s) | Page(s) |
| 9. | Explanation of how the total compensation complies with the compensation policy adopted, including how it contributes to the long-term performance of the Company, and how the performance criteria have been applied | 3/3.3.1.1 | 68 |
| 10. | Consideration of the vote of the last Ordinary Shareholders' Meeting on the compensation policy | 3/3.3.2.1 | 77 |
| 11. | Deviation and departure from the procedure to implement the compensation policy | 3/3.3.1.1 | 68 |
| 12. | Suspension, where applicable, of compensation for breach of gender equality rules | N/A | |
| 13. | All mandates and duties exercised in any company by each corporate officer during the fiscal year | 3/3.1.1.3 | 52 to 60 |
| 14. | Agreements between an executive officer or key shareholder and another company controlled by the Company within the meaning of Article L. 233-3 of the French Commercial Code | 5.3.2/Note 9.1.2 5/Note 9.1. | 179 |
| 15. | Powers in force regarding capital increases | 6/6.1.3 | 206 |
| 16. | Procedures to exercise the Executive Management | 3/3.2.2.1 | 67 |
| 17. | Composition of the Board of Directors and preparation and organisation of its work | 3/3.1; 3/3.2 | 46, 64 |
| 18. | Diversity policy applied to members of the Board of Directors, information on how the company strives to achieve gender equality and gender diversity results for the 10% of positions carrying the most responsibility | 3/3.1.1.2 | 49 |
| 19. | Possible restrictions set on the powers of the Chief Executive Officer by the Board of Directors | 3/3.2.2 | 67 |
| 20. | Compliance with corporate governance recommendations | 3/3.4 | 82 |
| 21. | Methods of shareholder participation in the Shareholders' Meeting | 6/6.2.8 | 210 |
| 22. | Description of the procedure implemented by the Board of Directors to enable it to undertake the annual assessment of current agreements | 3/3.2.1.1 | 64 |
| 23. | Potentially key factors in the event of a takeover bid (F. Com C, Art. L. 22-10-11) | 6/6.2.9 | 210 |
| **IV** | **Statement of Non-Financial Performance** (F. Com. C, Articles L. 22-10-36 and R. 225-105) | **Refer to the reference table in the Statement of Non-Financial Performance** | **224** |
| **V** | **Information on the share capital** | | |
| 1. | Threshold crossings declared to the Company (F. Com. C, L. 233-13) | 6/6.2.7 | 209 |
| 2. | Employee share capital ownership (F. Com. C, Art. L. 225-102) | 6/6.2.6 | 209 |
| 3. | Management and employee interest in the share capital of the Company/information relating to stock option grants and bonus share grants (F. Com. C, Art. L. 22-10-57 and L. 22-10-59) | 6/6.1.2.3; 6/6.1.5; 5/5.3.2 Note 6.10 | 205; 207-208; 165-166 |
| 4. | Share buyback by the Company and transactions carried out over the fiscal year (F. Com. C, Art. L. 225-211 paragraph 2) | 6/6.1.2 | 205 |
| 5. | Possible adjustments for securities giving access to the share capital in the event of a share buyback or of financial transactions (F. Com. C, R. 228-90 and R. 228-91) | N/A | N/A |
| 6. | Share transactions involving Company executives and their relatives over the fiscal year (MFC, Art. L. 621-18-2) | 6/6.2.7 | 209 |
| 7. | Calculation elements and results of the adjustment of the bases for exercising share subscription and purchase options (in the event of a share buyback by the Company at a price higher than the share price) (F. Com. C, R. 225-138) | N/A | N/A |
| **VI** | **Other information** | | |
| 1. | Supplier and customer payment periods (F. Com. C, R. 441-4) | 5/5.2.5 | 136 |
| 2. | Earnings and other key information over the past five reporting periods (F. Com. C, Art. R. 225-102) | 5/5.4.2 Note 7 | 195 |
| 3. | Amount of dividends and payments for the past three fiscal years (F. GTC, Art. 243 bis) | 5/5.1.3; 5/5.2.4 | 134; 136 |
| 4. | Non-deductible expenses and charges (F.GTC, 223 quater and 223 quinquies) | 5/5.2.9 | 137 |
| 5. | Amount of inter-company loans (MFC, Art. L. 511-6-3) | N/A | N/A |
| 6. | Injunctions or pecuniary sanctions for anti-competitive practices imposed by the Competition Authority (F. Com. C, L. 464-2-I) | N/A | N/A |

# REFERENCE TABLE OF THE STATEMENT OF NON-FINANCIAL PERFORMANCE

This Universal Registration Document contains the information required by Articles L. 22-10-36 and R. 225-105 of the French Commercial Code.

The following reference table refers to the sections of the Universal Registration Document corresponding to the Statement of Non-Financial Performance.

| Statement of Non-Financial Performance | | Universal Registration Document | |
|---|---|---|---|
| | | Chapter(s)/Section(s) | Page(s) |
| **I** | **Items of the Statement of Non-Financial Performance** | | |
| 1. | Business model | Introductory notes | 2-17 |
| 2. | Main non-financial risks | 4/4.1 | 86-87 |
| 3. | Due diligence policies and procedures | 4/4.1; Summary reference tables for Chapters 4/4.2; 4.3; 4.4 | 86-87 88; 97; 115 |
| 4. | Earnings and key performance indicators | 4/4.2 4/4.3.2; 4.3.3; 4.3.4 4/4.4 | 88-98 101; 107; 110-112 115-121 |
| **II** | **Information required by Article L. 22-10-36 of the French Commercial Code** | | |
| 1. | Labour impact of the business | 4/4.2 | 88-98 |
| 2. | Environmental impact of the business | 4/4.3 | 98-114 |
| 3. | Respect for Human Rights | 4/4.4.3.3 | 120-121 |
| 4. | Combating corruption | 4/4.4.3.2 | 120 |
| 5. | Combating tax evasion | 4/4.4.3.5 | 121 |
| 6. | The impact on climate change of the company's activity and the use of the goods and services it produces | 4/4.3.2.3; 4/4.3.2.4; 4/4.4.1.5 | 104-105 105-106 117-118 |
| 7. | Societal commitment to sustainable development | Introductory notes Summary reference tables for Chapters 4/4.2; 4.3; 4.4 | 2-17 88; 99; 115 |
| 8. | The circular economy | 4/4.3.5 | 112-113 |
| 9. | Combating food waste | 4/4.3.5 | 112-113 |
| 10. | Combating food insecurity | N/A (see 4.4 Intro) | N/A |
| 11. | Respect for animal welfare | 4/4.3.3.1 | 103-104 |
| 12. | Societal commitments in respect of a responsible, equitable and sustainable diet | 4/4.3.3.1 | 107-108 |
| 13. | Collective bargaining agreements concluded in the company and their impact on the company's economic performance and on the working conditions of employees | 4/4.3.5 | 112-113 |
| 14. | Combating discrimination and promoting diversity | 4/4.2.3.1.4 | 91 |
| 15. | Disability measures | 4/4.2.3.1.4; 4/4.2.5 | 91; 96-98 |

Photo credits: Alban Couturier - Bellewaerde - JL Audy / Futuroscope -
Arnaud Sobczyk - Dom Daher - Thibaut Durand - Christophe Hassel.

This document was printed in France by an Imprim'Vert, FSC and PEFC-certified printer on FSC-certified paper.

Designed **&** published by LABRADOR INFORMATION DESIGN +33 (0)1 53 06 30 80




ALL OUR EXPERIENCES AT YOUR SERVICE

Compagnie des Alpes

50/52 boulevard Haussmann – 75009 Paris
Tel.: +33 1 46 84 88 00
www.compagniedesalpes.com

Public limited company (*Société anonyme à Conseil d'administration*) with a share capital of €12.281.725,50
Registered office: 50/52 boulevard Haussmann, 75009 Paris
RCS Paris n° 349 577 908

# AMENDMENT TO THE 2020 UNIVERSAL REGISTRATION DOCUMENT

## Incorporating the Half-Year Financial Report dated 31 March 2021

This amendment to the universal registration document has been filed on 8 June 2021 with the Financial Markets Authority (*Autorité des marchés financiers*) as the competent authority pursuant to regulation (EU) no.2017/1129 dated 14 June 2017, without prior approval pursuant to Article 9 of the regulation.

The universal registration document may be used to make a public offering of securities or for the admission of securities to trade in a regulated market if it is supplemented by a note related to the securities, and when necessary, a summary of all the amendments made to the universal registration document. The universal registration document and the amendment to the universal registration document are approved by the AMF pursuant to Regulation (EU) no.2017/1129.

This amendment must be read together with the universal registration document of Compagnie des Alpes filed on 29 January 2021 with the Financial Markets Authority (*Autorité des marchés financiers*) under number D.21-0027.

A cross-reference table is provided with this Amendment in order to show the information incorporated by reference and the information updated or modified.

Copies of this amendment may be freely accessed at the Company, 50/52 boulevard Haussmann, 75009 Paris, France, as well as on the website of the Company (https://www.compagniedesalpes.com/) and on the website of the Financial Markets Authority (*Autorité des marchés financiers*) (www.amf-france.org).

## GENERAL COMMENTS

This amendment (the "**Amendment**") updates the Universal Registration Document 2020 of Compagnie des Alpes filed on 29 January 2021 with the Financial Markets Authority (*Autorité des marchés financiers*) under number D.21-0027 (the "**Universal Registration Document 2020**").

In the Amendment, the terms "Compagnie des Alpes", "CDA" or the "Company" refer to the company Compagnie des Alpes. The terms "CDA group" and "Group" refer to Compagnie des Alpes and its subsidiaries.

The Amendment contains information on the trends, objectives and development prospects of the CDA group. This information should not be construed as a guarantee of future performance. This information is based on data, assumptions and estimates considered to be reasonable by the CDA group. It is subject to change or modification due to the uncertainties related in particular to the economic, financial, competitive and regulatory environment. In addition, these trends, objectives and development prospects could be affected by the occurrence of all or part of the risk factors described in chapter 2 "*Risk Factors*" of the Universal Registration Document 2020 as updated by the Amendment.

The forward-looking information mentioned in the Amendment can only be assessed as of the date of its publication. Except as required by applicable law or regulation, the CDA group does not undertake any obligation to supplement, update or amend this forward-looking information to reflect any change in its objectives or in the events, conditions or circumstances on which it is based. The CDA group operates in an ever-changing competitive environment. It may therefore not be able to anticipate all risks, uncertainties or other factors that may affect its business, their potential impact on its business or the extent to which the materialization of a risk or combination of risks could have consequences significantly different from those mentioned in any forward-looking information, it being recalled that none of this forward-looking information constitutes a forecast or guarantee of actual results. In addition, this forward-looking information could be affected by the occurrence of some or all of the risk factors described in chapter 2 "*Risk Factors*" of the Universal Registration Document 2020 as updated by the Amendment.

**TABLE OF CONTENTS**


GENERAL COMMENTS ..... 2
TABLE OF CONTENTS ..... 3
1. Significant events since the publication of the universal registration document ..... 4
2. Risk factors ..... 8
   2.1 Strategic risks ..... 9
   2.2 Operational risks ..... 12
   2.3 Human risks ..... 14
   2.4 Regulatory and compliance risks ..... 16
   2.5 Legal proceedings ..... 17
3. Corporate governance ..... 18
   3.1 Evolution in the corporate governance ..... 18
   3.2 Approval of the component of the compensation applicable to management ..... 20
4. Financial information ..... 21
   4.1 Liquidity and financial indebtedness ..... 21
   4.2 Objectives ..... 23
5. Information on the company share capital and share ownership ..... 26
   5.1 Evolution of the share capital ..... 26
   5.2 Delegations and authorisations approved by the General Meeting currently valid ..... 26
   5.3 Free allocation of shares ..... 27
   5.4 Contribution ..... 28
6. Corrections to the universal registration document ..... 29
7. Person Responsible ..... 30
   7.1 Person responsible for the Amendment to the Universal Registration Document 2020 ..... 30
   7.2 Declaration by the person responsible for the Amendment to the Universal Registration Document 2020 ..... 30
8. Cross-reference table ..... 31

## 1. SIGNIFICANT EVENTS SINCE THE PUBLICATION OF THE UNIVERSAL REGISTRATION DOCUMENT

This Amendment must be read together with the half-year financial report dated 31 March 2021 and published on 8 June 2021 (the "**Half-Year Financial Report**") which it incorporates by reference.

The Half-Year Financial Report presents, in particular, the Group's activities, prospects and liquidity situation in the context of the crisis linked to the Covid-19 epidemic:

In the crisis environment created by Covid-19, the Group is facing a large number of uncertainties that make it extremely difficult to assess the various impacts on the Group's results in the very short to medium term. These impacts will depend on a number of factors, including the date of resumption of our activities, the preventive measures decided by the governments of the countries in which the Group operates and the short-term impact that this crisis will have on consumer behavior.

The Group has implemented regular monitoring of the Covid-19 pandemic from January 2020. Business continuity and disaster recovery plans setting out strict health protocols have been drawn up in consultation with the public authorities to ensure the safety of the Group's employees and make it possible to welcome customers in the best possible health safety conditions.

In this context, the Group recalls that it has abandoned the EBITDA[1] margin targets for both the Ski Areas and the Leisure Parks that it had communicated in December 2019.

***Activities of the Group***

The first half of the 2020/2021 financial is atypical since the vast majority of sites have remained closed, by decision of the authorities, due to the health crisis. In that respect, only two ski areas had a little activity in October and almost all of the leisure parks closed after only a few days of operation at the beginning of the Halloween season. Since then, only Grévin Montréal and Chaplin's World were able to reopen at the end of the first semester.

As a result, Compagnie des Alpes' consolidated revenues for the first half of 2020/2021 are €31.5 million, compared with €470.5 million for the same period of the previous financial year, i.e. a decline of 93.3% (-93.0% on a comparable basis).

Ski Areas' revenues for the first half of 2020/2021 are €2.5 million, compared with €350.2 million for the same period of the previous financial year. The activity was mainly in the areas that were open during the school vacations of All Saints' Day before having to close on October 29 to not reopen for the whole semester, by decision of the authorities.

The Leisure Parks' activity has also suffered significantly from the consequences of the health crisis. As a result, the revenues for the first half of 2020/2021 are €27,6 million, compared with €103,2 million for the same period of the previous financial year.

Indeed, most sites were able to open for the start of the Halloween season. Although attendance was good, the opening hours of some parks were reduced (Parc Astérix and Walibi Rhône-Alpes), while others were unable to offer the usual product (the Belgian, Dutch and Austrian parks). However, all these sites had to close before the end of this important commercial period, i.e. at the end of October/beginning of November, at the request of the authorities in the countries where the Group operates. They were then unable to reopen over the Christmas period and were almost all still closed at the end of the first half. Only Grévin Montréal has been authorized to reopen since February 26 and Chaplin's World in Switzerland since March 12.

Revenues from Holdings and Supports for the first half of 2020/2021 amounts to €1.5 million, compared with €17.2 million for the same period of the previous financial year. This decline is mainly linked to the impact of the health crisis on Travelfactory's activity, in particular the organization of stays and the sale of packages in ski areas.

***Prospects***

Regarding the Ski Areas, as previously indicated, the direct impact of the closing of the Ski Areas until the end of the winter amounts to a loss of revenue of around €400 million, i.e. nearly 99% of the revenue generated by this business unit during the 2018/2019 financial year (excluding the 2 Alpes resort), the last reference year before the impact of the health crisis.

For the summer season, the French Government has given its agreement to the ski lift companies to reopen from 19 May. Compagnie des Alpes is therefore confident that the 4th quarter will occur under good operating conditions. However, the Group points out that the 2 Alpes ski area has no longer been included in the Group's scope of consolidation since 1st December 2020, and that summer revenue for ski lifts is therefore likely to represent approximately €4 M.

With regards to the revenue of the Leisure Parks, as previously indicated, the loss of revenue related to the closure of the various parks due to the health crisis, amounts this half-year to €65 M compared to the same period of the 2018/2019 financial year, and to €75 M compared to the first half of 2019/2020. The non-opening of the parks in April has already resulted in an additional shortfall of approximately €40 M in relation to revenue for the 2018/2019 financial year, the last reference year before the impact of the sanitary crisis.The opening schedule for the Group's various sites has become clearer in recent weeks, both in France and abroad.

Grévin Montreal already reopened on 26 February followed by Chaplin's World (Switzerland) on 12 March. Since then, Walibi Belgium and Bellewaerde have been able to welcome visitors again since 8 May with sanitary rules similar to those of last summer. The reopening of the two Belgian aquatic sites, which are still closed today, is expected to take place, subject to the evolution of the sanitary conditions and to the final approval of the authorities, on 9 June. Family park in Austria and Walibi Holland in the Netherlands also opened to visitors on 19 and 21 May, respectively.

In France, Grévin Paris has been able to welcome public again since 19 May, France Miniature since 21 May and Parc Astérix, Futuroscope and Walibi Rhône-Alpes should be able to do so as of 9 June, again with sanitary rules similar to those of last summer and a capacity of 2/3 of their maximum and less than 1,000 people per attraction simultaneously until 30 June, with these limitations to be lifted as of 1st July.

For the sites that have been able to reopen, visitor interest is obvious despite the circumstances, even if it will take a few more weeks for it to reach last summer's level.

Thus, with equivalent sanitary rules, Compagnie des Alpes is confident in its ability to benefit from the reopening of the sites in similar proportions to last summer.

***Cost reduction***

In view of the efforts made by the Group since the beginning of the year, Compagnie des Alpes confirms that it will be able to offset the shortfall in revenue from its ski areas and leisure parks by reducing its operating expenses by at least 30% (excluding the specific compensation scheme for ski lifts), compared with the 25% to 30% range initially indicated, compared to 2018/2019.

***Annual capex budget***

As announced on March 25, the Group has refined its annual investment budget to around €140 M for the financial year 2020/2021. This amount reflects a sustained effort to revive activity in the areas in which the Group operates.

As of March 31, 2021, net capital expenditure amounted to € 59.2 M, after excluding the €51.1 M proceeds from the sale of the public service delegation assets of Les Deux Alpes.

***Aid schemes***

In response to the significant challenges faced by companies operating in the tourism sector in particular, the French government has set up aid schemes from which the Group has benefited.

Thus, in December 2020, when the closure of ski lifts was announced to help combat the spread of the Covid-19 epidemic, the French government introduced the principle of an exceptional support scheme for ski lift operators whose activity is particularly affected by the Covid-19 epidemic in France. Its purpose is to partially compensate the fixed costs and security costs incurred by these operators.

Within the framework of a specific authorization given by the European Commission on March 19, an aid scheme has been set up to partially compensate French ski lift operators for the damage caused by the Covid-19 pandemic. This partial compensation of fixed costs was then the subject of decree n°2021-311 published on March 25.

The net impact on pre-tax cash flow is expected to be around €165 million, compared to the €150 to €160 million estimate communicated by the Group on March 25.

It was partially settled in April/May for an amount of €135 million, with the balance to be settled in June. In accordance with IFRS, this compensation, which is treated as a government grant, must be recognized on a pro rata basis with respect to the annual fixed costs it offsets. As a result, 51% of the compensation has been recognized, for a net amount of €83.2 million at March 31, 2021.

Also, as a result of the closure of the leisure parks and ski lifts, the Group benefits from the compensation scheme for partial unemployment. This scheme, which is applied to both permanent and seasonal staff, has enabled the Group to benefit from compensation of €22.6 million in the first half of 2020/2021. The group has also benefited from exemptions from social security charges and payment aid amounting to €4.1 million as of March 31, 2021.

Overseas, the Group has received similar compensation of €3.8 million, as well as grants of €1.3 million in Switzerland and Canada.

***Liquidity***

In the context of the Covid-19 pandemic, the Group has closely monitored its main sources of liquidity in order to be able to anticipate any possible restrictions and to ensure that it is in a financial position to meet its operating, investment and interest payment needs, if necessary.

Thus, simultaneously to the aid measures, the Group has:

- in December 2020, subscribed to a second State Guaranteed Loan, called "SAISON", for an amount of €269 million for a period of one year;

- in May 2021, extended until 2026 the 200 million euro State Guaranteed Loan which was made available to the Group in June 2020 for an initial period of one year.

As of March 31, 2021, the Group's main sources of liquidity are as follows:

- overdraft facilities for an amount of approximately €146.5 million which were confirmed in June 2020 for a period of one year;

- a 250 million euro revolving credit facility maturing in May 2023, undrawn at March 31, 2021;

- available cash in the amount of €22.4 million.

As of March 31, 2021, the Group had a total liquidity position of €416.4 million, consisting of its cash and its confirmed and undrawn credit and overdraft facilities.

Finally, the group has negotiated a covenant holiday for the 30 September 2020 and 31 March 2021 test periods.

The Group would also like to remind that it does not have any significant short-term debt maturities.

## 2. RISK FACTORS

The investors are invited to take into consideration all the information mentioned in the Amendment, including the risk factors described below, which replace the risk factors described in Chapter 2 "*Risk Factors*" of the Universal Registration Document 2020, filed with the Financial Markets Authority (*Autorité des marchés financiers*), before deciding to subscribe to the capital increase of the Company or to buy shares in the Company.

Compagnie des Alpes reviewed the risks detailed in Chapter 2 "Risk Factors" of the Universal Registration Document 2020 and updated in the Half-Year financial report.

In the context of the provisions of Article 16 of Regulation (EU) 2017/1129 of the European Parliament and of the Council, the main risks that may, as of the date of the Amendment, affect the Group's business, financial position, reputation, results or prospects, as identified in the Group's risk map, which assesses their criticality, i.e. their severity and probability of occurrence, after taking into account the action plans put in place, are thus presented in this chapter. Within each of the risk categories mentioned below, the risk factors that the Company considers, as of the date of the Amendment, to be the most significant (indicated by an asterisk) are mentioned first.

It is recalled that the Group's priority risks are classified into four categories:

- strategic risks ;
- operational risks specific to its activities;
- human risks;
- regulatory and compliance risks.

| **Risk category** | **Risk group** | **Probability** | **Impact** | **Priority at 30/09/2020** | **Priority (1) update** |
|---|---|---|---|---|---|
| Strategic risk | Epidemic - Major pandemic | Rare | Critical | Priority 2 | Priority 1 |
| Strategic risk | Effects of climate change | Possible | Critical | Priority 1 | Priority 1 |
| Strategic risk | Changes in leisure consumption patterns | Possible | Critical | Priority 1 | Priority 1 |
| Strategic risk | Property market situation | Possible | Critical | Priority 1 | Priority 2 |
| Strategic risk | Changes in the competitive environment | Possible | Significant | Priority 1 | Priority 2 |
| Operational risk | Computer attack - cyber risk | Possible | Highly critical | Priority 1 | Priority 1 |
| Operational risk | Failure of information systems | Possible | Significant | Priority 1 | Priority 1 |
| Operational risk | Personal injury to customers | Rare | Highly critical | Priority 2 | Priority 2 |
| Operational risk | Safety - site security | Possible | Highly critical | Priority 2 | Priority 2 |
| Human risk | Human resource deficiencies | Frequent | Significant | Priority 1 | Priority 1 |
| Human risk | Staff security | Rare | Highly critical | Priority 2 | Priority 2 |
| Regulatory and Compliance Risk | Major loss of public service delegation | Rare | Highly critical | Priority 2 | Priority 1 |

| | | | | | |
|---|---|---|---|---|---|
| Regulatory and Compliance Risk | Non-compliance with regulations and LC-BFT | Rare | Highly critical | Priority 2 | Priority 2 |
| (1) The level of priority (1 or 2) reflects the criticality of each of the risks, i.e. their severity and probability of occurrence, after taking into account the action plans in place. | | | | | |

For each of these priority risks, classified by order of priority and impact, risk control levers are defined:

- in terms of prevention, to try to reduce the probability of occurrence;
- in terms of protection, to limit the impact on the Group;
- in terms of financial transfer, particularly to insurance companies, for insurable risks.

In order to monitor these priority risks over several years, several indicators are determined for each.

## 2.1 Strategic risks

### (a) Risk related to a major epidemic-pandemic*

Compagnie des Alpes has changed the risk classification of the "Epidemic-Pandemic" risk in its mapping of major risks to priority 1, in accordance with the monitoring of a proven, worldwide risk.

As of January 2020, a daily monitoring of the pandemic has been established, taking into account the information provided by certain organizations including the WHO.

Compagnie des Alpes has identified all the necessary measures to protect the safety of its customers and employees. Throughout the year, the preservation of cash and the reduction of certain non-essential costs enabled the Group to be very resilient in light of this major crisis.

A scenario was examined (spread of a virus requiring the closure of one or more sites during the year), based on the observation that the health authorities of the countries were unable to slow down the spread of the virus combined with long periods of lockdown.

The Group has identified control levers and indicators in order to monitor action plans accordingly and in accordance with the governmental directives for managing the Covid-19 crisis.

Ad hoc committees with the Director of Risk Management, the Director of Human Resources and the Director of Operational Development were held every week during the first lockdown, in order to be able, in particular, to draw up and implement Business Continuity Plans and Business Resumption Plans, depending on the activities. This regular monitoring was continued during the year, allowing us to welcome our clients in the best conditions of health safety.

In addition, the Covid-19 pandemic and the lockdown measures decided by the governments of the countries in which the CDA Group operates have led to a complete shutdown of the CDA Group's activities as of 14 March 2020. The closure of the Group's various sites, whether Ski Areas or Leisure Parks, has resulted in a significant loss of revenue. As a result, Compagnie des Alpes' consolidated revenues for the first half of 2020/2021 are €31.5 million, compared with €470.5 million for the same period of the previous financial year, i.e. a decline of 93.3% (-93.0% on a comparable basis). The various measures implemented by the Group (in particular the cost reductions) or the aid schemes from which the Group will benefit (in particular the partial unemployment measures or the aid scheme aimed at partially compensating French ski-lift operators for the damage caused by the Covid-19 pandemic) will not cover all of the loss of earnings incurred by the Group. This decline in activity also has an impact on liquidity, which has led the Group to monitor its main sources of liquidity and to take certain measures, in particular: in December 2020, the subscription of a second State Guaranteed Loan, known as "SAISON", for an amount of €269 million for a period of one year; in April 2021,

the extension until 2026 of the 200 million euro State Guaranteed Loan which had been made available to the Group in June 2020 for an initial period of one year; the negotiation of a holiday covenant for the test dates of 30 September 2020 and 31 March 2021 and the negotiation of a holiday covenant for the test dates of 30 September 2021 and 31 March 2022.

In addition, given the impact of the pandemic on the Group's risk rate and activities, for the year ended 30 September 2020, the Group has recognised goodwill impairment of €48.8 M (of which €41.4 M related to Leisure Parks) and impairments of tangible and intangible assets, financial assets and investments in associates in the amount of €16.5 M. For the six-month period ended 31 March 2021, the Group recognised an additional goodwill impairment charge of €55.2 million on the Leisure Parks business unit.

The impacts of the Covid-19 pandemic on the Company's results and financial position are detailed in Chapter 1 of the Amendment.

In the context of the crisis created by Covid-19, the Group is facing a large number of uncertainties that make it extremely difficult to assess the various impacts on the Group's results in the very short or even medium term. These impacts will depend on a number of factors, including the date of resumption of our activities, the preventive measures decided by the governments of the countries in which the Group operates and the short-term impact that this crisis will have on consumer behaviour.

**(b) Risk related to the effects of climate change***

A sustained lack of snow for an entire season cannot be completely ruled out and is the most well-known hazard for ski area operators.

Climate models predict a gradual increase in global average air temperature during the 21st century. Regarding the snow condition in the future, there could be normal winters and winters with little snow, in addition to good winters.

However, Compagnie des Alpes has taken this risk into account in its choice of locations, which are located at high altitudes to benefit from favourable snow conditions over the long term. In addition, snowmaking and snow quality management programs complement this strategy and reinforce the resilience of its business model.

The Group's stations are actively participating in the effort to limit greenhouse gas emissions. Actions are being taken, for example, to reduce polluting emissions from grooming machines, the latest models of which reduce consumption, to optimize ski lifts, and to use cable or collective transport to access the resorts, etc.

New grooming techniques also contribute to the maximization of snow retention on the slopes while reducing the number of machine passes required.

In outdoor leisure parks, attendance can be affected by the importance of rainfall or by episodes of heat waves. The Group reduces this risk through an adapted commercial policy (dated pre-sales, for example) and by increasing the number of rides covered. Although their occurrence in future years cannot be ruled out, continuous rainfall events that could have a lasting effect on attendance at the main parks during the summer peak remain rare. In order to provide its customers with a more comfortable visit, the Group has developed the installation of misters and shaded shelters.

The diversity of the Group's activities in terms of business lines, geographical locations and complementary seasonal patterns reduces the intensity of these risks related to adverse weather conditions.

**(c) Risk related to the evolution of leisure consumption patterns***

The development of winter sports resorts over the past 50 years has allowed an ever-growing clientele to discover the pleasures of skiing and the mountains.

The Group is committed to the promotion and distribution of new customer offers.

Compagnie des Alpes supports numerous initiatives to promote the mountain as a destination in the summer. In addition, the Group is committed to the digitalization of marketing, in particular through its subsidiary Travelfactory, allowing for better control of distribution channels.

In addition, Compagnie des Alpes offers a variety of non-skiing activities to broaden the range of leisure activities available to its customers.

Also, Compagnie des Alpes continues to improve its lift facilities, providing more comfort for greater customer satisfaction.

**(d) Risk related to the real estate market situation***

French winter sports resorts are faced with the downgrading of a portion of their rental properties and the transfer of certain beds from the professional circuit to the general public, which may have an impact on occupancy and therefore on Group revenues. The risk of the transformation of so-called "hot" beds operated by accommodation providers into so-called "cold" beds held by individuals is at the heart of the Compagnie des Alpes' concerns. The Group intends to be an active player in finding solutions to this problem. In this respect, in partnership with a group of institutional investors, it has set up a scheme for the acquisition and marketing of these so-called "cold" beds. This "*Foncière Rénovation Montagne*" project, which allows for the acquisition, renovation, upgrading and marketing of housing units, has been deployed in five resorts whose ski areas are managed by the Group.

In this way, Compagnie des Alpes is helping to bring back onto the housing market units (478 units have been acquired and renovated) that were previously occupied few days a year. A total of €11 million has been invested by all investors as part of the "Foncière Rénovation Montagne" project since the project's creation.

Whenever possible, the Group will favor the realization of long-term real estate transactions accompanied by efficient managers offering a highly attractive product, making it possible to generate development projects favorable to the prospects of the ski areas it operates.

In the context of the "*Foncière Rénovation Montagne*" project, the Group is a minority landowner (9.59% in the umbrella company (FRM) and less than 10% in the local companies) and as such its exposure to a possible downturn in the real estate market is limited. In addition, the Group has not yet observed any downturn in the real estate market in the mountains.

Through its local subsidiaries, the Group is also the lessee of certain lots held through the "*Foncière Rénovation Montagne*" project. In this context, and given the closure of the ski lifts during the 2020/2021 winter season, most of the lots have not been rented and the losses of the subsidiaries concerned have been taken into account in the consolidated interim financial statements as of 31 March 2021 (see note 4.5 on "Cost of debt, other financial income and expenses").

Apart from the "*Foncière Rénovation Montagne*" project, the Group is a minority shareholder in three real estate companies whose tenants are accommodation providers. To date, given that the ski lifts have not yet opened, the companies that own the walls hold a receivable against hosts of approximately €1,280 thousand (€210 thousand for Vilmont, €376 thousand for SCI Les Boisses and €697 thousand for SAS 2CO IMMO).

Transactions on the real estate market are carried out only if they are directly related to the operation of the sites on which the Group carries out its main activities.

Compagnie des Alpes is therefore exposed to possible downturns in the real estate market, but this risk is not likely to occur in the short term. Moreover, since most of its land rights have been acquired, its exposure remains limited to date.

In addition, Compagnie des Alpes is developing a network of real estate agencies with 13 companies and 28 offices managing a total of 13,500 beds.

### (e) Risk related to the competitive environment*

Given the competitive nature of leisure activities, the Group must constantly improve its offer and customer experience, while investing in new rides and in the renovation of lifts that combine comfort and safety. The Group is also committed to optimizing its resources, in particular by developing yield management.

The new digital strategy of the Group, based in particular on a reliable knowledge of its customers, is both a factor of growth in customers' satisfaction and loyalty.

The strategic objective of "Very High Level Satisfaction" of the Group's customers, which has been at the heart of our concerns for several years, leads the Group to constantly improve its competitiveness and thus raise the position of the Group's sites with regard to the competition.

Compagnie des Alpes also monitors the development of its competitors by strategic activity and geographical area.

## 2.2 Operational risks

### (a) Risk of computer attacks[

In the context of increasing digital activity of companies, where every aspect of their operations depends on the security of their information systems, the Group, like any other company, must be prepared for any eventuality of being confronted with cyber-attacks, cyber-threats, or even cyber-espionage.

From data loss to business interruption and reputation damage, the Group has been working for several years to protect and control its systems. In order to maintain the required performance levels and business continuity, a large number of projects have been carried out such as:

- site mapping;
- strengthening the Group's showcase sites on the internet;
- Group standards for suppliers;
- monitoring of spam and alerts;
- raising awareness of all users;
- protection of the Group's messaging system;
- the upgrading of any equipment that has become obsolete and therefore sensitive.

### (b) Risk of information systems failure*

The Group is dependent on its IT systems mainly in the financial, administrative, ticketing and internal sales fields. In addition, the Group uses e-commerce sites and sells tickets or packages electronically; it takes special care to ensure the integrity of its internet sites, whether commercial or institutional.

Consequently, the Group has put in place an IS risk management policy led by the Information Systems Department and its IS Security Manager, with the support of the Risk, Insurance and Crisis Management Department.

As marketing becomes less and less physical, the security of the information systems used has become paramount. The Group has put in place a set of safeguards, processes and regular analyses to mitigate a possible shutdown of a key system and to optimize its resilience, including:

- data and network redundancy;
- incident monitoring;
- backup and recovery of all application environments;
- disaster recovery plans;
- preventive maintenance plan.

**(c) Risk of injury**

Public safety is a major concern for all Group managers and employees.

The Group ensures that:

- the equipment used is designed, manufactured, installed, operated and maintained in such a way as to present, under normal conditions of use or under other conditions reasonably foreseeable by the professional, the safety that can legitimately be expected and not to prejudice the safety of persons, in compliance with the standards in force;
- the products, consumables and others, comply with the standards and regulations in force;
- all regulatory controls are carried out and that each installation is regularly checked before and during the opening season of the sites.

The Group pays particular attention to the compliance and safety of themed items sold in leisure Park stores. The toys are subject to a thorough inspection procedure to ensure that they are as safe as possible when used. In addition, audits are carried out in the main factories manufacturing toys and tableware, covering the quality systems of the factories (control of raw materials, manufacturing processes, compliance with EC regulations, etc.).

The Group relies on a network of quality and safety correspondents responsible for monitoring and improving control processes. Emergency plans are in place in the event of a serious accident to limit its consequences as much as possible, as well as a complete crisis management system, both at the sites and at Group headquarters.

The Group conducts regular liability prevention visits, accompanied by prevention engineers from its insurance broker, covering all of these specific risks, which contribute to the continuous improvement of the management of these risks.

In Leisure Parks, numerous controls are carried out by the technical teams to ensure a safe visitor experience:

- Inspection and certification by an independent third party before the opening of the season and in preparation for winter maintenance: an organization approved by the ministries of each country inspects 100% of the rides, playgrounds and water slides twice a year. The inspection body draws up a report and issues a certification for each ride. The control is extended to the proper functioning of the ride in its environment, and to the associated external risks (e.g. size criteria, boarding areas, internal procedures, etc.);

- regular internal controls before public opening: daily, weekly, monthly, quarterly or annual internal controls are carried out, covering all the points that need to be checked, and supervised hierarchically before being put into service;

- Control plan: the Leisure Parks Technical Department also establishes a multi-year control plan to ensure the proper aging of the facilities and to address specific issues (e.g., acceleration measurements, consistency with the evolution of European standards, analysis of weak signals);

- audit: the Leisure Parks Division operates a peer review process between sites. This approach ensures the capitalization and distribution of best practices.

In the ski areas, various regulatory and internal controls are carried out by the technical and operational teams to ensure safety in the areas managed by Compagnie des Alpes:

- inspection by an independent third party before the opening of the season and in preparation for summer maintenance: for example, the Technical Service for Ski Lifts and Guided Transport (TSSLGT), an approved body under the authority of the Ministry of Ecological Transition and Solidarity (METS), inspects 100% of ski lifts once a year;

- regular internal controls before the start of the winter season and public opening: daily, weekly, monthly, quarterly or annual internal controls, as well as major inspections planned over several years, are carried out by the technical and operational teams, covering all the points that need to be checked and supervised hierarchically;

- maintenance: each ski area's technical teams also draw up a preventive maintenance plan, taking into account feedback from the various resorts, to ensure that the installations are working properly;

- safety: the sites comply with the directives of Decree 2016-29 of 19 January 2016 on the safety of ski lifts and conveyor belts in mountain areas, with a safety management system (SMS) developed around a specific organization responsible for providing the maintenance measures and operating rules necessary to ensure safety during operation, as well as a permanent system for monitoring their compliance.

#### (d) Security risk

Since the 2016 and 2017 attacks, the Group's management has strengthened its monitoring of the risks of terrorist events.

Although it is difficult to assess the impact of this risk on the Group's financial situation, in particular because of the geographical dispersion of its activities, the safety of the public and of its employees nevertheless remains, in general, a major concern for the Group. Protective measures for the public and staff have been put in place and are reviewed on a regular basis by the teams.

The Group's sites have put in place protective measures for the public and staff, including a high level of protection and prevention, reinforced access controls, video surveillance and bag checks with security gates. Several of our sites (Futuroscope, Parc Astérix, etc.) have obtained the "*Sécuri-site*" label, which is issued by the prefectures to hotels and tourist sites that are willing to work together with the prefecture to ensure the safety of tourists.

### 2.3 Human risks

#### (a) Risk of human resource shortages*

Human capital is an essential element of the competitiveness and performance of companies.

Due to the strong seasonality of our activities, non-permanent staff (seasonal workers for both activities) represent 54% of the Group's workforce in full-time equivalent during the financial year ending 30 September 2020.

The rate of return of seasonal workers is thus one of the essential factors in the effective operation of our activities, which are concentrated on a part of the year, whether in the Ski Areas or the Leisure Parks, and in specific geographical locations.

Seasonal workers' contracts are frequently renewed in ski resorts (88%), thanks to a population that is strongly involved locally, and regularly renewed in Leisure Parks (49%), by a younger and therefore volatile population.

For permanent staff, who represent 46% of the workforce, we encourage employee satisfaction, in order to ensure their loyalty, through training and professional certification programs.

In addition, we are focusing on the integration of new staff in order to further secure their career paths (particularly through training) and their well-being at work.

In order to make up for a possible shortage of staff and to better attract talent, the Group's human resources management focuses on several areas, including:

- moving and housing assistance;
- a systematization of succession plans;
- a Heart of CDA employer brand campaign;
- an integration facilitated by personalized training;
- the development of professional training and certification and the promotion of work-study programs.

**(b) Staff security risk**

The health and safety of our staff is the fundamental basis of our social policy at Compagnie des Alpes.

Every year, we strive to develop and guarantee the health and safety of our staff at work. This important subject is reflected in numerous actions within the Group, which are determined in a decentralized manner within each of the sites in order to best meet the challenges of their activity. As a result, workplace safety training accounted for a total of 35,962 hours during the financial year ending 30 September 2020.

In accordance with the law of 31 December 1991 and the decree of 5 November 2001, occupational risk assessment documents (health and safety of the staff) are drawn up and regularly updated in the French sites. They include the identification of risks by profession and by workstation as well as action plans. Each company is responsible for drawing up and updating its single document. This applies to all areas, all hierarchical levels and all employees regardless of their status.

Because of its activities, the Group is exposed to the risk that staff members may suffer accidents on its sites, particularly during the use, operation or maintenance of ski lifts or rides and facilities in leisure parks.

For the Group, the safety and integrity of its employees are considered a priority (see also §4.2.3.3). Before the start of each season, welcome forums are organized to receive employees and distribute booklets or welcome guides outlining these priorities. It is also an opportunity to present to the staff the actions carried out during the off-season, the company's strategy but also the measures to be implemented in order to increase the high level of customer satisfaction.

Training courses are organized to ensure the safety and quality of the reception of customers, but also to learn operational and prevention procedures (gestures and postures, working at heights, use of chemical products, etc.) and what to do in case of an incident.

### 2.4 Regulatory and compliance risks

#### (a) Risk of major loss of public service delegation*

The operation of the ski areas, ski slopes and ski lifts operated by Compagnie des Alpes is the result of public service delegations (PSD) awarded by the local authorities.

The business model of Compagnie des Alpes' ski areas is therefore based on integration into mountain ecosystems, with the cooperation of all stakeholders to further develop and improve the range and quality of activities offered.

The renewal of each of the PSD is subject to a process of identification and analysis of the relevance of the investments, and of the definition of the regulatory, local and environmental frameworks, in full collaboration between the sites and the Group departments concerned. A Commitment Committee approves the applications before they are sent to the local authorities. The objective is also to secure long-term business by participating in the development of the real estate offer and by optimizing the distribution of packages.

The Compagnie des Alpes teams' reputation for professionalism and advanced technical skills reduces the risk of non-renewal of a PSD.

The Group is nevertheless exposed to the risk of termination, loss or non-renewal of public service delegations. Thus, the delegating municipalities of the 2 Alpes ski area have notified the Group of their decision to terminate in advance, for reasons of public interest, the three delegations of public service.

In addition, Compagnie des Alpes is exposed to the risk that the public service delegations it has been granted may be called into question. For example, Compagnie des Alpes holds a public service delegation at Bonneval, in the Val d'Isère ski area. This concession was granted in September 1970 by the commune of Bonneval sur Arc initially for a period of 30 years. It was extended by 18 years in 1994 until 9 April 2019. On 5 April 2019, an amendment was signed, bringing the end of this concession to 30 November 2019. Between 5 April 2019 and December 2020, three successive riders extended the duration of the concession until 1st September 2021. The municipality failed to transfer the signed amendments to the prefecture within the required timeframe for the control of legality that the prefect must exercise. At the request of the prefect, the Commune must (i) regularise the production of the amendments and (ii) reissue a call for tenders for a new public service delegations by the end of 2021. STVI, a subsidiary of the Compagnie des Alpes, is to take a position on the renewal of this public service delegations.

#### (b) Risk of non-compliance

The risk of non-compliance is monitored by the Group's legal department. Compagnie des Alpes implements a set of procedures to comply with applicable labour, competition and financial market regulations.

The Group's sales and marketing teams have been made more aware of this, with increased vigilance regarding the compliance of contracts and pricing policies and the strengthening of the compliance culture within the Group and among the main suppliers.

However, non-conformities can occur. For example, SRM GMDS, which operates the Grand Massif operates a hill reservoir at Samoens used to recover water from melting snow to supply snow cannons. Following an appeal by an environmental association, the building permit which had been granted to SRM GMDS in 2017 was cancelled. In addition, the Direction départementale des Territoires (DDT) noted that the capacity of the reservoir had been exceeded compared to the permit that had originally been submitted. In this context, the DDT asked SRL GMDS to submit a regularisation file allowing the use of the hill reservoir and to cease using

it in the meantime. The regularisation file is underway with the administrative authorities with a view to a resolution by the end of 2021.

## 2.5 Legal proceedings

The paragraph "*Key facts - public service delegations relating to the 2 Alpes ski area*" in section 5.1.1 "*Analysis of the Group's results*" of the 2020 Universal Registration Document is updated as follows:

Proceedings were brought before the competent courts following the early termination for reasons of public interest of the three public service delegation contracts entered into by Compagnie des Alpes with the municipalities of Venosc, Mont-de-Lans and Saint-Christophe-en-Oisans for the operation of the 2 Alpes ski area.

On 28 November 2019, the delegating municipalities notified Deux Alpes Loisirs (DAL), a subsidiary of Compagnie des Alpes, of their decision to terminate the public service delegation contracts early in order to allow for a competitive bidding process with a view to establishing a single public service delegation for the entire resort, effective 1st December 2020.

On 29 January 2020, Compagnie des Alpes filed a petition against the early termination of the public service delegation contracts along with a claim for damages in the amount of €7.95 million.

In June 2020, following approval by the municipalities of Les Deux Alpes and Saint-Christophe-en-Oisans, a public service delegation contract was signed with the Société Touristique de l'Alpe d'Huez (SATA), as the successful bidder, for the construction and operation of the Deux Alpes ski area.

In addition, on 6 August 2020, Compagnie des Alpes filed a petition to cancel the contract between the delegating municipalities and the Société Touristique de l'Alpe d'Huez. A statement of claim was also filed on 1st February 2021, seeking an indemnification from the Group in the amount of €322.5 million (estimated loss due to the non-award of the contract to DAL).

DAL, SATA and the Municipalities attempted to bring their negotiation to a successful conclusion through conciliation.

A memorandum of understanding was reached between SATA and DAL concerning the takeover of the concession property and SATA has now paid all the sums it owes to DAL.

While DAL and the Municipalities had almost reached an agreement, the Municipalities are now contesting the amounts that have been discussed for months. They have not yet paid the amounts owed to DAL, even though DAL has transferred the even though DAL transferred the operation of the station to SATA on 1st December of last year. The disagreements are mainly about:

- the early termination indemnity due under the concession contract, as the Municipalities refused to pay on the grounds that DAL would not have received any income this year due to the Covid pandemic and therefore have no prejudice, whereas the contract provided for a calculation of the indemnity on the basis of the results prior to the breach and a payment to be made before the end of the contract;

- the payment by the Municipalities for the use of land necessary for the operation of the ski lifts, even though this land belongs to DAL.

As a result of the failure of the conciliation procedure, DAL has given formal notice to the delegating municipalities to pay the sum of €11.4 million, of which €3.9 million owed by SATA in respect of the assets handed over to it. SATA has paid the amount due for the assets handed over, i.e. €3.9 million.

## 3. CORPORATE GOVERNANCE

The Board of Directors has 13 members.

The Company has evolved its governance in the following ways:

### 3.1 Evolution in the corporate governance

#### (a) Chairman of the Board of Directors and Chief Executive Officer

The Company has decided to change its corporate governance and separate the functions of Chairman of the Board of Directors and Chief Executive Officer. As Mr Dominique Marcel's term of office as Chairman and Chief Executive Officer is due to expire, this separation is part of the succession plan and is intended to ensure stability in the management of the Company while allowing for a gradual managerial transition in the best interests of the Company and taking into account the crisis context.

With a view to separating of the functions of Chairman of the Board of Directors and Chief Executive Officer of Compagnie des Alpes, the shareholders' meeting of 25 March 2021 has decided, on the proposal of the Board of Directors, to renew the term of office of Mr Dominique Marcel as director.

Further to its decision dated 28 January 2021, the Board of Directors held on 25 March 2021 has decided to renew the term of office of Mr Dominique Marcel as Chairman of the Board of Directors and Chief Executive Officer for an interim period until 31 May 2021 and, on the proposal of the Chairman of the Board of Directors and Chief Executive Officer, to appoint Mr Dominique Thillaud as Deputy Chief Executive Officer for this interim period.

The Board of Directors held on 31 May 2021, has acknowledged the effective separation of the functions of Chairman of the Board of Directors and Chief Executive Officer of Compagnie des Alpes and decided to entrust, with effect from 1st June 2021, the functions of Chairman of the Board of Directors to Mr Dominique Marcel, those of Chief Executive Officer to Mr Dominique Thillaud and those of Deputy Chief Executive Officer to Mr Loïc Bonhoure.

The Chairman of the Board of Directors will not be assigned any specific duties within the Group beyond those provided for by law.

The Chairman of the Board of Directors, the Chief Executive Officer and the Deputy Chief Executive Officer exercise their powers in accordance with the Company's corporate governance charter.

The provisions applicable to the Chief Executive Officer are transposable to the Deputy Chief Executive Officer. The Chief Executive Officer and the Deputy Chief Executive Officer are vested with the most extensive powers to act in all circumstances on behalf of the Company. They shall exercise these powers within the limits of the corporate purpose and subject to those powers expressly granted by law to the Shareholders' Meetings and the Board of Directors. They represent the Company in its relations with third parties.

In accordance with the Company's corporate governance charter, the Board of Directors, in its meeting of 31 May 2021, decided that the Deputy Chief Executive Officer will have the same powers as the Chief Executive Officer:

- with the exception of the authorisations and special delegations given to the Board of Directors in respect of the granting of sureties, endorsements and guarantees, and in respect of the acknowledgement of capital increases;

- with the exception of the decisions referred to in Articles II.2.4 (vii) and II.2.4 (viii) of the corporate governance charter in its version of 31 May 2021;

- up to five million for all commitment decisions and expenditure referred to in Articles II.2.4 (ii) to (v) of the said charter;

- up to a ceiling of fifty million euros for the expenditure referred to in Article II.2.3 (vi) of the said charter;

- with the exception of decisions relating, where applicable, to the appointment, remuneration and termination of Deputy Managing Director.

**(b) Executive Committee**

Mr Dominique Thillaud has been Chief Executive Officer of Compagnie des Alpes since 1st June 2021. He had been the Deputy Chief Executive Officer since last 25 March. Loïc Bonhoure, until now Deputy Managing Director, was appointed Deputy Chief Executive Officer on the same date.

On the occasion of the presentation of the half-yearly results for 2020/2021, the new team presented the Group's strategic priorities, which include fully exploiting the potential for business recovery as soon as the sites reopen and returning to the profitable growth trajectory of the pre-sanitary crisis period.

In order to implement this strategy, the organisation of the Company's operations is changing. It will be structured around three divisions:

- Two divisions dedicated to Winter/Summer Mountain Areas:

    - A Ski Areas and Outdoor Activities division, headed by David Ponson. This division will integrate the winter/summer diversification aspects in addition to the management of the ski areas;

    - A Distribution and Hospitality division, which will be headed by Yariv Abehsera, until now President of Travelfactory, until now President of Travelfactory and who will join the Executive Committee in this capacity;

- A Leisure Parks division, whose strong development dynamics will continue to be led by François Fassier.

At the same time, Laurence Piroué, Group Human Resources Director since 2019, and Emmanuel Viennot, Director of Digital and Information Systems since last 15 March, joined the Executive Committee.

In addition to the General Management, the Executive Committee is made of:

- Yariv Abehsera, Director of the Distribution & Hospitality Division of the Winter/Summer Mountain Resorts;

- Marie Artaud-Dewitte, Director of Legal Affairs and Compliance;

- François Fassier, Director of the Leisure Parks Division;

- François-Xavier Holderith, Group Chief Financial Officer ;

- David Ponson, Director of the Ski Areas and Outdoor Activities division of the Winter/Summer Mountain Areas;

- Sandra Picard, Director of Communication, Brand and CSR;

- Laurence Piroué, Group Human Resources Director;

- Emmanuel Viennot, Director of Digital and Information Systems.

### 3.2 Approval of the component of the compensation applicable to management

Pursuant to Article L. 22-10-34 of the French Commercial Code, the Shareholders' Meeting of 25 March 2021 approved (i) the remuneration policies applicable to the Chairman, the Chief Executive Officer and the Deputy Chief Executive Officer for the financial year ending 30 September 2021, and (ii) the fixed, variable and exceptional components of the total remuneration and benefits of any kind paid or granted in respect of the financial year ending 30 September 2020 to Mr Dominique Marcel in his capacity as Chairman and Chief Executive Officer, as presented in the report on the Company's corporate governance referred to in Article L. 225-37 of the French Commercial Code, which is included in the Universal Registration Document 2020.

In addition, noting that Mr Dominique Marcel's executive duties within the Group had come to an end and as set out in the Universal Registration Document 2020, the Board of Directors noted, in view of the fulfilment of the performance criteria required in this respect, that the termination fee due to Mr Dominique Marcel as defined by the Board of Directors on 19 March 2009 and renewed in 2013 and 2017 was applicable. This indemnity amounts to €1.16 million, including social security. The payment of this indemnity will take place during the financial year beginning 1 October 2021

## 4. FINANCIAL INFORMATION

### 4.1 Liquidity and financial indebtedness

**(a)** Liquidity

The Group uses its liquidity position as a performance indicator. This indicator is monitored by the Group in order to provide the market with information on its liquidity, taking into account in particular the substitute covenants with the Group's lenders.

| (*in thousand euros*) | 31/03/2021 | 30/09/2020 |
|---|---|---|
| Liquidity position | 416 378 | 310 496 |

The liquidity position is an alternative performance indicator within the meaning of AMF Position DOC n°2015-12.

The liquidity position is not a standardised accounting aggregate with a single definition accepted by IFRS. It should not be considered as a substitute for operating income, net income, cash flow from operating activities which are measures defined by IFRS. Other issuers may calculate the liquidity position differently from the definition. Other issuers may calculate the liquidity position differently from the definition used by the Group.

***Liquidity position***

The liquidity position is defined as the sum of:

- €250 million revolving credit facility reduced by any issues of NEU CP negotiable debt securities,
- confirmed and undrawn overdraft facilities, and
- the Group's cash position.

A table for calculating the liquidity position is presented below:

| (*in thousand euros*) | 31/03/2021 | | | 31/09/2020 | | |
|---|---|---|---|---|---|---|
| | Authorisation | Drawing | Available | Authorisation | Drawing | Available |
| Confirmed credit facilities | 250 000 | | 250 000 | 170 000 | | 170 000 |
| Confirmed overdrafts (Overdraft: others) | 146 500 | 2 491 | 144 009 | 146 500 | 22 474 | 124 026 |
| Total | **396 500** | **2 491** | **394 009** | **316 500** | **22 474** | **294 026** |
| Cash and cash equivalent | | | 22 369 | | | 16 470 |
| | | | 416 378 | | | 310 496 |

* As a reminder, the Group's NEU CP programme is secured by the €250 million revolving credit facility. At 30 September 2020, the €170 million of confirmed credit facilities correspond to the €250 million available, reduced by the €80 million of NEU CP outstanding at that date.

**(b)** Financial indebtedness

Fixed-rate debt mainly corresponds to bonds subscribed by CDA and CDA Financement (€260 million), the two State Granted Loans (SGL) of €200 million and €269 million respectively; and bank financing of €20.63 million.

The €269 million Seasonal SGL, which was arranged on 23 December 2020 and subscribed with the Group's historical banking partners, present in the €250 million RCF line, was entered into for an initial period of 12 months. It could be extended for a period of one to five years at the Group's request.

Following the implementation of this Seasonal SGL, the Group decided not to renew its NEU CP of NEU CP, bringing its outstanding amount to 0 as at 31 March 2021.

The breakdown of CDA's gross borrowings and net debt is as follows:

| | 31/03/2021 | | | 30/09/2020 | | |
|---|---|---|---|---|---|---|
| *(in thousands of euros)* | Non-current | Current | Total | Non-current | Current | Total |
| Bonds | 259,582 | | 259,582 | 259,530 | - | 259,530 |
| Borrowings from credit institutions | 513,500 | 39,962 | 553,462 | 268,725 | 25,512 | 294,237 |
| Short Term Negotiable Securities issuing programme - NEU CP | - | - | - | - | 80,000 | 80,000 |
| Other borrowings and similar debt | 700 | | 700 | 700 | - | 700 |
| Lease finance | 4 | | 4 | 4 | - | 4 |
| Accrued interest | | 5,825 | 5,825 | | 3,091 | 3,091 |
| Financial costs related to the extension Seasonal SGL 1 | - | 4,319 | 4,319 | - | - | - |
| Bank credit balances and similar | | 2,545 | 2,545 | | 22,532 | 22,532 |
| Employee profit-sharing | 2,403 | | 2,403 | 2,999 | | 2,999 |
| Miscellaneous | 162 | 337 | 499 | 270 | 805 | 1,075 |
| | | | | | | |
| **Total gross financial debt (excluding IFRS 16)** | **776,351** | **52,988** | **829,339** | **532,228** | **131,940** | **664,168** |
| Lease liabilities IFRS 16 | 162,533 | 10,403 | 172,936 | 165,791 | 11,252 | 177,043 |
| **Total gross financial debt** | **938,884** | **63,391** | **1,002,275** | **698,019** | **143,192** | **841,211** |
| Cash flow | | 22,369 | 22,369 | | 16,470 | 16,470 |
| **Total net financial debt (excluding IFRS 16)** | **776,351** | **30,619** | **806,970** | **532,228** | **115,470** | **647,698** |
| **Total net financial debt** | **938,884** | **41,022** | **979,906** | **698,019** | **126,722** | **824,741** |

**(c)** Covenant *holiday*

In August and September 2020, the Group reached an agreement with all relevant banking and bonding partners to put in place a covenant holiday for the test dates of 30 September 2020 and 31 March 2021. This agreement provides for certain alternative commitments, mainly concerning minimum liquidity levels, a commitment not to exceed a consolidated net capital expenditure of €190 million over a 12-month period, and a commitment to maintain the Group's consolidated net debt (see note [6.12] to the Company's consolidated financial statements for the year ended 30 September 2020, excluding the IFRS 16 lease liability) at a level below €850 million.

In addition, on 31 May 2021, the Group obtained an agreement from its relevant banking partners to suspend its 3.5x leverage covenant for the next two covenant holiday dates, namely 30 September 2021 and 31 March 2022 Furthermore, the bondholders concerned have also confirmed that they have accepted the suspension of the leverage test for the two dates mentioned above.

As part of this renegotiation, the Group has undertaken to comply with substitute covenants covering the period from 30 September 2021 to 31 March 2022, in line with what was done last September, and which enables the Group to pursue the path it has set itself. These mainly concern (i) compliance with minimum liquidity levels, (ii) the commitment not to exceed a certain amount of consolidated net industrial investments and (iii) the commitment to limit the Group's consolidated net debt.

These are as follows:

- concerning the minimum liquidity, this must be greater than €250 M per month;

- concerning the consolidated net industrial investments over 12 months at the test dates of 30 September 2021 and 31 March 2022, this must not exceed €190 M if the Company carries out a capital increase between now and 30 September 2021 and €175 M if it does not otherwise;

- concerning the Group's consolidated net debt, this must not exceed €750 M if the Company capital increase by 30 September 2021 and €850 M if it does not;

- the Group will comply with a maximum leverage of 9x at 31 March 2022 if there is no capital increase and 7x if there is a capital increase.

### 4.2 Objectives

The Group recalls that, in the context of the Covid-19 health crisis, it has abandoned the EBITDA margin targets for both the Ski Areas and the Leisure Parks that it had communicated in December 2019.

In view of the changes in the global environment and the prospects for its business, the Group intends to set out the objectives set out below.

The objectives presented below are based on data, assumptions and assessments considered to be reasonable by the Group at the date of the Amendment. These data and assumptions may be modified because of the uncertainties linked to economic, financial, accounting, completion, regulatory and tax environment or because of other elements not known by the Group at the date of the Amendment. In addition, the materialization of some of the risks described in Chapter 2 *"Risk Factors"* of the Universal Registration Document 2020 as updated by the Half-Year Financial Report and in the Amendment, especially an amplification of the current health crisis, may have an impact on the activity, the financial situation, the results or the prospects of the Group and thus calling into question the objectives. Moreover, the realization of the objectives implies the successful achievement of the Group strategy. The Group therefore takes no commitment nor gives any guarantees as to the realization of the objectives hereby mentioned.

**(a)** Assumptions

The objectives presented below have been established on the basis of the following assumptions:

- with regard to the Ski Areas:
    - no opening of the ski Areas during the winter season 2020-2021 and a compensation for the activity related to the Ski Areas in 2021 of €165 million (before tax);
    - the absence of health constraints as of the 2021-2022 winter season, with a 10% discount on normative attendance linked to the medium-term impacts of Covid-19 (disappearance of hosts, distribution affected, etc.) and the exit of the United Kingdom from the European Union;
    - a residual impact on skier days in 2022-2023 and a gradual return to pre-crisis levels thereafter;
    - cost management in 2020-2021 to compensate for the loss of turnover due to the Covid-19 crisis;
    - continued efforts on costs over the remainder of the plan to maintain and increase the EBITDA margin to return to a normative level in 2022-2023;
    - a reduction in capital expenditure in 2020-2021 and 2021-2022 to preserve the cash flow with a catch-up in 2022-2023 and 2023-2024;
- with regard to leisure parks:

- a 2021 activity that remains strongly marked by the health crisis, notably due to the late opening of leisure parks and the sanitary constraints put in place, notably a significantly reduced Halloween period and the opening of leisure parks and the second half of 2020-2021 in line with those of the 2019-2020 season;

- sanitary constraints maintained over the 2021-2022 financial year with a heavy impact on the first quarter and the Halloween period, which is a major contributor; a return to normal in 2022-2023 and a positive impact of the new projects (Futuro2, Toutatis, Quais de Lutèce hotel at full capacity);

- an EBITDA margin that would return to a normative level in 2022-2023;

- efforts on capital expenditure in 2020-2021 and 2021-2022 to compensate for the loss of activity but a carry-over to 2022-2023 and 2023-2024 to support growth; a return to a more normative level in 2024-2025;

- capital expenditure budgets to cover the increased deployment of digital deployment of digital tools.

**(b)** Objectives

In the crisis environment created by Covid-19, the Group is facing a large number of uncertainties which make it difficult to assess the various impacts on its results in the very short or even medium term. These impacts will depend on a number of factors and in particular on the date of recovery of the Group's activities, the preventive measures decided by the governments of the countries where the Group operates and the impact that this crisis will have on consumer behaviour in the short term. In this context:

- for the financial year ending 30 September 2021:

    - the Company still has low visibility for the second half of the year, however

        - with health protocols equivalent to those of summer 2020, the Company is confident in its ability to benefit from the reopening of sites in similar proportions to those of summer 2020,

        - the Company intends to be able to offset the loss of revenue by reducing operating costs by at least 30% (excluding compensation and based on the combined revenues of its Ski Areas and Leisure Parks and a loss of revenue calculated in relation to the financial year ending 30 September 2019, the last reference year before the Covid-19 crisis);

    - the Company confirms the investment envelope of €140 million. These investments are subject to commitments for approximately €100 million (approximately €80 million for the Ski Areas and approximately €20 million for the Leisure Parks). These investments concern, in relatively equal proportions, the Ski Areas and the Leisure Parks. These investments relate, in particular, to attractions, hotels, restaurants and equipment. During the first half of 2020/2021, net investments amounted to €59.2 million after excluding the proceeds from the sale of the assets of the Deux Alpes public service delegation (PSD) for €51.1 million;

    - the Company will not pay a dividend for the financial year ending 30 September 2021;

- from the financial year ending 30 September 2022:

    - with regards to turnover and EBITDA:

- the Company anticipates a strong rebound in the year ending 30 September 2022 if the improvement in the health situation is confirmed;

- the Company anticipates a return to pre-crisis levels of business and EBIDTA from the year ending 30 September 2023 and then the resumption of a growth trajectory in turnover and EBIDTA margin;

- with regard to investments:

  - the Company intends to make investments of the order of €200 million on average per year by the financial year ending 30 September 2025. These investments are or will be the subject of commitments for approximately €100 million (approximately €80 million for the Ski Areas and approximately €20 million for the Leisure Parks) on average per year. These investments will be made by using the following sources of financing (i) cash flows generated by the Group's operations, (ii) the Company's cash flow (iii) its available financing (as described in paragraph 4.1 of the Amendment) and (iv) the capital increase with preferential subscription rights for an amount of approximately € 230 million announced by the Company on 31 May 2021. These investments will concern, in relatively equal proportions, the Ski Areas and the Leisure Parks. With regard to the Ski Areas, these investments will concern in particular commercial investments, infrastructures (Ski Lifts (SL)) or real estate projects of renovation and creation of beds in the resort. With regard to the Leisure Parks, these investments will notably concern attractiveness, hotel capacity and infrastructure. These investments are partly in line with the commitments made by the Group in the context of the public service contracts it benefits from ;

  - the Company intends to make certain investments in the year ending 30 September 2023 that have been delayed due to the health crisis;

- with regard to debt:

  - the Company has set a target of returning to a leverage level of between 3.0x and 3.5x by September 2022 (assuming completion of a €230M capital increase);

  - the Company has set a target to return to a leverage of less than 2.5x as from September 2023;

  - taking into account the IFRS16 impact, the Company has set a target of returning to a leverage level of between 4.0x and 4.5x by September 2022 (assuming the completion of a capital increase of €230 M); and

  - the Company's objective is to return to a leverage of less than 3.5x from September 2023;

- with regard to the dividend policy:

  - the Company anticipates to return to a distribution rate at least equal to the pre-Covid-19 crisis as of 2023 (in respect of the financial year ending 30 September 2022);

  - the Company will implement a dividend policy consistent with a strategy of sustained growth and investment strategy.

## 5. INFORMATION ON THE COMPANY SHARE CAPITAL AND SHARE OWNERSHIP

### 5.1 Evolution of the share capital

By a decision dated 26 April 2021, the Chief Executive Officer noted the increase in the Company's share capital resulting from the settlement of free share allocation plan No. 22 by creating 53,350 new shares.

The Shareholders' Meeting held on 25 March 2021 authorised the Board of Directors to carry out a share capital decrease not motivated by losses by reducing the nominal value of the shares and allocating the amount of the share capital decrease to the "Share premium" account.

The Board of Directors of 28 April 2021, in view of the certificate of non-opposition of creditors issued by the clerk of the Paris Commercial Court, has acknowledged the completion of the share capital reduction of Compagnie des Alpes. Following this operation, the share capital of Compagnie des Alpes amounts to the sum of €12,281,725.50 divided into 24,563,451 shares without par value. All shares are fully paid up and of the same class.

The table in section 6.1.1 "Changes in the amount of the company's share capital over the last five years" of the Universal Registration Document 2020 is updated as follows:

**Change in the amount of the company's share capital over the last five years**

| Date | Transaction type | Changes in share capital | | Consecutive amounts of capital | Number of shares comprising the capital |
|---|---|---|---|---|---|
| | | Nominal | Prime | | |
| 30 September 2012 | Share capital at end of fiscal year | | - | 184 379 151.40 | 24 188 697 |
| 18 March 2013 | Full vesting of free shares | 322 623.73 | - | 184 701 775.13 | 24 231 022 |
| 17 March 2014 | Full vesting of free shares | 328 752.24 | - | 185 030 527.37 | 24 274 151 |
| 14 March 2016 | Full vesting of free shares | 332 151.89 | - | 185 362 679.26 | 24 317 726 |
| 10 April 2017 | Full vesting of free shares | 340 689.13 | - | 185 703 368.39 | 24 362 421 |
| 18 March 2018 | Full vesting of free shares | 387 605,82 | - | 186 090 974.21 | 24 413 271 |
| 27 March 2019 | Full vesting of free shares | 333 714,51 | - | 186 424 688.72 | 24 457 051 |
| 23 March 2020 | Full vesting of free shares | 404 375.40 | - | 186 829 064.12 | 24 510 101 |
| 26 April 2021 | Full vesting of free shares | 406 644.37 | | 187 235 708.49 | 24 563 451 |
| 28April 2021 | Share capital decrease not due to losses | 174 953 982.99 | - | 12 281 725.50 | 24 563 451 |
| **31 May 2021** | **Share capital as of 31 May 2021** | **-** | **-** | 12 281 725.50 | 24 563 451 |

### 5.2 Delegations and authorisations approved by the General Meeting currently valid

All of the current authorisations regarding share capital increases are those given by the Extraordinary Shareholders' Meeting of 25 March 2021 for a duration of 26 months. All the current authorisations are therefore valid until 25 May 2023.

The current authorisations following the shareholders' meeting of 25 March are as follows:

| Purpose of the powers | Date of the ESM | Deadline | Maximum amount authorised | Utilisations | Authorisation balance at 31 May 2021 |
|---|---|---|---|---|---|
| Authorisation to award performance shares to employees and Group corporate officers | 25/03/2021 (19th resolution) | 26 months (until 25 May 2023) | 1% of the number of shares in the capital on the day of the award decision, in addition to a maximum of 7% of the number of shares in the capital for all outstanding free shares and stock options | Award of 73 535 shares | 172 099 shares |
| Powers to increase the share capital with preferential subscription rights | 25/03/2021 (20th resolution) | 26 months (until 25 May 2023) | Shares: €300 million;<br>Debt securities: €400 million | None | Shares: €300 million;<br>Debt securities: €400 million |
| Powers to increase capital with elimination of preferential subscription rights, by public offering (other than by private placement) | 25/03/2021 (21st resolution) | 26 months (until 25 May 2023) | Shares: €3 million (with priority period) or €2,5 million (without priority period);<br>Debt securities: €100 million | None | Shares: €3 million (with priority period) or €2,5 million (without priority period);<br>Debt securities: €100 million |
| Powers to increase capital with elimination of preferential subscription rights, by private placement | 25/03/2021 (22nd resolution) | 26 months (until 25 May 2023) | Shares: €2,5 million (within the limit of 20% of the Company's share capital per year);<br>Debt securities: €100 million | None | Shares: €2,5 million (within the limit of 20% of the Company's share capital per year);<br>Debt securities: €100 million |
| Powers to increase the amount of share capital increase carried out with the upholding or elimination of the shareholders' preferential subscription rights (*greenshoe*) | 25/03/2021 (23th resolution) | 26 months (until 25 May 2023) | Offset against the amount of the initial issue cap (20th, 21st and 22nd resolutions) and against the amount of the overall cap (27th resolution) | None | Offset against the amount of the initial issue cap (20th, 21st and 22nd resolutions) and against the amount of the overall cap (27th resolution) |
| Powers to increase the share capital without preferential subscription rights to pay contributions in kind with shares | 25/03/2021 (24th resolution) | 26 months (until 25 May 2023) | 10 % of the share capital (currently €1,2 million) | None | 10 % of the share capital (currently €1,2 million) |
| Powers to increase the share capital through the incorporation of premiums, reserves, profits or other | 25/03/2021 (25th resolution) | 26 months (until 25 May 2023) | Shares: €30 million | None | Shares: €30 million |
| Powers to increase the share capital through employee issue under the Group Employee savings plan | 25/03/2021 (26th resolution) | 26 months (until 25 May 2023) | 2,6% of the share capital (currently €318 K) | None | 2,6% of the share capital (currently €318 K) |
| Total cash limit of all authorisations and powers combined | 25/03/2021 (27th resolution) | | Shares: €300 million;<br>Debt securities: €500 million | None | Shares: €300 million;<br>Debt securities: €500 million |

## 5.3 Free allocation of shares

The Extraordinary shareholders' meeting of the Company of 25 March 2021 authorised, in its fourteenth resolution the Board of Directors to grant free shares subject to conditions.

By decision dated 27 April 2021, the Chairman and Chief Executive Officer of the Company, upon delegation of the Board of Directors having approved the implementation of a free share allocation plan No. 24, implemented this delegation and decided to allocate 73,535 free shares under plan No. 24 to 176 beneficiaries.

## 5.4 Contribution

On 31 May 2021, the Company and Caisse des dépôts et consignations ("**CDC**") signed a memorandum of understanding relating to the proposed contribution to the Company of approximately 24% of the capital (the "**Participation**") of Société du Parc Futuroscope ("**SPF**") currently held by CDC. This contribution would be remunerated in new shares of the Company.

This contribution would enable the Company to increase its stake in SPF, which operates one of the Group's flagship sites, to around 80% from the current 56%, and thereby increase the share of the dividend received from SPF.

On the basis of the protocol, the reference valuation retained for the Participation would be around €20 M and the reference value for the CDA would be around €563M for the equity value. The exchange parity was assessed on the basis of standard multi-criteria valuation methods and will be subject to standard adjustments, in particular to take into account the impact, if any, of the completion of the capital increase with preferential subscription rights announced by CDA on 31 May 2021, which would take place before the completion of the contemplated contribution or events significantly affecting the valuation of SPF or the Company. These indicative elements remain subject to the conclusions of the report of the contribution auditors.

By order of the President of the Paris Commercial Court in summary proceedings, two contribution auditors were appointed to (i) assess the value of the contribution in kind contemplated by CDC to the Company, (ii) to prepare a report which will be made available to the shareholders under the conditions provided for in article R. 225-136 of the French Commercial Code, and (iii) to assess the fairness of the exchange ratio.

The proposed contribution would be subject to the regime for contributions in kind provided for in Article L. 225-147 of the French Commercial Code. An extraordinary shareholders' meeting of the Company would be convened in order to decide on the contribution. On this occasion, the CDC, the Company's reference shareholder and contributor, would not take part in the vote and the shares it holds in the Company would not be included in the calculation of the quorum.

The completion of the proposed contribution is subject to certain conditions precedent (in particular, the obtaining by CDC from the AMF of a decision waiving the obligation for CDC to file a draft public offer for the Company's shares, decision free of appeal or, where applicable, of any remedies, the approval by the extraordinary general meeting of the Company's shareholders of the terms of the contribution and the completion of the capital increase with preferential subscription rights and the waiver by the "SEML Patrimoniale de la Vienne" a French semi-public company (*société anonyme d'Économie Mixte Locale*) to its pre-emption right in the context of the proposed contribution).

## 6. CORRECTIONS TO THE UNIVERSAL REGISTRATION DOCUMENT

The following changes are made to the Universal Registration Document 2020:

- graph " *Evolution of turnover in M€* " (p.6) : The evolution of the 2019/2020 turnover of the Ski Areas is -19% (instead of -39%) and the evolution of the 2019/2020 of the Leisure Parks is -39% (instead of -19%);

- introductory paragraph of the "Adapted governance" section (p.12): The Board of Directors is composed of 13 members (instead of 12);

- graph "Net income - Group share" (p.17): The 2016/2017 Group share result amounted to €31M (instead of €33m) and the 2017/2018 Group share result amounted to €57.2M (instead of €31M)

- note 5.1.2.3 "*Operating profit*" (p.134): Operating profit on a like-for-like basis 2019/2020 is -- €102.9M (instead of -€103.2M);

- note 5.1.3.1 "Cash and cash equivalents" (p.134): The change in financial liabilities was €119.7M (instead of €116.7M) at 30 September 2020. The change in working capital was -€16.8M (instead of -€13.8M) at 30 September 2020 and -€7.9M (instead of -€7.7M) at 30 September 2019. The change in cash and cash equivalents at 30 September 2019 was €43.3M (instead of €43.4M);

- table of shareholders' equity (p.141):

    - Additional paid-in capital: € 260,089 K instead of € 257,595 K;

    - Consolidated reserves: € 357,524 K as at 30 September 2019 instead of € 360,018 K and € 402,722 K as at 30 September 2020 instead of € 405,216 K respectively.

## 7. PERSON RESPONSIBLE

### 7.1 Person responsible for the Amendment to the Universal Registration Document 2020

Person responsible for the Amendment to the Universal Registration Document: Mr Dominique Thillaud, Chief Executive Officer.

### 7.2 Declaration by the person responsible for the Amendment to the Universal Registration Document 2020

I certify that the information contained in this Amendment is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.

Paris, 8 June 2021

*Mrs Dominique Thillaud,*

*Chief Executive Officer*

## 8. CROSS-REFERENCE TABLE

The cross-reference table below identifies the information in the Universal Registration Document and in the Amendment to Universal Registration Document that is referred to in the different sections of Annexes 1 and 2 of Commission Delegated Regulation (EU) No. 2019/980 of 14 March 2019 in accordance with the URD.

| Annexes 1 and 2 of Commission Delegated Regulation (EU) No. 2019/980 | | Universal Registration Document | | Amendment to the Universal Registration Document | |
|---|---|---|---|---|---|
| **N°** | **Section** | **Chapter(s)** | **Page(s)** | **Chapter(s)** | **Page(s)** |
| **1** | **Persons responsible, third-party information, experts' reports and competent authority approval** | | | | |
| 1.1 | Persons responsible for the information given | 7/7.2 | 217 | 7.1 | 33 |
| 1.2 | Declaration by those responsible | | | 7.2 | 33 |
| 1.3 | Experts' statement or report | | | | |
| 1.4 | Third-party information | | | | |
| 1.5 | Statement without prior approval of the competent authority | 7/7.2 | 217 | | |
| **2** | **Statutory auditors** | | | | |
| 2.1 | Information about the issuer's statutory auditors | 5/5.3.2 note 9 .5 | 181 | | |
| 2.2 | Information about any auditors that have resigned or not been re-appointed | N/A | N/A | | |
| **3** | **Risk factors** | 2 | 33 | 2 | 9 |
| **4** | **Information about the issuer** | | | | |
| 4.1 | Legal and commercial name of the issue | 7/7.1.1 | 216 | | |
| 4.2 | Place of registration of the issuer and its registration number | 7/7.1.1 | 216 | | |
| 4.3 | Date of incorporation and length of life of the issuer | 7/7.1.1 | 216 | | |
| 4.4 | Domicile and legal form of the issuer and legislation under which it operates | 7/7.1.1 | 216 | | |
| **5** | **Business overview** | | | | |
| 5.1 | Principal activities | | | 1 | 4 |
| *5.1.1* | *Description of the nature of the issuer's operations and its principal activities* | 1/1.1 | 20-25 | | |
| *5.1.2* | *New products and/or services* | N/A | N/A | | |
| 5.2 | Principal markets | 1/1.1 | 20-25 | 1 | 4 |
| 5.3 | Important events in the development of the issuer's business | N/A | N/A | 1 | 4 |
| 5.4 | The issuer's business strategy and objectives | 1/1.2 | 27-29 | 4.2 | 25 |
| 5.5 | The extent to which the issuer is dependent on patents or licences, industrial, commercial or financial contracts or new manufacturing processes | N/A | N/A | | |
| 5.6 | Competitive position | 1/1.1 | 20-26 | | |
| 5.7 | Investments | | | | |
| *5.7.1* | *Description of the issuer's material investments* | 1/1.3; 5/5.3.2 notes 6.2, 6.3 | 29-30; 142; 156-158 | | |
| *5.7.2* | *Description of any material investments in progress or for which firm commitments have already been made* | 1/1.2; 5/5.3.2 notes 6.2, 6.3 | 26-28; 138; 160-162 | 4.2 | 25 |
| *5.7.3* | *Significant joint ventures and undertakings* | 5/5.2.7; 5/5.3.2 note 3 | 13 7; 146 | | |
| *5.7.4* | *Environmental issues that may affect the issuer's utilisation of its tangible fixed assets* | 2/2.2.3; 4/4.3; 5/5.3.2 note 1.13 | 36; 99-114; 146 | | |
| **6** | **Organisational structure** | | | | |
| 6.1 | Description and organisational structure of the group | 5/5.2.1; 5/5.3.2 note 3 | 13 5; 152 | | |
| 6.2 | List of the issuer's significant subsidiaries | 5/5.3.2 note 4.2 | 153-154 | | |
| **7.** | **Operating and financial review** | | | | |
| 7.1 | Financial condition | 5/5.1; 5/5.2 | 130-135; 135-137 | 1, 4 | 4, 22 |
| *7.1.1* | *Review of the development and performance of the issuer's business* | | | 1, 4 | 4, 22 |
| *7.1.2* | *The issuer's likely future development and activities in the field of research and development* | | | 1, 4 | 4, 22 |
| 7.2 | Operating results | 5/5.1; 5/5.2 | 13 0 -135; 135 -137 | 1, 4 | 4, 22 |
| *7.2.1* | *Factors materially affecting the issuer's income from operations* | | | | |

| Annexes 1 and 2 of Commission Delegated Regulation (EU) No. 2019/980 | | Universal Registration Document | | Amendment to the Universal Registration Document | |
|---|---|---|---|---|---|
| **N°** | **Section** | **Chapter(s)** | **Page(s)** | **Chapter(s)** | **Page(s)** |
| *7.2.2* | *Narrative discussion of material changes in revenues* | | | 1, 4 | 4, 22 |
| **8** | **Capital resources** | | | | |
| 8.1 | Information on capital resources | 5/5.3.1;<br>5/5.3.2 note 2.1 | 13 8 -141;<br>150 | | |
| 8.2 | Sources and amounts of the issuer's cash flows, and a narrative description of them | 5.1.3; 5/5.3.1;<br>5/5.3.2 note 7 | 134-135;<br>174 | 1, 4 | 4, 22 |
| 8.3 | Information on the borrowing requirements and funding structure of the issuer | note 6.12;<br>5/5.3.2 note 2;<br>5/5.3.2 note 6.12 | 168-170;<br>15 0 -151;<br>142; 168-170 | 4.1, 4.2 | 22, 24 |
| 8.4 | Information regarding any restrictions on the use of capital resources that have affected, or could affect, the issuer's operations | N/A | N/A | 1, 4 | 4, 22 |
| 8.5 | Anticipated sources of funds needed to fulfil the issuer's commitments | 5/5.1.3;<br>5/5.3.2 note 2;<br>5/5.3.2 note 6.12 | 134-135;<br>150 -151;<br>168-170 | 4.2 | 24 |
| **9** | **Regulatory environment** | 2/2.5 | 39 | | |
| **10** | **Trend information** | | | | |
| 10.1 | Most significant trends and any significant change in financial performance since the end of the last financial period | 1/1.2 | 27-29 | 1, 4 | 4, 22 |
| 10.2 | Known trends or uncertainties that are reasonably likely to have a material effect on the issuer's prospects for at least the current financial year | 1/1.2;<br>5/5.3.2 note 9.4 | 27-29;<br>142; 181 | 1, 4 | 4, 22 |
| **11** | **Profit forecasts or estimates** | | | | |
| 11.1 | Profit forecasts or estimates published | | | | |
| 11.2 | Principal assumptions | N/A | N/A | | |
| 11.3 | Statement of comparability with historical financial information and consistency with accounting policies | N/A | N/A | | |
| **12** | **Administrative, management and supervisory bodies, and senior management** | | | | |
| 12.1 | Information about the members of the administrative and management bodies | 3/3.1 | 46-63 | 3.1 | 20 |
| 12.2 | Conflicts of interest in the administrative, management and supervisory bodies and senior management | 3/3.1.3.2 | 63 | | |
| **13** | **Remuneration and benefits** | | | | |
| 13.1 | The amount of remuneration paid and benefits in kind granted to members of the administrative and management bodies | 3/3.3 | 68-81 | 3.2 | 22 |
| 13.2 | Total amounts set aside or accrued by the issuer or its subsidiaries to provide for pension, retirement or similar benefits | 3/3.3; 5/5.3.2<br>note 9.1.3<br>(tableau) | 68-81; 179 | | |
| **14** | **Board practices** | | | | |
| 14.1 | Date of expiration of current terms of office | 3/3.1.1.1 | 47-49 | | |
| 14.2 | Service contracts with members of the administrative and management bodies | 3/3.1.3.3 | 63 | | |
| 14.3 | Information about the issuer's audit committee and remuneration committee | 3/3.1.1.1; 3/3.1.1.2;<br>3/3.2.1.2 | 47-49; 49-52;<br>66-67 | | |
| 14.4 | Statement as to whether the issuer complies with the corporate governance regime | 3/3.4 | 82 | | |
| 14.5 | Potential material impacts on corporate governance | N/A | N/A | | |
| **15** | **Employees** | | | | |
| 15.1 | Number of employees | 4/4.2.1;<br>4/4.2.2 | 88;<br>88-89 | | |
| 15.2 | Shareholdings and stock options | 3/3.1.1.3 ; 3/3.1.2.1 ;<br>3/3.3 ;<br>6/6.1.5 | 52 -60 ;<br>61 ; 68-81 ;<br>207-208 | 5.3 | 30 |
| 15.3 | Arrangements for involving employees in the capital of the issuer | 6/6.1.5 | 207-208 | | |
| **16** | **Major shareholders** | | | | |
| 16.1 | Shareholders with more than 5% of the issuer's capital | 6/6.2.1 | 208 | | |
| 16.2 | Whether shareholders have different voting rights | N/A | N/A | | |
| 16.3 | Whether the issuer is owned or controlled | 6/6.2.2 | 208-209 | | |

| Annexes 1 and 2 of Commission Delegated Regulation (EU) No. 2019/980 | | Universal Registration Document | | Amendment to the Universal Registration Document | |
|---|---|---|---|---|---|
| **N°** | **Section** | **Chapter(s)** | **Page(s)** | **Chapter(s)** | **Page(s)** |
| 16.4 | Arrangements which may result in a change in control of the issuer | N/A | N/A | | |
| **17** | **Related party transactions** | 5/5.3.2 note 8.1 ; 5/5.4.4 | 175-178 ; 199-200 | | |
| **18** | **Financial information concerning the issuer's assets and liabilities, financial position and profits and losses** | | | | |
| 18.1 | Historical financial information | 5/5.3 5/5.4 | 138 -185 ; 186-200 | | |
| *18.1.1* | *Audited historical financial information* | | | | |
| *18.1.2* | *Change of accounting reference date* | | | | |
| *18.1.3* | *Accounting standards* | | | | |
| *18.1.4* | *Change of accounting framework* | | | | |
| *18.1.5* | *Minimal content that must be included in the audited financial information* | | | | |
| *18.1.6* | *Consolidated financial statements* | | | | |
| *18.1.7* | *Age of financial information* | | | | |
| 18.2 | Interim and other financial information | N/A | N/A | *1, 4* | *4, 22* |
| 18.3 | Auditing of historical annual financial information | 5/5.3.3 ; 5/5.4.3 ; 5/5.4.4 | 182-185 ; 196-198 ; 199-200 | | |
| *18.3.1* | *Audit report* | | | | |
| *18.3.2* | *Other audited information* | | | | |
| *18.3.3* | *Non-audited financial information* | | | *1, 4* | *4, 22* |
| 18.4 | Pro forma financial information | N/A | N/A | | |
| 18.5 | Politique en matière de dividendes | 5/5.2.4 ; 5/5.4.2 note 7 | 136 ; 195 | 4.2 | 24 |
| *18.5.1* | *Description* | | | | |
| *18.5.2* | *Dividend policy* | | | | |
| 18.6 | Legal and arbitration proceedings | 5/5.3.2 note 6.11 | 167-168 | 2.5 | 17 |
| 18.7 | Significant change in the issuer's financial position | N/A | N/A | | |
| **19** | **Additional information** | | | | |
| 19.1 | Share capital | | | | |
| *19.1.1* | *The amount of issued capital and information about each class of share capital* | 6/6.1 | 204-208 | *5.1* | *29* |
| *19.1.2* | *Number and characteristics of shares not representing capital* | N/A | N/A | | |
| *19.1.3* | *Number, book value and face value of shares held by or on behalf of the issuer itself or by subsidiaries of the issuer* | 6/6.1.2 | 205 | | |
| *19.1.4* | *The amount of any convertible or exchangeable securities or securities with warrants* | N/A | N/A | | |
| *19.1.5* | *Information about and terms of any acquisition rights and/or obligations over authorised but unissued capital or an undertaking to increase the capital* | 6/6.1.3 | 206 | *5.2* | *29* |
| *19.1.6* | *Information about any capital of any member of the group which is under option or agreed conditionally or unconditionally to be put under option* | N/A | N/A | *5.4* | *31* |
| *19.1.7* | *A history of the share capital for the period covered by the historical financial information* | 6/6.1.1 | 204 | *5.1* | *29* |
| 19.2 | Memorandum and articles of association | | | | |
| *19.2.1* | *The issuer's objects and purposes* | 7/7.1.1.1 | 216 | | |
| *19.2.2* | *A description of the rights, preferences and restrictions attaching to each class of existing shares* | 7/7.1.1.2 | 216 | | |
| *19.2.3* | *Any provision that would delay, defer or prevent a change in control of the issuer* | N/A | N/A | | |
| **20.** | **Material contracts** | | | | |
| **21.** | **Documents available** | 6/6.4.1 | 6/6.4.1 | | |