

**PARIS
GOOD**
fashion

**Ethics
Boards**
Make informed decisions

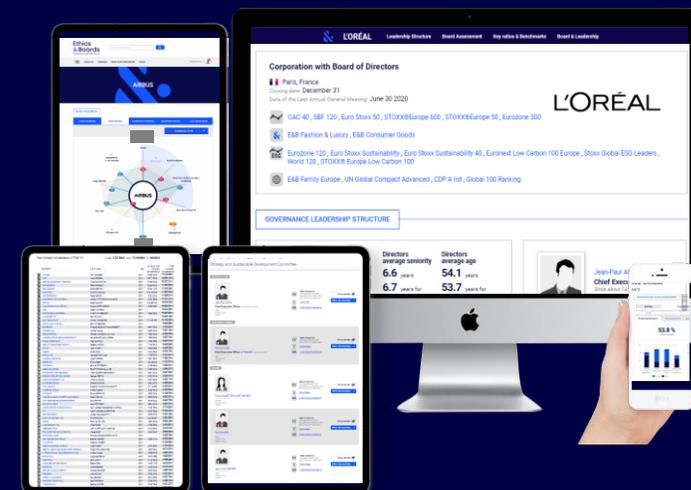
Journée des droits des femmes

E&B Fashion & Luxury 30
Gouvernance Durable et Mixité des Instances Dirigeantes

Webinar

The Sustainable Corporate Governance Specialist Governance DataBank & Monitoring solutions

Grâce à sa DataBank de près de 2 millions de données structurées sur 10 ans et à ses outils de visualisation, Ethics & Boards permet d'évaluer, comparer et mesurer la matérialité d'une gouvernance d'entreprise au service d'une économie durable



The Sustainable Corporate Governance Specialist

Plus de 250 points de données et indicateurs de gouvernance d'entreprise avec une mise à jour en temps réel et jusqu'à 10 ans d'historique

30+ Indicateurs généraux

I. General information & KPI

- Closing date
- Sectorial indices
- Ebit
- Family business?
- Mention of a Gender pay ratio
- Structure
- ESG Commitments, Ratings, Rankings & Awards
- Share price (Share value at the market closure as of December 31st)
- Did the company publish an integrated annual report (financial + extra-financial)?
- Description of Gender Pay ratio
- Stock exchange indices
- ESG Stock exchange indices
- Private indices
- Revenue
- Number of shares
- Company Purpose
- Chair and CEO roles separated
- Controlled company?
- Number of Employees
- Women Manger Representation
- Women employee representation
- Mention of a CEO pay ratio
- CEO Pay ratio 5 year evolution
- Annotation: KPI
- Gender Pay ratio value

100+ Composition & Fonctionnement du Conseil

II. Board Composition

- Number of voting members on the Board
- Number of voting Women on the Board
- Number of voting Men on the Board
- % Women on the Board
- Number of Men elected by shareholders
- % Women on Boards elected by shareholders (Coop-Zimmerman)
- Average Age
- Age gap (max-min)
- Majority of Directors >= 60 years
- % of >= 60 years old
- % Employee Representation
- Number of Employee Shareholder Representatives
- Number of total voting (Excluding Structurally non independent)
- % Independent

III. Board Functioning

- Distinct functions for Chair and CEO / Supervisory Board - Board of Directors with combined functions
- Independent Chair
- Presence of an Independent Lead/ Senior Director
- Duration of the Directors terms of office (in years)
- Number of annual meetings of the Board of Directors (excluding Committees)
- Global average attendance rate at Board meetings >= 75% (excluding Committees)
- All individual attendance rate to Board meetings >= 75%
- Succession planning included in the board activities report
- Mention of the individual attendance rate of Board members
- Board composition principles (diversity & independence)
- Specification & Periodic review of Independence criteria
- Profile information for each Board Member with detailed resume (Board member profile)
- Number of directors with Corporate Social Responsibility skills
- Number of directors with Environmental & Sustainability skills
- Number of directors with CSR & Environmental skills
- Clear indication of directors' mandates for listed and unlisted companies
- Evaluation of the Board of Directors - No mention of the Board evaluation process or Board evaluation not performed annually - Self - Self evaluation of the Board - External: Evaluation with the assistance of an external consultant/ or by an external consultant
- Publication of Board Assessment results and improvements identified and considered
- Average Directorships in Listed Companies Δ
- Obligation for Board members to hold a number of shares equivalent to 1 year of Director's fee
- Annotation: Board Functioning

IV. Committee Composition & Functioning

- Size of Audit Committee
- The chair of the audit committee is an independent director
- Absence of executive director in the Audit Committee
- Audit Committee Number of independent member
- Audit Committee Number of non independent member (Excluding Structurally non independent)
- Attendance rate at Audit Committee meetings >= 75%
- Existence of a Remuneration (Compensation) committee
- Existence of an Employee Representative / Employee shareholders representative in the Remuneration (Compensation) Committee
- Remuneration (Compensation) Committee Number of independent member (Structurally non independent)
- Remuneration (Compensation) Committee Number of non independent member
- % Independent in the Remuneration (Compensation) Committee
- % Women in the Remuneration (Compensation) Committee
- Attendance rate at the Remuneration (Compensation) Committee meetings (%)
- Attendance rate at Remuneration (Compensation) Committee meetings >= 75%
- % Independent in the committee
- Existence of a Govn Committee (Comm of Governance)
- Is the Committee a CSR / ESG committee
- % Women in the No Committee
- % Independent in the committee
- Existence of a Govn Committee (Comm of Governance)
- Is the Committee a CSR / ESG committee

40+ Rémunération Non Exécutive

V. Board Remuneration

- Board Meeting information non disclosure
- Board remuneration Policy non disclosure
- Chair fixed remuneration
- Chair stock remuneration
- Chair total granted remuneration
- Directors' fixed remuneration
- Ave Theoretical Directors' fees based on attendance?
- Theoretical Directors' fees based on attendance (total basic variable fee)
- Preponderant variable portion in the directors' fees (total basic variable fee)
- Director's Stock grant / Variable based on Company performance
- Theoretical Basic fee with 100% attendance excluding Committee works (Fixed basic fee + Total basic variable fee)
- Theoretical Basic fee with 100% attendance excluding Committee works (Fixed basic fee + Total basic variable fee + Stock grant)
- Theoretical Basic fee with 100% attendance excluding Committee works (Fixed basic fee + Total basic variable fee + Stock grant)
- Audit Committee Chair total remuneration
- Audit Committee Chair fixed remuneration
- Audit Committee Chair total remuneration
- Audit Committee Member fixed remuneration
- Audit Committee Member total remuneration
- Audit Committee Member total remuneration / committee meeting
- Non-Cor remuneration

20+ matérialité de gouvernance de E & S

- Strategic Committee Number of non independent member (Excluding Structurally non independent)
- % independent in the strategic committee
- Women in the CSR committee
- Is the Committee dedicated to Strategy?
- Existence of a Governance Committee (Committee in charge of Governance)
- Is the Committee dedicated to Governance?
- Existence of a Risk Committee distinct from the Audit Committee
- Average attendance rate to all the committee meetings

20+ Compétences des administrateurs

General Experience

- Executive Management / Business Operations of International Companies / Large Companies
- Board composition principles (diversity & independence)
- Profile information for each Board Member with detailed resume (Board member profile)
- Specific information on the areas of competence of the directors in the form of a table / separate summary in addition to the resume (Mapping of director skills)

Functional Skills & Expertise

- Finance, Accounting, ESG, Governance, Legal, Regulatory, Risk, Public Affairs
- Number of directors with Corporate Social Responsibility skills
- Number of directors with Environmental & Sustainability skills
- Number of directors with CSR & Environmental skills
- Information of new directorship to the Board before acceptance
- Clear indication of directors' mandates between Group and non-Group companies

10+ Engagement Conseil / Membres

- Audit Committee Number of non independent member (Excluding Structurally non independent)
- % Independent in the Audit Committee
- Attendance rate at Audit Committee meetings (%)
- % Women in the Audit Committee
- Attendance rate at Audit Committee meetings >= 75%
- Number of annual meetings of the Audit Committee
- Existence of a Remuneration (Compensation) committee

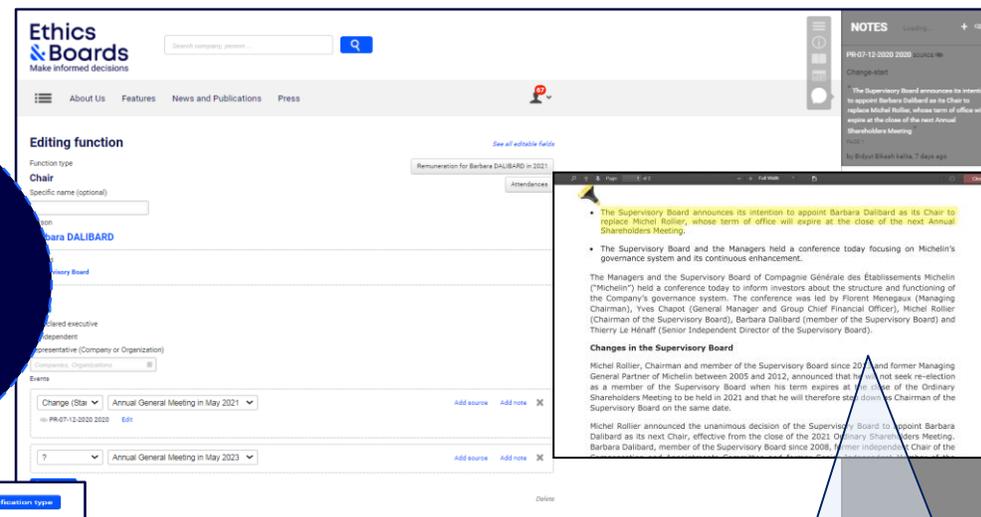
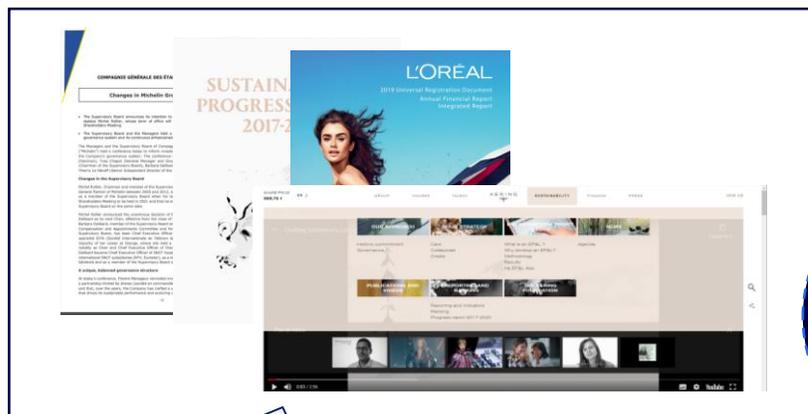
40+ Rémunération du CEO

VI. CEO Compensation

- Mention of a CEO pay ratio
- CEO pay ratio
- No annual variable compensation
- CEO Compensation policy not disclosed
- Annotation: CEO Compensation Policy
- Annual Variable Target
- Annual Variable Target / Fixed salary
- Annual variable Total Financial criteria
- Annual variable extra-financial-S objectives description
- % Annual variable Safety & Health, extra-financial-S
- % Annual variable, Diversity, extra-financial-S
- % Annual variable, Employee Engagement, working conditions, social dialogue, professional equality, human rights, equal social benefits, extra-financial-S
- % Annual variable, Societal, community, commitment to society, responsible consumption, extra-financial-S
- Periodic review of the Board internal Regulations
- Specific information on the areas of competence of the directors in the form of a table / separate summary in addition to the resume (Mapping of director skills)
- Information regarding Procedure conflict of interest
- Annual variable, Environmental KPI (carbon emission, product impact, climate ...), extra-financial criteria-E
- % Annual variable, Environmental extra-financial criteria-E
- % Annual variable, total Environmental, extra-financial-E
- % Annual variable, External ESG Rating, Index, Label, Wards, extra-financial criteria-E&S description
- % Annual variable total CSR and/or Environmental criteria-E&S (without detail)
- % Annual variable total CSR and/or Environmental criteria-E&S description
- % Annual variable, Environmental criteria-E&S objectives part of Annual variable criteria?
- Annual variable, Extra-Financial Criteria >= 30%
- Performance based >= 50%
- CEO compensation (Total)
- CEO compensation (Fixed)
- CEO compensation (Performance Based)
- CEO compensation (Performance & Free Shares)
- CEO compensation (Benefits & other remunerations)
- Annual variable max amount
- LT1 target

The Sustainable Corporate Governance Specialist

Un processus de collecte et de vérification de données grâce à notre technologie propriétaire et notre équipe d'experts



Collecte et mise à jour quotidiennes et annuelles basées sur les documents et communications officiels des sociétés (site internet, communiqués de presse, DEU et rapports annuels, Proxy Statements...)

ID	Name	For	ToDo Before	Description	
383	2020 Dec. - E&B Real Estate	Raja & Amit	04/01/21	Full Check	7
381	2020 Nov. - E&B Aerospace & Defense	Dip's team	18/12/20	Full check	106
382	2020 Nov. - E&B Food, Beverage & Tobacco	Dip's team	18/12/20	Full check	77
380	2020 Nov. - DJIA 30	Raja & Amit	04/12/20	Full check	175
370	2020 Nov. - E&B Transport & Logistics	Jovita's team	27/11/20	Full check	219
373	2020 Oct. - E&B Technology Services	Jovita's team	27/11/20	Full check	333
378	2020 Nov. - Euro Stoxx 50	Dab & Dip	20/11/20	Full check	286
379	2020 Nov. - Stoxx Europe 50	Dab & Dip	20/11/20	Full check	6

Mise à jour des informations en temps réel et 100% sourcée (outil backoffice)

Procédure semi-automatique de vérification périodique de données avec détection de modifications sur les sites des sociétés

Évaluation et pilotage de la Gouvernance Durable

Environnement, Social & Diversité, Fonctionnement et Transparence, Rémunération, etc

Critères

Governance of E

Governance of S

Governance of Risks

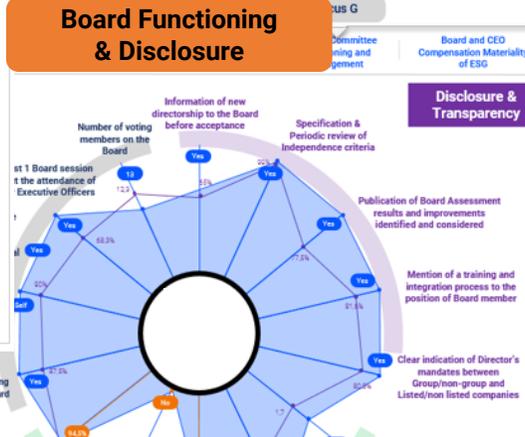
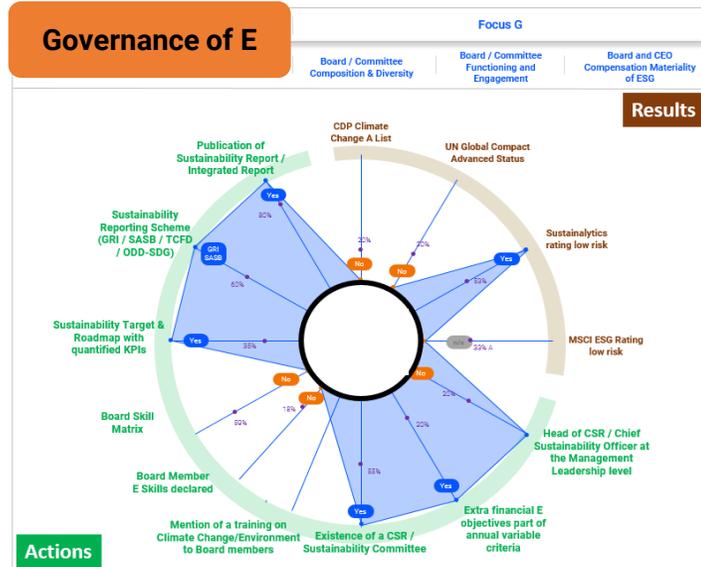
Board Composition & Diversity

Board Functioning & Disclosure

Board Skills & Engagement

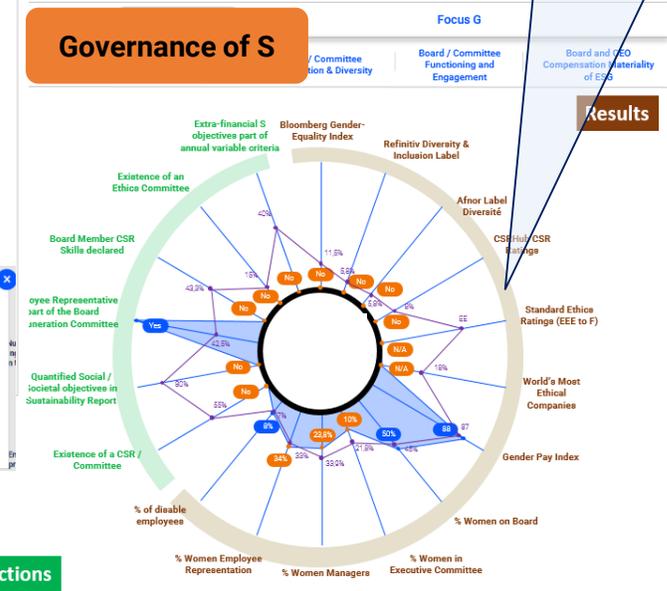
Board Remuneration

CEO Remuneration



Benchmark avec une autre société ou un Peer Group par KPI

Radar charts de visualisation paramétrables (KPIs, seuil d'alerte, critères d'exception, panel de benchmarks...)



80+

indices boursiers Pays, indices boursiers ESG, indices sectoriels, thématiques E&B et labels ESG

Indices boursiers Pays

-  - CAC40 / SBF 120
-  - FTSE100
-  - DAX30 / HDAX
-  - FTSE MIB
-  - IBEX35
-  - PSI20
-  - AEX Index
-  - BEL20
-  - OBX
-  - ISEQ Overall
-  - SMI20
-  - Euro Stoxx 50
- Stoxx Europe 600
-  - DJIA30 / S&P 100 / NASDAQ 100
-  - TSX
-  - NIKKEI
-  - HSI
- etc.

Indices boursiers ESG

- Euro Stoxx Sustainability 40
- Euro Stoxx Sustainability
- Euronext Low Carbon 100
- Eurozone 120 / World 120
- Stoxx Europe Low Carbon 100
- Stoxx Global ESG Leaders
- DJSI Europe / World
- FTSE4Good
- etc.

Labels ESG

- CDP Climate Change (A-F)
- UN Global Compact (Learner, Active, Advanced Status)
- Indice Penicaud Best in Class
- AGEFI Grands Prix du Gouvernement d'Entreprise
- Sustainalytics Company ESG Risk Ratings
- Vigeo ESG / Corporate Governance ratings
- etc

Indices Ethics & Boards

- E&B Automotive
- E&B BIFS
- E&B Chemicals
- E&B Consumer Goods
- E&B Energy & Utilities

- E&B Fashion & Luxury

- E&B Healthcare
- E&B Information Technology
- E&B Media & Advertising
- E&B Metals & Mining
- E&B Pharmaceuticals & Biotechs
- E&B Real Estate & Construction
- E&B Retail
- E&B Services
- E&B Technology Services
- E&B Telecommunication Services
- E&B Transport & Logistics
- E&B Family Europe
- E&B G7
- E&B MENA

Mars 2021
30 sociétés dans 3 grandes régions

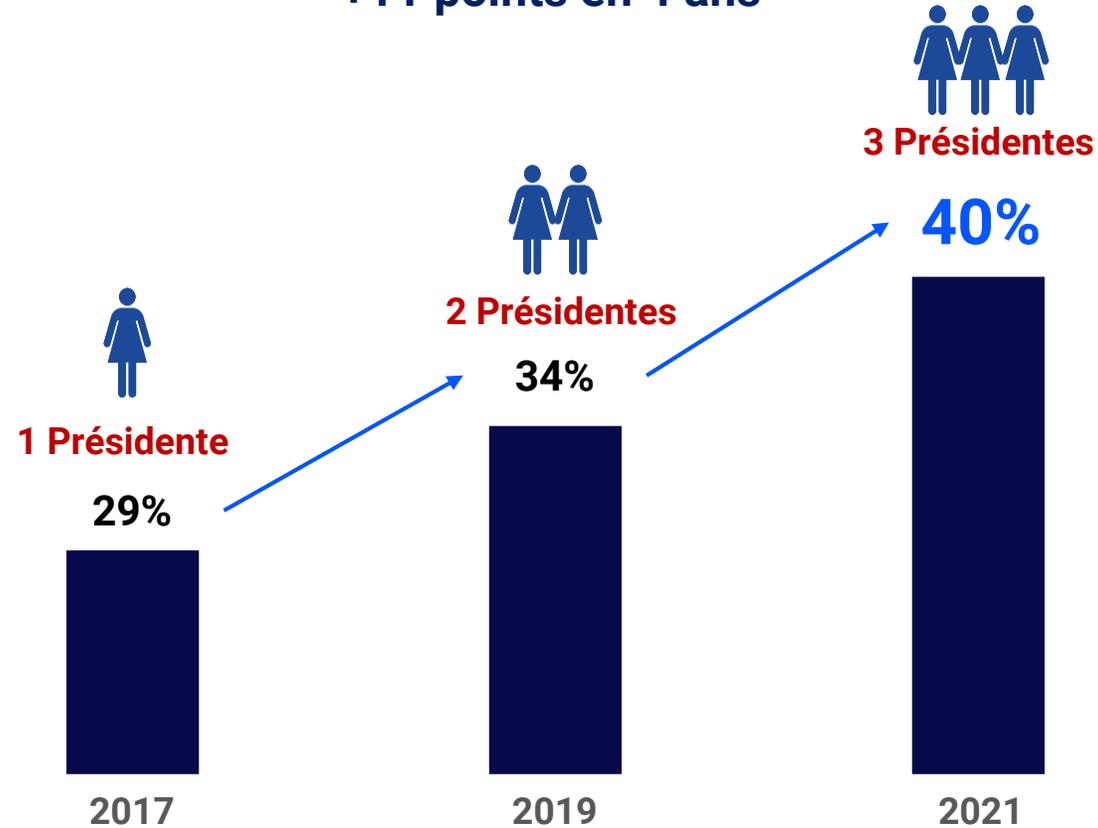




E&B Fashion & Luxury 30
Mixité dans les instances dirigeantes :
où en est on ?

—

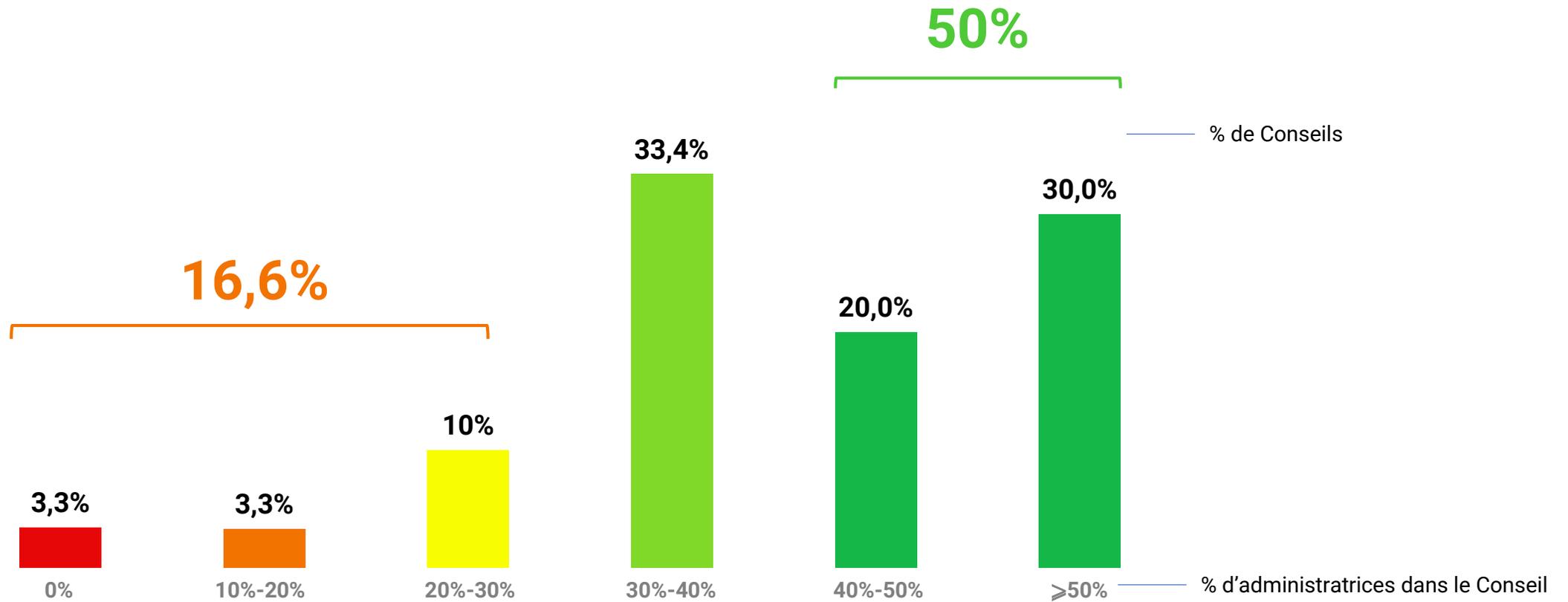
Mars 2021
40% d'administratrices siègent dans les Conseils du secteur Fashion & Luxury
+11 points en 4 ans



Source: Ethics & Boards. Données en mars de chaque année

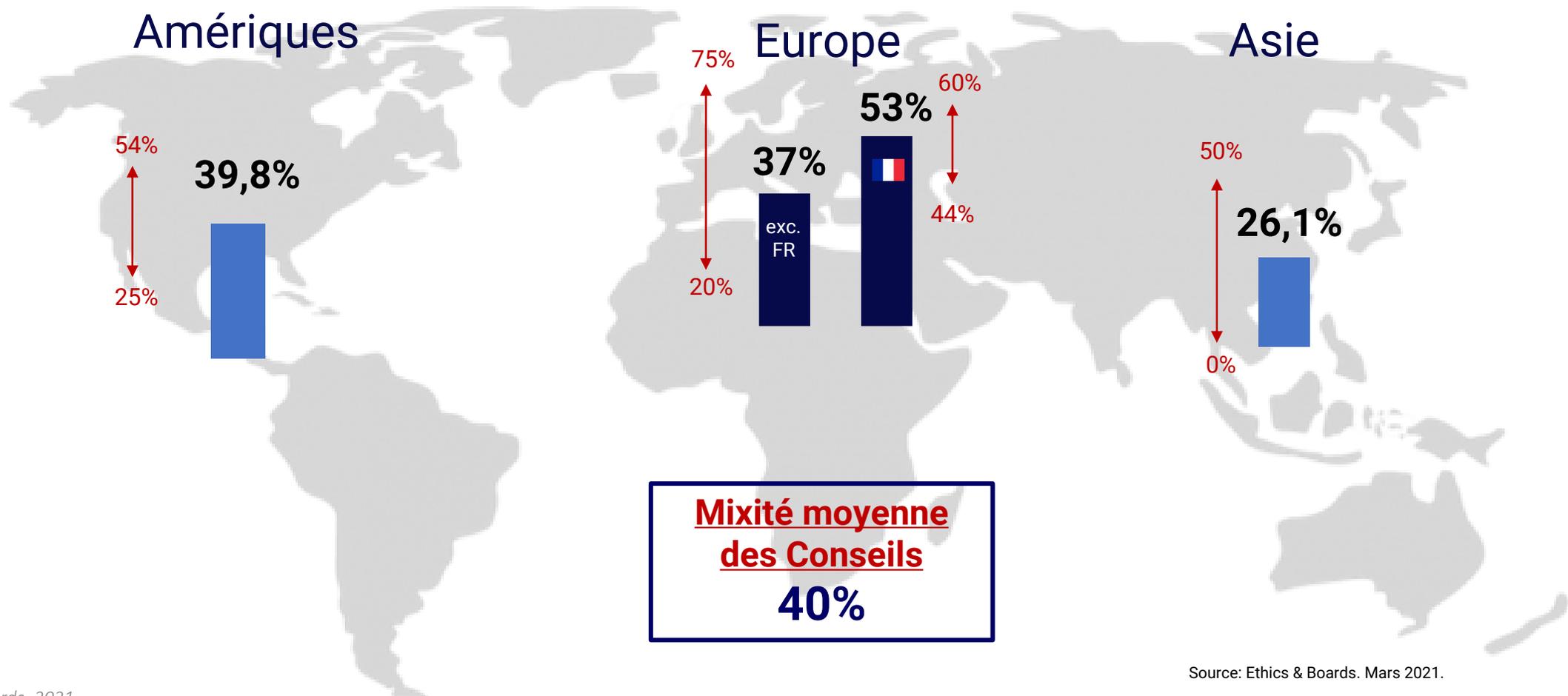
Mars 2021

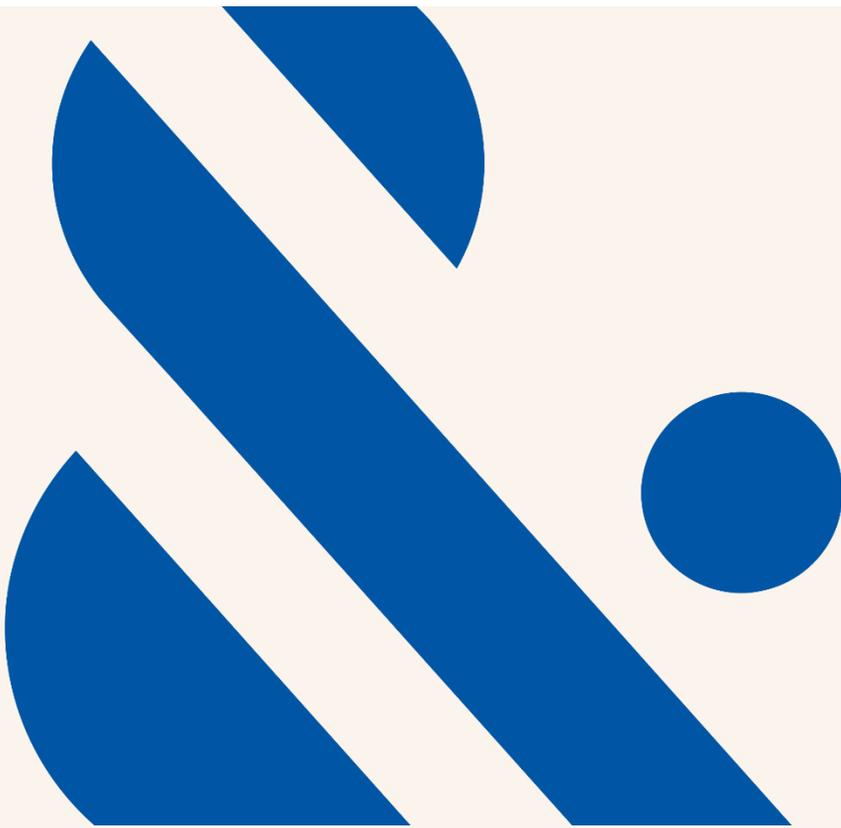
Encore 17% des Conseils de l'indice comptent moins de 30% d'administratrices



Mars 2021

Impact de la loi Copé-Zimmermann, les Conseils des sociétés françaises de l'indice sont les plus féminisés



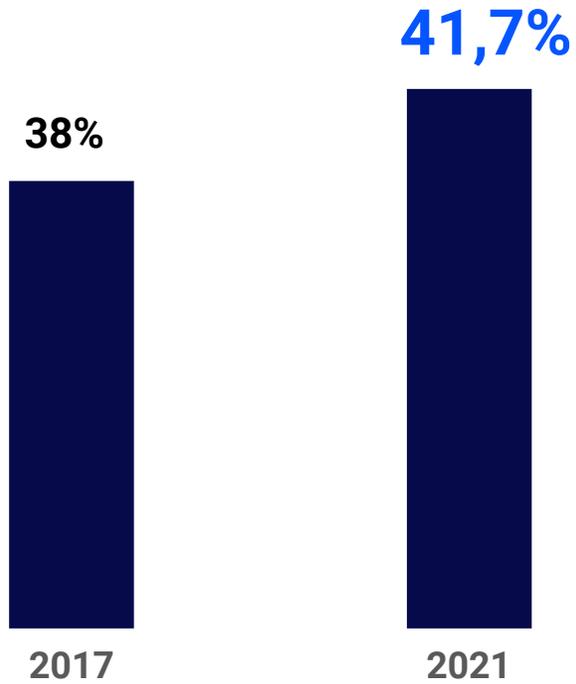


E&B Fashion & Luxury 30
Mixité dans les Conseils :
Quels impacts dans les Conseils ?

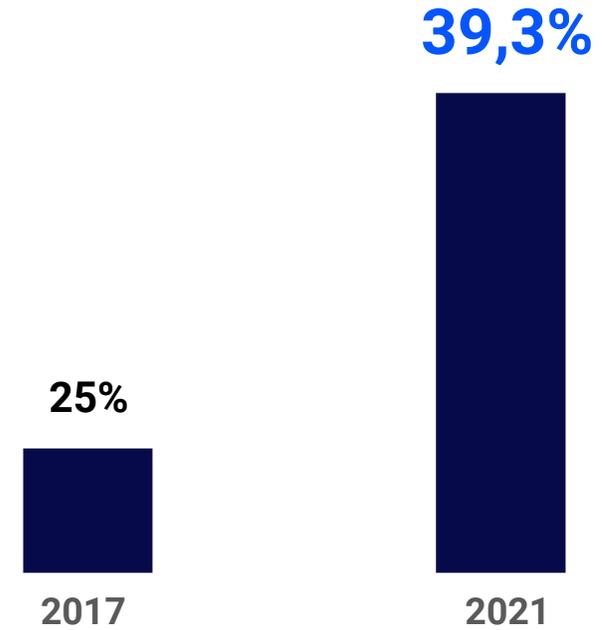
Mars 2021

Les Présidences de Comités de Nomination et de Rémunération se sont féminisées

Présidence Comité de Nomination



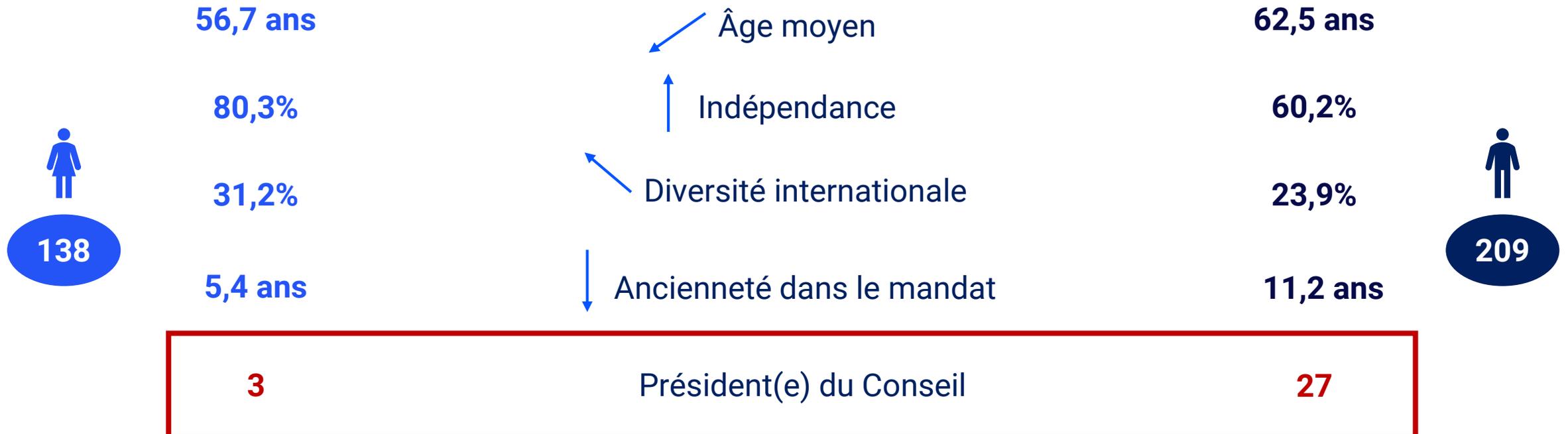
Présidence Comité de Rémunération



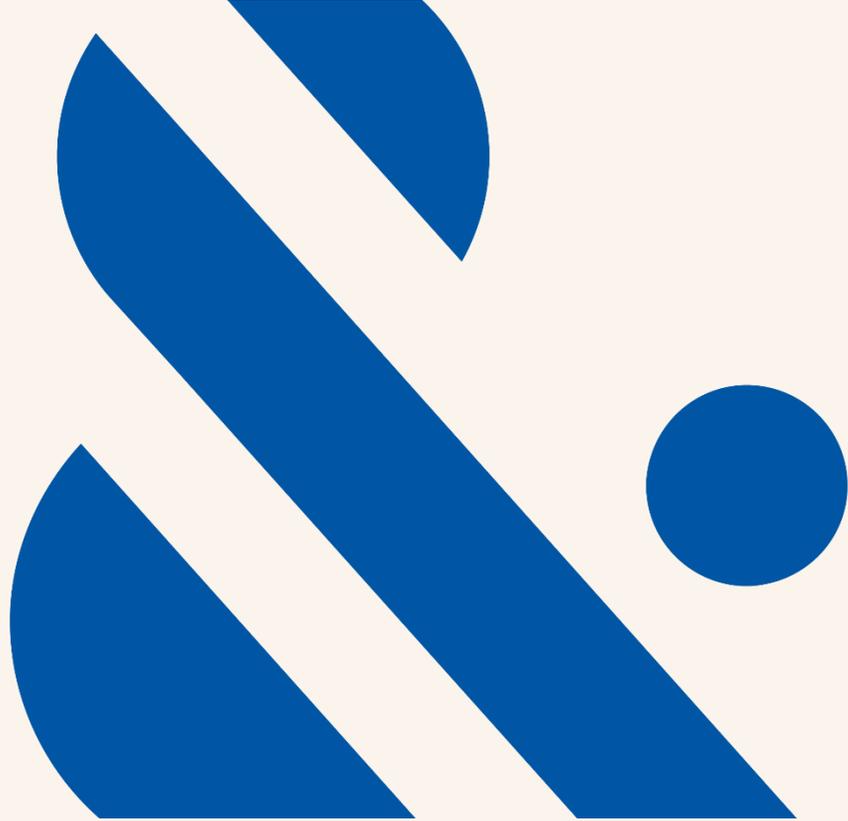
Source: Ethics & Boards. Données en mars de chaque année

Mars 2021

**Les administratrices transforment en profondeur les Conseils
mais sont encore peu présentes à la Présidence du Conseil**

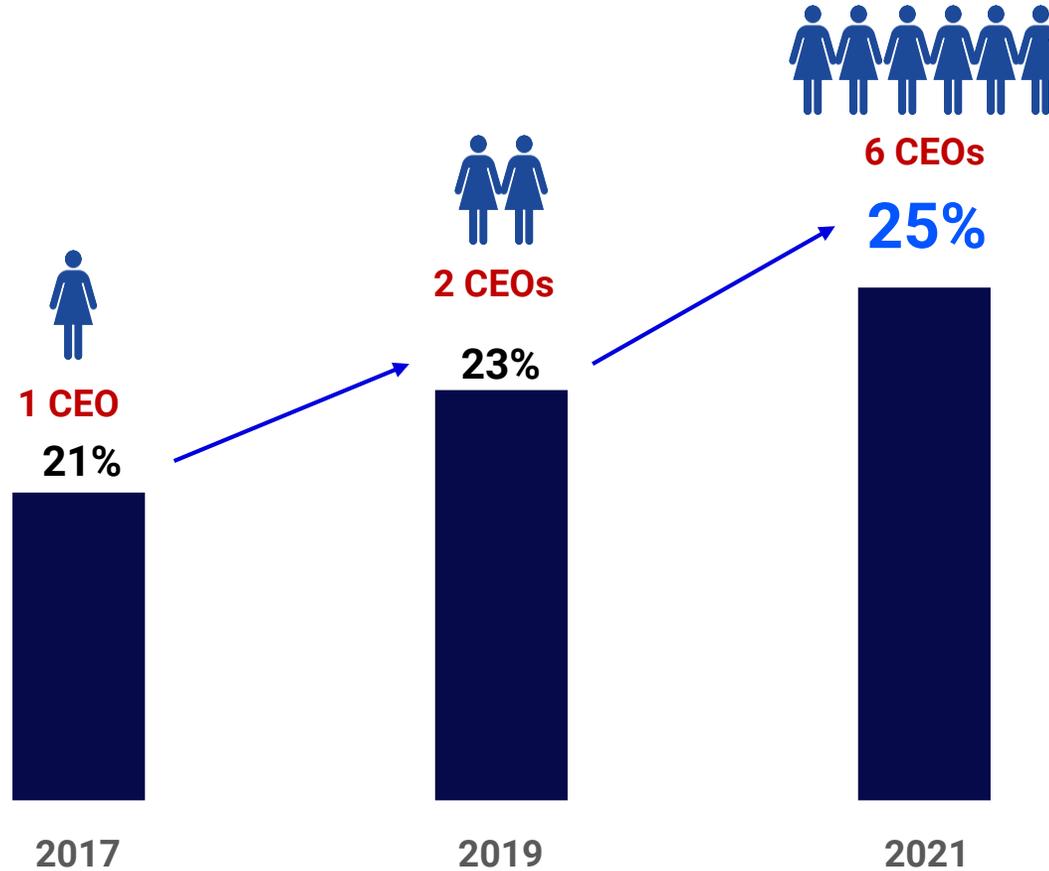


Source: Ethics & Boards. Mars 2021.



E&B Fashion & Luxury 30
Mixité dans les Conseils :
Quel impact sur les Comex ?

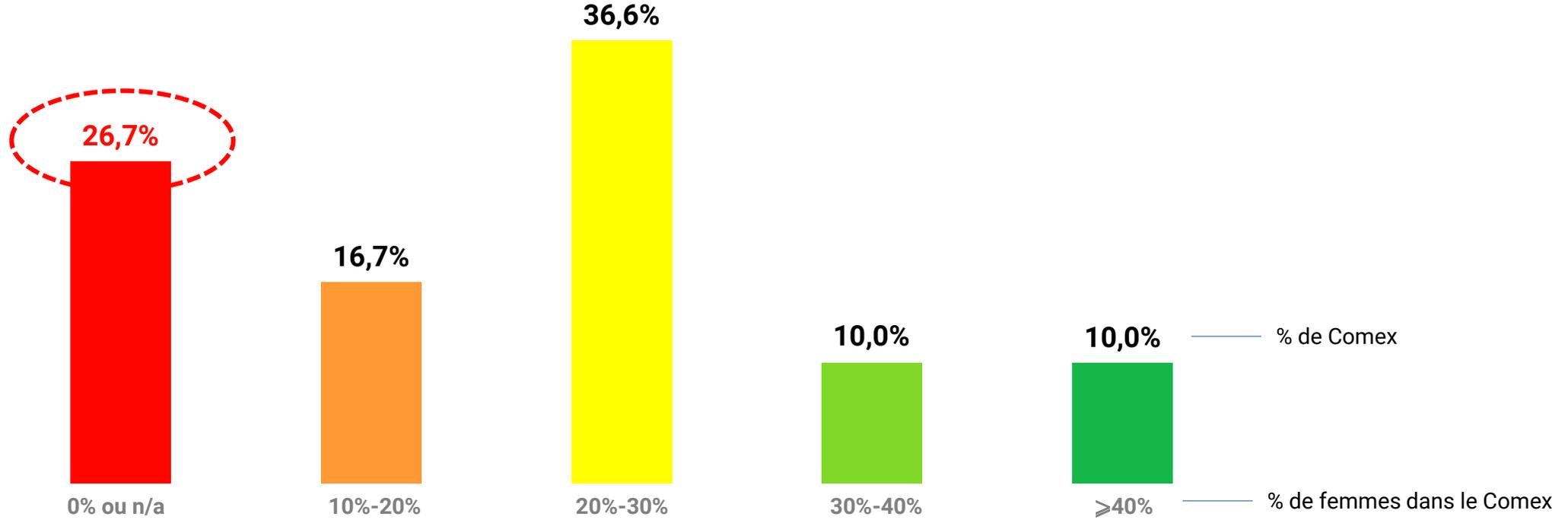
25% de femmes dans les Comex
avec une progression récente du nombre de femmes CEOs



Source: Ethics & Boards. Données en mars de chaque année

Mars 2021

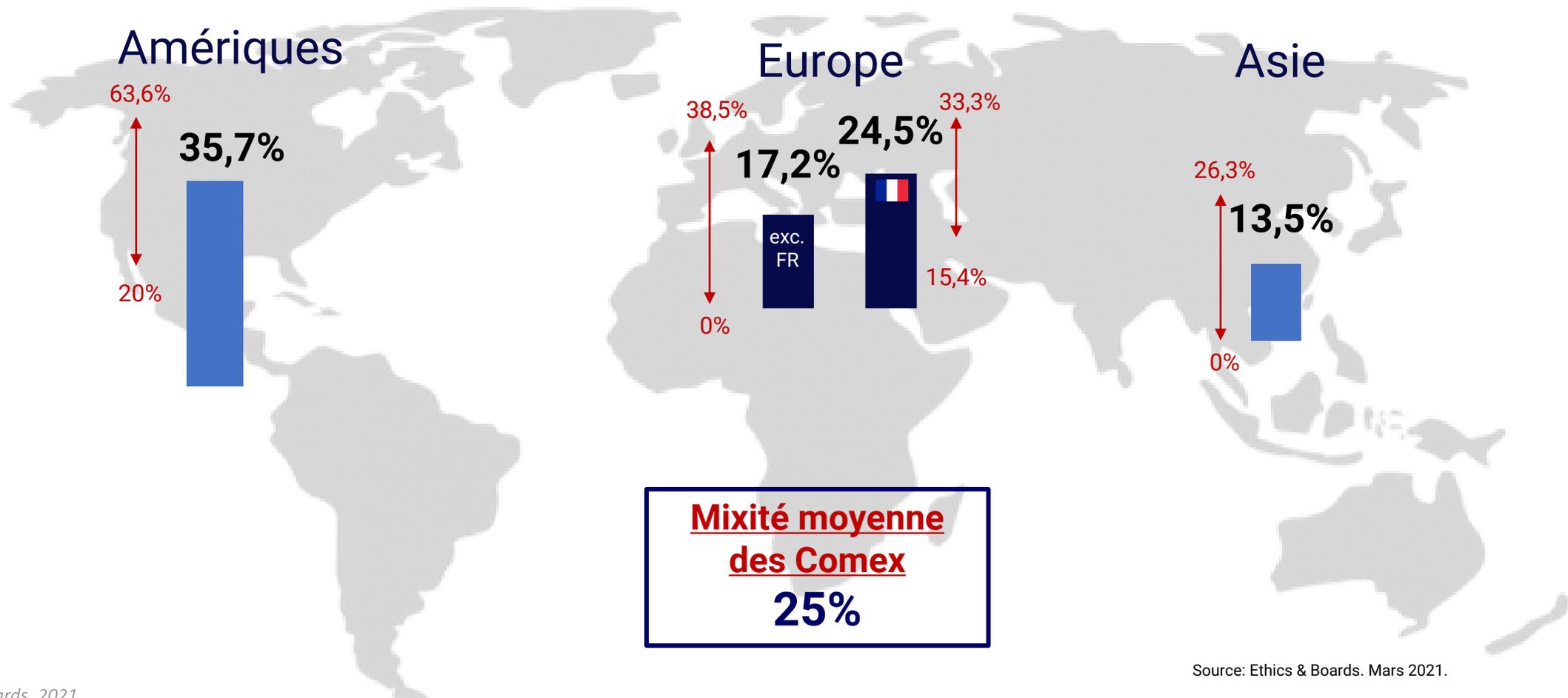
...mais plus d'un quart des Comex ont 0 femme ou sans information disponible



Source: Ethics & Boards, Mars 2021

Mars 2021

Les sociétés américaines devancent largement leurs homologues européens et asiatiques pour la mixité des Comex



Les Conseils avec 40%+ d'administratrices
ont aussi une meilleure mixité du Comex

Mixité du Conseil \geq 40%

Mixité du Conseil $<$ 40%

31,2%

16,8%

Mixité du Comex

Source: Ethics & Boards, mars 2021

Les sociétés avec 40%+ d'administratrices
ont une meilleure mixité générale

Mixité du Conseil \geq 40%

Mixité du Conseil $<$ 40%

40,0%

% de sociétés
dans le Bloomberg
Gender Equality Index

6,7%

A decorative graphic on the left side of the slide, featuring a dark blue background with several bright blue geometric shapes: a large diagonal band, a circle, and two semi-circles.

E&B Fashion & Luxury 30 La Mixité, un facteur clé de la Gouvernance Durable ?



Les sociétés avec 40%+ d'administratrices accordent une place plus importante à la RSE / Développement Durable dans leurs instances dirigeantes

Mixité du Conseil \geq 40%

60%



Mixité du Conseil < 40%

40%



% de Conseils
avec un Comité RSE/DD

20%



% de Comex
avec une Direction RSE/DD

6,7%



Gouvernance Durable
Actions



Source: Ethics & Boards, mars 2021

**Les sociétés avec 40%+ d'administratrices
ont intégré davantage d'objectifs RSE /Développement Durable
dans la politique de rémunération variable de leurs CEOs**

Mixité du Conseil \geq 40%

14,2%



Mixité du Conseil < 40%

6,3%



% d'objectifs RSE / DD
dans la politique de
variable annuel du CEO

Gouvernance Durable
Actions



Source: Ethics & Boards, mars 2021

Les sociétés avec 40%+ d'administratrices
sont plus performantes en matière de labels Environnement

Mixité du Conseil \geq 40%

Mixité du Conseil $<$ 40%

20,0%



CDP Climate Change
List A

0%

46,7%



UN Global Compact
Advanced ou Active

13,3%



Gouvernance Durable
Résultats



Les sociétés avec 40%+ d'administratrices
sont davantage sélectionnées dans les indice(s) et label(s) Développement Durable

Mixité du Conseil \geq 40%

Mixité du Conseil $<$ 40%

33,3%



Dow Jones Sustainability
Index (DJSI) World



13,3%

20%



Global 100
Most Sustainable Companies



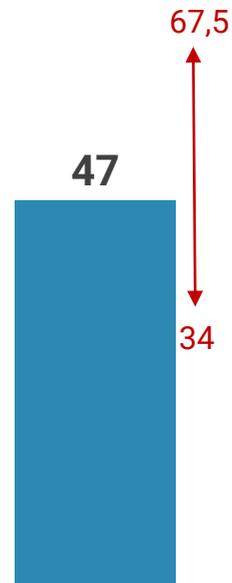
13,3%

Gouvernance Durable
Résultats

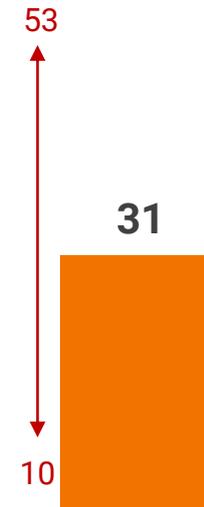


Les 7 sociétés avec une meilleure mixité des instances dirigeantes obtiennent un score E&B Gouvernance Durable >50% plus élevé

Mixité du Conseil \geq 40%
Mixité du Comex \geq 30%



Mixité du Conseil < 40% et/ou
Mixité du Comex < 30%



E&B Gouvernance
Durable scoring



E&B Fashion & Luxury 30

E&B Sustainable Governance Scoring

Search company, person ...



About Us Features News and Publications Press

E&B Sectorial

E&B Aerospace & Defense

E&B Air Lines

E&B Asset Management Fund

E&B Automotive

E&B Banking

E&B Chemicals

E&B Construction & Materials

E&B Consumer Goods

E&B Electronic & Semiconductors

E&B Energy & Utilities

E&B Entertainment

E&B Fashion & Luxury

E&B Fashion & Luxury 30

E&B Financial Services

E&B Food, Beverages & Tobacco

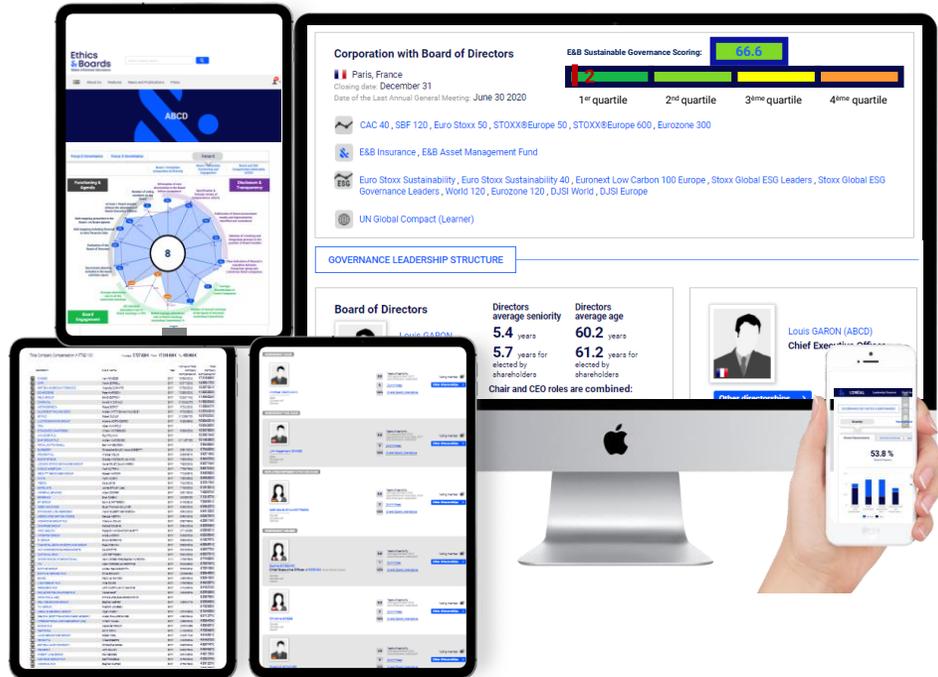
E&B Healthcare & Medical Devices

E&B Fashion & Luxury 30

Company Name	E&B Sustainable Governance Actions	E&B Sustainable Governance results	E&B Score G Composition	E&B Score G Fonctionnement & Transparence	E&B Score G Compétences & Engagement	E&B Score G Rémunération	E&B Total Score
	18	14	14	13	8	11	78
ALDO	16	11,5	12	13	6	9	67,5
ARNEA	17	12,6	8	12	6	11	66,6
BERNINI INTERNATIONAL	12	7,0	10	10	7	7	53,0
BOITEX	11	5,0	7	11	4	8	46,0
BONCLER	10	3,2	9	9	7	7	45,2
BRIP INC	6	9,1	12	8	4	6	45,1
BRIP	10	7,0	9	9	2	6	43,0
BRIP CORP	8	5,4	11	8	4	5	41,4
STEE LAUDER COMPANIES INC	5	6,7	12	7	4	5	39,7
BSM HENNES & MAURITZ	6	10,3	10	5	5	1	37,3
BRIP INC	8	5,3	6	8	5	5	37,3
BRIPAS	4	7,0	6	8	5	6	36,0
BURBERRY	5	7,9	6	6	5	6	35,9
CITY INC	2	4,8	12	9	3	5	35,8
CVI STRAUSS & CO	6	3,2	6	9	4	6	34,2
FC CORPORATION	8	5,1	10	7	4	0	34,1
APRETRY INC	1	3,0	14	7	3	6	34,0
APRI HOLDINGS LIMITED	4	3,0	6	9	4	6	32,0
LAUREN CORPORATION	5	2,6	5	10	3	6	31,6
LURDI BOSS	4	5,0	7	6	5	4	31,0
ANDORA	3	3,8	10	7	4	3	30,8
RIBEIRO	4	3,8	6	7	7	2	29,8
SPORTS FASHION PLC	8	2,0	3	6	3	7	29,0
OD'S VPA	1	2,0	6	11	4	1	25,0
ALVATORE FERRAGAMO	3	5,9	4	6	4	2	24,9
DE FINANCIERE RICHEMONT	2	0,0	4	3	5	6	20,0
GLOBAL FASHION GROUP	6	1,0	4	6	0	2	19,0
WADA SPA	3	2,0	5	5	4	0	19,0
AST RETAILING CO., LTD	4	1,2	3	2	3	0	13,2
...	1	1,0	4	0	2	2	10,0
Moyenne	6	5	8	7	4	5	35

SUSTAINABLE GOVERNANCE ENGAGEMENT

Communiquez les progrès de votre Gouvernance Durable dans votre DEU, dans le cadre de votre dialogue actionnarial, ou de votre marque employeur



Ethics & Boards
Sustainable Governance
Scoring

66,6
2/30

E&B Fashion & Luxury



Total Company Compensation in FTSE 100

Company	CEO Name	Year	Compensation	Change
ASDA	John G. Smith	2017	1,000,000	12%
ASDA	John G. Smith	2018	1,100,000	10%
ASDA	John G. Smith	2019	1,200,000	9%
ASDA	John G. Smith	2020	1,300,000	8%
ASDA	John G. Smith	2021	1,400,000	7%

Strategy and Sustainable Development Committee

Name	Role	Since	Age	Seniority
Jean-Paul AGON	Chair	2013	58.7	9.9
Francis GOSSEL	Member	2015	55.2	7.5
Frédérique BETHENCOURT	Member	2016	52.1	6.8
Paul BLOUET	Member	2017	51.2	6.2
Jean-Victor MEYER	Member	2018	49.8	5.8

LOREAL Leadership Structure Key ratios & Benchmarks Composition

Corporation with Board of Directors

Paris, France
Closing date: December 31
Date of the Next Annual General Meeting: April 21 2020

CAC 40, SBF 120, Euro Stoxx 50, STOXX@Europe 600, STOXX@Europe 50, Eurozone 150, Eurozone 300, Stoxx Global ESG Leaders

E&B Fashion & Luxury, E&B Consumer Goods

E&B Family Europe, Eurozone 120, Euro Stoxx Sustainability, Euro Stoxx Sustainability 40, Euronext Low Carbon 100 Europe, UN Global Compact Advanced, CDP A list, World 120, STOXX@ Europe Low Carbon 100, Euro Stoxx Sustainability, Global 100 Ranking 2019

Directors

Jean-Paul AGON
Chair
Since almost 9 years

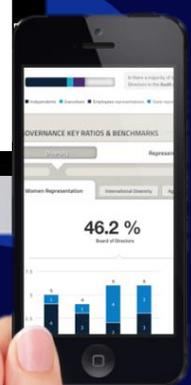
Directors average seniority: 9.3 years
Directors average age: 58.4 years

9.9 years for elected by shareholders
58.7 years for elected by shareholders

Chair and CEO roles are combined: No

Is there a Lead Independent Director? No

Jean-Paul AGON
Chief Executive Officer
Since almost 14 years



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