20220630005268

Årsredovisning för

Eurowrap AB

556955-3711

Räkenskapsåret

2021-01-01 - 2021-12-31

Innehållsförteckning: **Sida**

Fastställelseintyg

Undertecknad styrelseledamot i Eurowrap AB intygar härmed dels att denna kopia av årsredovisninger överensstämmer med originalet, dels att resultat- och balansräkningen fastställts på årsstämma 2022-06-08 . Stämman beslutade också att godkänna styrelsens förslag till resultatdisposition.

Stockholm 2022-06-08

Guillaume Nusse

20220630052659

Förvaltningsberättelse

Styrelsen och verkställande direktören för Eurowrap AB, 556955-3711, med säte i Stockholm, får härmed avge årsredovisning för räkenskapsåret 2021-01-01 - 2021-12-31.

Allmänt om verksamheten

Bolaget förvaltar andelar i dotterföretag enligt nedan. Moderbolaget har sitt säte i Stockholm. Detta är bolagets sjunde räkenskapsår.

De operativa dotterbolagen är Eurowrap A/S i Danmark och Eurowrap Ltd i England. Det danska företaget tillverkar presentpapper och ansvarar för koncernens försäljning i kontinentala Europa, medan dotterbolaget i England ansvarar för design, inköp från Asien och försäljning i Storbritannien av hela sortimentet.

Eurowrap är en ledande designer, tillverkare och distributör av presentpapper, presentförpackningar, presentsnören, rosetter och andra relaterade produkter.

Moderföretag

Bolaget är ett helägt dotterbolag till den franska gruppen Exacompta Clairefontaine. Någon koncernredovisning upprättas inte i Eurowrap AB i enlighet med Årsredovisningslagen 7 kap 2 §. Koncernredovisningen för Exacompta Clairefontaine avseende hela den koncern som bolaget ingår i kommer att bifogas med denna årsredovisning.

Utveckling av företagets verksamhet, resultat och ställning

Belopp i kkr

	2021-12-31	*2020-12-31*	*2019-12-31*	*2019-03-31*	*2018-03-31*
Resultat efter finansiella poster	-89	-123	14 438	-1 056	3 324
Balansomslutning	59 194	59 302	59 391	59 519	59 097
Avkastning på totalt kapital %	0	0	25	1	8
Avkastning på eget kapital %	0	0	24	neg	7
Soliditet %	100	100	100	75	78

Väsentliga händelser under räkenskapsåret

I företaget så har det inte skett några enskilt väsentliga händelser.

Koncernens har under 2021 gjort ett resultat om 7 416 TDKK, och har per bokslutsdagen ett eget kapital om 176 723 TDKK.

Koncernens resultat har påverkats negativt utav höjda priser på råmaterial, el och logistiktjänster, vilket har inneburit ökade kostnader och försämrade marginaler. Bolagets intäkter har även påverkats negativt utav flera lockdowns som varit på grund utav Covid-19.

Koncernens resultat försämrades under 2021 jämfört med 2020, men bedöms ändå som tillfredsställande.

Koncernen förväntar sig en stabil utveckling avseende omsättning. Dock riskerar tillgängligheten på råmaterial innebära en utmaning, och eventuella brister i utbudet eller förseningar vid leveranser kan ha en negativ påverkan på koncernens resultat.

Eget kapital

	Aktiekapital	*Balanserat resultat*	*Årets resultat*	*Summa eget kaptial*
Eget kapital 2019-12-31	**48 557**	**-3 699**	**14 438**	**59 296**
Disposition enligt stämma		14 438	-14 438	-
Årets resultat			-123	-123
Eget kapital 2020-12-31	**48 557**	**10 739**	**-123**	**59 173**
Disposition enligt stämma		-123	123	-
Årets resultat			-89	-89
Vid årets slut	**48 557**	**10 616**	**-89**	**59 084**

Förslag till disposition av företagets vinst eller förlust

Styrelsen föreslår att fritt eget kapital, kronor 10 527 060, disponeras enligt följande:

	Belopp kr
Balanseras i ny räkning	10 527 060 000
Summa	**10 527 060 000**

Vad beträffar resultat och ställning i övrigt hänvisas till efterföljande resultat- och balansräkning med tillhörande noter

20220630052705

Resultaträkning

Belopp i kkr	*Not*	*2021-01-01-2021-12-31*	*2020-01-01-2020-12-31*
Rörelsens kostnader			
Administrationskostnader	*4,5*	-92	-126
Rörelseresultat		-92	-126
Resultat från finansiella poster			
Ränteintäkter och liknande resultatposter	*6*	3	4
Räntekostnader och liknande resultatposter	*7*	-	-1
Resultat efter finansiella poster		-89	-123
Resultat före skatt		-89	-123
Årets resultat		-89	-123

Balansräkning

Belopp i kkr	*Not*	*2021-12-31*	*2020-12-31*
TILLGÅNGAR			
Anläggningstillgångar			
Finansiella anläggningstillgångar			
Andelar i koncernföretag	9	59 000	59 000
		59 000	59 000
Summa anläggningstillgångar		59 000	59 000
Omsättningstillgångar			
Kortfristiga fordringar			
Fordringar hos koncernföretag		194	302
		194	302
Summa omsättningstillgångar		194	302
SUMMA TILLGÅNGAR		59 194	59 302

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Balansräkning

Belopp i kkr	*Not*	*2021-12-31*	*2020-12-31*
EGET KAPITAL OCH SKULDER			
Eget kapital			
Bundet eget kapital			
Aktiekapital		48 557	48 557
		48 557	48 557
Fritt eget kapital			
Balanserad vinst eller förlust		10 616	10 739
Årets resultat		-89	-123
		10 527	10 616
Summa eget kapital		59 084	59 173
Kortfristiga skulder			
Upplupna kostnader och förutbetalda intäkter		110	129
		110	129
SUMMA EGET KAPITAL OCH SKULDER		59 194	59 302

Kassaflödesanalys

Belopp i kkr	*Not*	*2021-01-01-2021-12-31*	*2020-01-01-2020-12-31*
Den löpande verksamheten			
Resultat före finansiella poster		-92	-126
Erhållen ränta		3	4
Erlagd ränta		-	-1
Kassaflöde från den löpande verksamheten före förändringar av rörelsekapital		-89	-123
Kassaflöde från förändringar i rörelsekapital			
Ökning(-)/Minskning (+) av rörelsefordringar		108	89
Ökning(+)/Minskning (-) av rörelseskulder		-19	34
Kassaflöde från den löpande verksamheten		-	-
Investeringsverksamheten			
Kassaflöde från investeringsverksamheten			
Finansieringsverksamheten			
Kassaflöde från finansieringsverksamheten			
Årets kassaflöde		-	-
Likvida medel vid årets början			-
Likvida medel vid årets slut		-	-

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Noter

Not 1 Redovisningsprinciper

Belopp i kkr om inget annat anges.

Allmänna redovisningsprinciper

Årsredovisningen har upprättats i enlighet med årsredovisningslagen och Bokföringsnämndens allmänna råd BFNAR 2012:1 Årsredovisning och koncernredovisning (K3). Redovisningsprinciperna är oförändrade jämfört med föregående år.

Värderingsprinciper m m

Tillgångar, avsättningar och skulder har värderats utifrån anskaffningsvärden om inget annat anges nedan.

Nedskrivningar - materiella och immateriella anläggningstillgångar samt andelar i koncernföretag

När det finns en indikation på att en tillgångs värde minskat, görs en prövning av nedskrivningsbehov. Har tillgången ett återvinningsvärde som är lägre än det redovisade värdet, skrivs den ner till återvinningsvärdet. Vid bedömning av nedskrivningsbehov grupperas tillgångarna på de lägsta nivåer där det finns separata identifierbara kassaflöden (kassagenererande enheter). För tillgångar, andra än goodwill, som tidigare skrivits ner görs per varje balansdag en prövning av om återföring bör göras.

I resultaträkningen redovisas nedskrivningar och återföringar av nedskrivningar i den funktion där tillgången nyttjas.

Utländsk valuta

Monetära tillgångs- och skuldposter i utländsk valuta värderas till balansdagens kurs. Transaktioner i utländsk valuta omräknas enligt transaktionsdagens avistakurs. Kursvinster och kursförluster på rörelsefordringar och rörelseskulder redovisas i rörelseresultatet medan kursvinster och kursförluster på finansiella fordringar och skulder redovisas som finansiella poster.

Finansiella tillgångar och skulder

Finansiella instrument som redovisas i balansräkningen inkluderar värdepapper, kundfordringar och övriga fordringar, leverantörsskulder, och låneskulder. Instrumenten redovisas i balansräkningen när bolaget blir part i instrumentets avtalsmässiga villkor.

Finansiella tillgångar tas bort från balansräkningen när rätten att erhålla kassaflöden från instrumentet har löpt ut eller överförts och koncernen har överfört i stort sett alla risker och förmåner som är förknippade med äganderätten.

Finansiella skulder tas bort från balansräkningen när förpliktelserna har regterats eller på annat sätt upphört.

Kundfordringar och övriga fordringar

Fordringar redovisas som omsättningstillgångar med undantag för poster med förfallodag mer än 12 månader efter balansdagen, vilka klassificeras som anläggningstillgångar. Fordringar tas upp till det belopp som förväntas bli inbetalt efter avdrag för individuellt bedömda osäkra fordringar. Fordringar som är räntefria eller som löper med ränta som avviker från marknadsräntan och har en löptid överstigande 12 månader redovisas till ett diskonterat nuvärde och tidsvärdeförändringen redovisas som räntelntäkt i resultaträkningen.

Låneskulder och leverantörsskulder

Låneskulder och leverantörsskulder redovisas initialt till anskaffningsvärde efter avdrag för transaktionskostnader. Skiljer sig det redovisade beloppet från det belopp som ska återbetalas vid förfallotidpunkten periodiseras mellanskillnaden som räntekostnad över lånets löptid med hjälp av

Instrumentets effektivränta. Härigenom överensstämmer vid förfallotidpunkten det redovisade beloppet och det belopp som ska återbetalas.

Kvittning av finansiell fordran och finansiell skuld
En finansiell tillgång och en finansiell skuld kvittas och redovisas med ett nettobelopp i balansräkningen endast då legal kvittningsrätt föreligger samt då en reglering med ett nettobelopp avses ske eller då en samtida avyttring av tillgången och reglering av skulden avses ske.

Nedskrivningsprövning av finansiella anläggningstillgångar
Vid varje balansdag bedömer bolaget om det finns någon indikation på nedskrivningsbehov i någon utav de finansiella anläggningstillgångarna. Nedskrivning sker om värdenedgången bedöms vara bestående. Nedskrivning redovisas i resultaträkningsposten Resultat från övriga värdepapper och fordringar som är anläggningstillgångar. Nedskrivning för tillgångar värderade till upplupet anskaffningsvärde beräknas som skillnaden mellan tillgångens redovisade värde och nuvärdet av företagsledningens bästa uppskattning av de framtida kassaflödena diskonterade med tillgångens ursprungliga effektivränta. För tillgångar med rörlig ränta används den på balansdagen aktuella räntan som diskonteringsränta.

Ersättningar till anställda
Det har inte förekommit några ersättningar till anställda i företaget.

Skatt
Aktuella skatter värderas utifrån de skattesatser och skatteregler som gäller på balansdagen. Uppskjutna skatter värderas utifrån de skattesatser och skatteregler som är beslutade före balansdagen.

Uppskjuten skattefordran avseende underskottsavdrag eller andra framtida skattemässiga avdrag redovisas i den utsträckning det är sannolikt att avdraget kan avräknas mot överskott vid framtida beskattning.
Fordringar och skulder nettoredovisas endast när det finns en legal rätt till kvittning.

Aktuell skatt, liksom förändring i uppskjuten skatt, redovisas i resultaträkningen om inte skatten än hänförlig till en händelse eller transaktion som redovisas direkt i eget kapital. Skatteeffekter av poster som redovisas direkt mot eget kapital, redovisas mot eget kapital.

På grund av sambandet mellan redovisning och beskattning särredovisas inte den uppskjutna skatteskulden som är hänförlig till obeskattade reserver.

Kassaflödesanalys
Kassaflödesanalysen upprättas enligt indirekt metod. Det redovisade kassaflödet omfattar endast transaktioner som medfört in- eller utbetalningar.

Som likvida medel klassificerar företaget, förutom kassamedel, disponibla tillgodohavanden hos banker och andra kreditinstitut samt kortfristiga likvida placeringar som är noterade på en marknadsplats och har en kortare löptid än tre månader från anskaffningstidpunkten.

Nyckeltalsdefinitioner
Soliditet
Eget kapital och obeskattade reserver (med avdrag för uppskjuten skatt) i förhållande till balansomslutningen.

Avkastning på totalt kapital
Resultat före avdrag för räntekostnader i förhållande till balansomslutningen.

Avkastning på eget kapital
Resultat efter finansiella poster i förhållande till eget kapital och obeskattade reserver (med avdrag för uppskjuten skatt).

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Not 2 Uppskattningar och bedömningar

AE4 2012 Holding AB gör uppskattningar och bedömningar om framtiden. De uppskattningar för redovisningsändamål som blir följden av dessa kommer, definitionsmässigt, sällan att motsvara det verkliga resultatet. Det finns inga uppskattningar eller antaganden som innebär en betydande risk för väsentliga justeringar i redovisade värden för tillgångar och skulder under nästkommande år.

Not 3 Anställda och personalkostnader

Bolaget har ej haft några anställda under verksamhetsåret. Ersättningar till styrelsen har ej utgått.

Redovisning av könsfördelning bland ledande befattningshavare

	2021-12-31	*2020-12-31*
Styrelse		
Män	1	1
Kvinnor	-	-
Totalt	1	1
Övriga ledande befattningshavare		
Män	-	-
Kvinnor	-	-
Totalt	-	-

Not 4 Arvode och kostnadsersättning till revisorer

	2021-01-01-2021-12-31	*2020-01-01-2020-12-31*
Örhlings PricewaterhouseCoopers AB		
Revisionsuppdrag	35	35
Andra uppdrag	35	35
Summa	70	70

Not 5 Operationell leasing - leasetagare

Bolaget har inte haft några kostnadsförda leasingavgifter, och har inga framtida minimileasingavgifter som förfaller till betalning.

Not 6 Ränteintäkter och liknande resultatposter

	2021-01-01-2021-12-31	*2020-01-01-2020-12-31*
Ränteintäkter	3	4
Summa	3	4

Not 7 Räntekostnader och liknande resultatposter

	2021-01-01-2021-12-31	*2020-01-01-2020-12-31*
Räntekostnader	-	-1
Summa	-	-1

Not 8 Skatt på årets resultat

	2021-01-01-2021-12-31	*2020-01-01-2020-12-31*
Aktuell skattekostnad	-	-
Uppskjuten skatt	-	-
	-	-

Avstämning av effektiv skatt

	2021-01-01-2021-12-31	*2020-01-01-2020-12-31*
Resultat före skatt	-89	-123
Skatt enligt gällande skattesats	18	26
Ökning av underskottsavdrag utan motsvarande aktivering av uppskjuten skatt	-18	-26
Redovisad skatt	-	-

Not 9 Andelar i koncernföretag

	2021-12-31	*2020-12-31*
Ackumulerade anskaffningsvärden:		
-Vid årets början	59 000	59 000
Redovisat värde vid årets slut	**59 000**	**59 000**

Specifikation av moderföretagets innehav av aktier och andelar i koncernföretag

Ägarandelen av kapitalet avses, vilket även överensstämmer med andelen av rösterna för totalt antal aktier.

Dotterföretag / Org nr / Säte	*Andel, %*	*Redovisat värde*	*Eget kapital*	*Årets resultat*
Eurowrap A/S, 79524115, Danmark	100	59 000	243 420	10 215

Not 10 Antal aktier och kvotvärde

	2021-12-31	*2020-12-31*
Antal aktier	485 570	485 570
Kvotvärde	100	100

Not 11 Ställda säkerheter och eventualförpliktelser

Ställda säkerheter

	2021-12-31	*2020-12-31*
Ställda säkerheter	*Inga*	*Inga*

Not 12 Koncernuppgifter

Företaget är helägt dotterföretag till Exacompta Calirefontaine med säte i Frankrike. Moderföretaget i Frankrike upprättar koncernredovisning för hela den koncern som Eurowrap AB ingår i.

Bolaget har inte gjort några inköp eller försäljningar gentemot koncerföretag.

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Not 13 Väsentliga händelser efter räkenskapsårets slut

Inga enskilt väsentliga händelser har inträffat efter räkenskapsårets utgång.

Not 14 Resultatdisposition

Styrelsen föreslår att fritt eget kapital, kronor 10 527 059, disponeras enligt följande:

	Belopp kr
Balanseras i ny räkning	10 527 060
Summa	**10 527 060**

Underskrifter

Stockholm 2022-06-08

Guillaume Nusse

Vår revisionsberättelse har lämnats den 8 juni 2022

Öhrlings PricewaterhouseCoopers AB

Tobias Stråhle
Auktoriserad revisor

Fotokopians överensstämmelse med originalet intygas: GS

Revisionsberättelse

Till bolagsstämman i Eurowrap AB, org.nr 556955-3711

Rapport om årsredovisningen

Uttalanden

Vi har utfört en revision av årsredovisningen för Eurowrap AB för år 2021.

Enligt vår uppfattning har årsredovisningen upprättats i enlighet med årsredovisningslagen och ger en i alla väsentliga avseenden rättvisande bild av Eurowrap ABs finansiella ställning per den 31 december 2021 och av dess finansiella resultat för året enligt årsredovisningslagen. Förvaltningsberättelsen är förenlig med årsredovisningens övriga delar.

Vi tillstyrker därför att bolagsstämman fastställer resultaträkningen och balansräkningen för Eurowrap AB.

Grund för uttalanden

Vi har utfört revisionen enligt International Standards on Auditing (ISA) och god revisionssed i Sverige. Vårt ansvar enligt dessa standarder beskrivs närmare i avsnittet Revisorns ansvar. Vi är oberoende i förhållande till Eurowrap AB enligt god revisorssed i Sverige och har i övrigt fullgjort vårt yrkesetiska ansvar enligt dessa krav.

Vi anser att de revisionsbevis vi har inhämtat är tillräckliga och ändamålsenliga som grund för våra uttalanden.

Styrelsens ansvar

Det är styrelsen som har ansvaret för att årsredovisningen upprättas och att den ger en rättvisande bild enligt årsredovisningslagen. Styrelsen ansvarar även för den interna kontroll som de bedömer är nödvändig för att upprätta en årsredovisning som inte innehåller några väsentliga felaktigheter, vare sig dessa beror på oegentligheter eller misstag.

Vid upprättandet av årsredovisningen ansvarar styrelsen för bedömningen av bolagets förmåga att fortsätta verksamheten. De upplyser, när så är tillämpligt, om förhållanden som kan påverka förmågan att fortsätta verksamheten och att använda antagandet om fortsatt drift. Antagandet om fortsatt drift tillämpas dock inte om styrelsen avser att likvidera bolaget, upphöra med verksamheten eller inte har något realistiskt alternativ till att göra något av detta.

Revisorns ansvar

Våra mål är att uppnå en rimlig grad av säkerhet om huruvida årsredovisningen som helhet inte innehåller några väsentliga felaktigheter, vare sig dessa beror på oegentligheter eller misstag, och att lämna en revisionsberättelse som innehåller våra uttalanden. Rimlig säkerhet är en hög grad av säkerhet, men är ingen garanti för att en revision som utförs enligt ISA och god revisionssed i Sverige alltid kommer att upptäcka en väsentlig felaktighet om en sådan finns. Felaktigheter kan uppstå på grund av oegentligheter eller misstag och anses vara väsentliga om de enskilt eller tillsammans rimligen kan förväntas påverka de ekonomiska beslut som användare fattar med grund i årsredovisningen.

En ytterligare beskrivning av vårt ansvar för revisionen av årsredovisningen finns på Revisorsinspektionens webbplats: www.revisorsinspektionen.se/revisornsansvar. Denna beskrivning är en del av revisionsberättelsen.

Rapport om andra krav enligt lagar och andra författningar

Uttalanden

Utöver vår revision av årsredovisningen har vi även utfört en revision av styrelsens förvaltning för Eurowrap AB för år 2021 samt av förslaget till dispositioner beträffande bolagets vinst eller förlust.

Fotokopians överensstämmelse
med originalet intygas:

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Vi tillstyrker att bolagsstämman behandlar förlusten enligt förslaget i förvaltningsberättelsen och beviljar styrelsens ledamot ansvarsfrihet för räkenskapsåret.

Grund för uttalanden

Vi har utfört revisionen enligt god revisionssed i Sverige. Vårt ansvar enligt denna beskrivs närmare i avsnittet Revisorns ansvar. Vi är oberoende i förhållande till Eurowrap AB enligt god revisorssed i Sverige och har i övrigt fullgjort vårt yrkesetiska ansvar enligt dessa krav.

Vi anser att de revisionsbevis vi har inhämtat är tillräckliga och ändamålsenliga som grund för våra uttalanden.

Styrelsens ansvar

Det är styrelsen som har ansvaret för förslaget till dispositioner beträffande bolagets vinst eller förlust. Vid förslag till utdelning innefattar detta bland annat en bedömning av om utdelningen är försvarlig med hänsyn till de krav som bolagets verksamhetsart, omfattning och risker ställer på storleken av bolagets egna kapital, konsolideringsbehov, likviditet och ställning i övrigt.

Styrelsen ansvarar för bolagets organisation och förvaltningen av bolagets angelägenheter. Detta innefattar bland annat att fortlöpande bedöma bolagets ekonomiska situation, och att tillse att bolagets organisation är utformad så att bokföringen, medelsförvaltningen och bolagets ekonomiska angelägenheter i övrigt kontrolleras på ett betryggande sätt.

Revisorns ansvar

Vårt mål beträffande revisionen av förvaltningen, och därmed vårt uttalande om ansvarsfrihet, är att inhämta revisionsbevis för att med en rimlig grad av säkerhet kunna bedöma om någon styrelseledamot i något väsentligt avseende:

- företagit någon åtgärd eller gjort sig skyldig till någon försummelse som kan föranleda ersättningsskyldighet mot bolaget
- på något annat sätt handlat i strid med aktiebolagslagen, årsredovisningslagen eller bolagsordningen.

Vårt mål beträffande revisionen av förslaget till dispositioner av bolagets vinst eller förlust, och därmed vårt uttalande om detta, är att med rimlig grad av säkerhet bedöma om förslaget är förenligt med aktiebolagslagen.

Rimlig säkerhet är en hög grad av säkerhet, men ingen garanti för att en revision som utförs enligt god revisionssed i Sverige alltid kommer att upptäcka åtgärder eller försummelser som kan föranleda ersättningsskyldighet mot bolaget, eller att ett förslag till dispositioner av bolagets vinst eller förlust inte är förenligt med aktiebolagslagen.

En ytterligare beskrivning av vårt ansvar för revisionen av förvaltningen finns på Revisorsinspektionens webbplats: www.revisorsinspektionen.se/revisornsansvar. Denna beskrivning är en del av revisionsberättelsen.

Stockholm den 8 juni 2022

Öhrlings PricewaterhouseCoopers AB

Tobias Stråhle
Auktoriserad revisor

EXACOMPTA CLAIREFONTAINE

ORDINARY SHAREHOLDERS' MEETING

OF 31 MAY 2022

FISCAL YEAR 2021

REPORTS OF THE BOARD OF DIRECTORS
PARENT COMPANY AND CONSOLIDATED FINANCIAL STATEMENTS
REPORTS OF THE STATUTORY AUDITORS
DRAFT RESOLUTIONS

Board of Directors

François Nusse, Chairman and Chief Executive Officer

Dominique Daridan

Louise de l'Estang du Rusquec

Céline Goblot

Charles Nusse

Frédéric Nusse

Guillaume Nusse

Jérôme Nusse

Monique Prissard

Emmanuel Renaudin

Manon Trotet

Caroline Valentin

Statutory Auditors

BATT AUDIT, 58 boulevard d'Austrasie – 54000 Nancy, France
Pascal François

ADVOLIS, 38 avenue de l'Opéra – 75002 Paris, France
Hugues de Noray – Nicolas Aubrun

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ORDINARY SHAREHOLDERS' MEETING

Agenda:

- Board of Directors' report on operations and the parent company financial statements for fiscal year 2021;

- Board of Directors' report on operations and the consolidated financial statements for fiscal year 2021;

- Board of Directors' report on corporate governance;

- Reports of the Statutory Auditors
  - on the parent company financial statements
  - on regulated agreements
  - on the consolidated financial statements

- Approval of the parent company financial statements for the year ended 31 December 2021;

- Approval of the consolidated financial statements for the year ended 31 December 2021;

- Appropriation of earnings;

- Agreements governed by Article L. 225-38 of the French Commercial Code;

- Director appointments

THE BOARD OF DIRECTORS

Certification of the annual report:

I hereby certify that to the best of my knowledge the financial statements have been prepared in accordance with applicable accounting standards and present a true and fair view of the assets and liabilities, financial position and earnings of the company and all the companies included in the consolidation and that the management report enclosed herein presents a true and fair view of the operations, earnings and financial position of the company and all the companies included in the consolidation, as well as a description of the main risks and uncertainties facing them.

Jean-Marie Nusse
Executive Vice President

REPORT OF THE BOARD OF DIRECTORS

TO THE ORDINARY SHAREHOLDERS' MEETING

OF 31 MAY 2022

To the Shareholders,

1. REVIEW AND APPROVAL OF THE PARENT COMPANY FINANCIAL STATEMENTS

(€000)	2021	2020
Operating revenue	7,880	8,091
Operating income	284	446
Net financial items	5,085	1,498
Net income	2,675	2,328

EXACOMPTA CLAIREFONTAINE, the holding company, serves the Group companies, for which it manages the sales force and certain property assets.

It is also responsible for the Group's financial management, consolidation, legal and tax services, communications and relations with shareholders. It coordinates actions taken relating to environmental certification.

Since January 2003, the subsidiaries have paid EXACOMPTA CLAIREFONTAINE a royalty equal to 0.2% of their added value for the previous year.

The companies that head sub-groups (Exacompta, Papeteries de Clairefontaine, Clairefontaine Rhodia, AFA and Photoweb) guarantee all repayments of their subsidiaries that borrow from their parent company.

The amount of non-tax deductible expenses was €19,629.

INCOME FOR THE LAST FIVE YEARS (€)

Balance sheet date	**31/12/2021**	**31/12/2020**	**31/12/2019**	**31/12/2018**	**31/12/2017**
Duration of the reporting period (in months)	**12**	**12**	**12**	**12**	**12**
CAPITAL AT YEAR-END					
Share capital	4,525,920	4,525,920	4,525,920	4,525,920	4,525,920
Number of ordinary shares	1,131,480	1,131,480	1,131,480	1,131,480	1,131,480
OPERATIONS AND RESULTS					
Revenue excluding tax	1,531,218	1,574,860	1,248,997	1,192,493	1,278,105
Income before taxes, profit-sharing, depreciation, amortisation and provisions	6,078,290	5,619,746	6,520,151	5,072,573	4,260,995
Income taxes	2,606,179	(489,242)	943,463	(903,725)	825,352
Net depreciation, amortisation and provisions	824,492	3,781,049	645,751	488,883	12,666,797
Net income/(loss)	2,674,819	2,327,939	4,930,937	5,487,415	(9,231,154)
Distributed income	*4,163,846	3,394,440	3,394,440	3,054,996	3,054,996
EARNINGS PER SHARE					
Income after taxes and profit-sharing and before depreciation, amortisation and provisions	3.09	5.40	4.93	5.28	3.04
Income after taxes, profit-sharing, depreciation, amortisation and provisions	2.36	2.06	4.36	4.85	(8.16)
Dividend paid	*3.68	3.00	3.00	2.70	2.70
PERSONNEL					
Average number of employees	36	37	40	41	44
Payroll	3,453,317	3,348,232	3,704,075	3,710,118	3,793,875
Sums paid in employee benefits (social security, fringe benefits, etc.)	1,334,748	1,244,552	1,413,392	1,478,584	1,503,407

* Dividend proposed

INVOICES RECEIVED AND ISSUED NOT SETTLED AT THE YEAR-END AND PAST DUE DATE

	Invoices received					**Invoices issued**				
	1-30 days	31-60 days	61-90 days	91 days and more	Total	1-30 days	31-60 days	61-90 days	91 days and more	Total
	(A) - Late payments by age									
Number of invoices concerned					5					5
Total amount for the invoices concerned in € incl. VAT	9,915	–	–	18,401	28,316	30,560	–	–	5,517	36,077
Percentage of total amount of purchases for the fiscal year	0.6%			1.3%	1.9%					
Percentage of revenue for the fiscal year						1.5%			0.3%	1.8%
	(B) - Invoices excluded from (A) relating to amounts receivable and amounts payable disputed or not recorded									
Number of invoices excluded	None					None				
Total amount for excluded invoices in € incl. VAT	None					None				
	(C) - Standard payment terms used (contractual or statutory - Article L. 441-6 or Article L. 443-1 of the French Commercial Code)									
Payment terms used for calculating late payments	Contractual payment terms					Contractual payment terms				

SHARE AND SHAREHOLDER INFORMATION

The share listed at €95 on 4 January 2021 and closed the year at €94.5 (down 0.5%). The number of securities traded during the year was 25,488 on Euronext and 87,645 over the counter.
The parent company does not have a share buyback programme and there are no employee shareholders.

The capital of the parent company is composed of 1,131,480 shares, and did not change during the year. A double voting right is granted to each fully paid-up share which has been registered for at least two years in the name of the same shareholder.

Our principal shareholder, Ets Charles Nusse, held 910,395 shares with double voting rights, representing 80.46% of the capital, at 31 December 2021.
On 21 September 2021, La Financière de l'Echiquier crossed below the 5% ownership threshold. On the same date, LG Invest crossed above the 5% ownership threshold as notified by a declaration published by the AMF on 28 September 2021.

2. REVIEW AND APPROVAL OF THE 2021 CONSOLIDATED FINANCIAL STATEMENTS

2.1 EARNINGS

(€000)	2021	2020
Income from continuing activities	726,789	689,597
Operating income	30,417	14,727
Net income before tax	29,631	12,837
Net income after tax	21,463	11,613
Minority interests	786	(702)
Group share	20,677	12,315

Net income after tax reported in 2020 was €11,574,000. The restatement is the result of an IFRIC decision on the calculation of retirement commitments, the impact of which is applied retrospectively.
A €2 million goodwill impairment charge was recorded in the 2020 consolidated financial statements. No goodwill impairment was recognised in the 2021 financial statements.

On 1 July 2021, the Group took control of sister companies Loca Pub Imprimerie and CCB Création, which were absorbed as of 31 December 2021. The transaction generated total goodwill of €3.1 million.

2021 Group cash flow amounted to €69,058,000 compared to €55,231,000 in 2020 (restated for the retrospective effect of the IFRIC decision) and EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortisation) was €75,942,000 compared to €62,826,000 in 2020.

The consolidated financial statements include transactions performed by the Group with Etablissements Charles Nusse, which provides advice and assistance to Group companies. Services provided are paid for in the form of a fee equal to 0.6% of the added value of each company for the previous year.

2.2 BUSINESS SECTORS

Paper

Commercial pulp prices jumped by around €400/tonne in the first half of 2021 (source: RISI) while European production capacity for printing and writing papers was reduced. Customer concerns over these two phenomena resulted in a surge in orders, which disrupted machine schedules. In total, deliveries of printing and writing papers in Western Europe increased by 9% over 2020 but were still 7% lower than in 2019.

Our own production increased by 1.7% to 235,000 tonnes of paper reels. Tonnage sold was up 10.5%. 2021 earnings were driven by this vigorous activity and the clearing of surplus pulp and paper stocks from the end of 2020.

Processing

The French stationery market posted an average decline of 0.4% for manufactured papers and 0.7% for filing articles (source: GFK). This sector was marked by supply difficulties and drastic fluctuation in costs; the price of some materials such as grey cardboard almost doubled.
Our prices have remained relatively stable and the start of the 2021 school year was similar to 2020. Our various departments posted strong overall business with variable earnings depending on the product family.

2.3 FINANCIAL POSITION

2.3.1 Debt

2021 revenue amounted to €726,789,000. At 31 December 2021, gross borrowings stood at €264,132,000 including €44,943,000 of financial liabilities arising from the capitalisation of leases. Consolidated shareholders' equity was €445,165,000.

The Group has negotiated additional lines of credit with its banks totalling €21 million. At the balance sheet date, outstanding commercial paper issued by the Group amounted to €50 million out of a global programme of €125 million.
With gross cash and cash equivalents of €192,840,000 at 31 December 2021, Group net borrowings amounted to €71,292,000.
Excluding technical financial liabilities generated by the application of IFRS 16, net debt at 31 December 2021 was €26,349,000 compared to €43,340,000 the previous year.

2.3.2 Financial instruments

The Group no longer holds rate hedging instruments. Due to the current low fixed rates, it was not considered appropriate to use new derivative financial instruments.

Under its cash management policy, the Group does not hold or issue financial derivatives for transaction purposes.

2.4 RISK MANAGEMENT

The Group has conducted an analysis of the risks that may have a material adverse impact on its business, financial position and earnings. The results of this analysis indicate that there are no significant risks other than those listed below.

2.4.1 Risks related to economic activity

- Declining trend in the consumption of printing papers and stationery

This decline, mainly due to digital competition, impacts all developed countries. In France, ADEME figures for 2009-2020 show an average annual reduction of 4% for reams, 8% for envelopes and 2% for stationery.

Europe forms a relatively self-sufficient market for these products, while the paper production market is dominated by large industrial groups. To match supply to demand, many printing paper machines have been either stopped or converted to packaging paper.

The market for commercial pulp, with USD as the reference currency, is a global market. Some market players have had no choice but to defer or abandon investment projects in light of the reduction in printing paper consumption.

- Changes in the consumption of our products

Consumption of office papers and filing items did not return to 2019 levels. Some specialty products, including festive correspondence and digital photo products, are still struggling. Conversely, the demand for recycled papers, cards and plastics is very high.
Various categories of stationery items are also impacted to differing degrees, depending on whether or not they are intended for professional use.

Our main customers are seeking to promote the circular economy and reduce the carbon footprint of their own operations, thereby driving the supply of recycled products but giving rise to new regulatory constraints and higher costs.

- A surge in raw material and energy prices in 2021

The price of eucalyptus pulp has gone up from €600 to 960 per tonne (source: RISI), the gas index from 80 to 130 (source: INSEE), one MWh of base-load electricity from €40 to 100 (source: EEX). The price of other materials, such as greyboard and vellum paper, have increased sharply, by 50-100%, with no visibility over future prices.

- The vagaries of COVID-19

Thanks to preventive measures taken in 2020 and the vaccination uptake, there was no general lockdown in France in 2021. But as the country went through different waves of the pandemic and new variants developed, the government had to regulate travel, introduce vaccination checks, restrict access to public places and promote remote work.

Overall, the Group has maintained its activities. However, performance analysis is complex given the various factors at play: impacts of the pandemic, the macro-economic situation and issues specific to the industry.

2.4.2 Financial risks

Generally, the Exacompta Clairefontaine Group does not engage in any complex financial transactions. However, it is exposed to certain risks related to the use of financial instruments in the context of its activities.
Risk management is performed by the operating units, in accordance with the policy established by senior management.

Credit risk

Credit risks represent the risk of financial loss for the Group if a third party fails to meet its contractual obligations.

→ Trade and other receivables
Our credit risk remains spread over a large number of clients even though there is a concentration of distributors of our products. The risk of default by business sector and by country in which the clients engage in their activities does not have a significant influence on credit risk.

The Group has implemented tools to monitor outstandings that enable it to ensure that its clients have an appropriate credit history.
Clients that do not satisfy solvency requirements cannot carry out transactions with the Group without making advance payments. Credit risk is also limited by taking out credit insurance policies.

The Group determines a level of write-downs that represents its estimate of losses that will be incurred in respect of trade and other receivables.

→ Investments
The Group limits its exposure to credit risk from investments, short-term deposits and other cash instruments by investing only in liquid securities.
As the counterparties are leading banks, the Group does not expect that any of them will default.

Liquidity risk

The Group's approach to managing this risk is to ensure that it always has sufficient liquid assets to meet its liabilities as they fall due without incurring unacceptable losses or damaging its reputation.
To this effect, short-term financing (maturities of less than one year) is provided by commercial paper on which a fixed rate is paid.
The Group also has lines of credit to cover medium-term maturities, which can substitute or supplement commercial paper issuance. The related covenants are respected.

The Group has conducted a specific review of its liquidity risk and deems that it will be able to meet future maturities.

Exchange rate and price risk

The Group operates internationally. Risks related to commercial transactions denominated in a currency other than the respective functional currencies of Group entities are related mainly to purchases of raw materials denominated in US dollars. In order to manage this foreign exchange risk, the Group may use options contracts to hedge forecast transactions in this currency.

2.4.3 Risks related to proceedings, tax audits and litigation

To the best of the Group's knowledge, there are no pending or threatened government, judicial or arbitration proceedings that may have, or have had over the past 12 months, a significant impact on the Group's financial position or profitability.

2.4.4 Financial risks relating to the impacts of climate change

No law or regulation defines the components of climate change, the physical criteria of measurement, the timeframe or related values. Therefore, the financial risk related to the impact of climate change cannot be objectively measured. However, the Group does not expect any major financial risk in the short or medium term directly linked to the rise in global average temperatures, the rise in sea levels or changes in biodiversity.

Three of the Group's subsidiary paper mills are subject to the European regulation on greenhouse gas emissions. The fourth phase of the EU Emissions Trading Scheme (EU ETS) covers the 2021-2030 period.
The total amount of allowances issued free of charge for the 2021-2025 period was set forth in an order dated 10 December 2021 at 57,919 tonnes per year, almost 7% less than in 2020.

The statement of non-financial performance sets out the Group's environmental policy. In particular, it provides details of energy consumption, greenhouse gas emissions and measures taken to reduce the carbon footprint of the Group's operations.

2.5 INTERNAL CONTROL AND RISK MANAGEMENT PROCEDURES

2.5.1 Definition of internal control

Internal control is defined as a process implemented simultaneously by the Board of Directors, senior management and the employees of a group, which is designed to provide reasonable assurance that objectives are reached in the following areas:

- effectiveness and efficiency of operations;
- reliability of financial and accounting information;
- compliance with the laws and regulations in force.

Internal control consists of all methods that management has implemented to provide reasonable assurance that objectives are reached and to prevent the occurrence of damaging events.

2.5.2 Purposes and limits

Internal control ensures control of the company's operations and protects it from various types of risks, including:

- irregularities and fraud, including computer fraud;
- a material omission or inaccuracy in the processing of information and, therefore, in the financial statements;
- failure to comply with the company's legal and contractual obligations;
- destruction, damage or disappearance of assets, or incorrect valuation of assets.

An internal control system, however efficient the system is, can provide only reasonable assurance and not an absolute guarantee as to the achievement of the company's objectives, both because of the limits inherent in any process implemented by human beings and because of the limits on resources which all companies must take into account.

The Group relies on four types of financial and accounting information to guide its operations:

- the annual and interim parent company and consolidated financial statements;
- the quarterly statements (March and September – not published);
- the projected financial statements (not published).

2.5.3 Procedures for processing financial and accounting information

Systematic identification of risks is the first step in internal control. Mapping the Group's risks presents no specific problems and the main issues are as follows:

- control of raw materials purchases;
- environmental risks;
- protection of industrial assets and sites;
- control of the use of financial instruments and hedging foreign currency risk.

The financial and accounting procedures that are applied in the various Group companies may be summarised as follows:

- preparation of projected financial statements;
- budget monitoring;
- monitoring of intercompany revenue;
- intercompany account reconciliations;
- monitoring of monthly and year-to-date interim operating statements;
- monthly and year-to-date cash position;
- composition and performance of the investment portfolio;
- monthly monitoring of the subsidiaries' short- and medium-term financial commitments, with transmission and control of operating working capital requirements.

The internal control of financial instruments is specifically monitored by senior management, with regard to the types of instruments used as well as the maximum risk levels incurred, which are measured daily.

These financial instruments (contracts or options) constitute a transaction that helps to reduce the risk of a variation in the value of an asset or liability, an unrealised future transaction to which they relate, or a future commitment.

The Group has no department dedicated to internal control that is responsible for conducting verifications on its behalf (either in the parent company or in the companies it controls).
The transactions contributing to the corporate activities of the Group and their presentation in the financial statements are verified, though not necessarily through the application of formalised procedures, by senior management or by its authorised representatives or agents, with the general goal of complying or ensuring compliance with the laws, regulations and standards in force, and of making every effort to prevent the occurrence of losses that could affect the Group's ability to continue operations.

For processing financial and accounting information, the Group and its subsidiaries use the following systems:

- SAP, Navision, Sage (accounting & finance);
- Uloa (tax management);
- Talentia Consolidation and Intercompany (consolidation);
- Zadig (personnel management).

3. POST-BALANCE SHEET EVENTS

While the conflict in Ukraine has not had a significant direct impact on our supplies or sales, it does open up a period of uncertainty regarding supply volumes and the price of gas. We have no operations in Russia.

4. OUTLOOK

Our 2022 earnings will not benefit from inventory clearance and will bear the full brunt of rising raw material prices, exacerbated by a surge in energy prices not covered by previously negotiated contracts. The increase in our sales prices is absolutely necessary while demand for our products is still strong.

Under the present circumstances it is difficult to provide a forecast of 2022 earnings.

5. RESEARCH AND DEVELOPMENT

The stationery companies are constantly working on technical solutions for certain product ranges or client requests, via internal or external laboratories and machine testing. This technical development work to improve paper quality is not the result of innovative development targeting new paper manufacturing procedures or the market launch of completely new products. Our laboratories are primarily focused on testing the quality of manufactured products, fibre category substitution analysis and technical feasibility.
Processing companies regularly modify product design and new items are constantly being created. The items are not covered by specific programmes and generally require little specific development.
One workshop is dedicated to developing specialist equipment that is not available on the market and is designed exclusively for the Group.

6. EMPLOYMENT INFORMATION

The Exacompta Clairefontaine Group had 3,549 employees at 31 December 2021. The French companies apply the collective agreement for the production of papers, cardboard and cellulose, or the collective agreement for cardboard packaging.
The Group Works Council met on 30 June 2021 to comment on the Group's business and the economic and employment outlook for the year.

7. STATEMENT OF NON-FINANCIAL PERFORMANCE

The information required under Article L. 225-102-1 of the French Commercial Code is included in a separate document entitled "Statement of non-financial performance", which is an integral part of this management report.
It provides information on the manner in which the Group takes into account the social and environmental consequences of its activity as well as its commitments to society in favour of sustainable development, the circular economy, combating discrimination and promoting diversity.

8. DRAFT RESOLUTIONS

8.1 APPROPRIATION OF EARNINGS

We propose the following appropriation:

2021 earnings		€2,674,819.35
Withdrawal from other reserves		€1,489,027.05
	Total	€4,163,846.40
Appropriated as follows:		
First dividend		€226,296.00
Second dividend		€3,937,550.40
	Total dividends	€4,163,846.40

Given that the company's share capital is divided into 1,131,480 shares, each of these shares will receive a total dividend of €3.68.

The following table shows the dividends paid for the last three years:

Year	Dividend	Number of shares
2018	2.70	1,131,480
2019	3.00	1,131,480
2020	3.00	1,131,480

8.2 DIRECTORS

Your Board proposes that you reappoint the following directors, by separate resolutions:

- Frédéric Nusse, residing at 105 Rue de Lille, Paris (7th district);
- Guillaume Nusse, residing at Häusleberg 1, Oberried (Germany);
- Jérôme Nusse, residing at 105 Rue de Lille, Paris (7th district).

These appointments, which are valid for six years, will terminate at the close of the Shareholders' Meeting called to approve the financial statements for the year 2027.

REPORT ON CORPORATE GOVERNANCE

1. List of offices and positions held by corporate officers

Charles Nusse

- Member of the Supervisory Board of Ets Charles Nusse
- Chairman, Exaclair Ltd (GB)
- Joint Managing Director, Ernst Stadelmann (AT)
- Joint Managing Director, Exaclair GmbH (DE)
- Manager, Rodeco (DE)
- Director, Exaclair SA (BE)
- Director, Biella Schweiz (CH)

François Nusse

- Chairman of the Executive Board of Ets Charles Nusse
- Chairman, Exacompta
- Chairman, Papeteries Sill
- Chairman, Claircell Ingénierie
- Joint Managing Director, Ernst Stadelmann (AT)
- Managing director, Exaclair SA (BE)
- Chairman of the Board of Directors, Biella Schweiz (CH)

Frédéric Nusse

- Chairman, Papeteries de Clairefontaine
- Chairman, Papeterie de Mandeure
- Chairman, Everbal
- Director, Schut Papier
- Joint Managing Director, Exaclair GmbH (DE)

Guillaume Nusse

- Chairman, Clairefontaine Rhodia
- Chairman, CFR
- Chairman, Madly
- Sole director, Exaclair SA (ES)
- Manager, Brause Produktion (DE)
- Manager of the Moroccan companies: Makane Bouskoura, Publiday and Clair Maroc
- Director, Eurowrap Ltd (GB)
- Chairman, Eurowrap AB (SE) and Eurowrap A/S (DK)

Jean-Claude Gilles Nusse

- Member of the Ets Charles Nusse Executive Board
- Manager, AFA
- Chairman, Photoweb
- Chairman of the Board of Directors, Exaclair Ltd (GB)

Jean-Marie Nusse

- Member of the Ets Charles Nusse Executive Board
- Director, Exaclair SA (BE)

Jérôme Nusse

- Chairman, Editions Quo Vadis
- Chairman, Exaclair Italia (IT)
- Chairman, Quo Vadis Japan (JP)
- Chairman, Quo Vadis Editions (US)
- Secretary, Quo Vadis International Limitée (CA)

Monique Prissard

- Member of the Ets Charles Nusse Executive Board

Caroline Valentin

- Member of the Supervisory Board of Ets Charles Nusse

Dominique Daridan

- Chairman of Daridan Conseil, Recherche Crédit et Investissements

Louise de L'Estang du Rusquec

- Executive at Société Générale Equipment Finance

Céline Goblot

- Managing Director, Zadig Productions

2. Terms of office expiring at the end of the year stated in brackets

The Board of Directors comprises ten directors appointed by the shareholders and two directors representing the employees.

- Frédéric Nusse (2021)
- Guillaume Nusse (2021)
- Jérôme Nusse (2021)
- Dominique Daridan (2022)
- Céline Goblot (2022)
- Caroline Valentin (2022)
- Charles Nusse (2023)
- Emmanuel Renaudin, Director representing employees (2023)
- Monique Prissard (2024)
- Louise de L'Estang du Rusquec (2024)
- François Nusse (2025)
- Manon Trotet, Director representing employees (2025)

The Board does not currently hold any delegation of authority granted at the Shareholders' Meeting for the purposes of capital increases.

3. Corporate governance

The Board of Directors has not considered it necessary to refer to a Corporate Governance Code. Likewise, no committees or other bodies have been set up to assist the Board of Directors.
The operation of the Board of Directors is governed by a set of internal procedural rules, amendments to which are decided at Board meetings.
A Code of Conduct governing behaviour for the prevention and detection of corruption or influence-peddling was approved by the Board of Directors in May 2017.

4. Agreements

There are no agreements governed by Article L. 225-38 of the French Commercial Code.
The fee equal to 0.2% of the prior year's added value in respect of the assistance agreement between Exacompta Clairefontaine and its wholly-owned subsidiaries is excluded, pursuant to the first paragraph of Article L. 225-39 of the said Code, and the agreement is treated as an arm's length agreement.
The most recent update of the agreement was approved by the Board of Directors on 26 March 2014.
The Board of Directors' meeting of 27 May 2015 qualified it as an "ordinary transaction entered into under arm's length terms".
This agreement has been in place in intent and amount since 2003, as detailed in the management report.

No agreement was entered into during the year ended between a subsidiary and an executive or shareholder holding more than 10% of the voting rights of Exacompta Clairefontaine.

GROUP ORGANISATIONAL CHART

EXACOMPTA CLAIREFONTAINE

EXACOMPTA
Paris (75)
Articles de bureau et classement

ROLFAX
Breteuil (60)

MANUCLASS
Segré-en-Anjou-Bleu (49)

COGIR
Château-Renault (37)

CARTOREL
Niort (79)

CLAIRCELL
Brou (28)

REGISTRES LE DAUPHIN
Voiron (38)

RAINEX
Houdan (78)

CLAIRCELL INGENIERIE
Brou (28)

PAPETERIES DU COUTAL
Terrasson-Lavilledieu (24)

ERNST STADELMANN
Eferding (Autriche)

EXACLAIR UK
King's Lynn (Royaume-Uni)

BIELLA SCHWEIZ
Brügg (Suisse)

FALKEN
Peitz (Allemagne)

DELMET PROD
Buftea (Roumanie)

CLAIREFONTAINE RHODIA
Ottmarsheim (68)
Papeterie scolaire, bureau, beaux arts, loisirs créatifs

CFR Ile Napoléon
Ottmarsheim (68)

MADLY
Genas (69)

BRAUSE PRODUKTION
Iserlohn (Allemagne)

EUROWRAP AB
Stockholm (Suède)

EUROWRAP A/S
Ringsted (Danemark)

EUROWRAP Ltd
Skelmersdale (Royaume-Uni)

MAKANE BOUSKOURA
Casablanca (Maroc)

PUBLIDAY MULTIDIA
Casablanca (Maroc)

PAPETERIES DE CLAIREFONTAINE
Eirval-Clairefontaine (88)
Production de papiers, ramettes, formats, bobines... cahiers, copies, enveloppes

PAPETERIE DE MANDEURE
Mandeure (25)

EVERBAL
Evergnicourt (02)

SCHUT PAPIER
Heelsum (Pays-Bas)

PAPETERIES SILL
Wizernes (62)

A.F.A.
Paris (75)
Agendas et papeterie personnelle

Ets. LALO
Paris (75)

A.B.L
Paris (75)

EDITIONS QUO VADIS
Carquefou (44)

RAYNARD
La Guerche de Bretagne (35)

LAVIGNE
Issy-les-Moulineaux (92)

PHOTOWEB
Saint-Egrève (38)
Photos, albums et calendriers - site web

INVADERS CORP
Paris (75)

FIZZER
Dives-sur-Mer (14)

DIGITAL VALLEY PORTUGAL
Lisbonne (Portugal)

Sociétés de commercialisation du groupe EXACOMPTA CLAIREFONTAINE à l'étranger :

- EXACLAIR et RODECO (DE)
- EXACLAIR (ES)
- EXACLAIR (BE)
- EXACLAIR (US)
- CLAIR MAROC
- QUO VADIS : Canada - Italie - Japon - USA

Exacompta Clairefontaine S.A.

Parent Company Financial Statements for the year ended 31 December 2021

BALANCE SHEET AND INCOME STATEMENT

ASSETS (€000)	31/12/2021	31/12/2020
Intangible assets		
Concessions, patents, licences, trademarks	2	4
Intangible assets in progress		
Property, plant and equipment		
Land	3,901	3,907
Buildings	8,698	9,397
Other PP&E	8	21
PP&E in progress	-	-
Non-current financial assets		
Equity interests	312,570	312,570
Intercompany receivables	19,008	10,938
Loans	51,453	58,706
Other financial assets	507	507
TOTAL NON-CURRENT ASSETS	**396,147**	**396,050**
Inventories	198	198
Advances and progress payments made on orders	20	15
Receivables		
Trade and intercompany receivables	1,818	1,710
Other receivables	45,278	45,453
Prepaid expenses	151	138
Cash and cash equivalents	93,393	99,017
TOTAL CURRENT ASSETS	**140,858**	**146,531**
Currency translation adjustment	28	22
TOTAL ASSETS	**537,033**	**542,603**

LIABILITIES AND SHAREHOLDERS' EQUITY (€000)	31/12/2021	31/12/2020
Share capital	4,526	4,526
Share, merger and contribution premiums	162,566	162,566
Revaluation surplus	485	485
Reserves		
Statutory reserve	453	453
Other reserves	122,643	123,709
Retained earnings		
Profit/(loss) for the year	**2,675**	**2,328**
Regulated provisions	1,966	1,878
SHAREHOLDERS' EQUITY	**295,314**	**295,945**
Provisions		
For contingent liabilities	28	22
For charges	341	331
TOTAL PROVISIONS	**369**	**353**
Borrowings		
Bank loans and borrowings	122,167	141,641
Operating payables		
Trade payables	310	252
Taxes and social security contributions payable	3,385	938
Other payables	115,445	103,445
Deferred income	43	29
TOTAL PAYABLES	**241,350**	**246,305**
Currency translation adjustment		
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	**537,033**	**542,603**

INCOME STATEMENT (€000)	2021	2020
Revenue	1,531	1,575
Operating subsidies		
Reversals of depreciation, amortisation and provisions, expense transfers	5,840	6,029
Other income	508	487
OPERATING REVENUE	**7,879**	**8,091**
Purchases and other supplies		
Other purchases and external expenses	1,683	1,732
Taxes, duties and similar payments	228	414
Salaries and wages	3,453	3,348
Social security contributions	1,335	1,245
Increases in depreciation/amortisation of non-current assets	720	706
Provision charges	27	74
Other expenses	149	126
OPERATING EXPENSES	**7,595**	**7,645**
OPERATING INCOME	**284**	**446**
Financial income from equity investments	4,465	4,630
Income from other securities and receivables from non-current assets	547	614
Other interest and similar income	694	672
Reversals of provisions, expense transfers	22	5,052
Positive currency translation adjustments	330	119
Net profit on sales of marketable securities		
FINANCIAL INCOME	**6,058**	**11,087**
Increases in depreciation, amortisation and provisions	28	8,022
Interest expense and similar expenses	945	1,060
Negative currency translation adjustments		507
Net expenses on sales of marketable securities		
FINANCIAL EXPENSES	**973**	**9,589**
NET FINANCIAL INCOME/(EXPENSE)	**5,085**	**1,498**
INCOME BEFORE TAXES	**5,369**	**1,944**
Extraordinary income		
On operating transactions		
On capital transactions	-	-
Reversals of provisions, expense transfers	58	45
EXTRAORDINARY INCOME	**58**	**45**
Extraordinary expenses		
On operating transactions		
On capital transactions	-	-
Increases in depreciation, amortisation and provisions	146	150
EXTRAORDINARY EXPENSES	**146**	**150**
NET EXTRAORDINARY INCOME/(EXPENSE)	**(88)**	**(105)**
Income taxes	2,606	(489)
NET INCOME FOR THE YEAR	**2,675**	**2,328**

NOTES TO THE PARENT COMPANY FINANCIAL STATEMENTS

1. KEY EVENTS OF THE YEAR

Notes to the balance sheet prior to earnings appropriation for the year ended 31/12/2021, for which:

- Total assets amounted to €537,032,531
- Net income amounted to €2,674,819.35

1.1. Accounting principles, rules and methods

General accounting conventions have been applied, in compliance with the principle of prudence, in accordance with the following underlying assumptions:

- going concern;
- constant accounting methods from one year to the next;
- accruals concept, in accordance with the general rules regarding the preparation and presentation of annual financial statements.

The basic method used to value the items recorded is the historical cost method.

The financial statements are prepared in accordance with French accounting standards authority (ANC) Regulations 2014-03 et seq. regarding the French chart of accounts.

1.2. Comparability of the financial statements

The fiscal year is a period of 12 months that runs from 01/01/2021 to 31/12/2021.

1.3. Changes in accounting methods

There were no changes in the valuation and presentation methods applied to the parent company financial statements for the fiscal year ended compared to the previous year.

The update to ANC Recommendation 2013-02 on the rules for measuring and recognising retirement commitments and similar benefits has no retrospective effect in the company's financial statements.

1.4. Key events of the year

There is no event warranting disclosure of specific information.

2. ACCOUNTING RULES AND METHODS

2.1. Fixed assets

2.1.1 Intangible assets and property, plant and equipment

Valuation:

Fixed assets are valued at acquisition cost (purchase price excluding ancillary expenses) or production cost.

Depreciation and amortisation:

Depreciation and amortisation are calculated using the straight line method based on the estimated useful life of each asset component, on the following bases:

❑ Software	1 to 3 years
❑ Buildings	25 to 40 years
❑ Fixtures and furnishings	10 to 20 years
❑ Office supplies and computer hardware	3 to 10 years

The difference between tax-related and economic depreciation/amortisation is recognised under accelerated depreciation/amortisation.

Write-downs:

At the end of each year, the company assesses the value of its fixed assets to determine whether there are indications of a loss in value. If so, the recoverable value of the asset is estimated. If the recoverable value is less than the book value, a write-down is taken for the amount of the difference.

2.1.2 Non-current financial assets

The gross value consists of the purchase cost, excluding ancillary expenses.

If fair value is less than gross value, a write-down is taken for the amount of the difference.

The fair value of equity interests is assessed on the basis of the fair value of the shareholders' equity, as measured based on discounted future cash flows and net debt. The outlook of each subsidiary or group of subsidiaries is taken into account, in which case consolidated data may be included in the assessment.

2.2. Inventories

Inventories include the purchase of resinous wood made in 1997.

2.3. Receivables and payables

Valuation and impairment:

Receivables and payables are valued at their nominal amount. A write-down is taken against receivables when their fair value is less than their book value.

Receivables and payables denominated in foreign currencies:

These items are valued using the closing exchange rate on the balance sheet date.
Differences resulting from this valuation are recorded as currency translation adjustments, in assets or liabilities. Provisions are recorded for unrealised foreign exchange losses recognised under assets.

2.4. Cash

Short-term cash:

Short-term needs are financed by commercial paper issued by Exacompta Clairefontaine. A fixed rate determined at the moment of issue is paid on the commercial paper, which has a fixed maturity and a maximum term of 365 days.
At the balance sheet date, the amount issued by the Group was €50 million out of an authorised limit of €125 million.

Lines of credit:

Lines of credit are in place with several banks for a total amount of €145 million, with maturities not exceeding five years. The term of drawdowns ranges from 10 days to twelve months. As at 31 December 2021, none of these lines of credit had been used.

Marketable securities:

Marketable securities are assets held for trading. The book value of €6,502,000 equals the market value at 31 December 2021. The book value is equal to the fair value.

2.5. Accelerated depreciation/amortisation

Accelerated depreciation consists of the difference between the depreciation calculated according to tax practices and that calculated according to the straight line method based on the estimated useful life.
Accelerated depreciation totalled €1,966,000 at year-end.

2.6. Provisions for contingent liabilities and charges

2.6.1 Provisions for retirement indemnities

The method used to calculate the provision is the projected unit credit method, with application of amended ANC Recommendation 2013-02, the effect of which is non-material. The discount rate is determined using the French average bond market rate, based on blue chip corporate bonds.

The calculation is based on the following main assumptions:

- probability of retirement from the company, turnover, death
- total amount of benefits outstanding under the cardboard packaging (*"Cartonnage"*) collective agreement
- retirement age: between 60 and 67 years of age depending on the employee's year of birth and status
- social security contributions rate: 45%
- discount rate: 0.25%

A provision for the full amount of the retirement commitment – including social security contributions – was taken at year-end and totalled €341,000.

2.6.2 Other provisions

Other provisions recorded correspond to foreign exchange losses of €28,000 resulting from currency translation differences.

3. OTHER INFORMATION

3.1. Parent company consolidating the company's financial statements

Exacompta Clairefontaine is 80.46% owned by Ets Charles Nusse SA, a French limited company (*société anonyme*) with an Executive Board and a Supervisory Board, with a share capital of €1,603,248, registered at 138 Quai de Jemmapes 75010 Paris.

3.2. Staff

The average headcount of the parent company totalled 36 persons in 2021 (1 administrative manager and 35 sales staff).

3.3. Tax consolidation

A tax consolidation agreement has been signed with all the French companies except Fizzer, in which the company holds a 60% interest. This agreement is automatically renewed every year.
The parent company of the tax group is Exacompta Clairefontaine.
The reported tax expense is the expense that would have been incurred in the absence of tax consolidation, subject to the following provisions:

- no limit on the profit against which loss carryforwards may be applied
- refunding of tax credits not applied by the company when these credits may be applied by the parent company

The tax savings realised by the parent company are returned to the subsidiaries when they become profitable and can charge their own losses.
The tax group incurred a tax expense of €2,395,000 for 2021.

3.4. Remuneration of administrative and management bodies

The members of the Board of Directors receive no remuneration from the company.
The total amount of director's fees to be shared among the directors for 2021 is €91,000 and was awarded by a decision of the 6 June 2019 Shareholders' Meeting.

3.5. Related party transactions

No material non-arm's length transactions involving related parties were executed.

3.6. Off-balance sheet commitments

The companies that head sub-groups (Exacompta, Papeteries de Clairefontaine, Clairefontaine Rhodia, AFA and Photoweb) guarantee all repayments of their subsidiaries that borrow from their parent company.
Exacompta Clairefontaine jointly and severally guarantees payment to Exeltium of all liabilities in respect of purchases of blocks of electricity contracted by Papeteries de Clairefontaine.

4. BALANCE SHEET AND INCOME STATEMENT DATA

Share capital

	Number of shares	Par value (€)
At 1 January	1,131,480	€4
At 31 December	1,131,480	€4

Change in shareholders' equity (€000)

Shareholders' equity at 31/12/2020	**295,945**
Dividends distributed	(3,394)
Change in regulated provisions	88
Net income for fiscal year 2021	2,675
Shareholders' equity at 31/12/2021	**295,314**

Change in gross non-current assets

€000	Gross value b/fwd	Purchases	Sales	Other activity	Gross value c/fwd
Concessions, patents, licences	260				260
Intangible assets	**260**				**260**
Land	3,929				3,929
Buildings and fixtures	25,038				25,038
Other PP&E	140	1			141
PP&E in progress	-				-
Property, plant and equipment	**29,107**	**1**	**0**	**0**	**29,108**
Equity interests	352,570				352,570
Intercompany receivables	10,938	8,770	700		19,008
Loans	58,706		7,253		51,453
Other financial assets	507				507
Non-current financial assets	**422,721**	**8,770**	**7,953**		**423,538**

Change in depreciation/amortisation of non-current assets

€000	Amounts b/fwd	Additions	Reversals and outflows	Provisions c/fwd
Concessions, patents, licences	256	2		258
Intangible assets	**256**	**2**		**258**
Land	22	6		28
Buildings and fixtures	15,641	699		16,340
Other PP&E	119	14		133
Property, plant and equipment	**15,782**	**719**		**16,501**

Table of subsidiaries and equity interests (€000)

Subsidiaries	Share capital and shareholders' equity	% interest	Shares gross value net value	Loans	Dividends received
PAPETERIES DE CLAIREFONTAINE 88480 Etival Clairefontaine SIREN no. 402 965 297	91,200 204,545	100%	103,001 103,001		2,394
EXACOMPTA 75010 Paris SIREN no. 702 047 564	2,160 92,853	100%	115,693 95,693	25,861	852
AFA 75010 Paris SIREN no. 582 090 452	1,440 40,066	100%	49,633 29,633		
CLAIREFONTAINE RHODIA 68490 Ottmarsheim SIREN no. 339 956 781	22,500 38,593	100%	40,912 40,912	24,842	780
PHOTOWEB 38120 Saint-Egrève SIREN no. 428 083 703	40 20,317	100%	43,320 43,330		439
Equity interests					
Forestry cooperative FORÊT & BOIS DE L'EST	variable	non-material	3 3		

Change in provisions and write-downs

€000	Amounts b/fwd	Additions	Reversals (used)	Reversals (not used)	Provisions c/fwd
Accelerated depreciation/amortisation	1,878	146	58		1,966
Regulated provisions	**1,878**	**146**	**58**		**1,966**
Foreign exchange losses	22	28		22	28
Pensions and similar obligations	331	27		17	341
Other expenses					
Provisions for contingent liabilities and charges	**353**	**55**		**39**	**369**
Equity interests	40,000				40,000
Write-downs	**40,000**				**40,000**

Increases and reversals		
○ operating	27	17
○ financial	28	22
○ extraordinary	146	58
Total	**201**	**97**

Receivables schedule

Receivables due (€000)	**Gross amounts**	**< 1 year**	**> 1 year**
Non-current receivables			
Intercompany receivables	19,008		19,008
Loans	51,453	6,926	44,527
Other financial assets	507		507
Current receivables			
Trade receivables	1,818	1,818	
Personnel and related	9	9	
Income taxes	-	-	
Value added tax	17	17	
Group and associates	45,246	45,246	
Other receivables	6	6	
Prepaid expenses	151	151	
Total	**118,215**	**54,173**	**64,042**

Payables schedule

Payables due (€000)	**Gross amounts**	**< 1 year**	**1-5 years**	**> 5 years**
Bank loans and borrowings	122,167	65,911	39,943	16,313
Trade payables	310	310		
Personnel and related	486	486		
Social security organisations	368	368		
Income taxes	2,380	2,380		
Value added tax	102	102		
Other taxes, duties and similar items	49	49		
Group and associates	114,799	114,799		
Other payables	646	646		
Deferred income	43	43		
Total	**241,350**	**185,094**	**39,943**	**16,313**

Breakdown of prepaid expenses and deferred income

€000	**Prepaid expenses**	**Deferred income**
Operating income/expenses	119	
Financial transactions	32	43
Total	**151**	**43**

Breakdown of accrued expenses and accrued income

€000	Accrued expenses	Accrued income
Invoices not received/to be issued	129	108
Tax and social security payables/receivables	512	-
Financial transactions	19	511
Total	**660**	**619**

Breakdown of expense transfers

€000	Expense transfers
Transfer of external expenses	1,136
Transfer of personnel expenses	4,562
Transfer of taxes & duties	125
Total	**5,823**

Extraordinary income and expenses

€000	2021	2020
Sale of property, plant and equipment	-	-
Reversal of accelerated depreciation	58	45
Other income	-	-
Total extraordinary income	**58**	**45**
Sale of property, plant and equipment	-	-
Increase in accelerated depreciation	146	150
Other expenses	-	-
Total extraordinary expenses	**146**	**150**

Breakdown of income taxes

Breakdown – €000	Income before tax	Taxes owed	Net income after tax
Net income from ordinary activities	5,369	234	5,135
Net extraordinary income/(expense)	(88)	(23)	(65)
Tax expense			
• tax consolidation expense		2,395	(2,395)
• other tax effects		-	-
Total	**5,281**	**2,606**	**2,675**

Deferred and future tax position

€000 (at corporate income tax rate of 25%)	**Amount**
Tax on:	
Accelerated depreciation/amortisation	492
Total increases	492
Prepaid tax on:	
Paid holiday	63
Other	85
Total reductions	148
Net deferred tax position	**344**

Tax loss carryforwards	0
Net future tax position	**0**

Exacompta Clairefontaine S.A.

Reports of the Statutory Auditors

- Report on the parent company financial statements
- Special report on regulated agreements

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BATT AUDIT
Statutory Auditor
Member of the Nancy Institute of Statutory Auditors
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54000 NANCY

REPORT OF THE STATUTORY AUDITORS ON THE PARENT COMPANY FINANCIAL STATEMENTS

Year ended 31 December 2021

To the Shareholders' Meeting of EXACOMPTA CLAIREFONTAINE,

1. Opinion

In accordance with the assignment entrusted to us by your Shareholders' Meeting, we have audited the financial statements of EXACOMPTA CLAIREFONTAINE for the year ended 31 December 2021, which are appended to this report.

We hereby certify that the parent company financial statements are, with regard to French accounting rules and principles, in order and accurate and fairly present the results of operations for the past year and the financial position, assets and liabilities of the company at the end of that year.

2. Basis of the opinion

Audit standards

We performed our audit in accordance with the professional standards applicable in France. We believe that the evidence we have gathered provides a reasonable basis for our opinion.

Our responsibilities pursuant to these standards are set forth in the section of this report entitled "Responsibilities of the Statutory Auditors relating to the audit of the parent company financial statements".

Independence

We have performed our audit in compliance with the rules of independence provided for in the French Commercial Code and the French Code of Ethics for statutory auditors for the period running from 1 January 2021 to the date of issue of our report.

Bases of assessments

The global health crisis related to the COVID-19 pandemic has created specific conditions for the preparation and audit of this year's financial statements. This crisis and the extraordinary measures taken in the context of the health emergency has numerous consequences for companies, particularly with regard to their activity and financing, and has generated significant uncertainty regarding their future prospects. The exceptional measures taken due to the health emergency situation, such as restrictions on travel and remote work, have had an impact on companies' internal organisation and on the arrangements for carrying out audits.

It is within this complex and changing environment that, pursuant to the provisions of Articles L. 823-9 and R. 823-7 of the French Commercial Code on the justification of our assessments, we draw your attention to the following assessments which, in our professional judgement, have been the most significant for the audit of the parent company financial statements.

Valuation of equity interests

Equity interests and related receivables, which are carried at a net amount of €331 million on the 31 December 2021 balance sheet, are initially recognised at cost and written down on the basis of their fair value.

As stated in Note 2.1.2 to the financial statements, the fair value is assessed on the basis of the fair value of the shareholders' equity, as measured based on discounted future cash flows and net debt. The outlook of each subsidiary or group of subsidiaries is taken into account, in which case consolidated data may be included in the assessment.

The estimated fair value of these equity interests, based in particular on projected discounted future cash flows, requires the use of assumptions and estimates and the exercise of judgement by management.

Our work consisted in assessing the reasonableness of the estimated fair value of equity interests, based on information provided to us. Our work consisted mainly in verifying that the estimation of these values by management is based on an appropriate justification of the measurement method and figures used.

The assessments carried out are part of our audit of the financial statements, taken as a whole and prepared under the conditions described above, and formed our opinion, which is expressed above. We do not express an opinion on individual items of these financial statements.

3. Specific verifications

We also performed the specific verifications required by law and regulations, in accordance with professional standards applicable in France.

Information provided in the management report and other documents addressed to the shareholders concerning the financial position and the annual financial statements

We have no comments to make about the accuracy and consistency with the annual financial statements of the information provided in the management report of the Board of Directors and in the documents addressed to the shareholders concerning the financial position and the annual financial statements.

We hereby confirm the accuracy and the consistency with the annual financial statements of the information on late payments referred to in Article D. 441-6 of the French Commercial Code.

Report on corporate governance

We hereby certify that the Board of Directors' report on corporate governance contains the information required by Article L. 225-37-4 of the French Commercial Code.

Other information: Acquisitions of equity interests and control

Pursuant to the law, we made certain that the other information regarding acquisitions of equity interests and control and the identity of the holders of the capital or voting rights was communicated to you in the management report.

Responsibilities of senior management and of those charged with corporate governance relating to the parent company financial statements

It is the management's responsibility to prepare the parent company financial statements representing a true and fair view in accordance with the French accounting rules and principles and to establish the internal control that it deems necessary for the preparation of the parent company financial statements free of material misstatements, whether due to fraud or error.

During the preparation of the parent company financial statements, it is the responsibility of management to assess the company's ability to continue as a going concern, to present in these financial statements, if applicable, the necessary information on the going concern basis and to apply the standard accounting policy for a going concern, unless it is planned to wind up the company or discontinue operations.

The parent company financial statements were approved by the Board of Directors.

Responsibilities of Statutory Auditors relating to the audit of the parent company financial statements

Audit objective and approach

It is our responsibility to prepare a report on the parent company financial statements. Our objective is to obtain reasonable assurance that the parent company financial statements, taken as a whole, are free of material misstatements. Reasonable assurance is a high level of assurance, without however guaranteeing that an audit performed in accordance with the professional standards applicable would systematically detect all material misstatements. Misstatements may be due to fraud or errors and are considered as material when it is reasonable to expect that they can, taken separately or together, influence the economic decisions that users of the financial statements take based on them.

As set out in Article L. 823-10-1 of the French Commercial Code, our engagement relating to the certification of the financial statements does not consist in guaranteeing the viability or quality of your company's management.

As part of an audit performed in accordance with auditing standards applicable in France, the statutory auditor exercises their professional judgement throughout the audit. Furthermore, the auditor:

- identifies and evaluates the risk of the annual financial statements containing material misstatements, whether due to fraud or error, develops and implements audit procedures in response to these risks, and gathers sufficient and appropriate evidence for the auditor's opinion. The risk of non-detection of a material misstatement due to a fraud is more serious than that of a material misstatement due to an error, since fraud may involve collusion, forgery, wilful omissions, misrepresentations or the circumvention of internal control;

- obtains an understanding of the aspects of internal control that are relevant to the audit in order to develop appropriate audit procedures, and not to express an opinion as to the effectiveness of the internal control system;

- assesses the appropriateness of the accounting methods used and the reasonableness of the accounting estimates made by the management, as well as of the related information provided in the annual financial statements;

- assesses the appropriateness of the management's use of the going concern principle in accounting and, according to the evidence obtained, the existence or otherwise of material uncertainty connected with events or situations likely to cast significant doubt on the capacity of the company to continue its operations. This assessment is based on the evidence gathered up to the date of the auditor's report, it being noted however that subsequent circumstances or events could compromise the going concern basis. If the auditor concludes that there is a significant uncertainty, the auditor draws the reader's attention within their report to the disclosures provided in the parent company financial statements regarding this uncertainty or, if such disclosures are not provided or are not relevant, issues a qualified opinion or refuses to issue an opinion;

- appraises the overall presentation of the annual financial statements and assesses whether said statements reflect the transactions and underlying events and thus provide a true and fair view thereof.

Executed in Paris and Nancy, 25 April 2022

Statutory Auditors

ADVOLIS		**BATT AUDIT**
Hugues de Noray	Nicolas Aubrun	Pascal François

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SPECIAL REPORT OF THE STATUTORY AUDITORS ON REGULATED AGREEMENTS

Year ended 31 December 2021

To the Shareholders' Meeting of EXACOMPTA CLAIREFONTAINE,

In our role as the statutory auditors of your company, we hereby present to you our report on regulated agreements.

It is our responsibility to inform you, on the basis of the information provided to us, of the essential characteristics and terms of the agreements of which we have been informed or which we have discovered during the course of our audit, as well as the reasons justifying the company's interest in said agreements, without having to express an opinion on their usefulness or appropriateness or to seek out the existence of other agreements. It is your responsibility, pursuant to ArticleR. 225-31 of the French Commercial Code, to assess the interest attached to entering into these agreements with a view to their approval.

It is also our responsibility, where appropriate, to provide you with the information stipulated in Article R. 225-31 of the French Commercial Code in relation to the performance, during the past year, of agreements already approved by the Shareholders' Meeting.

We have carried out the procedures that we judged necessary pursuant to the professional policies of the *Compagnie Nationale des Commissaires aux Comptes* (National Institute of Statutory Auditors) relating to this assignment.

Agreements submitted to the Shareholders' Meeting for approval

We have not been informed of any agreement authorised and entered into during the past year and requiring to be submitted to the Shareholders' Meeting for approval pursuant to the provisions of Article L. 225-38 of the French Commercial Code.

Agreements already approved by the Shareholders' Meeting

We hereby inform you that we have not been informed of any agreement already approved by the Shareholders' Meeting and whose performance continued during the past year.

Executed in Paris and Nancy, 25 April 2022

Statutory Auditors

ADVOLIS **BATT AUDIT**

Hugues de Noray Nicolas Aubrun Pascal François

Exacompta Clairefontaine S.A.

Consolidated financial statements for the year ended 31 December 2021

1. Consolidated financial statements

Consolidated financial position

€000	31/12/2021	31/12/2020	Notes
NON-CURRENT ASSETS	**359,281**	**359,317**	
Goodwill	45,288	42,188	(2.1.4)
Intangible assets	18,047	15,196	(2.1.4)
Property, plant and equipment	292,184	297,482	(2.1.5)
Financial assets	3,171	3,738	(2.1.6)
Deferred taxes	591	713	(2.4)
CURRENT ASSETS	**539,335**	**534,505**	
Inventories	213,617	217,365	(2.2.1)
Trade and other receivables	129,040	111,801	(2.2.2)
Advances	3,342	2,007	
Taxes receivable	496	837	
Cash and cash equivalents	192,840	202,495	(2.2.3)
TOTAL ASSETS	**898,616**	**893,822**	

SHAREHOLDERS' EQUITY	**445,165**	**424,139**	
Share capital	4,526	4,526	
Consolidated reserves	419,195	407,317	
Net income – Group share	20,677	12,315	
Shareholders' equity – Group share	**444,398**	**424,158**	
Minority interests	767	(19)	
NON-CURRENT LIABILITIES	**199,674**	**230,108**	
Non-current loans and borrowings	118,947	146,592	(2.6)
Lease liabilities (IFRS 16)	34,901	36,317	(2.6)
Deferred taxes	23,887	22,598	(2.4)
Provisions	21,939	24,601	(2.5)
CURRENT LIABILITIES	**253,777**	**239,575**	
Trade payables	76,606	68,296	
Current loans and borrowings	100,242	99,243	(2.6)
Lease liabilities (IFRS 16) – short term	10,042	9,890	(2.6)
Provisions	2,864	3,152	(2.5)
Tax liabilities	2,644	78	
Other payables	61,379	58,916	(2.10)
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	**898,616**	**893,822**	

Consolidated income statement

€000	2021	2020	Notes
Revenue	726,789	689,597	
- Sales of products	715,790	673,993	
- Sales of services	10,999	15,604	
Other operating income	10,718	22,316	
- Reversal of depreciation/amortisation	149	10,579	(2.1.4 to 2.1.6)
- Subsidies	2,001	1,258	
- Other income	8,568	10,479	
Change in inventories of finished products and work-in-progress	(5,609)	6,104	(2.2.1)
Goods and materials used	(342,413)	(326,812)	
External expenses	(114,321)	(113,072)	
Personnel expenses	(181,803)	(182,813)	(2.11)
Taxes and duties	(8,984)	(12,591)	
Depreciation/amortisation	(44,401)	(48,799)	(2.1.4, 2.1.5)
Other operating expenses	(9,559)	(19,203)	
Operating income – before goodwill impairment	**30,417**	**14,727**	
Goodwill impairment / badwill gain	-	-	(2.1.1, 2.1.4)
Operating income – after goodwill impairment	**30,417**	**14,727**	
Financial income	2,489	2,509	
Financial expenses	(3,275)	(4,399)	
Net financial items	(786)	(1,890)	(2.9)
Income taxes	(8,168)	(1,224)	(2.4)
CONSOLIDATED NET INCOME	**21,463**	**11,613**	

Net income/(loss) – minority share	**786**	**(702)**
Net income – Group share	**20,677**	**12,315**

Net income for the period	20,677	12,315	
Number of shares	1,131,480	1,131,480	(2.3)
Earnings per share (basic and diluted)	**18.27**	**10.88**	

Comprehensive income statement

€000	2021	2020
Net income	**21,463**	**11,613**
Actuarial gains/losses on post-employment benefits	2,483	(860)
Tax on items not reclassified to profit or loss	(525)	241
Items not reclassified to profit or loss	1,958	(619)
Currency translation differences arising from foreign entities' financial statements	3,237	(849)
Tax on items reclassified to profit or loss	-	-
Items reclassified to profit or loss	3,237	(849)
Items of other comprehensive income	362	(78)
Total comprehensive income	**27,020**	**10,067**
Attributable to:		
- the Group	26,234	10,769
- minority interests	786	(702)

Statement of changes in consolidated shareholders' equity

€000	Share capital	Additional paid-in capital	Reserves and consolidated results	Actuarial gains/losses	Currency translation adjustments	Total – Group share	Total – minority interests	Total shareholders' equity
Shareholders' equity at 31 December 2019	4,526	92,745	320,619	(252)	1,710	419,348	-	419,348
Dividends distributed			(3,395)			(3,395)		(3,395)
Net income/(loss) for the period			11,613			12,315	(702)	11,613
Items of other comprehensive income			(78)	(619)	(849)	(1,546)		(1,546)
Reclassification of actuarial gains/losses			(252)	252		-		-
Put option on Fizzer minority interests			(3,500)			(3,500)		(3,500)
Fizzer acquisition – minority interests			683			-	683	683
IFRIC 05/2021 - retirement commitments			936			936		936
Shareholders' equity at 31 December 2020	4,526	92,745	326,626	(619)	861	424,158	(19)	424,139
Dividends distributed			(3,394)			(3,394)		(3,394)
Net income for the period			21,463			20,677	786	21,463
Items of other comprehensive income			362	1,958	3,237	5,557		5,557
Reclassification of actuarial gains/losses			(619)	619		-		-
Put option on Fizzer minority interests			(2,600)			(2,600)		(2,600)
Shareholders' equity at 31 December 2021	4,526	92,745	341,838	1,958	4,098	444,398	767	445,165

Statement of consolidated cash flows

€000	2021	2020	Notes
Total consolidated net income	**21,463**	**11,613**	
Elimination of non-cash and non-operating expenses and income:			
• Depreciation, amortisation and provisions	43,780	49,403	(2.1.4 to 2.1.6, 2.5)
• Change in deferred taxes	791	(4,035)	(2.4)
• Post-tax gains on asset sales	292	(204)	
• Currency translation adjustments	2,235	(960)	
• Other	497	(586)	
Cash flow of consolidated companies	*69,058*	*55,231*	
• Change in operating working capital	(3,435)	1,081	Balance sheet
• Change in income taxes	6,635	5,259	
• Income taxes paid	(3,728)	(8,764)	
(1) Net cash flow from operating activities	**68,530**	**52,807**	
• Purchases of fixed assets	(31,932)	(35,080)	(2.1.4 to 2.1.6)
• Sales of fixed assets	1,341	1,109	
• Changes in consolidation – acquisitions	(3,658)	(1,507)	
(2) Net cash flow from investing activities	**(34,249)**	**(35,478)**	
• Dividends paid	(3,394)	(3,395)	(Change in shareholders' equity)
• New borrowings	22,328	37,419	
• Changes in consolidation – acquisitions	-	180	
• Loans repaid	(51,884)	(35,998)	
• Interest paid	(1,109)	(1,298)	
• Interest received	420	381	
• Lease liability payments	(11,448)	(11,611)	
(3) Net cash flow from financing activities	**(45,087)**	**(14,322)**	
(1+2+3) Total cash flow	**(10,806)**	**3,007**	

Opening cash	93,362	90,355
Closing cash	82,556	93,362
Change in cash	**(10,806)**	**3,007**

Change in cash and borrowings due in less than one year

€000	31/12/2021	31/12/2020	Change
Reported cash and cash equivalents	192,840	202,495	(9,655)
Bank overdrafts	(52,540)	(51,485)	(1,055)
Net cash and cash equivalents	**140,300**	**151,010**	**(10,710)**
Borrowings due in < 1 yr	(57,744)	(57,648)	(96)
Net cash less borrowings due in < 1 yr	**82,556**	**93,362**	**(10,806)**

COVID-19 pandemic

Thanks to preventive measures taken in 2020 and the vaccination uptake, there was no general lockdown in France in 2021. But as the country went through different waves of the pandemic and new variants developed, the government had to regulate travel, introduce vaccination checks, restrict access to public places and promote remote work.
The appropriate health measures and working arrangements put in place since 2020 continued during the year 2021.

Overall, the Group has maintained its activities. However, performance analysis is complex given the various factors at play: impacts of the pandemic, the global economic situation and issues specific to the industry.
The development of the pandemic did not lead to site closures and the Group did not make use of the PGE state-guaranteed loan scheme offered by the French government.

Post-balance sheet event: conflict in Ukraine

While the conflict has not had a significant direct impact on our supplies or sales, it does open up a period of uncertainty regarding supply volumes and the price of gas. We have no operations in Russia.

Presentation of the consolidated financial statements

1- General principles – statement of compliance

The EXACOMPTA CLAIREFONTAINE Group consolidated financial statements are prepared in accordance with IFRS (International Financial Reporting Standards), as adopted within the European Union.
The Exacompta Clairefontaine Group consolidated financial statements have been approved by the Board of Directors. They will not be final until they have been approved by the Shareholders' Meeting.
The accounting rules and methods applied remain unchanged from those applied to the year ended 31 December 2020, with the exception of the calculation of retirement commitments following an IFRIC decision.

As the impact of the change in method was to be applied retrospectively, the consolidated financial statements for the year ended 31 December 2020 have been restated. These restated financial statements are presented by comparison with the 2021 financial year, with the following differences.

Consolidated financial position (€000)	**31/12/2020 restated**	**31/12/2020 reported**	**Change**
NON-CURRENT ASSETS	**359,317**	**359,394**	**(77)**
Deferred taxes	713	790	(77)
TOTAL ASSETS	**893,822**	**893,899**	**(77)**

SHAREHOLDERS' EQUITY	**424,139**	**423,164**	**975**
Share capital	4,526	4,526	
Consolidated reserves	407,317	406,381	936
Net income – Group share	12,315	12,276	39
Shareholders' equity – Group share	**424,158**	**423,183**	**975**
Minority interests	(19)	(19)	
NON-CURRENT LIABILITIES	**230,108**	**231,160**	**(1,052)**
Deferred taxes	22,598	22,351	247
Provisions	24,601	25,900	(1,299)
TOTAL LIABILITIES	**893,822**	**893,899**	**(77)**

Consolidated income statement (€000)	2020 restated	2020 reported	Change
Income taxes	(1,224)	(1,263)	39
CONSOLIDATED NET INCOME	**11,613**	**11,574**	**39**

Net income/(loss) – minority share	**(702)**	**(702)**	
Net income – Group share	**12,315**	**12,276**	**39**

2- Adoption of international standards

Standards, amendments and interpretations mandatory from 1 January 2021

- Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 – *Interest rate benchmark reform – Phase 2*
- Amendment to IFRS 16 – *COVID-19-related rent concessions beyond 30 June 2021*

These new amendments have no material impact on the financial statements.

Standards, amendments and interpretations adopted by the European Union and mandatory after 2021

- Amendment to IFRS 3 – *Reference to the conceptual framework*
- Amendments to IAS 16 – *Property, plant and equipment — Proceeds before intended use*
- Amendments to IAS 37 – *Onerous contracts — Cost of fulfilling a contract*
- Annual improvements – *2018-2020 cycle*

In 2021, the Group did not opt for the early application of any standard, amendment or interpretation approved by the European Union.

Standards, amendments and interpretations not yet adopted by the European Union

- Amendments to IAS 1 – *Classification of liabilities as current or non-current*
- Amendments to IAS 8 – *Accounting policies, changes in accounting estimates and errors*
- Amendments to IAS 12 – *Income taxes: Deferred tax related to assets and liabilities arising from a single transaction*

The Group is currently analysing the impact of these new standards and amendments.

3- Changes in consolidation scope

On 1 July 2021, the Group took control of sister companies Loca Pub Imprimerie and CCB Creation, which were absorbed as of 31 December 2021. These two companies posted total 2021 revenues of €4.1 million. The identifiable assets acquired and liabilities assumed were recognised at their acquisition date fair value. The goodwill recognised amounted to €3.1 million for an acquisition price of €4.5 million, after fair value recognition of fixed assets at €0.4 million.

4- Bases of preparation of the financial statements

The financial statements are presented in euros, rounded to the nearest one thousand euros.
They are prepared on the basis of historical cost, with the exception of financial instruments, which are stated at fair value.

The preparation of financial statements under IFRS requires the exercise of judgement by management in making estimates and assumptions that have an impact on the application of the accounting policies and on the amounts of the assets, liabilities, income and expenses.

The underlying estimates and assumptions are made based on past experience and other factors deemed reasonable in view of the circumstances. They also form the basis for the exercise of judgement required for determining the book values of assets and liabilities that cannot be obtained directly from other sources. Real values may differ from the estimated values.
The estimates and underlying assumptions are reviewed on an ongoing basis. The impact of changes in accounting estimates is recorded during the period in which the change occurs and all subsequent periods affected.
The accounting methods described below have been applied on a consistent basis to all the periods presented in the consolidated financial statements. Furthermore, said methods have been applied uniformly to all Exacompta Clairefontaine Group entities.

5- Consolidation of subsidiaries

The consolidated financial statements include the financial statements of the parent company, Exacompta Clairefontaine, and those of the entities controlled by the parent company (the "subsidiaries").
Control means the power to direct, directly or indirectly, the financial and operating policies of the entity in order to obtain benefits from its activities.
The financial statements of the subsidiaries are included in the consolidated financial statements from the date on which control was obtained until the date on which control is no longer held.

The balances shown in the balance sheet, unrealised losses and gains, and the income and expenses resulting from Group transactions are eliminated in the consolidation.
Unrealised gains arising from transactions with affiliates are eliminated in proportion to the Group's equity interest. Unrealised losses are eliminated in the same way, but only if they do not represent a loss in value.

6- Foreign currencies

The individual financial statements of each of the Group's entities are presented in the currency of the economic environment in which the entity operates. For the purposes of the consolidated financial statements, the profit or loss and the financial position of each entity are stated in euros, which is the functional currency of Exacompta Clairefontaine S.A. and the currency in which the consolidated financial statements are presented.

Transactions in foreign currency are recorded at the exchange rate in effect on the date of the transaction. Monetary assets and liabilities denominated in a foreign currency at the balance sheet date are converted to euros at the closing rate. The currency translation differences resulting from this conversion are recorded in the income statement as financial income or expense, as applicable.

The assets and liabilities of each individual entity that engages in its activity abroad are converted to euros at the exchange rates in effect at the balance sheet date. Income and expenses are converted at the average exchange rates for the period, which is a sufficient approximation of the rates on the transaction dates.
The currency translation differences resulting from the conversion are recorded under currency translation adjustments as a separate shareholders' equity account.

7- Business combinations

Business combinations are accounted for using the acquisition method.

- Acquisition cost corresponds to the fair value of assets obtained, equity instruments issued, where applicable, and liabilities incurred or assumed.
  The costs related to the acquisition are recorded as expenses.
- Assets acquired and liabilities transferred are recognised at their acquisition date fair value.

Where applicable, the non-controlling interest in the acquired entity is measured either at fair value or at the share of the fair value of assets and liabilities of the subsidiary acquired. This option is available at each business combination and cannot be changed subsequently.

In the case of a step acquisition, the share of the interest held prior to the acquisition date is measured at its fair value. The related profit or loss is recorded in income.

If a business combination takes place under favourable conditions, the purchaser records the corresponding profit under income as at the acquisition date.

A business combination involving a number of entities under common control is a grouping in which all of the entities or operations that are grouped are ultimately controlled by the same party, both before and after the combination, and where this control is not temporary.
In the absence of specific provisions in the accounting standards, the Group applies the book value method to all transactions involving the entities under common control.

8- Goodwill

Goodwill arising from a business combination is valued as the excess of the consideration transferred over the net balance, as at the acquisition date, of identifiable assets acquired and liabilities assumed, measured at fair value.
The initial valuation of the business combination can be adjusted against goodwill if there is new information on circumstances existing at the acquisition date. The adjustment period in respect of the initial valuation is limited to 12 months from the acquisition date.

Subsequent changes in the percentage of the equity interest that do not impact the control of the acquired company are considered transactions between shareholders. The difference between the purchase (or disposal) value and the book value of the share acquired (or sold) is recognised under equity.

Goodwill is initially valued at cost and recorded as an asset in accordance with the principles set out in paragraph 7 above. It is thereafter valued at cost, less accumulated impairment.

For the purposes of impairment testing, goodwill is allocated to the cash generating units (CGU) represented by the Group's five departments: Paper; Office and filing articles; School stationery, fine arts and crafts; Diaries and calendars; Digital photography. They are comprised of subsidiaries or groups of subsidiaries with synergies and no independent cash flows.
These CGUs are largely independent of the consolidated Group and are smaller than the operating segments defined by IFRS 8 *Operating segments*.

Impairment tests are carried out on all cash generating units to which goodwill is allocated; these tests are performed annually, and at each account statement date if there is an indication of impairment.
The recoverable value of the CGUs is the higher of the market value and the value in use resulting from a discounted cash flow (DCF) analysis carried out as follows in accordance with IAS 36:

- Discount rate equal to the expected market return for an equivalent investment, regardless of the financing sources. This discount rate is a post-tax rate applied to post-tax cash flows. Its use leads to the determination of recoverable values identical to those obtained by using a pre-tax rate applied to pre-tax cash flows.
- 3-year business plans approved by management.
- Extrapolation of cash flow from operations beyond 3 years based on a growth rate specific to the industry.

If the recoverable value of the cash generating unit is less than that unit's book value, the loss in value is first allocated to reducing the book value of any goodwill allocated to that cash generating unit, and then to other assets of the unit, pro rata to the book value of each asset in the unit.
Impairment of goodwill recorded in the income statement is not reversed in a subsequent period.

9- Property, plant and equipment

Group land and buildings are intended for use in the production or supply of goods and services, or for administrative purposes.
The Group does not hold any material real estate that should be classified as an investment. The industrial facilities and other equipment are operating assets for the production or supply of goods and services.

All Group property, plant and equipment is recorded at historical purchase cost, less accumulated depreciation and impairment.
Property, plant and equipment under construction comprises assets intended for use in production and is recorded at cost, less any impairment identified.
When items of property, plant and equipment have different useful lives, they are recorded as separate assets. All ongoing service and maintenance costs are recorded as expenses at the time they are incurred.

Depreciation is recognised as expenses using the straight line method, without any residual value. The depreciation is calculated based on the estimated useful life of each component of fixed assets on the following bases and by year:

- Land	not depreciated
- Buildings	25 to 40 years
- Fixtures and furnishings	10 to 20 years
- Plant and equipment	10 to 20 years
- Other office supplies and computer hardware	3 to 10 years

The useful life of the main assets is reviewed when the accounts are closed. Any change in the useful life is recorded on a prospective basis as a change in an accounting estimate.

10- Leases and right-of-use assets

Recognition of operating leases

All operating leases are recognised pursuant to a single model that records a leasing liability corresponding to the sum of the discounted future lease payments and a right-of-use asset amortised over the residual term of the lease.

Lease types

The leases are almost 90% real estate leases, with the remainder primarily corresponding to vehicles and handling equipment.
For the specific case of commercial leases, the term used for these leases is the generally enforceable period. The IFRIC decision of 26 November 2019 had no material impact, as lease terms coincided with the useful life of non-removable leasehold improvements.

Interest rate

As it is not possible to determine the interest rates implicit in the leases, the Group uses its incremental borrowing rate to measure the lease liability.
It is established by reference to the interest rates of loans, whether taken out or not, that have similar maturities and payment profiles. In particular, the interest rate is established based on 7-10 year maturities applicable to real estate leases, which account for the majority of right-of-use assets.

11- Intangible assets

Research and development costs

Research costs are recorded as expenses in the year in which they are incurred.
Development expenses are recorded as a non-current asset if the costs can be reliably measured and if the Group can demonstrate the technical and commercial feasibility of the product or procedure, the existence of probable future economic benefits and its intention, as well as the availability of sufficient resources, to complete the development of and use or sell the asset.
When the requirements for recording development expenses in assets are not met, they are recognised as expenses for the year in which they are incurred.

Trademarks

Trademarks are recorded as intangible assets at fair value as at the purchase date. In the absence of a foreseeable limit on their capacity to generate net cash flows, the useful life of the trademarks used by the Group is considered to be indefinite.
They are not amortised but undergo an impairment test once a year and at each balance sheet date if there is an indication of any loss in value. The recoverable value is determined based on expected discounted cash flows.

Expenses for internally generated trademarks are expensed as incurred.

Other intangible assets

Other intangible assets purchased by the Group are recorded at cost less amortisation and accumulated impairment.
Amortisation is recognised as an expense under the straight line method over the estimated useful life, on the following bases and by year:

- Patents, licences and software	3 to 8 years
- Other intangible assets	5 to 10 years

12- Impairment of property, plant and equipment and intangible assets (excluding goodwill and trademarks)

At the end of each period, the Group reviews the book values of property, plant and equipment and intangible assets in order to determine whether there is any indication that an asset has suffered impairment. If it has, the recoverable value of the asset is estimated in order to determine the potential impairment.

The recoverable value of an asset is the higher of the fair value less costs to sell and the value in use. The value in use is estimated using the discounted future cash flows method. If the recoverable value is estimated to be less than the book value, impairment is recognised immediately in expenses in the income statement.

Impairment recorded for an asset during a prior period may be reversed if there has been a change in the estimates used to determine the recoverable value. However, any book values that have been increased following a reversal of impairment may not exceed the book value that would have been determined after depreciation or amortisation, if no impairment had been recorded. Impairment reversals are recorded in the income statement.

13- Financial assets

Unconsolidated equity interests are classified as assets available for sale and are measured at fair value; changes in fair value are recorded under shareholders' equity.
If the fair value cannot be reliably estimated, equity interests continue to be measured at purchase cost. In the event of a write-down, the loss in value is recorded in the income statement.

Intercompany receivables and other non-current financial assets are measured initially at fair value and subsequently at amortised cost.

14- Trade and other receivables

Trade and other receivables are measured initially at fair value and subsequently at amortised cost. Any losses in value are recorded in the income statement when the recoverable value is less than the book value. Impairment is established based on the credit losses expected over their useful life.
No one client individually accounts for more than 10% of the Group's consolidated revenue.

15- Inventories

Inventories are valued at their purchase or production cost or, if lower, at their net realisable value. The net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated costs necessary to make the sale.
The cost of inventories includes direct raw materials costs, direct labour costs and directly attributable general expenses incurred to put the inventories in place in their existing condition. In general, the cost is calculated using the weighted average cost method.

Greenhouse gas emission rights

Three of the Group's paper mill subsidiaries are subject to the European regulation on greenhouse gas emissions. An allowance is a unit of account that represents the emission of one tonne of carbon dioxide.
The fourth phase of the EU Emissions Trading Scheme (EU ETS) covers the 2021-2030 period. The total amount of allowances issued free of charge for the 2021-2025 period was set forth in an order dated 10 December 2021.
The recognition methods applied by the Group are those derived from ANC regulation 2012-03. Pursuant to the regulation, the Group applies the "production" model, in which the holding of allowances is linked to a production process that generates greenhouse gas emissions. The allowances are used in order to comply with the requirement to surrender them to the State.

The main features of the model applied by the Group are as follows:

- The allowances are recorded under inventories.
  - Allowances allocated by the State are recorded at zero value. They are treated purely in terms of volume.
  - Purchased allowances are recorded at purchase cost.

- Balance sheet valuation
  - An impairment charge is recorded when the present value of inventories is lower than the book value.
  - No specific valuation is carried out in the case of allocated allowances, as they are recorded at zero value.
- Inventory withdrawal
  - The allowances are withdrawn from inventories on an ongoing basis in line with actual CO_2 emissions. Allocated allowances have no impact on the financial statements.
  - Any gains or losses arising from the sale of emission allowances are recorded under operating income.
- Requirements related to greenhouse gas emissions
  - The basic requirement to surrender the CO_2 emission allowances in accordance with emissions produced remains unchanged from the previous allocation periods.
  - At the end of each reporting period, if the Group lacks a sufficient number of allowances [allocated + purchased] to meet its obligation to surrender allowances to the State, a liability representing the value of missing allowances to be purchased is recorded.

16- Cash and cash equivalents

Cash and cash equivalents include cash on hand, bank balances and short-term investments in money market instruments.
These investments can be converted into a known amount of cash within one week at most and are subject to a negligible risk of a change in value.
Financial assets held for trading (marketable securities) are assets valued at fair value through profit or loss.
Bank overdrafts repayable on demand and current borrowings, which are an integral part of the Group's cash management, are included in cash and cash equivalents for the purposes of the cash flow statement.

17- Derivative financial instruments

The Group no longer holds any derivative financial instruments for the purpose of limiting its exposure to interest rate risks.
The Group does not apply hedge accounting (cash flow and fair value hedges). The corresponding derivative financial instruments are included in financial assets and liabilities measured at fair value through profit or loss. The profit or loss resulting from subsequent measurements of the fair value is recorded immediately in income.

18- Loans

All interest-bearing loans are measured initially at fair value and subsequently at amortised cost.
Transaction costs are included in the initial measurement of financial instruments that are not measured at fair value through profit or loss. The transaction costs are the marginal costs directly attributable to the purchase or issuance of a financial instrument and do not include internal administration costs.

All loan expenses are recorded as expenses for the period in which they are incurred.

Put options granted to third-party minority shareholders of controlled subsidiaries constitute a financial liability. The liability is measured on the basis of the contracts and may be remeasured based on the results achieved by the entity. The Group records these put options as financial liabilities at the present value of the exercise price of these options after deduction of the related minority interests with an offsetting entry to shareholders' equity, Group share.
Subsequent changes in the liability are treated in the same manner.

19- Employee benefits

Defined contribution plans

Payments to a defined contribution plan are recorded as expenses at the time they are incurred.

Post-employment benefits

The Group's net liability for defined benefit plans is estimated separately for each scheme by estimating the amount of the future benefits acquired by personnel in exchange for services rendered during the present and prior periods.
This amount is discounted to determine its present value, and is reduced by the fair value of the plan assets.
The discount rate is determined using the French average bond market rate on the balance sheet date, based on blue chip corporate bonds. The calculations are performed using the projected unit credit method.
Actuarial gains and losses are recorded under items of other comprehensive income and are not reclassified to profit or loss.

20- Provisions

A provision is recorded in the balance sheet when the Group has a current legal or constructive obligation resulting from a prior event and it is probable that an outflow of resources representing economic benefits will be necessary to satisfy the obligation.
A restructuring provision is recorded when a transaction is approved by the Group and has been the subject of a notification.
The amount recorded in provisions is the best estimate of the expense that will be required to satisfy the obligation. The amount is discounted when the impact is material.

21- Income and expenses

Revenue from contracts with customers

Sales of products and services are measured at the fair value of the consideration received or receivable, net of trade discounts and sales taxes.

Sales of goods are recorded in the income statement at the time of delivery of the goods and transfer of ownership to the buyer, who takes on their risks and benefits.
Income obtained from the provision of services is recorded in the income statement based on the percentage of completion of the service at the balance sheet date, and is valued based on the work performed.
The contracts entered into by the Group do not provide for variable considerations or payment terms over 1 year.

Public subsidies

The public subsidies that offset some expenses incurred by the Group are, with some exceptions, recorded as income in the income statement, for the period in which the expenses are incurred. The exceptions relate to public schemes targeted for the compensation of identified expenses, such as furlough schemes.

The subsidies that cover all or part of the costs of an asset are deducted from this asset to determine its cost price.
The subsidy is recorded as income over the useful life of the asset and can be amortised through a decrease in the depreciation expense.

Operating income

Operating income and expenses are classified by accounting type and not based on whether they are current or non-current.

Net financial items

Net financial items include interest payable on loans and cash liabilities, interest receivable on investments, foreign exchange gains and losses, and gains and losses on financial instruments that are recorded in the income statement.

22- Income tax

Income taxes include current tax expense or income and deferred tax expense or income. The tax is recorded in income unless it is related to items posted directly to shareholders' equity, in which case it is recorded in shareholders' equity.
The *Cotisation sur la Valeur Ajoutée des Entreprises* (CVAE – French business value added tax) is not classified as an income tax and does not come within the scope of IAS 12. The contributions are recorded under operating expenses.

Current tax is the estimated tax due on taxable income for a period and any adjustment of the amount of current tax for prior periods.

Deferred tax is determined using the balance sheet liability method for all temporary differences between the book value of the assets and liabilities and their tax bases, based on tax rates that were adopted or substantially adopted at the balance sheet date.

No deferred tax is posted in respect of the following items:

- Goodwill not deductible for tax purposes;
- Initial recording of an asset or liability that affects neither accounting income nor taxable income (except in the case of a business combination).

A deferred tax asset is not recorded unless it is probable that the Group will have future taxable income against which this asset can be charged. Deferred tax assets are reduced or not recorded when there is uncertainty as to whether sufficient taxable income will be available to recover them.
There are no tax losses that can be recognised as assets at the level of the Exacompta Clairefontaine tax group.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset tax assets and liabilities due, when they involve taxes on income withheld by the same tax authority and the Group intends to pay them based on their net amount.

23- Management of financial risk

Generally, the Exacompta Clairefontaine Group does not engage in any complex financial transactions. However, it is exposed to certain risks related to the use of financial instruments in the context of its activities.
Risk management is performed by the operating units, in accordance with the policy established by senior management.

Market risks

Exposure to market risks involves mainly exchange rate and interest rate risks.

- Foreign exchange risk

The Group operates internationally. Risks related to commercial transactions denominated in a currency other than the respective functional currencies of Group entities are related mainly to purchases of raw materials denominated in US dollars. In order to manage this foreign exchange risk, the Group may use options contracts to hedge forecast transactions in this currency.

- Interest rate risk

The Group contracted a number of interest rate swaps in respect of loans initially issued at floating rates, which exposed the Group to cash flow fluctuation risk.
Due to the current low fixed rates, it was not considered appropriate to use new derivative financial instruments.

Liquidity risk

The Group's approach to managing this risk is to ensure that it always has sufficient liquid assets to meet its liabilities as they fall due without incurring unacceptable losses or damaging its reputation.
To this effect, short-term financing (maturities of less than one year) is provided by commercial paper on which a fixed rate is paid.
The Group also has lines of credit to cover medium-term maturities.

The Group has conducted a specific review of its liquidity risk and deems that it will be able to meet future maturities.

Credit risk

Credit risk represents the risk of financial loss for the Group if a client or counterparty to a financial instrument fails to perform its contractual obligations.

- Trade and other receivables

The credit risk remains spread over a large number of clients even though there is a concentration of distributors of our products. The risk of default by business sector and by country in which the clients engage in their activities does not have a significant influence on credit risk.

The Group has implemented tools to monitor outstandings that enable it to ensure that its clients have an appropriate credit history. Clients that do not satisfy solvency requirements cannot carry out transactions with the Group without making advance payments.
Credit risk is also limited by taking out credit insurance policies.
The Group determines a level of write-downs that represents its estimate of losses that will be incurred in respect of trade and other receivables.
Impairment charges correspond to specific losses related to individual risks. The amounts presented in the balance sheet are net of impairment recorded.

- Investments

The Group limits its exposure to credit risk from investments, short-term deposits and other cash instruments by investing only in liquid securities.
As the counterparties are leading banks, the Group does not expect that any of them will default.

24- Segment information

The operating segments are based on the Group's internal organisation and are defined by area of activity.

The Group's operating segments corresponding to its main areas of activity are as follows:

- Paper: production, finishing and formatting of paper
- Processing: manufacture of stationery, office and filing items and digital photos.

Transactions between the different operating segments are carried out on arm's length terms.

Segment information by geographic area is also presented and is divided by sales-to-customer area in respect of revenues and by the area in which the consolidated companies are located in respect of other information.

2. Notes to the consolidated financial statements

2.1 Non-current assets

2.1.1 Intangible assets and goodwill

Trademarks

"Concessions, licences, trademarks and similar rights" includes trademarks totalling a net amount of €5,367,000.

Goodwill

Goodwill mainly pertains to the businesses of the Digital department (€30.2 million) and the manufactured papers department (€11.2 million).
The segment information shows the breakdown of goodwill by business and geographic segment.

The annual impairment test of CGUs was performed in 2021 based on the cash flow value-in-use method, by discounting the future cash flows generated by the continuous use of each CGU.
The methods used for determining the value in use in 2021 are similar to those used in 2020.

The key assumptions used for determining the recoverable amounts are the discount rate and the growth rate used to determine the terminal value.

- The cash flow discount rates used for CGUs were estimated based on the weighted average cost of capital, giving a pre-tax rate of between 5.78% and 7.54% for the four departments of the processing division and 7.43% for the paper department. They include an inflation rate of 0.8% in respect of a specific premium.
- The long term perpetual growth rates of the CGUs are mainly between 0% and 1.5%.

The risk of impairment losses due to changes in key assumptions was measured by applying:
- a one percentage point increase in the discount rate;
- a one percentage point decrease in the perpetual growth rate.

The sensitivity of impairment losses to changes in key assumptions does not lead to the recognition of an impairment loss for any of the CGUs.

2.1.2 Property, plant and equipment

The useful life of the principal assets has been reviewed by the Group. No changes in useful life leading to a material change in the accounting estimates were identified during the year.

IFRS 16 – Leases

As it is not possible to determine the interest rates implicit in the leases, the Group uses its incremental borrowing rate to measure the lease liability. It is established by reference to the interest rates of loans, whether taken out or not, that have similar maturities and payment profiles. In particular, it is established based on 7-10 year maturities applicable to real estate leases, which represent almost 90% of Group leases in terms of right-of-use asset value.
The review of the decision of the IFRS Interpretations Committee of 26 November 2019 did not have a significant impact. In particular, it provided for consistency between terms of leases and non-removable leasehold improvements.
Low-value asset leases were excluded.

Lease categories at 31/12/2021

€000	Real estate	Industrial equipment	Other	Total
Right-of-use assets	61,332	2,897	4,460	68,689
Depreciation	20,346	1,326	2,306	23,978
Net amount	**40,986**	**1,571**	**2,154**	**44,711**

Lease liabilities are carried under liabilities on the balance sheet and are presented in Note 2.6.
The income statement shows a right-of-use asset depreciation expense of €10,921,000 and lease interest payments totalling €380,000.

Leases are aggregated in the tables of changes in property, plant and equipment.

2.1.3 Financial assets

Unconsolidated equity interests and other long-term investments are stated at cost if there is no reliable fair value.
Intercompany receivables, loans and other financial assets are valued at amortised cost. The book value is equal to the fair value.
Other receivables mainly comprise deposits and guarantees totalling €1,681,000.

2.1.4 Intangible assets and goodwill

At 31 December 2021 (€000)	Goodwill	Concessions, licences, trademarks and similar rights	Other	Total intangible assets
Gross value b/fwd	42,188	49,166	10,476	59,642
Purchases		1,104	2,183	3,287
Sales		(427)		(427)
Changes in consolidation scope	3,100			
Currency translation adjustments		594	91	685
Transfers and other changes		5,615	(2,440)	3,175
Gross value c/fwd	**45,288**	**56,052**	**10,310**	**66,362**
Amortisation and write-downs b/fwd	0	37,685	6,761	44,446
Sales		(425)		(425)
Changes in consolidation scope				
Amortisation		3,209	426	3,635
Write-downs				
Reversals		(23)		(23)
Currency translation adjustments		526	81	607
Transfers and other changes		77	(2)	75
Amortisation and write-downs c/fwd	**0**	**41,049**	**7,266**	**48,315**
Net book value b/fwd	**42,188**	**11,481**	**3,715**	**15,196**
Net book value c/fwd	**45,288**	**15,003**	**3,044**	**18,047**

At 31 December 2020 (€000)	Goodwill	Concessions, licences, trademarks and similar rights	Other	Total intangible assets
Gross value b/fwd	37,383	46,728	6,724	53,452
Purchases		1,004	1,425	2,429
Sales		(2,580)	(10)	(2,590)
Changes in consolidation scope	4,805	593	2,800	3,393
Currency translation adjustments		58	(60)	(2)
Transfers and other changes		3,363	(403)	2,960
Gross value c/fwd	**42,188**	**49,166**	**10,476**	**59,642**
Amortisation and write-downs b/fwd	0	34,192	5,338	39,530
Sales		(2,580)	(10)	(2,590)
Changes in consolidation scope		181		181
Amortisation		5,814	1,476	7,290
Write-downs		23		23
Reversals				
Currency translation adjustments		55	(43)	12
Transfers and other changes				
Amortisation and write-downs c/fwd	**0**	**37,685**	**6,761**	**44,446**
Net book value b/fwd	**37,383**	**12,536**	**1,386**	**13,922**
Net book value c/fwd	**42,188**	**11,481**	**3,715**	**15,196**

2.1.5 Property, plant and equipment

At 31 December 2021 (€000) Incl. IFRS 16 right-of-use assets	Land and buildings	Plant and equipment	Other PP&E	Advances and PP&E in progress	Total
Gross value b/fwd	307,840	553,745	58,455	9,036	929,076
Purchases	9,279	13,641	3,550	11,543	38,013
Sales	(3,532)	(7,261)	(1,925)		(12,718)
Changes in consolidation scope		314	322		636
Currency translation adjustments	3,939	2,032	490	8	6,469
Transfers and other changes	318	5,142	492	(9,054)	(3,102)
Gross value c/fwd	**317,844**	**567,613**	**61,384**	**11,533**	**958,374**
Depreciation and write-downs b/fwd	178,549	408,563	44,482	0	631,594
Sales	(3,080)	(6,785)	(1,878)		(11,743)
Changes in consolidation scope		253	268		521
Depreciation	14,994	21,316	4,456		40,766
Write-downs					
Reversals	(111)	(9)	(6)		(126)
Currency translation adjustments	2,969	1,814	397		5,180
Transfers and other changes	(109)	38	69		(2)
Depreciation and write-downs c/fwd	**193,212**	**425,190**	**47,788**	**0**	**666,190**
Net book value b/fwd	**129,291**	**145,182**	**13,973**	**9,036**	**297,482**
Net book value c/fwd	**124,632**	**142,423**	**13,596**	**11,533**	**292,184**

At 31 December 2020 (€000) Incl. IFRS 16 right-of-use assets	Land and buildings	Plant and equipment	Other PP&E	Advances and PP&E in progress	Total
Gross value b/fwd	288,507	533,544	55,501	11,726	889,278
Purchases	19,568	17,578	3,991	11,290	52,427
Sales	(3,304)	(6,512)	(2,085)		(11,901)
Changes in consolidation scope	607	2,007	361		2,975
Currency translation adjustments	(335)	(569)	(129)	5	(1,028)
Transfers and other changes	2,797	7,697	816	(13,985)	(2,675)
Gross value c/fwd	**307,840**	**553,745**	**58,455**	**9,036**	**929,076**
Depreciation and write-downs b/fwd	167,463	389,943	41,703	159	599,268
Sales	(3,156)	(5,954)	(1,986)		(11,096)
Changes in consolidation scope	465	1,783	224		2,472
Depreciation	14,754	21,886	4,657		41,297
Write-downs	111	9	6		126
Reversals				(159)	(159)
Currency translation adjustments	(18)	(481)	(101)		(600)
Transfers and other changes	(1,070)	1,377	(21)		286
Depreciation and write-downs c/fwd	**178,549**	**408,563**	**44,482**	**0**	**631,594**
Net book value b/fwd	**121,044**	**143,601**	**13,798**	**11,567**	**290,010**
Net book value c/fwd	**129,291**	**145,182**	**13,973**	**9,036**	**297,482**

2.1.6 Financial assets

At 31 December 2021 (€000)	Unconsolidated equity interests	Loans	Other receivables	Total
Gross value b/fwd	17,366	939	2,577	20,882
Purchases		39	45	84
Sales		(36)	(620)	(656)
Changes in consolidation scope				
Currency translation adjustments	727		14	741
Transfers and other changes				
Gross value c/fwd	**18,093**	**942**	**2,016**	**21,051**
Write-downs b/fwd	17,111	33	0	17,144
Purchases/sales				
Changes in consolidation scope				
Write-downs	42			42
Reversals		(33)		(33)
Currency translation adjustments	727			727
Transfers and other changes				
Write-downs c/fwd	**17,880**	**0**	**0**	**17,880**
Net book value b/fwd	**255**	**906**	**2,577**	**3,738**
Net book value c/fwd	**213**	**942**	**2,016**	**3,171**

At 31 December 2020 (€000)	Unconsolidated equity interests	Loans	Other receivables	Total
Gross value b/fwd	34,112	960	1,943	37,015
Purchases		46	590	636
Sales	(11,778)	(65)	(12)	(11,855)
Changes in consolidation scope	(5,250)		64	(5,186)
Currency translation adjustments	249		(10)	239
Transfers and other changes	33	(2)	2	33
Gross value c/fwd	**17,366**	**939**	**2,577**	**20,882**
Write-downs b/fwd	27,216	33	2	27,251
Purchases/sales				
Changes in consolidation scope				
Write-downs	106			106
Reversals	(10,441)		(2)	(10,443)
Currency translation adjustments	230			230
Transfers and other changes				
Write-downs c/fwd	**17,111**	**33**	**0**	**17,144**
Net book value b/fwd	**6,896**	**927**	**1,941**	**9,764**
Net book value c/fwd	**255**	**906**	**2,577**	**3,738**

2.1.7 Table of maturities of other financial assets

At 31 December 2021 (€000)	< 1 year	1-5 years	> 5 years	Total
Loans	82	184	676	942
Other financial assets	129	2	1,885	2,016
Financial assets and receivables	**211**	**188**	**2,561**	**2,958**

At 31 December 2020 (€000)	< 1 year	1-5 years	> 5 years	Total
Loans	111	152	676	939
Other financial assets	117	2	2,458	2,577
Financial assets and receivables	**228**	**154**	**3,134**	**3,516**

2.2 Current assets

2.2.1 Inventories by type

At 31 December 2021 (€000)	Raw materials	Work-in-progress	Semi-finished and finished goods	Total
Gross value b/fwd	92,383	20,562	122,749	235,694
Change	938	1,355	(6,792)	(4,499)
Changes in consolidation scope	143			143
Gross value c/fwd	**93,464**	**21,917**	**115,957**	**231,338**
Write-downs b/fwd	10,968	1,259	6,102	18,329
Additions	9,437	999	5,184	15,620
Reversals	(9,608)	(1,190)	(5,466)	(16,264)
Currency translation adjustments and other	10	2	24	36
Write-downs c/fwd	**10,807**	**1,070**	**5,844**	**17,721**
Net book value b/fwd	**81,415**	**19,303**	**116,647**	**217,365**
Net book value c/fwd	**82,657**	**20,847**	**110,113**	**213,617**

At 31 December 2020 (€000)	Raw materials	Work-in-progress	Semi-finished and finished goods	Total
Gross value b/fwd	87,862	22,163	115,718	225,743
Change	4,229	(1,632)	6,751	9,348
Changes in consolidation scope	292	31	280	603
Gross value c/fwd	**92,383**	**20,562**	**122,749**	**235,694**
Write-downs b/fwd	10,537	1,404	6,461	18,402
Additions	11,175	1,001	5,033	17,209
Reversals	(10,739)	(1,146)	(5,383)	(17,268)
Currency translation adjustments and other	(5)		(9)	(14)
Write-downs c/fwd	**10,968**	**1,259**	**6,102**	**18,329**
Net book value b/fwd	**77,325**	**20,759**	**109,257**	**207,341**
Net book value c/fwd	**81,415**	**19,303**	**116,647**	**217,365**

2.2.2 Write-down of other current assets

€000	Write-downs b/fwd	Additions	Reversals	Changes in consolidation scope and other differences	Write-downs c/fwd
Trade receivables	1,875	1,451	(918)	134	2,542
Other receivables	241				241
Total	**2,116**	**1,451**	**(918)**	**134**	**2,783**

Statement of maturities of trade and other receivables

€000	< 1 year	1-5 years	> 5 years	Total
Trade and similar receivables	112,577	1,271		113,848
Taxes and social security contributions receivable	12,307			12,307
Other receivables	2,940			2,940
	127,824	**1,271**		**129,095**
Impairment				(2,783)
Financial assets				**126,312**

Prepaid expenses	2,728
Reported trade and other receivables	**129,040**

2.2.3 Cash and cash equivalents

€000	31/12/2021	31/12/2020	Change
Cash at bank	166,527	176,481	(9,954)
Cash equivalents	26,313	26,014	299
Total	**192,840**	**202,495**	**(9,655)**

Financial assets held for trading (marketable securities) are assets valued at fair value through profit or loss. The book value of €26,313,000 equals the market value at 31 December 2021. The book value is equal to the fair value.

2.3 Shareholders' equity

The parent company's share capital consists of 1,131,480 shares with a par value of 4 euros each, totalling €4,525,920, and did not change during the period. A double voting right is granted to each fully paid-up share which has been registered for at least two years in the name of the same shareholder.
The Group has not implemented any specific capital management policy.

Etablissements Charles Nusse holds 80.46% of the share capital.

2.4 Deferred taxes

The principal sources of deferred taxes are trademarks, regulated provisions, public subsidies, internal profits on inventories and provisions.

Change in deferred taxes

€000	31/12/2021	31/12/2020	Change
Deferred tax assets	591	713	(122)
Deferred tax liabilities	23,887	22,598	1,289
Net deferred tax	**23,296**	**21,885**	**1,411**

Breakdown of tax charge

€000	2021	2020
Current tax	(7,377)	(5,298)
Deferred taxes	(791)	4,074
Tax income/(charge)	**(8,168)**	**(1,224)**

Tax proof

€000	2021	2020
Consolidated net income after tax	21,463	11,613
Goodwill impairment, net of badwill gain		
Income taxes	7,377	5,298
Deferred taxes	791	(4,074)
Consolidated tax base	29,631	12,837
Statutory tax rate applicable to parent company	26.5%	28%
Theoretical tax charge	**7,852**	**3,594**
Tax assets recognised on foreign companies	820	(1,217)
Tax rate differences	21	164
Accounting/tax timing differences	1,765	(474)
Tax debits and credits	(1,745)	1,448
Deferred tax at 25%	-	(2,291)
Other effects	(545)	-
Actual tax charge	**8,168**	**1,224**

Income taxes	7,377	5,298
Deferred taxes	791	(4,074)
Reported tax charge	**8,168**	**1,224**

2.5 Provisions

€000	Provisions b/fwd	Additions	Reversals	Provisions not used	Other changes	Provisions c/fwd
Post-employment benefits	24,601	1,639	(1,460)	(372)	(2,469)	21,939
Non-current provisions	**24,601**	**1,639**	**(1,460)**	**(372)**	**(2,469)**	**21,939**
Provisions for contingent liabilities	3,073	1,088	(1,697)	(418)	1	2,047
Other provisions for charges	79	830	(92)			817
Current provisions	**3,152**	**1,918**	**(1,789)**	**(418)**	**1**	**2,864**

Provisions for post-employment benefits are provisions for pensions and similar obligations. The other changes correspond to actuarial adjustments recorded under comprehensive income.

The main change in provisions for contingent liabilities is a €1,020,000 reversal of provisions for restructuring.

Post-employment benefits mainly consist of retirement indemnities.
They are calculated at each closing date according to the following main parameters:

- probability of retirement, staff turnover and mortality;
- projected salary increases;
- discounting the resulting liability at 0.25%.

The amounts paid to insurance organisations are deducted from provisions.

The calculation of retirement commitments was changed following an IFRIC decision. The retrospective application of the change in method led to restatement of the financial statements for the year ended 31 December 2020.

Change in the provision for post-employment benefits

€000	31/12/2021	31/12/2020
Liability b/fwd	**24,601**	**25,350**
IFRIC change		(1,299)
Cost of services rendered	1,296	1,553
Financial expense	113	267
Changes for the period	(1,587)	(2,130)
→ *o/w new recruits*	*56*	*390*
→ *o/w departures during the period*	*(1,643)*	*(2,520)*
Liability excluding actuarial gains and losses	**24,423**	**23,741**
Actuarial gains and losses under comprehensive income	(2,484)	860
Liability c/fwd	**21,939**	**24,601**

The recorded liability includes €17,934,000 of obligations under the plan applicable to French companies and €4,005,000 under plans applicable to foreign companies.

2.6 Loans, borrowings and lease liabilities

Statement of liquidity risk

€000	< 1 year	1-5 years	> 5 years	Total
Loans from financial institutions	39,517	77,214	16,693	133,424
Lease liabilities	10,042	26,527	8,374	44,943
Other borrowings	6,159	40		6,199
Bank loans and overdrafts	52,540			52,540
Subtotal	**108,258**	**103,781**	**25,067**	**237,106**
Shareholder loan accounts (credit balance)	2,000		25,000	27,000
Accrued interest	26			26
Total	**110,284**	**103,781**	**50,067**	**264,132**
Estimated interest to maturity				*2,166*

Medium and long-term financing excluding IFRS 16 lease liabilities consists of loans negotiated at fixed rates.
The liability related to the Fizzer minority interests put option was recognised under "Other borrowings" in an amount of €6,100,000, the maximum estimated value of the option's exercise price.
The fair value of borrowings is equal to the book value.

Change in borrowings

€000	31/12/2020	Cash flows	Non-cash items			31/12/2021
			Changes in consolidation scope	New leases	Foreign exchange gains/losses	
Bank loans and overdrafts	51,485	1,054	-	-	1	52,540
Loans from financial institutions	163,744	(30,299)	-	-	(21)	133,424
Lease liabilities	46,207	(11,297)	-	9,948	85	44,943
Total bank borrowings	**261,436**	**(40,542)**	**-**	**9,948**	**65**	**230,907**
Shareholder loans	27,001	(1)	-	-	-	27,000
Other payables	3,563	36	2,600	-	-	6,199
Total other borrowings	**30,564**	**35**	**2,600**	**-**	**-**	**33,199**
Accrued interest	**42**	**(16)**				**26**
Total borrowings	**292,042**	**(40,523)**	**2,600**	**9,948**	**65**	**264,132**

2.7 Issuance & financial instruments programmes

Commercial paper

Short-term needs are financed by commercial paper issued by Exacompta Clairefontaine. A fixed rate determined at the moment of issue is paid on the commercial paper, which has a maximum term of 365 days.
At the balance sheet date, the amount issued by the Group was €50 million out of an authorised limit of €125 million.

Lines of credit

Lines of credit are in place with several banks for a total amount of €145 million, with maturities not exceeding five years. Lines of credit are indexed to Euribor and the average commitment fee charged is 0.23%. Drawdowns are charged on the basis of the amount and the maturity date of each line of credit. The term of drawdowns ranges from 10 days to twelve months. As at 31 December 2021, none of these lines of credit had been used. The related covenants are respected.

Financial instruments

The Group may use options contracts to hedge forecast transactions, in particular for purchases of raw materials in US dollars which constitute its main exposure to currency risk. The Group implemented no currency hedging arrangements during the year ended. Other transactions performed to hedge exchange rate risks are non-material.

2.8 Fair value of financial instruments

Accounting classes and fair value

The table below shows the fair value of financial assets and liabilities as well as their book value as recorded in the statement of financial position.

€000	Note	Assets at acquisition cost	Measured at FVTPL	Loans and receivables	Total book value	Fair value
Unconsolidated equity interests	**2.1.6**	213			213	213
Loans	**2.1.6**			942	942	852
Other receivables	**2.1.6**			2,016	2,016	2,016
Cash and cash equivalents	**Assets**		192,840		192,840	192,840
Trade and intercompany receivables	**2.2.2**			111,306	111,306	111,306
Total assets		**213**	**192,840**	**114,264**	**307,317**	**307,227**

€000	Note	Fair value of derivatives	Other financial liabilities	Total book value	Fair value
Loans from financial institutions	**2.6**		133,424	133,424	133,424
Lease liabilities	**2.6**		44,943	44,943	44,943
Other borrowings	**2.6**		6,199	6,199	6,199
Bank loans and overdrafts	**2.6**		52,540	52,540	52,540
Shareholder loan accounts (credit balance)	**2.6**		27,000	27,000	27,000
Amounts payable on fixed assets	**2.10**		2,917	2,917	2,917
Trade payables	**Liabilities**		76,606	76,606	76,606
Total liabilities		–	**343,629**	**343,629**	**343,629**

Ranking of fair values

The table below shows the breakdown of financial instruments recognised at fair value based on their valuation method. The levels are defined as follows:

- Level 1: fair value measured using (unadjusted) prices quoted on active markets for identical assets and liabilities.
- Level 2: fair value measured using observable data, other than the quoted prices included in level 1, for the asset or liability, either directly (prices) or indirectly (derived from prices).
- Level 3: fair value measured using data not based on observable market data.

€000	Note	Level 1	Level 2	Level 3
Assets				
Cash and cash equivalents	**Assets**	192,840	–	–
Liabilities	–	–	–	–

2.9 Financial income and expenses

€000	2021	2020
Income from other receivables and marketable securities	420	381
Other financial income	161	441
Reversal of provisions and write-downs	33	22
Foreign exchange gains	1,875	1,665
Total financial income	**2,489**	**2,509**
Increase in provisions and write-downs	42	42
Interest and financial expenses	1,489	1,511
Foreign exchange losses	1,740	2,811
Other financial expenses	4	35
Total financial expenses	**3,275**	**4,399**

2.10 Other current liabilities

€000	31/12/2021	31/12/2020
Advances and down payments received	1,354	1,732
Taxes and social security contributions payable	36,171	35,695
Fixed asset payables	2,917	3,413
Other liabilities	19,878	17,038
Deferred income	1,059	1,038
Total	**61,379**	**58,916**

2.11 Group headcount

Average headcount	2021	2020
Management	539	541
Employees	1,056	1,045
Labourers and other salaried workers	1,954	2,025
Total	**3,549**	**3,611**

Expenses recorded for defined contribution schemes (€000)	45,125	46,170

2.12 Off-balance sheet commitments

Greenhouse gas emission allowances

The principles applied by the Group are set forth in Note 15 of the presentation of the consolidated financial statements. The allowances allocated for 2021 amounted to 57,919 tonnes, while CO_2 emissions totalled 73,268 tonnes.
The number of allowances due for phase 4 of the EU Emissions Trading Scheme for the 2021-2025 period is 231,676 tonnes.

Sureties and guarantees

Exacompta Clairefontaine jointly and severally guarantees payment to Exeltium of all liabilities in respect of purchases of blocks of electricity contracted by Papeteries de Clairefontaine.
Financial guarantees given amounted to €8,258,000, while guarantees received totalled €1,661,000.

2.13 Related parties

Transactions carried out by the Group with Etablissements Charles Nusse.

€000	31/12/2021	31/12/2020
Balance sheet		
Current account balances:		
Financial liabilities	25,000	25,000
Financial liabilities (short-term)	2,000	2,000
Income statement		
Financial expenses	137	144
Fees	1,508	1,441
Leases excluding expenses	7,752	7,285

Group companies benefit from the leadership provided by Ets Charles Nusse and pay a fee equal to 0.6% of the added value for the previous year.
Manufacturing, logistics and office facilities are leased to certain Group companies on arm's length terms. These leases have been adjusted following the application of IFRS 16.

Remuneration of the corporate officers

Total remuneration received by corporate officers in 2021 amounted to €1,320,000 compared to €1,225,000 in 2020. The directors of Exacompta Clairefontaine received directors' fees totalling €91,000.

2.14 Statutory auditors' fees

ANC Regulation 2016-09 of 2 December 2016 on disclosures in the notes to consolidated financial statements prepared in accordance with international standards.

€000	**2021**	**2020**
SEREC AUDIT	175	240
BATT AUDIT	257	242
ADVOLIS	126	85
EY	73	135
PWC	60	68
KBHT	43	-
Other auditors	150	188
Total - certification of financial statements	**884**	**958**
EY	41	73
PWC	8	7
Total - other services	**49**	**80**

Other auditors mainly include statutory auditors of foreign subsidiaries, comprising 10 firms for 13 subsidiaries in 2021.
The others services are delivered to the foreign subsidiaries of the Eurowrap and Biella groups.

3. Segment information

As in the financial statements, segment information is presented for the prevailing consolidation scope at each balance sheet date.

Correspondence with the consolidated financial position:

- "Other assets allocated" includes inventories and advances;
- "Unallocated assets" consists of tax receivable and deferred tax assets.

➢ Segment information by business – 31/12/2021 (12 months)

€000	**Paper**	**Processing**	**Inter-segment transactions**	**Total**
Segment income statement				
Revenue	288,159	563,272	(124,642)	726,789
Depreciation/amortisation (net of reversals)	12,189	32,063		44,252
Write-downs and provisions	(207)	(385)		(592)
Operating income/(loss) (excl. goodwill impairment)	16,994	13,760	(337)	30,417
Impairment of goodwill and badwill				
Segment assets				
Net PP&E and intangible assets	117,347	192,884		310,231
o/w capex	*12,301*	*19,052*		*31,353*
Goodwill		45,288		45,288
Trade receivables	44,292	91,890	(24,876)	111,306
Other receivables	2,614	15,177	(57)	17,734
Balance sheet total	*46,906*	*107,067*	*(24,933)*	*129,040*
Other assets allocated	67,067	153,395	(3,503)	216,959
Unallocated assets				*1,087*
Total assets	231,320	498,634	(28,436)	702,605
Segment liabilities				
Current provisions	1,398	1,466		2,864
Trade payables	26,781	74,701	(24,876)	76,606
Other payables	15,975	45,461	(57)	61,379
Unallocated liabilities				*2,644*
Total liabilities	44,154	121,628	(24,933)	143,493

➢ Segment information by geographic area – 31/12/2021 (12 months)

€000	**France**	**Europe**	**Outside Europe**	**Total**
Revenue	390,283	309,406	27,100	726,789
Net PP&E and intangible assets	255,311	49,784	5,136	310,231
o/w capex	*26,980*	*4,131*	*242*	*31,353*
Goodwill	34,122	11,166		45,288
Trade receivables	78,239	31,289	1,778	111,306
Other receivables	13,127	1,620	2,987	17,734
Balance sheet total	*91,366*	*32,909*	*4,765*	*129,040*
Other assets allocated	179,953	29,508	7,498	216,959
Unallocated assets				*1,087*
Total assets	560,752	123,367	17,399	702,605

➢ Segment information by business – 31/12/2020 (12 months)

€000	Paper	Processing	Inter-segment transactions	Total
Segment income statement				
Revenue	254,296	555,369	(120,068)	689,597
Depreciation/amortisation (net of reversals)	12,278	25,942		38,220
Write-downs and provisions	(65)	(1,010)		(1,075)
Operating income/(loss) (excl. goodwill impairment)	14,801	(191)	117	14,727
Impairment of goodwill and badwill				
Segment assets				
Net PP&E and intangible assets	116,966	195,712		312,678
o/w capex	*14,747*	*19,608*		*34,355*
Goodwill		42,188		42,188
Trade receivables	36,044	80,373	(21,127)	95,290
Other receivables	3,259	13,299	(47)	16,511
Balance sheet total	*39,303*	*93,672*	*(21,174)*	*111,801*
Other assets allocated	74,055	148,482	(3,165)	219,372
Unallocated assets				*1,627*
Total assets	230,324	480,054	(24,339)	687,666
Segment liabilities				
Current provisions	1,085	2,067		3,152
Trade payables	24,296	65,128	(21,128)	68,296
Other payables	15,521	43,441	(46)	58,916
Unallocated liabilities				*78*
Total liabilities	40,902	110,636	(21,174)	130,442

➢ Segment information by geographic area – 31/12/2020 (12 months)

€000	France	Europe	Outside Europe	Total
Revenue	371,037	292,571	25,989	689,597
Net PP&E and intangible assets	258,707	48,667	5,304	312,678
o/w capex	*30,435*	*3,783*	*137*	*34,355*
Goodwill	31,022	11,166		42,188
Trade receivables	65,620	27,787	1,883	95,290
Other receivables	12,296	1,747	2,468	16,511
Balance sheet total	*77,916*	*29,534*	*4,351*	*111,801*
Other assets allocated	187,807	25,685	5,880	219,372
Unallocated assets				*1,627*
Total assets	555,452	115,052	15,535	687,666

4. Consolidated entities

All companies are fully consolidated and wholly owned except for Fizzer, in which the Group holds a 60% equity stake.

Name	Address
EXACOMPTA CLAIREFONTAINE	88480 ETIVAL CLAIREFONTAINE
A.B.L.	132 Quai de Jemmapes - 75010 PARIS
A.F.A.	132 Quai de Jemmapes - 75010 PARIS
CARTOREL	384 Rue des Chênes Verts - 79410 ECHIRE
CFR Ile Napoléon	RD 52 - 68490 OTTMARSHEIM
PAPETERIES DE CLAIREFONTAINE	19 Rue de l'Abbaye - 88480 ETIVAL CLAIREFONTAINE
CLAIREFONTAINE RHODIA	RD 52 - 68490 OTTMARSHEIM
CLAIRCELL	ZI – Rue de Chartres - 28160 BROU
COGIR	10 Rue Beauregard - 37110 CHATEAU-RENAULT
REGISTRES LE DAUPHIN	27 Rue George Sand - 38500 VOIRON
MADLY	6 Rue Henri Becquerel - 69740 GENAS
EVERBAL	2 Route d'Avaux - 02190 EVERGNICOURT
EXACOMPTA	138-140 Quai de Jemmapes - 75010 PARIS
LALO	138 Quai de Jemmapes - 75010 PARIS
LAVIGNE	6 Rue Dewoitine - 78140 VELISY-VILLACOUBLAY
PAPETERIE DE MANDEURE	14 Rue de la Papeterie - 25350 MANDEURE
MANUCLASS	ZI d'Etriché - 49500 SEGRE-EN-ANJOU-BLEU
CLAIRCELL INGENIERIE	ZI – Rue de Chartres - 28160 BROU
EDITIONS QUO VADIS	14 Rue du Nouveau Bêle - 44470 CARQUEFOU
RAYNARD	6 Rue de la Peltière - 35130 LA GUERCHE DE BRETAGNE
RAINEX	Lieudit Saint-Mathieu – ZI - 78550 HOUDAN
ROLFAX	ZI Route de Montdidier - 60120 BRETEUIL
PAPETERIES SILL	Rue du Moulin - 62570 WIZERNES
PAPETERIES DU COUTAL	ZI du Coutal - 24120 TERRASSON-LAVILLEDIEU
PHOTOWEB	1 Rue des Platanes - 38120 SAINT-EGREVE
INVADERS CORP	144 Quai de Jemmapes - 75010 PARIS
FIZZER	15 Rue Edouard Herriot - 14160 DIVES-SUR-MER
DIGITAL VALLEY PORTUGAL	Rua Saraiva de Carvalho 1, n°1C - 1250-240 LISBOA
BRAUSE PRODUKTION (Germany)	51149 KÖLN
EXACLAIR GmbH (Germany)	51149 KÖLN
RODECO (Germany)	51149 KÖLN
MAKANE BOUSKOURA (Morocco)	Parc industriel de Bouskoura, lot n°4 - 20180 BOUSKOURA
CLAIR MAROC (Morocco)	Parc industriel de Bouskoura, lot n°4 - 20180 BOUSKOURA

PUBLIDAY MULTIDIA (Morocco)	Parc industriel de Bouskoura, lot n°4 - 20180 BOUSKOURA
ERNST STADELMANN (Austria)	Bahnhofstrasse 8 - 4070 EFERDING
EXACLAIR (Spain)	08110 MONTCADA I REIXAC
EXACLAIR (Belgium)	Boulevard Paepsem, 18D - 1070 ANDERLECHT
EXACLAIR Inc. (USA)	143 West 29th Street - NEW YORK
EXACLAIR Ltd (UK)	Oldmedow Road - KING'S LYNN, Norfolk PE30 4LW
QUO VADIS International Ltd (Canada)	1055 Rue Begin - Ville Saint Laurent - QUEBEC H4R 1V8
EXACLAIR Italia Srl (Italy)	Via Soperga 36 - 20127 MILANO
QUO VADIS Japon Co Ltd (Japan)	Sangenjaya Combox 4F 1–32–3 Kamjuma Setagaya-Ku, TOKYO
QUO VADIS Editions Inc (USA)	120 Elmview Avenue - HAMBURG, NY 14075-3770
SCHUT PAPIER (Netherlands)	Kabeljauw 2, 6866 HEELSUM
BIELLA SCHWEIZ (Switzerland)	Erlenstrasse 44, 2555 BRÜGG
FALKEN (Germany)	Am Bahnhof 5, 03185 PEITZ
DELMET PROD (Romania)	Industriei 3, 070000 BUFTEA
EUROWRAP AB (Sweden)	Hamilton Advokatbyrå, Box 715, 101 33 STOCKHOLM
EUROWRAP A/S (Denmark)	Odinsvej 30, 4100 RINGSTED – (DK)
EURO WRAP Ltd (UK)	Unit 2 Pikelaw Place, West Pimbo Industrial Estate, SKELMERSDALE WN8 9PP

Exacompta Clairefontaine S.A.

Statutory auditors' report on the consolidated financial statements

Resolutions submitted to the Ordinary Shareholders' Meeting

ADVOLIS
Statutory Auditor
Member of the Paris Institute of Statutory Auditors
38 Avenue de l'Opéra
75002 PARIS

BATT AUDIT
Statutory Auditor
Member of the Nancy Institute of Statutory Auditors
58 Boulevard d'Austrasie
54000 NANCY

REPORT OF THE STATUTORY AUDITORS ON THE CONSOLIDATED FINANCIAL STATEMENTS

Year ended 31 December 2021

To the Shareholders' Meeting of EXACOMPTA CLAIREFONTAINE,

Opinion

In accordance with the assignment entrusted to us by your Shareholders' Meeting, we have audited the consolidated financial statements of EXACOMPTA CLAIREFONTAINE for the year ended 31 December 2021, which are appended to this report.

We hereby certify that the consolidated financial statements are, with regard to the IFRS adopted within the European Union, in order and accurate and fairly present the results of operations for the year ended as well as the financial position and the assets and liabilities, at the year-end, of the persons and entities included in the consolidation.

Basis of the opinion

Audit standards

We performed our audit in accordance with the professional standards applicable in France. We believe that the evidence we have gathered provides a reasonable basis for our opinion.

Our responsibilities pursuant to these standards are set forth in the section of this report entitled "Responsibilities of the statutory auditors relating to the audit of the consolidated financial statements".

Independence

We have performed our audit in compliance with the rules of independence provided for in the French Commercial Code and the French Code of Ethics for statutory auditors for the period running from 1 January 2021 to the date of issue of our report.

Observation

Without calling into question the opinion expressed above, we draw your attention to Note 2.5. "*Provisions*" to the consolidated financial statements, which sets out the consequences of the IFRIC decision relating to IAS 19 "Employee benefits".

Bases of assessments

The global health crisis related to the COVID-19 pandemic has created specific conditions for the preparation and audit of this year's financial statements. This crisis and the extraordinary measures taken in the context of the health emergency has numerous consequences for companies, particularly with regard to their activity and financing, and has generated significant uncertainty regarding their future prospects. A number of these measures, such as restrictions on travel and remote work, have also had an impact on companies' internal organisation and on the arrangements for carrying out audits.

It is within this complex and changing environment that, pursuant to the provisions of Articles L. 823-9 and R. 823-7 of the French Commercial Code on the justification of our assessments, we draw your attention to the following assessments which, in our professional judgement, have been the most significant for the audit of the consolidated financial statements.

Valuation of the recoverable value of goodwill and other intangible assets

As at 31 December 2021, the consolidated financial statements include goodwill and other intangible assets with a net book value of €45,288,000 and €18,047,000 respectively (€42,188,000 and €15,196,000 at 31 December 2020). Notes 8. *"Goodwill"*, 11. *"Intangible assets"* and 12. *"Impairment of property, plant and equipment and intangible assets (excluding goodwill and trademarks)"* to the consolidated financial statements set out the accounting rules and methods for the measurement of goodwill and other intangible assets. The Group performs a goodwill impairment test at least once a year, whether or not there is an indication of impairment loss. We made certain that the assumptions used, considering the condition of the assets concerned, are reasonable and that appropriate information is disclosed in the notes to the consolidated financial statements.

These assessments formed part of our audit of the consolidated financial statements, taken as a whole, and contributed to the formation of our opinion expressed above. We do not express an opinion on individual items of these consolidated financial statements.

Specific verifications

In accordance with the professional standards applicable in France, we also performed the specific verifications required by statutory and regulatory provisions relating to information on the Group contained in the Board of Directors' management report.

We have no comments to make about the accuracy and conformity thereof with the consolidated financial statements.

We hereby confirm that the consolidated statement of non-financial performance provided for by Article L. 225-102-1 of the French Commercial Code is included in the Group information provided in the management report, on the understanding that, in accordance with the provisions of Article L. 823-10 of the said Code, we have not verified the accuracy of the information contained in this statement, which should be subject to a report issued by an independent third party, or its consistency with the consolidated financial statements.

Responsibilities of senior management and of those charged with corporate governance relating to the consolidated financial statements

It is management's responsibility to prepare consolidated financial statements representing a true and fair view in accordance with IFRS (International Financial Reporting Standards), as adopted within the European Union, and to establish the internal control that it deems necessary for the preparation of consolidated financial statements free of material misstatements, whether due to fraud or error.

During the preparation of the consolidated financial statements, it is the responsibility of management to assess the company's ability to continue as a going concern, to present in these financial statements, if applicable, the necessary information on the going concern basis and to apply the standard accounting policy for a going concern, unless it is planned to wind up the company or discontinue operations.

The consolidated financial statements have been approved by the Board of Directors.

Responsibilities of the statutory auditors relating to the audit of the consolidated financial statements

It is our responsibility to prepare a report on the consolidated financial statements. Our objective is to obtain reasonable assurance that the consolidated financial statements, taken as a whole, are free of material misstatements. Reasonable assurance is a high level of assurance, without however guaranteeing that an audit performed in accordance with the professional standards applicable would systematically detect all material misstatements. Misstatements may be due to fraud or errors and are considered as material when it is reasonable to expect that they can, taken separately or together, influence the economic decisions that users of the financial statements take based on them.

As set out in Article L. 823-10-1 of the French Commercial Code, our engagement relating to the certification of the financial statements does not consist in guaranteeing the viability or quality of your company's management.

As part of an audit performed in accordance with auditing standards applicable in France, the statutory auditor exercises their professional judgement throughout the audit. Furthermore, the auditor:

- identifies and evaluates the risk of the consolidated financial statements containing material misstatements, whether due to fraud or error, develops and implements audit procedures in response to these risks, and gathers sufficient and appropriate evidence for the auditor's opinion. The risk of non-detection of a material misstatement due to a fraud is more serious than that of a material misstatement due to an error, since fraud may involve collusion, forgery, wilful omissions, misrepresentations or the circumvention of internal control;

- obtains an understanding of the aspects of internal control that are relevant to the audit in order to develop appropriate audit procedures, and not to express an opinion as to the effectiveness of the internal control system;

- assesses the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by management, as well as the disclosures on these provided in the consolidated financial statements;

- assesses the appropriateness of the management's use of the going concern principle in accounting and, according to the evidence obtained, the existence or otherwise of material uncertainty connected with events or situations likely to cast significant doubt on the capacity of the company to continue its operations. This assessment is based on the evidence gathered up to the date of the auditor's report, it being noted however that subsequent circumstances or events could compromise the going concern basis. If the auditor concludes that there is a significant uncertainty, the auditor draws the reader's attention within the audit report to the disclosures provided in the consolidated financial statements regarding this uncertainty or, if such disclosures are not provided or are not relevant, issues a qualified opinion or refuses to issue an opinion;

- assesses the overall presentation of the consolidated financial statements and assesses whether the consolidated financial statements reflect the underlying transactions and events in such a way as to give a true and fair view;

- regarding financial information on persons and entities included in the consolidation, the auditor gathers evidence that the auditor deems sufficient and appropriate to express the auditor's opinion on the consolidated financial statements. The auditor is responsible for the management, supervision and conduct of the audit of the consolidated financial statements and for the opinion expressed on these financial statements.

Executed in Paris and Nancy, 25 April 2022

Statutory Auditors

ADVOLIS		**BATT AUDIT**
Hugues de Noray	Nicolas Aubrun	Pascal François

RESOLUTIONS SUBMITTED
TO THE ORDINARY SHAREHOLDERS' MEETING OF 31 MAY 2022

FIRST RESOLUTION

That, following a reading by the Board of Directors and the statutory auditors of their respective reports, the Meeting approve these reports in their entirety, as well as the operations described therein, and approve the parent company financial statements for the year ended 31 December 2021.

SECOND RESOLUTION

That, following a reading by the Board of Directors and the statutory auditors of their respective reports, the Meeting approve these reports in their entirety, as well as the operations described therein, and approve the consolidated financial statements for the year ended 31 December 2021.

THIRD RESOLUTION

That, at the recommendation of the Board of Directors, the Shareholders' Meeting resolve to distribute and appropriate earnings for the year as follows:

Net income for 2021	€2,674,819.35
Withdrawal from other reserves	€1,489,027.05
Total	€4,163,846.40

Appropriated as follows:

First dividend	€226,296.00
Second dividend	€3,937,550.40
Total dividends	€4,163,846.40

As the share capital is divided into 1,131,480 shares, each share would receive a total dividend of €3.68.

The following table shows the dividends paid for the last three years:

Year	Dividend	Number of shares
2018	2.70	1,131,480
2019	3.00	1,131,480
2020	3.00	1,131,480

FOURTH RESOLUTION

That, following a reading of the statutory auditors' special report, the Shareholders' Meeting formally note the absence in 2021 of any operations related to Article L. 225-38 of the French Commercial Code.

FIFTH RESOLUTION

That, at the recommendation of the Board of Directors, the Shareholders' Meeting resolve to reappoint Mr Frédéric Nusse, residing at 105 Rue de Lille, Paris 7th district, as a director of the company.
This appointment, which is valid for six years, will terminate at the close of the Shareholders' Meeting called to approve the financial statements for fiscal year 2027.

SIXTH RESOLUTION

That, at the recommendation of the Board of Directors, the Shareholders' Meeting resolve to reappoint Mr Guillaume Nusse, residing at Häusleberg 1, Oberried (Germany), as a director of the company.
This appointment, which is valid for six years, will terminate at the close of the Shareholders' Meeting called to approve the financial statements for fiscal year 2027.

SEVENTH RESOLUTION

That, at the recommendation of the Board of Directors, the Shareholders' Meeting resolve to reappoint Mr Jérôme Nusse, residing at 105 Rue de Lille, Paris 7th district, as a director of the company.
This appointment, which is valid for six years, will terminate at the close of the Shareholders' Meeting called to approve the financial statements for fiscal year 2027.

NOTES