

# 2020

UNIVERSAL REGISTRATION DOCUMENT  
and Annual Financial Report

# Sommaire

## 1.

### Group presentation

1.1	Message from the Chairman	6
1.2	Peugeot Invest's history	8
1.3	Peugeot Invest's strategy	10
1.4	Peugeot Invest's governance structure at 31 March 2021	16
1.5	ESG strategy	18
1.6	Peugeot Invest in 2020	28
1.7	Key figures	31
1.8	Shareholdings at 31 December 2020	32
1.9	Net Asset Value	33
1.10	Peugeot Invest's share price	35
1.11	Portfolio presentation	36

## 2.

### Corporate governance

2.1	Directorships and offices held by corporate officers	65
2.2	Composition of the Board of Directors at 31 December 2020	74
2.3	Operating procedures of the Board of Directors and Board Committees	76
2.4	Roles of the Chairman and of the Chief Executive Officer	82
2.5	Mandatory declarations concerning corporate officers	83
2.6	Disclosures concerning agreements covered by Article L. 225-37-4(2) of the French Commercial Code	84
2.7	Application of the Afep-Medef Code's "comply or explain" rule	84
2.8	Corporate governance-related excerpts from the Articles of Association	85
2.9	Peugeot Invest's Rules of Procedure and Stock Market Code of Ethics	86
2.10	Corporate officers' remuneration <a href="#">AFR</a>	95
2.11	Statutory Auditors' report on the corporate governance	115

## 3.

### Information about the Company and its share capital

3.1	Peugeot Invest and its shareholders	118
3.2	Information about the company	123

## 4.

### 2020 operations and earnings

4.1	Investments and divestments during 2020	126
4.2	Earnings and financial position	129
4.3	Risk factors – Risk management and insurance <a href="#">AFR</a>	131
4.4	Post-balance sheet events	142
4.5	Trends and outlook	143
4.6	Other business information	143

## 5.

### Financial statements

5.1	Consolidated financial statements <a href="#">AFR</a>	148
5.2	Parent company financial statements <a href="#">AFR</a>	204

## 6.

### Ordinary and Extraordinary General Meeting of 12 May 2021

6.1	Statutory Auditors' special reports	236
6.2	Summary of the delegations of powers currently in force granted by the General Meeting to the Board of Directors to carry out capital increases	238
6.3	Arrangements for participating at General Meetings	240
6.4	Resolutions to be proposed at the Ordinary and Extraordinary General Meeting of 12 May 2021	240

## 7.

### Information for shareholders

7.1	Information for shareholders	248
7.2	Person responsible for the Universal Registration Document	248
7.3	Person responsible for the audit of the financial statements	248
7.4	Cross-reference table for the Universal Registration Document	249
7.5	Cross-reference table for the annual financial report	251

# UNIVERSAL REGISTRATION DOCUMENT

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2020

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The Universal Registration Document was filed on 8 April 2021 with the AMF being the competent authority under Regulation (EU) 2017/1129, without prior approval in accordance with Article 9 thereof. It may be used for a public offering of financial securities or an IPO on a regulated market if supplemented by an investment circular and, as applicable, a summary of all adjustments to the Universal Registration Document, which the AMF has approved.

In accordance with Regulation (EU) 2017/1129 Article 19, the following information is included by reference in said Universal Registration Document:

- The consolidated financial statements and 2019 Audit Report on pages 131 to 187 of the Universal Registration Document as filed with the AMF on 9 April 2020 under number D.20-0274;
- The consolidated financial statements and 2018 Audit Report on pages 127 to 185 of the Registration Document as filed with the AMF on 12 April 2019 under number D.19-0317.

Copies of the Universal Registration Document may be obtained by submitting a request via the Peugeot Invest website ([www.peugeot-invest.com](http://www.peugeot-invest.com)) to Peugeot Invest, 66 avenue Charles de Gaulle, 92200 Neuilly-sur-Seine, or via the Autorité des Marchés Financiers website ([www.amf-france.org](http://www.amf-france.org)).

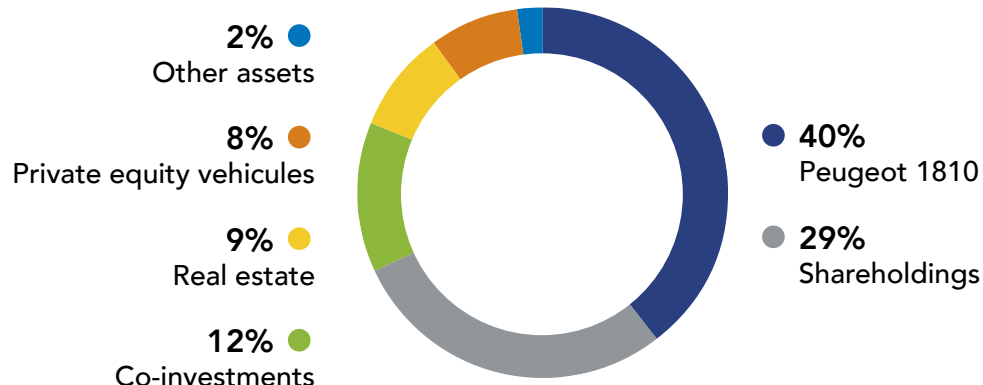
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# PROFILE

Peugeot Invest is a listed long-term investment company that is majority-owned by Établissements Peugeot Frères.

Via its Peugeot 1810 subsidiary, it is one of the core shareholders of Stellantis. It has also been actively pursuing a diversification policy for more than 20 years through minority equity stakes, commitments to private equity vehicles, co-investments and real-estate investments.

Assets at 31 December 2020





**€4.5 billion**

Net Asset Value

**€700 million**

Investment capacity

**+1.3%**

2020 increase in NAV





# 1

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## Group presentation

<b>1.1</b>	Message from the Chairman .....	6
<b>1.2</b>	Peugeot Invest's history .....	8
<b>1.3</b>	Peugeot Invest's strategy.....	10
<b>1.4</b>	Peugeot Invest's governance structure at 31 March 2021.....	16
<b>1.5</b>	ESG strategy .....	18
<b>1.6</b>	Peugeot Invest in 2020.....	28
<b>1.7</b>	Key figures .....	31
<b>1.8</b>	Shareholdings at 31 December 2020.....	32
<b>1.9</b>	Net Asset Value.....	33
<b>1.10</b>	Peugeot Invest's share price .....	35
<b>1.11</b>	Portfolio presentation .....	36







# Message from the Chairman



In early 2021, FFP was renamed Peugeot Invest after our shareholders approved the change on 31 March 2020. The new name better reflects the link between our family history and our investment activities, and further strengthens the credibility that FFP has acquired through its various investments over many years.

Of course, 2020 was dominated by the Covid-19 crisis, and I am delighted that our people were able to get through it without any major consequences and remained fully operational by working remotely. Like our investees, we sought to support charities and organisations that joined the fight against Covid-19 and the impact it has had, particularly in social terms. I would highlight the outstanding work done by the Immunov fund, Les Restos du Cœur and Les Œuvres de Saint-Jean, which we enthusiastically supported last year.

January 2021 was a historic moment for Peugeot Invest with the creation of Stellantis, the new automotive group resulting from the merger of the PSA Group and Fiat Chrysler Automobiles. Peugeot Invest and its majority shareholder Établissements Peugeot Frères supported the merger from the outset. I am confident that Peugeot Invest will be able to work effectively with Stellantis for a long time to come alongside EXOR, its other long-term family investor. The merger has taken the company, in which we have been an investor for a very long time, to the next level in terms of both geographical exposure and scale, helping it to deal with global competition and the rapid change taking place in its industry.

We prepared for the merger in two ways. Firstly, in 2020, we pooled our Peugeot SA shares with those held by Établissements Peugeot Frères within a dedicated entity that has recently been renamed Peugeot 1810. Secondly, in March 2020 we carried out a well-timed transaction to increase our stake in Peugeot SA ahead of the merger, buying a further 2% of its shares.

I am delighted with the resilience shown by our companies and our other investments in these testing times. They have been able to reorganise, adapt and face up to various challenges, involving the health of their employees, the closure of production sites, successive lockdowns and a drastic reduction in global trade. Peugeot Invest continued its geographical and sector diversification strategy, making new investments outside France, in the real-estate sector and in high-growth industries. Despite the crisis and despite holding significant investments in two companies exposed to the aerospace industry, the overall quality of our investments meant that our Net Asset Value at 31 December 2020 was stable compared with the end of 2019.

We adjusted Peugeot Invest's corporate governance arrangements in 2020, while ensuring continuity. The roles of Chairman and Chief Executive Officer were separated in June, in line with the recommendations of the Afep-Medef Code. As a result, I am now Chairman of the Board of Directors and its Investment Committee, while Bertrand Finet is Chief Executive Officer. Our Board of Directors welcomed three new directors, all members of the Peugeot family's next generation, and a further two directors will join the Board in 2021, one of whom will be independent.

2021 has got off to a good start with a minority investment in International SOS, the world leader in medical assistance and employee security.

Given our 2020 results, which stem from the solid and resilient portfolio we have built in the last 20 years, the Board of Directors will propose a dividend of €2.35 per share at the 12 May 2021 Annual General Meeting, an increase of 9% relative to 2019.



Robert PEUGEOT

## 1.2 Peugeot Invest's history

Peugeot Invest was established in 1929. It became PSA Group's main shareholder in 1966 and floated on the stock exchange in 1989. Since 2003, it has pursued an active diversification strategy, while remaining one of the main shareholders in the automotive group Stellantis.

### 1810

A mechanical engineering business is set up by the Peugeot brothers in the Doubs region of France.

### 1929

**Foncière, Financière et de Participations (FFP)** is created.

### 1997

Peugeot Invest invests in **Société du Louvre – Groupe du Louvre**.

### 2002

Peugeot Invest buys into **Groupe Taittinger** and acquires a further 5% stake in **LISI**.

### 2007

Peugeot Invest buys a stake in the **ONET** group and increases its holdings in **Zodiac Aerospace** and **IDI**.

### 2008

Peugeot Invest acquires a stake in **DKSH** and takes part in setting up **IDI Emerging Markets** to increase its presence in emerging markets.



### 1966

Peugeot Invest becomes the main shareholder of **Peugeot SA**.

### 1989

Peugeot Invest lists on the Nancy stock exchange.

### 1996

Peugeot Invest becomes a shareholder of **Compagnie industrielle de Delle (CID)**, the largest shareholder of **LISI**.

### 2004

Peugeot Invest invests in **SEB**, **Linedata Services** and **Fomento de Construcciones y Contratas (FCC)**.

### 2005

Peugeot Invest sells its shares in **Société du Louvre** and **Groupe Taittinger**.

### 2006

Peugeot Invest takes part in the consortium that acquires motorway network operator **Sanef**, becomes a shareholder of **Zodiac Aerospace** and **IDI**, transfers its Charenton building to **Immobilière Dassault** and acquires **Château Guiraud**.

### 2009

Peugeot Invest takes part in the refinancing of **Peugeot SA**.

### 2010

Peugeot Invest sells its stake in **FCC** and adjusts its positions in **Zodiac Aerospace** and **SEB**.

## 2011

Peugeot Invest invests in **ORPEA** and **LT Participations**, the largest shareholder of **Ipsos**.

## 2012

Peugeot Invest subscribes to **Peugeot SA's** capital increase. Peugeot Invest sells 35% of its stake in **DKSH** and most of its shares in **Linedata Services**.

## 2015

Peugeot Invest makes a commitment to invest in **Total Eren**. Peugeot Invest sells part of its stake in **ONET** and monetises its **Peugeot SA** warrants.

## 2016

Peugeot Invest buys a stake in **Tikehau Capital** and **Tikehau Capital Advisors**. Peugeot Invest invests in real-estate projects in the United States (ELV) and Paris (Tour Marchand). Peugeot Invest makes a commitment to invest alongside **JAB Holding**.

## 2019

Peugeot Invest supports the proposed merger between **PSA Group** and **FCA**. Peugeot Invest sells its stake in **DKSH** and invests in **SIGNA Prime Selection**, doubling its exposure to the real-estate market. Peugeot Invest invests in **Acteon** and makes further investments alongside **JAB Holding**. Peugeot Invest makes two co-investments (**The Lian** and **Transact**) and reinvests in **Tikehau Capital Advisors**, **Lineage** and **Asmodee**. Peugeot Invest invests in the **Grand Angle** building in Saint Denis.



## 2013

Peugeot Invest sells its remaining shares in **Linedata**. Peugeot Invest joins forces with Louis Dreyfus Armateurs, forming a joint venture (**LDAP**) to operate bulk carrier ships.

## 2014

Peugeot Invest signs an agreement governing the acquisition of **Peugeot SA** shares by Dongfeng Motor and the French government, and takes part in the capital increase. Peugeot Invest invests in **CIEL** and **IHS**.

## 2017

Peugeot Invest acquires a 5.5% stake in **SPIE**, sells its stakes in **Sanef**, **ONET** and **Ipsos** and makes five co-investments (**JAB Holding**, **Lineage**, **AmaWaterways**, **Entoria** and **Capsa**). Peugeot Invest supports **PSA Group's** acquisition of Opel/Vauxhall.

## 2018

Peugeot Invest tenders its **Zodiac Aerospace** shares to **Safran** as part of an exchange offer and sells a 0.85% stake in **ORPEA**. Peugeot Invest makes new co-investments alongside **JAB Holding** and **ArchiMed**, and in **Big Bottling Company** and **Asmodee**.

## 2020

Peugeot Invest purchases a further 2% stake in **PSA Group** and reaffirms its support for the merger with FCA. The company sells a 1% stake in **SEB** and enters into a forward agreement to sell 1.1 million shares in **Safran**. Peugeot Invest makes three new co-investments (**LivSpace**, **Jianke** and **Polyplus**), sells the first tranche of its investment in **Lineage** and receives proceeds from **JAB Holding's** sale of shares in **KDP** and from **PAI Partners' sale** of shares in **Roompot**.

Peugeot Invest continues to pursue its real-estate strategy by investing in the low-carbon **Arboretum** project, in **Colonies** and alongside **ELV**.

## 1.3 Peugeot Invest's strategy

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# INVESTING AT YOUR SIDE TO ACHIEVE SUSTAINABLE GROWTH

### The Peugeot Invest model

Peugeot Invest is a listed investment company controlled by Établissements Peugeot Frères. Peugeot Invest's mission is to add value by developing the companies in which it invests as a long-term minority shareholder.

The company's core business is acquiring direct stakes in listed and unlisted companies that show clear growth potential. The company is guided by the Peugeot family's values and by its extensive industrial and entrepreneurial experience.

Via its Peugeot 1810 subsidiary, Peugeot Invest is one of the core shareholders of automotive group Stellantis. As well as this longstanding investment, Peugeot Invest has tapped into its industrial know-how to diversify its assets and over the years has gained credibility through its investment selection, which is underpinned by a combination of high-quality origination, strategic impact and value creation. Peugeot Invest is now a world-class investor that has successfully provided long-term support to around 20 companies since 2003.

**Peugeot Invest's business model has five pillars:**

#### A UNIQUE BACKGROUND

Peugeot Invest's origins lie in the family-controlled Peugeot group, which has an industrial heritage dating back more than 200 years. This enables Peugeot Invest to support business projects by positioning itself as an active long-term partner. Peugeot Invest's values as an investment firm stem from those fundamentals, which guide its strategic choices and decisions.

As a result, Peugeot Invest has developed its own investment business while also drawing on the Peugeot family's entrepreneurial history.

#### AN ACTIVE MINORITY INVESTOR

Peugeot Invest is an equity investor, which involves financial discipline and constant care when selecting and monitoring investments. As a minority shareholder,

Peugeot Invest seeks to work with investees' management teams in compliance with governance rules. Peugeot Invest plays an active role in investees' boards and committees. It helps set their strategic direction, paying particular attention to developing management teams and following strong corporate governance principles, and provides its expertise when they undertake transformative transactions.

#### A RELIABLE, LONG-TERM PARTNER

For Peugeot Invest, being a long-term investor means providing active, constant support to companies as they grow. Commitment is a core value for Peugeot Invest. All investment decisions are taken with a long-term view, free of any prior exit constraints. Peugeot Invest is a stable shareholder, and it holds stakes in investees for more than 10 years on average.

#### AN INVESTMENT STRATEGY THAT IS CONSISTENT OVER TIME

Backed by its stable parent company, Peugeot Invest can pursue a consistent strategy. In addition, consistent dialogue with other shareholders and management teams, alongside the ability to understand the challenges of various sectors make Peugeot Invest a quality shareholder.

#### A RESPONSIBLE SHAREHOLDER

Peugeot Invest strongly believes that taking action on environmental, social and governance (ESG) issues creates opportunities, and enhances the return and performance of its portfolio. Peugeot Invest takes stewardship seriously, encouraging its direct and indirect investees to make progress on corporate governance, employee-related, social and environmental matters.



### Competitive advantages

Peugeot Invest operates in a crowded market where competition from institutional investors, private equity funds, family-owned groups, industrial groups and international pension funds is constantly growing. Competition between investors with varying objectives and approaches is amplified in most market segments by a large number of intermediaries, i.e. investment banks and M&A boutiques.

Peugeot Invest has a strong identity and reputation in its market, founded on the following key features:

#### VALUES

- Loyalty
- Personal relations
- Open-mindedness
- Discretion

Peugeot Invest defines itself above all by what it brings to investees in terms of a long-term investment horizon, skills, networking and funding. Peugeot Invest is proud of its ability to build strong bonds with its investees and to help management teams grow their companies.

#### APPROACH

- Prudence
- Financial discipline
- Professionalism
- Pragmatism
- Commitment to good governance

Peugeot Invest supports growing companies that operate internationally. It has managed to carve out a strong position based on prudent, well considered portfolio management, rapid decision-making capacity and experienced, top-class staff.

#### ADDED VALUE

- Strength of conviction and ability to understand issues confronting other shareholders
- Support for management decisions
- Knowledge of industry-specific issues

Peugeot Invest has gained considerably from the reputation and experience of the family-controlled Peugeot group. It now has a high-quality, diversified asset portfolio, which has paid off by adding some €2.3 billion of value in the last 17 years.

#### A TEAM OF COMMITTED AND PROACTIVE PROFESSIONALS

In the last 17 years, Peugeot Invest has proven its ability to add value and has grown by recruiting and training a team of experienced professionals in France and the UK. Team members come from varied, complementary backgrounds. That diversity means that Peugeot Invest can tap into the experience and skills of all its team members across all asset classes, and pursue its investment strategy.

The agility and responsiveness of our people, combined with a shared vision and values, have made Peugeot Invest a well-respected partner in the investment community.



## Investment strategy

With €4.5 billion of net assets at year-end 2020, Peugeot Invest holds direct and indirect equity interests in many business sectors including manufacturing, business services, personal services and consumer goods.

Peugeot Invest, alongside its majority shareholder Établissements Peugeot Frères through their Peugeot 1810 subsidiary, has been an investor in Stellantis from the outset and remains one of its largest shareholders. Peugeot Invest has diversified its asset base through an investment strategy based on four asset categories. The desired characteristics of investments in each category are as follows:

### Peugeot 1810 <sup>(1)</sup>

#### Peugeot Invest's original investment

Peugeot 1810 is one of the main shareholders of automotive group Stellantis, which was created through the combination of the PSA Group, founded by the Peugeot family, and Fiat Chrysler Automobiles.

Peugeot 1810 is also a shareholder in Faurecia, one of the world's top 10 auto parts manufacturers.

### Shareholdings

#### Equity investments of €50-250 million and a minimum stake of 5%

##### Main investment criteria

(for listed and private companies)

- growing companies of significant scale, often market leaders;
- that operate in growth or niche markets or markets with consolidation potential;
- located in Europe with major international operations or plans to grow abroad;
- with business activities and economic cycles that show limited correlation with each other;
- with experienced management teams that share Peugeot Invest's values and goals;
- with balanced governance procedures that enable Peugeot Invest to play its role as shareholder to the fullest extent;
- that have committed to ESG/CSR;
- that offer a clear path to future liquidity.

##### Listed shareholdings

LISI, SEB, ORPEA, SPIE, Safran, Tikehau Capital, CIEL.

##### Unlisted shareholdings

Tikehau Capital Advisors, Château Guiraud, LDAP, Total Eren, Acteon.

### Private equity vehicles

#### Commitments of €10-25 million

##### Types of funds

- LBO, technology growth capital, impact.
- ESG commitments.

##### Regions

United States, Europe, Asia and emerging markets.

##### Examples

Advent, PAI Partners, Keensight, Warburg Pincus, Valor, DB AG, Everstone.

### Co-investments

#### Minimum equity investment of €10 million

- Investments alongside private equity funds or other partners
- "Platform" investments.

##### Examples

IHS, JAB Holding, ArchiMed, Lineage, Jianke, Asmodee.

### Real estate

- Diversified assets
- Growth boosted by value-enhancing deals
- Direct investments, co-investments and via funds.

##### Direct equity investments

SIGNA Prime Selection, Immobilière Dassault, FFP-Les Grésillons.

##### Real-estate funds

White Stone VII, TREO, Icaewood.

##### Co-investments

ELV, Lapillus II, Arboretum, Colonies.

(1) Subsidiary in which Peugeot Invest owns a 76.5% stake and its majority shareholder Établissements Peugeot Frères holds a 23.5% stake.





## INVESTMENTS IN TUNE WITH PEUGEOT INVEST'S HISTORY AND FAMILY VALUES

Investments are aligned with the family's philosophy and values through:

- an understanding of investees' issues, business, strategy and competitive situation, based on the Peugeot family's industrial and entrepreneurial experience;
- "meaningful" investments, i.e. that boost an investee's growth, finance a transformative acquisition, help to create a world leader, stabilise a company's ownership structure, or support private equity funds that seek to benefit society or the environment;
- risk management to ensure good long-term performance, particularly for shareholders;
- a long investment horizon with the desire to support investees over the long term. We have held most of our equity investments for more than 10 years;
- a focus on ensuring low correlation between industries in order to achieve maximum asset diversification.

## EXCLUSION POLICY

Peugeot Invest has ruled out investing in certain industries and companies as part of a policy that is an integral part of its ESG commitments and values:

- operations that do not comply with Peugeot Invest's responsible investor charter, namely gambling, tobacco and pornography;
- companies that operate in a sector to which Peugeot Invest is already exposed;
- companies that compete with one of Peugeot Invest's investees.

1.3

## Taking advantage of macro-trends

Peugeot Invest focuses on companies operating in high-growth markets or addressing high-growth trends, which mitigates risk.

### GROWTH OF THE MIDDLE CLASS IN EMERGING-MARKET COUNTRIES

The development of the middle class in emerging-market countries is likely to underpin global growth in the years to come. In 30 years' time, Africa's population will have doubled to 2.5 billion. Asia will have 5.3 billion inhabitants and Latin America around 785 million. Between now and 2050, GDP per capita is expected to quadruple in India, triple in South Africa, Indonesia and China, and double in Nigeria, Brazil and Russia. This momentum, fuelled by a rapidly growing middle class and further boosted high-tech advances spreading around the world, should lead to increased levels of activity, consumer spending, access to healthcare and education globally.

**Investees exposed to this trend:**  
SEB, Safran, IHS, LivSpace.

### POPULATION AGEING/GROWTH IN HEALTHCARE EXPENDITURE

Between 2000 and 2050, the proportion of the world's population aged over 60 is likely to double from 11% to 22%. This shift to an ageing society will require greater care facilities for older people and new services aligned with social changes and scientific progress. Improvements in living standards are continuing to increase life expectancy and to drive medical research and access to healthcare, which should lead to further growth in the amounts being spent on healthcare in the next few years.

**Investees exposed to this trend:**  
ORPEA, ArchiMed, Acteon, Polyplus, Jianke.

### OUTSOURCED BUSINESS SERVICES

Outsourcing is a common practice among companies. Refocusing on the core business, cost-cutting, increasing efficiency or obtaining specific skills are some of the reasons why companies outsource certain functions or some of their activities to a partner.

**Investees exposed to this trend:**  
SPIE, Transact, Lineage.

### DIGITALISATION OF THE ECONOMY

Technological innovation is necessary to meet major challenges such as population ageing and climate change, while new solutions are also making it possible for companies to adjust to new consumption habits. This situation is creating a fertile ground for disruptive innovation and theme-based investment. These developments are set to continue, because they allow the various market participants to remain competitive in a world where habits are changing extremely quickly.

**Investees exposed to this trend:**  
LivSpace, Jianke, The Lian, Transact.

### CLIMATE AND ENERGY TRANSITION

Transition has become a key issue for the whole economy, and has been accentuated by a real change in mindset among stakeholders and the pressure they are exerting. Environmental, social and governance (ESG) factors have a material financial impact on the short- and long-term value of an organisation. Awareness is increasing across the board, particularly among consumers and regulators, and this is pushing companies to innovate in order to provide solutions to climate change, invest in energy efficiency and protect resources.

**Investees exposed to this trend:**  
Total Eren, SPIE, Arboretum, Icawood, impact funds.





## 1.4 Peugeot Invest's governance structure at 31 March 2021

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### Directors who are members of the Peugeot family



**Robert Peugeot**

Chairman and Chairman  
of the Investments  
and Shareholdings Committee



**Jean-Philippe Peugeot**

Vice-Chairman



**Marie-Hélène Peugeot-Roncoroni**

Vice-Chairwoman



**Xavier Peugeot**

Director



**Christian Peugeot**

Director



**Armand Peugeot**

Director



**Sophie Banzet-Berets**

Director



**Édouard Peugeot**

Director



**Pascaline de Dreuzy**

Director



## Independent Directors



**Luce Gendry**

Chairwoman of the Finance and Audit Committee



**Dominique Netter**

Chairwoman of the Governance, Appointments and Remuneration Committee



**Anne Lange**

Director



**Marie-Françoise Walbaum**

Director



**Thibault de Tersant**

Director

## Non-voting Director (censeur)



**Georges Chodron de Courcel**

Observer

## Board of Directors: key figures

at 31 March 2021

**36%**



**50%**



**97%**



Number of Board meetings in 2020

**14**

1.4

## 1.5 ESG strategy

“

*We are proud to be a responsible investor that, through our values and actions, contributes to sustainable economic growth.*

”



With its strong industrial culture and entrepreneurial values, the Peugeot family has always taken the view that its responsibilities go beyond its economic activities. The family has been innovating and contributing to social progress for more than two centuries.

This history is the inspiration for our current commitment, which means that Peugeot Invest is an investor that is aware of its responsibilities and wants to have a long-term impact on the economy. As investors, we are fulfilling that ambition by addressing ESG themes, which act as a yardstick by which we measure excellence, as well as inspiring our distinctive investment approach and the active role we play in supporting our investees.

We are confident that ESG represents a source of opportunities, increases effectiveness and above all contributes to our investment returns.

### Our ESG approach

Our ESG approach was not developed overnight. For several years now, we have been holding discussions and taking action in this area, as we have reported in our various publications. In 2016, we drafted our Responsible Investment Charter. We have constantly improved our practices and, since 2019, ESG has been one of the criteria for awarding performance shares to our staff.

Our collaborative way of working has led us to turn this ambition into a genuine business project that goes further than our previous efforts, in which we have formalised certain practices, adopted new ones and made our initiatives and commitments more visible. We believe that it is now important to share our ESG achievements and vision with all of our stakeholders.

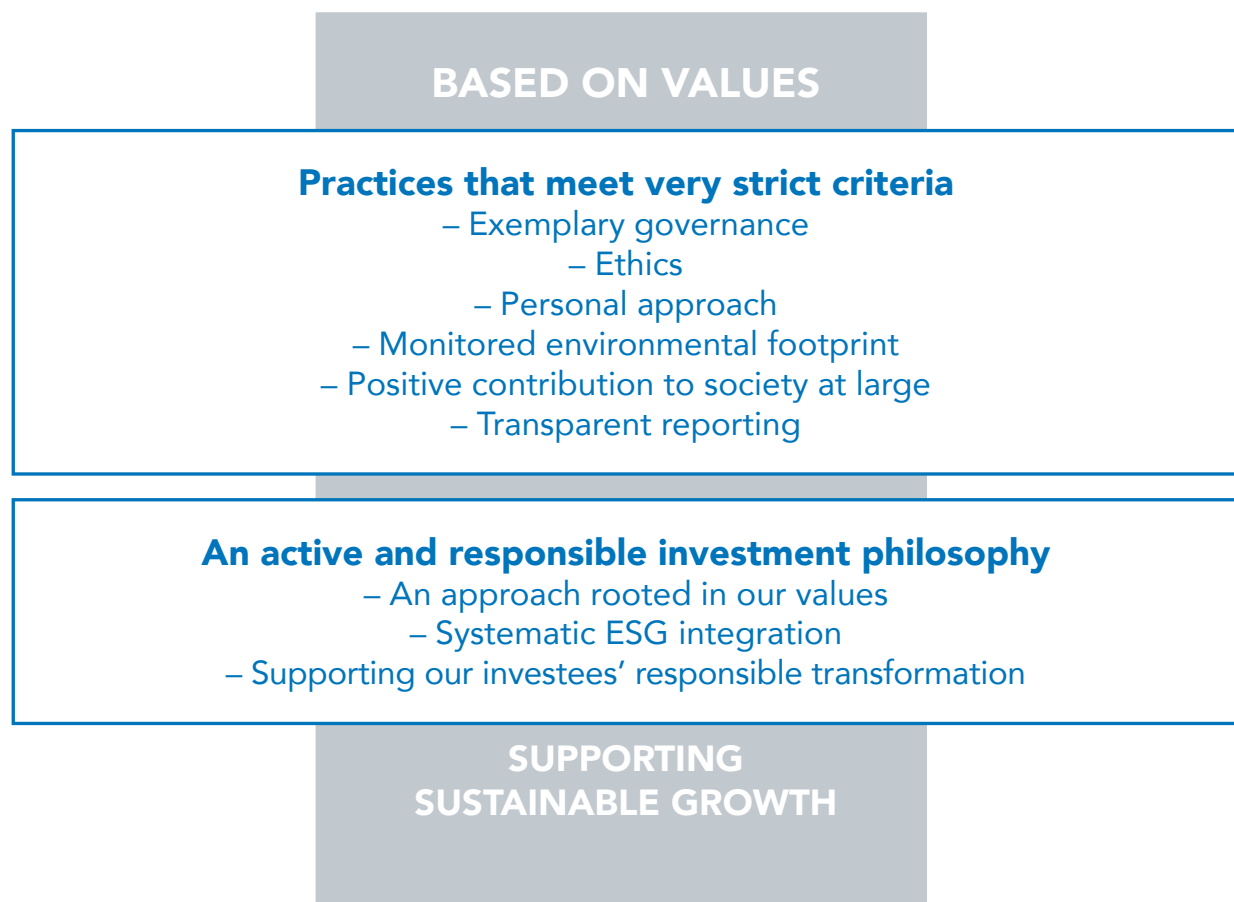


As a result, we have embarked on a three-pronged plan to achieve our goals:

- Analyse the ESG practices used by around 10 investment firms in France and abroad;
- Hold around 30 meetings with people from all our departments, including members of our Executive Committee and Board of Directors, but also various external stakeholders, including several non-financial ratings agencies and investors;
- Hold group brainstorming and innovation sessions involving most of our team.

The plan has generated useful, constructive contributions and the work has made us even more determined to ramp up and give structure to our ESG activities. Working with our staff, we have developed an ESG roadmap comprising various elements and commitments that will be monitored internally through a dedicated action plan.

This section aims to be a formal statement of our vision, our achievements and our commitments as part of a 2023 ESG roadmap. We will report on our progress every year.



### Values that guide our actions

Peugeot Invest is a listed investment company controlled by Établissements Peugeot Frères, and long-term minority investments are our core business.

Our identity is based around three main values that define our business culture. They guide how we work and everything we do.

- **Family values**, passed down by the Peugeot family, reflected in strict corporate governance procedures that we roll out among our investees;
- **Industry-specific and entrepreneurial experience**, which enables us to grasp the economic and strategic issues of the companies in which we invest and makes us an active, long-term partner, particularly when supporting entrepreneurial projects;
- **A professional financial investor** that uses its experience, financial expertise and technical skills to create long-term value.

### A committed, consistent approach that supports sustainable economic growth

Our values stem from this pledge and form the basis of our approach. They also inform our own actions and our philosophy as an investor.

In-house, we adopt practices that meet very strict criteria, particularly regarding governance and ethics but also employee-related, environmental and social matters.

Our family values and commitments also guide our investment philosophy, from screening potential investments to supporting and monitoring our investees. They force us to act in a pro-active and responsible way, throughout the investment cycle.

It is the combination of these elements, which are consistent with each other and carefully co-ordinated, that will enable us to fulfill our goal of being a company that helps bring about sustainable economic growth.

### Practices that meet very strict criteria

#### EXEMPLARY GOVERNANCE

As regards governance, a clear structure and transparent practices are vital if we are to do our work properly, and they form the basis of any solid ESG approach.

This is why we work hard to achieve exemplary governance by applying industry best practice, which in France means abiding by the Afep-Medef Code. The operational rules of our Board of Directors and its committees are determined by the law, our Articles of Association, our internal rules and our Stock Market Code of Conduct.

We have set up a dual governance structure led by our Board of Directors, a collegial body that represents all of our shareholders. The Board is responsible for setting our strategic direction, based on proposals by Executive Management. It also plays an important role in our investment transactions by setting an investment budget for Executive Management and by taking decisions about any projects exceeding that budget. Finally, it deals with all matters relating to the Company's business operations and makes decisions on issues that concern the Company.

In accordance with the Afep-Medef Code, we ensure that at least a third of the Board's members are independent (since Peugeot Invest is a controlled company) and that men and women are represented on the Board in a balanced way.

The Board of Directors also has three permanent committees:

- The Governance, Appointments and Remuneration Committee;
- The Investments and Shareholdings Committee;
- The Finance and Audit Committee.

Peugeot Invest's strategy is overseen by its Executive Committee, which consists of the most experienced members of our senior management team.

To be as transparent as possible, we present all details about the way our governance bodies work and about their members on our website and in our Universal Registration Document.

2023 ESG ROADMAP
<ul style="list-style-type: none"> <li>• Increasing the powers of the Board of Directors in relation to ESG matters.</li> <li>• Putting ESG on the agenda of a Board meeting at least once per year.</li> </ul>
ACTION TAKEN IN 2020
<ul style="list-style-type: none"> <li>✓ The Investments and Shareholdings Committee helped the Board to take into account and monitor ESG as part of Peugeot Invest's strategy and activities.</li> <li>✓ Peugeot Invest signed up to the France-Invest diversity charter in order to promote gender equality in the private equity industry and among investee companies.</li> </ul>

## ETHICS

As a family investment firm, ensuring the integrity of our practices is vital for us to maintain the trust of our business partners and, more broadly, our reputation in society at large.

Our Legal and Finance departments are in charge of enforcing ethics among all our staff members. They report to the Executive Committee and are overseen by the Board of Directors and its Finance and Audit Committee.

We also carry out regular reviews of risks that could affect our assets. Those reviews, based on a risk map prepared by an external consultancy, cover the risk of serious fraud and insider trading; steps taken to manage and mitigate those risks are presented in our Universal Registration Document.

In addition, all of our staff members and directors observe our Stock Market Code of Conduct, which makes them aware of the relevant rules. In addition, our in-house procedure for handling inside information creates various obligations, including keeping lists of insiders.

We have also introduced a policy manual, which is regularly updated and given to staff, dealing with administrative, organisational and accounting matters including fraud risk management measures.

Finally, we provide our staff members with a copy of our IT code of conduct and workstation user guidelines, which are designed to protect Peugeot Invest's interests and users' rights.

2023 ESG ROADMAP
<ul style="list-style-type: none"> <li>• Formalisation of an Ethics Charter relating to our commitments to combatting corruption and money laundering.</li> <li>• Provision of training to all staff members appropriate to their level of risk exposure.</li> <li>• Selection of suppliers and subcontractors based on the rigorous application of ESG criteria.</li> </ul>

## PERSONAL APPROACH

Our people lie at the heart of Peugeot Invest's success, which is why we put their personal development, wellbeing and diversity at the heart of our HR policy.

Peugeot Invest is a company that operates on a human scale, characterised by an entrepreneurial mindset and close-knit teams. Our streamlined structure ensures that our staff members interact regularly and in a flexible way. This results in a hands-on HR approach, under the direct responsibility of the Executive Committee, allowing us to make adjustments for the needs of each staff member.

We make sure that they can upskill and reskill throughout their careers. Accordingly, we carry out annual appraisals with all staff members, in which we review the past year and take into account their career development wishes. As well as these appraisals, we offer training to every staff member who wants to undertake it. In terms of remuneration, we ensure that we are an attractive employer. In addition, all of our staff members and corporate officers benefit from an incentive agreement comprising an employee savings plan (PEE) and a collective retirement savings plan (Perco). To ensure transparency, we provide all details about how these agreements work in our Universal Registration Document.

Wellbeing and work/life balance are key priorities in our HR policy. Every year, to ensure continuous improvement, we carry out an anonymous survey, and the main findings are discussed with Peugeot Invest's Executive Committee in our annual conference. Among other innovations, this has resulted in a home working charter.

In accordance with applicable regulations, Peugeot Invest has two employee representatives who are involved in drafting and signing collective agreements. For our employees who have young children, we assist them in identifying nursery places which can be hard to find.

Finally, we ensure compliance with diversity and equal opportunity principles within Peugeot Invest. In accordance with Article L. 22-10-36 of the French Commercial Code, the firm's recruitment activities adhere to the principles of combatting discrimination and promoting diversity and, more broadly, to the conventions of the International Labour Organization (ILO).

#### 2023 ESG ROADMAP

- An ambitious and regularly updated training and career management policy.
- Formal diversity, anti-discrimination and gender equality commitments.
- A formally defined approach regarding wellbeing at work and occupational health.
- Measures to identify and monitor workplace stress.

#### ACTION TAKEN IN 2020

- ✓ Recruitment of a Head of Human Resources as part of a job-sharing arrangement, in charge of developing the training and career management policy.
- ✓ Inclusion of a non-discrimination clause in all contracts with our recruitment service providers.
- ✓ Determination of priority HR development themes: personal career management, wellbeing at work and organisation.
- ✓ New annual appraisal allowing us to gauge training needs in order to develop a skills development plan starting in 2021.

#### LIMITED ENVIRONMENTAL FOOTPRINT

As an investment firm that operates on a human scale, our direct environmental impact is limited. Although our office-based activities are not a major issue in terms of the consumption and conservation of resources, the demands we place on ourselves are the same as those

we apply to other ESG issues. Consequently, we have introduced practices that support ecological transition and we aim to limit our main environmental impacts.

First, we looked at how we manage waste such as paper, cardboard, plastic, metal, glass and coffee pods. In this area, we have formed various partnerships with external providers (Greenwishes, Shred-it and Nespresso) to sort, collect and recycle our main types of waste.

We also seek to reduce our use of plastics and we now use refillable glass bottles and flasks, along with a bean-to-cup coffee machine, in our offices.

We are aware that business travel and commuting account for most of our environmental impact. This is why travel is one of the key environmental priorities in our roadmap.

#### 2023 ESG ROADMAP

- Peugeot Invest carbon and energy audits
- Formal adoption of an environmental charter
- Initiative to reduce the impact of travel
- Increased use of recycling and definition of a zero-plastic strategy for Peugeot Invest.

#### ACTION TAKEN IN 2020

- ✓ Adoption of remote working methods.
- ✓ Shift in the car fleet towards hybrid and electric vehicles.

#### POSITIVE CONTRIBUTION TO SOCIETY AT LARGE

Our family values have always included understanding our social responsibilities. We strive to put forward a plan that is aligned with our values, unites our staff and makes a positive contribution to society at large.

This plan – supported by the Peugeot family, Établissements Peugeot Frères and Peugeot Invest – is carried out through various initiatives such as setting up an endowment fund for training and biodiversity projects, and supporting the Demos orchestra in Bourgogne-Franche-Comté.

#### 2023 ESG ROADMAP

- Analysis of our staff members' expectations regarding social commitment (impact funds, donations, corporate philanthropy) by comparison with an accurate assessment of the existing situation.
- Formal adoption of a social policy in keeping with our values and steps to implement it.

#### ACTION TAKEN IN 2020

- ✓ Survey of employees regarding initiatives they would like to see in response to the socio-economic issues arising from the Covid-19 crisis.
- ✓ As a result, support for Les Restos du Cœur, Association des Œuvres de Saint-Jean and the Immunov fund.

### TRANSPARENT REPORTING

Although our values mean that we are fairly discreet with our communication, we want to be transparent with our stakeholders.

Peugeot Invest is a listed company that fulfills its reporting duties and communicates regularly with all shareholders and lenders – through press releases, roadshows and the AGM – about our operations, investments and performance indicators.

In 2018, we appointed a Head of Communications. ESG issues have been covered in our various communication media, website and Universal Registration Document since 2016. In future, we will report every year on the implementation of our ESG roadmap. We also publish our main policies, such as our Stock Market Code of Conduct and Responsible Investment Charter.

#### 2023 ESG ROADMAP

- Ongoing transparent communication about our ESG practices across all of our communication media.

#### ACTION TAKEN IN 2020

- ✓ Preparation and dissemination of a founding document formally setting out our ESG policy.
- ✓ Copies of the ESG policy sent to all staff members in order to raise their awareness and make them genuine stakeholders.
- ✓ Systematic inclusion of the ESG policy in our communication media (intended for banks, investors, rating agencies etc.).

## An active and responsible investment philosophy

### ROOTED IN OUR VALUES

Peugeot Invest's ambition, as an active minority investor and a responsible long-term shareholder, is to contribute to enduring economic growth. We help our investees create value in a way that combines economic development, social progress and limited environmental impact.

Our investment philosophy is designed to show both commitment and consistency with our family values, and is characterised by:

- an understanding of our investees' issues, based on the Peugeot family's industrial and entrepreneurial experience;
- "meaningful" investments, i.e. boosting an investee's growth, financing a transformative acquisition, creating world leaders, and supporting private equity funds that seek to contribute positively to society and the environment;
- risk management that fully addresses ESG issues and aims to ensure good long-term performance;
- the desire to support investees over a long-term investment horizon, with most of our investments being held for more than 10 years.

To fulfil that philosophy, we rely on a cross-discipline unit that covers all of our direct and indirect holdings, including as real-estate investments and co-investments.

In 2017, we set up an ESG Steering Committee, comprising representatives of all the firm's departments, i.e. Executive Management and the Legal, Investment, Finance and Communications departments, with the aim of co-ordinating Peugeot Invest's responsible investment strategy and ensuring that ESG criteria are applied consistently across all of our holdings. In 2020, it was decided that the Management Committee would take over the entire remit of the Steering Committee, and that the Management Committee would provide a formal update about the implementation of our ESG strategy once per quarter.

In 2016, we drafted a Responsible Investment Charter, available on the Peugeot Invest website, which sets out the aforementioned Peugeot Invest values and is the reference framework for the day-to-day work and actions of all staff and managers, in accordance with regulations in force and best practice in terms of governance and ethics. It also defines our policy of excluding sectors or

companies involved in controversial activities such as gambling, tobacco and pornography.

The long-term variable remuneration of our teams and managers (via our performance share plan) depends partly on meeting targets for integrating ESG criteria into investment processes. In this way, we ensure that our teams take these factors into account in their analysis and always consider them when taking investment decisions.

### 2023 ESG ROADMAP

- Update of our Responsible Investment Charter.
- Analysis of investment targets with respect to Peugeot Invest's values.
- Regular reviews of our exclusion criteria.
- Identification and integration of the Sustainable Development Goals into our responsible investment strategy.
- Monitoring of the ESG roadmap.
- ESG analysis in each of our investment strategies and regular formal progress updates regarding our ESG strategy in team meetings.
- Monitoring of the impact investing strategy.
- Changes to the ESG criteria in the performance share plan.

### ACTION TAKEN IN 2020

- ✓ Work to monitor the implementation of the roadmap and reporting to the Board of Directors.
- ✓ Decision to give the Management Committee the task of monitoring our ESG strategy and ESG matters relating to the investment portfolio, along with formal progress updates every quarter.



## SYSTEMATIC ESG INTEGRATION

Our philosophy as a responsible investor is realised in practice by integrating ESG criteria into all our investment strategies. To ensure that they are always integrated, this is the direct responsibility of staff overseen by the Management Committee.

In 2018, for example, we carried out an in-depth audit to pinpoint and analyse ethics and compliance practices among companies in our portfolio.

## LISTED AND UNLISTED SHAREHOLDINGS

When acquiring holdings, our teams carry out systematic due diligence to assess non-financial factors as well as financial data. This includes taking into account employee-related and environmental criteria depending on their materiality and the risks they represent for the potential investee.

We also pay particular attention to corporate governance. Analysing governance plays a central role in all our investment decisions. During the acquisition phase, we ensure that potential investees have strict governance rules ensuring that powers and the related checks and balances are transparent and reasonable.

The results of our ESG due diligence work are always included in investment memos, then forwarded to the Investments and Shareholdings Committee to help inform its opinion about the potential investment.

During the ownership period, we ensure that all investees have identified and factored in their ESG issues, and adopted ways to deal with non-financial risks.

The Peugeot Invest Management Committee will carry out an overall review of our investees' ESG practices every quarter from 2021.

## CO-INVESTMENTS, COMMITMENTS TO PRIVATE EQUITY FUNDS AND REAL ESTATE

When carrying out due diligence work on private equity funds, we send asset management firms our ESG questionnaire so that we can assess their responsible investment strategy and gauge their sophistication in this area. We will not make any commitment to an asset management firm whose investment philosophy is not aligned with our values and our responsible investment approach. For co-investments and real-estate investments, the process is the same as for listed and unlisted holdings.

When investing in a fund, we include a specific ESG clause in the legal documentation, particularly in the form of a side letter. This method allows us to ensure that funds are subject to the same responsible investment requirements as Peugeot Invest.

## FOCUS: IMPACT INVESTING

As a responsible investor, Peugeot Invest has since 2015 invested in several impact funds, which combine positive social and environmental impact with sustainable financial returns.

We have formed solid long-term partnerships with three asset-management teams: Alter Equity, Amboise Partners and Impact Partners.

During the life of those funds, we track performance annually via an ESG questionnaire that we send to asset management firms. We strongly encourage them to factor ESG criteria into their internal operations as well as in their portfolios, on an ongoing basis.

### 2023 ESG ROADMAP

- Monitoring and periodic review of the ESG performance of targets and existing investments.
- Consideration of non-financial ratings when making investments in listed assets.
- Confirmation of ESG as an investment criterion in its own right, including by taking into account the European Taxonomy.
- Annual ESG maturity analysis of our current portfolio.
- Definition of a set of impact indicators to monitor the performance of our holdings.

### ACTION TAKEN IN 2020

- ✓ Review of our investment targets' ESG performance.
- ✓ Consideration of non-financial ratings when analysing listed investment targets.
- ✓ Systematic analysis of relevant ESG criteria across all of our investment strategies.
- ✓ Increased commitment to impact funds: reinvestments in the Alpha Diamant IV and Impact Croissance IV impact funds and formation of a partnership with Astanor.
- ✓ Investment in the Arboretum low-carbon campus.

## SUPPORTING THE RESPONSIBLE TRANSFORMATION OF OUR INVESTEEES

At Peugeot Invest, we know that supporting our investees over the long term requires us to act as a partner in their efforts to become more responsible, ensuring maximum value creation.

Within our teams, directors representing Peugeot Invest on the boards of our investee companies play a key role. This is why we have drafted a Charter of Rights and Duties for Peugeot Invest Directors, defining the scope of their duties.

Although Peugeot Invest is a minority shareholder, we ensure that it is always represented in investees' governance bodies by having members on their Boards of Directors or Supervisory Boards. By playing this active role in boards and committees, we can help develop strategies, focus attention on ESG issues and make sure that investees apply good governance rules.

As a long-term investor, Peugeot Invest is also committed to supporting investees over the long term. Each investment decision is taken with a long-term view, with no constraints regarding exit. Currently, we have held the investments in our portfolio for more than 10 years on average and we do not make speculative investments. As a result, we make long-term commitments with the aim of realising each investee's value-creation potential.

### 2023 ESG ROADMAP

- Provision of resources to investees' directors to help them stay up to date with ESG matters.
- Inclusion of ESG matters in our Charter of Rights and Duties for Peugeot Invest Directors.
- Implementation of an active ESG policy, ensuring that it features on the agenda of a board meeting at least once per year.

### ACTION TAKEN IN 2020

- ✓ Peugeot Invest's representatives on investees' boards ensure that ESG issues are included on the agenda and are dealt with in investees' board meetings.

## ESG in practice at Peugeot Invest

### THE TEAM

At 31 December 2020, the company's headcount amounted to 32 including one person on a work-study contract, comprising 18 men and 14 women. 87.5% of staff members conduct their activities at the registered office and 12.5% at Peugeot Invest's UK subsidiary.

In 2020, six new employees joined and one existing employee on a work-study contract left the Company.

The age range was between 28 and 70 years at 31 December 2020. The average age at the same date was 44. The proportion of women was 47% among managers and 44% among the workforce as a whole. 35% of employees are aged over 50.

With the exception of the Chief Executive Officer, all employees hold a permanent employment contract. Peugeot Invest had no temporary staff or part-time employees at 31 December 2020. The Company has to abide by French legislation on the 35-hour workweek. That said, 94% of its employees have manager status.

In accordance with Article L. 22-10-36 of the French Commercial Code, our recruitment practices adhere to the principles of combating discrimination and promoting diversity and, more broadly, with the Core Conventions of the International Labour Organization (ILO).

### TRAINING AND PROFESSIONAL DEVELOPMENT

Employees received 246 hours of training in 2020, mainly in the areas of foreign languages and certification as company directors, and the total training budget was €16,260.

100% of employees had an annual individual appraisal meeting.

### WORK ORGANISATION

The company did not experience any absenteeism among its staff in 2020.

There were no work accidents in 2020.

In order to achieve continuous improvement in employee wellbeing at work and collective performance, Peugeot Invest and Établissements Peugeot Frères adopted a home working charter in 2018, ensuring that home working follows the applicable provisions of legislation and collective agreements.

The other matters covered by decree no. 2002-221 of 20 February 2002 implementing Article L. 225-201-1 of the French Commercial Code – i.e. health and safety, training,

employment and the integration of disabled workers, employee benefits and outsourcing – do not require any comments owing to the specific nature of the Company's activities and its limited headcount.

## REMUNERATION AND BENEFITS

Peugeot Invest's payroll amounted to €5,082,809 in 2020 (versus €4,423,827 in 2019) and social security costs totalled €3,522,860 (versus €2,964,497 in 2019).

Employees and corporate officers benefit from an incentive agreement under which €256,508 was paid out in 2020. Every employee has the option to have some or all of his/her incentive bonus paid into a employee savings plan (PEE) and/or collective retirement savings plan (Perco) managed by an outside investment firm. The Perco plan rules were supplemented by a 2015 agreement pursuant to France's "Macron act" no. 2015-990 on employer social security contributions.

Peugeot Invest and Établissements Peugeot Frères, which together form an UES (business and employee unit), appointed one full employee representative and one alternate employee representative on 4 February 2016, enabling Peugeot Invest to enter into collective agreements. On 5 December 2019, employees of Établissements Peugeot Frères and Peugeot Invest elected two full members of the social and economic committee, along with two alternate members.

## SOCIAL COMMITMENT AND CORPORATE PHILANTHROPY

Peugeot Invest's total donations in 2020 amounted to €440,000.

The main donations made by Établissements Peugeot Frères and Peugeot Invest aimed to support various Covid-19 research initiatives via the Immunov fund, and to help people affected by the crisis through the Restos du Cœur and Œuvres de Saint-Jean charities.

Peugeot Invest also supports the non-profit organisation Démos, whose remit is to enhance access to cultural attractions and works with children from urban districts or rural areas where cultural opportunities are fewer. Since 2010, Démos has sought to make classical music more accessible to these children by helping them play instruments in an orchestra. More specifically, Peugeot Invest has committed to supporting the Bourgogne Franche-Comté children's orchestra for three years.

## ENVIRONMENT

Because of Peugeot Invest's activities as an industrial and financial holding company, the provisions of Article L. 22-10-36 of the French Commercial Code on environmental and social reporting are not applied because they are not relevant to the company's internal operational arrangements. However, Peugeot Invest does address environmental and social issues as part of its investment policy by gradually taking into account ESG factors.

Établissements Peugeot Frères and Peugeot Invest organise the sorting, collection and recycling of waste – paper, cardboard, plastic, metal, glass and coffee pods – with various companies including Nespresso, Greenwishes and Shred-it. A waste reduction policy has also been adopted, including equipping offices with drinking fountains that dispense filtered water from the mains water supply, using glass bottles in meeting rooms and giving flasks to all employees, as well as installing a bean-to-cup coffee machine. These initiatives aim to eliminate the use of plastic water bottles and reduce the use of aluminium coffee pods.

Établissements Peugeot Frères and Peugeot Invest also pay particular attention to the electricity consumed in the group's offices. In 2020, consumption amounted to 131,621 kWh across all Établissements Peugeot Frères and Peugeot Invest offices, representing a reduction of around 3% compared with 2019.

## 1.6 Peugeot Invest in 2020



**2020**  
as seen by  
**Bertrand Finet,**  
Chief Executive  
Officer of  
Peugeot Invest

### What happened at Peugeot Invest in 2020?

**Bertrand Finet:** 2020 was a very busy year for our group as we pursued Peugeot Invest's strategy despite the Covid-19 crisis, which we all know about and which is continuing today. As well as the transformative merger between PSA and FCA, which Robert Peugeot has covered, we continued to seize good opportunities such as new co-investments, but also liquidity events.

Our team has continued to implement Peugeot Invest's strategy of making investments that are well diversified in sector and geographical terms, focusing on industries that have been spared by the current crisis such as healthcare and digital.

Peugeot Invest showed its agility in very volatile market conditions. In particular, we arranged an equity swap that enabled us to acquire a 2% stake in PSA Group at the height of the crisis, which created €177 million of value for Peugeot 1810 at 31 December 2020. We also sold 20% of our stake in SEB in July and announced the forward sale of a third of our stake in Safran. Those two transactions generated double-digit IRRs over long holding periods. We remain investors in those two companies and stakeholders in their governance.

In 2020, Peugeot Invest also continued to prepare for the future by making more than €90 million of new co-investments (Livspace, Lineage, Jianke, JAB, Polyplus) across three continents (Americas, Europe and Asia) and in promising industries (healthcare, digital, logistics). We also pursued our real-estate strategy by gaining exposure to the long-term trends of co-living (Colonies) and low-carbon construction (Arboretum).

In particular, those investments were financed through turnover in our co-investment portfolio, with transactions that generated strong returns such as the disposal of Roompot with PAI Partners. We also committed more than €100 million to new private equity funds. These transactions clearly illustrate the strategy – based on sector and geographical diversification – that Peugeot Invest has been pursuing for several years now. We are determined to pursue this strategy, confident that it will enable us to get through the current period in the best possible shape.

## How did the Covid-19 crisis affect your activities and Peugeot Invest's results?

**B.F.:** The decline in trade at the global level, but also at the regional and local levels, clearly affected our holdings and investments. The situation in the aerospace industry in particular had a major effect on Net Asset Value in 2020, since Peugeot Invest has two holdings in that sector. However, Peugeot Invest's main holdings adapted well, protecting cash and avoiding any liquidity crises. Our co-investments also proved their quality and resilience. The private equity funds to which we are committed also have solid foundations, particularly growth capital funds, which continue to perform well, and the half of the portfolio that is exposed to the healthcare and technology sectors, where growth and valuations have increased during the crisis. Finally, our real-estate investments remain solid, with prime locations and high-quality tenants at both Immobilière Dassault in the central business district of Paris and SIGMA Prime Selection in major German and Austrian cities.

2020 results were affected by the crisis, but we maintained our Net Asset Value, which rose 1.3% during the year to almost €4.5 billion on 31 December 2020. Consolidated net profit, group share, was €134 million in 2020, up 2.2% year-on-year: most of our investees either reduced or cancelled dividend payments in the first half of the year, but that was offset by the return we made on the equity swap for a 2% stake in PSA in the second half.

## What about the financial position?

**B.F.:** Peugeot Invest's financial position is healthy and solid, and we are maintaining our sensible policy regarding debt. Net debt amounted to €1,023 million at 31 December 2020, as opposed to €763 million at 31 December 2019. In September 2020, we carried out our first US bond issue in the form of a US Private Placement, issuing €150 million of 10-year paper in order to strengthen our liquidity and lay the foundations for new investments, while keeping debt at a reasonable level.

“  
*Our holdings  
and investments  
proved their quality  
and resilience.*  
”

## What will drive your development in the next few years?

**B.F.:** I would say that our ability to source investments capable of delivering sustainable growth has not been affected much by the crisis, and will remain a major growth driver in the next few years. Our good balance between risks and growth opportunities, our ability to maintain decorrelation between our assets through a focus on diversification, and the strength of our network should also help Peugeot Invest to continue developing over the long term. I would also highlight the quality of our team, which is continuing to grow and whose members complement each other well: we added one investment team member in London and two more in Paris in 2020 and promoted Sébastien Coquard, our Head of Investments and Investor Relations, to Managing Director. I firmly believe that the three-year ESG roadmap that we introduced in early 2020 will also guide our future investments. I am confident that we have all the ingredients, in terms of both our people and our finances, to continue our growth trajectory in the coming years.

## How is 2021 shaping up?

**B.F.:** It has been a very busy start to the year. After the creation of Stellantis in January 2021, we announced a significant new investment in International SOS. This world-leading company specialises in medical assistance and security, access to care and emergency response services for international companies and government organisations. Its expertise allows it to meet the growing concerns of companies and governments regarding occupational health and safety. The investment confirms our desire to invest in the healthcare sector. Finally, we took advantage of a rally in Safran's share price in March 2021 and continued the partial divestment process we started in November 2020.

# HIGHLIGHTS

## Increase in Peugeot Invest's stake in PSA Group

Peugeot 1810, a subsidiary of Peugeot Invest and its majority shareholder Établissements Peugeot Frères, acquired an additional 2% stake in Peugeot SA for €228 million ahead of the merger between PSA and FCA, which gave rise to the Stellantis group.

**€90 million of new co-investments, particularly in the healthcare sector and in Asia**



## Partial disposal of the investment in SEB

Having supported SEB since 2004, Peugeot Invest sold a 1.0% stake in the company in July 2020, realising a return on investment of almost five times on the shares sold. Peugeot Invest still owns a 4.0% stake in SEB, and so remains a significant shareholder and retains its seat on SEB's board of directors.

## Partial disposal of the investment in Safran

In November 2020, after supporting Zodiac Aerospace's merger with Safran in 2018 to create a world leader in aerospace, Peugeot Invest entered into a forward agreement to sell a third of its stake. The sale took place in the first half of 2021.

## €156 million of proceeds from sales of co-investments

Disposal of Roompot, partial disposal of Lineage, distributions by JAB Holding after sales of KDP shares.

## Further implementation of the real-estate strategy



## Commitments to 10 new private equity funds, totalling €106 million

## €25 million investment in Arboretum

In June 2020, Peugeot Invest invested in a 126,000 m<sup>2</sup> low-carbon office campus project in the Paris region.

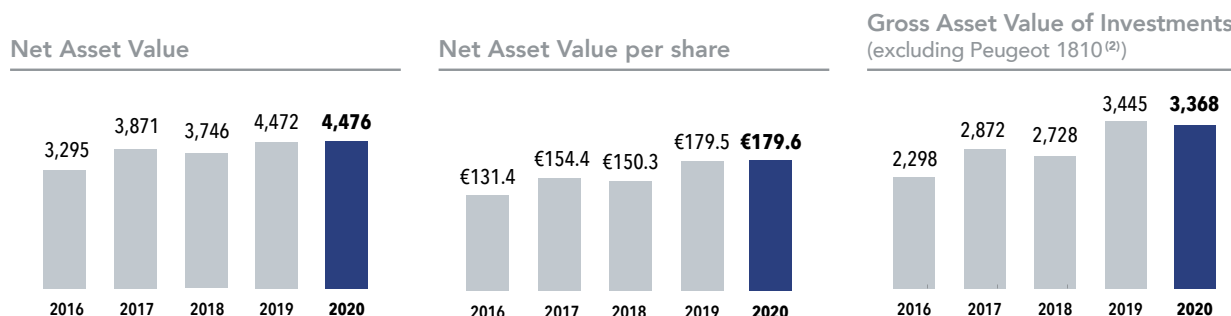
## US bond issue (USPP)

In September 2020, Peugeot Invest carried out its first bond issue in the United States, issuing €150 million of 10-year bonds through a US Private Placement.



## 1.7 Key figures

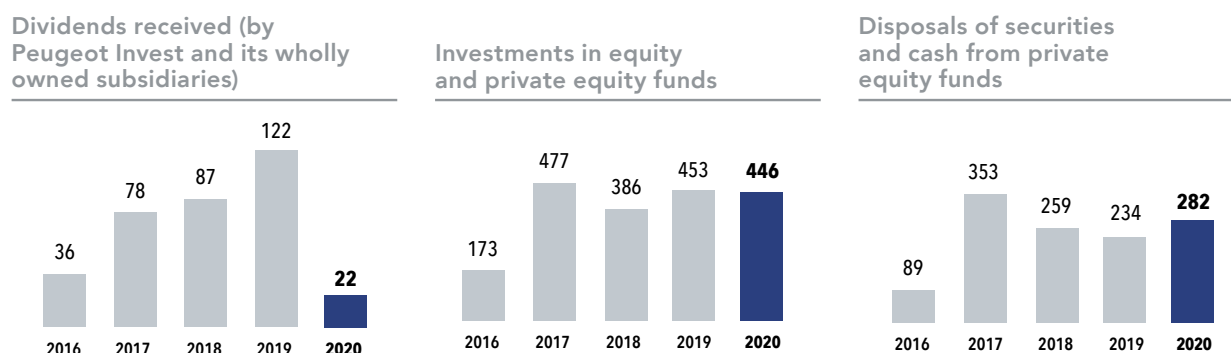
### Asset value<sup>(1)</sup> (in millions of euros)



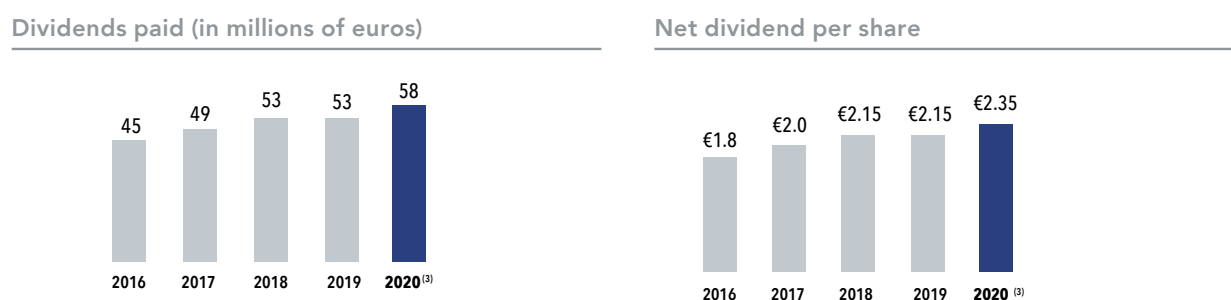
### Consolidated financial statements

(in millions of euros)	2016	2017	2018	2019	2020
Net profit attributable to parent company shareholders	149.8	221.8	114.9	131.4	134.1
EPS	€6.0	€8.9	€4.6	€5.3	€5.4
Comprehensive income attributable to parent company shareholders	181.8	513.3	111.0	671.3	112.0
Equity attributable to parent company shareholders	3,070.1	3,508.9	3,569.6	4,188.5	4,327.9
Equity per share after earnings allocation	€120.6	€139.8	€142.2	€167.0	€172.2

### Main financial flows (in millions of euros)



### Dividends

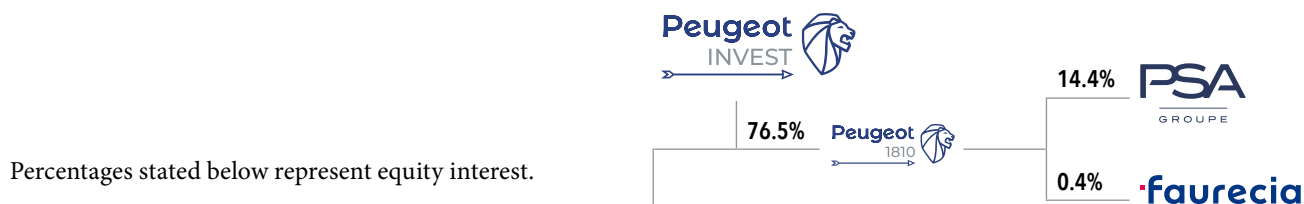


(1) Details of asset valuations at 31 December 2020 are provided in section 1.9 "Net Asset Value".

(2) Historical Gross Asset Value of Investments figures have been changed following this year's change of presentation. Faurecia shares, previously presented under Gross Asset Value of Investments, were transferred to Peugeot 1810 along with the Company's shares in PSA in 2020.

(3) Proposed to the 12 May 2021 AGM.

## 1.8 Shareholdings at 31 December 2020



### Investments

#### Listed shareholdings

25.4%	COMPAGNIE INDUSTRIELLE DE DELLE	54.8%	lisi
		5.1%	
4.0%			GROUPE SEB
0.8%			SAFRAN
5.0%			ORPEA
6.8%			Ciel Beyond Horizons
5.3%			SPIE

#### Unlisted shareholdings

74.9%	FINANCIÈRE GUIRAUD	100.0%	CHATEAU GUIRAUD
45.0%			LDAP
33.8%	ZÉPHYR INVESTISSEMENT	7.0%	TOTAL eren
6.3%	TIKEHAU CAPITAL ADVISORS	37.0%	(1) TIKEHAU CAPITAL
		2.3%	ACTEON

#### Co-investments\*



#### Other co-investments

#### Private equity vehicles\*

10.0%	idi
	WARBURG PINCUS, Advent International, VISTA, PAI, KEENSIGHT CAPITAL, EVERSTONE, idi em (3)
	Other assets

#### Real estate\*

19.8%	IMMOBILIÈRE DASSAULT
100%	FFP-LES GRÉSILLONS
5.0%	SIGNA PRIME SELECTION
	LBO FRANCE, ELV, Arboretum, Other real estate

\* Commitments to funds and co-investments before 2012 were made by Peugeot Invest. Since then, they have been made by Peugeot Invest Assets or Peugeot Invest UK Ltd, subsidiaries that are wholly owned by Peugeot Invest directly or indirectly.

(1) Peugeot Invest Assets' direct stake in Tikehau Capital is included in listed investments under Net Asset Value.

(2) Peugeot Invest Assets has invested in IHS partly via ECP IHS, a vehicle managed by the pan-African fund ECP, and partly via ATT, which is majority-owned by Wendel.

(3) IDI Emerging Markets consists of IDI Emerging Markets SA – which has two compartments in which Peugeot Invest Assets holds varying equity interests – and IDI Emerging Markets Partners – Fund III, its third investment vehicle.

## 1.9 Net Asset Value

(in millions of euros)	Valuation method	Reconciliation with the consolidated financial statements	Equity interest (%)	Valuation	% of Gross Asset Value
Groupe PSA	share price	R		2 203	39%
Faurecia	share price	R		16	0%
<b>PEUGEOT 1810 (A)</b>			<b>76.5%</b>	<b>2,219</b>	<b>40%</b>
LISI	share price	NR	5.1%	55	1%
CID (Lisi)	NAV of holding company	NR	25.4%	153	3%
SEB	share price	R	4.0%	301	5%
Safran	share price	R	0.8%	376	7%
ORPEA	share price	R	5.0%	351	6%
CIEL group	share price	R	6.8%	9	0%
Tikehau Capital	share price	R	2.3%	80	1%
SPIE	share price	R	5.3%	151	3%
Unlisted shareholdings	market value	NR		147	3%
<b>Shareholdings (i)</b>				<b>1,625</b>	<b>29%</b>
Private equity funds	adjusted realisable value	NR		424	8%
IDI	share price	R	10.0%	31	1%
<b>Private equity vehicles (ii)</b>				<b>455</b>	<b>8%</b>
KDP	share price	NR		114	2%
Unlisted co-investments	externally appraised value/market value	NR		585	10%
<b>Co-investments</b>	market value/adjusted realisable value	NR		<b>699</b>	<b>13%</b>
Immobilière Dassault	share price	R	19.8%	79	1%
Unlisted real-estate assets	externally appraised value/market value	NR		414	7%
<b>Real estate (iv)</b>				<b>493</b>	<b>9%</b>
Other financial assets and liabilities	share price/VL	NR		8	0%
Cash		R		88	2%
<b>Other assets (v)</b>				<b>96</b>	<b>2%</b>
<b>GROSS ASSET VALUE OF INVESTMENTS (i)+(ii)+(iii)+(iv)+(v) = (B)</b>				<b>3,368</b>	<b>60%</b>
<b>GROSS ASSET VALUE = (A) + (B)</b>				<b>5,587</b>	<b>100%</b>
<b>DEBT (C)</b>		R		<b>1,111</b>	
<b>NET ASSET VALUE = (A) + (B) - (C)</b>				<b>4,476</b>	
<b>Net Asset Value per share</b>				<b>€179.6</b>	

### Reconciliation with the consolidated financial statements

R) These valuations can be found directly in Peugeot Invest's consolidated financial statements: Note 16.1 for equity investments, Note 20.1 for cash and Note 22.1 for bonds, bank debt and accrued interest.

Together, items reconciled directly with the consolidated financial statements represent 66% of Gross Asset Value.

NR) These valuations are not found directly in Peugeot Invest's consolidated financial statements, mainly because the relevant companies are consolidated (see the scope of consolidation in Note 3 to the consolidated financial statements). Investments that are not directly reconciled represent 34% of Gross Asset Value.

### Valuation method

Net Asset Value (NAV) is calculated as the market value of Peugeot 1810 securities (A) plus the Gross Asset Value of Peugeot Invest's Investments (B), less financial liabilities (C). Shares in Peugeot 1810, which holds the Group's shares in PSA Group and Faurecia, are valued at the period-end market price. The Gross Asset Value of Investments corresponds, on a given date, to the market value of the other assets held by Peugeot Invest. It does not include capital gains tax liabilities. Several valuation methods are used, depending on the type of investment.

**Period-end share price for listed assets:** investments in PSA Group, SEB, Safran, ORPEA, CIEL, Tikehau Capital, SPIE, IDI and Immobilière Dassault are valued at their period-end share prices.

**Net Asset Value of unlisted sub-holding companies:** CID is valued on an arm's-length basis using the period-end market price for LISI, without taking into account any control premium or discount.

**Market value:** unlisted assets and co-investments are valued either by discounting future cash flows or by applying various multiples, particularly market multiples, transaction multiples or, where applicable, multiples stated in shareholder agreements. Otherwise and where fair value cannot be measured in a reliable and appropriate manner,

investments are valued at historic cost, except where the company's economic variables (operations, balance-sheet structure, liquidity etc.) have deteriorated materially (see Note 1.7 to the consolidated financial statements).

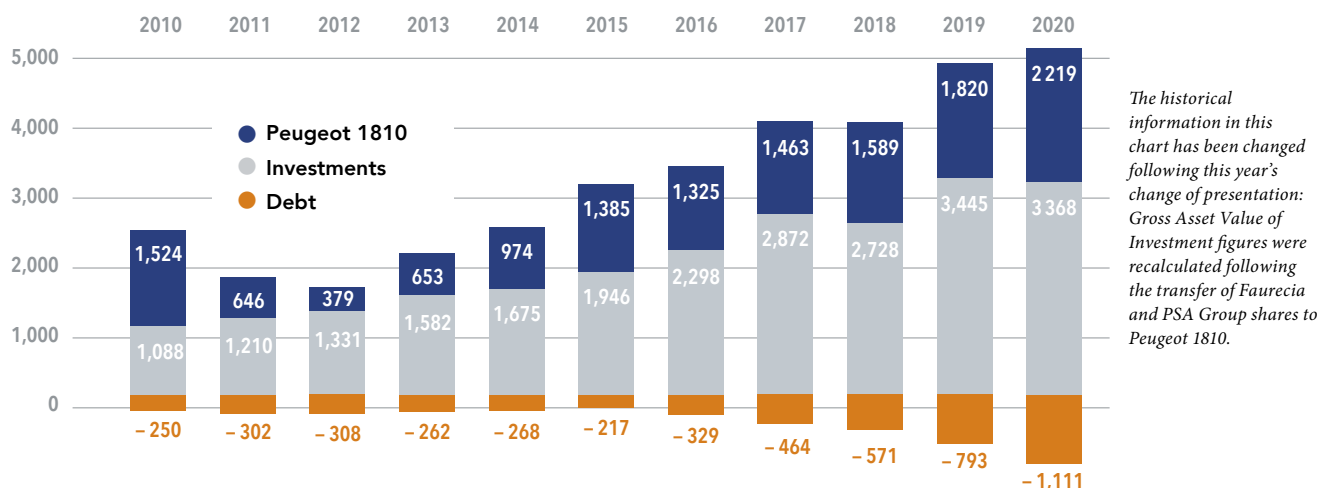
**Realisable value:** private equity funds and certain co-investments are valued at the realisable values determined or estimated by the private equity fund management companies, adjusted for any calls for funds or money returned between the date on which those values were determined and the date on which the Gross Asset Value of Investments is published. Most of these private equity funds use the valuation guidelines established by the International Private Equity and Venture Capital Valuation Board. UCITS included in portfolio investment securities or cash and cash equivalents are also valued at the latest published realisable values.

**Appraised value:** FFP-Les Grésillons is valued on the basis of an appraisal carried out once per year.

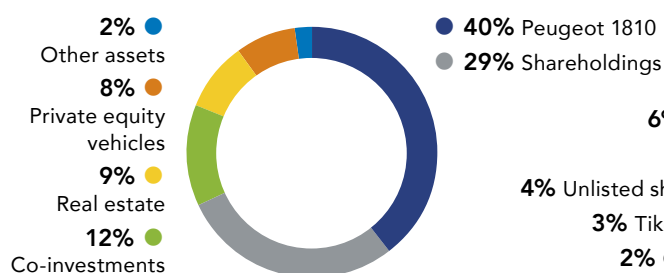
**Cost:** Peugeot Invest's own shares held in treasury are valued at cost.

Debt is the sum of Peugeot Invest's debt measured at nominal value, plus accrued interest and the time value of asset-backed derivatives.

### Change in NAV (in millions of euros)

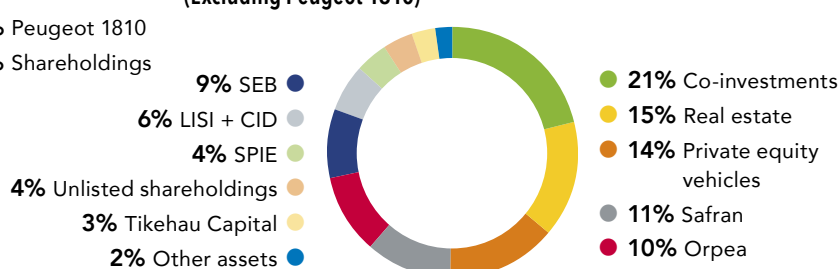


### Breakdown of assets (at 31/12/2020)



### Breakdown of Investments (at 31/12/2020)

(Excluding Peugeot 1810)

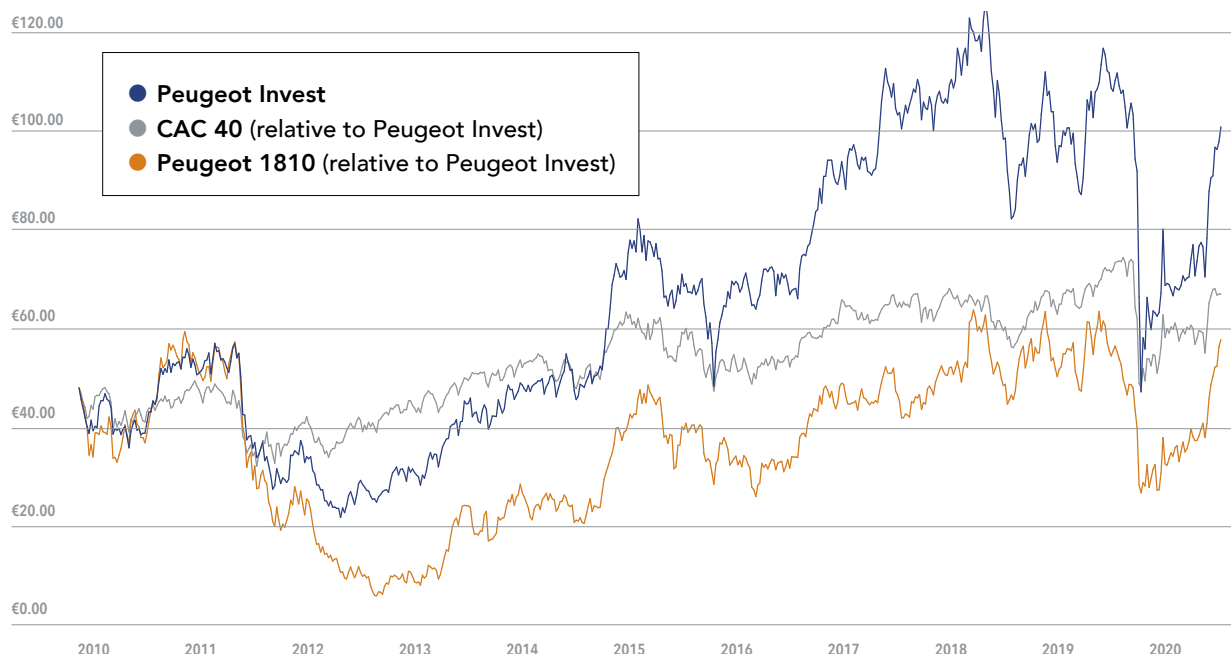


*The stake in Ciel does not appear in the chart because it represents less than 0.2% of Gross Asset Value.*

## 1.10 Peugeot Invest's share price

### Share price performance since 2010

PSA GROUP SHARE PRICE AND CAC 40 RELATIVE TO THE PEUGEOT INVEST SHARE PRICE (BASE: 01/01/2010)



(in euros)	2015	2016	2017	2018	2019	2020
At 31 December	68.0	72.3	100.3	80.2	104	94.6
High	80.0	72.8	107.1	119.4	110.8	105.0
Low	48.4	48.0	71.7	78.0	78.8	43.7
Average daily trades	6,495	5,126	7,947	6,134	7,051	6,890
Number of shares	25,157,273	25,072,589	25,072,589	24,922,589	24,922,589	24,922,589
Market capitalisation	1,710,694,564	1,811,494,555	2,514,780,677	1,998,791,638	2,591,949,256	2,357,676,919

### Share factsheet

Market  
Eurolist compartiment A  
Listing market  
Euronext Paris  
Sector  
Société de portefeuille

Ticker  
PEUG  
ISIN code  
FR0000064784  
Registered shareholder  
service  
CACEIS

Total number  
of shares  
**24,922,589**

## 1.11 Portfolio presentation

### PEUGEOT 1810

## PSA GROUP



### Business

PSA Group is Europe's second-largest car manufacturer. Operations are based on six car brands – Peugeot, Citroën, DS, Opel, Vauxhall and Free2Move, each with its own worldwide reputation and distinct personality – as part of coordinated international strategies and a coherent product plan. Its activities also extend to auto financing with Banque PSA Finance and automotive parts with Faurecia.

On 16 January 2021, the Stellantis group was created after the merger between PSA Group and Fiat Chrysler Automobiles. Stellantis has strong positions in Europe and North America, and benefits from the excellent fit between the two merged groups in terms of technologies and product ranges.

### 2020

In 2020, FCA generated revenue of €86.7 billion and adjusted EBIT of €3.7 billion, resulting in an EBIT margin of 4.3%. PSA Group (excluding Faurecia) generated revenue of €47.7 billion and adjusted EBIT of €3.4 billion, resulting in an EBIT margin of 7.1%. On a pro-forma basis, Stellantis' revenue therefore totalled €134.4 billion, with an operating margin of 5.3%. Given PSA and FCA's strong historical cash flow, Stellantis' pro-forma net cash position amounted to €17.8 billion at the end of 2020.

In 2021, the group has given the following guidance to the market in terms of revenue growth by geographical zone: North America +8%, South America +20%, Europe +10%, China +5%, Africa and the Middle East +3% and Asia +3%. Management also announced EBIT margin guidance of 5.5-7.5%.

In accordance with the agreements signed in relation to the merger, Stellantis will distribute its Faurecia shares to its shareholders after approval in its extraordinary general meeting of 8 March 2021. The payment of a special dividend of €1 billion (€0.32 per share) will be submitted to a shareholder vote in the 15 April 2021 general meeting.

The amount of synergies estimated by management has been revised upward to €5.5 billion (from €3.7 billion previously).

### Peugeot 1810's investment

The PSA automotive group was founded by the Peugeot family. Peugeot Invest bought PSA shares in PSA's 2012 and 2014 rights issues and played an active role in the negotiations that led to its merger with FCA.

In accordance with the agreements signed in relation to the merger with FCA, Peugeot 1810 acquired a further 2.0% stake in PSA in 2020 when an equity swap transaction settled.

At 31 December 2020, Peugeot 1810 – which is 76.5%-owned by Peugeot Invest and 23.5%-owned by Établissements Peugeot Frères – owned 14.4% of PSA's equity and 19.3% of its voting rights.

At 16 January 2021, the day on which the merger between PSA and FCA was completed, Peugeot 1810 owned 7.2% of Stellantis' equity and 7.2% of its voting rights.

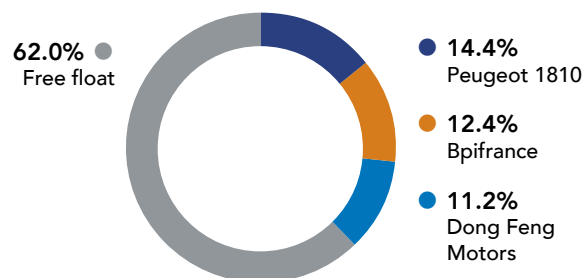
Robert Peugeot is Vice-Chairman of the Stellantis Board of Directors and a member of its Remuneration Committee.

In accordance with undertakings made in relation to the merger, PSA and FCA's major shareholders (Exor, Peugeot 1810, Bpifrance and DongFeng Motors) undertook not to sell any Stellantis shares for three years after the merger (i.e. until 16 January 2024). In addition, PSA and FCA's major shareholders undertook not to increase their stakes in Stellantis shares for seven years after the merger (i.e. until 16 January 2028). As an exception to that undertaking, Peugeot 1810 may acquire a 1.5% stake in Stellantis from Dong Feng Motors or Bpifrance, or may buy Stellantis shares in the market to the same extent as any shares sold by Bpifrance to another counterparty.

The value of the shareholding, for the purposes of Net Asset Value and the consolidated financial statements, is based on the share price at 31 December 2020.

## OWNERSHIP STRUCTURE

(31/12/2020)



**€17.8 billion**

*Stellantis pro-forma net cash position*

[www.stellantis.com](http://www.stellantis.com)

## KEY FIGURES

(in millions of euros)

		2019	2020
PSA (excluding Faurecia)	Revenue	58,993	47,657
	Underlying operating profit	5,097	3,370
	Margin	8.6%	7.1%
FCA	Revenue	108,187	86,766
	Underlying operating profit	6,668	3,742
	Margin	6.2%	4.3%
Stellantis pro-forma	Revenue		134,423
	Underlying operating profit		7,112
	Margin		5.3%
	Dividend (€ per share)		0.32 <sup>(1)</sup>
	Net cash		17,826

STELLANTIS

The Stellantis group was created on 16 January 2021 after the merger between PSA Group and Fiat Chrysler Automobiles. Stellantis has strong positions in Europe and North America, and benefits from the excellent fit between the two merged groups in terms of technologies and product ranges. With industrial activities in 30 countries and a commercial presence in more than 130 markets, along with its 14 brands, Stellantis offers a comprehensive range of vehicles including luxury, mainstream and light utility vehicles, along with specialist brands in the fields of mobility, finance, spare parts and services.



FIAT



Alfa Romeo



Jeep



(1) Proposed to the AGM.



## FAURECIA

### Business

Faurecia is a leading French automotive supplier. The group develops, makes and sells parts for automobile manufacturers. After the acquisition of Clarion in March 2019, the group has four operating units: Clean Mobility, Seating, Interiors and Clarion Electronics. The group's main clients include carmakers such as Volkswagen, Ford, Stellantis and Renault-Nissan.

### 2020

In 2020, the group's revenue totalled €14.7 billion, down 20% at constant scope and exchange rates compared with the previous year. Faurecia was badly hit by the 17% decrease in worldwide automotive production resulting from the Covid-19 crisis.

The group's operating profit totalled €406 million, a decrease of 68% relative to 2019. Operating margin was 2.8%, down 4.4 points. Net cash flow was stable at €6 million. Net debt amounted to €3.1 billion at 31 December 2020, as opposed to €2.5 billion at 31 December 2019. A dividend of €1 per share will be put to the vote in the next AGM.

In early 2021, the group confirmed its targets for 2022 and presented its ambitions for 2025, aiming for revenue of over €24.5 billion and operating margin of more than 8%.

**14.7 billion**  
Revenue

**€406 million**  
Operating profit

Year of investment

2012

Stake

0.4%

**faurecia**

[www.faurecia.com](http://www.faurecia.com)

### Peugeot 1810's investment

At 31 December 2020, Peugeot 1810 – which is 76.5%-owned by Peugeot Invest and 23.5%-owned by Établissements Peugeot Frères – owned 0.37% of Faurecia's equity.

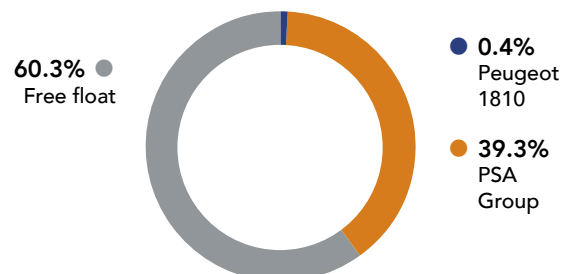
In accordance with the terms of the merger between PSA and FCA, Stellantis will distribute its Faurecia shares to its shareholders after approval in its extraordinary general meeting of 8 March 2021. After that transaction, Peugeot 1810 will hold a direct stake of 3.14% in Faurecia.

The value of the shareholding, for the purposes of Net Asset Value and the consolidated financial statements, is based on the share price at 31 December 2020.

Robert Peugeot sits on the Faurecia group's Board of Directors and is also a member of its Remuneration Committee.

### OWNERSHIP STRUCTURE

(31/12/2020)



### KEY FIGURES

(in millions of euros)	2019	2020
Revenue	17,768	14,654
Operating profit	1,283	406
Margin	7.2%	2.8%
Net profit attributable to parent company shareholders	590	-379
Dividend (€ per share)	0	1
Equity	4,135	3,396
Net debt	2,524	3,128

# LISI

## Business

The LISI group is one of the world leaders in fasteners and assembly components in the aerospace and automotive industries, and has operated in the healthcare sector since 2007. LISI is an acronym for Link Solutions for Industry.

## 2020

In 2020, revenue at LISI Aerospace (54% of the group's sales) fell 31% <sup>(1)</sup> to €663 million. The division suffered from the fall in air traffic caused by Covid-19-related flight restrictions. Non-commercial aviation (business, military and helicopters) did not make up for the decline in the commercial aviation segment. This decline was magnified by adverse scope and currency effects. The aerospace business remains the main contributor to LISI's underlying operating profit.

LISI Automotive (37% of the group's sales) had to contend with the decline in worldwide automotive production in the second quarter of 2020. Sales fell and the decrease in revenue was amplified by the disposal of two non-core businesses. Although global markets recovered in the fourth quarter and although organic growth turned positive again, the division's full-year revenue fell 20% <sup>(1)</sup> to €451 million.

LISI Medical (9% of the group's sales) generated revenue of €116 million, down 19%.

Overall, LISI's revenue amounted to €1,230 million, a decrease of 29%. Underlying operating margin was 3.4%, down 5.6 points. The group generated record free cash flow of €109 million. LISI strengthened its financial position in 2020, ending the year with net debt of €221 million, lower than the end-2019 figure.

**€1.2 billion**  
2020 revenue

## Peugeot Invest's investment

The Peugeot family has been a shareholder of Compagnie Industrielle de Delle (CID), LISI's main shareholder, since 1977. In 1996, Peugeot Invest received a 25% interest in CID as a transfer from another Peugeot family group company.

In 2002, Peugeot Invest took a direct 5% holding in LISI. At 31 December 2020, the Peugeot Invest group (via its wholly owned subsidiary Peugeot Invest Assets) directly and indirectly owned 19% of LISI.

## Stake

**19.0%**  
(5% directly and 14% indirectly  
via the 25% stake in CID)

lisi

[www.lisi-group.com](http://www.lisi-group.com)

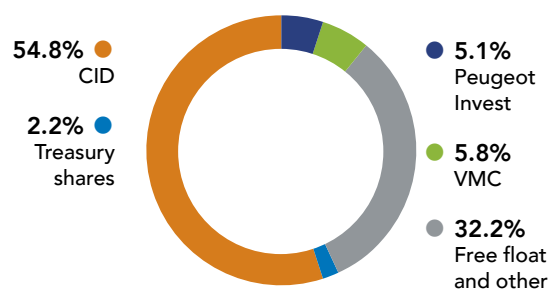
Peugeot Invest Assets has signed an agreement with CID's main shareholders regarding liquidity for CID shares.

The Net Asset Value of the shareholding is based on the share price at 31 December 2020. LISI and CID are accounted for under the equity method.

Christian Peugeot, Thierry Peugeot and Xavier Peugeot are directors of CID. Peugeot Invest Assets, represented by Christian Peugeot, is a director of LISI and a member of its Strategy Committee. CID, represented by Thierry Peugeot, is a director of LISI and a member of its Remuneration Committee and Appointments Committee. Marie-Hélène Peugeot-Roncoroni is a director of LISI and chair of its Appointments Committee.

## OWNERSHIP STRUCTURE

(31/12/2020)



## KEY FIGURES

(in millions of euros)	2019	2020
Revenue	1,730	1,230
Change	5.1%	-28.9%
Operating profit	155	42
Margin	9.0%	3.4%
Net profit	70	-37
Net margin	4.0%	n.s.
Dividend (€ per share)	0	0.14 <sup>(2)</sup>
Equity	1,021	990
Net debt	332	221

(1) At constant scope and exchange rates.

(2) Proposed to the AGM.

## SAFRAN

### Business

Safran is a world-leading aerospace company, and its main business consists of making civil aircraft engines. The group also produces other equipment for the aerospace, space and defence industries. Safran has leading positions in all those markets.

### 2020

In 2020, Safran's adjusted revenue amounted to €16.5 billion. On an organic basis, revenue fell 32.5% compared with 2019. Adjusted underlying operating profit totalled €1.7 billion (10.2% of revenue), down 55.9%. Free cash flow was €1.1 billion and net debt was €2.8 billion at 31 December 2020.

Safran's business was badly affected by the fall in air traffic and reduced demand across all its divisions. As a result, operating profit fell despite major cost-cutting efforts. Production of turbojet engines for the civil aviation industry was affected by the Covid-19 crisis, which disrupted supply chains. Safran also suffered again from reduced production of the Boeing 737 MAX. Finally, the temporary decrease in air travel and the introduction of flight restrictions affected Safran's maintenance business (engines, brakes, landing gear etc.). However, LEAP orders and intentions to purchase remained solid, and the order book now consists of 9,600 engines. Looking further ahead, the relevance of Safran's business model has not been called into question and the underlying growth cycle is likely to resume once the Covid-19 crisis has been brought under control.

### Peugeot Invest's investment

From 2006 onwards, Peugeot Invest had owned a stake of more than 5% in Zodiac Aerospace and was one of its main shareholders. After assisting the company with its development for 12 years, Peugeot Invest supported Zodiac Aerospace's merger with Safran.

In February 2018, Peugeot Invest tendered all of its Zodiac Aerospace shares to the public exchange offer initiated by Safran and invested a further €31 million in Safran shares. The shares acquired through the public offer were preferred shares that could not be sold before February 2021, until they were converted into ordinary shares.

In November 2020, Peugeot Invest fixed the value of a third of its stake in Safran, i.e. 1,100,000 shares, through a forward sale agreement due to settle in March 2021. Now that this transaction has settled, Peugeot Invest's stake in Safran has fallen to 0.5%.

Year of investment  
2018

Total amount invested  
€267 million

Stake  
0.8%<sup>(1)</sup>



[www.safran-group.com](http://www.safran-group.com)

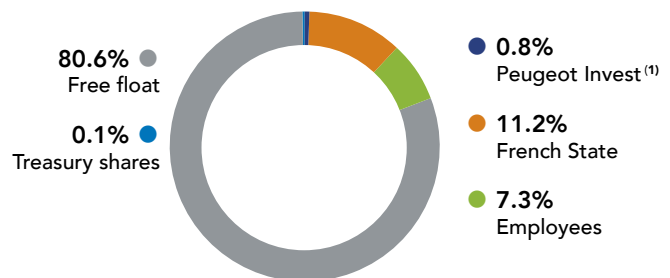
F&P, a 50/50 joint venture between Peugeot Invest and Fonds Stratégique de Participations, has a seat on Safran's Board of Directors and is represented on the Board by its Chairman Robert Peugeot, who also represents F&P on Safran's Audit and Risk Management Committee.

## 9,600 LEAP engines

*in backlog*

### OWNERSHIP STRUCTURE

(31/12/2020)



### KEY FIGURES

(in millions of euros, adjusted figures)

	2019	2020
Revenue	24,640	16,498
Change	17.1%	-33.0%
Underlying operating profit	3,820	1,686
Margin	15.5%	10.2%
Net profit attributable to parent company shareholders	2,665	844
Net margin	10.8%	5.1%
Dividend (€ per share)	0	0.43 <sup>(2)</sup>
Equity	12,748	12,750
Net debt	4,114	2,792

(1) After the settlement of the forward sale agreement in March 2021, Peugeot Invest now owns a stake of only 0.5% in the company.

(2) Proposed to the AGM.

## Business

Groupe SEB is the world leader in the small domestic equipment market, producing and selling small electrical appliances, cookware and professional coffee machines. It offers a broad range of products (electrical kitchen appliances, home, laundry and personal care, cookware and professional coffee machines), which are marketed under various brands including Krups, Lagostina, Moulinex, Rowenta, Tefal, Supor and WMF. It has global operations and distribution channels, with e-commerce accounting for around 35% of consumer sales. The group produces around two thirds of the articles it sells in 40 manufacturing sites worldwide, and sells its products in more than 150 countries, with China being its number one market. It has substantial exposure to emerging markets, which account for 45% of its revenue.

## 2020

SEB proved resilient in the face of the global pandemic and its revenue totalled €6.9 billion in 2020, down 5.6% compared with 2019 and down 3.8% at constant scope and exchange rates. Revenue from its Consumer business was almost unchanged at constant scope and exchange rates (down 0.5%), due to firm consumer spending and rapid growth in online sales. Sales in the Professional business (mainly professional coffee machines) fell 28% year-on-year, affected by a sharp fall in business levels in the hospitality industry from the second quarter onwards.

Operating profit totalled €605 million, down from €740 million in 2019. Operating cash flow totalled €752 million (€367 million in 2019). Net debt ended the year at €1,518 million (including €339 million of IFRS 16 lease liabilities), equal to 1.8x adjusted EBITDA.

## Peugeot Invest's investment

Peugeot Invest bought a 5.0% stake in SEB for €80 million in the first half of 2004.

On 27 July 2020, after 16 years of being a shareholder, Peugeot Invest sold 500,000 SEB shares, representing around 1.0% of the company's equity, for €69 million.

At 31 December 2020, Peugeot Invest (via its wholly owned subsidiary Peugeot Invest Assets) held 4.0% of SEB.

The value of the shareholding, for the purposes of Net Asset Value and the consolidated financial statements, is based on the share price at 31 December 2020.

Year of investment  
2004

Total amount invested  
€80 million

Stake  
4.0%



[www.groupeseb.com](http://www.groupeseb.com)

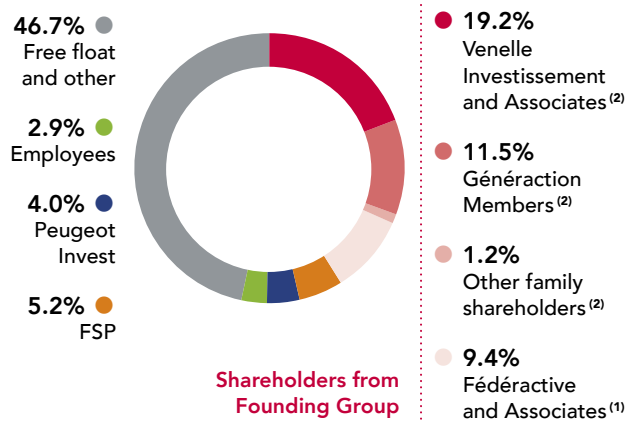
Peugeot Invest Assets, represented by Bertrand Finet, has a seat on SEB's Board of Directors and is a member of its Governance and Remuneration Committee.

**+ 3.6%**

Organic growth in the second half of 2020

## OWNERSHIP STRUCTURE

(31/12/2020)



1.11

## KEY FIGURES<sup>(3)</sup>

(in millions of euros)	2019	2020
Revenue	7,354	6,940
Change	8.0%	(5.6)%
Operating profit	740	605
Margin	10.1%	8.7%
Net profit attributable to parent company shareholders	380	301
Net margin	5.2%	4.3%
Dividend (€ per share)	1.43	2.14 <sup>(4)</sup>
Equity	2,628	2,735
Net debt	1,997	1,518

(1) Shareholders from the founder's group.

(2) Shareholders from the founder's group following the initial action in concert (agreement of 27 February 2019): 31.9%.

(3) Figures including the impact of IFRS 16. The impact of IFRS 16 on net debt was €339 million in 2020.

(4) Proposed to the AGM as of the publication date of Peugeot Invest's Universal Registration Document.

The group has also awarded shareholders one new share free of charge for every 10 existing shares held (ex-date 1 March 2021).

The new shares will entitle their holders to the dividend for 2020 paid in 2021.

## ORPEA

### Business

ORPEA is a European leader in dependency care, operating nursing homes, post-acute and rehabilitation clinics, psychiatric care clinics and home care services (serviced residences, day care, home-based services and day-time and night-time hospital services). Founded by Dr Jean-Claude Marian in 1989, the company was floated in 2002. It has 111,801 beds across 1,114 facilities (including 25,403 beds in facilities under construction) in 23 countries and employs 68,000 people.

### 2020

2020 was unprecedented because of the extent and duration of the pandemic, and ORPEA's response showed its adaptability and resilience.

The company continued its development, adding 8,769 beds across the network, and moved into Ireland with two acquisitions (+961 beds). The proportion of beds in operation outside France was 62% in 2020 (versus 41% in 2014), with new facilities set up in all geographical zones. The pipeline of beds under construction rose by 21% in 2020 and 86% of them are located outside France.

Revenue amounted to €3,922 million in 2020, up 4.9%, driven by acquisitions in France and Ireland, and was stable in organic terms. EBITDAR totalled €963 million, equal to 24.6% of revenue, down 1.7 points relative to 2019 as a result of additional Covid-19-related costs estimated at €101 million after offsetting factors. Excluding Covid-19 effects, EBITDAR margin would have increased. ORPEA owns 47% of its buildings, which were valued at €6.8 billion at 31 December 2020, excluding buildings in the process of being sold. In 2021, the company is aiming to grow revenue by at least 6.0% to €4,155 million.

**25,403 beds**

*under development*

### Peugeot Invest's investment

Peugeot Invest invested in ORPEA in July 2011, buying some of its shares from the founder and others on the market. Peugeot Invest increased its interest in ORPEA when the latter carried out a €203 million capital increase in 2011.

On 26 July 2018, after 11 years as a shareholder, Peugeot Invest sold 550,000 ORPEA shares, representing around 0.85% of the company's equity, for €63.8 million.

Year of investment

2011

Total amount invested

€115 million

Stake

5.0%



[www.orpea.com](http://www.orpea.com)

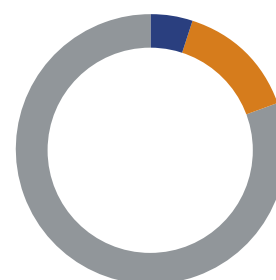
At 31 December 2020, Peugeot Invest (via its wholly owned subsidiary Peugeot Invest Assets) held 5.0% of ORPEA. The value of the shareholding, for the purposes of Net Asset Value and the consolidated financial statements, is based on the share price at 31 December 2020.

Peugeot Invest Assets, represented by Thierry Mabilie de Poncheville, has a seat on ORPEA's Board of Directors, is a member of its Audit Committee and chairs its Appointments and Remuneration Committee.

### OWNERSHIP STRUCTURE

(31/12/2020)

80.5% ●  
Free float



● 5.0%  
Peugeot  
Invest

● 14.5%  
CPPIB

### KEY FIGURES

(in millions of euros  
and excluding IFRS 16)

	2019	2020
<b>Revenue</b>	3,740	3,922
<b>Change</b>	9.4%	4.9%
<b>Underlying operating profit</b>	453	370
<b>Margin</b>	12.1%	9.4%
<b>Net profit attributable to parent company shareholders</b>	246	174
<b>Net margin</b>	6.6%	4.4%
<b>Dividend (€ per share)</b>	0.0	0.9 <sup>(1)</sup>
<b>Equity attributable to parent company shareholders</b>	3,014	3,374
<b>Net debt<sup>(2)</sup></b>	5,535	6,103
<b>Real estate net debt<sup>(2)</sup></b>	4,705	5,310
<b>Value of real estate<sup>(2)</sup></b>	6,022	6,806

(1) Proposed to the AGM as of the publication date of Peugeot Invest's Universal Registration Document.

(2) Excluding held-for-sale assets, IFRS 16 lease liabilities (€2,986 million in 2020) and right-of-use assets (€2,817 million in 2020).

# SPIE

## Business

SPIE is Europe's leading independent provider of multi-technical services in the energy and communication sectors. With 45,500 employees around the world and a strong local presence, the group helps its clients with the design, construction, operation and maintenance of energy-efficient and environmentally friendly facilities.

After the acquisition of SAG in late 2016, SPIE generates 37% of its revenue in France and 36% in Germany and Central Europe.

## 2020

Despite the Covid-19 crisis and after seeing production fall 9.0% on an organic basis in the first half of the year due to strict lockdowns introduced in some of the group's countries, SPIE saw a strong recovery in the second half, with a very limited decline of 1.4% in organic terms. Consolidated revenue totalled €6,642 million in 2020, down 4.7% relative to 2019 including an organic contraction of 5.0%, a 1.3% positive contribution from acquisitions, a 0.1% negative currency effect and a 0.9% negative impact from disposals carried out in 2020. Operating profit was also resilient at €339 million, resulting in an operating margin of 5.1% as opposed to 6.0% in 2019.

2020 brought a decrease in the group's net debt and gearing, due to strong operational cash generation. Free cash flow amounted to €323 million, due in particular to a substantial improvement in the working capital requirement. Net debt<sup>(1)</sup> was €927 million at the end of 2020 (giving leverage<sup>(1)</sup> of 2.4x as opposed to 2.7x at the end of 2019), down €324 million.

**41%**

Green share of SPIE's revenue  
per E.U. taxonomy for sustainable activities

**€323 million**

Free cash flow in 2020

Year of investment

2017

Total amount invested

€201 million

Stake

5.3%



www.spie.com

## Peugeot Invest's investment

Peugeot Invest bought into SPIE in the fourth quarter of 2017, investing €201 million for 5.5% of the equity.

At 31 December 2020, the Peugeot Invest group (via wholly owned subsidiary Peugeot Invest Assets) held 5.3% of SPIE.

The value of the shareholding, for the purposes of Net Asset Value and the consolidated financial statements, is based on the share price at 31 December 2020.

Peugeot Invest Assets, represented by Bertrand Finet, has a seat on SPIE's Board of Directors and is a member of its Nominations and Compensation Committee and Audit Committee.

## OWNERSHIP STRUCTURE

(31/12/2020)



## KEY FIGURES

(in millions of euros)	2019	2020
Revenue	6,927	6,642
Change	3.8%	- 4.7% <sup>(3)</sup>
Operating profit	419	339
Margin	6.0%	5.1%
Net profit attributable to parent company shareholders	151	53
Net margin	2.2%	0.8%
Dividend (€ per share)	0.17	0.44 <sup>(4)</sup>
Equity	1,454	1,534
Net debt <sup>(1)</sup>	1,251	927

(1) Excluding the impact of IFRS 16.

(2) CDPQ stake at 5 February 2021.

(3) Based on 2019 figures adjusted to take into account the contribution of SPIE UK's educational facilities maintenance business. This business had previously been intended for sale, and was presented under discontinued operations in accordance with IFRS 5. However, as part of SPIE UK's reorganisation, the sale was stopped and the business, with a new portfolio of services, was included in continuing operations again.

(4) Proposed to the AGM as of the publication date of Peugeot Invest's Universal Registration Document.



## CIEL

### Business

The CIEL group is a family-owned conglomerate, listed in Mauritius and also operating in Asia and Africa. Since it began its operations in the sugar industry in 1912, the group has diversified into textiles, hospitality, healthcare and finance. It currently has 35,000 employees. The group has been listed on the Official Market of the Stock Exchange of Mauritius since January 2014.

### 2020

Net Asset Value per share fell slightly in 2020 and the investment portfolio was worth MUR14,492 million at 31 December 2020.

### Peugeot Invest's investment

In 2014, Peugeot Invest subscribed to the CIEL group's reserved rights issue for €16 million, giving it a 7.6% stake in the company. The capital increase was intended to fund the group's development in the Indian Ocean and Africa.

At 31 December 2020, Peugeot Invest (via its wholly owned subsidiary Peugeot Invest Assets) held 6.8% of CIEL.

Peugeot Invest Assets is party to a shareholder agreement.

The value of the shareholding, for the purposes of Net Asset Value and the consolidated financial statements, is based on the share price at 31 December 2020.

Sébastien Coquard is a member of CIEL's Board of Directors and Investment Committee.

Year of investment

2014

Total amount invested

€16 million

Stake

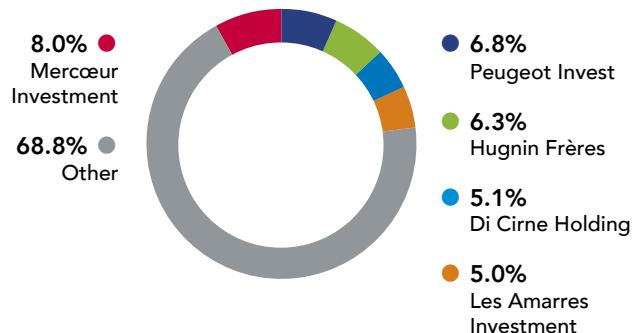
6.8%



[www.cielgroup.com](http://www.cielgroup.com)

### OWNERSHIP STRUCTURE <sup>(1)</sup>

(30/06/2020)



### KEY FIGURES

(en millions de MUR)

	2019	2020
Revenue	24,206	21,923
Operating profit	3,443	3,292
Margin	14.2%	15.0%
Net profit attributable to parent company shareholders	(860)	(1,672)
Net margin	-3.6%	-7.6%
Dividend (MUR per share)	0.21	0.08
Equity	22,131	18,536
Net debt	15,522	16,908

(1) Ownership of ordinary shares at 30 June 2020 (excluding treasury shares).

# TIKEHAU CAPITAL

## Business

Tikehau Capital was founded in 2004 by Antoine Flamarion and Matthieu Chabran, and is an alternative asset management and investment firm with four divisions: private debt, real assets (real estate and infrastructure), private equity and capital market strategies. The firm employs more than 594 people across 12 offices (Paris, London, Amsterdam, Brussels, Luxembourg, Madrid, Milan, Frankfurt, New York, Seoul, Singapore and Tokyo).

Tikehau Capital Advisors (TCA) is the Tikehau Capital group's parent company and owns 100% of the general partner of Tikehau Capital SCA, the group's listed investment vehicle. Peugeot Invest is a shareholder in both entities.

## 2020

The group maintained a firm pace of growth in its asset management business, while significantly improving its profitability. Assets under management totalled €28.5 billion at 31 December 2020, up 11% year-on-year. The asset management business, where assets under management rose to €27.4 billion, posted operating profit of €76 million, an increase of 31% and representing a margin of 37.3% (33.5% in 2019). The investment portfolio generated €134 million of revenue. The company made a net loss attributable to equity holders of the parent of €207 million, including €287 million of losses on derivative instruments relating to hedges put in place during the year.

Equity amounted to €2.8 billion at the end of 2020 and the group has €2.6 billion invested in its own strategies. At end-2020, the group had a gross cash position of €845 million and €1 billion of debt.

Management has confirmed its 2022 guidance. It is aiming for more than €35 billion of assets under management and Fee Related Earnings<sup>(1)</sup> of over €100 million in 2022.

## Peugeot Invest's investment

Peugeot Invest Assets invested €73 million in 2016, and then a further €26 million in 2017, mainly through rights issues, in both Tikehau Capital Advisors and Tikehau Capital. It invested €25 million in Tikehau Capital Advisors in 2019.

Peugeot Invest (via its wholly owned subsidiary Peugeot Invest Assets) is party to a Tikehau Capital Advisors shareholder agreement.

At 31 December 2020, the Peugeot Invest group (via its wholly owned subsidiary Peugeot Invest Assets) owned

Years of investment

2016, 2017, 2019

Total amount invested

€124 million

**TIKEHAU**  
CAPITAL

[www.tikehaucapital.com](http://www.tikehaucapital.com)

6.3% of Tikehau Capital Advisors' equity and 2.3% of Tikehau Capital's equity.

The value of the Tikehau Capital Advisors stake for the purposes of Net Asset Value and the consolidated financial statements is estimated using Peugeot Invest's policies for valuing unlisted assets.

The value of the Tikehau Capital shareholding, for the purposes of Net Asset Value and the consolidated financial statements, is based on the share price at 31 December 2020.

Robert Peugeot is a member of Tikehau Capital Advisors' Board of Directors and chairman of its Governance Committee.

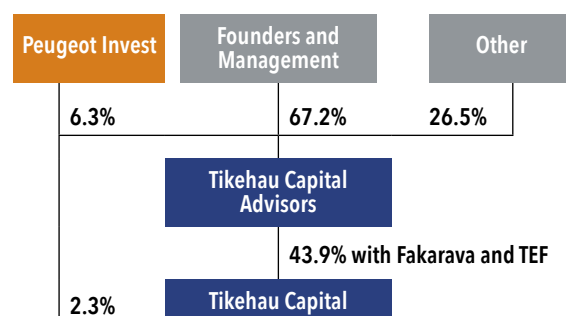
**€28.5 billion**

*of assets under management in 2020 (+11%)*

**€4.2 billion** *of net new money in 2020*

## OWNERSHIP STRUCTURE

(31/12/2020)



## KEY FIGURES

<i>(in millions of euros)</i>	2019	2020
Assets under management (€ billion)	25.8	28.5
Operating profit from asset management activities	58.5	76.4
Margin	33.5%	37.3%
Net profit attributable to parent company shareholders	178.7	-206.6
Dividend (€ per share)	0.5	0.5 <sup>(2)</sup>

(1) Net operating profit from asset management less performance fees and carried interest.

(2) Proposed to the AGM as of the publication date of Peugeot Invest's Universal Registration Document.

## ACTEON

### Business

Acteon is a French medtech company specialising in designing and making high-tech dental and medical devices. It is a leading producer of ultrasound equipment, and also makes imaging equipment. Acteon is a global player with a presence in more than 100 countries around the world.

### 2020

Despite the crisis, Acteon continued to innovate, launching new products such as BLISS (a new generation of manual instruments), Expasyl Exact (a sulcular opening system) and X-mind prime CEPH (a new imaging system).

Michael Rynerson joined Acteon as its new CEO on 1 June 2020.

### Peugeot Invest's investment

Peugeot Invest, via its wholly owned Peugeot Invest Assets subsidiary, invested €15 million in June 2019 as part of Dentressangle Mid & Large Cap's acquisition of Acteon.

The value of Acteon for the purpose of Net Asset Value was estimated using Peugeot Invest's policies for valuing unlisted assets.

Peugeot Invest Assets, represented by Guillaume Falguière, is a member of Acteon's Supervisory Committee.

Year of investment

2019

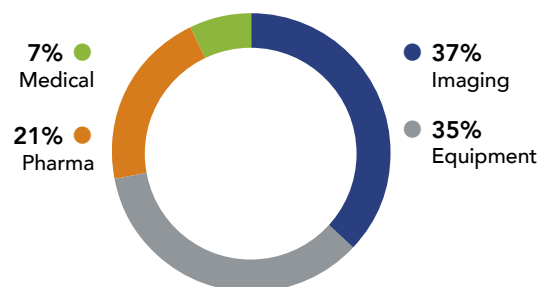
Total amount invested

€15 million



[www.acteongroup.com](http://www.acteongroup.com)

### BREAKDOWN OF REVENUE



# TOTAL EREN

## Business

Total Eren is an independent electricity producer that develops, finances, builds and operates renewable energy facilities internationally. Working with leading local partners, the company is building positions in high-potential markets, in various regions that have major wind or solar resources and are seeing growing energy demand, particularly in Eastern Europe, Central and South Asia, Asia-Pacific, Latin America and Africa.

It has a diverse portfolio of assets (wind, solar and hydro) in operation or under construction, representing gross capacity of more than 3.4 GW at the end of 2020.

The company was founded in 2012 and is controlled by its founders David Corchia and Pâris Mouratoglou.

In December 2017, Total acquired an indirect stake of 23% in Total Eren (now increased to a direct and indirect stake of 30%). The agreement between Total and Total Eren provides that Total may take control of the company after a 5-year period.

## 2020

Despite the Covid-19 crisis, Total Eren continued to develop its projects in 2020, particularly in South America, with a 50 MWp wind farm coming into service in Argentina and the start of construction on wind farms with gross capacity of 160 MWp in Brazil. Total Eren now has a portfolio of assets in operation or under construction with capacity of almost 700 MWp in this region.

Also in 2020, Total Eren continued to expand in Asia, winning contracts for three solar projects in India with total gross capacity of 1,350 MWp and entering the Philippines with two solar projects with total capacity of 135 MWp.

Year of investment  
2015

Total amount invested  
€28 million

Stake  
2.4%



[www.total-eren.com](http://www.total-eren.com)

## Peugeot Invest's investment

In October 2015, Peugeot Invest, via its wholly owned Peugeot Invest Assets subsidiary, committed to invest €28 million as part of Total Eren's €195 million fundraising. The first €14 million tranche of Peugeot Invest's commitment was drawn in 2015 and the second €14 million in May 2017.

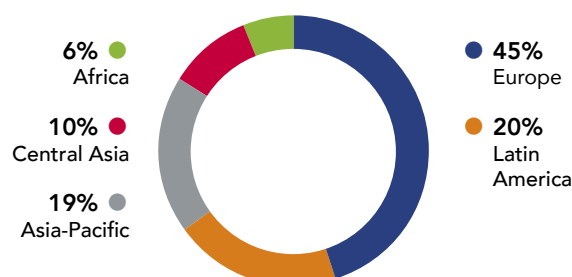
Peugeot Invest Assets is party to a shareholder agreement. Peugeot Invest Assets' investment is via a joint venture with Tikehau Capital called Zéphyr Investissement, which owns 7.0% of Total Eren.

Zéphyr Investissement is 33.8%-owned by Peugeot Invest and 66.2%-owned by Tikehau Capital.

The value of Total Eren for the purpose of Net Asset Value was estimated using Peugeot Invest's policies for valuing unlisted assets. Zéphyr Investissement is accounted for under the equity method in the consolidated financial statements.

Peugeot Invest Assets, represented by Marie Ahmadzadeh, has a non-voting seat on Total Eren's Board of Directors.

## BREAKDOWN OF NET CAPACITY<sup>(1)</sup> (31/12/2020)



(1) Net capacity (in operation or under construction) corresponds to Total Eren's share of each project.

## CHÂTEAU GUIRAUD

Year of investment

2006

Stake

74.9%

CHÂTEAU GUIRAUD

[www.chateauguiraud.com](http://www.chateauguiraud.com)

### Business

Château Guiraud is a maker of Sauternes wine that is designated as “Premier Grand Cru” according to the 1855 classification. The 128-hectare estate contains 103 hectares of vineyards. Production levels vary depending on the vintage, but average 300,000 bottles per year, split between premier cru and deuxième cru Sauternes and “G de Guiraud” dry white wine. Peugeot Invest and its partners are seeking to achieve the very best quality and are developing Château Guiraud’s commercial presence, particularly outside France, to support its wines’ reputation for excellence among leading international connoisseurs. Château Guiraud joined forces with Nicolas Lascombes to open a restaurant in the château’s grounds, and the Chapelle de Guiraud opened in early 2018.

### 2020

Revenue fell to €2.1 million in 2020 from €2.8 million in 2019, a decline of 27%. The decrease was partly due to almost non-existent harvests in the previous two years (because of a frost in 2017 and a hailstorm in 2018), which badly affected the en primeur wine campaigns in 2018 and 2019, sales from which were partly recognised in 2020. Sales of premier cru wines were also affected by the 25% surtax imposed in the United States. Although sales of dry white wines were resilient in 2020, ex-chateau sales of Sauternes were badly affected by the Covid-19 crisis.

### Peugeot Invest’s investment

Peugeot Invest invested in Château Guiraud alongside partners specialising in the wine sector. Together, they set up Financière Guiraud SAS, which in July 2006 acquired 100% of the shares in SCA Château Guiraud.

Peugeot Invest (via its wholly owned subsidiary Peugeot Invest Assets) owns 74.9% of Financière Guiraud SAS.

The value of Financière Guiraud SAS for the purposes of Net Asset Value and the consolidated financial statements is measured using Peugeot Invest’s policies for valuing unlisted assets. Financière Guiraud SAS is fully consolidated in Peugeot Invest’s financial statements.

Peugeot Invest Assets, represented by Robert Peugeot, is chairman of Financière Guiraud SAS and a member of its Supervisory Board.

## LDAP

Year of investment

2013

Total amount invested

\$24 million

Stake

45%

LDAP

[www.lda.fr](http://www.lda.fr)

### Business

Peugeot Invest formed a partnership with the family-owned Louis Dreyfus Armateurs (LDA) group to found LDAP. LDA is a French maritime group that has been operating for more than 160 years in carrying dry bulk by sea and in providing maritime industrial services. LDAP has purchased five new Handysize B-Delta 40 design freighters, an innovative, fuel-efficient model. Most of the vessels were delivered in the second half of 2015. This fleet is managed by LDA, which is in charge of its fit-out and commercial operation.

### Peugeot Invest’s investment

At 31 December 2020, the Peugeot Invest group (via its wholly owned subsidiary Peugeot Invest Assets) held a 45% equity interest in LDAP.

Peugeot Invest has invested \$24 million in LDAP.

The value of LDAP for the purpose of Net Asset Value was estimated using Peugeot Invest’s policies for valuing unlisted assets. LDAP is accounted for under the equity method in the consolidated financial statements.

Peugeot Invest Assets, represented by Bertrand Finet and Sophie Vernier-Reiffers, is a member of LDAP’s Executive Committee.



## IHS

### Business

IHS was founded in 2001 and is one of the world's largest independent owners, managers and operators of telecoms towers. It is a leading player in the EMEA region in terms of the number of towers. The group builds, rents out and manages telecoms towers on its own account and on behalf of third parties. IHS works with leading mobile phone operators in each of its markets and is very well positioned to benefit from strong growth in infrastructure requirements in Africa, the Middle East and Latin America.

### 2020

IHS now manages almost 28,000 towers. Having initially focused on Nigeria, IHS has expanded through acquisitions and now also operates in Cameroon, Ivory Coast, Zambia and Rwanda. In 2019, the company continued to expand outside Africa, completing the acquisition of Zain's portfolio of 1,600 towers in Kuwait, as well as acquiring Cell Site Solutions (CSS) in Brazil, which also operates in Colombia and Peru (2,300 towers). Both of those transactions were completed in February 2020.

Years of investment

2013, 2014, 2016

Total amount invested

\$78 million



[www.ihstowers.com](http://www.ihstowers.com)

### Peugeot Invest's investment

Peugeot Invest has invested \$78 million in IHS through four capital increases. After an initial investment of \$5 million in 2013 alongside the Emerging Capital Partners (ECP) fund, Peugeot Invest invested a further \$10 million in early 2014 then \$60 million in November 2014, including \$50 million alongside Wendel, which is IHS' main shareholder and holds 21.4% of its voting rights.

**\$1.4 billion**  
2020 revenue

## JAB

### Business

JAB Holding is majority-owned by the Reimann family, which holds long-term investments in leading consumer goods companies with strong brands (mass consumer products, food and beverages, and cosmetics, petcare products and services).

In the space of a few years, through a series of acquisitions, the group has become the world's second-largest player in the coffee market (JDE Peet's) and the third-largest non-alcoholic beverage group in the United States (Keurig Dr Pepper). It has also created a network of restaurants and cafés with more than 4,500 points of sale under well-known brands in the United States and Europe (Panera, Pret A Manger etc.). Since 2019, JAB Holding has also been an active player in the petcare market with the acquisitions of Compassion First and National Veterinary Associates, and is now North America's second-largest player in this sector.

### 2020

In 2020, JAB Holding and its subsidiaries undertook some major operational developments, continued to make acquisitions and launched the IPO of JDE Peet's on the stock market.

From an operational point of view, and despite the impact of the Covid-19 crisis on the group's various activities, its business categories remained resilient, showing the relevance of its diversification strategy.

The IPO of JDE Peet's on Euronext Amsterdam was the main event in the first half of 2020. The IPO was completed on 31 May 2020, involving a primary tranche of €805 million and a secondary tranche of €1.8 billion, valuing the company at almost €16 billion. The share price ended the year with a gain of 17%, showing the company's appeal despite its limited free float.

Years of investment  
2017, 2018, 2019, 2020

Total amount committed  
\$450 million

JAB  
HOLDING COMPANY

[www.jabholco.com](http://www.jabholco.com)

**\$28 billion**

*of combined sales for the subsidiaries  
to which Peugeot Invest is exposed*

### Peugeot Invest's investment

Peugeot Invest made a commitment to co-invest \$50 million alongside JAB Holding in December 2016, then a further \$150 million in December 2017, to support its growth strategy in the consumer goods sector. In 2018, Peugeot Invest invested an additional \$130 million to continue supporting the group's expansion strategy in the beverages sector following its acquisition of Dr Pepper Snapple Group. In 2019, Peugeot Invest committed \$100 million to continue supporting the group's upcoming developments in the petcare sector.

In 2020, Peugeot Invest once again reaffirmed its support for JAB Holding, committing to invest a further \$20 million in its restaurants business. That commitment had not been called as of 31 December 2020.

# KEURIG DR PEPPER

## Business

KDP is the result of the 2018 merger between coffee producer Keurig Green Mountain and Dr Pepper Snapple Group. It is North America's third-largest non-alcoholic beverage group. KDP employs almost 27,000 people across North America and has two main business areas: producing and selling refreshing non-alcoholic beverages and roasting and selling coffee, mainly for consumption at home. The group's iconic brands include Dr Pepper, Canada Dry, 7Up, Keurig and Green Mountain.

## 2020

In 2020, KDP once again proved its resilience and agility, relying on the strength and flexibility of its direct distribution network. The group gained market share in more than 90% of its refreshing beverage portfolio and saw a significant increase in coffee consumption, driven the rise of remote working in North America. KDP also entered new categories through new partnerships (Polar Seltzer, Don't Quit!).

## Peugeot Invest's investment

Peugeot Invest has invested several times in Acorn, the KDP group's largest shareholder, through various co-investment funds managed by JAB Holding. In 2020, Acorn Holdings distributed part of its KDP shares to investors, while remaining the group's largest shareholder. As a result, Peugeot Invest received shares in KDP directly, some of which are subject to lock-up agreements.

**\$12 billion**  
*Revenue*

**More than 125 brands**

Years of commitment  
2017, 2018  
Stake  
0.3%



[www.KeurigDrPepper.com](http://www.KeurigDrPepper.com)

1.11

## ARCHIMED

### Business

ArchiMed is an independent investment firm based in Lyon and New York. It was founded in 2014 by 3i's healthcare team and acts as a strategic financial partner for European and American companies in the healthcare sector.

In 2018, ArchiMed launched a new mid-cap investment vehicle called MED Platform I, which aims to accelerate the growth of European and American companies selected primarily because of their potential to expand internationally and take part in sector consolidation. MED Platform I will invest between €50 million and €300 million in each of four to six selected platforms.

At the end of 2020, MED Platform I had invested in Bomi (a leading European provider of specialist contract logistics for medical equipment manufacturers, invested in 2019), Direct Healthcare Group (a leading European provider of specialist hospital equipment for the prevention and treatment of pressure ulcers, invested in late 2019) and NAMSA (a world-leading contract research provider to medical equipment manufacturers, invested in 2020).

MED Platform I is managed by four partners: Denis Ribon, a well-known investor in the healthcare sector and co-founder of ArchiMed in 2014, Antoine Faguer, investor and entrepreneur, and André-Michel Ballester and trained pharmacist Jean-Yves Desmottes, who have both successfully managed and developed several mid-cap companies in the dermatology, cardiology and neurology sectors.

**€1 billion**

*Amount raised by MED Platform I*

**6**

*Number of acquisitions made by Bomi in eight months*

Year of commitment  
2018

Total amount committed  
€80 million, which may be doubled



[www.archimed-group.eu](http://www.archimed-group.eu)

### 2020

ArchiMed closed the fundraising for MED Platform I after reaching its hard cap of €1 billion, making it Europe's largest dedicated healthcare fund. ArchiMed opened an office in New York in 2020, since North America is a strategic market where its invested companies do a large proportion of their business.

In September 2020, ArchiMed took a majority stake in a third company NAMSA, alongside the founding Gorski family. NAMSA is the world leader in its market. The company is a Contract Research Organisation (CRO), offering sophisticated laboratory testing, clinical development and advisory services to companies that make medical equipment (MedTech). The two other platforms also completed several acquisitions, which is a core component of MED Platform I's strategy (six acquisitions for Bomi between May 2020 and January 2021 and four for DHG in 2020).

### Peugeot Invest's investment

In 2018, Peugeot Invest committed to invest up to €80 million, with the potential to double its exposure to companies of its choosing, taking its maximum commitment to €160 million.

## AMAWATERWAYS

AmaWaterways is a family-controlled company that has been organising luxury river cruises, mainly in Europe and for English-speaking holidaymakers, since 2002. AmaWaterways operates 25 vessels that sail on the Danube, Rhine, Moselle, Main, Rhône, Seine and Garonne rivers, along with waterways in Belgium and the Netherlands, the Douro, the Mekong in Southeast Asia and the Chobe in Africa.

Investment date  
2017

Amount invested  
\$25 million

Partner  
Certares



## CAPSA

Capsa Healthcare is a leading US producer of medical equipment, serving healthcare providers such as hospitals, clinics, nursing homes and pharmacies. The company designs, produces and sells medication carts (with or without mobile IT hardware), sterile preparation workstations and automated drug management systems. Capsa is the result of a series of acquisitions carried out by its management since 2008, with the support of an American family and then Levine Leichtman Capital Partners.

Investment date  
2017

Amount invested  
\$17 million

Partner  
Levine Leichtman Capital Partners



## ENTORIA

Entoria (formerly Ciprès Assurances), founded in 2000, is now France's second-largest wholesale insurance broker and 15th largest insurance broker overall. The group designs and manages life/health and property/casualty insurance solutions for entrepreneurs and SMEs. Its solutions are distributed by a network of 9,000 independent brokers across France.

After acquiring Axelliance Groupe in 2018, Entoria has stepped up its development, expanding both its offer in property/casualty, and its presence across France.

Investment date  
2017

Amount invested  
€15 million

Partner  
Apax Partners



## LINEAGE

Lineage is the world's leading specialist cold chain logistics group serving the food industry, including for producers, wholesalers and mass retailers. Its services extend beyond deep freeze storage and include value-added services including deep freezing, repackaging, outsourced order management and logistics. Lineage is one of the industry's two main consolidators, with almost 50 acquisitions since 2008. After numerous acquisitions in 2020, the company now operates more than 338 sites in 15 countries around the world (in the United States, Europe, Latin America and Asia). Lineage generated around \$2.8 billion of revenue in 2020. Around a third of US food production passes through a Lineage warehouse before reaching the consumers.

Investment dates  
2017, 2019, 2020

Amount invested  
\$65 million

Distributions  
\$85 million

Partner  
BayGrove





## ASMODEE

Asmodee, founded in 1995, produces and distributes board games and collectible cards. It is a world leader in its sector, with a presence in Europe, North America and China and almost 1,500 employees. Asmodee has a catalogue of 3,000 games and launches almost 300 new games each year. In 2020, Asmodee generated proforma revenue of €740 million, up 20% year-on-year, of which more than 80% came from outside France.

Investment dates  
2018, 2019

Amount invested  
€22 million

Partner  
PAI Partners



## BIG BOTTLING COMPANY

Big Bottling Company produces and distributes carbonated and non-alcoholic beverages in Nigeria. Its main product is BIG (cola, lemon and orange flavours). The company was created when the AJE group – one of the largest multinationals in the beverages sector with a presence in more than 20 countries in South America, Africa and Asia – spun off its Nigerian division.

Big Bottling Company directly employs 250 people at its plant near Lagos and its target production volume is around 40 million cases per year.

Investment date  
2018

Amount invested  
\$10 million

Partner  
IDI Emerging Markets SA



## TRANSACT

Transact develops software solutions for payment applications as well as access and point-of-sale management applications for American universities. The company offers an integrated platform that allows universities to simplify the collection of tuition fees and campus payments, but also to manage all student privileges and access rights using their ID cards or smartphones (sports facilities, canteens, class attendance, etc.).

With more than 1,300 campuses in the United States, Transact serves 12 million students and facilitates more than \$45 billion of transactions each year.

Investment date  
2019

Amount invested  
\$15 million

Partner  
Reverence Capital Partners



## THE LIAN

The Lian, founded in 2009, is a Chinese "Tmall Partner" (or "TP") that helps international beauty brands to grow in the Chinese e-commerce market, particularly via Tmall. The Lian offers a turnkey service (online store management, customer service, logistics, marketing), allowing brands with little or no presence in China to enter this fast-growing market, particularly via official stores on Tmall or other platforms (JD.com, VIPShop, Little Red Book).

Investment dates  
2019, 2020

Amount invested  
\$15 million

Partner  
Crescent Point



## LIVSPACE

LivSpace, which was founded in 2015, is an Indian start-up that is a leading platform for turnkey interior design. The company is completely reorganising the value chain in the interiors market by digitising it, while also standardising and automating processes, leading to major productivity gains. LivSpace operates in 12 cities in India and in Singapore.

Investment date  
2020

Amount invested  
\$15 million

Partner  
Venturi



## POLYPLUS

Polyplus was founded in Strasbourg in 2001 and is the world's leading supplier of transfection reagents, which are consumables used in the production of cell and gene therapies. The company is world-renowned because of the pioneering role played by its main founder, Professor Jean-Paul Behr, in developing a polymer-based reagent – polyethylenimine or PEI – used in transfection.

Polyplus is now the leading supplier to most pharmaceutical groups operating in gene therapy, in the research, clinical trial and marketing stages.

Investment date  
2020

Amount invested  
€17 million  
(+ €8 million committed  
for future acquisitions)

Partners  
Archimed  
Warburg Pincus



## JIANKE

Jianke, founded in 2007, is a Chinese company that has developed an online pharmacy service and has since 2018 been offering telemedicine services. With Jianke's telemedicine platform, doctors can monitor patients suffering from chronic diseases digitally, and patients can renew their prescriptions and have them delivered directly to their homes.

Investment date  
2020

Amount invested  
\$15 million

Partner  
Crescent Point



## PRIVATE EQUITY VEHICLES

IDI<sup>(1)</sup>

## Business

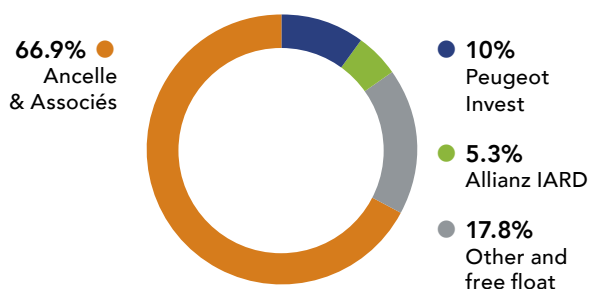
IDI is an investment company that has been listed since 1991. IDI invests on its own account and on behalf of third parties, with activities including buyouts and development capital in France, mainly via its parent company (proprietary investments), as well as funds of funds and development capital in emerging countries via IDI Emerging Markets (third-party funds).

## 2020

IDI's Net Asset Value fell by 5.98% in the first nine months of 2020. That limited decline was caused mainly by the impact of the Covid-19 pandemic on IDI's assets, and followed four years in which NAV rose sharply. Despite the pandemic, IDI had a busy year, making three investments (CDS Groupe, Voip Telecom and Groupe Sarbacane) and one divestment (HEA Expertise).

## OWNERSHIP STRUCTURE

(31/12/2020)



## PRIVATE EQUITY FUNDS

At 31 December 2020, Peugeot Invest had €424 million invested in private equity vehicles, representing 12.6% of the Gross Asset Value of Investment Assets and 7.6% of Peugeot Invest's Gross Asset Value.

Peugeot Invest has been making commitments to private equity vehicles since 2002. This asset class allows Peugeot Invest to invest in a large number of companies and business sectors, taking a long-term approach. It also gives Peugeot Invest exposure to sectors and geographical zones that would be hard for it to access directly.

Year of investment  
2006

Amount invested  
€25.7 million

idi

www.idi.fr

## Peugeot Invest's investment

In 2006, following the merger between IDI, Euridi and Marco Polo Investissements, Peugeot Invest owned 5.0% of IDI. In 2007, Peugeot Invest increased its stake by investing €15.5 million as part of a capital increase.

At 31 December 2020, Peugeot Invest (via its wholly owned subsidiary Peugeot Invest Assets) held 10.1% of IDI.

The value of the shareholding, for the purposes of Net Asset Value and the consolidated financial statements, is based on the share price at 31 December 2020.

Peugeot Invest Assets, represented by Sébastien Coquard, is vice-chairman of IDI's Supervisory Board and a member of its Audit Committee.

On 19 February 2021, Peugeot Invest sold all of its stake for €27 million. As a result, Peugeot Invest resigned from its role as a member of IDI's Supervisory Board.

## KEY FIGURES

(in millions of euros)	30/06/2020
Net Asset Value per share <sup>(2)</sup>	€59.70
First-half net loss	-€25.5 million

Peugeot Invest's portfolio consists mostly of buyout (LBO) and technology growth capital funds, which invest in Europe, the United States, Asia and emerging-market countries with IDI Emerging Markets.

Since 2014, the aim has been for the portfolio to have geographical exposure to the following three regions: North America (45-50%), Europe (35-40%) and Asia/emerging markets (15-20%). Alongside the main strategy in this asset class, which is to support LBO and technology growth capital teams in the three regions concerned, Peugeot Invest also invests in impact funds as part of its ESG policy. Peugeot Invest makes co-investments alongside certain funds.

(1) Peugeot Invest sold all of its stake in IDI on 19 February 2021.

(2) NAV attributable to the limited partners, taking into account potential dilution from the bonus share plan of 30 December 2016.

2020 was a busy year in terms of private equity commitments. Peugeot Invest made a large number of commitments through existing partners to which it provides long-term support and with which it has developed trusted relationships. In 2020, Peugeot Invest made ten new commitments totalling almost €106 million, including €70 million to LBO funds, €25 million to technology growth capital funds and €11 million to impact funds.

In the USA, Peugeot Invest committed \$15 million to Consonance Private Equity II, \$15 million to Incline Equity Partners V, \$12 million to Insight Venture Partners XI, \$18 million to KV Private Investors and \$20 million to Webster Equity Partners V.

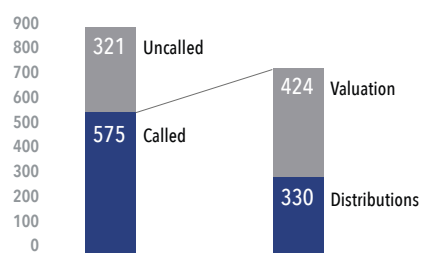
In Europe, Peugeot Invest committed €15 million to French LBO fund Montefiore Investment V. It also committed €15 million to European technology growth capital fund Summit Partners Europe III. Peugeot Invest also continued its ESG policy, particularly by subscribing to impact funds: €3 million each to French impact funds Impact Croissance IV and Alpha Diamant IV, and €5 million to the European impact fund Good Harvest Ventures I.

In 2020, calls for funds amounted to €106 million. Funds carried out a number of disposals, leading to distributions of around €40 million during the year.

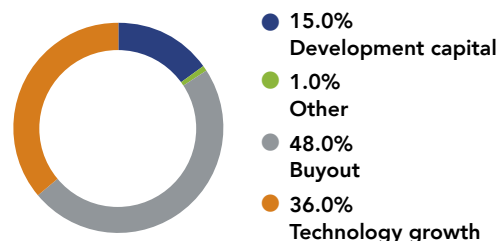
Commitments made	Amount	Strategy	Region	New relationships
Consonance Private Equity II	\$15 million	Buyout	United States	•
Incline Equity Partners V	\$15 million	Buyout	United States	•
Insight Venture Partners XI	\$12 million	Technology growth capital	United States	
KV Private Investors	\$18 million	Technology growth capital	United States	
Webster Equity Partners V	\$20 million	Buyout	United States	
Montefiore Investment V	€15 million	Buyout	France	
Summit Partners Europe III	€15 million	Technology growth capital	Europe	
Impact Croissance IV	€3 million	Impact	France	
Alpha Diamant IV	€3 million	Impact	France	
Good Harvest Ventures I	€5 million	Impact	Europe	•

#### PRIVATE EQUITY - KEY FIGURES

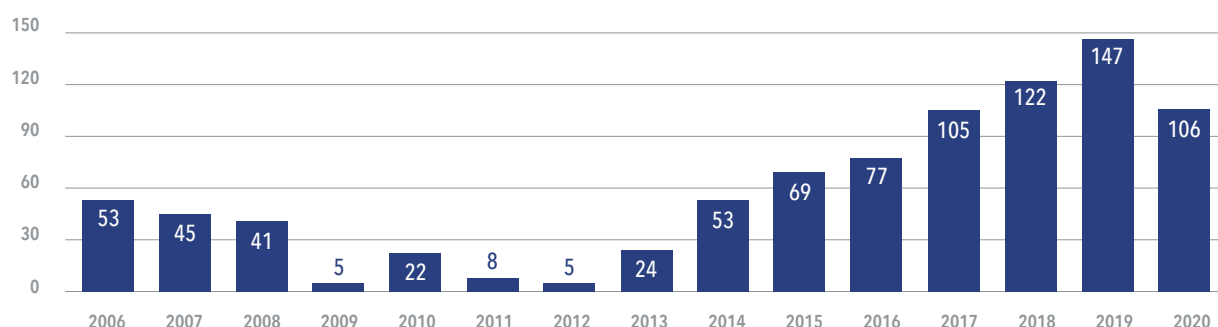
(in millions of euros)



#### EXPOSURE <sup>(1)(2)</sup> BY TYPE OF FUND



#### NEW COMMITMENTS (in millions of euros)



(1) When calculating Net Asset Value, Peugeot Invest values funds at their reported realisable value. For the large majority of funds, that value is calculated using rules established by the International Private Equity & Venture Capital Valuation Board.

In Peugeot Invest's consolidated financial statements, the total called and uncalled capital commitments are disclosed in the balance sheet.

(2) Exposure represents the total value plus uncalled capital commitments.

## REAL ESTATE

# IMMOBILIÈRE DASSAULT

## Business

Immobilière Dassault is an SIIC (French listed real-estate investment company) that has a portfolio of high-quality properties, mainly located in the centre and inner suburbs of Paris.

## 2020

Immobilière Dassault is continuing its policy of expanding and enhancing the value of its property portfolio over the medium to long term, mainly focusing on office buildings and other high-quality assets. Its strategy aims to enhance the value of its core properties over the long term, and to achieve medium-term returns on its non-core assets.

In 2020, rental income fell 3.2% year-on-year, mainly due to the negative impact of Covid-19. The occupancy rate was 90.7% at 31 December 2020, compared with 91.7% at 31 December 2019. Three properties are intentionally being kept vacant so that they can be redeveloped.

The total value of the company's portfolio (excluding transfer duties) was €816.6 million at 31 December 2020 as opposed to €714.3 million at 31 December 2019. This increase positively impacted operating profit by €100.2 million. Net profit totalled €110.8 million. Management will propose an ordinary dividend of €1 per share to shareholders in the AGM.

## Peugeot Invest's investment

In the first half of 2006, Peugeot Invest and the Dassault family decided to transfer part of their real-estate assets to Immobilière Dassault.

Peugeot Invest Assets owns 19.8% of Immobilière Dassault.

The value of the shareholding, for the purposes of Net Asset Value and the consolidated financial statements, is based on the share price at 31 December 2020.

Peugeot Invest Assets, represented by Christian Peugeot, is a member of Immobilière Dassault's Supervisory Board.

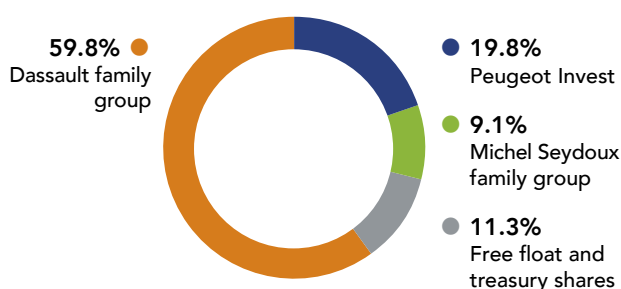
Stake  
19.8%



[www.immobiliere-dassault.com](http://www.immobiliere-dassault.com)

## OWNERSHIP STRUCTURE

(31/12/2020)



## KEY FIGURES

(in millions of euros)

	2019	2020
Appraisal value of the real-estate portfolio	714	817
Net Asset Value per share (€)	63	78
Net profit	44	111
Dividend (€ per share)	1.24	1.0 <sup>(1)</sup>

(1) Proposed to the AGM.



# SIGNA PRIME SELECTION

## Business

SIGNA Prime Selection was founded in 2010 by Austrian entrepreneur René Benko and is based in Austria. It is a private real-estate company specialising in commercial and office properties, mainly in German-speaking Europe but with a small presence in Northern Italy.

SIGNA Prime Selection's strategy is to make long-term investments in high-quality properties in prime city-centre locations, some of which offer substantial value enhancement potential. The company is controlled by SIGNA Holding GmbH, an Austrian group whose operations include real estate and retail (including department store chains Karstadt and Kaufhof).

At 31 December 2020, SIGNA Prime Selection had almost €15 billion of assets, including iconic buildings such as department stores (KaDeWe in Berlin and Oberpollinger in Munich), the Alte Akademie in Munich and the Park Hyatt hotel in Vienna.

## 2020

In 2020, despite the impact of the Covid-19 crisis, the rent collection rate was very satisfactory because of the quality of SIGNA Prime Selection's tenants. However, Galeria Karstadt Kaufhof had to close its German subsidiaries temporarily because of Covid-related restrictions. Galeria Karstadt Kaufhof underwent a safeguard procedure that was completed in September, allowing the group to emerge with a healthier balance sheet.

SIGNA Prime Selection also saw several major operational developments in 2020. It completed the acquisition of the Globus real-estate portfolio in Switzerland, made up of eight trophy assets, and of the Hotel Bauer in Venice. The company also continued to grow its existing portfolio, for example through the refurbishment of the Alte Akademie in Munich, the construction of the Elbtower in Hamburg and the transformation of Hermannplatz in Berlin.

Year of investment  
2019

Amount invested  
€211 million

Stake  
5.0%

 **SIGNA**  
PRIME SELECTION

[www.signa.at](http://www.signa.at)

**+35%**

*Average growth in Gross Asset Value  
between 2010 and 2020*

## Peugeot Invest's investment

In June 2019, Peugeot Invest (via its wholly owned subsidiary Peugeot Invest UK Ltd) acquired a 5% stake in SIGNA Prime Selection for €186 million. The stake was purchased from SIGNA Holding GmbH, SIGNA Prime Selection's majority shareholder. In September 2019, when the group carried out its capital increase, Peugeot Invest took up its entitlement, investing a further €25 million.

Peugeot Invest UK Ltd, represented by Robert Peugeot, is a member of SIGNA Prime Selection's supervisory board and investment committee.

1.11

## OTHER REAL-ESTATE ASSETS

### Strategy

Peugeot Invest invests in value-enhancing real-estate and property development projects via real-estate firms, real-estate funds and co-investments alongside trusted partners with a strong track record.

Since 2015, Peugeot Invest has joined forces with several European families to make occasional co-investments in real-estate projects in the United States. Projects are put together and managed by a team of US professionals within ELV Associates, which was founded in 1991. Projects mainly involve residential property development, but also include office and retail properties.

Since 2015, Peugeot Invest has also committed €70 million to French and European real-estate funds with value-enhancing or development strategies: White Stone VI and White Stone VII managed by LBO France, Tikehau Real Estate Opportunity (TREO) managed by Tikehau, and the low carbon fund Icawood, managed by Icamap.

Peugeot Invest also invested €18.8 million alongside LBO France and other family investors in the OPCI Lapillus II real-estate fund, which has acquired the Tour Marchand in the business district of La Défense and the Grand Angle building in Saint-Denis. Peugeot Invest Assets is represented on the OPCI's Board of Directors by Sébastien Coquard.

### 2020

Peugeot Invest maintained its partnership with ELV, investing a further \$15.2 million in five real-estate projects in Boston, Atlanta, Nashville and Annandale. Peugeot Invest benefited from the sale of five projects for a total amount of €18.6 million.

Peugeot Invest also invested €25 million in the Arboretum campus development project alongside the Icawood fund, BNP Paribas and WO2. Arboretum is a 126,000 m<sup>2</sup> low-carbon office and services campus, built using timber-frame construction and located in the La Défense area. It will be surrounded by 25 hectares of parkland and is located on the banks of the Seine. It will provide a wide range of interior and exterior workspaces, seven organic restaurants, a conference centre and services such as a 2,000 m<sup>2</sup> sports centre. The project is scheduled for completion in December 2022.

Finally, Peugeot Invest invested €15 million alongside real-estate fund White Stone VII in a project arising from the partnership between LBO France and Colonies, one of Europe's leading players in the co-living market. Co-living is a concept that originated in the United States and is a cross between living in shared accommodation and living in a hotel. Several people live in a home in which they have both their own private spaces and large communal areas where they can benefit from a wide variety of services (sports facilities, cinema, spa, etc.) and shared facilities (cleaning, WiFi, laundry, etc.). Peugeot Invest's investment is intended to fund the acquisition of around 100 houses in the next two to three years, which will be redeveloped and refurbished before being operated by Colonies under long-term leases.

	Since 2015	<b>Total commitment</b> \$90.4 million <b>Market</b> United States <b>Strategy</b> Property development / Value-enhancing
<b>OPCI Lapillus II</b> 	Since 2016	<b>Total commitment</b> €20.5 million <b>Market</b> France <b>Strategy</b> Core+ co-investment / Value-enhancing
<b>White Stone VI</b> 	Commitment in 2015	<b>Total commitment</b> €10 million <b>Market</b> France <b>Strategy</b> Value-enhancing real-estate fund
<b>White Stone VII</b> 	Commitment in 2018	<b>Total commitment</b> €15 million <b>Market</b> France <b>Strategy</b> Value-enhancing real-estate fund
 <b>Tikehau Real Estate Opportunity (TREO)</b>	Commitment in 2019	<b>Total commitment</b> €20 million <b>Market</b> Europe <b>Strategy</b> Value-enhancing real-estate fund
	Commitment in 2019	<b>Total commitment</b> €25 million <b>Market</b> France <b>Strategy</b> Real-estate development fund
	Commitment in 2020	<b>Total commitment</b> €25 million <b>Market</b> France <b>Strategy</b> Co-investment Real-estate development
	Commitment in 2020	<b>Total commitment</b> €15 million <b>Market</b> France / Europe <b>Strategy</b> Value-enhancing co-investment





# 2

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## Corporate governance

<b>2.1</b>	Directorships and offices held by corporate officers .....	65
<b>2.2</b>	Composition of the Board of Directors at 31 December 2020 .....	74
<b>2.3</b>	Operating procedures of the Board of Directors and Board Committees .....	76
<b>2.4</b>	Roles of the Chairman and of the Chief Executive Officer .....	82
<b>2.5</b>	Mandatory declarations concerning corporate officers .....	83
<b>2.6</b>	Disclosures concerning agreements covered by Article L. 225-37-4(2) of the French Commercial Code .....	84
<b>2.7</b>	Application of the Afep-Medef Code's “comply or explain” rule .....	84
<b>2.8</b>	Corporate governance-related excerpts from the Articles of Association .....	85
<b>2.9</b>	Peugeot Invest's Rules of Procedure and Stock Market Code of Ethics .....	86
<b>2.10</b>	Corporate officers' remuneration .....	95
<b>2.11</b>	Statutory Auditors' report on the corporate governance .....	115



This chapter is part of the corporate governance report required by Articles L. 225-37 and L. 22-10-10 of the French Commercial Code and reviewed by the Board of Directors at its meeting on 24 March 2021. It covers the composition of the Board of Directors, the preparation and organisation of the work of the Board and the Board Committees, the powers of executive management, the principles and rules laid down to determine the remuneration and benefits of any kind allocated to the corporate officers and the application by the Company of the Corporate governance code to which it refers.

The Afep-Medef Corporate Governance Code of Listed Corporations (hereinafter “the Afep-Medef Code”) is the code to which the Company referred when preparing this report and which it actually applies. This code, which was revised in January 2020, is available at: <https://www.medef.com/fr/content/code-afep-medef-revise-de-gouvernement-dentreprise-des-societes-cotees-janvier-2020>. Pursuant to Article L. 22-10-10 of the French Commercial Code, any provisions of the aforementioned Code that were not observed and any reasons for such non-compliance are stated in this report.



## 2.1 Directorships and offices held by corporate officers

### CORPORATE OFFICERS AT 31 DECEMBER 2020

**Robert PEUGEOT** Born 25 April 1950. French national.



**Chairman**  
**Chairman of the Investments and Shareholdings Committee**

Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**9,682 shares**

Date of first appointment to the Board of Directors:  
**28 June 1979**

Year in which current directorship expires:  
**2021**

Business address:  
**66, avenue Charles-de-Gaulle 92200 Neuilly-sur-Seine**

Current appointments		Position
Peugeot Invest UK Ltd.	<b>G</b>	Director
F&P		Chairman
Établissements Peugeot Frères	<b>G</b>	Director
Peugeot 1810	<b>G</b>	Permanent representative of Peugeot Invest on the Board of Directors
Faurecia	*	Director
Peugeot SA <sup>(1)</sup>	*	Permanent representative of Peugeot Invest on the Supervisory Board
Sofina	*	Director
Safran	*	Permanent representative of F&P on the Board of Directors
Tikehau Capital Advisors		Director
Sicav Armène 2	<b>G</b>	Permanent representative of Maillot II on the Board of Directors
SC Rodom		Managing Director
SARL CHP Gestion		Managing Director
Soparexo		Supervisory Board member
SIGNA Prime Selection		Supervisory Board member

#### Management experience:

After graduating from Ecole Centrale de Paris and Insead, Robert Peugeot held various positions of responsibility within the PSA Group. From 1998 to 2007, as a member of the group's Executive Committee, he was in charge of innovation & quality. He represented Peugeot Invest on the Supervisory Board of Peugeot SA until Peugeot SA merged with Fiat Chrysler Automobiles. Since then, he has served as Vice-Chairman and Director of Stellantis, the new entity formed through the merger. He has led Peugeot Invest's development since December 2002. Since 1 November 2018, he has also sat on France's High Committee for Corporate Governance (HCGE). After serving as Chief Executive Officer from 2002 onwards, he now chairs the Board.

#### Appointments held in the past five financial years but now ended:

Director of Imerys, Director of Holding Reinier, permanent representative of Peugeot Invest on the Board of Directors of Sanef, Supervisory Board member of Hermès International, Director of DKSH, permanent representative of Peugeot 1810 on the Board of Directors of Sicav Armène, Chairman and CEO of Peugeot Invest, Peugeot Invest's permanent representative as Chairman of Peugeot Invest Assets, permanent representative of Peugeot Invest Assets, Chairman of Financière Guiraud SAS and Supervisory Board member, permanent representative of Peugeot 1810 on the Board of Directors of Sicav Armène 2, Supervisory Board member of ACE Management.

(1) Robert Peugeot's appointment as Peugeot Invest's permanent representative on Peugeot SA's Supervisory Board came to an end on 16 January 2021 as a result of the merger of Peugeot SA with Fiat Chrysler Automobiles. At the same time, Robert Peugeot was named Vice-Chairman and Director of Stellantis, the combined entity formed through the merger.

\* Listed company. **G** Company belonging to the same group as Peugeot Invest.

**Jean-Philippe PEUGEOT**

Born 7 May 1953. French national.



**Director and Vice-Chairman**  
**Member of the Governance,**  
**Appointments**  
**and Remuneration Committee**  
**Member of the Investments**  
**and Shareholdings Committee**

Number of Peugeot  
Invest shares held in  
a personal account at  
31 December 2020:  
**10 shares**

Date of first appointment  
to the Board of Directors:  
**28 June 1979**

Year in which current  
directorship expires:  
**2023**

Business address:  
**66, avenue**  
**Charles-de-Gaulle**  
**92200 Neuilly-sur-Seine**

Current appointments		Position
Établissements Peugeot Frères	<b>G</b>	Chairman and Chief Executive Officer
Groupe PSP	<b>G</b>	Director
Peugeot Frères Entrepreneuriat	<b>G</b>	Chairman
Peugeot 1810	<b>G</b>	Permanent representative of Établissements Peugeot Frères on the Board of Directors
Sicav Armène 2		Chairman and Chief Executive Officer
Jamwa		Managing Director
Cojip		Managing Director

**Management experience:**

Jean-Philippe Peugeot is an ISG business school graduate. He has spent his entire career with Automobiles Peugeot, managing a commercial subsidiary of Automobiles Peugeot for eight years and Peugeot Parc Alliance for four years.

**Appointments held in the past five financial years but now ended:**

Director of Innoveox, permanent representative of Peugeot Invest Assets on the Executive Committee of LDAP, Supervisory Board member of Immobilière Dassault, Chairman and Chief Executive Officer of Sicav Armène, Chairman of Peugeot Frères Industrie, Managing Director of Peugeot 1810 and Chairman and Chief Executive Officer of Groupe PSP.

**Marie-Hélène PEUGEOT-RONCORONI**

Born 17 November 1960. French national.



**Director and Vice-Chairwoman**  
**Member of the Governance,**  
**Appointments and**  
**Remuneration Committee**  
**Member of the Investments**  
**and Shareholdings Committee**

Number of Peugeot  
Invest shares held in  
a personal account at  
31 December 2020:  
**10 shares**

Date of first appointment  
to the Board of Directors:  
**19 December 2002**

Year in which current  
directorship expires:  
**2022**

Business address:  
**66, avenue**  
**Charles-de-Gaulle**  
**92200 Neuilly-sur-Seine**

Current appointments		Position
Établissements Peugeot Frères	<b>G</b>	Director and Deputy Chief Executive Officer
Peugeot 1810	<b>G</b>	Director
Peugeot SA	*	Permanent representative of Établissements Peugeot Frères on the Supervisory Board and Vice-Chairwoman
LISI	*	Director
Sapar		Director and Chairwoman of the Board of Directors
PSA Foundation		Director and Vice-Chairwoman of the Board of Directors
Esso SAF	*	Director
Sicav Armène 2	<b>G</b>	Director
Saint-Co SAS		Chairwoman
Peugeot family endowment fund	<b>G</b>	Director

**Management experience:**

Marie-Hélène Peugeot-Roncoroni is an IEP Paris (Institute of Political Studies) graduate. She began her career in an international audit firm before taking on responsibilities in the PSA Group's finance, and industrial and human relations divisions. Until the merger of Peugeot SA with Fiat Chrysler Automobiles, she was the permanent representative of Établissements Peugeot Frères on the Supervisory Board of Peugeot SA, on which she served as Vice-Chairwoman and a member of the Asia Business Development Committee and of the Governance, Appointments and Remuneration Committee.

**Appointments held in the past five financial years but now ended:**

Director of Assurances Mutuelles de France,  
 Director of Institut Diderot, Deputy Chief Executive Officer of Sapar, Director of Sicav Armène.

\* Listed company. **G** Company belonging to the same group as Peugeot Invest.

**Sophie BANZET-BÉRETS** Born 22 July 1986. French national.



**Director**

Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**10 shares**

Date of first appointment to the Board of Directors:  
**19 May 2020**

Year in which current directorship expires:  
**2024**

Personal address:  
**Sievertstrasse 14  
22607 Hamburg  
(Germany)**

**Current**

**appointments**

**Position**

None.

#### **Management experience:**

An aerospace engineer by training, Sophie Banzet-Bérêts is an ESTACA graduate and holds a master's degree in engineering and management from HEC/Supaero. After gaining some initial experience in the automotive and aerospace sectors, she began her career with Airbus in Toulouse working on the A350 programme. She then held various A320-related industrial strategy and operational responsibilities in Hamburg. She is currently in charge of interior fittings on an A321 manufacturing line.

#### **Appointments held in the past five financial years but now ended:**

None.

**Georges CHODRON de COURCEL** Born 20 May 1950. French national.



**Director <sup>(1)</sup>**

**Member of the Investments and Shareholdings Committee <sup>(1)</sup>**

Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**20 shares**

Date of first appointment to the Board of Directors:  
**2 June 2005**

Year in which current directorship expires:  
**2022 <sup>(1)</sup>**

Business address:  
**32, rue de Monceau  
75008 Paris**

**2.1**

**Current**

**appointments**

**Position**

GCC Associés SAS

Chairman

SGLRI (Scor Global Life Reinsurance Ireland)

Director

#### **Management experience:**

Georges Chodron de Courcel is an École Centrale de Paris engineering science school graduate and holds a degree in economic science. In 1972, he joined BNP where he held various positions in the finance department. Following the merger with Paribas, he was head of BNP Paribas Corporate and Investment Banking, then Chief Operating Officer of BNP Paribas from June 2003 until June 2014.

#### **Appointments held in the past five financial years but now ended:**

Director of Erbé SA (Belgium), Supervisory Board member of Lagardère SCA, Chairman of the Board of Directors of Nexans SA, Director of SCOR Holding (Switzerland) AG, Director of SCOR Global Life Rückversicherung Schweiz AG, Director of SCOR Switzerland AG.

(1) Georges Chodron de Courcel's term in office as a Director and his duties as a member of the Investments and Shareholdings Committee came to an end at the close of the Annual General Meeting of 31 March 2021. He was appointed by the Board of Directors as a non-voting Board observer on the same date.

**Luce GENDRY** Born 8 July 1949. French national.



**Director**  
**Chairwoman of the Finance and Audit Committee**  
**Member of the Governance, Appointments and Remuneration Committee**

Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**10 shares**

Date of first appointment to the Board of Directors:  
**9 June 2010**

Year in which current directorship expires:  
**2021**

Business address:  
**Rothschild**  
**23 bis, avenue de Messine**  
**75008 Paris**

Current appointments	Position
IDI	* Chairwoman of the Supervisory Board
Sucres et Denrées	Supervisory Board member
Rothschild Martin Maurel	Supervisory Board member
Béro SAS	Vice-Chairwoman
Nexity	* Director

#### Management experience:

An HEC graduate, Luce Gendry was Chief Financial Officer of the Générale Occidentale group, then of Bolloré, before joining Rothschild in 1993. As managing partner of the bank until 2011, she specialised in M&A consulting and participated in numerous financial transactions both in and outside France.

#### Appointments held in the past five financial years but now ended:

Director and Vice-Chairwoman of SFR Group (formerly Numéricable), Chairwoman of Cavamont Holdings Ltd.

**Anne LANGE** Born 22 May 1968. French national.



**Director**  
**Member of the Investments and Shareholdings Committee**  
**Member of the Finance and Audit Committee**

Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**100 shares**

Date of first appointment to the Board of Directors:  
**17 May 2018**

Year in which current directorship expires:  
**2022**

Business address:  
**66, avenue**  
**Charles-de-Gaulle**  
**92200 Neuilly-sur-Seine**

Current appointments	Position
Pernod Ricard	* Director
Orange	* Director
Inditex	* Director
Adara	Managing Director

#### Management experience:

Anne Lange is an IEP Paris (Institute of Political Studies) and ENA (elite training school for senior civil servants) graduate. She began her career working for the French prime minister's office where she had responsibility for public broadcasting affairs. She subsequently joined Thomson, the Forum of Internet Rights, then the Cisco group, before jointly founding and serving as CEO of Mentis. She is managing partner of Adara.

#### Appointments held in the past five financial years but now ended:

Chief Executive Officer of Mentis, Director of Imprimerie nationale, Director of Econom Group.

\* Listed company. **G** Company belonging to the same group as Peugeot Invest.

**Dominique NETTER**

Born 31 August 1951. French national.

**Director****Chairwoman of the Governance, Appointments and Remuneration Committee****Member of the Investments and Shareholdings Committee**Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**150 shares**Date of first appointment to the Board of Directors:  
**1 January 2016**Year in which current directorship expires:  
**2022**Personal address:  
**18, rue de l'Assomption  
75016 Paris****Current****appointments****Position**

Primwest

Supervisory Board member

**Management experience:**

Dominique Netter spent most of her career with Edmond de Rothschild France. After serving as Chief Executive Officer, then Chairwoman of Rothschild Asset Management's Executive Board between 2001 and 2007, she became Chief Investment Officer of the private banking unit until October 2015. Previously, she had held executive responsibilities at HSBC CCF Securities (from 1995 to 2001) and investment research firm Détrouat Associés (from 1991 to 1995).

**Appointments held in the past five financial years but now ended:**

Director of Fitch Ratings Inc. (USA), Director of Fitch Ratings Ltd UK, Director of Fitch Ratings CIS Ltd (Russia), Supervisory Board member of Fitch Ratings Italia SpA, Director of Fitch Ratings España, Director of Fitch Ratings Deutschland.

**Armand PEUGEOT**

Born 10 January 1994. French national.

**Director**Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**10 shares**Date of first appointment to the Board of Directors:  
**19 May 2020**Year in which current directorship expires:  
**2024**Business address:  
**66, avenue  
Charles-de-Gaulle  
92200 Neuilly-sur-Seine****2.1****Current appointments****Position**

None.

**Management experience:**

Armand Peugeot is an ESSEC business school graduate. He has worked in advisory services and finance in Paris and in business outsourcing services in Singapore. In 2018, he joined Clipperton, a corporate finance advisory firm specialised in new technologies and innovation, which supports high-growth companies with capital-raising, mergers & acquisitions and LBOs. Armand Peugeot has been involved in the sale of businesses to international groups, including in the retail, 3D printing and internet of things sectors.

**Appointments held in the past five financial years but now ended:**

None.

★ Listed company. G Company belonging to the same group as Peugeot Invest.

**Christian PEUGEOT** Born 9 July 1953. French national.

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

Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**1,010 shares**

Date of first appointment to the Board of Directors:  
**28 June 1979**

Year in which current directorship expires:  
**2021**

Business address:  
**66, avenue Charles-de-Gaulle  
 92200 Neuilly-sur-Seine**

Current appointments	Position
LISI	Permanent representative of Peugeot Invest Assets on the Board of Directors *
Compagnie industrielle de Delle (CID)	Director
Établissements Peugeot Frères	G Director and Vice-Chairman of the Board of Directors
Groupe PSP	G Chairman and Chief Executive Officer
Union des fabricants (Unifab)	Chairman
SARL BP Gestion	Managing Director
Société immobilière La Roche	Managing Director
Immobilière Dassault	Permanent representative of Peugeot Invest Assets on the Supervisory Board *
Peugeot Frères Industrie	G Chairman

#### Management experience:

Christian Peugeot is an HEC business school graduate. He has spent his entire career with the PSA Group where he has held various sales and marketing responsibilities, was Director of Public Affairs and, most recently, External Relations Officer. From January 2016 until March 2020, he served as Chairman of the French automobile manufacturers association (CCFA).

#### Appointments held in the past five financial years but now ended:

Managing Director of SARL RP Investissements, permanent representative of Peugeot Invest Assets on the Board of Directors of SEB SA, Director of LISI, Chairman of Auto Moto Cycle Promotion, Chairman of the International Organization of Motor Vehicle Manufacturers (OICA), Chairman of the CCFA (French automobile manufacturers association), Director of UTAC Holding, Chairman of AAA Data, Director of Groupe PSP.

**Édouard PEUGEOT** Born 12 February 1984. French national.

**Director**

Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**10 shares**

Date of first appointment to the Board of Directors:  
**19 May 2020**

Year in which current directorship expires:  
**2024**

Personal address:  
**121 Blenheim Crescent,  
 W11 2EQ  
 London (United Kingdom)**

Current appointments	Position
Peugeot Invest UK Ltd.	G Director

#### Management experience:

Édouard Peugeot is a Paris Dauphine University graduate. After three years with JP Morgan in investment banking, he moved into private equity, joining TowerBrook Capital Partners in 2011. He is now Senior Principal with responsibility for coverage of the French market. He has completed a number of investments across a variety of sectors, ranging from industry through to services and healthcare. Since 2016, he has been a member of the Board of Directors of Peugeot Invest UK Ltd.

#### Appointments held in the past five financial years but now ended:

Director of Groupe GSE, Director of Independent Clinical Services (ICS) and Director of Metallo Chimique.

\* Listed company. G Company belonging to the same group as Peugeot Invest.



**Xavier PEUGEOT** Born 8 May 1964. French national.



**Director**  
**Member of the Investments and Shareholdings Committee**

Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**10 shares**

Date of first appointment to the Board of Directors:  
**27 June 2001**

Year in which current directorship expires:  
**2021**

Business address:  
**PSA Group  
Boulevard Robespierre  
78300 Poissy**

Current appointments	Position
Compagnie industrielle de Delle (CID)	Director
Établissements Peugeot Frères	<b>G</b> Director
Groupe PSP	<b>G</b> Director
Sapar	Deputy Chief Executive Officer and Director
L'Aventure Peugeot Citroën DS (association loi 1901)	Chairman
Immeubles de Franche-Comté	Permanent representative of Sapar on the Board of Directors

#### Management experience:

Xavier Peugeot is a Paris Dauphine University graduate. After spending four years with the BDDP advertising agency, he joined the PSA Group where he has held various positions in France and abroad (United Kingdom), including as Head of Peugeot in the Netherlands, Peugeot's head of marketing and communication, Peugeot's head of strategy and products, and Citroën's head of strategy and products. He is currently Head of the PSA Group's Utility Vehicles BU. He also chairs the L'Aventure Peugeot Citroën DS automobile heritage non-profit.

#### Appointments held in the past five financial years but now ended:

Chief Executive Officer of Sapar.

**Marie-Françoise WALBAUM** Born 18 March 1950. French national.



**Director**  
**Member of the Governance, Appointments and Remuneration Committee**  
**Member of the Finance and Audit Committee**

Number of Peugeot Invest shares held in a personal account at 31 December 2020:  
**20 shares**

Date of first appointment to the Board of Directors:  
**15 May 2012**

Year in which current directorship expires:  
**2022**

Personal address:  
**10, rue d'Auteuil  
75016 Paris**

Current appointments	Position
Thales	<b>*</b> Director
Imerys	<b>*</b> Director
Isatis Capital	Supervisory Board member

#### Management experience:

Marie-Françoise Walbaum, a University of Paris X graduate in economic science and sociology, is retired. She spent her entire career with BNP Paribas in various executive positions requiring financial (management of principal investments, private equity funds and internal holding companies) commercial and management skills.

#### Appointments held in the past five financial years but now ended:

Non-voting Board observer at Isatis, Director of Esso SAF.

**\*** Listed company. **G** Company belonging to the same group as Peugeot Invest.

**Bertrand FINET** Born 6 September 1965. French national.



**Chief Executive Officer  
since 19 May 2020**

Number of Peugeot  
Invest shares held in  
a personal account at  
31 December 2020:  
**4,733 shares**

Business address:  
**66 avenue  
Charles-de-Gaulle  
92200 Neuilly-sur-Seine**

Current appointments		Position
Peugeot Invest Assets	<b>G</b>	Chief Executive Officer and representative of Peugeot Invest, Chairman
SEB SA	*	Permanent representative of Peugeot Invest Assets on the Board of Directors
SPIE SA	*	Permanent representative of Peugeot Invest Assets on the Board of Directors
Peugeot Invest UK Ltd.	<b>G</b>	Director
FFP Invest Arb	<b>G</b>	Chairman
LDAP		Permanent representative of Peugeot Invest Assets on the Executive Committee
Financière Guiraud SAS	<b>G</b>	Permanent representative of Peugeot Invest Assets, Chairman and Supervisory Board member
Peugeot 1810	<b>G</b>	Representative of Peugeot Invest, Chairman

#### Management experience:

Bertrand Finet graduated from Essec business school in 1988 and started his career in 1991 at 3i Group, working first in London and then in Paris. He was appointed Managing Director at CVC Capital Partners France in 1996, before moving to Candover France to head up its Paris office in 2006. In 2009, Bertrand Finet was appointed to the Executive Committee of the Fonds Stratégique d'Investissement (FSI). In 2013 he became Executive VP of Bpifrance, where he oversaw equity investments in SMEs, and then in April 2015 Executive VP of Bpifrance's Mid & Large Cap division. He was appointed as Deputy Chief Executive Officer of Peugeot Invest in January 2017 and then took over as Chief Executive Officer in May 2020.

#### Appointments held in the past five financial years but now ended:

Permanent representative of Bpifrance Participations on the Board of Directors of Verallia, Vallourec and Technicolor, permanent representative of Bpifrance Participations as a non-voting observer on the Board of Directors of Constellium, Chairman of the Supervisory Board of Consolidation et Développement Gestion, Chairman and CEO of CDC Entreprises Capital-Investissement, Executive VP of Bpifrance Investissement's Mid & Large Cap equity department.

\* Listed company. **G** Company belonging to the same group as Peugeot Invest.

## CORPORATE OFFICERS APPOINTED AFTER THE FINANCIAL YEAR-END

### Pascaline PEUGEOT-DE DREUZY

Born 5 September 1958. French national.



Director

Date of first appointment to the Board of Directors:  
**31 March 2021**

Year in which current directorship expires:  
**2025**

Business address:  
**7, rue du Laos  
75015 Paris**

Current appointments	Position
TF1 SA	* Director
Séché Environnement SA	* Director
Fondation Hugot du Collège de France	Director
Fondation Mallet	Director

#### Appointments held in the past five financial years but now ended:

Director of Navya SAS, Samu Social International, the Diaconesses-Croix Saint Simon hospital group, the Fondation Œuvre de la Croix Saint Simon and the IFA (French Institute of Directors).

#### Management experience:

Pascaline Peugeot-de Dreuzy, an Hôpitaux de Paris doctor, is also an EMBA-HEC business school graduate with a company Director diploma from Sciences-Po-IFA. She has also completed ICCF-HEC modules in financial analysis and business valuation. For over 25 years, she has pursued innovative ground-breaking cross-functional projects at the Necker-Enfants malades hospital group. From 2011 to 2013, she worked as a doctor-manager for strategy consulting firms. She then set up P2D Technology, her own company, to build bridges between industry and healthcare harnessing new technologies to care for the vulnerable and enhance medical decision-making. Pascaline is highly committed to corporate governance and teaches at the IFA (French Institute of Directors). She brings to Peugeot Invest the benefit of her insights in the health and new technologies sectors, as well as a wealth of experience in innovation, ESG and risk management.

### Thibault DE TERSANT

Born 22 July 1957. French national.



Director

Date of first appointment to the Board of Directors:  
**31 March 2021**

Year in which current directorship expires:  
**2025**

Business address:  
**Dassault Systèmes  
10, rue Marcel Dassault  
78140 Vélizy-Villacoublay**

2.1

Current appointments	Position
Dassault Systèmes International	Chairman
Dassault Systèmes Foundation	Member of the Board of Directors
Temenos	* Director
NuoDB	Director
BioSerenity	Director
DFCG Foundation	Director

#### Appointments held in the past five financial years but now ended:

Director of Dassault Systèmes, Biovia Corp. (United States), IQMS (United States) and Dassault Systèmes Canada Software Inc. (Canada).

#### Management experience:

Thibault de Tersant, a graduate of the Essec business school and IEP Paris (Institute of Political Studies), joined Dassault Aviation's finance department in 1983. In 1988, he was appointed as Chief Finance Officer of Dassault Systèmes, a position he held until 2018 when he was named as Deputy Managing Director and secretary-general. He was a member of Dassault Systèmes' Board of Directors from 1993 until 2020. Thibault de Tersant has been a leading figure behind the development of Dassault Systèmes since the company, now a world leader, was first formed. In addition to his financial and legal responsibilities, he has overseen more than 80 acquisitions and the company's IPO. With his experience, he brings tremendous knowledge of the aerospace, consumer goods, health and automotive sectors, as well as concerning CSR.

\* Listed company. G Company belonging to the same group as Peugeot Invest.

## 2.2 Composition of the Board of Directors at 31 December 2020

The Board of Directors had 13 members at 31 December 2020, all of whom are French nationals. The members of the Board possess a mix of proven skills and expertise, particularly in industrial affairs, finance and banking, which they apply consistently to make a highly informed contribution during discussions and the decision-making process.

Surname and first name	Position at Peugeot Invest	Age	Gender	Number of shares	Independence	Date of first appointment	Expiry date	Committee member
Peugeot Robert	Chairman	70	M	9,682		28/06/1979	2021	ISC (Chairman)
Peugeot Jean-Philippe	Vice-Chairman	67	M	10		28/06/1979	2023	GARC ISC
Peugeot-Roncoroni Marie-Hélène	Vice-Chairwoman	60	F	10		19/12/2002	2022	GARC ISC
Banzet-Béréts Sophie	Director	34	F	10		19/05/2020	2024	–
Chodron de Courcel Georges	Director	70	M	20		02/06/2005	2022	ISC
Gendry Luce	Director	71	F	10	•	09/06/2010	2021	GARC FAC (Chairwoman)
Lange Anne	Director	52	F	100	•	17/05/2018	2022	ISC FAC
Netter Dominique	Director	69	F	150	•	01/01/2016	2022	GARC (Chairwoman) ISC
Peugeot Armand	Director	26	M	10		19/05/2020	2024	–
Peugeot Christian	Director	67	M	1,010		28/06/1979	2021	FAC
Peugeot Édouard	Director	36	M	10		19/05/2020	2024	–
Peugeot Xavier	Director	56	M	10		27/06/2001	2021	ISC
Walbaum Marie-Françoise	Director	70	F	20	•	15/05/2012	2022	GARC FAC

**GARC:** Governance, Appointments and Remuneration Committee  
**ISC:** Investments and Shareholdings Committee **FAC:** Financial and Audit Committee

### Changes in the composition of the Board of Directors in 2020

At its meeting on 25 March 2020, Peugeot Invest's Board of Directors decided to split the roles of Chairman and Chief Executive Officer, in keeping with best governance practices.

Robert Peugeot, Chairman and Chief Executive Officer of the Peugeot Invest Group since December 2002, stepped down from his executive management duties at the close of the General Meeting on 19 May 2020. He continues to serve as Chairman of the Board of Directors and Chairman of the Investments and Shareholdings Committee, bringing to bear his experience in both these roles. Bertrand Finet, who had served as Deputy Chief Executive Officer since January 2017, took over from him as Chief Executive Officer on 19 May 2020.

In addition, the General Meeting on 19 May 2020 appointed as Directors three new family members from the next generation, namely Sophie Banzet-Béréts, Armand Peugeot and Édouard Peugeot.

### Changes in the composition of the Board of Directors after the year-end date

Pascaline Peugeot-de Dreuzy and Thibault de Tersant were appointed as Directors of the Company by the General Meeting on 31 March 2021. Georges Chodron de Courcel resigned from his duties as a Director and was named by the Board of Directors as a non-voting observer with effect from the same date.

In addition, the General Meeting of 12 May 2021 will be asked to reappoint Robert Peugeot, Luce Gendry, Christian Peugeot and Xavier Peugeot as Directors.

### Directors' independence

The criteria used to determine whether a Director qualifies as independent are those laid down in the Afep-Medef Code.

Pursuant to the Company's Rules of Procedure, the Governance, Appointments and Remuneration Committee considers the independence of its Directors every year. Each Director's status is then reviewed by the Board of Directors using the independence criteria laid down in the Afep-Medef Code.

The following table shows the status of each Director that the Board of Directors deemed to be independent based on the independence criteria laid down in the Afep-Medef Code.

Criteria for independence	Luce Gendry	Anne Lange	Dominique Netter	Marie-Françoise Walbaum	Thibault de Tersant
<b>Criterion 1</b> : Employee or corporate officer	•	•	•	•	•
<b>Criterion 2</b> : Cross-directorships	•	•	•	•	•
<b>Criterion 3</b> : Significant business relationships	•	•	•	•	•
<b>Criterion 4</b> : Family ties	•	•	•	•	•
<b>Criterion 5</b> : Statutory Auditors	•	•	•	•	•
<b>Criterion 6</b> : Term in office of over 12 years	•	•	•	•	•
<b>Criterion 7</b> : Non-Executive Officer	•	•	•	•	•
<b>Criterion 8</b> : Major shareholder	•	•	•	•	•

#### **CRITERION 1: EMPLOYEE OR CORPORATE OFFICER WITHIN THE PAST 5 YEARS**

Not to be and not to have been within the past five years:

- an employee or executive officer of the company
- an employee, executive officer or Director of a company consolidated by the company
- an employee, executive officer or Director of the company's parent company or a company consolidated by this parent company

#### **CRITERION 2: CROSS-DIRECTORSHIPS**

Not to be an executive officer of a company in which the company holds a directorship, directly or indirectly, or in which an employee appointed as such or an executive officer of the company (currently in office or having held such office for less than five years) is a Director.

#### **CRITERION 3: SIGNIFICANT BUSINESS RELATIONSHIPS**

Not to be a customer, supplier, commercial banker, investment banker or consultant:

- that is material to the company or its group
- or for a significant part of whose business the company or its group accounts

The Board discusses whether or not the relationship with the company or its group is material, and the quantitative and qualitative criteria that led to this assessment (continuity, economic reliance, exclusivity, etc.) are stated in the annual report.

#### **CRITERION 4: FAMILY TIES**

Not to be related by close family ties to a corporate officer.

#### **CRITERION 5: STATUTORY AUDITORS**

Not to have been an auditor of the company within the previous 5 years.

#### **CRITERION 6: TERM IN OFFICE OF OVER 12 YEARS**

Not to have been a Director of the company for more than 12 years. Independent Director status is lost on the 12th anniversary date of the original appointment.

#### **CRITERION 7: NON-EXECUTIVE OFFICER**

A non-executive officer cannot be considered independent if he or she receives a bonus in cash or the form of securities or any remuneration linked to the performance of the company or group.

#### **CRITERION 8: MAJOR SHAREHOLDER**

Directors representing major shareholders of the company or its parent may be considered independent, provided these shareholders do not participate in control of the company. Nevertheless, beyond a 10% threshold of the share capital or voting rights, the Board, after receiving a report from the appointments committee, should review their independence as a matter of course in the light of the structure of the company's share capital and any potential conflict of interest.

At its meeting on 24 March 2021, the Board of Directors took the view that in the 2020 financial year the following members qualified as independent: Luce Gendry, Dominique Netter, Marie-Françoise Walbaum and Anne Lange. The Board of Directors was also of the opinion that Thibault de Tersant, whose appointment as a Director was approved by the General Meeting on 31 March 2021, met the independence criteria.

Accordingly, the proportion of independent Directors within the Company's Board of Directors stood at 36% at 31 March 2021, exceeding the threshold of one-third recommended by the Afep-Medef Code for controlled companies.

### **Diversity, skills and balanced representation**

#### **of men and women on the Board**

#### **of Directors and on top management**

Peugeot Invest has taken steps to build a balanced Board of Directors and Board Committees, by bringing together individuals with a rich mix of skills and expertise.

In accordance with its Rules of Procedure, the Board holds an annual debate concerning its make-up. As part of this process, it reviews the various skills and experience of each of the Directors and identifies priorities for the composition of the Board and Board Committees to maintain the best possible balance by looking for Directors with complementary profiles in terms of their age, gender, qualifications and experience.

The Directors possess and provide the Board with the benefit of a diverse set of skills in industry, management, finance, consulting, innovation, CSR, new technologies, digital transformation and international experience (see the “Appointments held by corporate officers” section above).

Women accounted for 46% of the members of the Board of Directors at 31 December 2020. This percentage was increased to 50% at the close of the General Meeting of 31 March 2021, aligning it with the law of 27 January 2011 on the balanced representation of men and women on Boards of Directors and Supervisory Boards and on equality in the workplace.

In tandem with Executive Management, the Board of Directors also pays attention to gender balance and diversity within its teams. Its goal is to ensure that women continue to account for over 40% of Peugeot Invest’s workforce, over 40% of executive positions, at least 20% of Management Committee members and over 15% of the Executive Committee members. In addition, Peugeot Invest has signed up to the France Invest Charter, which aims to take steps to achieve gender equality in the French private equity sector and the businesses it supports.

## **2.3 Operating procedures of the Board of Directors and Board Committees**

### **Operating procedures**

#### **of the Board of Directors**

The Board of Directors sets the Company’s strategic direction and oversees its implementation. Subject to the powers expressly reserved for general meetings and without acting ultra vires, it deals with any matters affecting the smooth running of the Company.

The rules on the operation of the Board of Directors are laid down in law, the Articles of Association, Peugeot Invest’s Rules of Procedure and the Stock Market Code of Ethics (hereinafter the “Rules of Procedure”). These Rules of Procedure state how the Board of Directors should be organised to make sure it conducts its tasks as effectively as possible. They aim to present all the duties incumbent upon each Director and the role of the Board of Directors. They outline the internal procedures for the Board of Directors, state the role of the Chairman of the Board of Directors. The Rules of Procedure lay down formal terms of reference for the Board of Committees that act under the authority of the Board of Directors. The Rules of Procedure are included in the Universal Registration Document.

Throughout the year, the Board of Directors implements the checks and controls that it deems appropriate and may ask for any documents that it considers useful to fulfil its duties.

The Board of Directors meets as often as required by the Company’s interests, when convened by the Chairman or, failing this, by one of the duly appointed Vice-Chairmen.

A schedule of meetings of the Board of Directors is drawn up at the end of the previous year. Ten days to two weeks prior to the meeting of the Board of Directors, notice of the meeting, accompanied by the agenda and draft minutes of the previous meeting, is sent electronically to the Directors to enable them to make any observations prior to the meeting of the Board of Directors. The Board of Directors can thus immediately start considering the points on the agenda.

Where appropriate, in the week preceding the Board of Directors’ meeting, the members are sent an electronic Board pack containing the papers related to the agenda points.



Lastly, at each Board of Directors' meeting, the members are informed of the Company's financial position in a presentation covering the following points entitled "Activities of the Company since the latest meeting":

- investments/disposals
- main shareholdings
- management of portfolio investment securities
- changes in net asset value (NAV)
- the debt and treasury position.

The guiding principle at all times is that all Directors should be able to have their say in discussions.

Decisions are made based on a majority vote of members present or represented. In the event of a split vote, the Chairman of the meeting holds a casting vote.

In 2020, the Board of Directors met 14 times.

Date of meeting	Attendance rate
16 January 2020	100%
4 March 2020	90%
16 March 2020	100%
20 March 2020	100%
25 March 2020	100%
22 April 2020	100%
19 May 2020	100%
22 June 2020	85%
7 July 2020	100%
24 July 2020	92%
10 September 2020	100%
5 November 2020	100%
18 November 2020	100%
4 December 2020	92%
<b>Average attendance rate</b>	<b>97%</b>

## Board Committee procedures

The Board of Directors has three Committees. They are standing committees. The role and operating rules of each of these Committees are laid down in the Rules of Procedure, the principles of which are included hereinafter.

## THE GOVERNANCE, APPOINTMENTS AND REMUNERATION COMMITTEE

At 31 December 2020, the Governance, Appointments and Remuneration Committee had five members, three of whom are independent based on the Afep-Medef Code's criteria.

At that date, its members were:

- Dominique Netter, Committee Chairwoman
- Jean-Philippe Peugeot
- Marie-Hélène Peugeot-Roncoroni
- Luce Gendry
- Marie-Françoise Walbaum.

In accordance with the Afep-Medef Code, a majority of the members of this Committee are independent.

The Governance, Appointments and Remuneration Committee presents its recommendations in the following four areas:

### Board of Directors:

- proposed reappointment or appointment of Directors taking into account the goal of balanced composition of the Board of Directors satisfying the recommendations of the Afep-Medef Code and ensuring implementation of the Director selection procedure as outlined in the appendix to the Rules of Procedure of the Board of Directors
- creation and composition of the Board Committees
- potential changes to the structure, size and composition of the Board of Directors
- review of the criteria applied by the Board under which a Director qualifies as independent; examination every year on a case-by-case basis of the status of each Director or Director candidate based on the independence criteria adopted.

**Chairman, Chief Executive Officer** and, where appropriate, the Deputy Chief Executive Officer(s):

- reappointment of the Chairman, the Chief Executive Officer and Deputy Chief Executive Officers
- succession planning, at least every two years, for executive officers applicable in particular in the event of the unexpected vacation of their office
- individual remuneration packages for the Chairman, Chief Executive Officer and, where appropriate, the Deputy Chief Executive Officer(s)
- remuneration of the Vice-Chairman or Vice-Chairmen
- amount and method of apportioning Directors' fees between Directors and Committee members
- general policy for the award of stock (subscription or purchase) options, bonus shares and the general policy on incentives.

**Company's representatives on the Board of Directors or Supervisory Board of third-party companies:**

- designation of the Company's representatives on the Board of Directors or Supervisory Board of third-party companies.

**Governance:**

- whether the roles of Chairman and Chief Executive Officer will be combined or separated
- monitoring changes in the corporate governance rules, especially those affecting the Code to which the Company refers
- assessment of the operating procedures of the Board and the Board Committees
- updates to its Rules of Procedure.

A Committee member does not take part in voting when, where appropriate, the Committee is considering his/her remuneration or independence. He/she should not be present when such matters are discussed.

The Committee meets at least once every year, when convened by its Chairman.

A schedule of Committee meetings is drawn up at the end of the previous year. Ten days to two weeks prior to the Committee meeting, notice of the meeting, accompanied by the agenda and draft minutes of the previous meeting, is sent electronically to the members to enable them to make any observations concerning the draft version. Where appropriate, in the week preceding the Committee meeting, the members are sent an electronic Board pack containing the papers related to the agenda points.

The Committee met four times during 2020. The average attendance rate at this Committee was 90%.

In 2020, the Committee considered the following matters:

- the Company's executive management framework
- amendments to the Articles of Association, Rules of Procedure and Code of Conduct
- the composition of the Company's Board of Directors and the choice of the Company's representative on the Board of Directors of a shareholding
- the status review of the independent Directors
- the appointment of new Directors
- the remuneration of the Chairman, Chief Executive Officer and Directors
- the review of the 2019 corporate governance report included in the 2019 management report
- the resolutions to be proposed at the General Meeting.

The Governance, Appointments and Remuneration Committee reports to the Board on its work.

## THE INVESTMENTS AND SHAREHOLDINGS COMMITTEE

At 31 December 2020, the Investments and Shareholdings Committee had seven Directors as its members, two of whom are independent based on the Afep-Medef Code's criteria.

At that date, its members were:

- Robert Peugeot, Chairman of the Committee
- Georges Chodron de Courcel
- Anne Lange
- Dominique Netter
- Jean-Philippe Peugeot
- Xavier Peugeot
- Marie-Hélène Peugeot-Roncoroni.

The Committee issues an opinion on proposed investments and disposals presented to it by Peugeot Invest's Executive Management before formal approval is given to them by the Board of Directors. For this purpose, it reviews all aspects of the transactions and makes sure that they are consistent with Peugeot Invest's strategy, meet its investment criteria and are compatible with its financial position. Treasury investments and portfolio investment securities are not covered by this procedure.

In addition, on behalf of the Board of Directors, the Committee monitors the activities of companies in which Peugeot Invest, Peugeot Invest Assets and Peugeot Invest UK Ltd have a shareholding. For this purpose, the Committee keeps track of the activities and results of shareholdings, analyses their strategy and recommends the position to be adopted on decisions proposed to the governing bodies of the portfolio holdings when Peugeot Invest, Peugeot Invest Assets and Peugeot Invest UK Ltd are represented directly or indirectly on the Board of Directors or Supervisory Board of said shareholdings.

The Committee also aims to assist the Board on ESG issues to ensure that the Company plans ahead as effectively as possible for the associated risks and opportunities. For this purpose, the Committee reviews Peugeot Invest's ESG strategy and commitments to make sure these are aligned with its business-specific challenges and objectives and formulates proposals for the Board in this regard. As part of this process, it:

- monitors the ESG initiatives taken by Peugeot Invest and assesses their main outcomes
- reviews the ESG policies implemented by shareholdings
- ensures due diligence procedures are complied with in connection with planned investments and disposals, and
- reviews non-financial information and monitors the ratings obtained from non-financial rating agencies.

It meets when convened by its Chairman as many times as necessary and at least twice a year.

A schedule of Committee meetings and a provisional work programme are drawn up at the end of the previous year. Ten days to two weeks prior to the Committee meeting, notice of the meeting, together with the agenda and draft minutes of the previous meeting, is sent electronically to the members to enable them to make any observations concerning the draft version. Where appropriate, in the week preceding the Committee meeting, the members are sent an electronic Board pack containing the papers related to the agenda points.

The Investments and Shareholdings Committee reports on its work to the Board.

The Investments and Shareholdings Committee met twice during 2020. It was unable to meet to consider each of the investment and disposal decisions given the tight schedule for the transactions. The average attendance rate at this Committee was 100%.

In 2020, the Committee considered the following matters:

- liquidity events during the 2020-2022 period
- the investment and disposal plans, some of which went ahead during the year, and private equity commitments
- the PSA-FCA merger plan
- the prospects for the Faurecia spin-off.

## THE FINANCIAL AND AUDIT COMMITTEE

At 31 December 2020, the Financial and Audit Committee had four Directors as its members, three of whom are independent Directors based on the Afep-Medef Code's criteria.

At that date, its members were:

- Luce Gendry, Committee Chairwoman
- Christian Peugeot
- Anne Lange
- Marie-Françoise Walbaum

The Financial and Audit Committee is responsible for making preparations for decisions on accounting and financial matters by the Board of Directors. Without prejudice to the authority of the Board of Directors and Executive Management, the Committee has particular responsibility for monitoring:

- **preparation of financial reporting:**
  - it examines the parent-company financial statements of Peugeot Invest and of its subsidiaries Peugeot Invest Assets and Peugeot Invest UK Ltd, and also Peugeot Invest's consolidated financial statements, prior to meetings of the Board of Directors responsible for approving the annual or interim financial statements. It studies any plans to introduce new accounting frameworks or change accounting methods and keeps track of accounting standards. It makes sure that accounting and financial information is produced in line with the statutory requirements, the recommendations of the regulatory authorities and the Company's internal procedures
- **process for distinguishing between non-regulated agreements and related-party agreements:**
  - it ensures a process is in place to identify and establish which agreements should undergo the procedure for related-party agreements so as to distinguish them from so-called "non-regulated agreements", which are ordinary agreements entered into at arm's length.

Before every financial year-end, the Committee is given a list of non-regulated agreements in force and reviews whether each one can still be considered as ordinary and as having been entered into at arm's length. Where one of these agreements no longer satisfies the aforementioned criteria, the Committee refers the matter to the Board of Directors. The Board may then reclassify the agreement as a related party agreement, approve it and submit it for ratification at the following General Meeting, subject to the Statutory Auditors' report on related-party agreements

- **effectiveness of internal control and risk management systems**
  - it ensures that there is a process for identifying and analysing risks liable to have an impact on financial and accounting information. It oversees introduction of the process and makes sure that remedial measures are implemented to rectify shortcomings identified. It examines the insurance policy adopted.
- **statutory audit of the annual financial statements and the consolidated financial statements by the Statutory Auditors**
  - it examines the conclusions reached by the Statutory Auditors based on their procedures and ensures that their recommendations are implemented. The Committee, which has access to all the information it requires, may meet with the Statutory Auditors of Peugeot Invest, Peugeot Invest Assets and Peugeot Invest UK Ltd, separately from the Executive Management team. It examines the main points of the investor relations policy
- **independence of the Statutory Auditors**
  - it conducts the selection procedure for the Statutory Auditors, in preparation for decisions to be made by the Board of Directors, and makes sure they are independent. It issues a recommendation concerning the Statutory Auditors proposed for appointment at the Annual General Meeting. It reviews their audit fees.

The Committee meets at least twice a year prior to the approval of the annual and interim results, where necessary with the assistance of any modern communication system.

A schedule of Committee meetings is drawn up at the end of the previous year. Ten to fifteen days prior to the Committee meeting, notice of the meeting, including the agenda and draft minutes of the previous meeting, is sent electronically to each member for their observations on the draft version. Where appropriate, in the week preceding the Committee meeting, the members are sent an electronic Board pack containing the papers related to the agenda points.

The Committee met three times during 2020. The average attendance rate at this Committee was 100%.

In 2020, the Committee considered the following matters:

- financial statements: review of the parent company and consolidated financial statements for the year ended 31 December 2019 and of the management report on business trends and results in 2019, value of the unlisted assets and trends in NAV, review of the dividend and allocation of earnings policy, review of the first-half 2020 consolidated financial statements and interim financial report, review of draft press releases on financial statements, risk mapping update
- annual review of related-party agreements
- the level of performance against the criteria set by the 2017 bonus share allotment plan
- the status of the credit lines.

The Finance and Audit Committee reports to the Board of Directors on its work.

## TABLE SUMMARISING ATTENDANCE AT MEETINGS OF THE BOARD AND BOARD COMMITTEES IN 2020

The following table provides an overview of the number of meetings of the Board and of Board Committees in the year ended 31 December 2020, their members and members' attendance at the various meetings.

DIRECTORS	Board of Directors	Governance, Appointments and Remuneration Committee	Investments and Shareholdings Committee	Financial and Audit Committee
Robert Peugeot	100%	-	100%	-
Jean-Philippe Peugeot	100%	100%	100%	-
Marie-Hélène Peugeot-Roncoroni	100%	75%	-	-
Sophie Banzet-Bérets	100%	-	-	-
Georges Chodron de Courcel	100%	-	100%	-
Luce Gendry	93%	75%	-	100%
Anne Lange	100%	-	100%	100%
Dominique Netter	86%	100%	100%	-
Armand Peugeot	100%	-	-	-
Christian Peugeot	100%	-	-	100%
Édouard Peugeot	100%	-	-	-
Xavier Peugeot	100%	-	100%	-
Marie-Françoise Walbaum	100%	100%	-	100%
<b>Average attendance rate</b>	<b>97%</b>	<b>90%</b>	<b>100%</b>	<b>100%</b>

2.3

### Evaluation of the effectiveness of the Board of Directors

In accordance with its Rules of Procedure, the Board of Directors holds an annual debate concerning its make-up, its organisation and its operating procedures. Every third year, it usually conducts a formal evaluation.

During 2020 and the first quarter of 2021, the Board of Directors continued its review of its composition and its expansion, with the decision to split the duties of Chairman from those of Chief Executive Officer, the appointment of three new Directors representing the next generation of the Peugeot family and the appointment of two new Directors, one of whom is independent, and also the creation of non-voting Board observer status at the General Meeting on 31 March 2021.

The most recent formal evaluation of the effectiveness of the Board and its Committees took place in 2017 (see page 67 of the 2017 Registration Document). Given the significant changes to the composition of the Board with the appointment of three new Directors in May 2020 and the appointment of two new Directors and a non-voting observer in March 2021, the Board decided it was appropriate, on the recommendation of the Governance, Appointments and Remuneration Committee, to delay its new evaluation so that the implications of the latest far-reaching Board changes can be better grasped. Accordingly, a formal evaluation led by an external firm will be conducted in the fourth quarter of 2021, and its results will be published in the Company's 2021 Universal Registration Document.

## 2.4 Roles of the Chairman and of the Chief Executive Officer

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Robert Peugeot, who had held the position of Chairman and Chief Executive Officer since December 2002, stepped back from his executive duties at the General Meeting on 19 May 2020, while continuing to serve as Chairman of the Board of Directors. Since then, Bertrand Finet has held the position of Chief Executive Officer.

With the separation of the duties of Chairman and Chief Executive Officer, the Board of Directors at its 25 March 2020 meeting divided up the responsibilities of the Chairman of the Board and the Chief Executive Officer as follows:

- the Chairman organises and directs the work of the Board of Directors. He reports on this to the General Meeting of the Shareholders. He chairs the General Meeting of the Shareholders. He is responsible for the smooth running of the Company's internal decision-making bodies and ensures best governance practices are upheld. He also ensures that the Directors are able to perform their duties and are kept properly informed, and he makes sure that the Board devotes sufficient time and attention to discussions and that questions raised in accordance with the agenda are answered appropriately.
- The Chief Executive Officer proposes and implements the business strategy without exceeding the restrictions laid down in law and in line with the corporate governance rules and strategic direction set by the Board. With the assistance of his executive team, he leads and manages the operational affairs of the Group.

The powers of the Chief Executive Officer are not restricted by either the Articles of Association or by a decision of the Board of Directors, except as follows:

- to authorise the grant, on the Company's behalf, of sureties, endorsements or guarantees: authorisation of an aggregate maximum amount of €1 million
- for direct investments and disposals (shareholdings and co-investments): upper limit set at €25 million, above which any transaction requires Board approval, with this authorisation being reviewed at each Board of Directors' meeting according to how it is used
- for private equity fund investments: annual aggregate investment authorisation: €120 million.



## 2.5 Mandatory declarations concerning corporate officers

### Family ties

At 31 December 2020, Marie-Hélène Peugeot-Roncoroni, Sophie Banzet-Béréts, Robert Peugeot, Jean-Philippe Peugeot, Armand Peugeot, Christian Peugeot, Édouard Peugeot and Xavier Peugeot were the members of the Peugeot family group on the Board of Directors. Pascaline Peugeot-de Dreuzy, who was appointed as a Director by the General Meeting of 31 March 2021, also belongs the Peugeot family group. The members of the Peugeot family group are descendants of Robert Peugeot (1873–1945).

### No fraud convictions

As far as the Company is aware, based on written statements signed by the corporate officers, over the past five years:

- no member of the Board of Directors or Executive Management has been convicted of fraud
- no member of the Board of Directors or Executive Management has been involved in an insolvency, receivership or liquidation as a member of the Board of Directors, Management Board or Supervisory Board or as the Chief Executive Officer
- no member of the Board of Directors or Executive Management has been implicated in and/or received an official public sanction from the statutory or regulatory authorities (including designated professional organisations)
- no member of the Board of Directors or Executive Management has been disqualified by a court from acting as a member of the Board of Directors, Management Board or Supervisory Board of an issuer or from participating in the management or conduct of the business of any issuer.

### Conflicts of interests

As far as the Company is aware, based on written statements signed by the corporate officers:

- there are no existing or potential conflicts of interest between the duties of the corporate officers to the Company and their private interests
- no loans or guarantees have been granted or given by the Company to one of its corporate officers
- there are no service contracts providing for the grant of benefits between one of the Company's corporate officers and any of its subsidiaries.

As far as the Company is aware, no arrangements or agreements have been entered into with the main shareholders, customers, suppliers or other parties pursuant to which a member of Peugeot Invest's Board of Directors was appointed and no restrictions have been agreed to by a member of the Board of Directors concerning the sale, within a specific period of time, of some or all the shares that he/she possesses.

The Rules of Procedure expressly address a situation in which a conflict of interest has arisen: "Every member of the Board of Directors must inform the Board of Directors of any potential or actual conflicts of interest with Peugeot Invest. He/she will refrain from participating in the corresponding vote. (...) Every member of the Board of Directors is bound by a duty of loyalty. For this purpose, he/she must not make a personal commitment to a business competing with the Company or its Group, without informing the Board of Directors and having gained its approval."

### Summary statement of trading in

#### Peugeot Invest shares by corporate officers and connected persons in 2020

On 9 March 2020, 5,508 and 4,733 performance shares vested definitively with Robert Peugeot and Bertrand Finet respectively on 9 March 2020. These shares had been allotted to them under the 9 March 2017 bonus share allotment plan.

In addition, Sophie Banzet-Béréts, Armand Peugeot and Édouard Peugeot all acquired ten of the Company's shares following their appointment as a Director of the Company to comply with Article 9 of the Articles of Association and the Rules of Procedure.

2.5

## 2.6 Disclosures concerning agreements covered by Article L. 225-37-4(2) of the French Commercial Code

An intra-group loan agreement between Peugeot Invest, as lender, and Peugeot 1810 (a subsidiary 76.5%-owned by Peugeot Invest and 23.5%-owned by Établissements Peugeot Frères, the majority shareholder in Peugeot Invest), as borrower, was authorised by the Board of Directors of 5 November 2020 and entered into on 19 November 2020. This loan helped to finance the acquisition of Peugeot SA shares through the unwinding of an equity swap transaction with major strategic implications in connection with the merger between Peugeot SA and Fiat Chrysler Automobiles.

The financial terms and conditions of the loan agreement area as follows:

- principal amount: €174,420,000
- interest rate: 3-month Euribor plus a margin of 1.03% p.a. reflecting the borrowing terms and conditions under which Peugeot Invest itself was loaned the sum it has advanced to Peugeot 1810
- maturity: bullet loan repayable in full on 31 July 2025, with the option of early repayments of at least €5,000,000.

This agreement will be submitted for the approval of the General Meeting of 12 May 2021.

In addition, the Memorandum of Understanding (“MoU”) entered into on 18 February 2014 by Peugeot Invest with Établissements Peugeot Frères and Peugeot SA concerning the acquisition of a shareholding by Dongfeng Motors and the French Government in Peugeot SA’s capital. This related party agreement remained in force during the 2020 financial year, but came to an end on 16 January 2021 in connection with the merger between Peugeot SA and Fiat Chrysler Automobiles.

The key points of the MoU were as follows:

- strict equality in terms of the size of the equity interest and voting rights between Dongfeng Motors, the French Government and Peugeot Invest/ Établissements Peugeot Frères, with Peugeot Invest’s and Établissements Peugeot Frères’ double voting rights being restored after a two-year period
- identical representation for Peugeot Invest/ Établissements Peugeot Frères on PSA’s Supervisory Board to that held respectively by Dongfeng Motors and the French Government, that is 2 seats each out of a total of 14. Six seats were kept specifically for independent members, including the Chairman, and two for employees. Peugeot Invest/Établissements Peugeot Frères also had the option of appointing one non-voting Board observer. In this scenario, Dongfeng Motors and the French Government also had the right to appoint one observer each. A Peugeot Invest/ Établissements Peugeot Frères representative chaired the Strategy Committee.

## 2.7 Application of the Afep-Medef Code’s “comply or explain” rule

Recommendation not followed	Full explanation
Evaluation of the effectiveness of the Board of Directors (postponed to 2021)	<i>Given the significant changes to the composition of the Board with the appointment of three new Directors in May 2020 and the appointment of two new Directors and a non-voting observer in March 2021, the Board decided it was appropriate, on the recommendation of the Governance, Appointments and Remuneration Committee, to delay its next evaluation so that the implications of the latest far-reaching Board changes can be better grasped. Accordingly, a formal evaluation led by an external firm will be conducted in the fourth quarter of 2021, and its results will be published in the Company’s 2021 Universal Registration Document.</i>

## 2.8 Corporate governance-related excerpts from the Articles of Association

### Administration

#### (Article 9 of the Articles of Association)

The Company is administered by a Board of Directors with between three and 14 members, subject to the exception provided for in the event of a merger.

Throughout his/her term in office, each Director must hold at least ten shares.

Directors are appointed for a term of four years.

The number of individuals and permanent representatives of legal entities aged over 75 may not account for more than one-third of the Directors in office, with this proportion being assessed and taking effect at each annual Ordinary General Meeting.

Should this upper limit be breached and unless a sufficient number of Directors aged over 75 resign voluntarily, as many as necessary of the oldest Directors are deemed to have resigned at the close of the aforementioned annual Ordinary General Meeting to satisfy the one-third limit.

Even so, if the oldest Director has held the position of Chairman or Chief Executive Officer, he/she remains in office and the next oldest Director(s) after him/her is deemed to have resigned.

No Directors aged over 75 at the date of the General Meeting may be reappointed for another term. Likewise, legal entities reappointed as Directors for a further term in office, may not be represented by a person aged over 75 on the date of their reappointment.

### Chairman and Chief Executive Officers

#### (Article 11 of the Articles of Association)

The Board of Directors elects an individual from among its members as Chairman and determines his/her remuneration.

The Chairman is appointed for a period that may not exceed the term of his/her appointment as a Director. The Chairman may be reappointed.

Irrespective of the term for which he/she is appointed, the duties of Chairman come to an end automatically no later than at the close of the first Ordinary General Meeting held after the date on which he/she reaches the age of 75.

The Chairman represents the Board of Directors. He/she organises and leads its work and reports on it to the General Meeting. He/she is responsible for the smooth running of the Company's internal decision-making bodies and in particular makes sure that Directors are able to perform their duties.

When also holding the duties of Chief Executive Officer, his/her powers are those laid down in the following "Executive Management" article.

A Director may be appointed as Vice-Chairman of the Board of Directors with the role of convening and chairing Board meetings should the Chairman be unable to attend, resign or die.

### Executive Management

#### (Article 12 of the Articles of Association)

Responsibility for the Company's Executive Management falls to either the Chairman of the Board of Directors or another individual appointed by the Board of Directors as Chief Executive Officer.

The Board of Directors chooses whether the roles of Chairman and Chief Executive Officer are combined or separated as outlined in the preceding sub-section. Shareholders and third parties are informed of the choice as provided for in a decree to be published.

When the Chairman of the Board of Directors has responsibility for Executive Management, the provisions of this Article concerning the Chief Executive Officer apply to him/her.

The Chief Executive Officer holds the broadest of powers to act on the Company's behalf in all circumstances. He/she exercises these powers subject to the powers expressly reserved by law for general meetings and the powers specially reserved for the Board of Directors, and must not exceed the corporate objects.

He/she represents the Company in its dealings with third parties.

The Chief Executive Officer binds the Company even by acts that do not fall within the corporate objects ("ultra vires"), unless the Company can prove that the third party knew that the act was ultra vires or could not fail to have known that such were the case in the circumstances. Mere publication of the Articles of Association does not suffice as proof thereof.

The Board of Directors may restrict the powers of the Chief Executive Officer, but any such curbs are not binding on third parties.

The Chief Executive Officer may partially delegate his/her authority to as many representatives as he/she deems fit.

On the recommendation of the Chief Executive Officer, the Board of Directors may appoint one or more Deputy Chief Executive Officers, up to a maximum of five.

The Deputy Chief Executive Officers are individuals and may be selected from among the Directors or from outside the Board.

Should the Chief Executive Officer die, resign or be dismissed, the Deputy Chief Executive Officers retain their duties and their powers until a new Chief Executive Officer is appointed, unless the Board decides otherwise.

In conjunction with the Chief Executive Officer, the Board of Directors determines the scope and duration of the powers granted to the Deputy Chief Executive Officers. Any curbs on these powers are not binding on third parties, with each Deputy Chief Executive Officer possessing the same powers vis-à-vis them as the Chief Executive Officer.

Where a Deputy Chief Executive Officer is also a Director, the term of his/her duties may not exceed the length of his/her appointment as a Director.

The age limit is 70 years for the position of Chief Executive Officer and Deputy Chief Executive Officer, with the relevant individual's duties coming to an end at the close of the first Annual Ordinary General Meeting following the date of his/her relevant birthday.

### Non-voting observers

#### (Article 13 of the Articles of Association)

The Board of Directors may appoint one or more non-voting Board observers either from among the shareholders, be they individuals or legal entities, or from elsewhere.

The length of their appointment is set by the Board of Directors, but may not exceed four years. Non-voting observers may always be reappointed. The Board of Directors may terminate their appointment at any time.

Should a non-voting observer die, resign or be terminated for another reason, the Board of Directors may replace him/her for the remaining term of their appointment.

The role of non-voting observers is to participate as observers in an advisory capacity in the work and meetings of the Board of Directors. They may be consulted by the Board or by its Chairman.

Non-voting observers may be allocated remuneration if the Board of Directors so decides, by drawing on the allocation of Directors' fees.

## 2.9 Peugeot Invest's Rules of Procedure and Stock Market Code of Ethics

### Introduction

The Board of Directors drew up these Rules of Procedure, which present the rules of conduct applicable to all Directors and individuals attending meetings of the Board.

The aim of these Rules of Procedure, which were updated by the Board on 24 March 2021, is to establish and stipulate, alongside the provisions of law, the regulations and the Articles of Association, how the Board and the Board Committees should be organised and operate, in the interests of the Company and its shareholders. They also lay down the rights and duties of each Board member.

The Company's Board of Directors refers to the corporate governance principles established in the Afep-Medef Code in force.

### The Board of Directors

#### ROLE AND RESPONSIBILITIES OF THE BOARD

The Board of Directors is a collective decision-making body that represents all the shareholders.

Pursuant to Article 10 of the Articles of Association, the Board of Directors sets the Company's strategic direction and oversees their implementation.

On the recommendation of the Chairman, the Board of Directors sets the Company's strategic direction. The Chairman must ensure the information provided to shareholders and investors is relevant, reliable, clear and prepared in accordance with the applicable accounting standards.

Specifically for investments in and disposals of shareholdings, the Board of Directors makes a decision concerning the plan presented by the Chairman and reviewed by the Investments and Shareholdings Committee, except for investments where the sums invested do not exceed the upper limit set by the Board of Directors, which are given the go-ahead by Executive Management.

On a case-by-case basis, the Board of Directors may decide to set price limits that may not be breached or to attach any other specific conditions that must be abided by.

Subject to the powers expressly granted to general meetings and without acting ultra vires, the Board considers any matters influencing the smooth running of the Company and settles any issues affecting it.

In tandem with the Executive Management, the Board of Directors formulates and oversees application of the gender balance policy to the top management.

The Board conducts the controls and checks that it deems appropriate. Each Director receives all the information needed to discharge his/her duties and may ask for any documents that he/she considers useful.

The Board may decide to set up Committees responsible for studying issues that it or its Chairman submits for their consideration. It determines the composition and terms of reference for Committees, which operate under its authority. The Committees may not make decisions in place of the Board, except where the Board specifically gives them authority to do so.

## COMPOSITION OF THE BOARD

The Board of Directors elects a Chairman from among the Directors and, if it deems appropriate, one or more Vice-Chairmen. The Vice-Chairman is responsible for replacing the Chairman if he/she is unable to attend.

The Board also appoints a person to act as Secretary, who may or may not be a Board member. The Secretary makes sure that the Board follows its own operating rules. The Secretary prepares the minutes from meetings of the Board and the Board Committees and circulates them. He/she is authorised to provide certified copies or excerpts from said minutes.

At least one-third of the Board members must qualify as independent Directors. The Board has adopted the Afep-Medef Code's definition of an independent member. This states that a member is to be considered as independent where he/she has no relationship of any type whatsoever with the company, its group or its managers liable to compromise his/her independence of judgement.

For this purpose, in qualifying a member as independent the Board may be guided by the criteria below, which state that the individual must not:

- be an employee or executive officer of the company, or an employee or Director of its parent or of a company that the latter consolidates, and not have been in such a position for the previous five years
- be an executive officer of a company in which the company holds a directorship, directly or indirectly, or in which an employee appointed as such or an executive officer of the Company (currently in office or having held such office for less than five years) is a Director

- be a customer, supplier, investment banker or commercial banker: that is material to the company or its group, or for a significant part of whose business the company or its group accounts
- be related by close family ties to a corporate officer
- have been an auditor of the company within the previous five years
- have been a Director of the company for more than 12 years

it being restated that:

(i) a non-executive officer cannot be considered independent if he or she receives a bonus in cash or the form of securities or any remuneration linked to the performance of the company or group.

(ii) the Board reviews as a matter of course the independent status of any Director representing a shareholder who holds more than 10% of the Company's share capital or voting rights.

Every year, the independence of each of the Directors is discussed by the Governance, Appointments and Remuneration Committee and reviewed on a case-by-case basis by the Board of Directors according to the criteria outlined above.

Whenever a new Director is appointed or an existing Director reappointed, his/her independence is also discussed.

## OPERATING PROCEDURES

### NOTICE OF BOARD MEETINGS

The Board of Directors meets as often as required by the Company's interests, when convened by the Chairman or, failing this, by one of the duly appointed Vice-Chairmen.

Except in special circumstances, notices of meeting are sent out in writing at least eight days prior to each meeting. Notice of meetings may be given in any form, in writing or orally.

That said, when circumstances require and when the timing of transactions is not aligned with that of its meetings, especially when investments and disposals are involved, the Chairman may solicit the Board's position by calling an exceptional meeting with 24 hours' notice.

The schedule of Board meetings for the year is set no later than by 31 December in the previous year, except for extraordinary meetings.

As far as possible, the requisite papers for informing Directors and non-voting observers about the agenda and about all the matters submitted for the Board's consideration should be enclosed with the notice of meeting or sent to them a reasonable time in advance of the meeting.



Any person who is not a member of the Board of Directors may be invited to attend all or part of its meetings if the Chairman of the Board of Directors so decides. He/she may not take part in decision-making and is subject to the same confidentiality undertakings as Directors and non-voting observers.

### INFORMATION FOR BOARD MEMBERS

When making decisions, Directors must ensure that they have the information they deem essential for the smooth running of the Board and the Board Committees. If it is not available, or if they believe it is not available, they must request it. Such requests should be made to the Chairman of the Board, who must ensure that Directors are able to perform their duties.

At each meeting, the Chairman gives an update on the transactions entered into since the previous meeting and on the main plans in progress and likely to go ahead before the next Board meeting. Every year the Board conducts a review of the key points in the management report and of its decision-making, which is presented to the General Meeting of the Shareholders. Furthermore, the Board of Directors is informed by Executive Management at least once every six months of the Company's financial position, cash position and commitments.

Between meetings, the Directors and non-voting observers are sent any useful information concerning the Company, if its importance or urgent nature so requires.

The Board of Directors may entrust one or more of its members, or third parties, with special duties or assignments, such as to conduct a study of one or more given matters.

### BOARD DECISION-MAKING

For the Board of Directors to transact business validly, at least half the total number of Directors must be present.

Directors may be represented by another Director pursuant to a written power of attorney.

Decisions are made based on a majority vote of Directors present or represented. In the event of a split vote, the Chairman of the meeting holds a casting vote.

### PARTICIPATION IN BOARD MEETINGS VIA VIDEO-CONFERENCING OR TELECOMMUNICATIONS SYSTEMS

Directors and non-voting observers may participate in a Board meeting using a video-conferencing or telecommunications system permitting their identification and allowing them to take part effectively. In this case, they will be deemed present for the purpose of determining the quorum and a majority of votes.

Nonetheless, these systems for attending Board meetings may not be used for the purpose of determining the quorum and a majority of votes when the Board of Directors is called upon to approve the Company's parent-company financial statements and the consolidated financial statements and also to consider the management report including the Group's management report.

### MINUTES

The Board's proceedings must be clear. The minutes of meetings must provide a summary of discussions and state the decisions made. They are especially important because they provide, if needed, a record of how the Board discharged its duties. Without being unnecessarily detailed, they must succinctly state the questions raised and reservations expressed.

The minutes of Board meetings are prepared after every meeting and sent to all Board members, who are invited to make observations. Any observations are then discussed at the following Board meeting. The definitive minutes of the previous meeting are then approved by the Board.

### EVALUATION OF THE BOARD'S EFFECTIVENESS

The Board of Directors must ensure that it conducts an evaluation from time to time of its own and its Committees' composition, organisation and effectiveness. The Board provides an annual update on this point, and a formal evaluation led by the Chairman of the Board of Directors is conducted every three years.

### REMUNERATION

On the recommendation of the Governance, Appointments and Remuneration Committee, the Board of Directors apportions the annual allocation agreed by the Annual General Meeting as remuneration for the members of the Board of Directors, including the non-voting observers. This allocation takes into account the duties performed by the Directors for the Board and the Board Committees, as well as their actual attendance.

### Role of the Chairman

The Board of Directors elects a Chairman, who must be an individual, from among the Directors. The Chairman is appointed for a term that may not exceed that of his/her appointment as a Director.

The Board of Directors chooses whether the roles of Chairman and Chief Executive Officer are combined or separated.

The Chairman runs the Board of Directors' meetings, organising and directing its work. He/she is responsible for the smooth running of the Company's internal decision-making bodies, including its Committees.



## Executive Management

The Chief Executive Officer implements the strategic direction set by the Board of Directors and oversees day-to-day management of the Company. For investments exceeding the upper limit set by the Board of Directors and disposals of shareholdings, the Chief Executive Officer is responsible for implementing in the interests of the Company the decisions made by the Board of Directors as effectively as possible, and he/she reports to it subsequently. He/she may be assisted by one or more Deputy Chief Executive Officers.

The Chief Executive Officer represents the Company vis-à-vis third parties.

## Board Committees

### RULES COMMON TO ALL THE COMMITTEES

The Board of Directors may decide to set up new Committees. It then lays down their terms of reference, and they operate under its authority. These Committees play a role in studying and preparing certain Board discussions and submit to the Board their opinions, proposals and recommendations.

The Board has three Committees:

- a Governance, Appointments and Remuneration Committee
- an Investments and Shareholdings Committee
- a Financial and Audit Committee.

The Committee members are chosen from among the Directors. They are selected by the Board on the recommendation of the Governance, Appointments and Remuneration Committee. The length of their appointment is aligned with their term in office as a Director, it being understood that the Board of Directors may at any time make changes to the composition of the Committees and thus terminate a Committee member's appointment. A Committee member may be reappointed at the same time as his/her term in office as a Director is renewed.

On the recommendation of the Governance, Appointments and Remuneration Committee, a Chairman is selected by the Board from among each Committee's members, for a term identical to that of his/her appointment as a Director.

Each of the Committees determines the internal rules applicable to the conduct of its work. The Board Secretary handles the secretarial duties for the Board Committees, except for the Governance, Appointments and Remuneration Committee, for which the Chairman appoints another secretary.

The Committees meet whenever they are convened by their Chairman, which is whenever he/she or the Board deem this to be appropriate. The Chairman of a Committee may invite non-voting Board observers to attend Committee meetings.

The agenda for the meetings is set by the Committee's Chairman, in conjunction with the Chairman of the Board, when the latter convenes the meeting. The agenda is sent to Committee members prior to the meeting together with information pertinent to discussions.

Each Committee member may be represented by another member of the same Committee pursuant to a written power of attorney. Each Committee may validly transact business when at least half its members are present or represented. A simple majority vote is required to pass resolutions. The Chairman of each Committee has a casting vote in the event of a split vote. In an emergency, each of the Committees may validly transact business by consulting its members individually.

Each Committee reports on how it has discharged its duties at the following meeting of the Board of Directors. Unless special arrangements are made, the minutes of each meeting are drawn up by the secretary of the meeting appointed by the Committee Chairman, acting under his/her authority. They are sent to all the Committee members. The Committee Chairman decides on how he/she reports to the Board on its work.

### GOVERNANCE, APPOINTMENTS AND REMUNERATION COMMITTEE

#### COMPOSITION

The Committee must have at least three members who are Directors of the Company.

It is chaired by an independent Director and consists of a majority of independent Directors.

The Chairman of the Board is involved in the Committee's work, except with regard to issues concerning him/her.

## ROLE

The role of the Governance, Appointments and Remuneration Committee is to:

### Board of Directors:

- submit proposals to the Board of Directors concerning the appointment or reappointment of Directors taking into account the goal of balanced composition of the Board of Directors satisfying the recommendations of the Afep-Medef Code and ensuring implementation of the Director selection procedure as outlined in the appendix
- submit proposals to the Board of Directors concerning the creation and composition of the Board Committees
- conduct from time to time an assessment of the structure, size and composition of the Board of Directors and make recommendations to it concerning any possible alterations
- review from time to time the criteria used by the Board to qualify a Director as independent; examine every year the individual status of each Director or Director candidate based on the independence criteria adopted.

### Chairman, Chief Executive Officer and the Deputy Chief Executive Officer(s):

- examine, as and when required, including upon the expiry of the relevant terms in office, whether to reappoint the Chairman, the Chief Executive Officer and Deputy Chief Executive Officers
- review succession planning, at least every two years, for executive officers applicable in particular in the event of the unexpected vacation of their office
- examine the individual remuneration of the Chairman, the Chief Executive Officer and Deputy Chief Executive Officers and make the corresponding recommendations to the Board
- propose the remuneration of the Vice-Chairman/Vice-Chairmen
- examine and propose to the Board of Directors the amount and scale for apportioning the remuneration allotted to the Directors and to the Committee members
- examine Executive Management's proposals concerning the general policy for the award of stock options and the general policy on incentives.

### Company's representatives on the Board of Directors or Supervisory Board of third-party companies:

- appoint the Company's representatives to the Board of Directors or Supervisory Board of third-party companies.

### Governance:

- inform the Board as to whether the roles of Chairman and Chief Executive Officer should be combined or separated
- examine changes in corporate governance rules, especially those affecting the Code to which the Company refers and inform the Board thereof; monitor application of the corporate governance rules laid down by the Board of Directors and ensure shareholders are kept abreast of this issue
- prepare the evaluation of the effectiveness of the Board of Directors
- prepare for Board decisions concerning updates to its Rules of Procedure.

The Committee Chairman makes the Board aware of his/her recommendations.

## ORGANISATION OF TASKS

The Committee meets at least once every year, at the request of the Chairman. The Committee meets in advance of the approval of the agenda for the Annual General Meeting, to review the draft resolutions to be submitted to it and falling within its authority.

A Committee member may not take part in voting when, where appropriate, the Committee is considering his/her reappointment or remuneration.

## INVESTMENTS AND SHAREHOLDINGS COMMITTEE

### COMPOSITION

The Committee must have at least three members who are Directors of the Company.

### ROLE

The Committee issues an opinion on proposed investments and disposals presented to it by Peugeot Invest's Executive Management, before formal approval is given to them by the Board of Directors, where the sums invested exceed the upper limit set by the Board of Directors. For this purpose, it reviews all aspects of the transactions and makes sure that they are consistent with Peugeot Invest's strategy, meet its

investment criteria and are compatible with its financial position. Treasury investments and portfolio investment securities are not covered by this procedure.

In addition, on behalf of the Board of Directors, the Committee monitors the activities of companies in which Peugeot Invest, Peugeot Invest Assets and Peugeot Invest UK Ltd have a shareholding. For this purpose, the Committee keeps track of the activities and results of shareholdings, analyses their strategy and recommends the position to be adopted on decisions proposed to the governing bodies of the portfolio holdings when Peugeot Invest, Peugeot Invest Assets or Peugeot Invest UK Ltd is represented directly or indirectly on the Board of Directors or Supervisory Board of said shareholdings.

The Committee also aims to assist the Board on ESG issues to ensure that the Company plans ahead as effectively as possible for the associated risks and opportunities. For this purpose, the Committee reviews Peugeot Invest's ESG strategy and commitments to make sure these are aligned with its business-specific challenges and objectives and formulates proposals for the Board in this regard. As part of this process, it:

- monitors and tracks the ESG initiatives taken by Peugeot Invest and assesses their main outcomes
- reviews the ESG policies implemented by shareholdings
- ensures due diligence procedures were complied with in connection with planned investments and disposals, and
- reviews non-financial information and monitors the ratings obtained from non-financial rating agencies.

## ORGANISATION OF TASKS

The Committee meets when convened by its Chairman as many times as necessary and at least twice a year.

## FINANCIAL AND AUDIT COMMITTEE

### COMPOSITION

The Committee must have at least three members who are non-executive Directors of the Company.

It is chaired by an independent Director, and at least two-thirds of its members must be independent.

The members must possess financial or accounting skills and knowledge.

## ROLE

The Financial and Audit Committee is responsible for preparing for decisions on financial and accounting matters to be made by the Board of Directors.

Without prejudice to the authority of the Board of Directors and Executive Management, the Committee has particular responsibility for monitoring:

- **preparation of financial reporting.**

It examines the parent-company financial statements of Peugeot Invest and of its subsidiaries Peugeot Invest Assets and Peugeot Invest UK Ltd, and also Peugeot Invest's consolidated financial statements, prior to meetings of the Board of Directors responsible for approving the annual or interim financial statements. It studies any plans to introduce new accounting frameworks or change accounting methods and keeps track of accounting standards. It makes sure that accounting and financial information is produced in line with the statutory requirements, the recommendations of the regulatory authorities and the Company's internal procedures

- **effectiveness of internal control and risk management systems.**

It ensures that there is a process for identifying and analysing risks liable to have an impact on financial and accounting information. It oversees introduction of the process and makes sure that remedial measures are implemented to rectify shortcomings identified. It examines the insurance policy adopted

- **process for distinguishing between non-regulated agreements and related-party agreements.**

It ensures a process is in place to identify and establish agreements which agreements should undergo the procedure for related-party agreements so as to distinguish them from so-called "non-regulated agreements", which are ordinary agreements entered into at arm's length. Before every financial year-end, the Committee is given a list of non-regulated agreements in force and reviews whether each one can still be considered as ordinary and as having been entered into at arm's length. Where one of these agreements

no longer satisfies the aforementioned criteria, the Committee refers the matter to the Board of Directors. The Board may then reclassify the agreement as a related party agreement, approve it and submit it for ratification at the following General Meeting, subject to the Statutory Auditors' report on related-party agreements

- **statutory audit of the annual financial statements and the consolidated financial statements by the Statutory Auditors.**

It examines the conclusions reached by the Statutory Auditors based on their procedures and ensures that their recommendations are implemented. The Committee, which must be given access to all the information it requires, may meet with the Statutory Auditors of Peugeot Invest, Peugeot Invest Assets and Peugeot Invest UK Ltd, separately from the Executive Management team. It examines the main points of the investor relations policy

- **independence of the Statutory Auditors.**

It conducts the selection procedure for the Statutory Auditors, in preparation for decisions to be made by the Board of Directors, and makes sure they are independent. It issues a recommendation concerning the Statutory Auditors proposed for appointment at the Annual General Meeting. It reviews their audit fees.

## ORGANISATION OF TASKS

The Committee meets at least twice a year prior to the approval of the annual and interim results, where necessary with the assistance of any modern communication system.

For this purpose, a schedule of Committee meetings is drawn up by the Board of Directors, without prejudice to the stipulations of these Rules of Procedure as to how meetings of the Committees may be convened.

## Charter of the members of the Board of Directors

### KNOWLEDGE OF AND COMPLIANCE WITH THE REGULATIONS

Before accepting the duties of a member of the Board of Directors, all candidates must make sure that they are aware of the general and specific obligations incumbent on Directors or non-voting Board observers. In particular, they must familiarise themselves with the provisions of law and the regulations in force concerning their duties, the Company's Articles of Association, the recommendations of the Afep-Medef Corporate Governance Code and these Rules of Procedure. They must ensure that they abide by these rules, especially those concerning:

- the powers of the Board of Directors
- the total number of appointments that may be held simultaneously
- incompatibilities and incapacity
- agreements entered into between a member of the Board of Directors and the Company
- the prevention of insider dealing and the obligations to disclose transactions in the Company's shares.

Peugeot Invest's Articles of Association and this charter must be given to them before their duties commence. Accepting the appointment as a Director or non-voting Board observer automatically requires compliance with this charter.

### OWNERSHIP OF A MINIMUM NUMBER OF SHARES

Each Director must hold in his/her own name at least ten Peugeot Invest shares throughout his/her term in office.

The shares in the Company held by a Director for personal purposes and for his/her spouse (where not legally separated), unemancipated child or through any other third parties, must be held in registered form: either directly with the Company itself or its agent (Caceis) or through an intermediary, the contact details of which must be provided to the Board Secretary.

### DUTY TO ACT IN THE INTERESTS OF THE COMPANY AND DUTY OF LOYALTY

Every member of the Board of Directors represents all the Company's shareholders and must act in the interests of the Company in all circumstances.

Every member of the Board of Directors must inform the Board of Directors of any potential or actual conflicts of interest with Peugeot Invest. He/she will refrain from participating in the corresponding vote.

For this purpose, each member of the Board of Directors must provide a solemn declaration concerning the actual or potential conflict of interest:

- a) upon taking office
- b) every year in response to a request made by the Company for the preparation of the Universal Registration Document
- c) at any time should the Chairman so request
- d) within ten business days following the occurrence of any event making the previous declaration partially or wholly inaccurate.

Every member of the Board of Directors is bound by a duty of loyalty. For this purpose, he/she must not make a personal commitment to a business competing with the Company or its Group, without informing the Board of Directors and having gained its approval.

#### **DUTY OF CARE AND TO ATTEND MEETINGS**

Every member of the Board of Directors must stay informed and devote the requisite time and attention to conducting his/her duties.

Every member of the Board of Directors must endeavour to take part in all meetings of the Board and any Committees on which he/she serves and to attend all General Meetings of the Shareholders.

For transparency's sake, the Universal Registration Document indicates the attendance record of members of the Board of Directors at meetings of the Board and of its Committees.

#### **DIRECTORS' TRAINING**

Members of the Board of Directors must possess highly extensive knowledge of the Company's specific characteristics, its business activities and its business lines.

Upon his/her appointment and throughout his/her term in office, every Director may receive the training deemed necessary for the conduct of his/her duties.

This training is arranged and offered by the Company, which bears the associated cost.

#### **DUTY OF DISCRETION AND PROFESSIONAL SECRECY**

Generally speaking, all the files considered at meetings of the Board of Directors and the information gathered during or outside Board meetings are confidential without any exceptions, irrespective of whether the information gathered has been presented as confidential by the Chairman.

Aside from the duty of discretion provided for by the provisions of law and the regulations in force, every member of the Board of Directors must consider themselves bound by professional secrecy.

Accordingly,

- a member of the Board of Directors may not use, in whole or in part, the information to which he/she is made privy during his/her term in office or disclose it to a third party for any reason whatsoever
- Board members undertake not to engage in individual discussions outside the internal decision-making processes of the Board of Directors concerning the matters raised at its meetings and about the opinions expressed by each Board member
- all members must take any appropriate action to ensure that this confidentiality is maintained, especially by taking measures to secure the files and documents provided.

This information loses its confidential status and personal nature once it has been made public by the Company in any manner whatsoever.

These confidentiality requirements also apply to any person invited to attend meetings of the Board and the Board Committees.

#### **STOCK MARKET CODE OF ETHICS**

##### **PRINCIPLES**

Every member of the Board of Directors is, in the normal course of his/her duties, regularly privy to inside information, which has the following characteristics:

- it is precise
- it is not publicly available
- it concerns the Company or any company in its Group, its business activities or financial position
- if made public, it would be likely to have a significant effect on the price of the Company's shares (i.e. it is price-sensitive).

Accordingly, every member of the Board of Directors may appear on the lists of insiders drawn up by the Company and made available to the AMF.

Inside information must be used by the member of the Board of Directors solely for the conduct of his/her duties. It must not be disclosed in any circumstances to a third party outside the scope of his/her duties as a Director for purposes other, or for activities other than those for which it was held.



Every member of the Board of Directors must refrain from entering personally or through a third party into transactions in shares of the Company for as long as they hold, by virtue of his/her duties or presence at a meeting of the Board or a Committee, information that has not yet been made public and that may influence the share price.

It is each member of the Board of Directors' personal responsibility to assess whether information to which he/she is privy constitutes inside information and, accordingly, to decide whether he/she may or should refrain from using or disclosing the information or trading or commissioning any transaction in the Company's shares.

### PROHIBITED PERIODS

During the period prior to publication of any inside information to which they are privy, the members of the Board of Directors, given their status as insiders, must refrain, pursuant to the law, from entering into any transactions in the Company's shares.

In addition, they are not permitted, in accordance with the AMF's recommendations, to enter into any transaction in the Company's shares during the 30-day period prior to the date of the press releases containing the full-year and the interim results.

The schedule of these announcements will be provided to members of the Board of Directors at the beginning of every year.

### INSIDER DEALING

Members of the Board of Directors are informed about the provisions in force concerning the possession of inside information and insider dealing in Article L. 465-1 et seq. of the French Monetary and Financial Code and Article 8 et seq. of Regulation (EU) No. 596/2014 of 16 April 2014 on market abuse.

### DUTY TO DECLARE TRANSACTIONS IN THE COMPANY'S SHARES

In accordance with the applicable regulations, the members of the Board of Directors and connected persons, as defined by decree, must make a declaration to the AMF of acquisitions, disposals, subscriptions for or exchanges of shares in the Company, as well as transactions in related financial instruments, where the aggregate amount of these transactions exceeds €20,000 in the current year.

Members of the Board of Directors and connected persons must send their declarations to the AMF electronically within three trading days following execution of the transaction.

Persons making a declaration to the AMF must send a copy of their declaration to the Secretary of the Board of Directors.

The declarations are then made available online on the AMF's website, and an annual summary is provided in the Company's Universal Registration Document.

### PROHIBITED TRANSACTIONS

The members of the Board of Directors are prohibited from entering into any short or deferred settlement transactions in any financial instruments related to shares issued by the Company.

### ALTERATIONS TO THE RULES OF PROCEDURE

The Rules may be amended at any time by the Board by means of a simple majority vote by Directors present or represented.



## 2.10 Corporate officers' remuneration

This section presents the remuneration policy and disclosures concerning Peugeot Invest's corporate officers. It includes:

- the 2021 remuneration policy for the corporate officers requiring the prior approval of the shareholders (ex ante say on pay)
- the executive officer remuneration paid out during 2020 or allocated for 2020 requiring shareholders' approval (ex post say on pay)
- the remuneration report presenting the disclosures required by Article L. 22-10-9(1) of the French Commercial Code requiring shareholders' approval (ex post say on pay)
- additional remuneration disclosures presented in accordance with the summary tables recommended by the Afep-Medef Code.

### **2021 remuneration policy for the corporate officers requiring the prior approval of the shareholders (ex ante say on pay)**

Pursuant to Article L. 22-10-8 of the French Commercial Code, the Board of Directors presents the principles and criteria applied in the determination, allocation and award of fixed salary, bonuses and exceptional payments making up the total remuneration and benefits of any kind to corporate officers.

Shareholders will be asked at the Annual General Meeting of 12 May 2021 to approve the remuneration policy for executive officers for 2021, approved by the Board of Directors on 24 March 2021 on the recommendation of the Governance, Appointments and Remuneration Committee.

For this purpose, three separate resolutions concerning the 2021 remuneration policy will be submitted for shareholders' approval covering:

- the members of the Board of Directors (Resolution 13)
- Robert Peugeot, for his duties as Chairman of the Board (Resolution 14)
- Bertrand Finet for his duties as Chief Executive Officer (Resolution 15).

In accordance with the provisions of Article L. 22-10-8(III) of the French Monetary and Financial Code, the Board of Directors may, on the recommendation of the Governance, Appointments and Remuneration Committee, depart temporarily from the remuneration policy for executive officers in exceptional circumstances and insofar as the changes made would be in the best interest of the Company and necessary to safeguard its ongoing survival or viability. The restrictions on using this exemption are as follows:

- only the annual bonus and long-term incentives in the form of bonus share allotments may be altered
- the ability to alter these plans must be used to reset the performance criteria to be met for this remuneration to be granted
- only major events affecting the markets or a radical shift in the Company's strategy would justify use of this option.

Other than within the restrictions listed above, the Board of Directors may not alter the remuneration policy for corporate officers without obtaining shareholders' approval at the General Meeting.

In any event, if this option to make alterations were to be used, the sole purpose thereof must be to ensure that executive officers' remuneration reflects both their performance and that of Peugeot Invest.

If the Annual General Meeting on 12 May 2021 does not approve these resolutions, remuneration for 2021 will be determined in accordance with the remuneration allocated for the previous year or, where no remuneration was allocated for the previous year, in accordance with the Company's customary practice.

2.10

## 2021 REMUNERATION POLICY FOR MEMBERS OF THE BOARD OF DIRECTORS

The annual amount of remuneration allotted to Directors and the remuneration policy for Directors are laid down by the Board of Directors on the recommendation of the Governance, Appointments and Remuneration Committee and are submitted for approval at the General Meeting.

Accordingly, a resolution will be proposed at the General Meeting of 12 May 2021 to approve the 2021 remuneration policy for members of the Board of Directors as presented below.

The Board of Directors laid down at its meeting on 24 March 2021 the principles applicable to remuneration for members of the Board of Directors in respect of 2021, including arrangements for the variable allocation to outweigh the fixed sum as recommended by the Afep-Medef Code.

The annual remuneration paid to the Chairman, Vice-Chairman and Vice-Chairwoman consists of a fixed sum of €25,000, whereas the Directors receive an annual fixed sum of €20,000. The non-voting Board observers receive a fixed sum of €35,000, but no variable allocation.

The variable allocation for members of the Board of Directors other than non-voting observers stands at €4,000 per Board meeting attended, subject to an upper limit of eight meetings per year, or a maximum amount of €32,000 p.a.

Each Committee member receives €2,000 p.a. in fixed remuneration, plus a variable allocation of €3,500 per Committee meeting attended, with the variable allocation capped:

- at €10,500 (three meetings) for the Governance, Appointments and Remuneration Committee and the Financial and Audit Committee
- at €17,500 (five meetings) for the Investments and Shareholdings Committee.

The Chairman of each Committee receives a fixed sum of €10,000.

For participation by phone in a meeting of the Board of Directors, the variable allocation for the meeting is halved from the second meeting attended by phone, unless the Board of Directors decides otherwise. For participation by phone in a meeting of a Board Committee, the variable allocation for the meeting no longer applies from the second meeting attended by phone, unless the Board of Directors decides otherwise.

## 2021 EXECUTIVE OFFICER REMUNERATION POLICY

The Board of Directors laid down at its meeting on 24 March 2021, on the recommendation of the Governance, Appointments and Remuneration Committee, the remuneration policy for executive officers in respect of 2021, which will be approved by shareholders at the General Meeting of 12 May 2021.

### ROBERT PEUGEOT'S REMUNERATION FOR HIS DUTIES AS CHAIRMAN OF THE BOARD

On the recommendation of the Governance, Appointments and Remuneration Committee, the Board of Directors decided at its meeting of 24 March 2021 to set Robert Peugeot's remuneration for his duties as Chairman of the Board at a gross fixed annual sum of €320,000 for the period from 1 January to 31 December 2021.

In addition to this fixed sum, Robert Peugeot will benefit from the 2021 remuneration policy for members of the Board of Directors, which comprises:

- a fixed annual sum of €25,000 for his role as Chairman
- as for all Directors, a variable allocation of €4,000 per Board of Directors meeting attended, subject to a cap of eight meetings per year, or a maximum amount of €32,000 p.a.
- as for all Directors belonging to a Board Committee, a fixed sum of €2,000 p.a. for each Committee to which he belongs, plus a variable allocation of €3,500 per Committee meeting attended, with the variable allocation capped:
  - at €10,500 (three meetings) for the Governance, Appointments and Remuneration Committee and the Financial and Audit Committee
  - at €17,500 (five meetings) for the Investments and Shareholdings Committee
- as for all Directors chairing a Committee, a fixed sum of €10,000 for each Committee he chairs

Note that for participation by phone in a meeting of the Board of Directors, the variable allocation for the meeting is halved from the second meeting attended by phone, unless the Board of Directors decides otherwise. For participation by phone in a meeting of a Board Committee, the variable allocation for the meeting no longer applies from the second meeting attended by phone, unless the Board of Directors decides otherwise.

Lastly, Robert Peugeot has the use of a company car, receives the early September bonus and the incentive plan covering all the Company's employees, and is a member of the defined contribution supplementary pension plan in force at the Company.

In addition to the remuneration presented above allocated for his duties at Peugeot Invest, Robert Peugeot receives for 2021 remuneration for his duties as a Director of Établissements Peugeot Frères, the company controlling Peugeot Invest, and as Chairman of F&P, a company within Peugeot Invest's scope of consolidation.

#### **BERTRAND FINET'S REMUNERATION FOR HIS DUTIES AS CHIEF EXECUTIVE OFFICER**

On the recommendation of the Governance, Appointments and Remuneration Committee, the Board of Directors laid down at its meeting of 24 March 2021 Bertrand Finet's remuneration policy for 2021, as Chief Executive Officer:

- a gross fixed annual salary of €720,000
- a target annual bonus of €360,000 gross (or 50% of fixed salary), which may be increased up to a maximum of €468,000 gross (or 65% of fixed salary), to be paid in 2022 provided that the following qualitative and quantifiable targets are met:
  - €144,000 (i.e., 40% of the target bonus) linked to attainment of three qualitative criteria:
    - €72,000 linked to the sourcing of new investments
    - €43,200 linked to presentation of a 3-year strategic plan and its approval by the Board of Directors
    - €28,800 linked to roll-out of the ESG roadmap

- €216,000 (i.e., 60% of the target bonus) linked to attainment of quantifiable criteria, which may be increased to €324,000 in the event of above-target performance:
  - €108,000 linked to Peugeot Invest's Investment NAV return relative to that of the Eurostoxx 600 index on a dividend reinvested basis, which may be increased to €162,000 in the event of above-target performance: if the return exceeds that of the Eurostoxx 600 index, this portion is triggered on a straight-line basis, with the €108,000 award reached for a return of 4%, it being stipulated that an additional amount not exceeding €54,000 will vest for above-target performance on a straight-line basis between 4% and 6%
- €108,000 linked to the absolute Peugeot Invest's Investment NAV return, which may be increased to €162,000 in the event of above-target performance: if the return is positive, this portion is triggered on a straight-line basis, with the €108,000 award reached for a return of 5%, it being stipulated that an additional amount not exceeding €54,000 will vest for above-target performance on a straight-line basis between 5% and 7%.

In addition, on the recommendation of the Governance, Appointments and Remuneration Committee, the Board of Directors at its meeting of 24 March 2021 allotted Bertrand Finet 9,963 performance shares valued for accounting purposes at €936,024, representing 130% of his annualised fixed remuneration for 2021. These performance shares are subject to a condition of continuing service tested at 24 March 2024 and the following performance conditions:

- **ESG criterion:** the final vesting of 15% of the shares allotted depends on:
  - roll-out of the 2020-23 roadmap, which carries a 5% weighting
  - the rating awarded to Peugeot Invest by a non-financial rating agency, which carries a 5% weighting
  - implementation of sustainable investments, which carries a 5% weighting
- **absolute performance criterion:** final vesting of 40% of the shares awarded depends on Peugeot Invest's NAV return per share over the period from 1 January 2021 to 31 December 2023:

Annualised NAV return per share over the period	Proportion of shares definitively vesting linked to the absolute performance criterion
Over 5%	100%
Between 2.5% and 5%	Between 0% and 100% (straight-line vesting)
Less than 2.5%	0%

- **performance criterion relative to the Eurostoxx 600 index:** final vesting of 22.5% of the shares awarded depends on Peugeot Invest's Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis over the period from 1 January 2021 to 31 December 2023:

Annualised Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis	Proportion of shares definitively vesting linked to the relative performance criterion
Over 150bp	100%
Between 0bp and 150bp	Between 0% and 100% (straight-line vesting)
Less than 0bp (negative return)	0%

- **Performance criterion relative to a sample of eight comparator companies:** final vesting of 22.5% of the shares awarded depends on Peugeot Invest's Investment NAV return per share compared with the annualised shareholder return of a sample of comparator companies over the period from 1 January 2021 to 31 December 2023:

Annualised Investment NAV return per share relative to the sample's annualised shareholder return	Proportion of shares definitively vesting linked to the comparator company relative performance criterion
Above the bottom end of the top quartile	100%
Between the median and the bottom end of the top quartile	Between 0% and 100% (straight-line vesting)
Below the sample average	0%

Severance pay will be awarded to Bertrand Finet, should his office be terminated by the Board for a reason other than serious misconduct. This benefit will amount to a maximum of 2 years' fixed salary and bonus provided that he has fulfilled the qualitative and quantifiable performance criteria governing payment of his bonus over the previous two years.

Lastly, Bertrand Finet has the use of a company car, receives the early September bonus and the incentive plan for all the Company's employees, qualifies for the benefit of GSC unemployment insurance, the contributions for which are paid by the Company, and is a member of the defined contribution supplementary pension plan in force at the Company.

**Executive Officer remuneration paid out  
during 2020 or allocated for 2020 requiring  
shareholders' approval (ex post say on pay)**

As specified in the provisions of Article L. 22-10-34(II) of the French Commercial Code, the fixed salary, bonus and exceptional components making up total remuneration paid during or allocated for the previous financial year to each of the Company's executive officers, are submitted for shareholders' approval.

At the Annual General Meeting of 12 May 2021, shareholders will be given a retrospective say on the remuneration paid during or allocated for 2020 to each of the Company's executive officers, namely:

- Robert Peugeot, for his duties initially as Chairman and Chief Executive Officer, then as Chairman of the Board, and
- Bertrand Finet, for his duties initially as Deputy Chief Executive Officer, then as Chief Executive Officer.

If the General Meeting of 12 May 2021 fails to approve these resolutions, the bonus and exceptional remuneration will not be paid to the relevant executive officer.

## SHAREHOLDERS' APPROVAL OF THE REMUNERATION PAID DURING OR ALLOCATED FOR 2020 TO ROBERT PEUGEOT

Remuneration subject to the vote	Amounts paid during 2020 <sup>(1)</sup>	Amounts allocated for 2020 or book value <sup>(2)</sup>	Presentation
Fixed salary	€453,334	€453,334	Gross fixed salary of €453,334 (€266,667 for the period from 1 January to 31 May 2020 for his duties as Chairman and Chief Executive Officer and €186,667 for the period from 1 June to 31 December 2020 for his duties as Chairman of the Board of Directors) set by the Board of Directors on 25 March 2020 for 2020 and paid in full during 2020.
Annual bonus	N/A	N/A	Robert Peugeot does not receive any annual bonus.
Deferred bonuses, long-term incentives or exceptional payments	N/A	N/A	Robert Peugeot does not receive any deferred bonuses, long-term incentives or exceptional payments.
Performance shares allotted in 2020	N/A	€1,280,002 (IFRS value)	Robert Peugeot was awarded performance shares in 2020 subject to the following conditions: <b>Authorisation:</b> Ordinary and Extraordinary General Meeting of 17 May 2018. <b>Allotment decision:</b> Board of Directors' meeting on 25 March 2020. <b>Vesting period:</b> from 25 March 2020 to 25 March 2023. <b>Lock-up period:</b> no lock-up period, with shares available for sale from 25 May 2023. Even so, at least 50% of the shares vesting must be held while his duties as corporate officer continue, subject to an upper limit of two years' gross fixed annual salary. <b>Number of shares:</b> 30,047, representing 0.121% of Peugeot Invest's share capital at 31 December 2020 and 282.35% of Robert Peugeot's fixed salary and bonus. <b>Final vesting</b> subject to a continuing service condition to be tested at 25 May 2023 and performance conditions <sup>(3)</sup> .
Performance shares that definitively vested in 2020	N/A	€469,832 (value based on initial share price on the date of their final vesting)	The performance shares allocated to Robert Peugeot vested definitively subject to the following arrangements: <b>Authorisation:</b> Ordinary and Extraordinary General Meeting of 3 May 2016. <b>Allotment decision:</b> Board of Directors' meeting on 9 March 2017. <b>Vesting period:</b> from 9 March 2017 to 9 March 2020. <b>Lock-up period:</b> no lock-up period, with shares available for sale from 9 March 2020. Even so, at least 50% of the shares vesting must be held while his duties as corporate officer continue, subject to an upper limit of two years' gross fixed annual salary. <b>Number of shares:</b> 5,508 or 0.022% of Peugeot Invest's share capital at 31 December 2020. <b>Final vesting</b> subject to a continuing service condition to be tested at 9 May 2020 and performance conditions <sup>(4)</sup> .
Peugeot Invest's Director's remuneration	€74,000	€74,000	As stated in the Rules of Procedure on Directors' remuneration, Robert Peugeot received €74,000 for 2020 for serving as a Director of Peugeot Invest, which was paid in full in 2020. Of this amount, the fixed allocation was €35,000 and variable allocation €39,000.
Measurement of benefits in kind	N/A	€2,796	Company car.
Other benefits	€12,387	€12,571	Early September bonus and incentive.
Severance pay	N/A	N/A	Robert Peugeot is not eligible for any severance pay.
Non-compete indemnity	N/A	N/A	Robert Peugeot is not eligible for any non-compete indemnity.
Supplementary pension plan	N/A	N/A	Like Bertrand Finet, Robert Peugeot is a member of the defined-contribution supplementary pension plan in force in the Company. Contributions to the plan, which are paid to an insurer, are based on remuneration up to eight times the French Social Security cap (€329,088 in 2020). The contributions paid by the Company for Robert Peugeot's benefit stood at €18,108 in 2020.



- (1) The remuneration paid during 2020 reflects the cash payments actually made, irrespective of the year to which such remuneration relates.
- (2) The remuneration allocated for 2020 reflects the shares and/or cash components, triggered by the duties performed in 2020, but the number and/or amount of which had not yet been determined definitively upon their award and which as appropriate, were valued for accounting purposes at their date of grant.
- (3) Performance conditions attached to the performance shares awarded to Robert Peugeot in 2020:
  - **ESG criterion:** final vesting of 10% of the shares allotted depends on the proportion of proposed investments completed with effect from 1 January 2020 and until 31 December 2022 incorporating a documented ESG study in the file presented to the Management Committee and/or the Board of Directors to authorise the investment:

Proportion of proposed investments given the go-ahead incorporating an ESG study	Proportion of shares definitively vesting linked to the ESG criterion
Over 80%	100%
Between 50% and 80%	50%
Less than 50%	0%

- **Absolute performance criterion:** final vesting of 35% of the shares awarded depends on Peugeot Invest's NAV return per share over the period from 1 January 2020 to 31 December 2022:

Average annual NAV return per share over the period	Proportion of shares definitively vesting linked to the absolute performance criterion
Over 5%	100%
Between 2.5% and 5%	Between 50% and 100% (straight-line vesting)
Less than 2.5%	0%

- **Relative performance criterion:** final vesting of 55% of the shares awarded depends on Peugeot Invest's Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis over the period from 1 January 2020 to 31 December 2022:

Average annual Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis	Proportion of shares definitively vesting linked to the relative performance criterion
Over 150bp	100%
Between 0bp and 150bp	Between 0% and 100% (straight-line vesting)
Less than 0bp (negative return)	0%

- (4) Performance conditions attached to the performance shares fully vested with Robert Peugeot in 2020:
  - **absolute performance criterion:** final vesting of one-third of the shares awarded if Peugeot Invest's total NAV return averages over 5% p.a. in the period from 31 December 2016 to 31 December 2019
  - **relative performance criterion (straight-line vesting):**
    - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by up to 75bp p.a. over the period from 31 December 2016 to 31 December 2019 (i.e. by 225bp over 3 years)
    - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by over 75bp p.a. and up to 150bp p.a. in the period from 31 December 2016 to 31 December 2019 (i.e. by 450bp over 3 years).

## SHAREHOLDERS' APPROVAL OF THE REMUNERATION PAID DURING OR ALLOCATED FOR 2020 TO BERTRAND FINET

Remuneration subject to the vote	Amounts paid during 2020 <sup>(1)</sup>	Amounts allocated for 2020 or book value <sup>(2)</sup>	Presentation
Fixed salary	€670,000	€670,000	Gross fixed salary of €670,000 (€250,000 for the period from 1 January to 31 May 2020 for his duties as Deputy Chief Executive Officer and €420,000 for the period from 1 June to 31 December 2020 for his duties as Chief Executive Officer) set by the Board of Directors on 25 March 2020 for 2020 and paid in full during 2020.
2020 bonus	N/A	€193,104	<p>Target bonus set at €360,000 (i.e., 50% of his annualised fixed salary as Chief Executive Officer), which may be increased up to a maximum of €468,000 gross (i.e., 65% of his annualised fixed salary) in the event of above-target performance.</p> <p>The bonus is determined using precise qualitative and quantifiable criteria, the choice and weighting of which are approved at the beginning of each year by the Board of Directors on the recommendation of the Governance, Appointments and Remuneration Committee.</p> <p>For 2020, the bonus is subject to the following criteria:</p> <ul style="list-style-type: none"> <li>• €144,000 (i.e., 40% of the target bonus) linked to attainment of three qualitative criteria: <ul style="list-style-type: none"> <li>• €72,000 linked to the sourcing of new investments and the creation of value through portfolio management</li> <li>• €36,000 linked to the development of Peugeot Invest's international profile, especially in Asia</li> <li>• €36,000 linked to the continued implementation of Peugeot Invest's ESG roadmap</li> </ul> </li> <li>• €216,000 (i.e., 60% of the target bonus) linked to attainment of quantifiable criteria, which may be increased to €324,000 in the event of above-target performance: <ul style="list-style-type: none"> <li>• €108,000 linked to Peugeot Invest's Investment NAV return relative to that of the Eurostoxx 600 index on a dividend reinvested basis, which may be increased to €162,000 in the event of above-target performance: if the return exceeds that of the Eurostoxx 600 index, this portion is triggered on a straight-line basis, with the €108,000 award reached for a return of 4%, it being stipulated that an additional amount not exceeding €54,000 will vest for above-target performance on a straight-line basis between 4% and 6%</li> <li>• €108,000 linked to the absolute return on Peugeot Invest's Investment NAV, which may be increased to €162,000 in the event of above-target performance: if the return is positive, this portion is triggered on a straight-line basis, with the €108,000 award reached for a return of 5%, it being stipulated that an additional amount not exceeding €54,000 will vest for above-target performance on a straight-line basis between 5% and 7%.</li> </ul> </li> </ul> <p>At its meeting on 24 March 2021, the Board of Directors discussed, based on the recommendations of the Governance, Appointments and Remuneration Committee, the performance of Bertrand Finet, in his absence, and determined the following level of attainment of the criteria affecting his bonus:</p>

Criterion	Amount	Performance in 2020	Level of attainment	Amount allocated
Project sourcing and value creation	72,000 €	Despite the pandemic, Peugeot Invest was very busy on the investment and disposal front in 2020.	80%	58,000 €
Development of Peugeot Invest's international profile	36,000 €	The ban on foreign travel from March 2020 did not prevent Peugeot Invest from closing investments outside France and continuing to raise its international profile	90%	32,000 €
Implementation of the ESG roadmap	36,000 €	Peugeot Invest's ESG roadmap was introduced with the assistance of a consulting firm and input from its teams, leading to publication of a document outlining core principles	80%	28,800 €
Relative return on the Investment NAV	108,000 to 162,000 €	Investment performance relative to the Eurostoxx 600 index on a dividend reinvested basis achieved outperformance of 2.4%	60.5%	65,240 €
Absolute return on the Investment NAV	108,000 to 162,000 €	The absolute return on the Investments came to 0.4%	8.4%	9,064 €
<b>TOTAL BONUS ALLOCATED FOR 2020</b>				<b>193,104 €</b>

The €193,104 bonus allocated to Bertrand Finet for 2020 and payable in 2021 subject to its ratification by the General Meeting, represents 28.82% of his 2020 fixed salary.

<b>2019 bonus</b>	€237,000	N/A	Bertrand Finet's bonus for 2019 was ratified by the General Meeting of 19 May 2020 and paid, subsequent to this ratification, during 2020.
<b>Deferred bonuses, long-term incentives or exceptional payments</b>	N/A	N/A	Bertrand Finet does not receive any deferred bonuses, long-term incentives or exceptional payments.
<b>Performance shares allotted in 2020</b>	N/A	€936,007 (IFRS value)	<p>Bertrand Finet was awarded performance shares in 2020 subject to the following conditions:</p> <p><b>Authorisation:</b> Ordinary and Extraordinary General Meeting of 17 May 2018</p> <p><b>Allotment decision:</b> Board of Directors' meeting on 25 March 2020</p> <p><b>Vesting period:</b> from 25 March 2020 to 25 March 2023.</p> <p><b>Lock-up period:</b> no lock-up period, with shares available for sale from 25 May 2023. Even so, at least 50% of the shares vesting must be held while his duties as corporate officer continue, subject to an upper limit of two years' gross fixed annual salary.</p> <p><b>Number of shares:</b> 21,972, representing 0.088% of Peugeot Invest's share capital at 31 December 2020 and 139.70% of Bertrand Finet's fixed salary and bonus.</p> <p><b>Final vesting</b> subject to a continuing service condition to be tested at 25 May 2023 and performance conditions <sup>(3)</sup>.</p>

- (1) The remuneration paid during 2020 reflects the cash payments actually made, irrespective of the year to which such remuneration relates.
- (2) The remuneration allocated for 2020 reflects the shares and/or cash components, triggered by the duties performed in 2020, but the number and/or amount of which had not yet been determined definitively upon their award and which as appropriate, were valued for accounting purposes at their date of grant.
- (3) Performance conditions attached to the performance shares awarded to Bertrand Finet in 2020:
  - **ESG criterion:** final vesting of 10% of the shares allotted depends on the proportion of proposed investments completed with effect from 1 January 2020 and until 31 December 2022 incorporating a documented ESG study in the file presented to the Management Committee and/or the Board of Directors to authorise the investment:

Proportion of proposed investments given the go-ahead incorporating an ESG study	Proportion of shares definitively vesting linked to the ESG criterion
Over 80%	100%
Between 50% and 80%	50%
Less than 50%	0%

- **absolute performance criterion:** final vesting of 35% of the shares awarded depends on Peugeot Invest's NAV return per share over the period from 1 January 2020 to 31 December 2022:

Average annual NAV return per share over the period	Proportion of shares definitively vesting linked to the absolute performance criterion
Over 5%	100%
Between 2.5% and 5%	Between 50% and 100% (straight-line vesting)
Less than 2.5%	0%

- **relative performance criterion:** final vesting of 55% of the shares awarded depends on Peugeot Invest's Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis over the period from 1 January 2020 to 31 December 2022:

Average annual Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis	Proportion of shares definitively vesting linked to the relative performance criterion
Over 150bp	100%
Between 0bp and 150bp	Between 0% and 100% (straight-line vesting)
Less than 0bp (negative return)	0%

<b>Performance shares that vested definitively in 2020</b>	N/A	€403,725 (value based on initial share price on the date of their final vesting )	The performance shares awarded to Bertrand Finet vested definitively subject to the following arrangements: <b>Authorisation:</b> Ordinary and Extraordinary General Meeting of 3 May 2016. <b>Allotment decision:</b> Board of Directors' meeting on 9 March 2017. <b>Vesting period:</b> from 9 March 2017 to 9 March 2020. <b>Lock-up period:</b> no lock-up period, with shares available for sale from 9 March 2020. Even so, at least 50% of the shares vesting must be held while his duties as corporate officer continue, subject to an upper limit of two years' gross fixed annual salary. Number of shares: 4,733 or 0.019% of Peugeot Invest's share capital at 31 December 2020. <b>Number of shares:</b> 4,733 or 0.019% of Peugeot Invest's share capital at 31 December 2020. <b>Final vesting</b> subject to a continuing service condition to be tested at 9 May 2020 and performance conditions <sup>(4)</sup> .
<b>Director's remuneration</b>	N/A	N/A	Bertrand Finet has not been appointed as a Director of Peugeot Invest and so does not receive any related remuneration.
<b>Measurement of benefits in kind</b>	N/A	€2,796	Company car.
<b>Other benefits</b>	€12,387	€12,571	Early September bonus and incentive.
<b>Severance pay</b>	N/A	N/A	Should his corporate office be terminated by the Board other than for serious misconduct, Bertrand Finet would receive severance pay amounting to a maximum of 2 years' fixed salary and bonus provided that he has fulfilled the qualitative and quantifiable performance criteria covering the previous two years set by the Board as conditions for payment of his bonus.
<b>Non-compete indemnity</b>	N/A	N/A	Bertrand Finet is not eligible for any non-compete indemnity.
<b>Supplementary pension plan</b>	N/A	N/A	Like Robert Peugeot, Bertrand Finet is a member of the defined-contribution supplementary pension plan in force in the Company. Contributions to the plan, which are paid to an insurer, are based on remuneration up to eight times the French Social Security cap (€329,088 in 2020). The contributions paid by the Company for Bertrand Finet's benefit stood at €18,108 in 2020.
<b>GSC unemployment insurance</b>	N/A	N/A	Bertrand Finet qualifies for the benefit of GSC unemployment insurance, the contributions for which are paid by the Company. The contributions made by the Company stood at €12,958 in 2020.

(4) Performance conditions attached to the performance shares fully vested with Robert Peugeot in 2020:

- **absolute performance criterion:** final vesting of one-third of the shares awarded if Peugeot Invest's total NAV return averages over 5% p.a. in the period from 31 December 2016 to 31 December 2019
- **relative performance criterion (straight-line vesting):**
  - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by up to 75bp p.a. over the period from 31 December 2016 to 31 December 2019 (i.e. by 225bp over 3 years)
  - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by over 75bp p.a. and up to 150bp p.a. in the period from 31 December 2016 to 31 December 2019 (i.e. by 450bp over 3 years)

## Remuneration report Article L. 22-10-9(I)

### disclosures submitted

### for shareholders' approval

As specified in the provisions of Article L. 22-10-34(I) of the French Commercial Code, the Article L. 22-10-9(I) disclosures, including the total remuneration and benefits of any kind making up total remuneration paid during or allocated for the previous financial year to each of the Company's corporate officers, are subject to shareholders' approval.

The General Meeting of 12 May 2021 will be asked to approve the disclosures required by Article L. 22-10-9(I) of the French Commercial Code, as presented below.

If the General Meeting of 12 May 2021 does not approve the resolution, remuneration for members of the Board of Directors will be suspended until a revised remuneration policy is adopted.

**TOTAL REMUNERATION AND BENEFITS OF ANY KIND PAID DURING 2020 OR ALLOCATED FOR THAT YEAR STATING THE RELATIVE PROPORTION OF FIXED AND VARIABLE REMUNERATION (ARTICLE L. 22-10-9(I)(1) AND (2)):**

	Total remuneration paid by Peugeot Invest in 2020 <sup>(1)</sup>				Total remuneration allocated by Peugeot Invest for 2020 <sup>(2)</sup>				Other (including value of performance shares and benefits of any kind)
Corporate officers	Fixed	Variable	% variable vs. fixed	Other	Fixed	Variable	% variable vs. fixed		
Robert Peugeot Chairman of the Board	488,334	39,000	7.99%	15,183 <sup>(3)</sup>	488,334	39,000	7.99%	1,765,201 <sup>(3)</sup>	
Jean-Philippe Peugeot Vice-Chairman and Director	29,000	49,500	170.69%	None	29,000	49,500	170.69%	None	
Marie-Hélène Peugeot-Roncoroni Vice-Chairwoman and Director	29,000	46,000	158.62%	None	29,000	46,000	158.62%	None	
Sophie Banzet-Bérets Director	10,000	32,000	320%	None	10,000	32,000	320%	None	
Georges Chodron de Courcel Director	22,000	39,000	177.27%	None	22,000	39,000	177.27%	None	
Luce Gendry Director	32,000	49,500	154.69%	None	32,000	49,500	154.69%	None	
Anne Lange Director	24,000	49,500	206.25%	None	24,000	49,500	206.25%	None	
Dominique Netter Director	32,000	49,500	154.69%	None	32,000	49,500	154.69%	None	
Armand Peugeot Director	10,000	32,000	320%	None	10,000	32,000	320%	None	
Christian Peugeot Director	22,000	42,500	193.18%	None	22,000	42,500	193.18%	None	
Édouard Peugeot Director	10,000	32,000	320%	None	10,000	32,000	320%	None	
Xavier Peugeot Director	22,000	39,000	177.27%	None	22,000	39,000	177.27%	None	
Marie-Françoise Walbaum Director	24,000	53,000	220.83%	None	24,000	53,000	220.83%	None	
Bertrand Finet Deputy Chief Executive Officer	670,000	237,000	35.37%	15,183 <sup>(4)</sup>	670,000	193,104	28.82%	1,355,099 <sup>(4)</sup>	

(1) The remuneration paid for 2020 reflects the cash payments actually made, irrespective of the year to which such remuneration relates.

(2) The remuneration allocated for 2020 reflects the shares and/or cash components, triggered by the duties performed in 2020, but the number and/or amount of which had not yet vested definitively when they were awarded and which, as a result, have been valued for accounting purposes at their date of grant.

(3) This amount reflects the accounting valuation of the performance shares and benefits of any kind paid to Robert Peugeot during 2020 or allocated to Robert Peugeot for 2020.

(4) This amount reflects the accounting valuation of the performance shares and benefits of any kind paid to Bertrand Finet during 2020 or allocated to Bertrand Finet for 2020.

### BONUS CLAWBACK OPTION (ARTICLE L. 22-10-9(I)(3))

The Company did not attempt to claw back any bonuses paid previously during 2020.

### SIGN-ON, TERMINATION OR CHANGE OF DUTIES COMMITMENTS GIVEN BY THE COMPANY (ARTICLE L. 22-10-9(I)(4))

Robert Peugeot and Bertrand Finet are both members of the defined-contribution supplementary pension plan in force in the Company. Contributions to the plan, which are paid to an insurer, are based on remuneration up to eight times the French Social Security cap (€329,088 in 2020). The contributions made by the Company stood at €36,216 in 2020.

In addition, severance pay will be awarded to Bertrand Finet, should his appointment be terminated by the Board for a reason other than serious misconduct. This benefit

will amount to a maximum of two years' fixed salary and bonus provided that he has fulfilled the qualitative and quantifiable performance criteria governing payment of his bonus over the previous two years.

Bertrand Finet also qualifies for the benefit of GSC unemployment insurance, the contributions for which are paid by the Company. The contributions made by the Company stood at €12,958 in 2020.

### REMUNERATION PAID DURING OR ALLOCATED BY A COMPANY INCLUDED IN THE SCOPE OF CONSOLIDATION AS DEFINED IN ARTICLE L. 233-16 (ARTICLE L. 22-10-9(I)(5))

The only remuneration paid during or allocated for a company included in Peugeot Invest's scope of consolidation to a Peugeot Invest corporate officer is the remuneration paid by F&P SAS to Robert Peugeot for serving as Chairman, which amounted to €52,289 in 2020.

### RATIOS OVER FIVE YEARS BETWEEN THE REMUNERATION OF EACH OF THE EXECUTIVE OFFICERS AND THE AVERAGE AND MEDIAN REMUNERATION RECEIVED BY EMPLOYEES AND ANNUAL TRENDS OVER FIVE YEARS IN EXECUTIVE OFFICER REMUNERATION, COMPANY PERFORMANCE, MEAN EMPLOYEE PAY AND RATIOS REQUIRED (ARTICLE L. 22-10-9(I)(6) AND (7))

	2016	2017	2018	2019	2020
<b>Company's performance</b>					
Annual NAV return per share	+ 6%	+ 18%	- 3%	+ 19%	+ 0%
<b>Employees' pay</b>					
Average percentage change in employees' mean pay	+ 29%	+ 20%	+ 14%	+ 7%	+ 11%
Median percentage change in employees' median pay	+ 3%	+ 10%	+ 26%	+ 21%	+ 11%
<b>Robert Peugeot's remuneration and corresponding ratios</b>					
Changes in Robert Peugeot's remuneration	+ 40% <sup>(1)</sup>	+ 27%	+ 35%	+ 20%	- 3%
Ratio relative to employees' mean pay	x 6.27	x 6.64	x 7.86	x 8.83	x 7.71
<i>i.e., an annual increase in the ratio of</i>	+ 9%	+ 6%	+ 18%	+ 12%	- 13%
Ratio relative to employees' median pays	x 9.60	x 11.07	x 11.87	x 11.76	x 10.29
<i>i.e., an annual increase in the ratio of</i>	+ 37%	+ 15%	+ 7%	- 1%	- 12%
<b>Bertrand Finet's remuneration and corresponding ratios</b>					
Changes in Bertrand Finet's remuneration	N/A <sup>(2)</sup>	N/A <sup>(2)</sup>	+ 22%	+ 15%	+ 17%
Ratio relative to employees' mean pay	N/A <sup>(2)</sup>	x 6.33	x 6.78	x 7.28	x 7.67
<i>i.e., an annual increase in the ratio of</i>			+ 7%	+ 7%	+ 5%
Ratio relative to employees' median pays	N/A <sup>(2)</sup>	x 10.55	x 10.24	x 9.70	x 10.24
<i>i.e., an annual increase in the ratio of</i>			- 3%	- 5%	+ 6%



The ratios presented above in accordance with Article L. 22-10-9(I)(6) and (7) of the French Commercial Code were calculated in line with the Afep's guidelines:

### CALCULATION OF THE NUMERATOR

The remuneration used to calculate the numerator (remuneration of the relevant executive officer) includes all remuneration and benefits of any kind due or allocated for the financial year:

- fixed salary for year n
- annual bonus payable for year n and paid in year n+1
- where appropriate, remuneration for serving as a Director paid for year n
- performance shares allocated for year n (measured at their IFRS value)
- employee savings allocated for year n
- benefits in kind allocated for year n (book value).

So as not to impair the comparability of the ratios, the following components are excluded from the calculation of remuneration: i) severance pay and non-compete indemnities, since they do not represent recurring remuneration, and ii) supplementary pension plans, which represent a post-appointment benefit.

### CALCULATION OF THE DENOMINATOR

The remuneration used to calculate the denominator (pay of employees other than executive officers) includes all remuneration and benefits of any kind due or allocated for the financial year:

- fixed salary for year n
- annual bonus payable for year n and paid in year n+1
- performance shares allocated for year n (measured at their IFRS value)
- employee savings allocated for year n
- benefits in kind allocated for year n (book value).

As for the executive officers, severance pay, non-compete indemnities and supplementary pension plans are excluded from the remuneration calculations. The remuneration of all Peugeot Invest employees other than executive officers (excluding interns and work-study placement students) is counted. It is taken into account on a full-time equivalent and pro-rated where they joined or left the Company during the year.

(1) The introduction of the Company's first bonus share allotment plan in 2016 accounts for the significant increase in Robert Peugeot's remuneration between 2015 and 2016.

(2) Bertrand Finet's appointment as a Deputy Chief Executive Officer began on 1 January 2017, and so he did not receive any remuneration from Peugeot Invest for 2016. The 2016 ratio including the remuneration of Alain Chagnon, Bertrand Finet's predecessor, stands at (i) 4.17x employees' mean pay and (ii) 6.38x employees' median pay. The remuneration received by Bertrand Finet in 2017 was 83% higher than that received by Alain Chagnon, his predecessor, in 2016.

**COMPLIANCE WITH THE REMUNERATION POLICY ADOPTED, STEPS TAKEN TO FACTOR IN THE VOTE BY THE PREVIOUS GENERAL MEETING AND ANY DEPARTURES FROM THE REMUNERATION POLICY (ARTICLE L. 22-10-9(I)(8), (9) AND (10))**

The remuneration of the corporate officers in 2020 is in line with the remuneration policy approved by the General Meeting on 19 May 2020.

**SUSPENSION OF THE DIRECTORS' REMUNERATION SHOULD THE REQUIREMENTS OF THE LAW ON GENDER BALANCE WITHIN THE BOARD NOT BE OBSERVED (ARTICLE L. 22-10-9(I) (11), AS REFERRED TO BY ARTICLE L. 225-45)**

Since the Board's composition complies with the statutory requirements, there is no reason to suspend the remuneration paid to members of the Board of Directors.

**Additional remuneration disclosures: summary tables recommended by the Afep-Medef Code**

TABLE 1

*Summary of remuneration, options and shares allocated to each executive officer*

	2019 (€)	2020 (€)
<b>Robert Peugeot</b>		
Initially as Chairman and Chief Executive Officer then Chairman of the Board of Directors in 2020		
Remuneration due for the financial year (details in table 2)	732,653	542,701
Value of long-term incentive plans granted during the financial year	Not applicable	Not applicable
Value of options granted during the financial year	Not applicable	Not applicable
Value of performance shares granted during the financial year (details in table 6)	1,150,442 (13,786 shares)	1,280,002 (30,047 shares)
<b>TOTAL</b>	<b>1,883,095</b>	<b>1,822,703</b>
<b>Bertrand Finet</b>		
Initially Deputy Chief Executive Officer then Chief Executive Officer in 2020		
Remuneration due for the financial year (details in table 2)	852,153	878,471
Value of long-term incentive plans granted during the financial year	Not applicable	Not applicable
Value of options granted during the financial year	Not applicable	Not applicable
Value of performance shares granted during the financial year (details in table 6)	701,063 (8,401 shares)	936,007 (21,972 shares)
<b>TOTAL</b>	<b>1,553,216</b>	<b>1,814,478</b>

The value of the performance shares allotted during the financial year is calculated using the IFRS 2 method applied in the consolidated financial statements. It reflects Peugeot Invest's share price at the date of allotment of the performance shares, less the estimated value of dividend payments over the following three years. This measurement does not factor in any uncertainty related to the risk that the performance conditions will not be achieved. Accordingly, the final cost at the end of the plan may differ significantly.

TABLE 2

## Summary of each executive officer's remuneration

	2019		2020	
	Amount allocated (€)	Amounts paid (€)	Amount allocated (€)	Amounts paid (€)
<b>Robert Peugeot<sup>(1)</sup></b> Initially as Chairman and Chief Executive Officer then as Chairman of the Board of Directors in 2020				
<i>Fixed salary</i>	640,000	640,000	453,334	453,334
<i>Bonus</i>	None	None	None	None
<i>Exceptional payments</i>	None	None	None	None
<i>Director's remuneration</i>	77,500	77,500	74,000	74,000
<i>Benefits in kind (vehicle)</i>	2,796	2,796	2,796	2,796
<i>Other benefits (early September bonus and incentive)</i>	12,357	10,133	12,571	12,387
<b>TOTAL</b>	<b>732,653</b>	<b>730,429</b>	<b>542,701</b>	<b>542,517</b>
<b>Bertrand Finet</b> Initially as Deputy Chief Executive Officer then as Chief Executive Officer in 2020				
<i>Fixed salary</i>	600,000	600,000	670,000	670,000
<i>Bonus</i>	237,000	102,000	193,104	237,000
<i>Exceptional payments</i>	None	None	None	None
<i>Director's remuneration</i>	None	None	None	None
<i>Benefits in kind (vehicle)</i>	2,796	2,796	2,796	2,796
<i>Other benefits (early September bonus and incentive)</i>	12,357	10,133	12,571	12,387
<b>TOTAL</b>	<b>852,153</b>	<b>714,929</b>	<b>878,471</b>	<b>922,183</b>

(1) In addition to his remuneration for his duties at Peugeot Invest, Robert Peugeot received from F&P, a company in Peugeot Invest's scope of consolidation, €52,289 in remuneration in 2020 for serving as its Chairman.

TABLE 3

*Table of remuneration received by each member of the Board of Directors*

Board members	Amounts allocated and paid in 2019 (€)		Amounts allocated and paid in 2020 (€)	
	Peugeot Invest	EPF <sup>(1)</sup>	Peugeot Invest <sup>(2)</sup>	EPF <sup>(1)</sup>
Robert Peugeot	77,500	47,000	74,000	47,000
Jean-Philippe Peugeot	82,000	68,000	78,500	71,000
Marie-Hélène Peugeot-Roncoroni	82,000	53,000	75,000	56,000
Sophie Banzet-Béréts	None	None	42,000	None
Georges Chodron de Courcel	64,500	None	61,000	None
Luce Gendry	81,500	None	81,500	None
Anne Lange	70,000	None	73,500	None
Dominique Netter	81,500	None	81,500	None
Armand Peugeot	None	None	42,000	None
Christian Peugeot	61,000	71,000	64,500	74,000
Édouard Peugeot	None	None	42,000	None
Xavier Peugeot	61,000	39,000	61,000	39,000
Marie-Françoise Walbaum	77,000	None	77,000	None
<b>TOTAL</b>	<b>738,000</b>	<b>278,000</b>	<b>853,500</b>	<b>287,000</b>

(1) This refers to Établissements Peugeot Frères (EPF), which controls the Company.

(2) The Board of Directors decided as a result of the pandemic situation not to make any distinction regarding 2020 Directors' remuneration between physical attendance and attendance by phone.

TABLE 4

*Stock options granted during the year  
to each executive officer*

Not applicable.

TABLE 5

*Stock options exercised during the year by each  
executive officer*

Not applicable.

TABLE 6

*Performance shares allotted during the year to each executive officer*

	<b>Robert Peugeot,</b> Initially as Chairman and Chief Executive Officer then Chairman of the Board of Directors in 2020	<b>Bertrand Finet,</b> Initially as Deputy Chief Executive Officer then as Chief Executive Officer in 2020
<b>No. and date of plan</b>	Plan no. 5 of 25 March 2020	Plan no. 5 of 25 March 2020
<b>Number of shares allotted during year</b>	30,047	21,972
<b>Value of shares based on the method adopted in the consolidated financial statements</b>	€1,280,002	€936,007
<b>Vesting date</b>	25/03/2023	25/03/2023
<b>Availability date</b>	25/03/2023	25/03/2023
<b>Performance conditions</b>	Performance conditions linked to trends in NAV, as set out below: <sup>(1)</sup>	Performance conditions linked to trends in NAV, as set out below: <sup>(1)</sup>

The value of the performance shares allotted during the financial year is calculated using the IFRS 2 method applied for the consolidated financial statements. It reflects Peugeot Invest's share price at the date of allotment of the performance shares, less the estimated value of dividend payments over the following three years. This measurement does not factor in any uncertainty related to the risk that the performance conditions will not be achieved. Accordingly, the final cost at the end of the plan may differ significantly.

(1) Performance conditions attached to the performance shares awarded to Robert Peugeot and Bertrand Finet in 2020:

- **ESG criterion:** final vesting of 10% of the shares allotted depends on the proportion of proposed investments completed with effect from 1 January 2020 and until 31 December 2022 incorporating a documented ESG study in the file presented to the Management Committee and/or the Board of Directors to authorise the investment:

Proportion of proposed investments given the go-ahead incorporating an ESG study	Proportion of shares definitively vesting linked to the ESG criterion
Over 80%	100%
Between 50% and 80%	50%
Less than 50%	0%

- **Absolute performance criterion:** final vesting of 35% of the shares awarded depends on Peugeot Invest's NAV return per share over the period from 1 January 2020 to 31 December 2022:

Average annual NAV return per share over the period	Proportion of shares definitively vesting linked to the absolute performance criterion
Over 5%	100%
Between 2.5% and 5%	Between 50% and 100% (straight-line vesting)
Less than 2.5%	0%

- **Relative performance criterion:** final vesting of 55% of the shares awarded depends on Peugeot Invest's Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis over the period from 1 January 2020 to 31 December 2022:

Average annual Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis	Proportion of shares definitively vesting linked to the relative performance criterion
Over 150bp	100%
Between 0bp and 150bp	Between 0% and 100% (straight-line vesting)
Less than 0bp (negative return)	0%

2.10

TABLE 7

*Performance shares vesting during the year for each executive officer*

	No. and date of plan	Number of shares allotted during year
<b>Robert Peugeot</b> Initially as Chairman and Chief Executive Officer then Chairman of the Board of Directors in 2020	Plan no. 2 of 9 March 2017	5,508
<b>Bertrand Finet</b> Initially as Deputy Chief Executive Officer then as Chief Executive Officer in 2020	Plan no. 2 of 9 March 2017	4,733

TABLE 8

*History of stock option awards*

Not applicable.

TABLE 9

*History of performance share allotments*

	Plan no. 1	Plan no. 2	Plan no. 3	Plan no. 4	Plan no. 5	Plan no. 6
<b>Date of the Annual General Meeting</b>	3 May 2016	3 May 2016	17 May 2018	17 May 2018	17 May 2018	19 May 2020
<b>Date of Board of Directors' meeting/date of allotment</b>	07 July 2016	09 March 2017	17 May 2018	15 May 2019	25 March 2020	24 March 2021
<b>Total number of shares allotted, o/w:</b>	17,277	29,063	31,940	48,180	116,713	44,993
- Corporate officers <sup>(1)</sup>	6,314	12,823	15,000	22,187	52,019	9,963
- M. Robert Peugeot <sup>(2)</sup>	4,164	5,508	8,500	13,786	30,047	0
- M. Bertrand Finet <sup>(2)</sup>	Not applicable	4,733	6,500	8,401	21,972	9,963
<b>Share vesting date subject to continuing service condition</b>	07 July 2019	09 March 2020	17 May 2021	15 May 2022	25 March 2023	24 March 2024
<b>End date of lock-up period</b>	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
<b>Performance conditions</b>	Performance conditions linked to trends in NAV, as set out below <sup>(3)</sup>	Performance conditions linked to trends in NAV, as set out below <sup>(4)</sup>	Performance conditions linked to trends in NAV, as set out below <sup>(5)</sup>	Performance conditions linked to trends in NAV, as set out below <sup>(6)</sup>	Performance conditions linked to trends in NAV, as set out below <sup>(7)</sup>	Performance conditions linked to trends in NAV, as set out below <sup>(8)</sup>
<b>Number of shares vested at 31 December 2020</b>	17,277	29,063	None	None	None	None
<b>Total number of shares cancelled or void</b>	None	None	None	None	None	None
<b>Performance shares outstanding at the end of the year</b>	None	None	31,940	48,180	116,713	N/A

(1) Corporate officers serving at the allotment date.

(2) Corporate officers serving at 31 December 2020.



(3) Performance conditions attached to the performance shares under plan no. 1:

- **Absolute performance criterion:** final vesting of one-third of the shares awarded if Peugeot Invest's total NAV return averages over 5% p.a. in the period from 31 December 2015 to 31 December 2018
- **Relative performance criterion (straight-line vesting):**
  - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by up to 75bp p.a. over the period from 31 December 2015 to 31 December 2018 (i.e. by 225bp over 3 years)
  - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by over 75bp p.a. and up to 150bp p.a. in the period from 31 December 2015 to 31 December 2018 (i.e. by 450bp over 3 years)

(4) Performance conditions attached to the performance shares under plan no. 2:

- **Absolute performance criterion:** final vesting of one-third of the shares awarded if Peugeot Invest's total NAV return averages over 5% p.a. in the period from 31 December 2016 to 31 December 2019
- **Relative performance criterion (straight-line vesting):**
  - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by up to 75bp p.a. over the period from 31 December 2016 to 31 December 2019 (i.e. by 225bp over 3 years)
  - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by over 75bp p.a. and up to 150bp p.a. in the period from 31 December 2016 to 31 December 2019 (i.e. by 450bp over 3 years)

(5) Performance conditions attached to the performance shares under plan no. 3:

- **Absolute performance criterion:** final vesting of one-third of the shares allotted if Peugeot Invest's total NAV return averages 5% p.a. over the period from 31 December 2017 to 31 December 2020, it being stipulated that if the NAV return averages over 2.5% p.a. without reaching the 5% threshold, only half of these shares will vest
- **Relative performance criterion (straight-line vesting):**
  - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by up to 75bp p.a. over the period from 31 December 2017 to 31 December 2020 (i.e. by 225bp over 3 years)
  - final vesting of a maximum of one-third of the shares awarded if Peugeot Invest's Investment NAV return exceeds that of the Eurostoxx 600 index (dividends reinvested) by over 75bp p.a. and up to 150bp p.a. in the period from 31 December 2017 to 31 December 2020 (i.e. by 450bp over 3 years)

(6) Performance conditions attached to the performance shares under plan no. 4:

- **ESG criterion:** final vesting of 10% of the shares allotted depends on the proportion of proposed investments completed with effect from 1 May 2019 and until 31 December 2021 incorporating a documented ESG study in the file presented to the Management Committee and/or the Board of Directors to authorise the investment:

Proportion of proposed investments given the go-ahead incorporating an ESG study	Proportion of shares definitively vesting linked to the ESG criterion
Over 80%	100%
Between 50% and 80%	50%
Less than 50%	0%

- **Absolute performance criterion:** final vesting of 35% of the shares awarded depends on Peugeot Invest's NAV return per share over the period from 1 January 2019 to 31 December 2021:

Average annual NAV return per share over the period	Proportion of shares definitively vesting linked to the absolute performance criterion
Over 5%	100%
Between 2.5% and 5%	Between 50% and 100% (straight-line vesting)
Less than 2.5%	0%

- **Relative performance criterion:** final vesting of 55% of the shares awarded depends on Peugeot Invest's Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis over the period from 1 January 2019 to 31 December 2021:

Average annual Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis	Proportion of shares definitively vesting linked to the relative performance criterion
Over 150bp	100%
Between 0bp and 150bp	Between 0% and 100% (straight-line vesting)
Less than 0bp (negative return)	0%

## (7) Performance conditions attached to the performance shares under plan no. 5:

- **ESG criterion:** final vesting of 10% of the shares allotted depends on the proportion of proposed investments completed with effect from 1 January 2020 and until 31 December 2022 incorporating a documented ESG study in the file presented to the Management Committee and/or the Board of Directors to authorise the investment:

Proportion of proposed investments given the go-ahead incorporating an ESG study	Proportion of shares definitively vesting linked to the ESG criterion
Over 80%	100%
Between 50% and 80%	50%
Less than 50%	0%

- **Absolute performance criterion:** final vesting of 35% of the shares awarded depends on Peugeot Invest's NAV return per share over the period from 1 January 2020 to 31 December 2022:

Average annual NAV return per share over the period	Proportion of shares definitively vesting linked to the absolute performance criterion
Over 5%	100%
Between 2.5% and 5%	Between 50% and 100% (straight-line vesting)
Less than 2.5%	0%

- **Relative performance criterion:** final vesting of 55% of the shares awarded depends on Peugeot Invest's Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis over the period from 1 January 2020 to 31 December 2022:

Average annual Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis	Proportion of shares definitively vesting linked to the relative performance criterion
Over 150bp	100%
Between 0bp and 150bp	Between 0% and 100% (straight-line vesting)
Less than 0bp (negative return)	0%

## (8) Performance conditions attached to the performance shares under plan no. 6:

- **ESG criterion:** the final vesting of 15% of the shares allotted depends on:
  - roll-out of the 2020-23 roadmap, which carries a 5% weighting
  - the rating awarded to Peugeot Invest by a non-financial rating agency, which carries a 5% weighting
  - implementation of sustainable investments, which carries a 5% weighting.

- **Absolute performance criterion:** final vesting of 40% of the shares awarded depends on Peugeot Invest's NAV return per share over the period from 1 January 2021 to 31 December 2023:

Annualised NAV return per share over the period	Proportion of shares definitively vesting linked to the absolute performance criterion
Over 5%	100%
Between 2.5% and 5%	Between 50% and 100% (straight-line vesting)
Less than 2.5%	0%

- **Performance criterion relative to the Eurostoxx 600 index:** final vesting of 22.5% of the shares awarded depends on Peugeot Invest's Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis over the period from 1 January 2021 to 31 December 2023:

Average annual Investment NAV return per share relative to the Eurostoxx 600 index on a dividend reinvested basis	Proportion of shares definitively vesting linked to the relative performance criterion
Over 150bp	100%
Between 0bp and 150bp	Between 0% and 100% (straight-line vesting)
Less than 0bp (negative return)	0%

- **Performance criterion relative to a sample of eight comparator companies:** final vesting of 22.5% of the shares awarded depends on Peugeot Invest's Investment NAV return per share compared with the annualised shareholder return of a sample of comparator companies over the period from 1 January 2021 to 31 December 2023:

Annualised Investment NAV return per share relative to the sample's annualised shareholder return	Proportion of shares definitively vesting linked to the comparator company's relative performance criterion
Above the bottom end of the top quartile	100%
Between the median and the bottom end of the top quartile (straight-line vesting)	Between 0% and 100%
Below the sample average	0%

TABLE 10

*Summary of each executive officer's long-term incentive plan*

Not applicable.

TABLE 11

Executive officers	Employment agreement		Supplementary pension plan		Compensation or benefits due or that may fall due on cessation of or change in duties		Non-compete indemnity	
	Yes	No	Yes	No	Yes	No	Yes	No
<b>Robert Peugeot</b> Initially as Chairman and Chief Executive Officer then Chairman of the Board of Directors in 2020 Date of first appointment: 28 June 1979		•	•			•		•
<b>Bertrand Finet</b> Initially as Deputy Chief Executive Officer then as Chief Executive Officer in 2020 Date of first appointment: 2 January 2017		•	•		•			•

The executive officers qualify for the benefit of the defined-contribution supplementary pension plan in force in the Company. Contributions to the plan, which are paid to an insurer, are based on remuneration up to eight times the French Social Security cap (€329,088 in 2020). The total contributions paid by the Company in 2020 for all the corporate officers stood at €36,216.

2.11

## 2.11 Statutory Auditors' report on the corporate governance report

The comments required under Article L. 22-10-71 of the French Commercial Code are included in the Statutory Auditors' report on the parent-company financial statements (chapter 5.2).





# 3

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## Information about the Company and its share capital

<b>3.1</b>	Peugeot Invest and its shareholders .....	118
<b>3.2</b>	Information about the company .....	123

## 3.1 Peugeot Invest and its shareholders

### Information about the share capital

At 24 March 2021, the share capital stood at €24,922,589, consisting of 24,922,589 shares each with a nominal value of €1. It is important to note that:

- on 8 March 2011, 1,800 shares were cancelled, representing 0.01% of Peugeot Invest's share capital, pursuant to shareholder authorisation received under Resolution 6 at the Ordinary and Extraordinary General Meeting of 10 June 2010
- on 2 February 2016, 84,684 shares were cancelled, representing 0.34% of Peugeot Invest's share capital, pursuant to shareholder authorisation received under Resolution 10 at the Ordinary and Extraordinary General Meeting of 20 May 2014

- on 24 May 2017, 100,000 shares were repurchased, representing 0.40% of Peugeot Invest's share capital, pursuant to shareholder authorisation received under Resolution 17 at the Ordinary General Meeting of 11 May 2017
- on 30 May 2017, 226,483 shares were repurchased, representing 0.90% of Peugeot Invest's share capital, pursuant to shareholder authorisation received under Resolution 17 at the Ordinary General Meeting of 11 May 2017
- on 27 December 2018, 150,000 shares were cancelled, representing 0.60% of Peugeot Invest's share capital, pursuant to shareholder authorisation received under Resolution 17 at the Ordinary General Meeting of 17 May 2018.

### Peugeot Invest's ownership structure

#### CHANGES DURING THE YEAR

Peugeot Invest is kept informed of the identity of its principal shareholders by virtue of a combination of the requirements of law and the Articles of Association. These oblige all shareholders to make themselves known when crossing above or below the (i) 5%, 10%, 15%, 20%, 25%, 30%, 1/3, 50%, 2/3, 90% or 95% statutory thresholds applicable to the share capital or voting rights or (ii) the 2% threshold applicable to the share capital or voting rights under the Articles of Association, with this declaration having to be repeated every time a 1% threshold or a multiple of this percentage is crossed.

In a letter dated 20 December 2020, Moneta Asset Management, acting on behalf of funds that it manages, informed Peugeot Invest that it had crossed above the 2% threshold of the Company's share capital at 19 November 2020 and held 3.59% of Peugeot Invest's share capital and 2% of its voting rights at 20 November 2020.

#### CURRENT BREAKDOWN OF THE SHARE CAPITAL

#### NUMBER OF SHAREHOLDERS

At 31 December 2020, Peugeot Invest had 219 direct or managed registered shareholders, who hold 81.14% of the share capital and 89.24% of voting rights. Bearer shareholders accounted for 18.86% of the share capital and 10.46% of voting rights.

#### EMPLOYEE SHARE OWNERSHIP

At 31 December 2020, salaried staff members held 14,475 of the Company's shares under bonus share allotment plans. These holdings are the product of the final vesting on 7 July 2019 of all the performance shares allotted on 7 July 2016, given that the performance criteria governing these plans were 100% satisfied and that all the performance shares allotted on 9 March 2020 vested definitively in view of the full achievement of the performance criteria.

In addition, it is worth noting that Peugeot Invest's Board of Directors allotted:

- bonus shares to certain Peugeot Invest employees on 17 May 2018. These shares will vest definitively on 17 May 2021 subject to the satisfaction of performance criteria.
- bonus shares to certain Peugeot Invest employees on 15 May 2019. These shares will vest definitively on 15 May 2022 subject to the satisfaction of performance criteria.
- bonus shares to certain Peugeot Invest employees on 25 May 2020. These shares will vest definitively on 25 March 2023 subject to the satisfaction of performance criteria.
- bonus shares to certain Peugeot Invest employees on 24 May 2021. These shares will vest definitively on 24 March 2024 subject to the satisfaction of performance criteria.



#### BREAKDOWN OF THE SHARE CAPITAL AND VOTING RIGHTS AT 31 DECEMBER 2020

Main shareholders identified	Number of shares	% of share capital	% of exercisable voting rights	% of theoretical voting rights
Établissements Peugeot Frères	19,932,454	79.98%	88.96%	88.69%
Treasury shares <sup>(1)</sup>	134,043	0.54%	0.30%	0.30%
Free float	4,856,092	19.48%	10.74%	11.01%
<b>TOTAL</b>	<b>24,922,589</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

#### BREAKDOWN OF THE SHARE CAPITAL AND VOTING RIGHTS AT 31 DECEMBER 2019

Main shareholders identified	Number of shares	% of share capital	% of exercisable voting rights	% of theoretical voting rights
Établissements Peugeot Frères	19,932,454	79.98%	89.02%	88.69%
Treasury shares <sup>(1)</sup>	164,756	0.66%	0.37%	0.37%
Free float	4,825,379	19.36%	10.61%	10.94%
<b>TOTAL</b>	<b>24,922,589</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

#### BREAKDOWN OF THE SHARE CAPITAL AND VOTING RIGHTS AT 31 DECEMBER 2018

Main shareholders identified	Number of shares	% of share capital	% of exercisable voting rights	% of theoretical voting rights
Établissements Peugeot Frères	19,932,454	79.98%	89.25%	88.68%
Treasury shares <sup>(1)</sup>	187,083	0.75%	0.42%	0.42%
Free float	4,803,052	19.27%	10.33%	10.90%
<b>TOTAL</b>	<b>24,922,589</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

(1) Pursuant to the liquidity agreement and implementation of the share buyback programme.

3.1

#### CHANGES IN THE OWNERSHIP STRUCTURE (SHAREHOLDERS OWNING OVER 5% OF THE SHARE CAPITAL OR VOTING RIGHTS)

At 31 December 2020, Établissements Peugeot Frères controlled Peugeot Invest. As far as the Company is aware, no shareholder other than Établissements Peugeot Frères held directly or indirectly a percentage of the Company's share capital or voting rights of 5% or more.

#### BREAKDOWN OF THEORETICAL VOTING RIGHTS AT 31 DECEMBER 2020

Pursuant to Article 223-11 of the AMF's General Regulation, voting rights are presented on a theoretical basis taking into account all the shares carrying a voting right, including those on which the voting rights may not be exercised (treasury shares). These theoretical voting rights are used to calculate notification thresholds for shareholdings. At 31 December 2020, the total gross number of voting rights was 44,947,688, and the total net number of voting rights was 44,813,645.

#### CONTROL OF PEUGEOT INVEST

The Company refers to the Afep-Medef Code. Pursuant to these recommendations, Peugeot Invest has taken steps to ensure the control of the Company is exercised fairly, including:

- four independent directors on its Board of Directors at 31 December 2020, subsequently increased to five by the close of the General Meeting of 31 March 2021
- three Board committees on which independent directors serve.

Lastly, as far as the Company is aware:

- none of the Company's principal shareholders have different voting rights
- there is no agreement that, if implemented, could result in a change in control of the Company at a future date.

### Excerpts from the Articles of Association concerning the share capital and ownership structure

#### DISCLOSURES OF SHARE CAPITAL OWNERSHIP (ARTICLE 7 OF THE ARTICLES OF ASSOCIATION)

Aside from the statutory requirement to disclose holdings in the Company's shares, any individual or legal entity that, acting alone or in concert, with other individuals or legal entities, comes into possession of or ceases to hold directly or indirectly a number of shares representing at least 2% of the Company's share capital or voting rights, must notify the Company of the change in ownership within 15 days by registered letter with proof of receipt requested. Thresholds are deemed to be crossed when transactions are entered into on- or off-market, irrespective of how the securities are delivered.

This notification must state:

- the total number of shares and voting rights held, directly or indirectly, by the declaring shareholder, acting alone or in concert
- any securities conferring rights to the Company's share capital held, directly or indirectly, by the declaring shareholder, acting alone or in concert
- the date on which the threshold was crossed
- any persons with whom the declaring shareholder acts in concert.

This declaration must be made every time that a 1% ownership threshold or any multiple of this percentage is crossed upwards or downwards.

At the request of one or more shareholders together holding at least 1% of the Company's share capital or voting rights, any shares in excess of the portion that should have been declared to the Company under the aforementioned notification threshold requirement pursuant to the Articles of Association, may be stripped of their voting rights at any General Meetings to be held for a period of two years from the date on which the omitted notification is rectified.

#### RIGHTS ATTACHED TO EACH SHARE (ARTICLE 8 OF THE ARTICLES OF ASSOCIATION)

Aside from the voting right granted to it by law, each share entitles its holder to a share of profits and any liquidation surplus in proportion to the percentage of share capital that it represents.

All shares rank *pari passu* for tax purposes. Accordingly, they entitle their holders to the same net amount, based on their nominal value and the date from which they rank for dividend, for any allocation or return of capital during the Company's life or upon its liquidation.

#### GENERAL MEETINGS OF SHAREHOLDERS (ARTICLE 14 OF THE ARTICLES OF ASSOCIATION)

Meetings are held at either the registered office or at any other venue specified in the meeting notice.

Paid-up shares registered in the name of the same holder for at least four years carry double voting rights at General Meetings. In the event of a capital increase through the capitalisation of reserves, earnings or share premiums, double voting rights will also attach from the issuance of the registered bonus shares to be allotted to a shareholder in respect of existing shares already carrying this right or, if said existing shares do not carry double voting rights upon issue, from the date on which they will acquire this right.

Shareholders may, as provided for in law, send their proxy and postal voting forms to the Company for any General Meeting, either in paper form or, if the Board of Directors so decides and states in the meeting notice, electronically. Legal entities may be represented at General Meetings by their legal representatives or any other specially-designated person.

General Meetings are chaired by the Chairman of the Board of Directors or, in his absence, by the Vice-Chairman of the Board, where designated, or by a director specially designated by the Board for such purpose. Failing this, the General Meeting elects its own chairman.

#### Shareholders' agreements

##### SHAREHOLDERS' AGREEMENTS CONCERNING PEUGEOT INVEST SHARES LODGED WITH THE AUTORITÉ DES MARCHÉS FINANCIERS

None.

##### DUTREIL AGREEMENTS

None.

##### SHAREHOLDERS' AGREEMENTS ENTERED INTO BY PEUGEOT INVEST WITH ITS SHAREHOLDINGS

Peugeot Invest and its subsidiaries may enter into shareholders' agreements with third parties in connection with their investment activities. These shareholders' agreements generally specify the governance rules applicable and procedures to be followed should shares in the relevant portfolio companies be sold. They are subject to confidentiality clauses.

##### OTHER

Since 24 April 2014, the Dutreil agreements governed by Articles 885 I bis and 787 B of the French General Tax Code are no longer in force, either because they have expired or because they have been terminated.

## Dividends paid in the last three financial years

### DIVIDEND POLICY

For many years, Peugeot Invest's dividend policy has been to pay out a steadily increasing dividend, wherever possible. At the forthcoming Annual General Meeting, the Board has decided to propose a dividend of €2.35 per share.

### ALLOCATION OF EARNINGS

The Board of Directors proposes allocating earnings as follows:

Profit for the financial year	€1,366,546,544.71
Reserves available for distribution	€1,048,500,000
Retained earnings	€618,147.96
Total amount available for distribution	€2,415,664,692.67
Allocation	
– to shares as a dividend	€58,568,084.15
– to other reserves	€2,357,000,000
– to retained earnings	€96,608.52

### DIVIDEND PAYMENTS IN THE LAST THREE FINANCIAL YEARS

	2019 approved by 2020 AGM	2018 approved by 2019 AGM	2017 approved by 2018 AGM
Number of shares	24,922,589	24,922,589	25,072,589
Nominal value of shares	€1.00	€1.00	€1.00
Dividend per share	€2.15	€2.15	€2.00

## Transactions in the Company's shares

### BOND ISSUE

In September 2020, Peugeot Invest placed its first bond issue. It consisted of a €150 million US private placement of 10-year notes (due September 2030) carrying a fixed annual coupon of 2.600%. The main purpose of the bond issue was to extend the average maturity of its debt and to tap into new sources of financing. The proceeds raised have been allocated to furthering the investment strategy.

### DETAILS OF THE 2020 SHARE BUYBACK PROGRAMME

#### LEGAL FRAMEWORK

At the Ordinary General Meeting of 19 May 2020 (Resolution 15), shareholders authorised the Board of Directors to implement a share buyback programme (the "buyback programme"). This buyback programme was set up by the Board of Directors on 19 May 2020 and took effect from 1 June 2020. The main characteristics of this buyback programme are presented on pages 224 and 225 of the 2019 Universal Registration Document. This programme superseded that authorised at the General Meeting of 15 May 2019 (Resolution 10).

This buyback programme was adopted for a period of 18 months with effect from the date of the General Meeting, that is until 18 November 2021. Pursuant to this authorisation, the maximum purchase price was set at €130 per share. The Board of Directors was authorised to buy a number of shares representing no more than 10% of the number of shares making up Peugeot Invest's share capital.

### CHARACTERISTICS OF THE BUYBACK PROGRAMME

Pursuant to the regulations in force and market practices permitted by the Autorité des marchés financiers, the objectives of this Buyback Programme were to enable, where appropriate:

- for an investment services provider to maintain a liquid market for the Company's shares under a liquidity agreement that satisfies the acceptability requirements established by the AMF in its decision no. 2018-01 of 2 July 2018, making share liquidity agreements an accepted market practice, and complies with the AMAFI Code of Ethics recognised by the AMF
- the allotment or sale of shares to employees and/or corporate officers (on the terms and conditions and as provided for in law), including under a stock option plan, a bonus share allotment plan or a corporate savings plan
- the allotment of the Company's shares through the remittance of shares upon the exercise of rights attached to negotiable securities carrying entitlement through redemption, conversion, exchange, tendering of a warrant or any other means to the allotment of the Company's shares
- the potential cancellation of the shares acquired
- more generally, the execution of any transaction permitted or authorised subsequently by the regulations in force, especially where it relates to a market practice permitted subsequently by the AMF.

### SHARE BUYBACKS BY PEUGEOT INVEST IN THE 2020 FINANCIAL YEAR

In 2020, acting on behalf of Peugeot Invest under a liquidity agreement to maintain the liquidity of the share, Oddo Corporate Finance:

- purchased 96,653 shares at an average price of €76.04 per share
  - sold 98,303 shares at an average price of €76.23 per share
- pursuant to Resolution 10 of the General Meeting of 15 May 2019, then Resolution 15 of the General Meeting of 19 May 2020 (which supersedes the previous authorisation).

### CANCELLATION OF SHARES BY THE COMPANY DURING 2020

None.

### REALLOCATIONS

The shares purchased by the Company pursuant to the authorisation granted by Resolution 15 adopted by the General Meeting of 19 May 2020 or any prior authorisation have not been used for purposes other than the original objectives set when they were repurchased.

### TOTAL AMOUNT OF TRADING COSTS

No trading costs were incurred on purchases made to maintain the liquidity of the shares.

### NUMBER OF TREASURY SHARES HELD

#### AT YEAR-END 2020

Percentage of capital held in treasury directly or indirectly	0.54%
Number of shares cancelled in the past 24 months	0
Number of shares held in the portfolio	
o/w liquidity agreement	3,900
o/w coverage of stock options plans or shares earmarked for cancellation	130,143
<b>THAT IS:</b>	<b>134,043 shares</b>
Value of the shares stated at acquisition cost	€10,874,296.36

### Factors that may have an impact in the event of a public offer

In accordance with the provisions of Article L. 22-10-11 of the French Commercial Code, the disclosures required by this text that may have an impact in the event of a public offer are stated below:

- the Company is controlled by Établissements Peugeot Frères, which held 79.98% of Peugeot Invest's share capital and 88.69% of its voting rights at 31 December 2020
- the authorisations and delegations of authority by shareholders at the General Meeting of 19 May 2020 concerning the issue of shares and the repurchase of shares are not suspended during public offers
- Article 14 of the Articles of Association states that fully-paid up shares registered in the name of the same holder for at least four years will carry double voting rights.

There are no shareholders' agreements or lock-up undertakings as such.

## 3.2 Information about the company

### Company name

Peugeot Invest

### Registered office

66, avenue Charles-de-Gaulle, 92200 Neuilly-sur-Seine.

### Corporate form and incorporation

*Société anonyme* (public limited company) registered under French law. Peugeot Invest is governed by French law, including the French Commercial Code, and is registered on the Nanterre Trade and Companies Register under no. 562 075 390.

Date of incorporation : 30 July 1929.

Scheduled end of the company's life: 14 May 2118.

### Corporate objects

#### (Article 3 of the Articles of Association)

The Company's object is to participate, directly or indirectly, including by subscribing for or acquiring shares or any other corporate rights, establishing interests, forming new companies, contributing assets, conducting mergers, combining activities or by any other means in any and all industrial, commercial or financial activities, in France or abroad, related to:

- the manufacture, sale or repair of any form of motor vehicles; engines designed to power them and their spare parts and accessories
- the manufacture and sale of any steel products, tools and hand, mechanical or electrical tool systems
- the manufacture and sale of any manufacturing, mechanical and electrical engineering equipment, devices, machines and components of any and all types, and for all applications
- the provision of any type of service activities
- the acquisition by any means, construction, installation and development, operation, rental and sale of any real property, land, manufacturing facilities, plants, offices and other goods and property rights
- generally, to conduct any commercial, industrial, financial or real estate transactions related directly or indirectly to any of the above purposes, wholly or partially, to similar or related objects that would contribute to the growth and development of the Company's business.

### Financial year

#### (Article 15 of the Articles of Association)

From 1 January to 31 December.

### Allocation of earnings

#### (Article 15 of the Articles of Association)

Profit available for distribution as defined by law is allocated at the discretion of shareholders at the General Meeting. Except in certain exceptional circumstances laid down in law, the General Meeting makes the final decision concerning its allocation.

The option of allowing each shareholder to elect either for payment of all or part of the dividend or interim dividend in cash or in shares may be exercised as provided for in the regulations in force.







# 4

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## 2020 operations and earnings

<b>4.1</b>	Investments and divestments during 2020 .....	126
<b>4.2</b>	Earnings and financial position .....	129
<b>4.3</b>	Risk factors – Risk management and insurance .....	131
<b>4.4</b>	Post-balance sheet events .....	142
<b>4.5</b>	Trends and outlook .....	143
<b>4.6</b>	Other business information .....	143

## 4.1 Investments and divestments during 2020

### Peugeot 1810

#### ADDITIONAL INVESTMENT IN PSA GROUP

After Peugeot Invest and its majority shareholder Établissements Peugeot Frères announced their support for the planned merger between Peugeot SA and Fiat Chrysler Automobiles NV, announced on 18 December 2019, in March 2020 Peugeot Invest entered into an equity swap agreement with an investment service provider. Under that agreement, due to settle on 30 June 2021, Peugeot Invest could acquire 2% of Peugeot SA's equity (18.1 million shares) for €228 million.

The equity swap was settled early in December 2020 in the context of the merger between Peugeot SA and Fiat Chrysler Automobiles NV, which took place on 16 January 2021 after both groups held General Meetings on 4 January 2021.

At 31 December 2020, Peugeot 1810 held 14.38% of Peugeot SA's equity and 19.36% of its voting rights, and so Peugeot Invest held 10.85% of its equity.

#### POOLING OF PSA AND FAURECIA SHARES

In September 2020, Peugeot Invest transferred its shares in Peugeot SA and Faurecia, along with the equity swap agreement entitling it to acquire a further 2% stake in Peugeot SA, to a joint venture between Peugeot Invest and its majority shareholder Établissements Peugeot Frères called Peugeot 1810.

These transfers also entailed the assignment of rights and obligations arising from the PSA shareholder agreement of 28 April 2014 and from the letter of undertaking of 17 December 2019 relating to the PSA/FCA merger.

The aim of the transaction was to pool the Peugeot SA and Faurecia shares held by Peugeot Invest and Établissements Peugeot Frères in order to form a hub of automotive expertise, simplify the Peugeot family's representation within those companies and centralise decision-making regarding them.

As a result, all of the Peugeot family group's shares in Peugeot SA are now held by Peugeot 1810, in which Peugeot Invest owns a 76.5% stake and its majority shareholder Établissements Peugeot Frères holds a 23.5% stake.

### Shareholdings

#### DISPOSAL OF SHARES IN SEB

On 27 July, Peugeot Invest sold a 1% stake in SEB through an accelerated bookbuilding process. The shares were sold at €138.5 per share, resulting in total proceeds of €69.3 million. After the disposal, Peugeot Invest holds 4.0% of SEB's equity and 5.2% of its voting rights. The divested shares produced a return of 5.0x over 16 years (including dividends).

#### DISPOSAL OF SHARES IN SAFRAN

In November, Peugeot Invest, under a forward sale agreement due to settle in March 2021, sold a third of its stake in Safran, i.e. 1.1 million shares, for €132 million. Having been a shareholder of the Zodiac Group since 2006, Peugeot Invest supported its 2018 merger with Safran, creating a world leader in the aerospace industry. Since the merger, Peugeot Invest has achieved an IRR of 14.4% on its investment in Safran.

### Co-investments

#### INVESTMENT IN LIVSPACE

Peugeot Invest committed to invest \$15 million in LivSpace alongside Venturi as part of a capital increase to fund the company's growth.

LivSpace is an Indian digital platform that is a leading one-stop shop for interiors. The company is completely reorganising the value chain in the interiors market by digitising it, while also standardising and automating processes, leading to major productivity gains. LivSpace operates in six cities in India and in Singapore.

The company's existing shareholders (including TPG, Goldman Sachs, IKEA and Bessemer) also took part in the capital increase.

## ADDITIONAL INVESTMENT AND PARTIAL DISPOSAL OF THE STAKE IN LINEAGE

After its initial \$25 million investment in 2017 and a \$15 million investment in April 2019, Peugeot Invest invested a further \$25 million when Lineage carried out a capital increase in January 2020. Lineage is a US specialist in cold chain logistics that is a world leader in its sector following several acquisitions in Europe and Asia.

A capital increase initiated in July and completed in October, priced at \$62.5 per share, allowed Peugeot Invest to achieve partial liquidity for its investment, and it received proceeds of \$85 million, representing a net return of 3.4x on its initial \$25 million investment in April 2017.

## INVESTMENT IN JIANKE

In June 2020, Peugeot Invest invested \$15 million alongside Crescent Point in Jianke, a Chinese company specialising in the online distribution of medicines. More recently, the company has developed a fast-growing remote consultation platform that has received a further boost from the Covid-19 crisis. The investment was part of a capital increase to fund the company's development, particularly in the remote medicine segment.

## ADDITIONAL INVESTMENT IN JAB

Peugeot Invest first invested in JAB in 2016. The group's business levels remained buoyant in 2020, apart from in its food and beverage activities (with Pret Panera seeing its revenue fall 8% during the period). Its first acquisitions of veterinary groups (NVA and Compassion First) were completed, resulting in several calls totalling \$33 million out of the \$100 million committed by Peugeot Invest in 2019. JAB sold or distributed some of its stake in Keurig Dr Pepper to Peugeot Invest in June 2019, with a value of \$64 million in cash and \$130 million in shares; at the time, that company had been listed for two years, seeing its share price rise almost 25%. Finally, in May 2020, JAB Holding floated JDE Peet's, one of the world's leading players in the coffee industry. This was Europe's largest IPO in the year to date. In September 2020, 17% of the preferred shares held by Peugeot Invest were redeemed (at 105% of par), giving rise to a \$13 million distribution.

Finally, in December 2020, Peugeot Invest committed to invest \$20 million in the restaurant platform's capital increase.

## INVESTMENT IN POLYPLUS

In August 2020, Peugeot Invest invested €25 million alongside Archimed in Polyplus, a world leader in transfection reagents, which are consumables used in the production of cell and gene therapies, an area of the biotech industry seeing very rapid growth.

## DISPOSAL OF ROOMPOT

On 3 September 2020, PAI Partners completed the sale of Roompot, a Dutch holiday village operator in which Peugeot Invest had invested alongside PAI in 2016. The transaction produced proceeds of €30 million, representing a return of 3.4x.

## Private equity funds

2020 was another very busy year for the private equity business. Peugeot Invest made ten new commitments totalling €106 million (excluding co-investments), including €70 million to buyout funds (LBO) and €36 million to growth capital funds.

In the USA, Peugeot Invest committed \$15 million to Consonance II (LBO), \$15 million to Incline V (LBO), \$12 million to Insight Partners XI (growth capital) of which almost \$6 million has already been called, \$18 million to KV (growth capital) and \$20 million to Webster Capital V (LBO).

In Europe, Peugeot Invest committed €15 million to Montefiore V (LBO) and €15 million to Summit Partners Europe III (growth capital).

Peugeot Invest also made commitments to three impact investing funds. In June 2020, Peugeot Invest committed to invest €3 million in Impact Croissance IV, managed by a Paris-based investment firm focusing on growth investments in companies with a high social and/or environmental impact. Peugeot Invest also invested €3 million in Alpha Diamant IV and €5 million in Good Harvest Ventures I.

In 2020, calls for funds (excluding real-estate funds) amounted to €106 million. Funds carried out a number of disposals, leading to distributions of around €40 million during the year.

## Real estate

### INVESTMENT IN ARBORETUM

In June 2020, Peugeot Invest committed €25 million to Arboretum, which is building a low-carbon campus containing 126,000 square meters of office space. The development's structure will be made of solid wood and it is located in La Défense, offering attractive workspaces for 8,000-10,000 people. As a result, having already been an investor in the Icawood fund since 2019, Peugeot Invest continued its real-estate investments in line with its environmental, social and governance policy.

### ELV

Since 2014, Peugeot Invest has been working with several families in Europe to support the development of real-estate projects in the USA, which are being devised and managed by a US team of professionals within ELV Associates.

In 2020, Peugeot Invest made five new investments totalling \$15.2 million in these projects, of which \$9.2 million had been called by 31 December 2020.

Peugeot Invest also received €19 million from the disposal of five projects in 2020, generating IRRs of between 13% and 24%.

### CO-INVESTMENT IN COLONIES INVEST ALONGSIDE LBO FRANCE

In December 2020, Peugeot Invest committed to investing €15 million in Colonies Invest, a leading French player in co-living, a new mode of communal living halfway between shared accommodation and short-term furnished apartment rentals. Co-living involves a combination of private areas and shared spaces, and offers a number of services. The project involves acquiring homes to be redeveloped and refurbished in the Paris region and in other major French cities. In December 2020, €3 million of Peugeot Invest's commitment was called.

## Other information

In September, Peugeot Invest carried out its first bond issue in the form of a US Private Placement (USPP), consisting of €150 million of 10-year bonds paying a fixed annual coupon of 2.60%. All the bonds were placed with US institutional investor Barings. The deal significantly extends the average maturity of Peugeot Invest's debt and diversifies its funding sources. Peugeot Invest will use the proceeds to pursue its investment strategy.

## 4.2 Earnings and financial position

### Consolidated earnings

#### INCOME STATEMENT

Peugeot Invest's consolidated net profit attributable to equity holders of the parent was €134.1 million in 2020, up from €131.4 million in 2019. That profit breaks down as follows:

- Income from long-term investments rose to €226.6 million from €185.5 million in 2019. It included:
  - Dividends from non-consolidated companies, which fell to €22.7 million from €116.6 the previous year, since a large proportion of the listed companies in which Peugeot Invest holds shares did not pay dividends in 2020 because of the Covid-19 crisis;
- €61.3 million of capital gains from sales of portfolio investment securities, due to the disposals of Roompot and KDP along with distributions by private equity funds, as opposed to €6.6 million in 2019;
- A €1 million mark-to-market loss on portfolio investment securities, versus a €62.3 million gain in 2019;
- A mark-to-market gain on the equity swap agreement to buy shares in PSA until it was settled on 7 December 2020, boosting profit by €141.7 million;
- General administration expenses amounted to €37 million versus €32.5 million in 2019, mainly because of higher advisory fees in relation to the PSA/FCA merger;
- The cost of debt was €27.8 million versus €20.2 million in 2019, since average debt levels rose as a result of investments carried out during the year;
- Peugeot Invest's share in the net earnings of associates produced a loss of €14.4 million, compared with a profit of €9.2 million in 2019, since CID and Lisi reported losses in 2020 as opposed to profits in 2019.

Consolidated comprehensive income attributable to equity holders of the parent amounted to €112 million as opposed to €671.3 million in 2019. Comprehensive income included net profit for the year, mark-to-market gains on financial assets totalling €202.7 million, disposal gains on equity securities totalling €94 million (net of tax), a €0.5 million mark-to-market loss on derivatives and €10.6 million of income from associates. It also includes a €48.8 million currency loss on cash advances to subsidiaries, along with a €2.8 million negative impact from other net revaluations taken directly to equity (most of which arose from exchange differences relating to the equity of subsidiaries whose functional currency is not the euro).

#### BALANCE SHEET AND CASH FLOWS

The main changes affecting the consolidated balance sheet were as follows:

- Investments in associates fell by €12.9 million due to losses at CID and Lisi;
- Investments in non-consolidated companies rose by €946.1 million after the integration of PSA shares previously held by Établissements Peugeot Frères and now included via the stake in fully consolidated subsidiary Peugeot 1810, the purchase of an additional 2% stake in PSA and the partial disposal of SEB shares, and the revaluation of all investments;
- Portfolio investment securities rose by €91.7 million following new investments (mainly new co-investments in LivSpace, Jianke and Polyplus), net of disposals of shares in Roompot and JAB Holding, and commitments to private equity funds signed during the year;
- Equity rose €759.2 million, corresponding to comprehensive income attributable to equity holders of the parent less dividend payments made in 2020, along with the increase in non-controlling interests to €619 million following the consolidation of Peugeot 1810.

The consolidated cash position rose by €57.4 million to €88 million at 31 December 2020. The main cash flows in 2020 were as follows:

- net cash flow from operating activities: -€22.1 million;
- €473.3 million of purchases of long-term investments – mainly €228 million relating to the purchase of PSA shares, additional investments amounting to €30 million in JAB Holding and €23 million in Lineage, €76 million of other co-investments, €36 million of real-estate investments and €106 million of private equity calls for funds;
- €273.1 million of disposals of long-term investments – €69.3 million from the partial sale of SEB shares, €30 million from the Roompot disposal, €15.4 million from the sale of ELV projects, €55.5 million returned by JAB and €40 million returned by private equity funds;
- €53.3 million of dividend payments;
- a €372.7 million increase in debt arising from new borrowings.

### Parent-company results

#### INCOME STATEMENT

Net profit amounted to €1,366.5 million in 2020 versus €52.1 million in 2019. It was made up mainly of the following items:

#### EQUITY SECURITIES

Income from equity securities amounted to €1,399 million as opposed to €68.5 million in 2019.

It mainly comprised €830.6 million of disposal gains following the transfer of Peugeot SA shares from Peugeot Invest to Peugeot 1810, €562.7 million of dividends received from the Peugeot Invest Assets subsidiary and €14.3 million of interest income on current account advances. No dividends were received from Peugeot SA in 2020 as opposed to €65.8 million in 2019.

#### PORTFOLIO INVESTMENT SECURITIES

Portfolio investment securities generated a profit of €8.3 million in 2020 as opposed to €7.3 million in 2019.

That profit consisted mainly of €10 million of capital gains on money returned by private equity funds, minus €1.3 million of disposal losses.

#### OTHER INCOME STATEMENT ITEMS

Financial items produced an expense of €27.4 million, versus €19.9 million in 2019, primarily made up of debt interest and fees, which increased because of higher average debt levels in 2020.

There was a net general administration expense of €13 million versus €11.2 million in 2019, resulting from an increase in personnel expenses and other external expenses.

There was no corporate income tax expense in 2020 because Peugeot Invest made a loss for tax purposes.

#### BALANCE SHEET

Long-term investments amounted to €3,675.5 million at 31 December 2020, compared with €2,049.5 million a year earlier. The main changes during the year were the transfer of Peugeot SA shares from Peugeot Invest to its Peugeot 1810 subsidiary, for which the value of shares received in exchange amounted to €1,271.1 million, and the increase in Peugeot Invest's current account advances to Peugeot Invest Assets.

Current assets rose €22 million year-on-year to €68.4 million. This was mainly due to the increase in the cash position from €27.2 million to €48.5 million, along with €7.2 million of receivables from the French state.

Equity totalled €2,601.5 million after taking into account €1,366.5 million of profit for the year and €53.3 million of dividend payments. At the end of the previous year, equity amounted to €1,288.3 million.

Total debt was €1,137.4 million as opposed to €803.7 million at end-2019. The increase was because of higher debt levels following the €150 million US Private Placement and a new €174 credit facility to finance the settlement of Peugeot 1810's equity swap.



## 4.3 Risk factors – Risk management and insurance

Peugeot Invest regularly reviews its risks. Since Peugeot Invest is a holding company, its main risks concern its assets. The risks described below were established using a risk map prepared by an external firm based on the combined views of directors, executives and operational teams. The risk map is regularly updated and forms the basis for control arrangements used to address the potential impact of those risks.

As well as the information contained in this Universal Registration Document, investors are invited to take carefully into account the risks described below before making any investment decision.

The risks are such that if they crystallise, as of the date of this Universal Registration Document, the company believes that, despite risk management measures, they may have a material adverse impact in terms of both extent and probability on the reputation, asset valuations, financial position, earnings or outlook of Peugeot Invest or of its subsidiaries. Of all the risk categories detailed below, the risks that Peugeot Invest regards as the most material at the date of this document are described first.

Other risks and uncertainties that are not yet identified or that Peugeot Invest regards, at the date of this Universal Registration Document, as non-material, could have a similar adverse impact. Investors may lose some or all of their investment if such risks were to crystallise.

### Investment holding company risks

#### RISKS FROM HOLDING THE EQUITY STAKE IN PEUGEOT SA, WHICH MERGED WITH FIAT CHRYSLER AUTOMOBILES TO FORM STELLANTIS IN JANUARY 2021

##### Identified risks

Peugeot Invest's stake in Peugeot SA, which merged with Fiat Chrysler Automobiles to form Stellantis in January 2021, via Peugeot 1810 is its largest exposure in terms of NAV, and accounted for 39% of Peugeot Invest's total assets at 31 December 2020. A fall in Stellantis' share price for any reason – a sustained collapse in the automotive industry, failure to achieve expected synergies, regulatory changes etc. would lead to heavy financial losses given the proportion of Peugeot Invest's portfolio that Stellantis represents and the need for Peugeot Invest to take part in recapitalising Stellantis.

Similarly, if Peugeot SA reduced or scrapped its dividend for several years, that would affect Peugeot Invest's ability to continue its development.

##### Risk management

Peugeot Invest's investment portfolio is now well diversified – through investments in different industries and various types of investment in both listed and unlisted companies, i.e. co-investments, direct investments and investments via funds – which limits its exposure to the risk of a pronounced decline in Stellantis' share price.

After the January 2021 merger, the risks for Peugeot Invest have changed. Peugeot Invest and its parent company Établissements Peugeot Frères are no longer one of Peugeot SA's three main shareholders alongside Dongfeng Motor Group Company Limited and Bpifrance but, via Peugeot 1810, they are Stellantis' second-largest shareholder with a 7.2% stake, behind Exor which holds a 14.3% stake.

In addition, the newly formed Stellantis is under the leadership of Carlos Tavares, who has already turned around Peugeot SA. Under Mr Tavares, Peugeot SA has seen revenues consistently grow since 2014, generated a strong operating margin of 7.1% in 2020 and built a large cash position of almost €13 billion in its Automotive division.

Stellantis is now one of the world's largest carmakers in terms of 2020 volumes. With regards to the risk of a decrease in Stellantis' share price, its international presence and scale reduce the probability of this risk crystallising, meaning that the risk is more under control.

Failure to achieve synergies within the stated timeframe is a greater risk. However, at this stage, shareholders' interests are aligned with the Stellantis plan, particularly the PSA-FCA merger. A strategic plan has been clearly established and is being monitored on an ongoing basis.

As with its other shareholdings, Peugeot Invest is an active shareholder of Stellantis, since Robert Peugeot, Chairman of Robert Peugeot's Board of Directors, is a member of Stellantis' Board of Directors.

Details about equity risk management are also contained in Note 28.1 to the 2020 consolidated financial statements.

#### RISK OF FLUCTUATIONS IN THE VALUE OF PEUGEOT INVEST'S LISTED INVESTMENTS

##### Identified risks

Peugeot Invest's listed investments (including Stellantis, formerly Peugeot SA) represented 70% of its total assets at 31 December 2020. Peugeot Invest's purchases of equity stakes in companies exposes it to risks that could eventually result in investments losing some or all of their value.

These risks, which exist before an investment is made, may be related to the target company being overvalued at the time of the purchase because of unreliable information and accounting and financial data relating to the investee, or because of disputes that may arise with sellers or third parties, which may also give rise to reputational risk.

In addition, because they are listed companies, the value of these investments fluctuates as markets move, creating a risk in addition to that regarding their underlying value. A stock market crash would affect all sectors and cause all listed investments to lose value, which would affect Peugeot Invest in several ways:

- It would push down the value of its investments, which could reduce Peugeot Invest's ability to pay dividends;
- It would reduce the value of its assets, which could affect its banking covenant ratios.

#### *Risk management*

All of Peugeot Invest's investments are subject to a collegial and clear selection process that involves several stages. Potential investments are either ruled out or selected by the investment team, which analyses them according to precise qualitative and quantitative criteria pre-defined by the company. In-depth due diligence is then carried out by the investment team, involving meetings with management, analysis of the target investment's history, performance and financial position, market and competitors, business model, strategic position, valuation, corporate governance and exit terms. In addition, and because of its long-term minority shareholder strategy, Peugeot Invest looks carefully at the history, motivation and shared commitment of the other main shareholders, and thereby checks that the various shareholders share the same business philosophy. Due diligence may be carried out by external firms, such as strategic consultancies, lawyers, banks and accounting firms (transaction services) to assist decision-making. The results of the due diligence are reviewed in weekly team meetings with Peugeot Invest's Executive Committee, whose members take a collegial decision on whether or not to continue the appraisal. Depending on the amount involved, the proposal is then reviewed by the Investment Committee before being approved by the Board of Directors.

With regards to market risk, the value of Peugeot Invest's assets is spread across a range of diversified and decorrelated investments, which mitigates any major price volatility. The weightings of unlisted companies, private equity funds and real estate within the shareholding portfolio (28% of total assets at 31 December 2020) are also rising, which helps to offset that risk.

Impairment of equity securities in the parent-company financial statements depends on value in use, which is partly based on the holding period. Peugeot Invest is a long-term investor, and so assesses changes in the value of its assets over a long period.

Finally, with regards to the risk of Peugeot Invest failing to comply with banking covenants, the loan-to-value (net debt/gross asset value) ratio is kept relatively low and is regularly monitored by carrying out stress tests. For a decline in stock market-listed valuations to cause Peugeot Invest to breach the second banking covenant presented in Note 28.2 to the 2020 consolidated financial statements, the value of all of Peugeot Invest's listed and unlisted assets would have to fall by almost 60%.

In the spring of 2020, the Covid-19 crisis prompted a sharp decline in financial markets, and this pushed down the value of Peugeot Invest's portfolio of listed investments by 36% at the height of the crisis in late March 2020. This automatically caused its loan-to-value ratio to deteriorate. However, it remained much higher than the minimum required by Peugeot Invest's banking covenants and had recovered to 20% by 31 December 2020.

Details about equity risk management are also contained in Note 28.1 to the 2020 consolidated financial statements.

#### **RISKS ASSOCIATED WITH PEUGEOT INVEST'S UNLISTED FINANCIAL INVESTMENTS**

Peugeot Invest's unlisted investments represented 21% of its total assets at 31 December 2020 and consisted of (i) co-investments in unlisted companies; (ii) direct investments in unlisted companies and (iii) investments in private equity funds.

#### **RISKS RELATING TO CO-INVESTMENTS IN UNLISTED COMPANIES**

##### *Identified risks*

When Peugeot Invest purchases an equity stake via a co-investment, this exposes it to risks that could eventually result in the investment losing some or all of its value. These risks, which exist before an investment is made, may be related to the target company being overvalued at the time of the purchase because of unreliable information and accounting and financial data relating to the investee, or because of disputes that may arise with sellers or third parties, which may also give rise to reputational risk. When approving co-investments, Peugeot Invest relies partly on due diligence carried out by the partners alongside which it invests.

The risks are greater because targets are monitored by an external partner that often owns a majority stake in the co-investment vehicle or the underlying company. That external partner, when managing the target, may make decisions without seeking Peugeot Invest's opinion and that may not be to Peugeot Invest's advantage.

Finally, in emerging-market countries, the legal environment is generally less secure. By making co-investments in those countries, Peugeot Invest is exposed to political and currency risks.

Unlisted investments are also subject to liquidity risk.

#### ***Risk management***

Peugeot Invest adopts a prudent approach to portfolio management. In general, Peugeot Invest does not invest in start-ups or distressed companies.

Before it purchases any shareholding in an unlisted company, the investment team follows the same procedure as that described above in relation to listed companies.

Peugeot Invest's teams pay particular attention to the partner alongside which Peugeot Invest invests, which will take strategic decisions for the target, to ensure that it is the most appropriate partner. Due diligence work carried out by the partner is reviewed in detail and Peugeot Invest also carries out its own due diligence.

Throughout the investment period, the partner provides Peugeot Invest with regular updates on the target's operations through reporting documents and meetings.

When carrying out its due diligence, Peugeot Invest ensures that shareholder agreements include eventual exit provisions. It often partners with private equity funds intending to sell the target at a later date. They usually own a majority stake in the target company and can therefore trigger the exit provisions at the best time. In addition, Peugeot Invest's eventual exit is safeguarded by the fact that the investment vehicle carrying the co-investment has a limited life.

However, such provisions do not guarantee liquidity for Peugeot Invest, particularly if an IPO is not possible or if no private, trade or financial buyer can be found.

Details about equity risk management are also contained in Note 28.1 to the 2020 consolidated financial statements.

## **RISKS RELATING TO DIRECT INVESTMENTS IN UNLISTED COMPANIES**

### ***Identified risks***

Peugeot Invest's purchases of shareholdings in unlisted companies exposes it to risks that could eventually result in the investment losing some or all of its value. Such risks, which exist before an investment is made, may be related to the target company being overvalued at the time of the purchase because of unreliable information and accounting and financial data relating to the investee, or because of disputes that may arise with sellers or third parties, which may also give rise to reputational risk.

In emerging-market countries, the legal environment is generally less secure. By investing in unlisted companies located in those countries, Peugeot Invest is exposed to political and currency risks.

Unlike investments in listed companies, which ensure a degree of liquidity in Peugeot Invest's portfolio, exits from direct investments in unlisted companies are not guaranteed.

### ***Risk management***

As stated above, Peugeot Invest adopts a prudent approach to portfolio management. In general, Peugeot Invest does not invest in start-ups or distressed companies.

Before it purchases any shareholding in an unlisted company, the investment team follows the same procedure as that described above in relation to listed companies.

Peugeot Invest then supports its investee companies by having a role within their corporate bodies as often as possible. Although Peugeot Invest mainly holds minority stakes, it ensures that it can influence strategic decisions affecting the operations of companies in its portfolio.

When carrying out its due diligence, Peugeot Invest ensures that shareholder agreements include eventual exit provisions. However, such provisions do not guarantee liquidity for Peugeot Invest, particularly if an IPO is not possible or if no private, trade or financial buyer can be found.

Details about equity risk management are also contained in Note 28.1 to the 2020 consolidated financial statements.

## RISKS RELATING TO PRIVATE EQUITY FUNDS

### Identified risks

With regards to private equity, Peugeot Invest's risks relate to a fall in the value of investments made by private equity funds or the poor management of the funds themselves. LBO funds invest using leverage, which increases both risk and reward.

A decline in the business levels or margins of investee companies can cause funds to breach covenants, often leading to financial restructuring and in some cases a partial or total loss of the funds' equity investments.

There is also an immediate liquidity risk, because private equity funds are not listed and do not provide periodic liquidity.

Finally, in emerging-market countries, the legal environment is generally less secure. By committing to funds that invest in such countries, Peugeot Invest is exposed to political and currency risks.

### Risk management

Given the above risks, and before making any private equity investment, the investment team follows the same procedure as that described above and mainly checks the competitive environment in which the fund will operate, the reputation of the fund's management and its historical returns. It carries out in-depth due diligence on the asset management company and the regulations of the funds concerned. Executive Management and Peugeot Invest's teams also meet asset management companies on a regular basis, including outside France, to assess the quality of their investments and teams. Peugeot Invest's annual commitments to private equity funds also seek to ensure that the various strategies, geographical zones and vintages are balanced within its overall portfolio and are consistent with Peugeot Invest's pre-determined strategic vision.

It may arise that some of the investee companies of private equity funds in which Peugeot Invest has invested are unable to comply with their covenants. Discussions then take place with banks. Fund management teams take into account such events in valuing their shareholdings. Fund valuations reported to Peugeot Invest therefore include a reduction in the value of companies in such a situation, which may give rise to impairment provisions in Peugeot Invest's financial statements.

Peugeot Invest's commitments to private equity funds are illiquid in the short term, although a secondary market has developed to allow investors to sell fund units before maturity. However, illiquidity is limited on a long-term view to the extent that funds seek to sell their investments after a few years, and then distribute to unitholders their corresponding share of the proceeds.

By making regular investments in new funds every year, over the long-term Peugeot Invest ensures the turnover of its invested capital, with future distributions financing new commitments. In addition, the life of a fund is limited to around 10 years.

In emerging-market countries, while investments are mainly intended to finance the growth of companies that are smaller and riskier, they have greater potential than European companies that have undergone LBOs. Private equity funds in those countries use little or no leverage, which limits their financing problems in contrast to some companies that have undergone LBOs in Europe. Peugeot Invest seeks to work with well-known management teams consisting of investment professionals.

In the private equity segment (including co-investments), emerging markets continue to represent a limited proportion of Peugeot Invest's assets (4% of total assets at 31 December 2020).

## RISKS RELATED TO REAL-ESTATE ASSETS

### Identified risks

Peugeot Invest's listed and unlisted real-estate assets represented 9% of its total assets at 31 December 2020.

They break down between listed shareholdings (Immobilière Dassault), unlisted shareholdings (SIGNA Prime Selection), fund investments, co-investments (OPCI Lapillus II, Arboretum and Colonies Invest), transactions with a consortium of investors (ELV) and direct investments (Les Grésillons). The main strategies applied involve real-estate development and efforts to enhance the value of existing properties.

The risks inherent in Peugeot Invest's real-estate investments are as follows.

- **Administrative risk:** before construction work begins, all the necessary administrative authorisations must be obtained. Failure to obtain those administrative authorisations may compromise a real-estate project and therefore the investor's expected return.
- **Construction risk:** during the construction phase, work may stop due to bad weather, the developer going bankrupt, or the underestimation of the project's complexity. At best, those risks may cause cost overruns compared with the initial budget, forcing investors to make additional investments. At worst, a construction project may never be completed, in which case investors lose all of their investment.

- **Letting risk:** it may take more time than expected to let properties or rental income may be lower than expected. This would result in returns that are lower than initially anticipated.
- **Leverage risk:** leverage may be used for underlying real-estate assets, which generally requires certain covenants to be met. If covenants are breached, this may lead to the forced sale of the assets.
- **Liquidity risk:** when sold, the property may fetch a lower price than expected, resulting in a lower return than anticipated by investors.
- **Interest-rate risk:** if market interest rates increase, an investment may be affected by both a decrease in its value (increasing capitalisation rates) and an increase in the cost of bank debt if based on floating interest rates.

Finally, it should be noted that holdings in listed real-estate companies, unlisted real-estate companies and real-estate investment funds present risks similar to those set out above.

#### *Risk management*

As for the other asset categories set out above, real-estate investments are subject to the same selection procedure, involving several stages such as analysis, due diligence and a collegial decision taken by investment teams and Executive Management. Peugeot Invest has been careful to invest in partnership with real-estate professionals who have a good track record in terms of returns.

Peugeot Invest also ensures that, within its real-estate investments, it anticipates and manages administrative, construction and letting risks all along the value creation chain. With regards to leverage and interest-rate risk, Peugeot Invest ensures that leverage used by underlying real-estate investments are limited and appropriate to the risks inherent in the projects, and that borrowings are mostly fixed-rate and long-term. Where projects are financed using floating-rate borrowings, Peugeot Invest arranges hedging. Peugeot Invest also receives valuations of its real-estate shareholdings and assets periodically, enabling it to set aside provisions in its financial statements if the value of an asset has decreased. Finally, Peugeot Invest takes care regarding the quality of underlying real-estate assets, in order to limit liquidity risk regarding both direct and indirect shareholdings.

As in other asset classes, Peugeot Invest makes real-estate investments so that the various strategies, risks and geographical zones are balanced within its overall portfolio and are consistent with Peugeot Invest's pre-determined strategic vision.

### **RISKS RELATED TO PEUGEOT INVEST'S STRUCTURE AND STRATEGY**

#### **RISKS RELATED TO GEOPOLITICAL INSTABILITY**

##### *Identified risks*

Although Peugeot Invest's investments are not concentrated within a single country, an unfavourable economic outlook in one or more countries in which Peugeot Invest has investments could adversely affect Peugeot Invest's future performance.

Peugeot Invest's growth partly relies on its presence in regions that are seeing rapid economic growth, both directly and through its investees (e.g. SEB). Political instability or changing economic, regulatory or social situations in those regions could threaten profit forecasts made when investment decisions were taken and affect the financial position and earnings of Peugeot Invest's shareholdings. The value of those investments may also be affected by international economic sanctions adopted against certain countries.

As a result of geographical diversification, as discussed above, Peugeot Invest is also exposed to assets located in Africa. For example, Peugeot Invest owns a stake in IHS, which operates in Africa, managing telecom towers in countries that could experience regulatory and political instability. As a result, its development could be adversely affected by legal, regulatory, political or tax factors specific to those countries and over which the company would have no influence.

In addition, specific difficulties or risks relating to internal controls or the failure to comply with applicable laws and regulations, such as anti-corruption regulations, could arise. Despite the efforts made by Peugeot Invest before it invests and then when monitoring its shareholdings, instances of corruption may arise within its investees, which could have an adverse impact, particularly on the Group's reputation.

Certain political decisions may also increase regulatory and tax pressure, have major financial consequences and make it impossible to run businesses smoothly.

##### *Risk management*

Peugeot Invest has chosen to invest in companies with resilient business models, robust internal processes and high-quality management.



Peugeot Invest has also increased its international exposure, in particular by setting up its Peugeot Invest UK Ltd subsidiary and making investments in international private equity funds and co-investments, allowing it to diversify its country risk.

### STRATEGY RISK IN VIEW OF FAMILY OWNERSHIP

#### *Identified risks*

As Peugeot Invest is majority-owned by the family holding company Établissements Peugeot Frères, differences in opinion between family members could affect the implementation of Peugeot Invest's strategy and its reputation.

#### *Risk management*

Peugeot Invest has strong corporate governance including non-controlling shareholders and independent directors on its Board of Directors, ensuring a degree of stability in the event of family disagreements.

Peugeot Invest has established an Appointments and Remuneration Committee and has procedures for appointments, particularly regarding family representatives.

Corporate governance at Établissements Peugeot Frères, Peugeot Invest's majority shareholder, also involves a stable Board of Directors that allows majority decisions to be reached on all types of subjects.

In addition, efforts to raise awareness among the Peugeot family's younger members about Peugeot Invest's operational activities are made on a regular basis. A transition plan has been developed and three people representing the next generation of the family have been appointed to the Board of Directors.

### RISKS RELATED TO THE DEATH OR DEPARTURE OF KEY PERSONNEL

#### *Identified risks*

Peugeot Invest's ability to seize investment opportunities and capitalise on investees' value-creation potential depends to a large extent on its reputation and networks, along with the skill and expertise of its managers. As a result, the departure or death of one or more key people, particularly its top executives, could have a major adverse impact on Peugeot Invest's business and organisation. Such a departure or death could affect not only the origination of investment deals and current projects, but also the management of Peugeot Invest's staff and its relationships with investee companies.

When a shareholding is acquired, one of the main risks relates to the skills and stability of the investee's management team. If members of those teams leave

investee companies, this could have an adverse impact on the development and strategy of the companies concerned, given the close relationships that Peugeot Invest establishes with those teams.

#### *Risk management*

In 2020, Peugeot Invest changed its corporate governance arrangements by separating the roles of CEO and Chairman of the Board.

The company engages in succession planning for its key personnel: it has a succession plan for the role of Chairman and is currently updating its succession plan for the role of CEO.

Arrangements have been made to delegate the powers of Bertrand Finet, Peugeot Invest's CEO, to make binding decisions with respect to third parties should he become temporarily unable to do so.

Peugeot Invest has also decided that key personnel must not travel together, to minimise the risk of several of them dying at the same time.

The collegial nature of investment and divestment decisions and efforts to monitor portfolio companies limit the impact of any departures from Peugeot Invest.

With regards to the departure of top managers from its investees, Peugeot Invest is generally represented on its investees' Boards of Directors and Governance, Appointments and Remuneration Committees and thus ensures that succession plans exist and are regularly reviewed.

### OTHER RISKS

#### FUNDING AND LIQUIDITY RISK

#### *Identified risks*

Liquidity risk is presented in Note 28.2 to the 2020 consolidated financial statements. Peugeot Invest is not currently exposed to liquidity risk. This risk could only arise if it were to breach covenants identified in Note 28.2 to the 2020 consolidated financial statements, which could occur in the situations described above.

#### *Risk management*

As stated above, the ratios involved in banking covenants are regularly monitored through stress testing.

#### INTEREST-RATE RISK

#### *Identified risks*

Interest-rate risk is covered in Note 28.3 to the 2020 consolidated financial statements.



## EXCHANGE-RATE RISK

### Identified risks

Exchange-rate risk is covered in Note 28.4 to the 2020 consolidated financial statements. The Peugeot Invest group does not hedge its foreign-currency assets.

## LEGAL RISKS

### Identified risks

Peugeot Invest plays an active role in its investee companies as a long-term investor or director. For example, Robert Peugeot, Chairman of Robert Peugeot's Board of Directors, is a member of Stellantis' Board of Directors. As a result, Peugeot Invest could be indirectly exposed to legal and reputational risk since some of its subsidiaries, particularly Peugeot Invest Assets and Peugeot Invest UK Ltd, are represented on the boards of directors or supervisory boards of investee companies. It could therefore be held accountable in the event of litigation.

## INSURANCE AND RISK COVERAGE

To mitigate these risks, Peugeot Invest is covered by several insurance policies, including a directors and officers liability policy.

It takes special care when selecting and monitoring its investments.

## Internal control and risk management procedures implemented by the company

### INTERNAL CONTROL PROCEDURES

This section has been prepared on the basis of the Autorité des Marchés Financiers guidelines.

The internal control framework is appropriate for the Company and its operating procedures, given the limited size of its staff.

According to the guidelines:

- **Internal control is a system that the Company is responsible for defining and implementing, aiming to ensure:**
  - compliance with laws and regulations;
  - implementation of the instructions and direction set by Executive Management;
  - proper functioning of the Company's internal processes, especially those relating to the protection of its assets;
  - reliability of financial information;

- and generally contributing to Peugeot Invest's control over its activities, the effectiveness of its operations and efficient use of its resources. One of the objectives of internal control is to prevent and minimise business risks and the risks of error or fraud, particularly in accounting and financial matters;

### • An internal control system must have:

- an organisational structure that clearly defines responsibilities, has suitable resources and competencies and is supported by appropriate information systems, procedures or operating methods, tools and practices;
- internal flows of relevant and reliable information that enable everyone to carry out their tasks;
- a risk management system identifying and analysing the main identified risks with regard to the company's goals and ensuring that procedures are in place to manage such risks;
- internal controls proportionate to the implications of each individual procedure and designed to reduce the risks that could affect the Company's ability to achieve its objectives;
- ongoing oversight of the internal control system together with a regular review of its effectiveness. Nevertheless, the internal control system cannot provide an absolute guarantee that the Company's goals will be achieved.

### GENERAL INTERNAL CONTROL ENVIRONMENT

A Company policy manual including administrative and accounting instructions is given to employees. This manual sets out management and accounting tasks, together with the risks and controls performed.

The handbook also includes risk mapping designed to present:

- the nature of risks, their probability of occurrence and severity;
- the controls implemented to address them;
- an assessment of the relevance of the controls.

## MAIN PARTICIPANTS IN THE INTERNAL CONTROL SYSTEM

### BOARD OF DIRECTORS

The Board of Directors, with the assistance of the Finance and Audit Committee, is responsible for ensuring the effectiveness of the internal control system, as defined and implemented by Executive Management. If need be, the Board of Directors may make use of its general powers to take action and conduct any controls or audits it deems appropriate.

### EXECUTIVE MANAGEMENT

Executive Management is responsible for defining, implementing and overseeing a suitable and effective internal control system. Should a failure occur, it undertakes to take corrective action as required.

### EXECUTIVE COMMITTEE

The Executive Committee implements the decisions concerning Peugeot Invest's strategy in line with the long-term direction set by the Board of Directors. The Chairman and Chief Executive Officer, the Deputy Chief Executive Officer, the Chairman and Chief Executive Officer of Peugeot Invest UK Ltd, the Head of Investments, the Chief Financial Officer, the General Counsel and the Deputy General Counsel hold a bi-monthly meeting.

## DESCRIPTION OF PEUGEOT INVEST'S INTERNAL CONTROL PROCEDURES

### COMPLIANCE WITH LAWS AND REGULATIONS

The Company's Legal department monitors developments in order to inform Executive Management and employees of any applicable new regulations so that the Company:

- is aware of the various rules and legislation that apply to it;
- is informed in good time of any changes to them;
- can factor these rules into its internal procedures;
- can inform and train employees about the new rules and legislation affecting them.

The Finance department monitors changes in the tax and accounting rules and ensures that they are taken into account in Peugeot Invest's parent-company and consolidated financial statements.

## IMPLEMENTATION OF THE INSTRUCTIONS AND DIRECTION SET BY EXECUTIVE MANAGEMENT

Executive Management sets the Company's objectives and long-term direction and ensures that these are communicated to all employees.

### THE COMPANY'S INTERNAL PROCESSES

#### *Investment decisions*

For direct investments and divestments of shareholdings and co-investments, Executive Management's decision-making power is capped at €25 million, above which Board agreement is required, and the use of that power is reviewed in each Board meeting. For investments in private equity funds, Executive Management has the power to invest up to €120 million per year.

Above those levels, investments in new shareholdings are proposed by Executive Management and the Board of Directors decides whether or not to go ahead with them, after seeking the opinion of the Investments and Shareholdings Committee. Transactions in listed securities are carried out in compliance with the constraints laid down in the stock market regulations. Additions and reductions to existing shareholdings are reviewed by the Investments and Shareholdings Committee and then proposed to the Board of Directors.

#### *Monitoring of investments in shareholdings and portfolio investment securities*

Executive Management is responsible for monitoring investments in shareholdings and portfolio investment securities. The Investment Department is closely involved in this process.

The monitoring of shareholdings includes regular meetings with the management teams of investees, regular briefings with the investment analysts covering the listed companies, and, more broadly, the various organisations that can help Peugeot Invest gain the best possible insight into investees' operations, their economic and competitive environment and their outlook, and also how their valuation prospects are seen by the markets over the medium and long term.

Summary briefings are provided on a regular basis, showing Peugeot Invest's analysis of investees' results and strategic developments affecting shareholdings in the portfolios of Peugeot Invest, Peugeot Invest Assets and Peugeot Invest UK Ltd.

Peugeot Invest, Peugeot Invest Assets and Peugeot Invest UK Ltd are represented on the board of every company in which they hold equity interests. Directors and permanent representatives hold regular discussions with Executive Management and then report on board activities and events.

The senior management teams of Peugeot Invest investees are invited to make presentations to the Investments and Shareholdings Committee on a regular basis.

Portfolio investment securities principally consist of holdings in private equity funds. Peugeot Invest holds regular meetings with the teams managing these funds. They send a quarterly report on how the economic environment is affecting the companies in which the fund has invested and on the business and financial health of the portfolio companies. The Deputy Chief Executive Officer, the Head of Investments and the Chief Financial Officer often hold discussions in which they review cash flows linked to calls for capital and pay-outs by private equity funds.

A summary of those reviews is presented to the Investments and Shareholdings Committee, which tracks the development and performance of the portfolio of shareholdings and holdings in private-equity funds.

### *Debt management*

Executive Management is responsible for debt management, with the assistance of the Finance department. The aim is to ensure the Company has the long-term financing required for its investments plans at the lowest possible cost. A debt status report is produced every month which, together with related hedges, is presented by Executive Management at each Board of Directors' meeting.

To cover its funding requirements, Peugeot Invest currently has several European and American bond issues (listed or private) due to mature in 2025-2030 along with bilateral credit facilities that generally have a shorter maturity (3-5 years) but are regularly rolled over.

For further information, see Note 28.2 to the 2020 consolidated financial statements on liquidity risk management.

### *Treasury oversight*

The Finance department has responsibility for managing treasury investments in keeping with the policy formulated by Executive Management. That work forms part of day-to-day cash management, in which the department aims to invest available cash on a short-term basis until needed for the aforementioned investments.

For these short-term investments, the security of the funds is paramount. Only standard money-market UCITS are selected.

Treasury reporting is produced on a monthly basis and sent to Executive Management.

### *Reporting procedure*

A status report is prepared every month, including:

- changes in the value of listed shareholdings and private equity funds;
- debt and cash balances, credit facilities drawn down and repayments due, the cost of debt and hedges;
- cash inflow and outflow tracking, including movements related to private equity investments;
- an overview of general administration expenses, dividends received and due.

## **RELIABILITY OF FINANCIAL INFORMATION**

The procedures implemented aim to separate the preparation from control, account-keeping and payment functions.

### *Procedures for the preparation of the parent-company and consolidated financial statements*

The parent-company financial statements are prepared once a year in accordance with ANC (French accounting standards setter) Regulation no. 2014-03. The rules applied aim to provide a true and fair view of the Company, in line with the conservatism principle. Historical cost is the basic method used to measure items recorded in the accounts. For more details, please refer to Note 1 – Accounting Policies and Methods to the parent-company financial statements. The parent-company financial statements are audited by the Statutory Auditors, who are responsible for preparing a report. They are also presented to the Finance and Audit Committee.

The consolidated financial statements are prepared for half-year and full-year periods in accordance with the regulations in force for publicly traded companies. Pursuant to Regulation no. 1606/2002 of 19 July 2002, the Company's financial statements have been prepared in line with IFRSs since 1 January 2005. The annual and interim financial statements are audited by the Statutory Auditors, which are responsible for preparing a report. They are also presented to the Finance and Audit Committee.

The Company fully consolidates its subsidiaries and investments or accounts for them under the equity method.

The main stages in the preparation and audit of the parent-company and consolidated financial statements are:

- prior identification of matters that are new, sensitive and liable to have a material impact on the financial statements or raise accounting issues, as well as new requirements, especially in relation to IFRSs;
- a meeting with the Statutory Auditors prior to the full-year and half-year accounts closing dates to examine the key audit matters;
- identification of matters likely to have a material impact on the financial statements. The information is communicated to Executive Management and possibly to the Board of Directors.

The main risks incurred are those arising from the valuation of shares and those arising from non-application of an accounting rule or material error. The main measures taken to mitigate these risks are as follows:

- unlisted securities are valued by the Finance department and the Investment department,
- details of the valuation are then presented to the Statutory Auditors;
- the meeting with the Statutory Auditors ahead of the accounts closing date is a vital part of the process for preparing the financial statements because it allows a consensus to be reached and any difficulties to be dealt with prior to the close;
- the checks on the main stages by the Chief Financial Officer provide an additional level of control;
- proofreading of the financial statements and reports by another person in the Finance department provides a consistency check, with special attention paid to changes with respect to the previous year;
- the final audit by the Statutory Auditors is followed by a review by the Financial and Audit Committee.

#### *Procedure of cataloguing and monitoring off-balance sheet commitments*

All the Company's contracts are subject to approval by the Company's Legal department. A list of off-balance sheet commitments is drawn up.

In accordance with statutory provisions, the granting of sureties, endorsements and guarantees must be approved in advance by the Board of Directors. In its meeting on 5 November 2020, the Board of Directors renewed the authorisation given to the Chief Executive Officer to provide sureties, endorsements and guarantees on the Company's behalf in a maximum aggregate amount of €1,000,000, for a further period of 12 months from 1 January until 31 December 2021. This authorisation will therefore be up for renewal at the end of 2021.

#### *Procedure for identifying and classifying regulated agreements*

Agreements that may be classified as regulated agreements are examined by the Finance department in conjunction with the Legal department to assess, on a case-by-case basis, whether each draft agreement is subject to the regulated agreement procedure or whether it meets the criteria for ordinary arm's-length agreements. If the Finance and Legal departments take the view that the agreement is a regulated agreement, they inform the Finance and Audit Committee, which may recommend that the agreement be referred to the Board of Directors for review and approval. Lists of regulated agreements and arm's-length agreements are prepared and sent each year for review by the Finance and Audit Committee.

#### *Procedure for controlling expenditure – banking powers*

The Managing Director, the General Counsel or the Chief Financial Officer may incur general administration expenses of up to €10,000. Only Executive Management may incur such expenditure above that amount. Accordingly, general administration expenses are accounted for and settled by the Finance department only after the expenditure has been approved by the authorised persons.

The Chief Executive Officer is authorised to sign for payments of an unrestricted amount. The Managing Director, the General Counsel and the Chief Financial Officer (rank A signatories) are authorised to sign alone for payments of up to €10,000. Above that amount, a signature by a rank A signatory and a designated member of the Finance department (rank B signatory) is required.

## CONTINUOUS IMPROVEMENT OF THE INTERNAL CONTROL SYSTEM

### *Code of ethics*

The Company has prepared a Stock Market Code of Conduct that was approved by the Board of Directors on 19 November 2008 and updated by the Board in its meeting of 25 March 2020. This document aims to make each of its employees aware of the applicable rules, including when they have inside information about a listed company. All employees have signed up to the Code.

In addition, Peugeot Invest's Internal Rules include a Stock Market Code of Ethics applicable to directors and which the Board also updated in its meeting of 24 March 2021.

### *List of insiders and inside information*

In 2018, the Company updated its internal procedure for dealing with inside information. That procedure includes new obligations, particularly regarding the keeping of insider lists.

### *Policy manual and accounting organisation*

The administrative and accounting policy manual and risk map are updated on a regular basis to factor in any new policies and risks.

### *IT Code of Conduct*

The Company provides a copy of an IT Code of Conduct and advice on using computers to its existing staff and to all new employees. The Code is designed to safeguard both the Company's interests and user rights. The rules are intended to help ensure that every user has an effective and secure workstation at their disposal at all times that meets requirements regarding data availability, confidentiality and integrity, the Company's corporate reputation and all applicable statutory and regulatory provisions.



## 4.4 Post-balance sheet events

### Stellantis: merger between PSA and FCA

The merger between French group Peugeot SA and its Italian-American rival Fiat Chrysler Automobiles to create Stellantis took effect on 16 January 2021. Stellantis is one of the world's largest carmakers, with 14 brands and around 9% of the global automotive market, having sold 8 million vehicles in 2019. The group is listed in Paris, Milan and New York. It is led by Carlos Tavares, CEO, and John Elkann, Chairman of the Board of Directors.

### Minority investment in International SOS

In February 2021, Peugeot Invest announced that it had signed an agreement to acquire a minority stake in International SOS, mainly through a capital increase, for \$306 million. International SOS offers security, preventive healthcare, healthcare treatment and emergency response services to international companies and government organisations. The company's majority shareholders are its founders and senior executives, and Cobepa also owns shares. Peugeot Invest will play a role in the company's governance in line with its strategy of being an active long-term minority investor.

### Disposal of stake in IDI

In February 2021, Peugeot Invest announced that it had signed an agreement to sell all of its 10.1% stake in IDI for €27.2 million, representing a return of 2.3x. Peugeot Invest first invested in IDI in 2006 and became a member of its Supervisory Board in 2007. After joining forces with IDI to create IDI Emerging Markets in 2008, Peugeot Invest has been supporting IDI's team ever since and remains one of the main investors in its funds, including IDI Emerging Partners-Fund IV, which is at the fundraising stage.

### New name and brand architecture

FFP became Peugeot Invest on 31 March 2021. With this clear and descriptive name, Peugeot Invest – a listed investment firm – is emphasising its integral role in Peugeot's history, which began more than two hundred years ago, and particularly its industrial, family-run, responsible and long-term values. The name change will further strengthen the credibility that Peugeot Invest has built up with its various investees over many years.

The new name is also a simple, dynamic expression of the company's role as an investor, along with the values and expertise shared by all its staff in Paris and London. It will make the company more transparent for all its stakeholders.

To ensure the overall coherence of the company's communication, Peugeot Invest's subsidiaries have also been renamed: Maillot I, a subsidiary jointly owned with its majority shareholder Établissements Peugeot Frères to hold their stakes in Stellantis and Faurecia, is now Peugeot 1810; FFP invest is now Peugeot Invest Assets and FFP Investment UK Ltd. is now Peugeot Invest UK Ltd.

### Disposal of shares in Safran

Peugeot Invest had entered into a forward sale agreement to sell a third of its stake in Safran, i.e. 1.1 million shares for €132 million, and the agreement settled on 5 March 2021.

Peugeot Invest continued to sell down its stake in March 2021, disposing of an additional 1.1 million shares for €132 million.

### Covid-19

The decline in trade at global level, but also at regional and local levels, clearly affected Peugeot Invest's holdings and investments. A series of lockdowns in numerous countries seriously affected companies' business levels.

However, although the aerospace industry struggled with the crisis – with Safran's share price falling by 16% in 2020 and LSI's by 33% – Peugeot Invest's main holdings adapted well, protecting cash and avoiding any liquidity crises. Some of them even saw their share prices rise substantially, such as SEB (+12% in 2020). Peugeot Invest's co-investments also proved their quality and resilience. The private equity funds to which Peugeot Invest is committed also have solid foundations, particularly growth capital funds, which continued to perform well, and the half of the portfolio that is exposed to the healthcare and IT sectors, where growth and valuations increased as a result of the crisis. Finally, real-estate investments remained solid, with prime locations and high-quality tenants at both Immobilière Dassault in the Champs-Élysées district of Paris and SIGMA Prime Selection in major cities in Germany and Austria.

2020 results were affected by the crisis, but Peugeot Invest maintained its Net Asset Value through the good performance of its investments.



## 4.5 Trends and outlook

The merger between PSA and Fiat Chrysler Automobiles took place on 16 January 2021, giving rise to the Stellantis group. Both companies posted solid 2020 results, enabling Stellantis to begin life with strong fundamentals and in particular a net cash position of almost €18 billion. In 2021, Stellantis is aiming for an operating margin of between 5.5% and 7.5%.

The main event in 2020 was obviously the coronavirus crisis, which had an unprecedented impact on the global economy. Peugeot Invest's shareholders were affected by the economic slowdown resulting from the crisis, although some more than others. Companies exposed to the aerospace sector suffered particularly badly in 2020. However, most companies in the portfolio were able to respond very quickly, relying on their solid balance sheets to avoid having to raise fresh capital from their shareholders.

The crisis also highlighted the wisdom of Peugeot Invest's strategy of diversifying into resilient assets supported by long-term trends, such as the growing middle class in emerging-market countries, population ageing, increasing healthcare spending and the outsourcing of business services.

Peugeot Invest has a strong organisation and substantial financial resources, including €741 million of unused credit facilities, with which to pursue its strategy as a long-term minority investor, while keeping debt levels under control. The events of 2020 did not call into question the strategy or ambitions of Peugeot Invest. The company will continue to monitor its existing shareholdings actively, in particular through its involvement in investees' governance bodies, while at the same time continuing to seek out new investment opportunities with the same disciplined and selective approach as before. It will use the same approach when developing and managing its portfolio of private equity funds, co-investments and real-estate assets.

## 4.6 Other business information

### PROPERTY, PLANT AND EQUIPMENT

The company's Peugeot Invest Assets subsidiary owns 100% of FFP-Les Grésillons, which in turn owns a warehouse and office building in Gennevilliers. This building is let, and its net value on the consolidated balance sheet was €22.3 million at 31 December 2020, versus €19 million at 31 December 2019.

Peugeot Invest, via its wholly-owned Peugeot Invest Assets subsidiary, owns 74.9% of Financière Guiraud SAS, which owns 100% of SCA Château Guiraud, a maker of Sauternes wine designated as "premier cru classé" according to the 1855 classification. The 128-hectare estate contains 100 hectares of vineyards. Its business is described on page 48 of this Universal Registration Document.

### DEPENDENCE ON PATENTS, LICENCES AND INDUSTRIAL, COMMERCIAL AND FINANCIAL CONTRACTS

Peugeot Invest has no dependence on patents, licences and industrial, commercial and financial contracts, except where indicated in Notes 28.2 and 28.3 to the 2019 consolidated financial statements.

### INFORMATION ON SUPPLIER PAYMENT TERMS (ARTICLE L. 441-6-1(1) OF THE FRENCH COMMERCIAL CODE)

At the end of 2020, trade payables amounted to €9,405,881.02, versus €4,482,417.49 at end-2019, and no payables had been due for more than 30 days.

### INFORMATION ON CLIENT PAYMENT TERMS (ARTICLES L. 441-6-1 AND D. 441-4 OF THE FRENCH COMMERCIAL CODE)

At the end of 2020, trade receivables overdue by more than 30 days amounted to €16,223.14, versus €82,823.03 at end-2019.

4.6

## MAIN INVESTMENTS AND DIVESTMENTS IN 2018, 2019 AND 2020

2018	Investments	Divestments
<b>New shareholdings</b>	<p><b>Safran:</b> after Safran's takeover of Zodiac Aerospace, Peugeot Invest received €141 million in cash and Safran shares. After investing a further €31 million in Safran shares, Peugeot Invest owns a 0.7% stake in Safran.</p> <p><b>ELV:</b> \$36.6 million of commitments to various real-estate projects in the United States via ELV Associates.</p>	<b>ELV:</b> sale of the first real-estate project for \$4.7 million.
<b>Reductions/ additions</b>		<b>ORPEA:</b> sale of a 0.85% stake in ORPEA for €63.8 million.
<b>Co-investments</b>	<p><b>JAB Holding:</b> additional \$130 million commitment relating to various co-investment vehicles.</p> <p><b>Big Bottling Company:</b> \$10 million investment alongside IDI Emerging Markets in a company that bottles and sells carbonated drinks in Nigeria.</p> <p><b>MED Platform 1:</b> commitment of up to €80 million to an investment platform in the healthcare sector with the possibility of doubling that exposure by co-investing alongside the platform in certain projects.</p> <p><b>Asmodee:</b> €20 million investment alongside PAI Partners in the world number three in board games and collectable cards.</p>	
<b>Private equity</b>	<p><b>Webster IV:</b> \$15 million<sup>(1)</sup>.</p> <p><b>Quad V:</b> \$15 million<sup>(1)</sup>.</p> <p><b>K4:</b> \$15 million<sup>(1)</sup>.</p> <p><b>Warburg Pincus Global Growth:</b> \$20 million<sup>(1)</sup>.</p> <p><b>FAP I III:</b> €15 million<sup>(1)</sup>.</p>	<p><b>Astorg VII:</b> €12 million<sup>(1)</sup>.</p> <p><b>Keensight V:</b> €20 million<sup>(1)</sup>.</p> <p><b>Idinvest Digital III:</b> €15 million<sup>(1)</sup>.</p> <p><b>Alter Equity II:</b> €3 million<sup>(1)</sup>.</p> <p><b>White Stone VII:</b> €15 million.</p>
2019	Investments	Divestments
<b>New shareholdings</b>	<b>Acteon:</b> €15 million investment in a French medtech company specialising in designing and making high-tech dental and medical devices alongside Dentressangle Mid & Large Cap.	<b>DKSH:</b> disposal of the entire stake for CHF 212 million.
<b>Reductions/ additions</b>	<p><b>Tikehau Capital Advisors:</b> €25 million investment representing its full entitlement to the capital increase.</p> <p><b>Lineage:</b> \$15 million investment as part of the capital increase.</p> <p><b>Asmodee:</b> €1.5 million investment representing its full entitlement to the capital increase.</p>	
<b>Co-investments</b>	<p><b>JAB Holding<sup>(1)</sup>:</b> additional \$100 million commitment relating to a new co-investment vehicle.</p> <p><b>Transact:</b> \$15 million commitment alongside the Reverence Capital II fund in a software company specialising in services for higher education institutions.</p> <p><b>The Lian:</b> \$20 million commitment via a co-investment vehicle of the Crescent Point fund to a Chinese service provider helping international beauty and skincare brands gain distribution via the main Chinese e-commerce sites.</p>	
<b>Private equity</b>	<p><b>Summit Partner US X:</b> \$12,5 million<sup>(1)</sup>.</p> <p><b>Quadrille Technologies IV:</b> €10 million<sup>(1)</sup>.</p> <p><b>BDT III:</b> \$30 million<sup>(1)</sup>.</p> <p><b>Advent Global PE IX:</b> €15 million<sup>(1)</sup>.</p> <p><b>Wise V:</b> €10 million<sup>(1)</sup>.</p>	<p><b>Warburg Pincus China:</b> \$12 million<sup>(1)</sup>.</p> <p><b>Veritas Capital Fund VII:</b> \$15 million<sup>(1)</sup>.</p> <p><b>IDI EM IV:</b> \$25 million<sup>(1)</sup>.</p> <p><b>Valor Equity V:</b> €20 million<sup>(1)</sup>.</p> <p><b>DBAG VIII:</b> €12 million<sup>(1)</sup>.</p>
<b>Real estate</b>	<p><b>SIGNA Prime Selection:</b> €211 million investment in a real-estate company whose strategy is to hold high-quality properties in European city centres.</p> <p><b>ELV:</b> \$8.25 million commitment to three real-estate projects in the United States via ELV Associates.</p> <p><b>OPCI Lapillus II:</b> €8.8 million commitment in relation to the Tour Grand Angle.</p> <p><b>TREO 2018<sup>(1)</sup>:</b> €20 million commitment to this Tikehau real-estate fund, which has a value-enhancing strategy in Europe.</p> <p><b>Icawood<sup>(1)</sup>:</b> €25 million commitment to a fund managed by Icamap, whose aim is to develop low-carbon CLT-framed office buildings in Greater Paris.</p>	<b>ELV:</b> sale of two projects for \$5.3 million.

(1) Commitments, not completed investments.

2020	Investments	Divestments
Peugeot 1810	PSA: additional investment involving the acquisition of 18.1 million shares for €228 million.	
New shareholdings		
Reductions/ additions	SEB: disposal of a 1% stake for €69.3 million. Safran: forward sale agreement to sell a third of its stake for €132 million, due to settle in March 2021.	
Co-investments	LivSpace: \$15 million commitment alongside Venturi in an Indian digital platform that is a one-stop shop for interiors. Lineage: additional \$15 commitment at the time of a capital increase in January 2020. Jianke: \$15 million commitment alongside Crescent Point in a Chinese company specialising in the online distribution of medicines. JAB: additional \$20 commitment at the time of a capital increase for the restaurants platform. Polyplus: €25 million commitment alongside Archimed to a world-leading producer of transfection reagents.	Lineage: partial disposal following a capital increase in November 2020 producing proceeds of \$85 million. Roompot: disposal producing proceeds of €30 million. JAB : disposal and distribution of Keurig Dr Pepper shares producing proceeds of \$64 million in cash and \$130 million in shares.
Private equity	Consonance II: \$15 million <sup>(1)</sup> . Incline V: \$15 million <sup>(1)</sup> . Insight Partners XI: \$12 million <sup>(1)</sup> . KV: \$18 million <sup>(1)</sup> . Webster Capital V: €20 million <sup>(1)</sup> .	Montefiore V: €15 million <sup>(1)</sup> . Summit Partners Europe III: €15 million <sup>(1)</sup> . Croissance IV: €3 million <sup>(1)</sup> . Alpha Diamant IV: €3 million <sup>(1)</sup> . Good Harvest Ventures I: €5 million.
Real estate	Arboretum: €25 million commitment to a project consisting of building a low-carbon campus containing 126,000 m² of office space. ELV: \$15.2 million commitment to five real-estate projects in the United States via ELV Associates. Colonies: €15 million commitment to the leading French player in co-living, which is halfway between shared accommodation and short-term furnished apartment rentals.	ELV: sale of five projects for \$18.6 million.

(1) Commitments, not completed investments.





# 5

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## Financial statements

<b>5.1</b>	Consolidated financial statements.....	148
<b>5.2</b>	Parent company financial statements.....	204







# 5.1

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## Consolidated financial statements

Consolidated income statement .....	150
Other comprehensive income .....	151
Consolidated balance sheet at 31 December 2020 .....	152
Consolidated statement of cash flows .....	154
Statement of changes in consolidated equity .....	155
Notes to the consolidated financial statements .....	157
Statutory Auditors' Report on the consolidated financial statements .....	200

5.1

**Consolidated income statement**

<i>(in thousands of euros)</i>	<b>Notes</b>	<b>31/12/2020</b>	<b>31/12/2019</b>
Income from long-term investments	4	226,596	185,525
Income from investment properties	5	4,670	1,706
Income from other activities	6	3,264	3,131
<b>Revenue</b>		<b>234,530</b>	<b>190,362</b>
General administrative expenses	7	(36,970)	(32,492)
Cost of debt	8	(27,790)	(20,217)
<b>Pre-tax profit from consolidated companies</b>		<b>169,770</b>	<b>137,653</b>
Share of associates' earnings	9	(14,420)	9,166
<b>Consolidated pre-tax profit</b>		<b>155,350</b>	<b>146,819</b>
Income tax (including deferred tax)	10	11,006	(15,792)
<b>CONSOLIDATED NET PROFIT</b>		<b>166,356</b>	<b>131,027</b>
Of which attributable to equity holders of the parent		134,065	131,355
Of which attributable to non-controlling interests		32,291	(328)
<b>Net profit attributable to equity holders of the parent per share (in euros)</b>	11	<b>5.38</b>	<b>5.27</b>
<b>Diluted net profit attributable to equity holders of the parent per share (in euros)</b>	11	<b>5.41</b>	<b>5.31</b>
Number of shares outstanding		24,922,589	24,922,589
Par value per share (in euros)		1.00	1.00

## Other comprehensive income

<i>(in thousands of euros)</i>	Notes	31/12/2020	31/12/2019
<b>Consolidated net profit</b>		<b>166,356</b>	<b>131,027</b>
Associates' comprehensive income	12	10,556	16,846
Net fair value adjustments on financial assets <sup>(1)</sup>	12	202,719	372,488
Capital gains on disposals of equity securities	12	94,001	137,000
Net fair value adjustments on derivative instruments	12	(496)	(3,432)
Exchange differences	12	(48,810)	9,645
Other net fair value adjustments taken to equity	12	(2,785)	7,446
<b>Total other comprehensive income</b>		<b>255,185</b>	<b>539,993</b>
<b>CONSOLIDATED COMPREHENSIVE INCOME</b>		<b>421,541</b>	<b>671,020</b>
Of which attributable to equity holders of the parent		111,953	671,348
Of which attributable to non-controlling interests		309,588	(328)

(1) Details of pre-tax and post-tax amounts are provided in Note 12.

## Consolidated balance sheet at 31 December 2020

## ASSETS

<i>(in thousands of euros)</i>	Notes	31/12/2020	31/12/2019
<b>Non-current assets</b>			
<b>Intangible assets</b>			
Concessions, patents and similar items	13	1	10
<b>Property, plant and equipment</b>			
Investment properties	14	22,300	19,000
Land	14	13,351	13,351
Buildings	14	1,438	1,506
Vineyards	14	1,224	1,255
Other non-current assets	14	1,244	1,437
Right-of-use assets under leases	14	3,398	3,968
		<b>42,955</b>	<b>40,517</b>
<b>Investments in associates (accounted for under the equity method)</b>	15	<b>274,355</b>	<b>287,269</b>
<b>Non-current financial assets</b>			
Investments in non-consolidated companies	16	4,737,821	3,791,692
Portfolio investment securities	16	1,607,056	1,515,414
Other non-current financial assets	16	24,695	5,505
		<b>6,369,572</b>	<b>5,312,611</b>
<b>Deferred tax assets</b>	17	<b>29,168</b>	<b>3,668</b>
<b>TOTAL NON-CURRENT ASSETS</b>		<b>6,716,051</b>	<b>5,644,075</b>
<b>Current assets</b>			
Inventories	18	8,522	7,505
Current tax liabilities	17	7,274	-
Other receivables	19	4,632	3,116
Cash and cash equivalents	20	88,034	30,659
<b>TOTAL CURRENT ASSETS</b>		<b>108,462</b>	<b>41,280</b>
<b>GRAND TOTAL</b>		<b>6,824,513</b>	<b>5,685,355</b>

## Consolidated balance sheet at 31 December 2020

### EQUITY AND LIABILITIES

<i>(in thousands of euros)</i>	Notes	31/12/2020	31/12/2019
<b>Equity</b>			
Share capital	21	24,923	24,923
Share premium account	21	158,410	158,410
Reserves	21	4,010,537	3,873,852
<b>NET PROFIT FOR THE YEAR (attributable to equity holders of the parent)</b>		<b>134,065</b>	<b>131,355</b>
<b>Total equity attributable to parent company shareholders</b>	21	<b>4,327,935</b>	<b>4,188,540</b>
Non-controlling interests	21	619,256	(568)
<b>TOTAL EQUITY</b>		<b>4,947,191</b>	<b>4,187,972</b>
<b>Non-current liabilities</b>			
Non-current financial liabilities	22	1,712,506	1,339,943
Deferred tax liabilities	17	124,854	133,628
Provisions	23	733	585
Other non-current liabilities	25	-	-
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>1,838,093</b>	<b>1,474,156</b>
<b>Current liabilities</b>			
Current financial liabilities	22	9,720	9,335
Current tax receivables	17	12,966	2,437
Other liabilities	25	16,543	11,455
<b>TOTAL CURRENT LIABILITIES</b>		<b>39,229</b>	<b>23,227</b>
<b>GRAND TOTAL</b>		<b>6,824,513</b>	<b>5,685,355</b>

**Consolidated statement of cash flows**

<i>(in thousands of euros)</i>		31/12/2020	31/12/2019
Consolidated net profit		166,356	131,027
Net depreciation, amortisation and provision charges		611	737
Gains or losses on disposals of non-current assets		(61,324)	(6,579)
Unrealised mark-to-market gains and losses		(147,835)	(62,739)
Share of associates' earnings, net of dividends received		16,431	(4,297)
Net cost of debt		29,173	20,217
Current and deferred tax income/expense		(11,006)	15,792
<b>CASH FLOW BEFORE NET COST OF DEBT AND TAX</b>	<b>(A)</b>	<b>(7,594)</b>	<b>94,158</b>
Current tax	<b>(B)</b>	(857)	(6,938)
Change in operating working capital	<b>(C)</b>	(13,673)	562
<b>NET CASH FLOWS FROM OPERATING ACTIVITIES</b>	<b>(D) = (A+B+C)</b>	<b>(22,124)</b>	<b>87,782</b>
Purchases of property, plant and equipment and intangible assets		(381)	(211)
Proceeds from disposals of property, plant and equipment and intangible assets		-	-
Purchases and sales of treasury shares		144	438
Purchases of long-term investments		(473,280)	(453,023)
Proceeds from disposals of long-term investments		273,094	234,755
Change in other non-current assets		(11,425)	372
<b>NET CASH FLOWS FROM INVESTING ACTIVITIES</b>	<b>(E)</b>	<b>(211,848)</b>	<b>(217,669)</b>
Dividends paid during the period		(53,283)	(53,194)
Proceeds from new borrowings		372,652	300,760
Borrowings repaid		-	(79,150)
Change in other non-current financial liabilities		-	(201)
Net interest paid		(28,022)	(19,074)
<b>NET CASH FLOWS FROM FINANCING ACTIVITIES</b>	<b>(F)</b>	<b>291,347</b>	<b>149,141</b>
<b>CHANGE IN CASH AND CASH EQUIVALENTS</b>	<b>(D+E+F)</b>	<b>57,375</b>	<b>19,254</b>
Cash and cash equivalents at beginning of period		30,659	11,405
<b>CASH AND CASH EQUIVALENTS C/FWD</b>		<b>88,034</b>	<b>30,659</b>



## Statement of changes in consolidated equity

<i>(in thousands of euros)</i>	Share capital	Share premium account	Treasury shares	Consolidated reserves and retained earnings	Exchange differences	Revaluation reserve	TOTAL
Equity at 01/01/2019 (attributable to equity holders of the parent)	24,923	158,410	(16,725)	2,155,721	522	1,246,791	3,569,642
2019 comprehensive income				292,647	9,645	369,056	671,348
Dividends paid with respect to 2018				(53,194)			(53,194)
Treasury shares			1,917	(1,173)			744
Equity at 31/12/2019 (attributable to equity holders of the parent)	24,923	158,410	(14,808)	2,394,001	10,167	1,615,847	4,188,540
2020 comprehensive income				239,377	(48,810)	(78,614)	111,953
Impact of changes in scope of consolidation				80,184			80,184
Dividends paid with respect to 2019				(53,283)			(53,283)
Treasury shares			2,799	(2,258)			541
Equity at 31/12/2020 (attributable to equity holders of the parent)	24,923	158,410	(12,009)	2,658,021	(38,643)	1,537,233	4,327,935

Dividends paid in 2019 with respect to 2018 amounted to €53,194 thousand, or €2.15 per share.  
Dividends paid in 2020 with respect to 2019 amounted to €53,283 thousand, or €2.15 per share.



## General information

NOTE 1 – Accounting policies.....	158
NOTE 2 – Information on Peugeot SA securities .....	162
NOTE 3 – Consolidated companies.....	163

## Income statement

NOTE 4 – Income from long-term investments .....	164
NOTE 5 – Income from investment properties .....	164
NOTE 6 – Income from other activities .....	165
NOTE 7 – General administrative expenses ...	165
NOTE 8 – Cost of debt.....	165
NOTE 9 – Share in the profit or loss of associates.....	165
NOTE 10 – Income tax .....	166
NOTE 11 – Earnings per share.....	166

## Other comprehensive income

NOTE 12 – Details of other comprehensive income.....	166
---	-----

## Balance sheet – Assets

NOTE 13 – Intangible assets.....	166
NOTE 14 – Property, plant and equipment.....	167
NOTE 15 – Investments in associates (accounted for under the equity method).....	168
NOTE 16 – Non-current financial assets.....	172
NOTE 17 – Tax receivable and payable.....	177
NOTE 18 – Inventories.....	177
NOTE 19 – Other receivables .....	177
NOTE 20 – Cash and cash equivalents.....	178

## Balance sheet – Equity and liabilities

NOTE 21 – Equity.....	179
NOTE 22 – Current and non-current financial liabilities.....	181
NOTE 23 – Provisions.....	185
NOTE 24 – Pension obligations and similar .....	185
NOTE 25 – Other current and non-current liabilities.....	186

## Additional information

NOTE 26 – Change in working capital requirement.....	186
NOTE 27 – Financial instruments.....	187
NOTE 28 – Market risk management.....	191
NOTE 29 – Segment reporting.....	196
NOTE 30 – Related party transactions.....	197
NOTE 31 – Remuneration of directors and executives.....	198
NOTE 32 – Off-balance sheet commitments.....	198
NOTE 33 – Statutory Auditors' fees.....	198
NOTE 34 – Post-balance sheet events.....	199

The consolidated financial statements for the financial year ended 31 December 2020 and the notes to the financial statements were finalised by Peugeot Invest's Board of Directors on 24 March 2021.

## NOTE 1 ACCOUNTING POLICIES

Peugeot Invest's consolidated financial statements were prepared in accordance with International Financial Reporting Standards (IFRSs) as endorsed by the European Union, which can be consulted at <http://ec.europa.eu>.

International Financial Reporting Standards include IFRSs and IASs (International Accounting Standards) and the related interpretations as prepared by the SIC (Standing Interpretations Committee) and the International Financial Reporting Interpretations Committee (IFRIC).

The accounting policies used in preparing the financial statements for the year ended at 31 December 2020 are the same as those used for the year ended 31 December 2019.

All standards, interpretations and amendments published by the IASB, as endorsed by the European Union at 31 December 2020, were applied.

The main texts applicable from 1 January 2020 are as follows:

- amendments to IAS 1 and IAS 8:  
Definition of "Material";
- amendments to IFRS 9, IAS 39 and IFRS 7:  
Interest rate benchmark reform;
- amendments to IFRS 16:  
Covid-19-related rent concessions.

None of these texts had a material impact on the 2020 financial statements.

No new standards were applied early.

### 1.1 Consolidated companies

The scope of consolidation and changes therein are described in Note 3.

## A. SUBSIDIARIES

Subsidiaries are entities over which Peugeot Invest has sole control. Subsidiaries are fully consolidated from the date on which control is transferred to Peugeot Invest.

They are recognised at acquisition cost, which corresponds to the fair value of assets acquired and liabilities assumed, plus costs directly attributable to the acquisition. The surplus of the acquisition cost over the fair value of the acquired company's identifiable net assets is recognised as goodwill under intangible assets.

Intra-group transactions and balances on transactions between group companies are eliminated. The accounting policies of subsidiaries have been aligned with those of Peugeot Invest.

## B. ASSOCIATES

Associates are all entities over which the Group does not have control, but over which it has significant influence, which is generally the case if the group holds 20-50% of its voting rights. Investments in associates are accounted for under the equity method, on the basis of the associates' consolidated financial statements, and initially recognised at cost.

The ownership percentage used for consolidation purposes is calculated by dividing the number of shares held in the associate by the associate's total number of shares in issue minus treasury shares that are destined to be cancelled.

### 1.2 Foreign currency transactions

Peugeot Invest's financial statements are presented in euros.

Transactions denominated in foreign currencies are translated into euros on the exchange rate in force on the transaction date. Foreign-currency items on the balance sheet consist mostly of investments in non-consolidated companies, portfolio investment securities and subscription commitments recognised under debt. They are remeasured at the period-end exchange rate at each balance sheet date. Exchange differences on investments in non-consolidated companies are recorded in reserves, and those on portfolio investment securities in profit and loss.

The financial statements of group companies whose operational currency is not the euro are translated at the period-end exchange rate for balance-sheet items, and at the average rate of the period for income-statement items. The difference between the opening and closing balance sheet, and the difference resulting from the application of those exchange rates, are taken to "exchange differences" under consolidated reserves.

### 1.3 Use of estimates

Preparing financial statements in accordance with IFRSs requires management to make estimates and assumptions in order to determine the amounts of certain assets, liabilities, income and expense items, as well as certain information disclosed in the notes to the financial statements.

The main financial statement items that depend on estimates or judgment are securities in companies accounted for under the equity method, investments in unlisted non-consolidated companies and unlisted portfolio investment securities.

### 1.4 Intangible assets

Intangible assets consist of purchased software. Software is recognised at purchase cost and amortised over its estimated useful life of 1 year. No goodwill is currently recognised on fully consolidated subsidiaries.

## 1.5 Property, plant and equipment

Property, plant and equipment consist of an investment property and assets mainly relating to the winemaking business.

### A. INVESTMENT PROPERTY

This is an office and warehouse building that is let to a tenant. It is measured at fair value, and differences in value between one balance sheet date and the next are taken to income for the period.

Fair value is determined annually by an independent appraiser, based on market conditions, the quality of the building, its location, floorspace, use and rental status.

### B. OTHER PROPERTY, PLANT AND EQUIPMENT

Other property, plant and equipment mainly consist of the vines, buildings and equipment used in the winemaking business.

The vines were measured at their fair value at the time Peugeot Invest bought shares in SCA Château Guiraud in 2006. Measurement criteria are monitored periodically.

The remaining property, plant and equipment, including planting costs that are regarded as land development costs, are recognised at cost (purchase price plus directly related costs).

Depreciation is calculated on a straight-line basis over the useful lives of assets. The main useful lives used are as follows:

- vineyards: 25 years;
- buildings: 10-50 years;
- plant and equipment: 4-10 years;
- IT hardware: 3-4 years;
- office furniture: 10 years;
- fixtures and fittings: 10 years.

## 1.6 Leases

Leases relating to assets that the Group uses in its business and with a term of more than one year are recognised on the balance sheet.

Leases relating to low-value assets or with a term of less than 12 months are not adjusted in accordance with IFRS 16 "Leases".

The lease term is the non-cancellable term of the lease after taking into account contractual renewal or termination options where the Group is reasonably certain to exercise them.

On the lease start date:

- a "right-of-use asset" is recognised under property, plant and equipment, representing the right to use the leased asset during the lease term. The amount of that asset is the amount of lease liabilities (defined below) plus advance payments, initial direct costs incurred and the cost of returning the leased asset in a specified condition, as the case may.

Those assets are depreciated on a straight-line basis over the lease term and the corresponding expense is recorded in the income statement.

- a financial liability is recognised in respect of the obligation to make lease payments under "lease liabilities". That liability is measured as the present value of lease payments remaining due and amortised according to the lease payment schedule.

The discount rate is the marginal borrowing cost determined over the remaining term of the leases.

## 1.7 Financial assets and liabilities

The Group classifies its financial assets (excluding investments in associates) in the following categories:

- assets measured at fair value through other comprehensive income, comprising investments in non-consolidated companies;
- assets measured at fair value through profit and loss, relating to portfolio investment securities, cash and cash equivalents;
- assets at amortised cost, relating to loans and receivables.

The classification depends on the reasons for which the financial assets were acquired and their characteristics. That classification is determined at initial recognition.

### A. INVESTMENTS IN ASSOCIATES

This item comprises investments in associates accounted for under the equity method.

#### Measurement

The Group's share in the net profit of associates after the acquisition is recognised under consolidated profit, and the Group's share of changes in equity (with no impact on profit) after the acquisition is recognised directly in equity. The carrying amount of the investment is adjusted to reflect cumulative changes after the acquisition.

#### Impairment

At each balance sheet date, Peugeot Invest examines whether there is an objective indication of non-temporary and substantial impairment in each of its investments in associates, such as a material change that has a negative effect on the technological, market, economic or legal environment in which each company operates. If such an indication is found, an impairment test is performed. Where the recoverable amount is lower than the carrying

amount, the investment in the associate is impaired. The recoverable amount of the investment is the higher of its fair value less costs to sell and value in use. Value in use may be calculated in several ways: peer-group comparison, discounted estimated future cash flows where Peugeot Invest has reliable medium-term cash flow projections, and the Company's net worth.

## B. NON-CURRENT FINANCIAL ASSETS

### A. ASSETS MEASURED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

#### a1. Investments in non-consolidated companies

This item includes securities in companies over which Peugeot Invest has neither sole control, joint control nor significant influence. The securities are held for an indeterminate period.

These securities must have the characteristics of an equity instrument. They are classified irrevocably at the time of their acquisition.

They are recognised at purchase cost including material related costs.

#### Measurement

At each balance sheet date, securities are measured at fair value. Changes in fair value are taken to equity, net of deferred tax.

The fair value of listed companies is based on the period-end market share price.

For unlisted companies, the valuation is based on information known on the balance-sheet date and does not take into account any post-balance sheet events that could affect the valuation of the asset on subsequent closing dates.

Unlisted companies are valued as follows:

- assets acquired recently, generally in the last year, are measured at cost, except where the company's economic variables (e.g. operations, balance sheet and liquidity) have deteriorated materially.

Other companies are valued on the basis:

- discounted cash flows where possible;
- various multiples, particularly market multiples, transaction multiples or, where applicable, multiples stated in shareholder agreements signed by Peugeot Invest;
- with reference to net asset value;
- otherwise and where fair value cannot be measured in a reliable and appropriate manner, at historic cost, except where the Company's economic variables have deteriorated materially.

When securities are definitively sold, the difference between the selling price and the previously recognised fair value is taken to equity.

Dividends received from these securities are recognised in the income statement under "Income from long-term investments" following the dividend payment decisions taken in the companies' AGMs.

### B. ASSETS MEASURED AT FAIR VALUE THROUGH PROFIT OR LOSS

#### b1. Portfolio investment securities

This portfolio consists mainly of units in private equity funds and diversified UCITS, which represent investments over varying timeframes, with the aim of generating a satisfactory return from them.

Subscription commitments are also reported in this item, with a balancing entry in the "Non-current financial liabilities" line for their nominal value (see sub-section D below).

#### Measurement

At each balance sheet date, fair value is measured on the basis of the closing market price for listed securities, the last reported net asset value for asset management companies, or any other information that is representative of a transaction value (see above "Measurement of unlisted securities").

Changes in fair value are taken to profit or loss, net of deferred tax.

When portfolio investment securities are sold, the difference between the selling price and the recognised fair value is taken to profit or loss.

### C. IMPACT OF THE COVID-19 CRISIS ON THE MEASUREMENT OF UNLISTED FINANCIAL ASSETS

When carrying out its internal valuations of assets, Peugeot Invest factored in the effects of the Covid-19 crisis by examining how the crisis is affecting the business activities of the investees concerned.

As regards private equity funds, an analysis of information received by asset management firms and changes in portfolio valuations in the first nine months of 2020 showed that valuations at 30 September took into account the impact of Covid-19 on underlying shareholdings. The usual method was therefore maintained, valuing the portfolio on the basis of 30 September valuations reported by the asset management companies, adjusted for net cash flows in the fourth quarter.



## C. CURRENT FINANCIAL ASSETS

### A. OTHER RECEIVABLES

These are initially recorded at fair value then measured at amortised cost less impairment provisions. An impairment provision is created where there is an objective indication that it will be difficult to recover all amounts due under the initial terms of the transaction. Any loss of value is taken to income.

### B. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include demand deposits held with banks, units in money-market funds and negotiable debt instruments that are readily convertible into known amounts of cash and are subject to a non-material risk of changes in value in the event of an increase in interest rates. All these components are measured at fair value.

Interest income is recognised on a *prorata temporis* basis using the effective interest-rate method.

## D. NON-CURRENT FINANCIAL LIABILITIES

Non-current financial liabilities mainly include long-term borrowings and firm commitments to subscribe to private equity funds.

Borrowings are initially recognised at fair value, net of transaction costs. They are subsequently recognised at amortised cost. They are not discounted.

Commitments to subscribe to private equity funds are recorded under assets and liabilities at their nominal value without discounting, since discounting has no material impact.

## E. DERIVATIVE INSTRUMENTS – HEDGING INSTRUMENTS

### A. HEDGING INSTRUMENTS

Peugeot Invest has hedged the risk of interest-rate movements on part of its borrowings with interest-rate swaps.

The effective portion of the change in fair value of these swaps, which meet the criteria for cash flow hedging, is taken directly to equity. The gain or loss resulting from the ineffective portion is taken immediately to income for the year.

Changes in the fair value of financial instruments that do not qualify as hedges are taken to income.

To measure the fair value of hedging instruments, CVA-DVA impacts are deemed to be non-material and so are not recognised.

## B. OTHER INSTRUMENTS

In relation to the planned merger between Peugeot SA and Fiat Chrysler Automobiles NV, Peugeot Invest entered into an equity swap agreement with an expiry date of 30 June 2021 with an investment service provider entitling it to buy, depending on market conditions, Peugeot SA shares up to a maximum amount of €228 million.

When the agreement was formed, since the potential purchase of Peugeot SA shares could not be regarded as highly probable, it could not be designated as a hedged item. Since the agreement does not meet the criteria to be deemed a hedging instrument, it was recognised at fair value through profit and loss.

The agreement was settled early in December 2020 through the delivery of shares.

### 1.8 Inventories

Inventories relate to the winemaking business of SCA Château Guiraud. They are carried at the lower of production cost and net realisable value. Production cost mainly includes harvesting costs, growing costs, depreciation and the cost of ageing and keeping the wine until it is bottled. It does not include borrowing costs.

Inventories were measured at estimated market value when Château Guiraud was acquired.

### 1.9 Deferred tax

Deferred tax is recognised using the liability method, and is based on the timing differences between the tax base of assets and liabilities and their carrying amounts.

Deferred tax is calculated using tax rates enacted at the end of the financial year and which are expected to be applied when the relevant tax asset is realised or the tax liability is settled.

Deferred tax assets are recognised only insofar as the Company is likely to make a taxable profit in future.

Deferred tax assets and liabilities are not discounted.

For companies accounted for under the equity method and companies subject to the tax regime covering parent companies and subsidiaries, a tax liability on dividend distributions is recognised to the extent of the timing differences, although differences are limited to 5% of expenses as required by the parent/subsidiary dividend tax regime.

### 1.10 Provisions

In accordance with IAS 37 “Provisions, contingent liabilities and contingent assets”, a provision is recognised when the Group has a present obligation towards a third party and it is probable that an outflow of resources will be required to settle the obligation, and no inflow of resources of an equivalent amount is expected. The amount of a provision is the best estimate of the outflow required to settle the obligation.

### 1.11 Employee benefit obligations

Peugeot Invest's obligations in respect of employee benefits are as follows:

- a supplementary defined-contribution pension plan, under which the Company is under no obligation other than to pay contributions; there is also an old defined-benefit supplementary pension plan, the only beneficiaries of which are retired former employees;
- post-employment benefits, paid to employees still with the Company upon their retirement;
- bonuses related to long-service awards.

Château Guiraud employees are entitled to post-employment benefits representing one-off payments made at the time of retirement.

Defined-benefit pension obligations and post-employment benefits are measured using the projected unit credit method.

The calculations mainly take into account:

- an assumed retirement age, which is generally 62 years but increased for people who, at the age of 62, do not have enough years of contributions to qualify for a full state pension;
- a discount rate;
- an inflation rate;
- assumptions regarding wage increases and staff turnover.

The full amount of obligations, without distinguishing actuarial gains and losses, is recognised under "Non-current liabilities" after deduction of the value of financial assets transferred to external funds. If those financial assets exceed the obligations, a receivable is recognised under "Other non-current assets".

### 1.12 Bonus share plans

Bonus shares are granted to certain senior managers and employees of the Group.

In accordance with IFRS 2 "Share-based payment", the fair value of the bonus shares granted to beneficiaries on the grant date is expensed with a balancing entry under consolidated equity. This expense is spread over the vesting period.

### 1.13 Treasury shares

Treasury shares are either intended to be cancelled, reserved to cover bonus share plans, or purchased under a liquidity agreement. They are recognised at cost as a deduction from equity.

The proceeds from selling treasury shares are taken directly to equity, and disposal gains and losses do not affect profit for the year.

### 1.14 Revenue recognition

Income from the investment property mainly comprises rent, which is invoiced quarterly in advance and recognised in the corresponding quarter.

Dividends from investments in non-consolidated companies and portfolio investment securities are recognised following the dividend payment decisions taken in the companies' AGMs.

As regards the winemaking business, revenue is recognised when the wine is delivered. This principle also applies to "en primeur" sales: part of the wine made from grapes harvested in year N is offered to the market in year N+1. Pre-orders are not recognised as revenue and deposit payments are recognised as liabilities on the balance sheet under "Other liabilities". Pre-ordered wine is delivered in year N+3, and the revenue is recognised at that point.

## NOTE 2 INFORMATION ON PEUGEOT SA SECURITIES

### *Pooling of PSA and Faurecia shares*

In September 2020, Peugeot Invest transferred its shares in Peugeot SA and Faurecia, along with the equity swap agreement entitling it to acquire a further 2% stake in Peugeot SA, to a joint venture between Peugeot Invest and its majority shareholder Établissements Peugeot Frères called Peugeot 1810.

As a result, all of the family group's shares in Peugeot SA are now held by Peugeot 1810, in which Peugeot Invest owns a 76.5% stake and its majority shareholder Établissements Peugeot Frères holds a 23.5% stake.

### *Additional investment in PSA Group*

After Peugeot Invest and its majority shareholder Établissements Peugeot Frères announced their support for the planned merger between Peugeot SA and Fiat Chrysler Automobiles NV, announced on 18 December 2019, in March 2020 Peugeot Invest entered into an equity swap agreement with an investment service provider: under that agreement, due to settle on 30 June 2021, Peugeot Invest could acquire 2% of Peugeot SA's equity (18.1 million shares) for €228 million.

The agreement was settled early in December 2020 through the delivery of shares.

In the consolidated financial statements, the agreement was treated as a trading derivative instrument and was recognised on the balance sheet at fair value through profit and loss. Until the expiry of the agreement, interest paid in relation to the cost of carrying the shares and unrealised gains and losses were taken to income.

When the agreement settled, the shares received were recognised at fair value on the settlement date, i.e. 7 December 2020, under equity securities at fair value through equity, with a balancing entry consisting of the cash paid and the fair value of the derivative, i.e. €371.3 million.

At 31 December 2020, Peugeot 1810 held 14.38% of Peugeot SA's equity.

At the same date, the effect of the equity swap agreement was as follows:

• Mark-to-market adjustment of the equity swap agreement:	€143.7 million
• Cost of carry relating to Peugeot SA shares:	–€2.0 million
• Gross total:	€141.7 million
• Deferred tax:	–€4.5 million
• Net income statement impact:	€137.2 million

## NOTE 3 CONSOLIDATED COMPANIES

### 3.1 Consolidated companies at 31/12/2020

Consolidated companies are as follows:

	% control	% interest
<b>Fully consolidated companies</b>		
Parent company Peugeot Invest		
Peugeot Invest Assets	100.00%	100.00%
FFP Invest ARB	100.00%	100.00%
Peugeot Invest UK Ltd.	100.00%	100.00%
Peugeot Invest US-1	100.00%	100.00%
Peugeot Invest US-CC	100.00%	100.00%
Peugeot Invest US-2	100.00%	100.00%
Peugeot Invest US-3	100.00%	100.00%
Peugeot Invest US SRL Inc.	100.00%	100.00%
Peugeot Invest Stovall Inc.	100.00%	100.00%
FFP-Les Grésillons	100.00%	100.00%
Peugeot 1810	76.50%	76.50%
Financière Guiraud SAS	74.94%	74.94%
SCA Château Guiraud	100.00%	74.94%
<b>Associates</b>		
Zéphyr Investissement	-	33.75%
LDAP	-	45.00%
Redford USA II Holdings	-	29.94%
Redford EU II Holdings	-	29.94%
OPCI Lapillus II	-	23.29%
Groupe Compagnie industrielle de Delle (CID)	-	25.39%
Groupe LISI	-	5.09%

### 3.2 Changes in equity interests

#### PEUGEOT 1810

The long-standing interest in Peugeot SA held by Établissements Peugeot Frères and Peugeot Invest was transferred to their Peugeot 1810 joint venture, in which Peugeot Invest holds a 76.5% interest.

#### PEUGEOT INVEST US-3

A new subsidiary wholly owned by Peugeot Invest Assets was set up in the first half of 2020 to carry out new real-estate investments in the United States.

#### FFP INVEST ARB

FFP Invest ARB is wholly owned by Peugeot Invest Assets and holds a 11.36% stake in Arboretum. The aim of this new co-investment is to build a low-carbon office and services complex.

## NOTE 4 INCOME FROM LONG-TERM INVESTMENTS

(in thousands of euros)	31/12/2020	31/12/2019
<b>Income</b>		
Dividends	22,705	116,607
Disposal gains	62,247	6,588
<b>Total</b>	<b>84,952</b>	<b>123,195</b>
<b>Expenses</b>		
Disposal losses	(923)	(9)
<b>Total</b>	<b>(923)</b>	<b>(9)</b>
<b>GROSS</b>	<b>84,029</b>	<b>123,186</b>
Fair value adjustments <sup>(1)</sup>	142,567	62,339
<b>INCOME STATEMENT IMPACT</b>	<b>226,596</b>	<b>185,525</b>

(1) This item includes mark-to-market gains of €884 thousand on portfolio investment securities and €141,683 thousand on the equity swap.

## NOTE 5 INCOME FROM INVESTMENT PROPERTIES

(in thousands of euros)	31/12/2020	31/12/2019
<b>Income</b>		
Rental and other income	1,388	1,347
Expenses recharged to tenants	271	264
<b>Total</b>	<b>1,659</b>	<b>1,611</b>
<b>Expenses</b>		
Rental and building management expenses	(289)	(305)
<b>Total</b>	<b>(289)</b>	<b>(305)</b>
<b>GROSS</b>	<b>1,370</b>	<b>1,306</b>
Fair value adjustments	3,300	400
<b>INCOME STATEMENT IMPACT</b>	<b>4,670</b>	<b>1,706</b>

## NOTE 6 INCOME FROM OTHER ACTIVITIES

(in thousands of euros)

	31/12/2020	31/12/2019
<b>Income</b>		
Sales of merchandise	1,955	2,586
Other income	281	358
Change in inventories	1,028	187
<b>GROSS</b>	<b>3,264</b>	<b>3,131</b>
Additions to provisions	-	-
<b>INCOME STATEMENT IMPACT</b>	<b>3,264</b>	<b>3,131</b>

## NOTE 7 GENERAL ADMINISTRATIVE EXPENSES

(in thousands of euros)

	31/12/2020	31/12/2019
<b>Administrative expenses</b>		
Staff costs	(15,112)	(14,256)
External expenses	(19,532)	(16,063)
Other expenses	(1,308)	(1,156)
<b>GROSS</b>	<b>(35,952)</b>	<b>(31,475)</b>
Depreciation and amortisation of non-current assets (excluding investment properties)	(448)	(447)
Depreciation of right-of-use assets under leases	(570)	(570)
<b>INCOME STATEMENT IMPACT</b>	<b>(36,970)</b>	<b>(32,492)</b>

## NOTE 8 COST OF DEBT

(in thousands of euros)

	31/12/2020	31/12/2019
Interest on Peugeot Invest borrowings	(27,413)	(19,880)
Interest on lease liabilities	(94)	(107)
Other	(283)	(230)
<b>INCOME STATEMENT IMPACT</b>	<b>(27,790)</b>	<b>(20,217)</b>

Cost of debt includes gains and losses on interest-rate hedges.

## NOTE 9 SHARE OF ASSOCIATES' EARNINGS

(in thousands of euros)

	31/12/2020	31/12/2019
<b>Share of associates' earnings</b>		
Redford EU II Holdings	(52)	(69)
Redford USA II Holdings	(231)	(226)
Compagnie industrielle de Delle (CID)	(5,201)	9,658
LISI	(1,897)	3,546
LDAP	(1,490)	119
OPCI Lapillus II	48	410
Zéphyre Investissement	(202)	(280)
<b>GROSS</b>	<b>(9,025)</b>	<b>13,158</b>
Certares Redford provision	(800)	-
LDAP provision	(3,343)	344
Zéphyre Investissement provision	(1,252)	(4,336)
<b>INCOME STATEMENT IMPACT</b>	<b>(14,420)</b>	<b>9,166</b>

## NOTE 10 INCOME TAX

## 10.1 Corporate income tax expense

(in thousands of euros)

	31/12/2020	31/12/2019
Current tax	(857)	(5,369)
Deferred tax	11,863	(10,423)
<b>INCOME STATEMENT IMPACT</b>	<b>11,006</b>	<b>(15,792)</b>

Peugeot Invest and Peugeot Invest Assets have elected to adopt the tax group system since 1 January 2012.

## 10.2 Reconciliation between the French statutory tax rate and the income statement effective tax rate

(%)	31/12/2020	31/12/2019
Statutory tax rate in France	(25.8)	(25.8)
Adjustment for associates	(2.5)	1.5
Lower foreign tax rates	28.1	16.0
Other permanent differences	7.3	(2.5)
<b>Income statement effective tax rate</b>	<b>7.1</b>	<b>(10.8)</b>

The current tax expense corresponds to income tax payable to the French tax authorities in respect of the period. The normal French corporate income tax rate is 28.924% including surcharge. From 2022, France's 2017 finance act will reduce the French tax rate to 25.825% including surcharge. Capital gains on the sale of shares

in predominantly property-related companies are taxed at 19%. Deferred tax assets and liabilities have been calculated accordingly. Permanent differences arise mainly from unrealised capital gains in the securities portfolio.

## NOTE 11 EARNINGS PER SHARE

Earnings per share are shown at the bottom of the consolidated income statement.

They were calculated on the basis of all shares making up the share capital, i.e. 24,922,589 shares.

The company has no equity securities other than ordinary shares.

## NOTE 12 OTHER COMPREHENSIVE INCOME

(in thousands of euros)	31/12/2020			31/12/2019		
	Pre-tax	Tax	Post-tax	Pre-tax	Tax	Post-tax
Associates' comprehensive income	10,556	-	10,556	16,846	-	16,846
Mark-to-market adjustments on equity securities	208,329	(5,610)	202,719	396,159	(23,671)	372,488
Capital gains on disposals of equity securities	107,216	(13,215)	94,001	138,569	(1,569)	137,000
Mark-to-market adjustments on derivatives	(668)	172	(496)	(4,628)	1,196	(3,432)
Exchange differences	(48,810)	-	(48,810)	9,645	-	9,645
Other mark-to-market adjustments taken to equity	(2,217)	(568)	(2,785)	8,184	(738)	7,446
<b>Total</b>	<b>274,406</b>	<b>(19,221)</b>	<b>255,185</b>	<b>564,775</b>	<b>(24,782)</b>	<b>539,993</b>

## NOTE 13 INTANGIBLE ASSETS

## Changes in 2020, amortisation and impact of fair value measurement

(in thousands of euros)	Carrying amount at 01/01/2020	Additions	Disposals	Net amortisation	Carrying amount at 31/12/2020
Intangible assets	10	-	-	(9)	1
<b>Total</b>	<b>10</b>	<b>-</b>	<b>-</b>	<b>(9)</b>	<b>1</b>



## NOTE 14 PROPERTY, PLANT AND EQUIPMENT

### 14.1 Changes in 2020, depreciation and impact of mark-to-market adjustments

<i>(in thousands of euros)</i>	Land	Buildings	Investment properties	Vineyards	Other	Right-of-use assets under leases	Total
<b>Gross value</b>							
<b>At beginning of period</b>	13,351	2,787	19,000	2,936	4,941	4,538	47,553
Purchases/additions	-	1	-	66	314	-	381
Disposals	-	-	-	(34)	(203)	-	(237)
Mark-to-market adjustment	-	-	3,300	-	-	-	3,300
<b>At end of period</b>	13,351	2,788	22,300	2,968	5,052	4,538	50,997
<b>Depreciation</b>							
<b>At beginning of period</b>	-	1,281	-	1,681	3,504	570	7,036
Purchases/additions	-	69	-	63	305	570	1,007
Disposals	-	-	-	-	(1)	-	(1)
<b>At end of period</b>	-	1,350	-	1,744	3,808	1,140	8,042
<b>Net amount at beginning of period</b>	13,351	1,506	19,000	1,255	1,437	3,968	40,517
<b>Net amount at end of period</b>	13,351	1,438	22,300	1,224	1,244	3,398	42,955

The investment property was externally appraised in December 2020.

### 14.2 Changes in 2019, depreciation and impact of mark-to-market adjustments

<i>(in thousands of euros)</i>	Land	Buildings	Investment properties	Vineyards	Other	Right-of-use assets under leases	Total
<b>Gross value</b>							
<b>At beginning of period</b>	13,347	3,010	18,600	2,903	4,588	-	42,448
Impact of the first-time adoption of IFRS 16 <sup>(1)</sup>	-	-	-	-	-	4,538	4,538
<b>At 1 January 2019</b>	13,347	3,010	18,600	2,903	4,588	4,538	46,986
Purchases/additions	4	(223)	-	77	353	-	211
Disposals	-	-	-	(44)	-	-	(44)
Mark-to-market adjustment	-	-	400	-	-	-	400
<b>At end of period</b>	13,351	2,787	19,000	2,936	4,941	4,538	47,553
<b>Depreciation</b>							
<b>At beginning of period</b>	-	1,213	-	1,626	3,176	-	6,015
Purchases/additions	-	68	-	55	328	570	1,021
Disposals	-	-	-	-	-	-	-
<b>At end of period</b>	-	1,281	-	1,681	3,504	570	7,036
<b>Net amount at beginning of period</b>	13,347	1,797	18,600	1,277	1,412	-	36,433
<b>Net amount at end of period</b>	13,351	1,506	19,000	1,255	1,437	3,968	40,517

The investment property was externally appraised in December 2019.

(1) The adoption of IFRS 16 on 1 January 2019 mainly relates to the lease on the building housing Peugeot Invest's head office (see Note 1.1).

## NOTE 15 INVESTMENTS IN ASSOCIATES (ACCOUNTED FOR UNDER THE EQUITY METHOD)

### 15.1 Position at 31/12/2020

Shares (in thousands of euros)	% control	Cost	Measurement at 31 December	
			Per share (in euros)	Total
Shares in associates (accounted for under the equity method)				
Redford USA II Holdings	29.94	2,432		711
Redford EU II Holdings	29.94	14,130		22,790
Compagnie industrielle de Delle (CID)	25.39	7,306		139,069
LDAP	45.00	19,403		-
LISI	5.09	14,889		50,206
OPCI Lapillus II	23.29	17,302		23,179
Zéphyr Investissement	33.75	28,261		38,400
TOTAL		103,723		274,355

### 15.2 Changes during 2020

Shares (in thousands of euros)	1 January 2020		Additions	
	Number	Cost	Number	Cost
<b>Shares in associates (accounted for under the equity method)</b>				
Redford USA II Holdings	5,179	2,432		-
Redford EU II Holdings	18,807	17,662		-
Compagnie industrielle de Delle (CID)	40,498	7,306		-
LDAP	19,767,645	19,403		-
LISI	2,750,000	14,889		-
OPCI Lapillus II	156,471	17,302		-
Zéphyr Investissement	28,256,336	28,261		-
<b>TOTAL</b>		<b>107,255</b>		<b>-</b>

### 15.3 Changes during 2019

Shares (in thousands of euros)	At 1 January 2019		Additions	
	Number	Cost	Number	Cost
<b>Shares in associates (accounted for under the equity method)</b>				
Redford USA II Holdings	5,179	2,432		-
Redford EU II Holdings	18,807	17,662		-
Compagnie industrielle de Delle (CID)	40,303	7,129	195	177
LDAP	19,767,645	19,403		-
LISI	2,750,000	14,889		-
OPCI Lapillus II	100,000	10,000	56,471	7,302
Zéphyr Investissement	28,190,917	28,191	65,419	70
<b>TOTAL</b>		<b>99,706</b>		<b>7,549</b>

Impact of associates on income	Impact of associates on equity	Carrying amount 31/12/2020	Carrying amount 31/12/2019
-	(1,721)	711	2,828
(800)	9,460	22,790	25,409
-	131,763	139,069	144,118
(15,517)	(3,886)	-	6,970
-	35,317	50,206	51,409
-	5,877	23,179	23,435
(5,589)	15,728	38,400	33,100
<b>(21,906)</b>	<b>192,538</b>	<b>274,355</b>	<b>287,269</b>

Disposals		At 31 December 2020	
Number	Cost	Number	Cost
-	-	5,179	2,432
(3,761)	(3,532)	15,046	14,130
-	-	40,498	7,306
-	-	19,767,645	19,403
-	-	2,750,000	14,889
-	-	156,471	17,302
-	-	28,256,336	28,261
	<b>(3,532)</b>		<b>103,723</b>

Disposals		At 31 December 2019	
Number	Cost	Number	Cost
-	-	5,179	2,432
-	-	18,807	17,662
-	-	40,498	7,306
-	-	19,767,645	19,403
-	-	2,750,000	14,889
-	-	156,471	17,302
-	-	28,256,336	28,261
	-		<b>107,255</b>

**15.4 Condensed financial information relating to associates***(in thousands of euros)*

	31/12/2020	31/12/2019
<b>Redford EU II Holdings</b>		
Total assets	78,800	84,885
Total current and non-current liabilities	11	13
Revenue	-	-
Net profit attributable to equity holders of the parent	(173)	(229)
<b>Redford USA II Holdings</b>		
Total assets	11,714	18,886
Total current and non-current liabilities	5	-
Revenue	-	-
Net profit attributable to equity holders of the parent	(773)	(756)
<b>Compagnie industrielle de Delle (CID)</b>		
Total assets	1,867,042	2,016,430
Total current and non-current liabilities	869,001	980,315
Revenue	1,229,952	1,729,532
Net profit attributable to equity holders of the parent	(20,482)	38,037
<b>LISI</b>		
Share price at 31 December (in euros)	20.15	30.05
Total assets	1,859,324	2,000,748
Total current and non-current liabilities	868,907	979,366
Revenue	1,229,958	1,729,527
Net profit attributable to equity holders of the parent	(37,321)	69,773
<b>OPCI Lapillus II</b>		
Total assets	104,984	106,129
Total current and non-current liabilities	5,461	5,521
Revenue	123	1,558
Net profit attributable to equity holders of the parent	208	1,759
<b>LDAP</b>		
Total assets	96,284	109,618
Total current and non-current liabilities	61,801	67,073
Revenue	12,056	15,490
Net profit attributable to equity holders of the parent	(3,310)	268
<b>Zéphyr Investissement</b>		
Total assets	131,743	111,743
Total current and non-current liabilities	1,419	832
Revenue	-	-
Net profit attributable to equity holders of the parent	(599)	(829)

## 15.5 Changes

Investments in associates <i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Carrying amount at 1 January	287,269	257,667
Purchases/sales at cost	(3,532)	7,549
Share in the profit or loss of associates	(9,025)	13,158
Other changes taken to equity	5,039	12,887
Impairment	(5,396)	(3,992)
<b>CARRYING AMOUNT AT 31 DECEMBER</b>	<b>274,355</b>	<b>287,269</b>

## NOTE 16 NON-CURRENT FINANCIAL ASSETS

## 16.1 Holdings at 31/12/2020

	Holdings at 31 December			
(in thousands of euros)	% control	Cost	Per share <sup>(1)</sup> (in euros)	Total
I – Investments in non-consolidated companies				
Peugeot SA	14.38	1,661,550	22.37	2,879,439
Safran	0.75	267,398	115.95	371,936
SPIE	5.31	200,680	17.81	151,385
SEB	4.02	64,207	149.00	301,207
ORPEA	5.05	98,279	107.55	350,759
Tikehau Capital	2.28	66,214	25.70	79,854
Immobilière Dassault	19.79	30,137	59.20	78,893
IDI	10.03	25,714	42.20	30,643
CIEL	6.92	16,355	0.08	8,952
Autres titres		399,845		484,753
TOTAL		2,830,379		4,737,821
II – Portfolio investment securities				
Private equity funds				
Buyout funds		179,804		239,613
Expansion funds		47,546		58,189
Technology growth funds		75,016		101,551
Real-estate funds		13,550		15,032
Other funds		8,172		12,911
Subscription commitments		376,737		376,737
Total private equity funds		700,825		804,033
Co-investments				
Co-investments		503,582		630,961
Subscription commitments		150,688		150,688
Total co-investments		654,270		781,649
Other investments				
Shares		18,559		21,374
Total other investments		18,559		21,374
TOTAL <sup>(2)</sup>		1,373,654		1,607,056
III – Other non-current assets				
Other		24,695		24,695
TOTAL		24,695		24,695
GRAND TOTAL		4,228,728		6,369,572

(1) Net of dividends receivable.

(2) Changes in the fair value of portfolio investment securities are recorded under profit or loss in a positive amount of €884 thousand (see Note 4).



Mark-to-market adjustment via earnings	Mark-to-market adjustment via equity	Carrying amount 31/12/2020	Carrying amount 31/12/2019
-	1,217,889	2,879,439	1,796,083
-	104,538	371,936	441,543
-	(49,295)	151,385	154,360
-	237,000	301,207	333,850
-	252,480	350,759	372,773
-	13,640	79,854	68,357
-	48,756	78,893	91,286
-	4,929	30,643	32,241
-	(7,403)	8,952	15,555
-	84,908	484,753	485,644
-	<b>1,907,442</b>	<b>4,737,821</b>	<b>3,791,692</b>
59,809	-	239,613	192,874
10,643	-	58,189	55,709
26,535	-	101,551	62,360
1,482	-	15,032	9,603
4,739	-	12,911	13,449
-	-	376,737	387,666
<b>103,208</b>	<b>-</b>	<b>804,033</b>	<b>721,661</b>
127,379	-	630,961	629,564
-	-	150,688	139,694
<b>127,379</b>	<b>-</b>	<b>781,649</b>	<b>769,258</b>
2,815	-	21,374	24,495
<b>2,815</b>	<b>-</b>	<b>21,374</b>	<b>24,495</b>
<b>233,402</b>	<b>-</b>	<b>1,607,056</b>	<b>1,515,414</b>
-	-	24,695	5,505
-	-	<b>24,695</b>	<b>5,505</b>
<b>233,402</b>	<b>1,907,442</b>	<b>6,369,572</b>	<b>5,312,611</b>

## 16.2 Changes during 2020

Shares (in thousands of euros)	1 January 2020		Additions		Disposals		At 31 December 2020	
	Number	Cost	Number	Cost	Number	Cost	Number	Cost
<b>I – Investments in non-consolidated companies</b>								
Peugeot SA	84,323,161	899,752	44,395,623	761,798	-	-	128,718,784	1,661,550
Safran	3,207,729	267,398	-	-	-	-	3,207,729	267,398
SPIE	8,500,000	200,680	-	-	-	-	8,500,000	200,680
SEB	2,521,522	80,088	-	-	(500,000)	(15,881)	2,021,522	64,207
ORPEA	3,261,353	98,279	-	-	-	-	3,261,353	98,279
Tikehau Capital	3,107,147	66,214	-	-	-	-	3,107,147	66,214
Immobilière Dassault	1,332,645	30,137	-	-	-	-	1,332,645	30,137
IDI	726,146	25,714	-	-	-	-	726,146	25,714
CIEL	114,887,172	16,355	-	-	-	-	114,887,172	16,355
Other shares <sup>(1)</sup>		407,961		35,081		(43,197)		399,845
<b>TOTAL</b>		<b>2,092,578</b>		<b>796,879</b>		<b>(59,078)</b>		<b>2,830,379</b>
<b>II – Portfolio investment securities<sup>(1)</sup></b>								
<b>Private equity funds</b>								
Buyout funds		143,229		59,841		(23,266)		179,804
Expansion funds		44,528		9,100		(6,082)		47,546
Technology growth funds		51,794		31,616		(8,394)		75,016
Real-estate funds		5,662		7,888		-		13,550
Other funds		8,618		1,945		(2,391)		8,172
Subscription commitments		387,666		105,270		(116,199)		376,737
<b>Total private equity funds<sup>(1)</sup></b>		<b>641,497</b>		<b>215,660</b>		<b>(156,332)</b>		<b>700,825</b>
<b>Co-investments</b>								
Co-investments		469,380		207,191		(172,989)		503,582
Subscription commitments		139,694		108,355		(97,361)		150,688
<b>Total Co-investments<sup>(1)</sup></b>		<b>609,074</b>		<b>315,546</b>		<b>(270,350)</b>		<b>654,270</b>
<b>Other investments</b>								
Shares		18,610		-		(51)		18,559
<b>Total other investments</b>		<b>18,610</b>		<b>-</b>		<b>(51)</b>		<b>18,559</b>
<b>TOTAL</b>		<b>1,269,181</b>		<b>531,206</b>		<b>(426,733)</b>		<b>1,373,654</b>
<b>III – Other non-current assets</b>								
Loans and advances		4,034		10,864		(28)		14,870
Other		1,471		8,942		(588)		9,825
<b>TOTAL</b>		<b>5,505</b>		<b>19,806</b>		<b>(616)</b>		<b>24,695</b>
<b>GRAND TOTAL</b>		<b>3,367,264</b>		<b>1,347,891</b>		<b>(486,427)</b>		<b>4,228,728</b>

(1) Disposals include exchange differences on foreign-currency investments.

## 16.3 Changes during 2019

Shares (in thousands of euros)	At 1 January 2019		Additions		Disposals		At 31 December 2019	
	Number	Cost	Number	Cost	Number	Cost	Number	Cost
<b>I – Investments in non-consolidated companies</b>								
Peugeot SA	84,323,161	899,752	-	-	-	-	84,323,161	899,752
Safran	3,207,729	267,398	-	-	-	-	3,207,729	267,398
SPIE	8,500,000	200,680	-	-	-	-	8,500,000	200,680
DKSH	3,820,000	49,387	-	-	(3,820,000)	(49,387)	-	-
SEB	2,521,522	80,088	-	-	-	-	2,521,522	80,088
ORPEA	3,261,353	98,279	-	-	-	-	3,261,353	98,279
Tikehau Capital	3,107,147	66,214	-	-	-	-	3,107,147	66,214
Immobilière Dassault	1,304,417	28,520	28,228	1,617	-	-	1,332,645	30,137
IDI	726,146	25,714	-	-	-	-	726,146	25,714
CIEL	114,887,172	16,355	-	-	-	-	114,887,172	16,355
Other shares <sup>(1)</sup>		136,222		275,119		(3,380)		407,961
<b>TOTAL</b>		<b>1,868,609</b>		<b>276,736</b>		<b>(52,767)</b>		<b>2,092,578</b>
<b>II – Portfolio investment securities<sup>(1)</sup></b>								
<b>Private equity funds</b>								
Buyout funds		96,150		59,277		(12,198)		143,229
Expansion funds		44,869		5,743		(6,084)		44,528
Technology growth funds		23,806		30,710		(2,722)		51,794
Real-estate funds		2,750		5,847		(2,935)		5,662
Other funds		14,785		1,051		(7,218)		8,618
Subscription commitments		280,604		200,902		(93,840)		387,666
<b>Total private equity funds<sup>(1)</sup></b>		<b>462,964</b>		<b>303,530</b>		<b>(124,997)</b>		<b>641,497</b>
<b>Co-investments</b>								
Co-investments		396,268		66,110		7,002		469,380
Subscription commitments		73,732		120,326		(54,364)		139,694
<b>Total Co-investments<sup>(1)</sup></b>		<b>470,000</b>		<b>186,436</b>		<b>(47,362)</b>		<b>609,074</b>
<b>Other investments</b>								
Shares		18,610		-		-		18,610
<b>Total other investments</b>		<b>18,610</b>		<b>-</b>		<b>-</b>		<b>18,610</b>
<b>TOTAL</b>		<b>951,574</b>		<b>489,966</b>		<b>(172,359)</b>		<b>1,269,181</b>
<b>III – Other non-current assets</b>								
Other		5,629		1,169		(1,293)		5,505
<b>TOTAL</b>		<b>5,629</b>		<b>1,169</b>		<b>(1,293)</b>		<b>5,505</b>
<b>GRAND TOTAL</b>		<b>2,825,812</b>		<b>767,871</b>		<b>(226,419)</b>		<b>3,367,264</b>

(1) Disposals include exchange differences on foreign-currency investments.

## 16.4 Changes

## INVESTMENTS IN NON-CONSOLIDATED COMPANIES

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Carrying amount at 1 January	3,791,692	3,171,562
Reversal of mark-to-market adjustment at 1 January	(1,699,114)	(1,302,953)
Cost at 1 January	2,092,578	1,868,609
Purchases/sales at cost	737,801	223,969
Cost at 31 December	2,830,379	2,092,578
31 December fair value-unrealised gains or losses	1,907,442	1,699,114
<b>Carrying amount at 31 December</b>	<b>4,737,821</b>	<b>3,791,692</b>

## PORTFOLIO INVESTMENT SECURITIES

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Carrying amount at 1 January	1,515,414	1,132,935
Reversal of mark-to-market adjustment at 1 January	(246,233)	(181,361)
Cost at 1 January	1,269,181	951,574
Purchases/sales at cost	104,473	317,607
Cost at 31 December	1,373,654	1,269,181
31 December fair value: unrealised gains or losses	233,402	246,233
<b>Carrying amount at 31 December</b>	<b>1,607,056</b>	<b>1,515,414</b>

## OTHER NON-CURRENT FINANCIAL ASSETS

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Carrying amount at 1 January	5,505	5,629
Reversal of mark-to-market adjustment at 1 January	-	-
Cost at 1 January	5,505	5,629
Purchases/sales at cost	19,190	(124)
Cost at 31 December	24,695	5,505
31 December fair value: unrealised gains or losses	-	-
<b>Carrying amount at 31 December</b>	<b>24,695</b>	<b>5,505</b>

## NOTE 17 TAX RECEIVABLES AND PAYABLES

### 17.1 Changes during 2020

(in thousands of euros)	Start of period	Goodwill	Profit/loss	Equity	Payments	End of period
Current tax payable	(2,437)	-	(879)	(11,868)	2,218	(12,966)
Current tax receivable	-	-	22	8	7,244	7,274
<b>Sub-total</b>	<b>(2,437)</b>	<b>-</b>	<b>(857)</b>	<b>(11,860)</b>	<b>9,462</b>	<b>(5,692)</b>
Deferred tax assets	3,668	-	19,459	6,041	-	29,168
Deferred tax liabilities	(133,628)	-	(7,596)	16,370	-	(124,854)
<b>Sub-total</b>	<b>(129,960)</b>	<b>-</b>	<b>11,863</b>	<b>22,411</b>	<b>-</b>	<b>(95,686)</b>
<b>TOTAL</b>	<b>(132,397)</b>	<b>-</b>	<b>11,006</b>	<b>10,551</b>	<b>9,462</b>	<b>(101,378)</b>

### 17.2 Changes during 2019

(in thousands of euros)	Start of period	Goodwill	Profit/loss	Equity	Payments	End of period
Current tax payable	(6,555)	-	(5,369)	(1,569)	11,056	(2,437)
Current tax receivable	-	-	-	-	-	-
<b>Sub-total</b>	<b>(6,555)</b>	<b>-</b>	<b>(5,369)</b>	<b>(1,569)</b>	<b>11,056</b>	<b>(2,437)</b>
Deferred tax assets	2,590	-	175	903	-	3,668
Deferred tax liabilities	(98,441)	-	(10,598)	(24,589)	-	(133,628)
<b>Sub-total</b>	<b>(95,851)</b>	<b>-</b>	<b>(10,423)</b>	<b>(23,686)</b>	<b>-</b>	<b>(129,960)</b>
<b>TOTAL</b>	<b>(102,406)</b>	<b>-</b>	<b>(15,792)</b>	<b>(25,255)</b>	<b>11,056</b>	<b>(132,397)</b>

## NOTE 18 INVENTORIES

	31/12/2020			31/12/2019		
(in thousands of euros)	Gross	Provision	Net	Gross	Provision	Net
Wine	10,160	1,785	8,375	9,267	1,947	7,320
Other	147	-	147	185	-	185
<b>Total</b>	<b>10,307</b>	<b>1,785</b>	<b>8,522</b>	<b>9,452</b>	<b>1,947</b>	<b>7,505</b>

## NOTE 19 OTHER RECEIVABLES

	31/12/2020			31/12/2019		
(in thousands of euros)	Gross	Provision	Net	Gross	Provision	Net
Trade receivables	306	-	306	405	-	405
Tax receivables (excluding income tax)	3,086	-	3,086	1,404	-	1,404
Other receivables	1,240	-	1,240	1,307	-	1,307
<b>Total</b>	<b>4,632</b>	<b>-</b>	<b>4,632</b>	<b>3,116</b>	<b>-</b>	<b>3,116</b>

## NOTE 20 CASH AND CASH EQUIVALENTS

### 20.1 Breakdown of cash and cash equivalents

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Money-market UCITS	-	-
Cash	88,034	30,659
<b>Total cash and cash equivalents</b>	<b>88,034</b>	<b>30,659</b>

### 20.2 Change in cash and cash equivalents

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Cash and cash equivalents at end of period	88,034	30,659
Cash and cash equivalents at beginning of period	30,659	11,405
<b>Change in cash and cash equivalents</b>	<b>57,375</b>	<b>19,254</b>

### 20.3 Analysis of the change in cash and cash equivalents

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Carrying amount at 1 January	30,659	11,405
Reversal of mark-to-market adjustment at 1 January	-	-
Cost at 1 January	30,659	11,405
Purchases/sales at cost	57,375	19,254
Cost at 31 December	88,034	30,659
Mark-to-market adjustments at 31 December	-	-
<b>Carrying amount at 31 December</b>	<b>88,034</b>	<b>30,659</b>



## NOTE 21 EQUITY

### 21.1 Equity management policy

The equity management policy relates to equity as defined under IFRS.

It is intended to secure the Group's long-term capital resources, in order to foster its development and allow it to implement an appropriate distribution policy.

Equity breaks down into portions attributable to non-controlling interests and to equity holders of the parent.

Non-controlling interests consist of:

- Établissements Peugeot Frères' stake in the Peugeot 1810 joint venture that holds the shares in Peugeot SA;
- non-group shareholders' stake in Financière Guiraud (SAS), which holds the investment in SCA Château Guiraud.

Equity attributable to equity holders of the parent comprises Peugeot Invest's share capital plus reserves and retained earnings resulting from the group's business activities.

The distribution policy implemented by Peugeot Invest has for many years, and as far as possible, aimed to ensure a consistent and rising dividend.

### 21.2 Composition of the share capital

Peugeot Invest's share capital consists of 24,922,589 shares with par value of €1 each. The shares are fully paid-up.

### 21.3 Equity

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Peugeot Invest share capital	24,923	24,923
Peugeot Invest share premium account	158,410	158,410
Peugeot Invest statutory reserve	2,541	2,541
Treasury shares	(12,009)	(14,808)
Exchange differences	(31,972)	10,167
Other reserves	4,051,977	3,875,952
Consolidated retained earnings	134,065	131,355
Non-controlling interests	619,256	(568)
<b>Total</b>	<b>4,947,191</b>	<b>4,187,972</b>

### 21.4 Mark-to-market adjustments via equity and related deferred tax

<i>(number of shares)</i>	31/12/2020	31/12/2019
Adjustments recognised directly in equity at beginning of period	1,612,307	1,243,251
Decrease in adjustments following disposals	(71,322)	(178,024)
Mark-to-market adjustments at end of period (net of tax)	-	-
Non-current financial assets	(3,256)	550,512
Interest-rate hedges	(496)	(3,432)
<b>Adjustments recognised directly in equity at end of period (A)</b>	<b>1,537,233</b>	<b>1,612,307</b>
Deferred tax (B)	70,891	74,321
<b>Total gross adjustments at end of period (A+B)</b>	<b>1,608,124</b>	<b>1,686,628</b>

### 21.5 Breakdown of adjustments by item

<i>(number of shares)</i>	31/12/2020	31/12/2019
Equity securities	1,546,990	1,621,568
Interest-rate hedges	(9,757)	(9,261)
<b>Total</b>	<b>1,537,233</b>	<b>1,612,307</b>

### 21.6 Treasury shares

Treasury shares are carried at cost and recognised as a reduction in equity.

As at 31 December 2020, the company owns 134 043 treasury shares.

<i>(number of shares)</i>	31/12/2020	31/12/2019
Coverage of future plans	-	130,143
Coverage of the 2017 bonus share plan	-	29,063
Coverage of the 2018 bonus share plan	10,540	-
Coverage of the 2019 bonus share plan	48,180	-
Coverage of the 2020 bonus share plan	71,423	-
Liquidity agreement	3,900	5,550
<b>Total</b>	<b>134,043</b>	<b>164,756</b>

### 21.7 Bonus share plans

#### A. DETAILS OF THE 2017 AND 2018 BONUS SHARE PLANS

In accordance with authority granted in the Shareholders' General Meetings of 3 May 2016 and 17 May 2018, Peugeot Invest's Board of Directors in meetings on 9 March 2017 and 17 August 2018 decided to set up bonus share plans subject to performance conditions for certain employees and corporate officers of Peugeot Invest and companies related to it. The bonus performance shares will vest after a three-year period, and there will be no subsequent lock-up period. The grants are subject to beneficiaries being continually employed within the Group or related companies during the vesting period.

Vesting is subject to Peugeot Invest NAV performance criteria:

- between 31 December 2016 and 31 December 2019 for the 2017 plan;
- between 31 December 2017 and 31 December 2020 for the 2018 plan.

#### B. DETAILS OF THE 2019 AND 2020 BONUS SHARE PLANS

In accordance with authority granted in the Shareholders' General Meeting of 17 May 2018, Peugeot Invest's Board of Directors in its meetings on 15 May 2019 and 25 March 2020 decided to set up bonus share plans subject to performance conditions for certain employees and corporate officers of Peugeot Invest and companies related to it. The bonus performance shares will vest after a three-year period, and there will be no subsequent lock-up period. The grants are subject to beneficiaries being continually employed within the Group or related companies during the vesting period.

Vesting is subject to Peugeot Invest NAV performance criteria and environment, social and governance (ESG) stock-picking criteria:

- between 31 December 2018 and 31 December 2021 for the 2019 plan;
- between 31 December 2019 and 31 December 2022 for the 2020 plan.

## C. STATUS OF PLANS AT 31 DECEMBER 2020

Staff costs associated with each plan are measured in accordance with IFRS 2 and taken to equity.

Plan details are as follows:

	31/12/2020		31/12/2019	
	Maximum number of shares that may be awarded	IFRS 2 expense (in thousands of euros)	Maximum number of shares that may be awarded	IFRS 2 expense (in thousands of euros)
2016 plan <sup>(1)</sup>	-	-	-	195
2017 plan <sup>(1)</sup>	-	-	29,063	804
2018 plan <sup>(2)</sup>	10,540	(611)	31,940	1,063
2019 plan	48,180	1,362	48,180	794
2020 plan	116,713	1,252	-	-
<b>Total</b>		<b>2,003</b>		<b>2,856</b>

(1) Since performance conditions were met, 17,277 shares under the 2016 plan were delivered to beneficiaries in July 2019 and 29,063 shares under the 2018 plan were delivered to beneficiaries in March 2020.

(2) Based on assumptions regarding performance conditions at the period end, 33% of the bonus shares under the 2018 plan would be awarded and 100% of the bonus shares under the 2019 and 2020 plans would be awarded.  
As a result, an adjustment of the IFRS 2 expense related to the 2018 plan was recognised at the period end.

## NOTE 22 CURRENT AND NON-CURRENT FINANCIAL LIABILITIES

### 22.1 Position at 31/12/2020

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
<b>Bonds <sup>(1)</sup></b>	692,500	542,500
<b>Bank borrowings <sup>(2)</sup></b>		
Peugeot Invest	413,420	246,000
Peugeot 1810	53,580	-
SCA Château Guiraud	9,429	7,986
<b>Subscription commitments and shares not paid-up</b>	527,502	528,463
<b>Derivative instruments <sup>(3)</sup></b>	13,154	11,499
<b>Lease liabilities <sup>(4)</sup></b>	2,917	3,471
<b>Other</b>	4	24
<b>Total non-current financial liabilities</b>	<b>1,712,506</b>	<b>1,339,943</b>
<b>Bank borrowings</b>		
SCA Château Guiraud	3,664	3,455
<b>Derivative instruments <sup>(3)</sup></b>	-	987
<b>Lease liabilities <sup>(4)</sup></b>	554	540
<b>Accrued interest on borrowings</b>	5,498	4,347
<b>Other</b>	4	6
<b>Total current financial liabilities</b>	<b>9,720</b>	<b>9,335</b>
<b>TOTAL FINANCIAL LIABILITIES</b>	<b>1,722,226</b>	<b>1,349,278</b>

(1) In 2020, Peugeot Invest issued €150,000 thousand of bonds due to mature in September 2030 through a US Private Placement (US PP). The bonds pay a fixed annual coupon of 2.60%.

(2) Peugeot Invest borrowed €174,420 thousand to fund the purchase of Peugeot SA shares via the equity swap transferred to its Peugeot 1810 subsidiary.

(3) Peugeot Invest has hedged its credit facilities against interest-rate risk by taking out fixed-for-floating interest-rate swaps in an amount of €250,000 thousand. The fair value of these instruments at 31 December 2020 was €13,154 thousand.  
Subscription commitments and shares not paid-up comprised US-dollar commitments of €243,626 thousand at 31 December 2020 and €263,235 thousand at 31 December 2019.  
All other commitments are stated in euros.

(4) Liabilities resulting from the obligation to pay rent on Peugeot Invest's head office.

**22.2 Maturity schedule at 31/12/2020**

<i>Amounts due (in thousands of euros)</i>	<b>Less than 1 year</b>	<b>1 to 5 years</b>	<b>More than 5 years</b>	<b>Total</b>
<b>Bonds</b>	-	212,500	480,000	692,500
<b>Bank borrowings</b>				
- Peugeot Invest borrowings	-	393,420	20,000	413,420
- Peugeot 1810 borrowings	-	53,580	-	53,580
- SCA Château Guiraud borrowings	3,664	672	8,757	13,093
<b>Derivative instruments</b>	-	13,154	-	13,154
<b>Lease liabilities</b>	554	2,366	551	3,471
<b>Subscription commitments and shares not paid-up<sup>(1)</sup></b>	-	527,502	-	527,502
<b>Accrued interest on borrowings and other</b>	5,502	4	-	5,506
<b>Total<sup>(2)</sup></b>	<b>9,720</b>	<b>1,203,198</b>	<b>509,308</b>	<b>1,722,226</b>

(1) Since calls are made by funds depending on their respective investments, and generally within 5 years from the subscription of units, their timing cannot be determined accurately, and so they have been included in the “between 1 and 5 years” category. These calls correspond to commitments at their nominal value, without any discounting effect.

(2) The portion due in less than 1 year breaks down as follows: €9,599 thousand in less than 3 months and €121 thousand in between 3 and 12 months.

Credit facilities previously due to expire in 2021 and 2023, in an amount of €200,000 thousand, have been renewed in an amount of €300,000 thousand million with expiry dates between 2023 and 2024.

A new credit facility in a total amount of €40,000 thousand, due to expire in 2024, has also been taken out.

**22.3 Maturity schedule at 31/12/2019**

<i>Amounts due (in thousands of euros)</i>	<b>Less than 1 year</b>	<b>1 to 5 years</b>	<b>More than 5 years</b>	<b>Total</b>
<b>Bonds</b>	-	-	542,500	542,500
<b>Bank borrowings</b>				
- Peugeot Invest borrowings	-	221,000	25,000	246,000
- SCA Château Guiraud borrowings	3,455	603	7,383	11,441
<b>Derivative instruments</b>	987	11,499	-	12,486
<b>Lease liabilities</b>	540	2,306	1,165	4,011
<b>Subscription commitments and shares not paid-up<sup>(1)</sup></b>	-	528,463	-	528,463
<b>Accrued interest on borrowings and other</b>	4,353	24	-	4,377
<b>Total<sup>(2)</sup></b>	<b>9,335</b>	<b>763,895</b>	<b>576,048</b>	<b>1,349,278</b>

(1) Since calls are made by funds depending on their respective investments, and generally within 5 years from the subscription of units, their timing cannot be determined accurately, and so they have been included in the “between 1 and 5 years” category. These calls correspond to commitments at their nominal value, without any discounting effect.

(2) The portion due in less than 1 year breaks down as follows: €3,369 thousand in less than 3 months and €5,966 thousand in between 3 and 12 months.

Credit facilities previously due to expire in 2019 and 2020, in an amount of €240,000 thousand, have been renewed in an amount of €290,000 thousand million with expiry dates between 2023 and 2026.

A new credit facility in an amount of €50,000 thousand, due to expire in 2024, has also been taken out.

## 22.4 Subscription commitments and shares not paid-up

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
<b>Investments in non-consolidated companies</b>		
Unlisted securities	-	358
<b>Portfolio investment securities</b>		
Buyout funds	189,538	198,833
Growth capital funds	25,691	37,965
Technology growth funds	101,517	91,438
Real-estate funds	48,950	55,782
Other funds	11,118	4,393
Co-investments	150,688	139,694
<b>Total</b>	<b>527,502</b>	<b>528,463</b>

## 22.5 Borrowings at 31/12/2020

<i>(in thousands of euros)</i>	Outstanding amounts at 31/12/2020		Due	Interest rate
	Non-current	Current		
<b>Bonds</b>				
- Peugeot Invest	212,500	-	2025	2.50%
	10,000	-	2026	2.60%
	300,000	-	2026	1.88%
	20,000	-	2027	3.00%
	150,000	-	2030	2.60%
<b>Bank borrowings</b>				
- Peugeot Invest				
	20,000	-	2022	Floating rate
	127,000	-	2023	Floating rate
	60,000	-	2024	Floating rate
	186,420	-	2025	Floating rate
	20,000	-	2026	Floating rate
<b>Bank borrowings</b>				
- Peugeot 1810	53,580	-	2025	Floating rate
- SCA Château Guiraud				
• Borrowings	2,483	154	2020 to 2034	Fixed rate
	6,946	-	-	Floating rate
• Warrants and cash facilities	-	3,510	2020	Floating rate
<b>Subscription commitments and shares not paid-up</b>	527,502	-	-	-
<b>Derivative instruments</b>	13,154	-	-	-
<b>Lease liabilities</b>	2,917	554		
<b>Other</b>	4	5,502	-	-
<b>Total financial liabilities</b>	<b>1,712,506</b>	<b>9,720</b>		

**22.6 Borrowings at 31/12/2019**

(in thousands of euros)	Outstanding amounts at 31/12/2019		Due	Interest rate
	Non-current	Current		
<b>Bonds</b>				
- Peugeot Invest	212,500	-	2025	2.50%
	10,000	-	2026	2.60%
	300,000	-	2026	1.88 %
	20,000	-	2027	3.00%
<b>Bank borrowings</b>				
- Peugeot Invest				
	106,000	-	2021	Floating rate
	30,000	-	2022	Floating rate
	85,000	-	2023	Floating rate
	25,000	-	2026	Floating rate
- SCA Château Guiraud				
• Borrowings	1,186	755	2020 to 2034	Fixed rate
	6,800	-	-	Floating rate
• Warrants and cash facilities	-	2,700	2020	Floating rate
Subscription commitments and shares not paid-up	528,463	-	-	-
Derivative instruments	11,499	987	-	-
Lease liabilities	3,471	540		
Other	24	4,353	-	-
<b>Total financial liabilities</b>	<b>1,339,943</b>	<b>9,335</b>		

## NOTE 23 PROVISIONS

### 23.1 Changes during 2020

(in thousands of euros)	01/01/2020	M&A provisions	Additions	Releases		31/12/2020
				Amounts used	Amounts unused	
Employee benefits	585	-	190	42	-	733
<b>Total</b>	<b>585</b>	<b>-</b>	<b>190</b>	<b>42</b>	<b>-</b>	<b>733</b>

### 23.2 Changes during 2019

(in thousands of euros)	01/01/2019	M&A provisions	Additions	Releases		31/12/2019
				Amounts used	Amounts unused	
Employee benefits	568	-	17	-	-	585
<b>Total</b>	<b>568</b>	<b>-</b>	<b>17</b>	<b>-</b>	<b>-</b>	<b>585</b>

## NOTE 24 PENSION OBLIGATIONS AND SIMILAR

### 24.1 Peugeot Invest's obligations

Peugeot Invest employees are entitled to supplementary pension benefits payable to retirees, or post-employment benefits representing one-off payments made at the time of retirement. The employees concerned are as follows:

- supplementary pensions:  
3 people, currently retired;
- post-employment benefits: 25 people.

The latest external assessment of pension obligations was carried out at 31 December 2020.

The assumptions used were as follows:

- discount rate: 0.35% (070% in 2019);
- inflation rate: 1.60%;
- rate of salary increase:  
inflation + individual increases.

As regards supplementary pension benefits, the total value of the Company's obligations was €351 thousand at 31 December 2020. Those obligations were covered by €40 thousand of external funds, and the difference of €311 thousand is recognised under provisions on the liabilities side of the balance sheet.

Obligations relating to post-employment benefits amounted to €826 thousand at 31 December 2020. They were covered by €493 thousand of external funds and the €333 thousand difference is recognised under provisions on the liabilities side of the balance sheet.

### 24.2 SCA Château Guiraud's obligations

SCA Château Guiraud employees are entitled to post-employment benefits representing one-off payments made at the time of retirement.

At 31 December 2020, 27 people were entitled to such benefits, as opposed to 33 people at 31 December 2019. Obligations were assessed at 31 December 2020.

Château Guiraud's total obligations came to €81 thousand at 31 December 2020, up from €123 thousand at 31 December 2019, and that figure is recognised as provisions on the liabilities side of the consolidated balance sheet.

No external payments have ever taken place to cover these obligations.



## NOTE 25 OTHER CURRENT AND NON-CURRENT LIABILITIES

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Customer advances due in more than 1 year	-	-
<b>Total other non-current liabilities</b>	-	-
Customer advances	117	581
Tax and social security liabilities (excluding income tax)	4,697	3,738
Other liabilities	11,729	7,136
<b>Total other current liabilities</b>	<b>16,543</b>	<b>11,455</b>
<b>TOTAL OTHER LIABILITIES</b>	<b>16,543</b>	<b>11,455</b>

## NOTE 26 CHANGE IN WORKING CAPITAL

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
(Increase)/decrease in inventories	(872)	123
(Increase)/decrease in receivables	(1,516)	(723)
Change in tax	3,255	(4,118)
Increase/(decrease) in debt	5,088	5,280
<b>Total change in working capital requirement</b>	<b>5,955</b>	<b>562</b>

## NOTE 27 FINANCIAL INSTRUMENTS

### 27.1 Financial instruments reported in the 2020 balance sheet

(in thousands of euros)	31/12/2020		Breakdown by type of instrument				
	Carrying amount	Fair value	Fair value through profit or loss	Fair value through equity	Loans, receivables and payables at cost	Liabilities at amortised cost	Derivative instruments
Investments in non-consolidated companies	4,737,821	4,737,821	-	4,737,821	-	-	-
Portfolio investment securities	1,607,056	1,607,056	1,607,056	-	-	-	-
Other non-current financial assets	9,205	9,205	-	-	9,205	-	-
Other receivables	15,490	15,490	-	-	15,490	-	-
Cash and cash equivalents	88,034	88,034	88,034	-	-	-	-
<b>Assets</b>	<b>6,457,606</b>	<b>6,457,606</b>	<b>1,695,090</b>	<b>4,737,821</b>	<b>24,695</b>	<b>-</b>	<b>-</b>
Non-current financial liabilities	1,712,506	1,712,506	-	-	527,502	1,171,850	13,154
Other non-current liabilities	-	-	-	-	-	-	-
Current financial liabilities	9,720	9,720	-	-	-	9,720	-
Other current liabilities	16,543	16,543	-	-	16,543	-	-
<b>Liabilities</b>	<b>1,738,769</b>	<b>1,738,769</b>	<b>-</b>	<b>-</b>	<b>544,045</b>	<b>1,181,570</b>	<b>13,154</b>

### 27.2 Financial instruments reported in the 2019 balance sheet

(in thousands of euros)	31/12/2019		Breakdown by type of instrument				
	Carrying amount	Fair value	Fair value through profit or loss	Fair value through equity	Loans, receivables and payables at cost	Liabilities at amortised cost	Derivative instruments
Investments in non-consolidated companies	3,791,692	3,791,692	-	3,791,692	-	-	-
Portfolio investment securities	1,515,414	1,515,414	1,515,414	-	-	-	-
Other non-current financial assets	5,505	5,505	-	-	5,505	-	-
Other receivables	3,116	3,116	-	-	3,116	-	-
Cash and cash equivalents	30,659	30,659	30,659	-	-	-	-
<b>Assets</b>	<b>5,346,386</b>	<b>5,346,386</b>	<b>1,546,073</b>	<b>3,791,692</b>	<b>8,621</b>	<b>-</b>	<b>-</b>
Non-current financial liabilities	1,339,943	1,339,943	-	-	528,463	799,981	11,499
Other non-current liabilities	-	-	-	-	-	-	-
Current financial liabilities	9,335	9,335	-	-	-	8,348	987
Other current liabilities	11,455	11,455	-	-	11,455	-	-
<b>Liabilities</b>	<b>1,360,733</b>	<b>1,360,733</b>	<b>-</b>	<b>-</b>	<b>539,918</b>	<b>808,329</b>	<b>12,486</b>

**27.3 Income statement impact of financial instruments in 2020**

<i>(in thousands of euros)</i>	31/12/2020	Breakdown by type of instrument				
	Income statement impact	Fair value through profit or loss	Fair value through equity	Loans and receivables	Liabilities at amortised cost	Derivative instruments
Dividends (excluding investments in consolidated companies)	22,705	5,811	16,894	-	-	-
Other revenue	-	-	-	-	-	-
Expense (cost of debt)	(27,790)	-	-	-	(27,790)	-
Remeasurement	142,567	142,567	-	-	-	-
Disposal gains or losses	61,324	61,324	-	-	-	-
<b>Net gains (losses)</b>	<b>198,806</b>	<b>209,702</b>	<b>16,894</b>	<b>-</b>	<b>(27,790)</b>	<b>-</b>

**27.4 Income statement impact of financial instruments in 2019**

<i>(in thousands of euros)</i>	31/12/2019	Breakdown by type of instrument				
	Income statement impact	Fair value through profit or loss	Fair value through equity	Loans and receivables	Liabilities at amortised cost	Derivative instruments
Dividends (excluding investments in consolidated companies)	116,607	17,915	98,692	-	-	-
Other revenue	-	-	-	-	-	-
Expense (cost of debt)	(20,217)	-	-	-	(20,217)	-
Remeasurement	62,339	62,339	-	-	-	-
Disposal gains or losses	6,579	6,579	-	-	-	-
<b>Net gains (losses)</b>	<b>165,308</b>	<b>86,833</b>	<b>98,692</b>	<b>-</b>	<b>(20,217)</b>	<b>-</b>

## 27.5 Information on the fair value of financial instruments in 2020

ASSETS (in thousands of euros)	Instruments recognised at fair value		
	Fair value through profit or loss	Fair value through equity	Derivative instruments
<b>Level 1 fair value: quoted prices in active markets</b>			
Investments in non-consolidated companies	-	4,253,068	-
Portfolio investment securities	21,374	-	-
Other non-current financial assets	-	-	-
Other receivables	-	-	-
Cash and cash equivalents	88,034	-	-
<b>Level 2 fair value: based on data observable in the market</b>	-	-	-
Investments in non-consolidated companies	-	-	-
Portfolio investment securities	-	-	-
Other non-current financial assets	-	-	-
Other receivables	-	-	-
Cash and cash equivalents	-	-	-
<b>Level 3 fair value: based on data not observable in the market</b>	-	-	-
Investments in non-consolidated companies	-	484,753	-
Portfolio investment securities	1,585,682	-	-
Other non-current financial assets	-	-	-
Other receivables	-	-	-
Cash and cash equivalents	-	-	-
<b>Total financial assets recognised at fair value</b>	<b>1,695,090</b>	<b>4,737,821</b>	<b>-</b>

LIABILITIES (in thousands of euros)	Instruments recognised at fair value	
	Fair value through equity	Derivative instruments
<b>Level 1 fair value: quoted prices in active markets</b>	-	-
<b>Level 2 fair value: based on data observable in the market</b>	-	-
Non-current financial liabilities	-	13,154
<b>Level 3 fair value: based on data not observable in the market</b>	-	-
<b>Total financial liabilities recognised at fair value</b>	<b>-</b>	<b>13,154</b>

### RECONCILIATION OF LEVEL-3 MOVEMENTS

Value at 1 January 2020	1,976,561
Purchases (+)	566,285
Disposals/Repayments (-)	(475,069)
Gains (losses) for the period recognised in profit or loss	(49,126)
Gains (losses) for the period recognised in equity	51,884
Transfer between level 3 and other levels	-
<b>Value at 31 December 2020</b>	<b>2,070,535</b>

#### List of investments:

Level 1: Peugeot SA, Safran, SEB, ORPEA, SPIE, Tikehau Capital, IDI, Immobilière Dassault, CIEL, other equities.

Level 2: N/A

Level 3: IDI Emerging Markets, Tikehau Capital Advisors, real-estate funds, private equity funds, other equities.

**27.6 Information on the fair value of financial instruments in 2019**

ASSETS (in thousands of euros)	Instruments recognised at fair value		
	Fair value through profit or loss	Fair value through equity	Derivative instruments
<b>Level 1 fair value: quoted prices in active markets</b>			
Investments in non-consolidated companies	-	3,306,049	-
Portfolio investment securities	24,495	-	-
Other non-current financial assets	-	-	-
Other receivables	-	-	-
Cash and cash equivalents	30,659	-	-
<b>Level 2 fair value: based on data observable in the market</b>	-	-	-
Investments in non-consolidated companies	-	-	-
Portfolio investment securities	-	-	-
Other non-current financial assets	-	-	-
Other receivables	-	-	-
Cash and cash equivalents	-	-	-
<b>Level 3 fair value: based on data not observable in the market</b>	-	-	-
Investments in non-consolidated companies	-	485,643	-
Portfolio investment securities	1,490,918	-	-
Other non-current financial assets	-	-	-
Other receivables	-	-	-
Cash and cash equivalents	-	-	-
<b>Total financial assets recognised at fair value</b>	<b>1,546,072</b>	<b>3,791,692</b>	<b>-</b>
LIABILITIES (in thousands of euros)	Instruments recognised at fair value		
		Fair value through equity	Derivative instruments
<b>Level 1 fair value: quoted prices in active markets</b>		-	-
<b>Level 2 fair value: based on data observable in the market</b>		-	-
Non-current financial liabilities		-	12,486
<b>Level 3 fair value: based on data not observable in the market</b>		-	-
<b>Total financial liabilities recognised at fair value</b>		<b>-</b>	<b>12,486</b>
<b>RECONCILIATION OF LEVEL-3 MOVEMENTS</b>			
Value at 1 January 2019			1,296,069
Purchases (+)			765,083
Disposals/Repayments (-)			(195,845)
Gains (losses) for the period recognised in profit or loss			75,658
Gains (losses) for the period recognised in equity			35,596
Transfer between level 3 and other levels			-
<b>Value at 31 December 2019</b>			<b>1,976,561</b>

List of investments:

Level 1: Peugeot SA, Safran, SEB, ORPEA, SPIE, Tikehau Capital, IDI, Immobilière Dassault, CIEL, other equities.

Level 2: N/A

Level 3: IDI Emerging Markets, Tikehau Capital Advisors, real-estate funds, private equity funds, other equities.

## NOTE 28 MARKET RISK MANAGEMENT

Peugeot Invest regularly reviews these risks.

All of Peugeot Invest's investments undergo upstream analysis by the investment team and the Executive Committee.

If necessary, proposals are reviewed by the Investment Committee before being validated by the Board of Directors.

The value of Peugeot Invest's assets is spread across a range of diversified and decorrelated investments, which reduces the impact of major price volatility.

Interest-rate and exchange-rate risks are also assessed under the supervision of the Executive Committee and the Board of Directors.

### 28.1 Information on the fair value of financial instruments in 2020

Peugeot Invest's assets include a 14.38% stake in the PSA Group, along with minority but material stakes in other companies, both listed and unlisted.

Peugeot Invest always has a presence in the governing or supervisory bodies of its investee companies, and ensures that those companies are developing and are focused on creating value for shareholders.

In managing those assets, Peugeot Invest also carries out regular monitoring of each investment's performance. Files are presented to the Investments and Shareholdings Committee and, as necessary, to the Board of Directors.

The prices of listed assets are monitored on a daily basis. The valuations of all assets in the portfolio are updated every month and published twice per year.

As regards the Compagnie Industrielle de Delle (CID) and LISI groups and the Zéphyr Investissement, LDAP, Redford EU II and USA II and Lapillus II companies, which are accounted for under the equity method in

Peugeot Invest's consolidated financial statements (under "investments in associates"), Peugeot Invest is exposed to changes in the earnings of each of these entities. The same applies to companies in which Peugeot Invest owns a majority stake and which are fully consolidated.

As regards private equity investments, although Peugeot Invest has no formal powers, it holds regular meetings with those responsible for the companies and gives its opinion on decisions that they are planning to take.

Securities classified as non-current financial assets are measured at fair value (based on their share prices in the case of listed securities) and may be affected by stockmarket or economic movements.

### INFORMATION BY ASSET TYPE AND GEOGRAPHICAL ZONE

Non-current, non-consolidated financial assets break down as follows (including subscription commitments):

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
<b>Listed securities</b>		
Equities - Europe	4,265,490	3,316,231
Equities - Americas	114,393	-
<b>Unlisted securities</b>		
Equities - Europe	370,059	310,230
Private equity - Europe	848,369	949,664
Private equity - Africa	138,373	157,719
Private equity - Americas	481,373	445,293
Private equity - Asia	150,488	132,575
<b>Other non-current financial assets</b>	1,027	898
<b>Carrying amount at 31 December</b>	<b>6,369,572</b>	<b>5,312,610</b>

### PRICE SENSITIVITY

<i>(in thousands of euros)</i>	31/12/2020			31/12/2019		
	Book amount	Low	High	Book amount	Low	High
<b>Non-current financial assets</b>						
<b>Investments in non-consolidated companies</b>						
Listed securities	4,253,068	3,402,454	5,103,682	3,306,049	2,644,839	3,967,259
Unlisted securities	484,753	412,040	557,466	485,643	412,850	558,436
<b>Portfolio investment securities</b>	1,607,056	1,391,130	1,822,982	1,515,414	1,317,803	1,713,025
<b>Other non-current financial assets</b>	24,695	24,695	24,695	5,505	5,505	5,505
<b>Total</b>	<b>6,369,572</b>	<b>5,230,319</b>	<b>7,508,825</b>	<b>5,312,611</b>	<b>4,380,997</b>	<b>6,244,225</b>

For listed securities and portfolio investment securities, sensitivity was calculated on the basis of a 20% change in share prices or reported fund NAV.

The sensitivity of investments in non-consolidated companies was assessed for each individual investment based on specific valuation criteria:

- for companies valued on the basis of discounted cash flows, sensitivity was calculated on the basis of a 15% change;
- for companies valued by comparing multiples, sensitivity was calculated on the basis of a 20% change in peer-group multiples.

## 28.2 Liquidity risk management

Peugeot Invest has negotiated credit facilities with leading financial institutions to help it finance its investments.

Peugeot Invest also carried out:

- in 2017, two private placements of bonds (Euro PP) in a total amount of €242.5 million, with maturities of between 2025 and 2027.
- in 2019, an issue of €300 million of bonds in the market, due to mature in 2026.

- in 2020, an issue of €150 million of bonds in the market, due to mature in 2030.

At 31 December 2020, the Peugeot Invest group's credit facilities and borrowings amounted to €1,846.9 million, including €741 million of undrawn facilities. Undrawn facilities are due to expire as follows:

(in millions of euros)		31/12/2020	N + 1	N + 2	N + 3	N + 4	N + 5 and beyond
Bank borrowings	Nominal	741	-	30	363	230	118
<b>Total</b>		<b>741</b>	<b>-</b>	<b>30</b>	<b>363</b>	<b>230</b>	<b>118</b>

The table below shows undiscounted cash flows relating to financial liabilities and derivative instruments. Those flows include principal repayments as well as future

contractual interest payments. Foreign currency cash flows and variable cash flows are determined on the basis of period-end market data.

(in thousands of euros)		31/12/2020	N + 1	N + 2	N + 3	N + 4	N + 5 and beyond	Total
<b>Bonds</b>	Nominal	692,500	-	-	-	-	692,500	692,500
	Interest	4,818	15,697	15,697	15,697	15,697	37,542	100,330
<b>Bank borrowings</b>	Nominal	480,093	4,369	32,252	115,324	60,311	214,257	426,513
	Interest	680	4,423	4,039	3,765	2,653	1,738	16,618
	<b>Total</b>	<b>1,178,091</b>	<b>24,489</b>	<b>51,988</b>	<b>134,786</b>	<b>78,661</b>	<b>946,037</b>	<b>1,235,961</b>
<b>Subscription commitments and shares not paid-up<sup>(1)</sup></b>	Nominal	527,502	-	-	-	-	527,502	527,502
<b>Derivative instruments</b>		13,154	3,297	3,297	3,297	3,297	-	13,190
<b>Lease liabilities</b>		3,471	555	568	584	599	1,165	3,471
<b>Other</b>		8	8	-	-	-	-	8
<b>Total</b>		<b>1,722,226</b>	<b>28,349</b>	<b>55,853</b>	<b>138,667</b>	<b>82,557</b>	<b>1,474,704</b>	<b>1,780,132</b>

(1) Since calls are made by funds depending on their respective investments, and generally within 5 years from the subscription of units, their timing cannot be determined accurately. As a result, the corresponding cash flows have been included in the "N + 5 and beyond" category in the table above.



None of Peugeot Invest's credit facilities expired in 2020. Borrowings may fall due early in the event of a failure to make a repayment or non-compliance with contractual obligations.

The main types of covenants related to debt borne directly by Peugeot Invest are as follows:

1. Net debt (parent-company financial statements)/equity (parent-company financial statements) < 1;

2. Consolidated net debt/value of securities (a) < 0,5.

(a) The value of securities is equal to the Peugeot Invest group's Gross Asset Value as determined in the Net Asset Value calculation.

These ratios are calculated exactly twice per year, and they are monitored regularly throughout the year.

At 31 December 2020, the ratios with the highest values (depending on the definitions used by the banks) were:

1. Net debt (parent-company financial statements) / equity (parent-company financial statements) = 0,42.

2. Consolidated net debt / value of securities = 0,25.

For the calculation at 31 December 2020, the equity figures used are before the appropriation of 2020 income.

Peugeot Invest complied with all covenants at the end of 2020.

Peugeot Invest is a long-term shareholder. Given its debt/asset value ratio, the Company does not foresee any particular difficulties in renewing its existing credit facilities before or on expiry.

In its ordinary cash management operations, Peugeot Invest focuses on security when selecting investments.

It only invests in regular money-market UCITS and certificates of deposit issued by top-tier banks. When yields on short-term investments are negative, available cash is kept in liquid form.

### 28.3 Interest-rate risk management

The interest-rate risk to which the Peugeot Invest group is exposed arises from medium- and long-term floating-rate borrowings. To convert part of the its floating-rate debt to fixed-rate, Peugeot Invest has set up interest-rate hedging in the form of swaps.

At 31 December 2020, €250,000 thousand of Peugeot Invest's bank debt was covered by swaps fixing rates at between 0.699% and 0.809%.

The situations before and after hedging are as follows:

31/12/2020

(in thousands of euros)	Less than 1 year	Between 1 and 5 years	More than 5 years	Total
<b>Borrowings</b>				
Fixed rate	154	213,172	481,811	695,137
Floating rate	3,510	447,000	26,946	477,456
<b>Total borrowings before hedging</b>	<b>3,664</b>	<b>660,172</b>	<b>508,757</b>	<b>1,172,593</b>
<b>Derivative financial instruments</b>	-	250,000	-	250,000
<b>Borrowings</b>				
Fixed rate	154	463,172	481,811	945,137
Floating rate	3,510	197,000	26,946	227,456
<b>Total borrowings after hedging</b>	<b>3,664</b>	<b>660,172</b>	<b>508,757</b>	<b>1,172,593</b>

To measure the fair value of hedging instruments, CVA-DVA impacts are deemed to be non-material and so are not recognised.

Floating-rate debt is mainly linked to 3-month Euribor.

At 31 December 2020, 3-month Euribor was -0.545%, as opposed to -0.383% at 31 December 2019.

At 4 March 2021, 3-month Euribor was -0.541%.

On the basis of floating-rate borrowings after hedging at 31 December 2020, a 1-point increase in interest rates would have caused a €2,275 thousand increase in the annual interest expense.

The effective portion of the change in fair value of interest-rate hedges is taken to equity. There is no significant ineffective portion, and so there is no impact on profit or loss in respect of hedging.

31/12/2019

<i>(in thousands of euros)</i>	Less than 1 year	Between 1 and 5 years	More than 5 years	Total
<b>Borrowings</b>				
Fixed rate	755	102	543,584	544,441
Floating rate	2,700	221,000	31,800	255,500
<b>Total borrowings before hedging</b>	<b>3,455</b>	<b>221,102</b>	<b>575,384</b>	<b>799,941</b>
Derivative financial instruments	110,000	140,000	-	250,000
<b>Borrowings</b>				
Fixed rate	110,755	140,102	543,584	794,441
Floating rate	(107,300)	81,000	31,800	5,500
<b>Total borrowings after hedging</b>	<b>3,455</b>	<b>221,102</b>	<b>575,384</b>	<b>799,941</b>

## 28.4 Exchange-rate risk management

Peugeot Invest's investee companies operate in various countries and thus generate some of their earnings in currencies other than the euro.

The Peugeot Invest group also has equity securities denominated in MUR, and units in private equity funds denominated in USD.

The Peugeot Invest group has companies accounted for under the equity method whose functional currency is the US dollar.

The breakdown of non-current financial assets by geographical zone is provided above in Note 29.1.

The Peugeot Invest group does not hedge its foreign-currency assets.

<i>(in thousands of euros)</i>	USD	CHF	GBP	MUR
<b>Carrying amounts at 31 December 2020</b>				
Shares in associates	23,501	-	-	-
Non-current financial assets	1,140,887	-	-	8,952
Cash and cash equivalents	79,425	4	52	-
<b>Non-current financial liabilities</b>				
Subscription commitments and shares not paid-up	(243,658)	-	-	-
Current debt	(12)	-	(1,763)	-
<b>Net position before hedging</b>	<b>1,000,143</b>	<b>4</b>	<b>(1,711)</b>	<b>8,952</b>
Derivative financial instruments	-	-	-	-
<b>Net position after hedging</b>	<b>1,000,143</b>	<b>4</b>	<b>(1,711)</b>	<b>8,952</b>

Given positions at 31 December 2020 and after hedging:

- if the USD rose 10% against the euro, Peugeot Invest's reserves would rise by €100,014 thousand, with no material impact on profit or loss;
- if the GBP rose 10% against the euro, Peugeot Invest's reserves would fall by €171 thousand, with no material impact on profit or loss;
- if the MUR rose 10% against the euro, Peugeot Invest's reserves would rise by €895 thousand, with no material impact on profit or loss.

<i>(in thousands of euros)</i>	USD	CHF	GBP	MUR
<b>Carrying amounts at 31 December 2019</b>				
Shares in associates	35,207	-	-	-
Non-current financial assets	1,164,001	-	-	15,556
Cash and cash equivalents	21,453	4	298	-
Non-current financial liabilities				
Subscription commitments and shares not paid-up	(263,267)	-	-	-
Current debt	(37)	-	(533)	-
<b>Net position before hedging</b>	<b>957,357</b>	<b>4</b>	<b>(235)</b>	<b>15,556</b>
Derivative financial instruments	-	-	-	-
<b>Net position after hedging</b>	<b>957,357</b>	<b>4</b>	<b>(235)</b>	<b>15,556</b>

Given positions at 31 December 2019 and after hedging:

- if the USD rose 10% against the euro, Peugeot Invest's reserves would rise by €95,736 thousand, with no material impact on profit or loss;
- if the GBP rose 10% against the euro, FFP's equity would rise by €24 thousand, with no material impact on profit or loss;
- if the MUR rose 10% against the euro, Peugeot Invest's reserves would rise by €1,556 thousand, with no material impact on profit or loss.

## 28.5 Credit risk management

The amount of receivables on the balance sheet is small and represents a very limited risk.

Short-term cash investments only comprise units in regular money-market UCITS and negotiable debt instruments issued by top-tier financial institutions. Investment products are selected with the aim of minimising the risk of impairment and counterparty risk.

## NOTE 29 SEGMENT REPORTING

Peugeot Invest is one of the three largest shareholders in Peugeot SA and is a long-term shareholder in other companies. Its business activities also involve financial investments and cash management, as well as real-estate and winemaking activities, which remain marginal in terms of their contribution to revenue, profits and risks.

The information presented below is based on figures in each of Peugeot Invest's business areas, with "Other segments" covering the real-estate and winemaking businesses. The "Reconciliation" column shows the unallocated amounts in each segment that allow segment figures to be reconciled with the financial statements.

## 29.1 2020 segment reporting

<i>(in thousands of euros)</i>	PSA Group	Investments	Net cash/ (debt)	Other segments	Reconciliation	Total
Dividends	-	22,705	-	-	-	22,705
Net disposal gains	-	61,324	-	-	-	61,324
Unrealised gains and losses	141,683	884	-	-	-	142,567
Business revenue	-	-	-	7,934	-	7,934
<b>Revenue</b>	<b>141,683</b>	<b>84,913</b>	<b>-</b>	<b>7,934</b>	<b>-</b>	<b>234,530</b>
General administrative expenses	(9,290)	(921)	-	(3,380)	(23,379)	(36,970)
Income from cash equivalents	-	-	-	-	-	-
Cost of debt	(35)	-	(27,507)	(248)	-	(27,790)
<b>Pre-tax profit from consolidated companies</b>	<b>132,358</b>	<b>83,992</b>	<b>(27,507)</b>	<b>4,306</b>	<b>(23,379)</b>	<b>169,770</b>
Share in the profit or loss of associates	-	(14,420)	-	-	-	(14,420)
<b>Consolidated pre-tax profit</b>	<b>132,358</b>	<b>69,572</b>	<b>(27,507)</b>	<b>4,306</b>	<b>(23,379)</b>	<b>155,350</b>
Income tax	-	-	-	-	11,006	11,006
<b>CONSOLIDATED NET PROFIT</b>	<b>132,358</b>	<b>69,572</b>	<b>(27,507)</b>	<b>4,306</b>	<b>(12,373)</b>	<b>166,356</b>
<b>Segment assets</b>						
Intangible assets and property, plant and equipment	-	-	-	38,790	4,166	42,956
Investments in associates	-	274,355	-	-	-	274,355
Non-current financial assets	2,879,439	3,489,003	-	128	1,002	6,369,572
Deferred tax assets	6,462	172	3,397	20	19,117	29,168
Current assets	-	-	87,626	9,951	10,885	108,462
<b>TOTAL ASSETS</b>	<b>2,885,901</b>	<b>3,763,530</b>	<b>91,023</b>	<b>48,889</b>	<b>35,170</b>	<b>6,824,513</b>
<b>Segment equity and liabilities</b>						
Non-current financial liabilities	-	527,502	1,172,654	9,429	2,921	1,712,506
Current financial liabilities	-	-	5,439	3,723	558	9,720
Equity including non-controlling interests	-	-	-	-	4,947,191	4,947,191
Other liabilities	37,742	79,022	-	8,318	30,014	155,096
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>37,742</b>	<b>606,524</b>	<b>1,178,093</b>	<b>21,470</b>	<b>4,980,684</b>	<b>6,824,513</b>
<b>NET INVESTMENTS</b>	<b>227,691</b>	<b>(27,505)</b>	<b>-</b>	<b>381</b>	<b>-</b>	<b>200,567</b>

## 29.2 2019 segment reporting

<i>(in thousands of euros)</i>	PSA Group	Investments	Net cash/ (debt)	Other segments	Reconciliation	Total
Dividends	65,772	50,835	-	-	-	116,607
Net disposal gains	-	6,579	-	-	-	6,579
Unrealised gains and losses	-	62,339	-	-	-	62,339
Business revenue	-	-	-	4,837	-	4,837
<b>Revenue</b>	<b>65,772</b>	<b>119,753</b>	<b>-</b>	<b>4,837</b>	<b>-</b>	<b>190,362</b>
General administrative expenses	(4,272)	(348)	-	(4,083)	(23,789)	(32,492)
Income from cash equivalents	-	-	-	-	-	-
Cost of debt	-	-	(19,987)	(230)	-	(20,217)
<b>Pre-tax profit from consolidated companies</b>	<b>61,500</b>	<b>119,405</b>	<b>(19,987)</b>	<b>524</b>	<b>(23,789)</b>	<b>137,653</b>
Share in the profit or loss of associates	-	9,166	-	-	-	9,166
<b>Consolidated pre-tax profit</b>	<b>61,500</b>	<b>128,571</b>	<b>(19,987)</b>	<b>524</b>	<b>(23,789)</b>	<b>146,819</b>
Income tax	-	-	-	-	(15,792)	(15,792)
<b>CONSOLIDATED NET PROFIT</b>	<b>61,500</b>	<b>128,571</b>	<b>(19,987)</b>	<b>524</b>	<b>(39,581)</b>	<b>131,027</b>
<b>Segment assets</b>						
Intangible assets and property, plant and equipment	-	-	-	35,686	4,841	40,527
Investments in associates	-	287,269	-	-	-	287,269
Non-current financial assets	1,796,083	3,515,529	-	142	857	5,312,611
Deferred tax assets	-	293	3,225	31	119	3,668
Current assets	-	-	30,401	8,474	2,405	41,280
<b>TOTAL ASSETS</b>	<b>1,796,083</b>	<b>3,803,091</b>	<b>33,626</b>	<b>44,333</b>	<b>8,222</b>	<b>5,685,355</b>
<b>Segment equity and liabilities</b>						
Non-current financial liabilities	-	528,463	799,999	7,999	3,482	1,339,943
Current financial liabilities	-	-	5,281	3,508	546	9,335
Equity including non-controlling interests	-	-	-	-	4,187,972	4,187,972
Other liabilities	42,602	83,823	-	7,492	14,188	148,105
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>42,602</b>	<b>612,286</b>	<b>805,280</b>	<b>18,999</b>	<b>4,206,188</b>	<b>5,685,355</b>
<b>NET INVESTMENTS</b>	<b>-</b>	<b>218,268</b>	<b>-</b>	<b>174</b>	<b>37</b>	<b>218,479</b>

5.1

## NOTE 30 RELATED-PARTY TRANSACTIONS

### 30.1 Associates

At 31 December 2020, current-account advances granted by Peugeot Invest to associates were as follows:

- €1,243 thousand to OPCI Lapillus II, bearing interest at an annual rate of 1%.
- €2,663 thousand to Redford USA II Holding, bearing interest at an annual rate of 8%.

- €1,637 thousand to LDAP, bearing interest at 3-month Libor + 1.5%.

### 30.2 Related parties that have significant influence over the group

No transactions are carried out with any directors, senior executives or any shareholder owning more than 5% of Peugeot Invest's equity.

## NOTE 31 DIRECTORS REMUNERATION

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
Attendance fees paid to members of the Board of Directors	854	738
Remuneration paid to members of management bodies	1,386	1,368
<b>Total</b>	<b>2,240</b>	<b>2,106</b>

## NOTE 32 OFF-BALANCE SHEET COMMITMENTS

<i>(in thousands of euros)</i>	31/12/2020	31/12/2019
<b>Reciprocal commitments</b>		
Undrawn credit facilities	741,000	594,000
Pre-orders of wine on an "en primeur" basis	117	581
<b>Commitments made</b>		
Collateral given for borrowings	41,360	45,178

## Other commitments

As security for loans granted by CACEIS, Peugeot Invest has granted a first-ranking pledge relating to 18,096,564 Peugeot SA shares.

Peugeot Invest sold a third of its stake in Safran, i.e. 1,100,000 shares, for €131,906 thousand under a forward sale agreement that settled in March 2021.

At 31 December 2020:

- borrowings amounting to €7,000 thousand were secured by a first mortgage on real estate owned by SCA Château Guiraud;
- borrowings amounting to €3,510 thousand were secured by wine inventories.

## NOTE 33 STATUTORY AUDITORS' FEES

<i>(in thousands of euros)</i>	Mazars		SEC3	
	2020	2019	2020	2019
<b>Audit of the financial statements</b>				
Issuer	57	48	48	48
Fully consolidated companies	45	20	44	33
<b>Sub-total</b>	<b>102</b>	<b>67</b>	<b>91</b>	<b>81</b>
	89%	75%	83%	76%
<b>Services other than audit of the financial statements</b>				
Issuer	10	19	10	17
'of which: - report on regulated agreements	1	1	1	1
- review of the management report	4	4	4	4
- review of the corporate governance report	5	5	5	5
- 10/2019 bond issue	-	9	-	7
Fully consolidated companies	3	3	9	9
'of which: - report on regulated agreements	1	1	3	3
- review of the management report	2	2	6	6
<b>Sub-total</b>	<b>13</b>	<b>22</b>	<b>19</b>	<b>26</b>
	11%	25%	17%	24%
<b>TOTAL</b>	<b>115</b>	<b>89</b>	<b>110</b>	<b>106</b>

## NOTE 34 POST-BALANCE SHEET EVENTS

FFP has changed its corporate name to Peugeot Invest. To ensure the overall coherence of the company's communication, Peugeot Invest's subsidiaries have also been renamed: Maillot I, jointly owned with its majority shareholder Établissements Peugeot Frères to hold their stakes in Stellantis and Faurecia, is now Peugeot 1810; FFP invest is now Peugeot Invest Assets and FFP Investment UK Ltd. is now Peugeot Invest UK Ltd.

The merger between French group Peugeot SA and its Italian-American rival Fiat Chrysler Automobiles to create Stellantis took effect on 16 January 2021. The group is listed in Paris, Milan and New York. It is led by Carlos Tavares, CEO, and John Elkann, Chairman of the Board of Directors.

In February 2021, Peugeot Invest signed an agreement to acquire a minority stake in International SOS for \$306 million.

On 23 February 2021, Peugeot Invest sold its stake in IDI for €27,198 thousand.

Under a forward sale agreement that settled in March 2021, Peugeot Invest sold a third of its stake in Safran, i.e. 1.1 million shares for €132 million. Peugeot Invest continued to sell down its stake in March 2021, disposing of an additional 1.1 million shares for €132 million.



## Statutory Auditors' Report on the consolidated financial statements

*Financial year ended 31 December 2020*

To the Shareholders,

### Opinion

In accordance with our appointment as Statutory Auditors by your Shareholders' General Meeting, we have audited the accompanying consolidated financial statements of Peugeot Invest for the year ended 31 December 2020.

In our opinion, the consolidated financial statements give a true and fair view of the financial position, the assets and liabilities, and the results of the group formed by the persons and entities included in the consolidation, in accordance with the International Financial Reporting Standards as endorsed by the European Union.

The opinion formulated above is consistent with the content of our report to the Finance and Audit Committee.

### Basis of our opinion

#### AUDIT

We conducted our audit in accordance with professional standards applicable in France. We believe that the information that we collected provides a sufficient and appropriate basis for our opinion.

Our responsibilities under those standards are stated in the "Responsibilities of the statutory auditors in relation to auditing the consolidated financial statements" section of this report.

#### INDEPENDENCE

We conducted our audit in compliance with the rules on independence provided for by the French Commercial Code and the code of conduct of the statutory auditors' profession for the period from 1 January 2020 until the date of issuance of this report. Specifically, we provided no services prohibited by Article 5, Paragraph 1 of Regulation (EU) No. 537/2014.

### Justification of our assessments

#### - Key audit matters

The global crisis arising from the Covid-19 pandemic has created unusual conditions for the preparation and auditing of financial statements for this period. The crisis and the exceptional measures to address the public health emergency have had numerous consequences for companies, particularly in terms of their business

activities and financing, and have given rise to greater uncertainty about their future prospects. Some of the measures, such as travel restrictions and remote working arrangements, have also affected the internal organisation of companies and on the way in which audits are carried out.

Against that complex and developing background, as required by articles L. 823-9 and R. 823-7 of the French Commercial Code relating to the justification of our assessments, we inform you of the key audit matters, relating to what were, in our professional judgment, the main risks of material misstatement in relation to our audit of the year's consolidated financial statements, and our responses to those risks.

Those assessments were made in the context of our audit of the consolidated financial statements taken as a whole, finalised in the aforementioned circumstances, and in the formation of our opinion stated above. We express no opinion on items of the consolidated financial statements taken in isolation..

- Measurement of financial instruments classified as level 3 in the fair value hierarchy.

Notes 16 and 27 to the consolidated financial statements.

#### RISK IDENTIFIED AND MAIN JUDGMENTS

As part of its investment activity, the Peugeot Invest group holds a large amount of financial instruments measured at fair value on its balance sheet. Most of those financial instruments are classified as financial assets at fair value through other comprehensive income and financial assets at fair value through profit and loss.

On the balance sheet, those assets are recorded under "Investments in non-consolidated companies" and "Portfolio investment securities" respectively.

Fair value is determined in different ways depending on the type and complexity of the instruments: on the basis of prices quoted in an active market (instruments classified as "level 1" in the notes), on the basis of data that are observable in the market (instruments classified as "level 2" in the notes) and on the basis of data that are not observable in the market (instruments classified as "level 3" in the notes).

The techniques used by management to value level-3 instruments therefore rely significantly on judgment in terms of the choice of methods and parameters used. Those level-3 financial instruments represented assets of €2,070 million at 31 December 2020, including €485 million of investments in non-consolidated companies and €1,586 million of portfolio investment securities.

We took the view that the valuation of financial instruments classified as level-3 assets in the fair value

hierarchy was a key audit matter because they represented material exposures and because judgment was required to determine their fair value.

## OUR AUDIT APPROACH

We familiarised ourselves with the internal control arrangements governing the measurement and recognition of financial instruments, including financial instruments classified as level-3 in the fair-value hierarchy.

For these financial assets, we back-tested previous valuations estimated by the Group with respect to valuations obtained on the basis of net asset values, to obtain assurance about the reliability of the Group's process. In addition, we checked data used for the valuation at 31 December 2020 for a sample of financial assets, by obtaining:

- for portfolio investment securities, either the latest net asset values reported by the asset management companies and changes between the date of the most recent NAV calculation and the accounts closing date, such as calls for funds and/or distributions, or valuation schedules prepared by the Group;
- for investments in non-consolidated and unlisted companies, the valuation schedules prepared by the Group.

We also assessed the process adopted by the Group to identify possible evidence of a fall in value, and we carried out a critical examination of the ways in which impairment tests are performed in accordance with the Group's accounting policies.

Finally, we examined the information relating to the valuation of financial instruments as published in the notes.

## Specific verifications

We also carried out specific verifications, as required by statutory and regulatory texts, of information relating to the Group provided in the Board of Directors' management report, in accordance with professional standards applicable in France.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.

## Information resulting from other statutory and regulatory obligations

### PRESENTATION FORMAT FOR CONSOLIDATED FINANCIAL STATEMENTS INTENDED FOR INCLUSION IN THE ANNUAL FINANCIAL REPORT

In accordance with professional standards regarding work done by Statutory Auditors relating to parent-company and consolidated financial statements presented according to the European single electronic format, we checked compliance with that format as defined by European delegated regulation no. 2019/815 of 17 December 2018 in the presentation of the consolidated financial statements intended for inclusion in the annual financial report mentioned in Article L. 451-1-2(I) of the French Monetary and Financial Code, prepared under the responsibility of the Chief Financial Officer. As regards the consolidated financial statements, our work includes checking that the marking up of these financial statements complies with the format defined in the aforementioned regulation.

Based on our work, we conclude that the presentation of the consolidated financial statements intended for inclusion in the annual financial report complies, in all material aspects, with the European single electronic format.

Our role does not include checking that the consolidated financial statements included by your company in the annual financial report filed with the AMF correspond with those that we audited.

### APPOINTMENT OF THE STATUTORY AUDITORS

We were appointed as Statutory Auditors of Peugeot Invest by shareholders in the Shareholders' General Meetings of 9 June 2011 (Mazars) and of 7 June 2000 (SEC3).

At 31 December 2020, Mazars was in its tenth consecutive year as an auditor of Peugeot Invest, and SEC3 in its twenty-first year.

### **Responsibilities of management and persons involved in corporate governance in relation to the consolidated financial statements**

Management is responsible for preparing consolidated financial statements that present a true and fair view, in accordance with IFRSs as endorsed by the European Union, and for setting up the internal controls it deems necessary for preparing consolidated financial statements that do not contain any material misstatements, whether due to fraud or error.

When preparing the consolidated financial statements, management is responsible for assessing the company's ability to continue as a going concern, for presenting in those statements any necessary information relating to its status as a going concern, and for applying the accounting concept of going concern, except where there is a plan to liquidate the company or discontinue its operations.

The Finance and Audit Committee is responsible for monitoring the process of preparing the financial information and for monitoring the effectiveness of internal control and risk management systems, and internal audit systems as the case may be, as regards procedures relating to the preparation and treatment of accounting and financial information.

The consolidated financial statements have been approved by the Board of Directors.

### **Responsibilities of the statutory auditors in relation to auditing the consolidated financial statements**

#### **AUDIT OBJECTIVE AND PROCEDURE**

Our responsibility is to prepare a report on the consolidated financial statements. Our objective is to obtain reasonable assurance about whether the consolidated financial statements, taken as a whole, are free of material misstatement. Reasonable assurance means a high level of assurance, although there is no guarantee that an audit conducted in accordance with professional standards will systematically detect all material misstatements. Misstatements may arise from fraud or error, and are regarded as material when they can reasonably be expected, individually or together, to influence the economic decisions that users of the financial statements take on the basis of those statements.

As stated by article L. 823-10-1 of the French Commercial Code, our audit assignment does not involve guaranteeing the viability of your company or the quality of its

management.

When conducting an audit in accordance with professional standards in France, statutory auditors use their professional judgment throughout the audit.

In addition:

- they identify and assess the risks that the consolidated financial statements contain material misstatements, whether through fraud or error, define and implement audit procedures to address those risks, and collect information that they regard as sufficient and appropriate as the basis for their opinion. The risk of not detecting a material misstatement resulting from fraud is higher than the risk of not detecting a material misstatement resulting from error, because fraud may involve collusion, falsification, voluntary omissions, false statements or the circumvention of internal controls;
- auditors familiarise themselves with the internal controls relevant to the audit, in order to define audit procedures appropriate to the situation in hand, and not in order to express an opinion on the effectiveness of internal control;
- they assess the appropriateness of accounting policies adopted and the reasonableness of accounting estimates made by management, along with information about those estimates provided in the consolidated financial statements;
- they assess whether management has applied appropriately the going concern convention and, based on information collected, whether or not there is a material uncertainty arising from events or circumstances likely to call into question the company's ability to continue as a going concern. That assessment is based on information collected until the date of the auditors' report, although it should be borne in mind that subsequent circumstances or events may call into question the company's status as a going concern. If the auditors conclude that there is a material uncertainty, they draw the attention of those reading their report to information provided in the consolidated financial statements in relation to that uncertainty or, if that information is not provided or is not relevant, they certify the financial statements with reservations or refuse to certify them;
- they assess the overall presentation of the consolidated financial statements and assess whether the consolidated financial statements

reflect the underlying operations and events so that they give a true and fair view;

- regarding financial information relating to persons or entities included in the scope of consolidation, they collect the information that they regard as sufficient and appropriate to express an opinion on the consolidated financial statements. The auditors are responsible for managing, supervising and conducting the audit of the consolidated financial statements and for the opinion expressed on those financial statements.

## REPORTING TO THE FINANCE AND AUDIT COMMITTEE

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We submit a report to the Finance and Audit Committee that includes the extent of audit work and the schedule of work performed, along with the conclusions arising from our work. We also make it aware, as the case may be, of any material internal control weaknesses that we have identified regarding procedures for preparing and treating accounting and financial information.

The information in the report to the Finance and Audit Committee includes what we regard as the main risks of material misstatements with respect to the audit of the year's consolidated financial statements, and which are therefore the key audit matters. It is our role to describe those matters in the present report.

We also provide the Finance and Audit Committee with the declaration provided for by Article 6 of Regulation (EU) No 537-2014 confirming our independence, within the meaning of the rules applicable in France, as determined in particular by Articles L. 822-10 to L. 822-14 of the French Commercial Code and in the code of conduct of the statutory audit profession in France. As the case may be, we discuss with the Finance and Audit Committee any risks to our independence and the safeguard measures applied.

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*Paris La Défense and Paris, 7 April 2021*

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The Statutory Auditors

**MAZARS**  
Virginie CHAUVIN

**SEC3**  
Jean-Philippe HOREN





# 5.2

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## Parent company financial statements

Income statement .....	207
Balance sheet .....	208
Cash flow statement .....	210
Notes .....	211
Financial results for the last five years .....	229
Subsidiaries and shareholdings at 31 December 2020 .....	229
Statutory auditors' report on the parent-company financial statements .....	230





## Income statement

(in thousands of euros)

	2020	2019
Revenue	6,324	5,673
Other recurring management revenue	3	7
<b>Operating revenue</b>	<b>6,327</b>	<b>5,680</b>
Other purchases and external expenses	(20,733)	(14,020)
Taxes other than income tax	(1,195)	(732)
Wages and salaries	(5,083)	(4,424)
Social security costs	(6,133)	(5,388)
Depreciation, amortisation and provisions	(365)	(182)
Other expenses	(854)	(738)
<b>Operating expenses</b>	<b>(34,363)</b>	<b>(25,483)</b>
<b>OPERATING INCOME/(LOSS)</b>	<b>(28,036)</b>	<b>(19,803)</b>
Income from shareholdings	576,931	72,803
Income from other securities and receivables classified as non-current assets	-	638
Other interest and similar revenue	-	245
Releases of provisions and expense transfers	783	3,953
Net gain on disposals of portfolio investment securities and other long-term investments	10,044	4,193
<b>Financial income</b>	<b>587,758</b>	<b>81,833</b>
Depreciation, amortisation and provisions	(1,139)	(83)
Interest and similar expenses	(19,245)	(14,870)
Negative exchange differences	(1,884)	(627)
Net expenses on disposals of portfolio investment securities and other long-term investments	(1,276)	(1,685)
<b>Financial expense</b>	<b>(23,543)</b>	<b>(17,265)</b>
<b>NET FINANCIAL INCOME/(EXPENSE)</b>	<b>564,214</b>	<b>64,568</b>
<b>UNDERLYING PRE-TAX PROFIT/(LOSS)</b>	<b>536,178</b>	<b>44,765</b>
Non-recurring income from capital transactions	1,251,922	-
Releases of provisions and expense transfers	1,880	-
Other non-recurring income	866	-
<b>Non-recurring income</b>	<b>1,254,668</b>	<b>-</b>
Non-recurring expenses on capital transactions	(421,365)	-
Non-recurring expense	(2,587)	-
<b>Non-recurring expense</b>	<b>(423,952)</b>	<b>-</b>
<b>NET NON-RECURRING INCOME/(EXPENSE)</b>	<b>830,716</b>	<b>-</b>
Income tax	(348)	7,327
<b>NET PROFIT FOR THE PERIOD</b>	<b>1,366,547</b>	<b>52,091</b>

## Balance sheet at 31 december 2020

## ASSETS

		31/12/2020			31/12/2019
			Depreciation, amortisation and provisions	Net	Net
(in thousands of euros)	Notes	Gross			
NON-CURRENT ASSETS					
Intangible assets					
Concessions, patents, software and similar items	8	78	(78)	-	1
Property, plant and equipment					
Other non-current assets	9	1,588	(834)	754	865
Long-term investments					
Equity securities	10	2,187,673	-	2,187,673	1,337,898
Receivables connected with shareholdings	10	1,477,310	-	1,477,310	679,611
Total shareholdings		3,664,983	-	3,664,983	2,017,509
Portfolio investment securities	11	9,287	(169)	9,118	30,512
Other long-term investments	11	1,362	-	1,362	1,431
Total long-term investments		3,675,632	(169)	3,675,463	2,049,452
TOTAL NON-CURRENT ASSETS		3,677,299	(1,081)	3,676,217	2,050,318
CURRENT ASSETS					
Receivables	12	9,325	-	9,325	4,592
Marketable securities	12/13	10,513	-	10,513	14,234
Cash	12	48,498	-	48,498	27,218
Total cash and cash equivalents		48,498	-	48,498	27,218
Prepaid expenses	12	52	-	52	373
TOTAL CURRENT ASSETS		68,388	-	68,388	46,418
TOTAL ASSETS		3,745,686	(1,081)	3,744,605	2,096,736

## Balance sheet at 31 december 2020

### EQUITY AND LIABILITIES

<i>(in thousands of euros)</i>	Notes	31/12/2020	31/12/2019
<b>EQUITY</b>			
Share capital	14	24,923	24,923
Share premiums	14	158,410	158,410
Statutory reserve	14	2,541	2,541
Other reserves	14	1,048,500	1,050,311
Retained earnings	14	618	-
<b>Profit for the period</b>	14	<b>1,366,547</b>	<b>52,091</b>
<b>TOTAL EQUITY</b>		<b>2,601,539</b>	<b>1,288,275</b>
<b>Contingency and loss provisions</b>			
Provisions for pensions	15	652	462
Other loss provisions	15	5,022	4,291
<b>TOTAL PROVISIONS</b>		<b>5,674</b>	<b>4,753</b>
<b>LIABILITIES</b>			
Bonds	16	697,317	546,163
Amounts owed to financial institutions	16	414,007	246,631
Tax and employment-related liabilities	16	4,028	5,497
Liabilities related to non-current assets and related accounts	16	77	745
Miscellaneous liabilities	16	21,964	4,672
<b>TOTAL LIABILITIES</b>		<b>1,137,393</b>	<b>803,707</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>3,744,605</b>	<b>2,096,736</b>

**Cash flow statement***(in thousands of euros)*

	2020	2019
<b>NET PROFIT FOR THE PERIOD</b>	<b>1,366,547</b>	<b>52,091</b>
Net change in depreciation, amortisation and provisions	1,450	(1,265)
Net gains/(losses) on disposals of non-current assets	(837,354)	(2,508)
<b>Funds from operations</b>	<b>530,643</b>	<b>48,318</b>
Change in the working capital requirement	14,383	7,092
<b>Net cash flow from operating activities</b>	<b>545,026</b>	<b>55,410</b>
Purchases of property, plant and equipment	(63)	(36)
Purchases of equity securities	(43)	-
Purchases of other investments	(529)	(491)
Disposals of other investments	12,311	7,747
<b>Net cash flow from investing activities</b>	<b>11,676</b>	<b>7,220</b>
Dividends paid to shareholders	(53,283)	(53,194)
Net change in borrowings and other financial liabilities	317,420	221,000
Net change in other financial assets	(799,559)	(208,938)
<b>Net cash flow from financing activities</b>	<b>(535,422)</b>	<b>(41,132)</b>
<b>Change in cash and cash equivalents</b>	<b>21,280</b>	<b>21,498</b>
Cash and cash equivalents at beginning of period	27,218	5,720
<b>Cash and cash equivalents at end of period</b>	<b>48,498</b>	<b>27,218</b>
<b>Breakdown of cash and cash equivalents at end of period</b>		
Cash	48,498	27,218
<b>TOTAL</b>	<b>48,498</b>	<b>27,218</b>

## Notes

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### General information

NOTE 1 – Accounting policies and methods.....	212
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### Results

NOTE 2 – Management summary of results by business segment.....	216
NOTE 3 – Profit or loss from equity securities.....	216
NOTE 4 – Profit or loss from portfolio investment securities and other long-term investments.....	217
NOTE 5 – Profit or loss from financing and debt operations.....	217
NOTE 6 – General administration income/expense.....	218
NOTE 7 – Corporate income tax.....	218

### Balance sheet

NOTE 8 – Intangible assets.....	219
NOTE 9 – Property, plant and equipment.....	219
NOTE 10 – Shareholdings and receivables connected with shareholdings.....	220
NOTE 11 – Portfolio investment securities and other long-term investments.....	221
NOTE 12 – Current assets.....	222
NOTE 13 – Treasury shares.....	223
NOTE 14 – Equity.....	224
NOTE 15 – Provisions.....	225
NOTE 16 – Liabilities.....	226
NOTE 17 – Information concerning related companies and shareholdings.....	227

### Additional information

NOTE 18 – Financial commitments.....	227
NOTE 19 – Remuneration of directors and executives.....	227
NOTE 20 – Deferred tax.....	228
NOTE 21 – Average number of employees.....	228
NOTE 22 – Post-balance sheet events.....	228
NOTE 23 – Litigation.....	228

## NOTES

The following disclosures constitute the notes to the balance sheet at 31 December 2020 before appropriation of net profit for the year, which shows total assets of €3,744,605 thousand, and to the income statement for the year then ended, which shows a net profit of €1,366,547 thousand.

Figures are presented in thousands of euros, which may give rise to rounding differences in totals and cross-referencing differences between balance-sheet and income-statement items and figures in the notes.

The financial year lasted for 12 months, from 1 January to 31 December 2020.

Notes 1 to 23 below are an integral part of the financial statements.

These financial statements were finalised by the Board of Directors on 24 March 2021.

## KEY EVENTS IN THE PERIOD

In 2020, Peugeot Invest transferred the following to a joint venture between Peugeot Invest and its majority shareholder Établissements Peugeot Frères called Peugeot 1810: its shares in Peugeot SA and Faurecia, along with the equity swap agreement, due to expire on 30 June 2021, entitling it to buy Peugeot SA shares in the market.

After that transaction, Peugeot Invest owns 76.5% of Peugeot 1810 and Établissements Peugeot Frères owns 23.5%.

Peugeot Invest borrowed €174,420 thousand to fund the purchase of Peugeot SA shares via the equity swap transferred to Peugeot 1810. The equity swap was settled early in December 2020, with Peugeot 1810 acquiring a further 2% stake in PSA Group.

Peugeot Invest issued €150,000 thousand of bonds through a US Private Placement (US PP). The bonds have a 10-year maturity and pay an annual coupon of 2.6%.

At 31 December 2020, Peugeot Invest's debt amounted to €1,111,324 thousand, including €692,500 of bonds and €239,000 thousand of drawings on credit facilities.

The net profit for the year of €1,366,547 thousand mainly comprised:

- a €830,557 thousand capital gain resulting from the transfer of Peugeot SA shares to Peugeot 1810;
- €562,651 thousand of dividends from Peugeot Invest Assets and €14,279 thousand of interest from shareholder loans to subsidiaries;
- €27,413 thousand of interest expenses;
- €13,035 thousand of net general administration expenses.

## NOTE 1

## ACCOUNTING POLICIES AND METHODS

General accounting principles intended to provide a true and fair view of the business were applied in accordance with the principle of prudence and the following basic assumptions:

- going concern;
- consistency of accounting policies from one period to the next;
- accrual basis;

and in accordance with general rules for preparing and presenting full-year financial statements (ANC regulation 2014-03).

The basic method used for the valuation of items recorded in the accounts is the historical cost method.

The main accounting policies used are set out below.

## A. INTANGIBLE ASSETS AND PROPERTY, PLANT AND EQUIPMENT

The rules for recognising intangible assets and property, plant and equipment, and the amortisation and depreciation of those assets, are consistent with the French General Accounting Plan.

They are recorded as assets at cost (purchase price plus incidental expenses). They have not undergone any remeasurement.

Depreciation and amortisation are calculated on a straight-line basis.

The main useful lives are as follows:

- Intangible assets:
  - software: 1 year
- Property, plant and equipment:
  - computer equipment: 3 years
  - fixtures and fittings: 10 years
  - office furniture: 10 years

## B. LONG-TERM INVESTMENTS

This item comprises equity securities, portfolio investment securities, other long-term investments and receivables related to shareholdings.

## 1. EQUITY SECURITIES

These include the securities of companies in which Peugeot Invest's stake may be less than 10%, but which the Company believes should be held over the long term for reasons of control, strategy or financial management (long-term investment).

Their gross value is their purchase price excluding expenses, which are recognised in expenses for the year

in accordance with the option available under the French General Accounting Plan (Article 213–8).

#### **Measurement**

Equity securities are measured at the lower or purchase price or current value.

#### **Listed equity securities**

The current value of securities held in listed companies is determined, after taking into account the economic and financial situation of the companies, on the basis of a multi-criteria analysis. The criteria adopted are as follows:

- changes in equity;
- changes in the dividend distribution policy;
- developments in the Company's economic situation (change in revenue, profits, financial position, etc.);
- future prospects;
- any material and prolonged decline in the share price.

If several of the aforementioned criteria are unfavourable, current value is generally determined on the basis of the average share price over a 1-year period.

The resulting value is also compared with valuations carried out by external financial analysts, or with net asset value (NAV), particularly for companies that are primarily focused on real estate. Any significant difference with respect to the average share price is analysed and a view is taken on it.

An impairment provision is booked if the current value thus determined is lower than purchase cost.

#### **Unlisted equity securities**

For unlisted companies, the valuation is based on information known on the balance-sheet date and does not take into account any post-balance sheet events that could affect the valuation of the asset on subsequent closing dates.

The current value of securities in unlisted companies is determined as follows:

- assets that have been acquired recently, generally in the last year, are measured at their purchase price, except where the Company's economic and financial variables (operations, balance sheet, liquidity, etc.) have deteriorated materially;
- for other unlisted companies, Peugeot Invest's interest is measured using the most appropriate method to give a true and fair view of the Company, depending on the type of investment:
  - either the discounted future cash flow method;

- or a method based on Net Asset Value, particularly for companies with a significant real-estate portfolio,
- or a method that refers to comparable recent transactions, provided that they were not forced and did not take place in abnormal market conditions; the method may also refer to the multiple on which Peugeot Invest first invested in the company or the exit multiple that may be set out in the shareholder agreements signed by Peugeot Invest;
- otherwise and where the current value cannot be measured in a reliable and appropriate manner, the historic cost method is used, except where the Company's economic variables have deteriorated materially, in which case this is taken into account in the asset's valuation.

An impairment provision is booked if the current value thus determined is lower than purchase cost.

## **2. PORTFOLIO INVESTMENT SECURITIES**

These are securities, listed or otherwise, that represent investments over varying timeframes, with the aim of generating a satisfactory return from them.

Their gross value is their purchase price excluding expenses, which are recognised in expenses for the year in accordance with the option available under the French General Accounting Plan (Article 213–8).

#### **Measurement**

Portfolio investment securities are measured at the lower of purchase price or current value.

Current value is determined as follows:

- securities of listed companies are valued at their closing price on the last stockmarket trading day of the year;
- securities in unlisted companies are valued using the same methods as unlisted equity securities (see above);
- investments in private equity funds and companies are valued at Peugeot Invest's share of Net Asset Value as reported regularly by management companies, which generally follow the recommendations made by IPEV (International Private Equity and Venture Capital Valuation Board) when valuing their investments.

An impairment provision is booked if the current value as defined above is lower than gross value.



### 3. IMPACT OF THE COVID-19 CRISIS ON THE MEASUREMENT OF UNLISTED FINANCIAL ASSETS

When carrying out its internal valuations of assets, Peugeot Invest factored in the effects of the Covid-19 crisis on the business activities of the investees concerned.

As regards private equity funds, an analysis of information received by asset management firms and changes in portfolio valuations in the first nine months of 2020 showed that valuations at 30 September took into account the impact of Covid-19 on underlying shareholdings. The usual method was therefore maintained, valuing the portfolio on the basis of 30 September valuations reported by the asset management companies, adjusted for net cash flows in the fourth quarter.

### 4. TREASURY SHARES

Through a financial service provider and in accordance with the provisions of Autorité des Marchés Financiers (AMF) regulations or accepted market practices, the Company implements a share buyback programme, which aims to ensure liquidity and consistent price quotes for its shares.

A total payment of €940 thousand has been made to the financial service provider for the management of the programme. That deposit and movements in treasury shares are recognised in long-term investments.

Impairment is recognised at the accounts closing date if current value falls below the cost price of the shares.

### 5. OTHER LONG-TERM INVESTMENTS

Other long-term investments are recognised at their nominal value. At the balance sheet date, accrued interest is recognised in accrued income.

An impairment provision is booked to cover any probable losses.

### 6. RECEIVABLES CONNECTED WITH SHAREHOLDINGS

Receivables connected with shareholdings on the balance sheet mainly comprise advances granted to subsidiaries and any accrued dividends.

### C. RECEIVABLES

Receivables are recognised at nominal value. Impairment is recognised if current value falls below the carrying amount.

### D. MARKETABLE SECURITIES

Treasury shares intended to cover bonus share plans are recognised as transferable securities at their purchase price or net carrying amount on the date the decision is taken to award them.

Treasury shares intended to cover future plans are recognised at purchase cost. An impairment provision is recognised if their market value is less than their purchase cost.

Where it is likely that the award of bonus shares to beneficiaries is probable, a provision for personnel expenses is recognised under liabilities on the balance sheet. That provision is measured on the basis of the likely number of shares to be awarded to beneficiaries, and is charged on a straight-line basis over the vesting period of the award.

### E. RETIREMENT BENEFIT OBLIGATIONS

Company employees are entitled to post-employment benefits and the Company grants supplementary pension benefits to certain beneficiaries under certain conditions.

The Company's obligations are measured by independent actuaries. They are recognised according to the CNC recommendation of 1 April 2003.

#### 1. POST-EMPLOYMENT BENEFITS

Post-employment benefits are outsourced to an insurance company.

No payment was made with respect to 2020. Since the asset value of the funds was lower than the related liability, a contingency provision of €333 thousand was recognised under liabilities at 31 December 2020.

#### 2. SUPPLEMENTARY PENSION PLAN

Since 30 June 2002, the defined-benefit pension plan has been replaced with a defined-contribution plan. The new plan relies on contributions by the Company and employee, based on the employee's remuneration. The Company's obligations with respect to rights acquired by employees before 30 June 2002 have been entirely outsourced to a life insurance company.

The obligations arising from the former defined-benefit plan and relating to the company's former employees were partly outsourced to an insurance company in 2004. The residual amount not covered stood at €311 thousand at 31 December 2020, and is recognised under contingency provisions.

## F. BORROWINGS AND DEBT

Peugeot Invest has negotiated credit facilities with credit institutions. Those facilities have a duration of three to five years, and drawings are dependent on the Company's investments. Drawings are made for periods of between one month and one year and may be renewed depending on projected cash requirements.

Peugeot Invest has fixed-rate bonds with maturities of between 7 and 10 years. Debt issuance costs are fully expensed in the year in which the issue takes place.

Borrowings and debt are recognised at nominal value, including accrued interest at the balance sheet date.

## G. FINANCIAL INSTRUMENTS

Gains and losses on the instruments used in hedging transactions are recognised in the same manner as income and expenses relating to the items hedged.

## H. FOREIGN CURRENCY TRANSACTIONS

Transactions denominated in foreign currencies are translated into euros on the exchange rate in force on the transaction date.

At the balance sheet date, foreign-currency receivables and cash are translated using the exchange rate on the final day of the accounting period. The difference compared with the carrying amount is taken to income for cash and to the asset or liabilities side of the balance sheet under "exchange differences" for debt and receivables.

In accordance with the French General Accounting Plan, an overall foreign exchange position is calculated by netting assets and liabilities arising from exchange differences on the translation of debt and receivables denominated in freely convertible foreign currencies and with maturities of less than one year. If there is any residual unrealised translation loss, a provision for translation losses is recognised under liabilities on the balance sheet.

## I. INCOME TAX

On 1 January 2012, Peugeot Invest opted for the tax consolidation regime for French subsidiaries in which it owns over 95%, in accordance with Article 223A of the French General Tax Code.

The tax effect recognised in respect of each financial year, through Peugeot Invest's income statement, comprises:

- the net tax expense or tax benefit resulting from netting the taxable profits and losses of the companies in the tax group;
- total income corresponding to the sum of the tax due by profitable subsidiaries.

## J. CHANGES IN MEASUREMENT METHOD

There were no changes in measurement method during the year.

**NOTE 2** MANAGEMENT SUMMARY OF RESULTS BY BUSINESS SEGMENT

<i>(in thousands of euros)</i>	<b>Notes</b>	<b>2020</b>	<b>2019</b>
Equity securities	3	1,399,014	68,531
Portfolio investment securities and other long-term investments	4	8,328	7,284
Profit or loss from financing and debt operations	5	(27,413)	(19,880)
General administrative expenses	6	(13,035)	(11,171)
<b>Gross pre-tax profit</b>		<b>1,366,894</b>	<b>44,764</b>
Income tax	7	(348)	7,327
<b>NET PROFIT</b>		<b>1,366,547</b>	<b>52,091</b>

**NOTE 3** PROFIT OR LOSS FROM EQUITY SECURITIES

<i>(in thousands of euros)</i>	<b>2020</b>	<b>2019</b>
<b>Dividends</b>		
Peugeot SA	-	65,772
Safran	-	1
Peugeot Invest Assets (formerly FFP INVEST)	562,651	-
	<b>562,651</b>	<b>65,773</b>
Interest on current-account advances	14,279	7,030
Disposal gains	830,557	-
<b>Total income</b>	<b>1,407,487</b>	<b>72,803</b>
Fees	(8,433)	(4,272)
Equity swap commissions	(40)	-
<b>Total expenses</b>	<b>(8,473)</b>	<b>(4,272)</b>
<b>Gross profit</b>	<b>1,399,014</b>	<b>68,531</b>
Additions to provisions (-)	-	-
Releases from provisions (+)	-	-
<b>PROFIT/(LOSS)</b>	<b>1,399,014</b>	<b>68,531</b>

## NOTE 4 PROFIT OR LOSS FROM PORTFOLIO INVESTMENT SECURITIES AND OTHER LONG-TERM INVESTMENTS

<i>(in thousands of euros)</i>	<b>2020</b>	<b>2019</b>
Dividends	-	638
Disposal gains	10,044	4,193
<b>Total income</b>	<b>10,044</b>	<b>4,831</b>
Disposal losses	(1,276)	(147)
Fees	(84)	(136)
<b>Total expenses</b>	<b>(1,360)</b>	<b>(284)</b>
<b>GROSS PROFIT</b>	<b>8,684</b>	<b>4,547</b>
Additions to provisions (-)	(1,139)	(83)
Releases from provisions (+)	783	2,820
<b>PROFIT/(LOSS)</b>	<b>8,328</b>	<b>7,284</b>

## NOTE 5 PROFIT OR LOSS FROM FINANCING AND DEBT OPERATIONS

<i>(in thousands of euros)</i>	<b>2020</b>	<b>2019</b>
<b>Borrowings</b>		
Interest expense	(19,245)	(14,870)
Commissions	(5,474)	(4,878)
Fees	(1,282)	(132)
Foreign exchange losses	(1,412)	-
<b>Total expenses</b>	<b>(27,413)</b>	<b>(19,880)</b>
<b>GROSS PROFIT</b>	<b>(27,413)</b>	<b>(19,880)</b>
Additions to provisions (-)	-	-
Releases from provisions (+)	-	-
<b>PROFIT/(LOSS)</b>	<b>(27,413)</b>	<b>(19,880)</b>

**NOTE 6** GENERAL ADMINISTRATION INCOME/EXPENSE*(in thousands of euros)*

	2020	2019
Services	6,135	5,408
Rent	189	265
Other revenue	3	8
<b>Total income</b>	<b>6,327</b>	<b>5,681</b>
Personnel	(12,079)	(10,633)
Other external expenses	(5,892)	(5,229)
Taxes other than income tax	(363)	(87)
Directors' fees	(854)	(738)
Depreciation and amortisation	(175)	(166)
<b>Total expenses</b>	<b>(19,362)</b>	<b>(16,852)</b>
<b>INCOME/(EXPENSE)</b>	<b>(13,035)</b>	<b>(11,171)</b>

**NOTE 7** CORPORATE INCOME TAX*(in thousands of euros)*

	2020	2019
Subsidiaries' tax	-	14,232
Tax due with respect to the financial year	-	(7,908)
Tax with respect to previous years	(348)	1,002
<b>INCOME/(EXPENSE)</b>	<b>(348)</b>	<b>7,327</b>

## NOTE 8 INTANGIBLE ASSETS

Intangible assets consist of accounting software licences with a gross value of €78 thousand, amortised in an total amount of €78 thousand at 31 December 2020.

## NOTE 9 PROPERTY, PLANT AND EQUIPMENT

### 9.1 Balances at 31 December 2020

<i>(in thousands of euros)</i>	Cost	Depreciation	Net carrying amount	Previous period
General installations, fixtures and fittings	671	(314)	357	424
Office and computer equipment	236	(179)	57	59
Furniture	681	(342)	340	383
<b>TOTAL PROPERTY, PLANT AND EQUIPMENT</b>	<b>1,588</b>	<b>(834)</b>	<b>754</b>	<b>865</b>

### 9.2 Changes during the period

<i>(in thousands of euros)</i>	Gross value at beginning of period	Increases	Decreases	Gross value at end of period
General installations, fixtures and fittings	671	-	-	671
Office and computer equipment	198	38	-	236
Furniture	657	25	-	681
<b>TOTAL PROPERTY, PLANT AND EQUIPMENT</b>	<b>1,525</b>	<b>63</b>	<b>-</b>	<b>1,588</b>

### 9.3 Depreciation

<i>(in thousands of euros)</i>	Amount at beginning of period	Additions	Releases	Amount at end of period
General installations, fixtures and fittings	247	67	-	314
Office and computer equipment	139	39	-	179
Furniture	274	68	-	342
<b>TOTAL DEPRECIATION</b>	<b>660</b>	<b>174</b>	<b>-</b>	<b>834</b>

## NOTE 10 SHAREHOLDINGS AND RECEIVABLES CONNECTED WITH SHAREHOLDINGS

### 10.1 Balances at 31 December 2020

(in thousands of euros)	Number	% control	Cost		Closing value of impaired securities	Unrealised impairment provisioned	Net carrying amount	Previous period
			Per share	Total				
Listed securities								
Peugeot SA				-	-	-	-	421,365
Safran	468		83.33	39	-	-	39	39
Unlisted securities								
Peugeot 1810 (formerly Maillot I)	1,171,920,822	76.50	1.08	1,271,140	-	-	1,271,140	-
Peugeot Invest Assets (formerly FFP INVEST)	54,101,074	100.00	16.94	916,494	-	-	916,494	916,494
Maillot II	80		10.00	1	-	-	1	-
Peugeot Invest UK Ltd. (formerly FFP Investment UK Ltd.)	1		0.95	-	-	-	-	-
Total equity securities				2,187,673	-	-	2,187,673	1,337,898
Peugeot Invest Assets (formerly FFP INVEST)				1,302,775	-	-	1,302,775	679,611
Peugeot 1810 (formerly Maillot I)				174,535	-	-	174,535	-
Total receivables connected with shareholdings				1,477,310	-	-	1,477,310	679,611
TOTAL SHAREHOLDINGS				3,664,983	-	-	3,664,983	2,017,509

### 10.2 Changes during the period

(in thousands of euros)	At beginning of period		Additions		Disposals		At end of period	
	Number	Gross value	Number	Gross value	Number	Gross value	Number	Gross value
<b>Listed securities</b>								
Peugeot SA	84,323,161	421,365	-	(84,323,161)	(421,365)	-	-	-
Safran	468	39	-	-	-	-	468	39
<b>Unlisted securities</b>								
Peugeot 1810 (formerly Maillot I)			1,171,920,822	1,271,140	-	-	1,171,920,822	1,271,140
Peugeot Invest Assets (formerly FFP INVEST)	54,101,074	916,494	-	-	-	-	54,101,074	916,494
Maillot II			80	1	-	-	80	1
Peugeot Invest UK Ltd. (formerly FFP Investment UK Ltd.)	1	-	-	-	-	-	1	-
<b>Total equity securities</b>		<b>1,337,898</b>		<b>1,271,140</b>		<b>(421,365)</b>		<b>2,187,673</b>
Peugeot Invest Assets (formerly FFP INVEST)		679,611		623,164		-		1,302,775
Peugeot 1810 (formerly Maillot I)		-		174,535		-		174,535
<b>Total receivables connected with shareholdings</b>		<b>679,611</b>		<b>797,699</b>		<b>-</b>		<b>1,477,310</b>
<b>TOTAL SHAREHOLDINGS</b>		<b>2,017,509</b>		<b>2,068,839</b>		<b>(421,365)</b>		<b>3,664,983</b>



## NOTE 11 PORTFOLIO INVESTMENT SECURITIES AND OTHER LONG-TERM INVESTMENTS

### 11.1 Balances at 31 December 2020

<i>(in thousands of euros)</i>	Cost	Closing value	Unrealised impairment provisioned	Net carrying amount	Previous period
Buyout funds	55	4,977	-	55	1,129
Growth capital funds	9,037	15,355	(140)	8,897	10,746
Real-estate funds	135	1,679	-	135	-
Other funds	61	32	(29)	32	27
<b>Total private equity funds</b>	<b>9,287</b>	<b>22,042</b>	<b>(169)</b>	<b>9,118</b>	<b>11,902</b>
Other	-	-	-	-	18,610
<b>Total other investments</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>18,610</b>
<b>Total portfolio investment securities</b>	<b>9,287</b>	<b>22,042</b>	<b>(169)</b>	<b>9,118</b>	<b>30,512</b>
Security deposit	1,001	1,001	-	1,001	857
Liquidity agreement (note 13)	361	369	-	361	574
<b>Total other long-term investments</b>	<b>1,362</b>	<b>1,370</b>	<b>-</b>	<b>1,362</b>	<b>1,431</b>
<b>TOTAL</b>	<b>10,649</b>	<b>23,412</b>	<b>(169)</b>	<b>10,480</b>	<b>31,943</b>

### 11.2 Changes during the period

<i>(in thousands of euros)</i>	Gross value at beginning of period	Increases	Decreases	Gross value at end of period
Buyout funds	1,129	-	(1,074)	55
Growth capital funds	11,660	256	(2,880)	9,037
Real-estate funds	-	135	-	135
Other funds	61	-	-	61
<b>Total private equity funds</b>	<b>12,850</b>	<b>391</b>	<b>(3,954)</b>	<b>9,287</b>
Other	18,610	-	(18,610)	-
<b>Total other investments</b>	<b>18,610</b>	<b>-</b>	<b>(18,610)</b>	<b>-</b>
<b>Total portfolio investment securities</b>	<b>31,460</b>	<b>391</b>	<b>(22,564)</b>	<b>9,287</b>
Security deposit	857	144	-	1,001
Liquidity agreement (note 13)	574	7,349	(7,562)	361
<b>Total other long-term investments</b>	<b>1,431</b>	<b>7,493</b>	<b>(7,562)</b>	<b>1,362</b>
<b>TOTAL</b>	<b>32,891</b>	<b>7,884</b>	<b>(30,126)</b>	<b>10,649</b>

### 11.3 Estimated values of portfolio investment securities and other long-term investments

Composition of the portfolio (in thousands of euros)	Balances at beginning of period			Balances at end of period		
	Carrying amount		Estimated value	Carrying amount		Estimated value
	Gross	Net		Gross	Net	
Buyout funds	1,129	1,129	14,668	55	55	4,977
Growth capital funds	11,660	10,746	21,078	9,037	8,897	15,355
Real-estate funds	-	-	2,266	135	135	1,679
Other funds	61	27	27	61	32	32
<b>Total private equity funds</b>	<b>12,850</b>	<b>11,902</b>	<b>38,039</b>	<b>9,287</b>	<b>9,118</b>	<b>22,042</b>
Other	18,610	18,610	24,495	-	-	-
<b>Total other investments</b>	<b>18,610</b>	<b>18,610</b>	<b>24,495</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total portfolio investment securities</b>	<b>31,460</b>	<b>30,512</b>	<b>62,534</b>	<b>9,287</b>	<b>9,118</b>	<b>22,042</b>
Security deposit	857	857	857	1,001	1,001	1,001
Liquidity agreement (note 13)	574	574	577	361	361	369
<b>Total other long-term investments</b>	<b>1,431</b>	<b>1,431</b>	<b>1,434</b>	<b>1,362</b>	<b>1,362</b>	<b>1,370</b>
<b>TOTAL</b>	<b>32,891</b>	<b>31,943</b>	<b>63,969</b>	<b>10,649</b>	<b>10,480</b>	<b>23,412</b>

## NOTE 12 CURRENT ASSETS

(in thousands of euros)	Period			
	Gross	Impairment	Montant net	Previous period
<b>Current-account loans to subsidiaries</b>				
Government - Income tax	7,244	-	7,244	-
Government - Other	186	-	186	56
Current-account loans to subsidiaries	1,864	-	1,864	4,167
Other receivables	30	-	30	370
	<b>9,325</b>	<b>-</b>	<b>9,325</b>	<b>4,592</b>
<b>Marketable securities</b>				
Treasury shares	10,513	-	10,513	14,234
<b>Cash</b>				
Banks	48,498	-	48,498	27,218
	<b>48,498</b>	<b>-</b>	<b>48,498</b>	<b>27,218</b>
Prepaid expenses	52	-	52	373
<b>TOTAL</b>	<b>68,388</b>	<b>-</b>	<b>68,388</b>	<b>46,418</b>

## NOTE 13 TREASURY SHARES

At the accounts closing date, the Company held 134,043 treasury shares with a gross value of €10,874 thousand, which broke down between the following two categories according to their intended use:

<i>(in thousands of euros)</i>	Number of shares	Gross value	Impairment	Net value	Previous period
<b>Other investment securities (Note 11)</b>					
Securities allocated to the liquidity agreement	3,900	361	-	361	574
<b>Marketable securities (Note 12)</b>					
Shares intended to cover future plans	-	-	-	-	11,649
Shares reserved to cover bonus share plans	130,143	10,513	-	10,513	2,586
	<b>130,143</b>	<b>10,513</b>	<b>-</b>	<b>10,513</b>	<b>14,234</b>
<b>TOTAL AT END OF PERIOD</b>	<b>134,043</b>	<b>10,874</b>	<b>-</b>	<b>10,874</b>	<b>14,808</b>

### 13.1 Details of bonus share plans

<i>(number of shares)</i>	2017	2018	2019	2020	Total
<b>Number of shares capable of being awarded at 01/01/2020</b>	29,063	31,940	48,180	-	109,183
Plans inception during the period (1)				116,713	116,713
<b>Number of shares awarded during the period</b>	(29,063)	-	-	-	(29,063)
<b>Number of shares capable of being awarded at 31/12/2020</b>	-	31,940	48,180	116,713	196,833
<b>Inception date</b>	09/03/2017	17/05/2018	17/05/2019	25/03/2020	
<b>Expiry date</b>	09/03/2020	17/05/2021	17/05/2022	25/03/2023	

(1) On 25 March 2020, in accordance with the authorisation given by the Shareholders' General Meeting in May 2018, Peugeot Invest's Board of Directors decided to set up a bonus share plan subject to performance conditions for certain employees and corporate officers of Peugeot Invest and companies related to it. The bonus performance shares will vest on 25 March 2023, and there will be no subsequent lock-up period.

After the award of all bonus shares under the 2017 plan, the €2,132 thousand of provisions set aside in respect of that plan were released during the year. Based on assumptions regarding performance conditions at the period end, 33% of the bonus shares under the 2018 plan would be awarded and 100% of the bonus shares under the 2019 and 2020 plans would be awarded. A provision for personnel expenses amounting to €2,807 thousand was set aside during the year for these plans. At the accounts closing date, provisions for all bonus share plans amounted to €5,022 thousand (see Note 15).

## NOTE 14 EQUITY

## 14.1 Composition of the share capital

<i>(number of shares)</i>	2020	2019
Share capital at beginning of period	24,922,589	24,922,589
Share capital at end of period	24,922,589	24,922,589

At 31 December 2020, Peugeot Invest's share capital comprised 24,922,589 fully paid-up shares each with a par value of €1 each.

## 14.2 Changes in equity

<i>(in thousands of euros)</i>	Balance at 31/12/2019	Appropriation of income decided in the AGM on 26/05/2020	Capital reduction	Other changes during the period	Balance at 31/12/2020
Share capital	24,923	-	-	-	24,923
Share premiums	158,410	-	-	-	158,410
Statutory reserve	2,541	-	-	-	2,541
Other reserves	1,050,311	(1,811)	-	-	1,048,500
Retained earnings	-	618	-	-	618
Profit for the period	52,091	(52,091)	-	1,366,547	1,366,547
TOTAL	1,288,275	(53,283)	-	1,366,547	2,601,539

## NOTE 15 PROVISIONS

Type of provisions (in thousands of euros)	Amount at beginning of period	Additions during the period	Amounts used during the period	Unused provisions released during the period	Amount at end of period
<b>ASSETS</b>					
<b>Impairment provisions</b>					
<b>Long-term investments</b>					
<b>Private equity funds and co-investments</b>					
Growth capital funds	914	4	(779)	-	140
Other funds	34	-	-	(5)	29
	<b>948</b>	<b>4</b>	<b>(779)</b>	<b>(5)</b>	<b>169</b>
<b>Total portfolio investment securities</b>	<b>948</b>	<b>4</b>	<b>(779)</b>	<b>(5)</b>	<b>169</b>
<b>Total long-term investments</b>	<b>948</b>	<b>4</b>	<b>(779)</b>	<b>(5)</b>	<b>169</b>
Treasury shares	-	1,135	-	(1,135)	-
<b>Marketable securities</b>	<b>-</b>	<b>1,135</b>	<b>-</b>	<b>(1,135)</b>	<b>-</b>
<b>TOTAL ASSETS</b>	<b>948</b>	<b>1,139</b>	<b>(779)</b>	<b>(1,140)</b>	<b>169</b>
<b>LIABILITIES</b>					
<b>Contingency and loss provisions</b>					
For retirement benefit obligations	454	190	-	-	644
For long-service benefit obligations	8	-	-	-	8
For personnel expenses (bonus share plans - Note 13)	4,291	2,862	(2,132)	-	5,022
	<b>4,753</b>	<b>3,052</b>	<b>(2,132)</b>	<b>-</b>	<b>5,674</b>
<b>TOTAL LIABILITIES</b>	<b>4,753</b>	<b>3,052</b>	<b>(2,132)</b>	<b>-</b>	<b>5,674</b>
<b>GRAND TOTAL</b>	<b>5,701</b>	<b>4,191</b>	<b>(2,910)</b>	<b>(1,140)</b>	<b>5,842</b>
<b>Movements classified under:</b>					
Operations	-	3,052	(2,132)	-	
Funding	-	1,139	(779)	(5)	

## NOTE 16 LIABILITIES

<i>(in thousands of euros)</i>	2020	2019
<b>Bonds</b>		
Bonds <sup>(1)</sup> – nominal	692,500	542,500
Bonds – accrued interest	4,817	3,663
	<b>697,317</b>	<b>546,163</b>
<b>Credit facilities (principal and accrued interest)<sup>(2)(3)</sup></b>		
Credit facilities (principal and accrued interest) <sup>(2)(3)</sup>	239,442	246,631
Other borrowings (principal and accrued interest)	174,565	-
	<b>414,007</b>	<b>246,631</b>
<b>Tax and employment-related liabilities</b>		
Staff	1,729	1,347
Social security and other welfare agencies	1,033	802
Government – Income tax	-	2,449
Government – VAT	504	497
Government – Other	763	402
	<b>4,028</b>	<b>5,497</b>
<b>Liabilities related to non-current assets and related accounts</b>		
Payments to be made in relation to securities and private equity funds	77	745
	<b>77</b>	<b>745</b>
<b>Other liabilities</b>		
Short-term income tax receivables from subsidiaries	12,469	-
Other creditors	9,495	4,672
	<b>21,964</b>	<b>4,672</b>
<b>TOTAL</b>	<b>1,137,393</b>	<b>803,707</b>

(1) €150,000 thousand of bonds issued on 15/09/2020 and due to mature in 2030.

(2) After applying the terms of swap contracts.

(3) Authorised credit facilities of €980,000 thousand, with drawings of €239,000 thousand.

## Maturity schedule of borrowings and debts

<i>(in thousands of euros)</i>	Up to 1 year	Between 1 and 5 years	More than 5 years	Total
<b>Bonds</b>	4,817	212,500	480,000	697,317
<b>Borrowings and debt owed to credit institutions</b>	587	393,420	20,000	414,007
<b>Tax and employment-related liabilities</b>	4,028	-	-	4,028
<b>Liabilities related to non-current assets and related accounts<sup>(1)</sup></b>	-	77	-	77
<b>Other liabilities</b>	21,964	-	-	21,964
<b>TOTAL</b>	<b>31,395</b>	<b>605,997</b>	<b>500,000</b>	<b>1,137,393</b>

(1) Since calls are made by funds depending on their respective investments, and generally within 5 years from the subscription to those funds, their timing cannot be determined accurately, and so they have been included in the “between 1 and 5 years” category.

## NOTE 17 INFORMATION CONCERNING RELATED COMPANIES AND SHAREHOLDINGS

	2020		2019	
<i>(in thousands of euros)</i>	Related companies <sup>(1)</sup>	Shareholding	Related companies <sup>(1)</sup>	Shareholding
<b>Balance sheet items</b>				
<b>Assets (net values)</b>				
Value of equity interest	2,187,673	-	916,494	421,365
Receivables connected with equity interest	1,477,310	-	679,611	-
Receivables	1,864	-	4,167	-
<b>Liabilities</b>				
Other liabilities	12,469	-	-	-
<b>Income statement items</b>				
Services	6,135	-	5,408	-
Income from equity interest	576,930	-	7,030	65,773

(1) Companies in the Peugeot Invest group's scope of consolidation, including those accounted for under the equity method.

## NOTE 18 FINANCIAL COMMITMENTS

<i>(in thousands of euros)</i>	2020	2019
<b>Commitments received</b>		
Undrawn credit facilities	741,000	594,000
<b>Commitments made</b>		
Commitments to purchase portfolio investment securities	1,889	3,253
<b>Reciprocal commitments</b>		
Interest-rate swaps	250,000	250,000
<b>TOTAL</b>	<b>250,000</b>	<b>250,000</b>

### Other commitments

Peugeot Invest has provided €41,360 thousand of security for financing obtained by LDAP.

## NOTE 19 REMUNERATION OF DIRECTORS AND EXECUTIVES

<i>(in thousands of euros)</i>	2020	2019
Attendance fees paid to members of the Board of Directors	854	738
Remuneration paid to members of management bodies	1,386	1,368
<b>TOTAL</b>	<b>2,240</b>	<b>2,106</b>



**NOTE 20 DEFERRED TAX**

Unrecognised deferred taxes arising from timing differences between the recognition of income and expenses for financial reporting and tax purposes represented deferred tax income of €15,545 thousand at 31 December 2020.

**NOTE 21 AVERAGE NUMBER OF EMPLOYEES**

<i>(number)</i>	2020	2019
Managers	24	22
Employees, technicians and supervisors	2	2
<b>TOTAL</b>	<b>26</b>	<b>24</b>

**NOTE 22 POST-BALANCE SHEET EVENTS**

FFP has changed its corporate name to Peugeot Invest.

In February 2021, Peugeot Invest signed an agreement to acquire a minority stake in International SOS for \$306 million.

**NOTE 23 LITIGATION**

To the Company's knowledge, no litigation concerning Peugeot Invest is underway.

## Financial results for the last five years

(in euros)	2020	2019	2018	2017	2016
<b>I – Year-end financial position</b>					
a – Share capital	24,922,589	24,922,589	24,922,589	25,072,589	25,072,589
b – Number of shares in issue	24,922,589	24,922,589	24,922,589	25,072,589	25,072,589
<b>II – Comprehensive income from operations</b>					
a – 1. Revenue excluding VAT	6,324,361	5,673,085	5,005,548	3,870,000	2,960,000
a – 2. Other revenue from ordinary activities <sup>(1)</sup>	576,933,136	73,692,886	50,731,920	44,679,848	3,398,965
b – Profit before tax, depreciation, amortisation and provisions <sup>(2)</sup>	1,367,614,898	42,208,948	29,745,092	23,763,047	206,013,538
c – Income tax	(347,627)	7,326,520	4,282,450	159,101	(2,095,364)
d – Profit after tax, depreciation, amortisation and provisions	1,366,546,545	52,090,881	32,750,039	31,581,021	207,814,783
e – Profit distributed		53,283,366	53,194,238	49,484,696	45,127,825
<b>III – Per share data</b>					
a – Profit after tax but before depreciation, amortisation and provisions <sup>(2)</sup>	54.86	1.99	1.37	0.95	8.13
b – Profit after tax, depreciation, amortisation and provisions	54.83	2.09	1.31	1.26	8.29
c – Net dividend distributed	2.35	2.15	2.15	2.00	1.80
<b>IV – Personnel</b>					
a – Number of employees <sup>(3)</sup>	26	24	22	18	16
b – Payroll expenses	5,082,809	4,423,827	4,132,978	3,819,122	2,660,898
c – Total payments in respect of benefits (social security and other benefits)	3,522,860	2,964,497	2,432,868	2,185,904	1,644,126

(1) Revenue from long-term investments and current assets; net gains on disposals of marketable securities.

(2) Provisions represent net additions to provisions during the year, taking into account releases of provisions set aside in previous years.

(3) Average number of employees.

## Subsidiaries and shareholdings at 31 December 2020

	Interests of 50% or more		Interests of less than 10%
	Peugeot Invest Assets (formerly FFP INVEST) 66, avenue Charles-de-Gaulle 92200 Neuilly-sur-Seine	Peugeot 1810 (formerly Maillot I) 66, avenue Charles-de-Gaulle 92200 Neuilly-sur-Seine	Other
(in thousands of euros)			
Share capital	541,011	1,531,906	
Reserves and retained earnings before appropriation of income	410,467	129,698	
% interest	100.00	76.50	
Carrying amount of securities held			
Gross value	916,494	1,271,140	39
Net value	916,494	1,271,140	39
Loans and advances granted by the company and still outstanding	1,302,775	176,399	
Amount of sureties and guarantees given by the company	-	-	
Revenue excluding VAT in the last financial year	-	-	
Net profit/(loss) in the last financial year	(25,114)	(3,488)	
Dividends received by the company during the financial year	562,651	-	

## Statutory Auditors' report on the parent-company financial statements

*Exercice clos le 31/12/2020*

To the Shareholders,

### Opinion

In accordance with our appointment as Statutory Auditors by your Shareholders' General Meeting, we have audited the accompanying parent-company financial statements of Peugeot Invest for the year ended 31 December 2020.

In our opinion, the parent-company financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company as at 31 December 2020 and of the results of its operations for the year in accordance with French accounting principles.

The opinion formulated above is consistent with the content of our report to the Finance and Audit Committee.

### Basis of our opinion

#### AUDIT

We conducted our audit in accordance with professional standards applicable in France. We believe that the information that we collected provides a sufficient and appropriate basis for our opinion.

Our responsibilities under those standards are stated in the "Responsibilities of the Statutory Auditors in relation to auditing the parent-company financial statements" section of this report.

#### INDEPENDENCE

We conducted our audit assignment in compliance with the rules on independence provided for by the French Commercial Code and the code of conduct of the statutory auditors' profession for the period from 1 January 2020 until the date of issuance of this report. Specifically, we provided no services prohibited by Article 5, Paragraph 1 of Regulation (EU) No. 537/2014.

### Justification of our assessments

#### - Key audit matters

The global crisis arising from the Covid-19 pandemic has created unusual conditions for the preparation and auditing of financial statements for this period. The crisis and the exceptional measures to address the public health emergency have had numerous consequences for companies, particularly in terms of their business activities and financing, and have given rise to greater uncertainty about their future prospects. Some of the measures, such as travel restrictions and remote working arrangements, have also affected the internal organisation of companies and on the way in which audits are carried out.

Against that complex and developing background, as required by articles L. 823-9 and R. 823-7 of the French Commercial Code relating to the justification of our assessments, we inform you of the key audit matters, relating to what were, in our professional judgment, the main risks of material misstatement in relation to our audit of the year's parent-company financial statements, and our responses to those risks.

Those assessments were made in the context of our audit of the parent-company financial statements taken as a whole and in the formation of our opinion stated above. We express no opinion on items of the parent-company financial statements taken in isolation.

- Valuation of unlisted equity securities

Notes 1.B, 10 and 11 to the parent-company financial statements

#### RISK IDENTIFIED AND MAIN JUDGMENTS

As part of its investment activity, the Peugeot Invest group holds a large amount of securities on its balance sheet. These assets are recognised at their historical value. They are recorded under the "Equity securities" and "Portfolio investment securities" items.

The French Commercial Code provides that the current value of these assets must be checked on a regular basis and at least once per year.

The techniques used by management to measure the current value of these securities, as described in Note 1.B above, rely significantly on judgment in terms of the choice of methods and parameters used.

Those securities (including receivables related to them) had a value of €3,674 million (net of impairment), of which €2,188 million related to unlisted equity securities.

We took the view that the valuation of unlisted equity securities was a key audit matter because they represented material exposures and because judgment was required to determine their current value.

### OUR AUDIT APPROACH

We familiarised ourselves with the internal control arrangements governing the valuation and recognition of the equity securities, particularly the unlisted equity securities.

For these securities, we reviewed previous valuations to obtain assurance about the reliability of the Company's process.

We also assessed the process adopted by the Company to identify possible evidence of a fall in value, and we carried out a critical examination of the ways in which impairment tests are performed in accordance with the Group's accounting policies.

When assessing the reasonableness of the estimate of the values in use of Peugeot Invest Assets and Peugeot 1810 shares, based on the information presented to us and our work as those entities' auditors, our work principally consisted of checking that the estimate of Peugeot Invest Asset and Peugeot 1810's values in use, determined through the valuation of financial assets held, is based on an appropriate justification of the valuation methods and figures used.

As well as assessing the values in use of equity securities, our work also consisted of assessing the recoverability of the related receivables with respect to the analysis conducted on the investments in subsidiaries.

Finally, we examined the information relating to the valuation of the equity securities as published in the notes.

### Specific verifications

We also performed, in accordance with professional standards applicable in France, the specific verifications required by statutory and regulatory provisions.

### INFORMATION PROVIDED IN THE MANAGEMENT REPORT AND IN OTHER DOCUMENTS CONCERNING THE FINANCIAL POSITION AND PARENT-COMPANY FINANCIAL STATEMENTS ADDRESSED TO THE SHAREHOLDERS

We have no matters to report as to the fair presentation and the consistency with the parent-company financial statements of the information given in the management report of the Board of Directors and in the other documents with respect to the financial position and parent-company financial statements addressed to shareholders.

We confirm that the information relating to payment times, provided for by under Article D. 441-6 of the French Commercial Code, is accurate and agrees with the parent-company financial statements.

### INFORMATION ON CORPORATE GOVERNANCE

We confirm that the section of the Board of Directors' management report devoted to corporate governance contains the information required by articles L. 225-37-4, L. 22-10-10 and L. 22-10-9 of the French Commercial Code.

Concerning the information given in accordance with the requirements of Article L. 22-10-9 of the French Commercial Code (Code de commerce) relating to the remuneration and benefits received by the directors and any other commitments made in their favour, we have verified its consistency with the financial statements, or with the underlying information used to prepare these financial statements and, where applicable, with the information obtained by the Company from companies controlling your company or controlled by it. Based on this work, we confirm that this information is accurate and fairly presented.

### OTHER INFORMATION

In accordance with French law, we have verified that the required information concerning the purchase of investments and the acquisition of control and regarding the identity of the shareholders or the holders of the voting rights has been properly disclosed in the management report.

#### Other verifications or disclosures required by statutory and regulatory provisions

### PRESENTATION FORMAT FOR PARENT-COMPANY FINANCIAL STATEMENTS INTENDED FOR INCLUSION IN THE ANNUAL FINANCIAL REPORT

In accordance with professional standards regarding work done by Statutory Auditors relating to parent-company and consolidated financial statements presented according to the European single electronic format, we checked compliance with that format as defined by European delegated regulation no. 2019/815 of 17 December 2018 in the presentation of the parent-company financial statements intended for inclusion in the annual financial report mentioned in Article L. 451-1-2(I) of the French Monetary and Financial Code, prepared under the responsibility of the Chief Financial Officer.

Based on our work, we conclude that the presentation of the parent-company financial statements intended for inclusion in the annual financial report complies, in all material aspects, with the European single electronic format.

Our role does not include checking that the parent-company financial statements included by your company in the annual financial report filed with the AMF correspond with those that we audited.

### APPOINTMENT OF THE STATUTORY AUDITORS

We were appointed as Statutory Auditors of Peugeot Invest by shareholders in the Shareholders' General Meetings of 9 June 2011 (Mazars) and of 7 June 2000 (SEC3).

At 31 December 2020, Mazars was in its tenth consecutive year as an auditor of Peugeot Invest, and SEC3 in its twenty-first year.

### Responsibilities of management and persons involved in corporate governance in relation to the parent-company financial statements

Management is responsible for preparing parent-company financial statements that present a true and fair view, in accordance generally accepted accounting principles in France, and for setting up the internal controls it deems necessary for preparing parent-company financial statements that do not contain any material misstatements, whether due to fraud or error.

When preparing the parent-company financial statements, management is responsible for assessing the company's ability to continue as a going concern, for presenting in those statements any necessary information relating to its status as a going concern, and for applying the accounting concept of going concern, except where there is a plan to liquidate the company or discontinue its operations.

The Finance and Audit Committee is responsible for monitoring the process of preparing the financial information and for monitoring the effectiveness of internal control and risk management systems, and internal audit systems as the case may be, as regards procedures relating to the preparation and treatment of accounting and financial information.

The parent-company financial statements have been approved by the Board of Directors.

### Responsibilities of the Statutory Auditors in relation to auditing the parent-company financial statements

### AUDIT OBJECTIVE AND PROCEDURE

Our responsibility is to prepare a report on the parent-company financial statements. Our objective is to obtain reasonable assurance about whether the parent-company financial statements, taken as a whole, are free of material misstatement. Reasonable assurance means a high level of assurance, although there is no guarantee that an audit conducted in accordance with professional standards will systematically detect all material misstatements. Misstatements may arise from fraud or error, and are regarded as material when they can reasonably be expected, individually or together, to influence the economic decisions that users of the financial statements take on the basis of those statements.

As stated by article L. 823-10-1 of the French Commercial Code, our audit assignment does not involve guaranteeing the viability of your company or the quality of its management.

When conducting an audit in accordance with professional standards in France, statutory auditors use their professional judgment throughout the audit. In addition:

- they identify and assess the risks that the parent-company financial statements contain material misstatements, whether through fraud or error, define and implement audit procedures to address those risks, and collect information that they regard as sufficient and appropriate as the basis for their opinion. The risk of not detecting a material misstatement resulting from fraud is higher than the risk of not detecting a material misstatement resulting from error, because fraud may involve collusion, falsification, voluntary omissions, false statements or the circumvention of internal controls;
- auditors familiarise themselves with the internal controls relevant to the audit, in order to define audit procedures appropriate to the situation in hand, and not in order to express an opinion on the effectiveness of internal control;
- they assess the appropriateness of accounting policies adopted and the reasonableness of accounting estimates made by management, along with information about those estimates provided in the parent-company financial statements;
- they assess whether management has applied appropriately the going concern convention and, based on information collected, whether or not there is a material uncertainty arising from events or circumstances likely to call into question the company's ability to continue as a going concern. That assessment is based on information collected until the date of the auditors' report, although it should be borne in mind that subsequent circumstances or events may call into question the company's status as a going concern. If the auditors conclude that there is a material uncertainty, they draw the attention of those reading their report to information provided in the parent-company financial statements in relation to that uncertainty or, if that information is not provided or is not relevant, they certify the financial statements with reservations or refuse to certify them;
- they assess the overall presentation of the parent-company financial statements and assess whether the parent-company financial statements reflect the underlying operations and events so that they give a true and fair view.

## REPORTING TO THE FINANCE AND AUDIT COMMITTEE

We submit a report to the Finance and Audit Committee that includes the extent of audit work and the schedule of work performed, along with the conclusions arising from our work. We also make it aware, as the case may be, of any material internal control weaknesses that we have identified regarding procedures for preparing and treating accounting and financial information.

The information in the report to the Finance and Audit Committee includes what we regard as the main risks of material misstatements with respect to the audit of the year's parent-company financial statements, and which are therefore the key audit matters. It is our role to describe those matters in the present report.

We also provide the Finance and Audit Committee with the declaration provided for by Article 6 of Regulation (EU) No 537-2014 confirming our independence, within the meaning of the rules applicable in France, as determined in particular by Articles L. 822-10 to L. 822-14 of the French Commercial Code and in the code of conduct of the statutory audit profession in France. As the case may be, we discuss with the Finance and Audit Committee any risks to our independence and the safeguard measures applied.

*Paris and Paris La Défense, 7 April 2021*

The Statutory Auditors

**MAZARS**  
Virginie CHAUVIN

**SEC3**  
Jean-Philippe HOREN

5.2







# 6

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## Ordinary and Extraordinary General Meeting of 12 May 2021

- 6.1** Statutory Auditors' special reports ..... 236
- 6.2** Summary of the delegations of powers currently  
in force granted by the General Meeting to the Board  
of Directors to carry out capital increases ..... 238
- 6.3** Arrangements for participating at General Meetings.... 240
- 6.4** Resolutions to be proposed at the Ordinary  
and Extraordinary General Meeting of 12 May 2021 .... 240

## 6.1 Statutory Auditors' special reports

### Statutory Auditors' special report on related party agreements and commitments

*General Meeting called to approve the financial statements for the year ended 31 December 2020*

To the General Meeting of Peugeot Invest's Shareholders,  
In our capacity as Peugeot Invest's Statutory Auditors, we hereby report to you on related party agreements and commitments.

Our responsibility is to report to you, based on the information provided to us, on the principal terms, key arrangements and reasons for the Company to have entered into the related party agreements and commitments that have been disclosed to us or that we identified during our assignment, without commenting on the purpose they serve or their appropriateness or seeking to identify any undisclosed agreements or commitments. Pursuant to Article R. 225-31 of the French Commercial Code, your responsibility is to determine whether the agreements and commitments benefit the Company and should thus be approved.

Where applicable, our responsibility is also to make the disclosures to you required in Article R. 225-31 of the French Commercial Code concerning related party agreements and commitments previously approved by the General Meeting but still in force during the year under review.

We have performed the procedures we deemed necessary to comply with the professional guidelines issued by the French institute of auditors (Compagnie nationale des commissaires aux comptes) for this type of engagement. These procedures consisted in verifying that the information given to us is consistent with the supporting documentation.

#### RELATED PARTY AGREEMENTS AND COMMITMENTS SUBMITTED FOR SHAREHOLDERS' APPROVAL AT THE GENERAL MEETING

#### RELATED PARTY AGREEMENTS AND COMMITMENTS AUTHORISED AND ENTERED INTO DURING THE YEAR UNDER REVIEW

Pursuant to Article L. 225-40 of the French Commercial Code, we have been advised of the following related party agreement and commitment entered into during the year under review and authorised in advance by the Board of Directors.

#### AGREEMENTS AND COMMITMENTS ENTERED INTO WITH A SHAREHOLDER HOLDING 10% OR MORE OF THE VOTING RIGHTS BETWEEN COMPANIES WITH SENIOR EXECUTIVES IN COMMON

##### *Intra-group loan agreement arranged for Peugeot 1810*

At its meeting on 5 November 2020, the Board of Directors authorised an intra-group loan agreement between Peugeot Invest, as lender, and Peugeot 1810 (a subsidiary 76.5%-owned by Peugeot Invest), as borrower.

The agreement was entered into on 19 November 2020.

This loan helped to finance the acquisition of Peugeot SA shares through the unwinding of an equity swap transaction of great strategic interest in connection with the merger between Peugeot SA and Fiat Chrysler Automobiles.

The financial terms and conditions of the loan agreement are as follows:

- principal amount: €174,420,000
- interest rate: 3-month Euribor plus a margin of 1.03% p.a. reflecting the borrowing terms and conditions under which Peugeot Invest itself was loaned the sum it is advancing to Peugeot 1810
- maturity: bullet loan repayable in full on 31 July 2025, with the option of early repayments of at least €5,000,000.

#### RELATED PARTY AGREEMENTS AND COMMITMENTS PREVIOUSLY APPROVED BY THE GENERAL MEETING

#### RELATED PARTY AGREEMENTS AND COMMITMENTS APPROVED IN PREVIOUS YEARS THAT REMAINED IN FORCE DURING THE YEAR UNDER REVIEW

Pursuant to Article R. 225-30 of the French Commercial Code, we were informed that the following related party agreements and commitments approved by the General Meeting in previous years remained in force during the year under review.

## AGREEMENTS AND COMMITMENTS ENTERED INTO WITH A CORPORATE OFFICER AND WITH COMPANIES HAVING SENIOR EXECUTIVES IN COMMON

*Memorandum of Understanding entered into by Peugeot Invest with Établissements Peugeot Frères and Peugeot SA concerning the acquisition of an equity interest by Dong Feng Motors and the French Government in Peugeot SA's capital.*

On 17 February 2014, the Board of Directors authorised the signature of a Memorandum of Understanding (MoU) concerning the acquisition of an equity interest by Dong Feng Motors and the French Government in Peugeot SA's capital.

The key points of the MoU, which was signed on 18 February 2014, are as follows:

- strict equality in terms of equity interest and voting rights between Dong Feng Motors, the French Government and Peugeot Invest/EPF upon completion of the transaction, with Peugeot Invest's and EPF's double voting rights being restored after a 2-year period
- identical representation for Peugeot Invest/EPF on PSA's Supervisory Board to that held respectively by Dong Feng Motors and the French Government, that is two seats each out of a total of 14. Six seats would be kept specifically for independent members, including the Chairman, and two for employees. Peugeot Invest/EPF would also have the option of appointing a non-voting board advisor. In this scenario, Dong Feng Motors and the French Government would also have the right to appoint one advisor each. A Peugeot Invest/EPF representative would chair the Strategy Committee.

This related party agreement, which remained in force during 2020, came to an end on 16 January 2021 as a result of the merger between Peugeot SA and Fiat Chrysler Automobiles.

*Signed in Paris La Défense and Paris, 7 April 2021*

The Statutory Auditors

MAZARS	SEC3
Virginie CHAUVIN	Jean-Philippe HOREN

## Statutory Auditors' report on the reduction in capital

*General Meeting of 12 May 2021 Resolution 17*

To the Shareholders,

In our capacity as the Company's Statutory Auditors and in accordance with our duties under Article L. 225-209 of the French Commercial Code in the event of a reduction in the share capital through the cancellation of repurchased shares, we hereby report to you on our assessment of the reasons for and the terms and conditions of the proposed reduction in the share capital.

The Board of Directors requests full powers, for a period of 26 months with effect from the date of this General Meeting, to cancel the shares repurchased pursuant to an authorisation allowing the Company to buy back its own shares in accordance with the provisions of the aforementioned Article, in an amount not exceeding 10% of its total share capital per 24-month period.

We have performed the procedures we deemed necessary to comply with the professional guidelines issued by the French institute of auditors (Compagnie nationale des commissaires aux comptes) for this type of engagement. These procedures consisted in verifying that the reasons for and the terms and conditions of the proposed reduction in the share capital, which should not compromise the principle of fair and equal treatment of shareholders, bear scrutiny.

We have no matters to report as to the reasons for and the terms and conditions of the proposed reduction in the share capital.

*Signed in Paris La Défense and Paris, 7 April 2021*

The Statutory Auditors

MAZARS	SEC3
Virginie CHAUVIN	Jean-Philippe HOREN

6.1

## 6.2 Summary of the delegations of powers currently in force granted by the General Meeting to the Board of Directors to carry out capital increases

The following table summarises the various authorisations currently in force that were approved by shareholders at the Combined Ordinary and Extraordinary General Meeting of 15 May 2019 and the Combined Ordinary and Extraordinary General Meeting of 19 May 2020.

AGM/ Resolution	Purpose	Period of Validity/ Expiry date	Maximum amount	Actual use
2020 AGM	15 Authorisation for the Company to repurchase its own shares.	18 months 18/11/2021	No more than 10% of the Company's share capital	Used partially in connection with the liquidity agreement <sup>(1)</sup>
2020 AGM	16 Authorisation to cancel shares held by the Company following the repurchase of its own shares.	26 months 18/07/2022	No more than 10% of the Company's share capital	None
2020 AGM	17 Authorisation to make a bonus allotment of new shares, with the disapplication of shareholders' pre-emption rights, or of existing shares to employees and/or executive officers of the Company and related entities, subject to performance conditions.	38 months 18/07/2023	No more than 3% of the Company's share capital and no more than 20% to be allocated to executive officers	Partial use of the 2021 bonus share allotment plan <sup>(2)</sup>
2020 AGM	18 Delegation of powers to increase the share capital by capitalising reserves or premiums.	26 months 18/07/2022	€10,000,000	None
2020 AGM	19 Delegation of powers to issue ordinary shares and/or equity securities conferring rights to other equity securities or carrying entitlement to the allotment of debt securities, and/or negotiable securities conferring rights to equity securities to be issued by the Company, with pre-emption rights for shareholders.	26 months 18/07/2022	Issues of shares or of negotiable securities conferring rights to the share capital: €10,000,000 Issues of negotiable debt securities: €200,000,000	None
2020 AGM	20 Delegation of powers to issue ordinary shares and/or equity securities conferring rights to other equity securities or carrying entitlement to the allotment of debt securities, and/or negotiable securities conferring rights to equity securities to be issued by the Company, with the disapplication of shareholders' pre-emption rights in connection with a public offering with priority rights.	26 months 18/07/2022	Issues of shares or of negotiable securities conferring rights to the share capital: €10,000,000 Issues of negotiable debt securities: €200,000,000	None
2020 AGM	21 Delegation of powers to issue ordinary shares and/or equity securities conferring rights to other equity securities or carrying entitlement to the allotment of debt securities, and/or negotiable securities conferring rights to equity securities to be issued by the Company, without pre-emption rights, to qualified investors or a restricted circle of investors.	26 months 18/07/2022	Issues of shares or of negotiable securities conferring rights to the share capital: €10,000,000 (subject to a limit of 20% of the share capital p.a.) Issues of negotiable debt securities: €200,000,000	None
2020 AGM	22 <sup>e</sup> Authorisation in the event of the issue of ordinary shares and/or equity securities conferring rights to other equity securities or carrying entitlement to the allotment of debt securities, and/or negotiable securities conferring rights to equity securities to be issued without pre-emption rights for shareholders, to set the issue price in line with the arrangements laid down by the General Meeting, subject to the upper limit of 10% of the share capital.	26 months 18/07/2022	No more than 10% of the Company's share capital in any 12-month period. Counts against the upper limit set by Resolution 27	None

(1) Pursuant to Resolution 10 of the General Meeting of 15 May 2019, then Resolution 15 of the General Meeting of 19 May 2020, Oddo Corporate Finance bought 96,653 shares during 2020, acting on behalf of Peugeot Invest under a liquidity agreement to maintain share liquidity.

(2) On 24 March 2021, the Board allotted a maximum of 44,993 bonus performance shares under this resolution (0.18% of the Company's share capital).

2020 AGM	23	Delegation of powers for the purpose of increasing the number of shares to be issued in the event of a capital increase with or without pre-emption rights for shareholders in connection with overallotment options should subscriptions exceed the proposed number of shares.	26 months 18/07/2022	n/a	None
2020 AGM	24	Delegation of powers to issue shares and/or equity securities conferring rights to other equity securities of the Company or carrying entitlement to the allotment of debt securities as consideration for contributions in kind of equity securities or negotiable securities conferring rights to the share capital.	26 months 18/07/2022	No more than 10% of the Company's share capital. Counts against the upper limits set by the Resolution 27.	None
2020 AGM	25	Delegation of powers to issue shares and/or equity securities conferring rights to other equity securities or carrying entitlement to the allotment of debt securities as consideration for securities tendered to any public exchange offer initiated by the Company.	26 months 18/07/2022	Issues of shares or of negotiable securities conferring rights to the share capital: €10,000,000 Issues of debt securities conferring rights to equity securities: €200,000,000	None
2020 AGM	26	Delegation of powers to carry out a capital increase reserved for members of the Group's corporate savings plans.	26 months 18/07/2022	€500,000	None
2020 AGM	27	Upper limit for delegations of powers.	26 months 18/07/2022	Issue of shares or of negotiable securities conferring rights to the share capital: €10,000,000 Issues of negotiable debt securities: €200,000,000	None

## 6.3 Arrangements for participating at General Meetings

Article 14 of the Articles of Association lays down the arrangements for shareholders to participate at General Meetings, including the terms and conditions governing allotment of double voting rights to shares held in registered form.

## 6.4 Resolutions to be proposed at the Ordinary and Extraordinary General Meeting of 12 May 2021

### Decisions to be made in ordinary session

#### RESOLUTION 1

##### *Review and approval of the parent company financial statements for 2020*

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of the annual financial statements, the Board of Directors' management report on the year under review and the Statutory Auditors' general report, approves the parent company financial statements for 2020, as presented, plus the transactions reflected in the financial statements or summarised in these reports showing earnings of €1,366,546,544.71.

The General Meeting notes that no expenditure or charge falling within the scope of Article 39-4 of the French General Tax Code arose during the year.

#### RESOLUTION 2

##### *Allocation of 2020 earnings*

The General Meeting notes that income available for distribution, consisting of net earnings for the year of €1,366,546,544.71, plus the €1,048,500,000 in reserves available for distribution and €618,147.96 in retained earnings, amount to €2,415,664,692.67.

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for ordinary general meetings, on the recommendation of the Board of Directors, resolves to allocate distributable earnings as follows:

- €58,568,084.15 to shares as a dividend
- €2,357,000,000.00 to other reserves
- €96,608.52 to retained earnings.

This amount takes into account the number of shares making up the share capital at 24 March 2021 and shall be adjusted based on the number of shares in issue at the dividend payment date. Accordingly, the General Meeting sets the dividend for the year at €2.35 per share. The General Meeting resolves that the dividend shall be paid on 19 May 2021. The portion of income available for distribution attributable to shares held in treasury shall be allocated to the "retained earnings" account.

When paid to individual shareholders resident in France for tax purposes, a single flat-rate levy at an aggregate rate of 30% is applied to this dividend consisting of (i) the 12.8% flat-rate income tax rate, and (ii) the 17.2% CSG-CRDS social security charges. Individual shareholders resident in France for tax purposes may elect for the dividend to be taxed at their marginal rate of income tax, however. Should they choose this option, the dividend is eligible for the 40% rebate for individuals resident in France for tax purposes as provided for in Article 158-3(2) of the French General Tax Code. The option to apply the marginal income tax rate must be exercised annually and expressly. It cannot be revoked and is made globally. Accordingly, it applies to all the income, net gains, profits and receivables falling within the scope of the single flat-rate levy for a given year.

In accordance with Article 243 bis of the French General Tax Code, the following dividends were paid for the previous three years:

#### DIVIDEND PAYMENTS IN THE LAST THREE YEARS

	2019 dividend approved by the 2020 AGM	2018 dividend approved by the 2019 AGM	2017 dividend approved by the 2018 AGM
Number of shares	24 922 589	24 922 589	25 072 589
Nominal value of shares	1,00 €	1,00 €	1,00 €
Dividend per share	2,15 €	2,15 €	2,00 €

#### RESOLUTION 3

##### *Review and approval of the consolidated financial statements for the year ended 31 December 2020*

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of



the consolidated financial statements, the Board of Directors' management report on the year under review, and the Statutory Auditors' report on the consolidated financial statements, approves the consolidated financial statements for 2020, as presented, plus the transactions reflected in the financial statements or summarised in the reports.

#### RESOLUTION 4

##### ***Review and approval of the agreements covered by Article L. 225-38 of the French Commercial Code***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of the special report of the Statutory Auditors on agreements covered by Article L. 225-38 et seq. of the French Commercial Code, acknowledges the conclusions of the report and approves the agreements reported.

#### RESOLUTION 5

##### ***Reappointment of Robert Peugeot as a director***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements, apprised of the Board of Directors' report, resolves to reappoint Robert Peugeot for a 4-year term in office as a director, that is until the close of the 2025 Ordinary General Meeting to be called to approve the 2024 financial statements.

#### RESOLUTION 6

##### ***Reappointment of Luce Gendry as a director***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements, apprised of the Board of Directors' report, resolves to reappoint Luce Gendry for a 4-year term in office as a director, that is until the close of the 2025 Ordinary General Meeting to be called to approve the 2024 financial statements.

#### RESOLUTION 7

##### ***Reappointment of Christian Peugeot as a director***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements, apprised of the Board of Directors' report, resolves to reappoint Christian Peugeot for a 4-year term in office as a director, that is until the close of the 2025 Ordinary General Meeting to be called to approve the 2024 financial statements.

#### RESOLUTION 8

##### ***Reappointment of Xavier Peugeot as a director***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements, apprised of the Board of Directors' report, resolves to reappoint Xavier Peugeot for a 4-year term in office as a director, that is until the close of the 2025 Ordinary General Meeting to be called to approve the 2024 financial statements.

#### RESOLUTION 9

##### ***Approval of the disclosures required by Article L. 22-10-9(I) of the French Commercial Code for the year ended 31 December 2020***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of the Board of Directors' corporate governance report prepared in accordance with Article L. 225-37 of the French Commercial Code, approves, pursuant to Article L. 22-10-34(I) of the French Commercial Code the disclosures required by Article L. 22-10-9(I) of the French Commercial Code for the year ended 31 December 2020 as they appear in section 2.10 of chapter 2 "Corporate governance" of the 2020 Universal Registration Document.

#### RESOLUTION 10

##### ***Approval of the total remuneration and benefits of any kind paid during or allocated for the year to 31 December 2020 to Robert Peugeot, initially as Chairman and Chief Executive Officer, then as Chairman of the Board of Directors***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of the Board of Directors' corporate governance report prepared in accordance with Article L. 225-37 of the French Commercial Code, approves, pursuant to Article L. 22-10-34(II) of the French Commercial Code, the disclosures required by Article L. 22-10-9(I) of said Code, as well as the fixed salary, bonuses and exceptional payments making up the total remuneration and benefits of any kind paid during or allocated for the year ended 31 December 2020 to Robert Peugeot for performing his duties initially as Chairman and Chief Executive Officer, then as Chairman of the Board of Directors, as presented in section 2.10 of chapter 2 "Corporate governance" of the 2020 Universal Registration Document.



**RESOLUTION 11*****Approval of the total remuneration and benefits of any kind paid during or allocated for the year to 31 December 2020 to Bertrand Finet, initially as Deputy Chief Executive Officer, then as Chief Executive Officer***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of the Board of Directors' corporate governance report prepared in accordance with Article L. 225-37 of the French Commercial Code, approves, pursuant to Article L. 22-10-9(II) of the French Commercial Code, the disclosures required by Article L. 22-10-9(I) of said Code, as well as the fixed salary, bonuses and exceptional payments making up the total remuneration and benefits of any kind paid during or allocated for the year ended 31 December 2020 to Bertrand Finet for performing his duties initially as Deputy Chief Executive Officer, then as Chief Executive Officer, as presented in section 2.10 of chapter 2 "Corporate governance" of the 2020 Universal Registration Document.

**RESOLUTION 12*****Annual remuneration allocated to members of the Board of Directors***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of the Board of Directors' report, resolves to set at €1,300,000 the annual amount of directors' remuneration to be allocated to members of the Board of Directors for the current year and each subsequent year, until the General Meeting decides otherwise.

**RESOLUTION 13*****Approval of the 2021 remuneration policy for members of the Board of Directors***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of the Board of Directors' corporate governance report prepared in accordance with Article L. 225-37 of the French Commercial Code outlining the details of the remuneration policy for corporate officers, approves, pursuant to Article L. 22-10-8(II) of the French Commercial Code, the 2021 remuneration policy applicable to members of the Board of Directors, as it appears in section 2.10 of chapter 2 "Corporate governance" of the 2020 Universal Registration Document.

**RESOLUTION 14*****Approval of the 2021 remuneration policy applicable to Robert Peugeot for his duties as Chairman of the Board of Directors***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of the Board of Directors' corporate governance report prepared in accordance with Article L. 225-37 of the French Commercial Code outlining the details of remuneration policy, approves, pursuant to Article L. 22-10-8(II) of the French Commercial Code, the 2021 remuneration policy applicable to members of the Board of Directors, as it appears in section 2.10 of chapter 2 "Corporate governance" of the 2020 Universal Registration Document.

**RESOLUTION 15*****Approval of the 2021 remuneration policy applicable to Bertrand Finet for his duties as Chief Executive Officer***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in ordinary session, apprised of the Board of Directors' corporate governance report prepared in accordance with Article L. 225-37 of the French Commercial Code outlining the details of remuneration policy, approves, pursuant to Article L. 22-10-8(II) of the French Commercial Code, the 2021 remuneration policy applicable to Bertrand Finet as Chief Executive Officer, as it appears in section 2.10 of chapter 2 "Corporate governance" of the 2020 Universal Registration Document.

**RESOLUTION 16*****Authorisation to be granted to the Board of Directors for a period of 18 months to have the Company repurchase its own shares at a maximum price of €130 per share, or a maximum aggregate outlay of €323,993,540***

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for ordinary general meetings, apprised of the Board of Directors' report, authorises the Board of Directors, in accordance with the provisions of Articles L. 22-10-62 et seq. of the French Commercial Code and European Regulation (EU) No. 596/2014 of 16 April 2014, to have the Company purchase its own shares.

This authorisation is given, where necessary, for:

- for an investment services provider to maintain a liquid market for the Company's shares under a liquidity agreement that satisfies the acceptability requirements established by the AMF, introducing share liquidity agreements as an accepted market practice, and complies with the AMAFI Code of Ethics recognised by the AMF
- the allotment or sale of shares to employees and/or corporate officers (under the terms and conditions and as provided for in law), including under a stock option plan, a bonus share allotment plan or a corporate savings plan
- the allotment of the Company's shares through the remittance of shares upon the exercise of rights attached to negotiable securities carrying entitlement through redemption, conversion, exchange, tendering of a warrant or any other means to the allotment of the Company's shares
- the potential cancellation of the shares acquired, subject to adoption of Resolution 17 to be considered in extraordinary session as it appears on the agenda for this General Meeting
- more generally, the execution of any transaction permitted or authorised subsequently by the regulations in force, especially where it relates to a market practice permitted subsequently by the Autorité des marchés financiers.

The aforementioned acquisitions, sales and transfers may be effected by any lawful means and the regulations in force, including through transactions agreed privately.

These transactions may take place at any time, including during a public offer or pre-offer for the Company's shares, in accordance with Article 231-40 of the General Regulation of the Autorité des marchés financiers or during the course of a pre-offer, public exchange or tender offer or a combined public tender and exchange offer made by the Company on the terms and conditions laid down in law and the regulations in force and in accordance with the provisions of Article 231-41 of the General Regulation of the Autorité des marchés financiers.

The General Meeting sets the maximum number of shares that may be acquired pursuant to this resolution at 10% of the Company's share capital at the date of this General Meeting, which corresponds to 2,492,258 shares each with a nominal value of €1, it being stated that pursuant to this authorisation, the number of shares held

in treasury must be taken into consideration such that the Company remains at all times below the upper limit on the number of shares held in treasury, which stands at no more than 10% of the share capital.

The General Meeting resolves that the total outlay on these acquisitions may not exceed €323,993,540 and resolves that the maximum purchase price may not exceed €13 per share, it being stated that the Company may not buy shares at a price exceeding the higher of: i) the last share price resulting from execution of a trade to which the Company was not party, and ii) the highest independent bid price on the trading platform on which the purchase was made.

In the event of a capital increase through the capitalisation of premiums, reserves, earnings or other items leading to an allotment of bonus shares during the period of validity of this authorisation and in the event of a share split or consolidation, the General Meeting delegates to the Board of Directors the power to adjust, where appropriate, the aforementioned maximum unit price, to reflect the impact of these transactions on the share's value.

The General Meeting grants full powers to the Board of Directors, which may be delegated as provided for in law, to:

- decide to implement this authorisation
- lay down the terms and conditions and the arrangements for protecting the rights of holders of negotiable securities conferring rights to the share capital, stock options or rights to the allotment of performance shares, in accordance with the provisions of law, the regulations and contractual agreements
- place any stock market orders, enter into any agreements, including for administration of the share registers, in accordance with the regulations in force
- make any declarations and complete any other formalities and, generally speaking, take whatever action is necessary.

The Board of Directors shall inform the shareholders attending the annual Ordinary General Meeting of all the transactions completed pursuant to this resolution.

This authorisation is granted for a period of 18 months with effect from the date of this General Meeting. It renders null and void from the date hereof the unused portion of any previous authorisation for the same purpose.

**Decisions to be made**  
**in extraordinary session**

#### RESOLUTION 17

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*Authorisation to be granted to the Board of Directors for a period of 26 months to cancel shares held by the Company following the repurchase of its own shares*

The General Meeting, deliberating in accordance with the quorum and majority voting requirements for meetings held in extraordinary session, apprised of the Board of Directors' report and the Statutory Auditors' special report, authorises the Board of Directors, in accordance with the provisions of Article L. 22-10-62 of the French Commercial Code to cancel, at its sole discretion, on one or more occasions, some or all of the Company's shares that the Company holds or may come to hold pursuant to the aforementioned Article L. 22-10-62 and to reduce the share capital by the aggregate nominal amount of the duly cancelled shares, subject to an upper limit of 10% of the share capital at the date of this General Meeting per 24-month period.

The General Meeting gives full powers to the Board of Directors to carry out the capital reduction(s), to write off the difference between the repurchase price of the cancelled shares and their nominal value against available equity, to make the corresponding amendments to the Articles of Association, to reassign the fractional amount of the statutory reserve that became available as a result of the capital reduction and to make all the declarations to the Autorité des marchés financiers, carry out all the other formalities and, generally, take whatever action is necessary.

This authorisation is granted for a period of 26 months from today's date. It renders null and void from the date hereof the unused portion of any previous authorisation for the same purpose.

#### RESOLUTION 18

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*Powers to carry out formalities*

The General Meeting grants full powers to the bearer of an original, copy or excerpt of the minutes of this Meeting to carry out the statutory and administrative formalities and to complete all filings and notifications required by the legislation in force.







## Information for shareholders

<b>7.1</b>	Information for shareholders.....	248
<b>7.2</b>	Person responsible for the Universal Registration Document.....	248
<b>7.3</b>	Person responsible for the audit of the financial statements.....	248
<b>7.4</b>	Cross-reference table for the Universal Registration Document.....	249
<b>7.5</b>	Cross-reference table for the annual financial report ....	251

## 7.1 Information for shareholders

### Corporate documents

The Company's corporate documents, including its Articles of Association, financial statements and the reports submitted to its general meetings by the Board of Directors or the Statutory Auditors, are available for inspection at its registered office. Please contact:

**M. Thierry Mabilde de Poncheville**  
General Counsel  
Tél.: 01 84 13 87 44  
Fax: 01 47 38 13 42  
E-mail: [thierry.deponcheville@peugeot-invest.com](mailto:thierry.deponcheville@peugeot-invest.com)

### Financial information

Investors and shareholders requiring information about the Company may contact:

**M. Sébastien Coquard**  
Managing Director  
Tél.: 01 84 13 87 25  
Fax: 01 47 38 13 42  
E-mail: [sebastien.coquard@peugeot-invest.com](mailto:sebastien.coquard@peugeot-invest.com)

In addition, all the latest financial news and all the information documents published by Peugeot Invest are available on the Company's website ([www.peugeot-invest.com](http://www.peugeot-invest.com)).

## 7.2 Person responsible for the Universal Registration Document

### Person responsible for the Universal Registration Document

Bertrand Finet, Chief Executive Officer

### Statement by the person responsible for the Universal Registration Document

I hereby declare that the information contained in the Universal Registration Document is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.

I hereby declare that, to the best of my knowledge, i) the financial statements have been prepared in accordance with applicable accounting standards and give a true and fair view of the assets and liabilities, financial position and results of the Company and of all the companies in the consolidation taken as a whole, and ii) the management report includes a fair review of the development, performance and financial position of the Company and all the companies in the consolidation taken as a whole, together with a description of the principal risks and uncertainties they face.

**Bertrand Finet**  
Chief Executive Officer

## 7.3 Person responsible for the audit of the financial statements

### Principal Statutory Auditors

#### MAZARS

61, rue Henri-Regnault, 92075 Paris-La Défense Cedex  
Represented by Virginie Chauvin

#### Date of first appointment:

Ordinary General Meeting of 9 June 2011 called to approve the financial statements for the year ended 31 December 2010.

#### Date of most recent reappointment:

Ordinary General Meeting of 11 May 2017 called to approve the financial statements for the year ended 31 December 2016.

#### End date of appointment:

Ordinary General Meeting to be called in 2023 to approve the financial statements for the year ended 31 December 2022.

#### SEC3

8-10, rue Léon-Frot, 75011 Paris  
Represented by Jean-Philippe Horen

#### Date of first appointment:

7 June 2000.

#### Date of most recent reappointment:

Ordinary General Meeting of 11 May 2017 called to approve the financial statements for the year ended 31 December 2016.

#### End date of appointment:

Ordinary General Meeting to be called in 2023 to approve the financial statements for the year ended 31 December 2022.



## 7.4 Cross-reference table for the Universal Registration Document

The following cross-reference table shows where the main information required under Commission Delegated Regulation (EU) No. 2019/980 of 14 March 2019 supplementing the provisions of Regulation (EU) No. 2017/1129 of 14 June 2017 can be found.

Chapters	Headings of Annex 1 of Regulation (EU) No. 2019/980	Sections
<b>1.</b>	<b>Persons responsible, third party information, experts' reports and competent authority approval</b>	<b>7.2</b>
<b>2.</b>	<b>Statutory Auditors</b>	<b>7.3</b>
<b>3.</b>	<b>Risk factors</b>	<b>4.3</b>
<b>4.</b>	<b>Information about the issuer</b>	<b>3.2</b>
<b>5.</b>	<b>Business overview</b>	
5.1.	Principal activities	1.3, 1.11 and 4.1
5.2.	Principal markets	1.3 and 1.11
5.3.	Important events in the development of the Company's business	4.1
5.4.	Strategy and objectives	1.3
5.5.	Dependence on patents or licences, industrial, commercial or financial contracts, or on new manufacturing processes	4.6
5.6.	Basis for any statements made by Peugeot Invest concerning its competitive position	N/A
5.7.	Investments	1.2, 1.6, 1.8, 1.11, 4.1 and 4.4
<b>6.</b>	<b>Organisational structure</b>	
6.1.	Description of the group	1.8
6.2.	List of subsidiaries	1.8 and 1.11
<b>7.</b>	<b>Operating and financial review</b>	
7.1.	Financial condition	4.2 and 4.6
7.2.	Operating results	4.2 and 4.6
<b>8.</b>	<b>Capital resources</b>	
8.1.	Information about capital	5.1 (p. 155 and note 21 p. 179) and 5.2 (note 14 p. 224)
8.2.	Sources and amounts of cash flows	4.2, 5.1 (p. 154 and note 28.2 p. 192) and 5.2 (p. 210)
8.3.	Borrowing requirements and funding structure	5.1 (note 22 p. 181 and s., note 28.2 and 28.3 p. 192 et seq.) and 5.2 (note 16 p. 226)
8.4.	Restrictions on the use of capital resources	5.1 (note 22 p. 181 et seq.)
8.5.	Anticipated sources of funds	5.1 (note 32 p. 198) and 5.2 (note 18 p. 227)
<b>9.</b>	<b>Regulatory environment</b>	<b>4.3</b>
<b>10.</b>	<b>Trend information</b>	<b>4.5</b>
<b>11.</b>	<b>Profit forecasts or estimates</b>	<b>N/A</b>
<b>12.</b>	<b>Administrative, management, and supervisory bodies and senior management</b>	
12.1.	Information concerning members of the administrative and supervisory bodies	2.1 to 2.4
12.2.	Conflicts of interest	2.5
<b>13.</b>	<b>Remuneration and benefits</b>	
13.1.	Executive officers' remuneration	2.10
13.2.	Amounts set aside or accrued to provide pension, retirement or similar benefits	5.1 (note 23 p. 185)

<b>14.</b>	<b>Board practices</b>	
14.1.	Date of expiration of the current appointments and period during which the person has served in that office	2.1 and 2.9
14.2.	Information about members of the administrative, management or supervisory bodies' service contracts	N/A
14.3.	Information about the Audit Committee and Remuneration Committee	2.3 and 2.9
14.4.	Statement as to whether or not the issuer complies with the corporate governance regime	2.7
14.5.	Potential material impacts on corporate governance	2.2 and 2.4
<b>15.</b>	<b>Employees</b>	
15.1.	Number of employees	1.5 (p. 26) and 5.2 (note 21 p. 228)
15.2.	Shareholdings and stock options	2.10 (p. 111 and 112)
15.3.	Employee holdings in the share capital	3.1 (p. 118) and 5.1 (note 1.12 p. 162)
<b>16.</b>	<b>Major shareholders</b>	
16.1.	Shareholders owning over 5% of the share capital or voting rights	3.1
16.2.	Existence of different voting rights	3.1
16.3.	Control of the issuer	3.1
16.4.	Any arrangements known to Peugeot Invest potentially resulting in a change in control	3.1
<b>17.</b>	<b>Related party transaction</b>	<b>N/A</b>
<b>18.</b>	<b>Financial information concerning Peugeot Invest's assets and liabilities, financial position and profits and losses</b>	
18.1.	Historical financial information	1.7, 5.1 and 5.2
18.2.	Interim and other financial information	N/A
18.3.	Auditing of historical annual financial information	5.1 and 5.2
18.4.	Pro forma financial information	N/A
18.5.	Dividend policy	3.1 (p. 121) and 5.1 (note 21.1 p. 179)
18.6.	Legal and arbitration proceedings	4.3
18.7.	Significant change in Peugeot Invest's financial position	4.2
<b>19.</b>	<b>Additional information</b>	
19.1.	Share capital	3.1
19.2.	Memorandum and Articles of Association	2.8, 3.1 and 3.2
<b>20.</b>	<b>Material contracts</b>	<b>4.6 et 5.1 (note 28 p. 191)</b>
<b>21.</b>	<b>Corporate documents</b>	<b>7.1</b>

N/A: not applicable.

## 7.5 Cross-reference table for the annual financial report

The following cross-reference table shows where the information required in the annual financial report can be found.

Information required in the annual financial report	Sections
<b>1. Annual financial statements (Article 222-3(1) of AMF Regulation)</b>	<b>5.2</b>
<b>2. Consolidated financial statements (Article 222-3(2) of the AMF Regulation)</b>	<b>5.1</b>
<b>3. Management report (Article 222-3(3) of the AMF Regulation), including:</b>	
Position of the Company during the past year, its likely future trends, major events since the year-end date (Article L. 232-1(II) of the French Commercial Code)	1.6, 4.1, 4.2, 4.4 and 4.5
Development of the Company's business, results and the financial position (Article L. 225-100-1 of the French Commercial Code)	4.2
Key performance indicators (Article L. 225-100-1 of the French Commercial Code)	1.7
Principal risks and uncertainties, including the risks arising from climate change (Articles L. 225-100-1 and L. 22-10-35 of the French Commercial Code)	4.3 and 5.1 (note 28 p. 191 et seq)
Internal control and risk management procedures relating to the preparation and processing of the accounting and financial information (Article L. 22-10-35 of the French Commercial Code)	4.3 (p. 137 et seq)
Policy concerning coverage of each principal category of transactions to which hedge accounting is applied (Article L. 225-100-1 of the French Commercial Code)	5.1 (note 28 p. 191 et seq)
Employee holdings in the share capital (Article L. 225-102 of the French Commercial Code)	3.1 and 5.1 (note 21.7 p. 180)
Description of installations classified under Seveso framework (Article L. 225-102-2 of the French Commercial Code)	N/A
Non-financial performance statement (Article L. 22-10-36 of the French Commercial Code)	N/A
Vigilance plan (Article L. 225-102-4 of the French Commercial Code)	N/A
Activities of the subsidiaries and companies controlled and statement of material holdings (Article L. 233-6 of the French Commercial Code)	1.11, 4.1 and 4.4
Summary of the transactions by senior executives in the Company's shares (Article L. 621-18-2 of the French Monetary and Financial Code)	2.7
Five-year financial highlights (Article R. 225-102 of the French Commercial Code)	5.2 (p. 229)
Disclosures about supplier payment periods (Articles L. 441-6-1 and D. 411-4 of the French Commercial Code)	4.6
Description of the share buyback programme (Article 241-3 of the AMF General Regulation and Article L. 225-211(2) of the French Commercial Code)	3.1
Corporate governance report (Article 225-37 of the French Commercial Code and Article L. 222-9 of the AMF General Regulation):	
• corporate governance disclosures	2.1 to 2.9
• information about remuneration and benefits of any kind paid to corporate officers	2.10
• capital structure and factors that may have an impact in the event of a public offer	3.1
• summary table of delegations of authority to increase the share capital and use made of them	6.2
<b>4. Persons responsible (Article L. 222-3(4) of the AMF Regulation)</b>	<b>7.2 and 7.3</b>
<b>5. Statutory Auditors' reports (Article L. 222-3(5) of the AMF Regulation)</b>	<b>5.1 and 5.2</b>

N/A: not applicable.





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