A close-up, macro photograph of a bee's head and antennae. The bee has bright yellow fur and large, dark, oval eyes. Its antennae are long and segmented, extending towards the top left. The background is a soft, out-of-focus light grey.

Creative spirit, sustainable ideas

ANNUAL
REPORT
2022



FLORIDIENNE
GROUP





The Floridienne Group


Floridienne is a diversified Belgian industrial group that ranks among the European or world leaders in a number of market niches or niche markets.

The Group structures its activities in three Divisions: FOOD, LIFE SCIENCES and CHEMICALS.

Floridienne prefers to hold majority positions in its subsidiaries, enabling the Group to invest actively in the implementation of strategies defined for each of its business lines on a long-term basis.

The Floridienne subsidiaries, which enjoy considerable management autonomy, uphold the shared values of entrepreneurial spirit and respect for commitments, with a view to sustainable development and openness to the world.

Floridienne is listed on the Brussels Euronext Stock Exchange, giving it international visibility.



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A responsible
group



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Life Sciences
Division



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Food Division



40

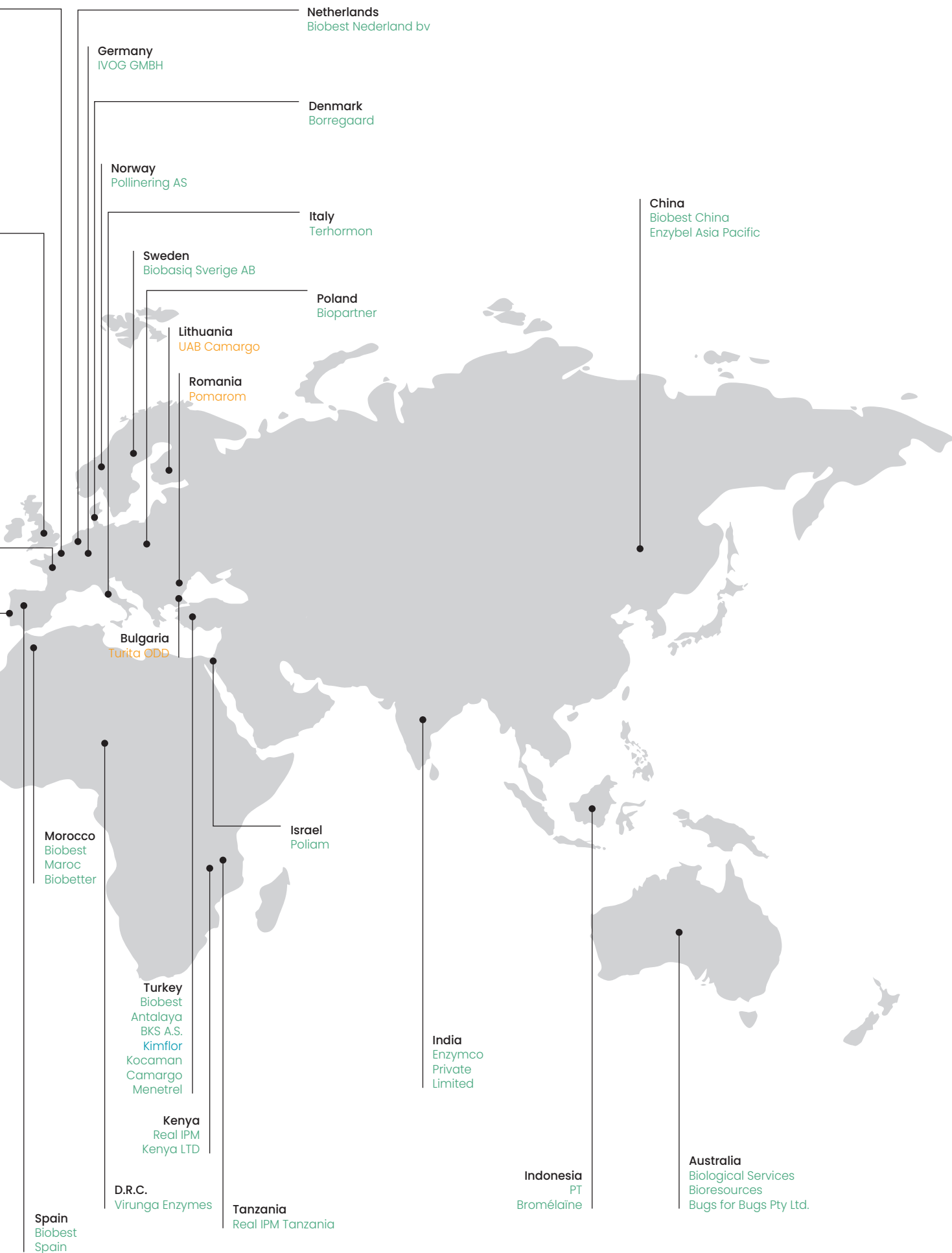
Chemicals
Division



An international group

Life Sciences
Food
Chemicals
Corporate





Mission & Values

Mission

Floridienne, which operates in three sectors - Food, Life Sciences and Chemicals - aims to invest in niche business lines which have a beneficial impact on the environment.

In these sectors, Floridienne selects companies that share the Group's values and have the potential to become leaders on their market.

Floridienne supports them as they strive to become references in their field of excellence.

Strategy

Floridienne is convinced that having control is a major asset to ensure that its strategy is implemented and therefore favours majority investments in the companies it chooses to support, with a view to long-term industrial investment.

The Group focuses on three growth vectors to guide its holdings towards leadership positions in their niches: organic growth through major commercial efforts and sustained investment in the production tool; growth through acquisitions, through consolidation investments in its sectors; and innovation, allocating substantial resources to R&D, the driving force behind its long-term competitiveness.

***Our staff are driven by team spirit,
acting as real entrepreneurs
and developing special links
with all our partners.***

Gaëtan Waucquez / CEO





Diversification

Floridienne strives to maintain a good level of diversification in its portfolio by means of holdings which in general have little intercorrelation, with varying degrees of maturity and operating in different geographic locations.

Its holdings portfolio is divided among mature companies that generate recurrent cash flows and others with strong growth potential in which it can concentrate its investments more specifically.

The Group has subsidiaries in 30 countries with sales across the globe, enabling it to benefit from the stability of more mature markets (Europe, North America), while taking advantage of the growing Asian markets.

This diversification, which ensures the long-term future of the Group, is an important element in the Floridienne strategy, as it makes it possible to limit the impact on the Group of any unfavourable events which may occur.

Values

Autonomy

The Group's companies are led by real entrepreneurs who enjoy considerable management autonomy.

Respect

The Group takes a long-term view, establishing relationships of trust based on mutual respect with all its employees and partners.

Ethics

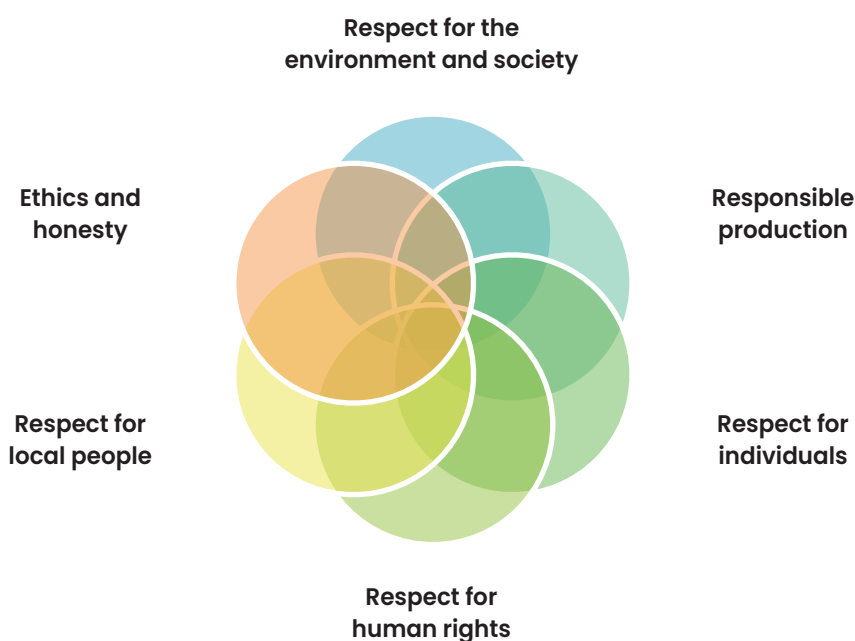
Floridienne attaches particular importance to ethics and honesty in its working relations with its staff and partners.

The Group invests in business lines that have a beneficial impact on the environment.



A responsible group

Floridienne's development is rooted in strong values – creative spirit and sustainable ideas – which lie at the heart of its corporate vision. Environmental, social and governance criteria (ESG) take priority for the Group, not only through its investments but also in its relations with its staff and society in general.



As a responsible company and investor, Floridienne is upheld by strong values.

Sustainable investments

Floridienne's business lines, originally focusing on traditional chemistry, have gradually evolved towards activities that focus on the environment. In all the sectors in which it operates – electric battery recycling, food and life sciences, the Group strives to favour nature-friendly solutions.

Convinced that recycling used materials holds out promise for the future, since 1996 Floridienne has invested in the company SNAM, which is now the European leader in battery recycling. SNAM recovers the metals (nickel, cadmium cobalt, rare earths) contained in these batteries which would otherwise end up in landfill. This activity has called for major investments by the Group. SNAM now

benefits from a collection network that covers the entire European continent.

Within the Group's Food Division, several ranges of organic and local products have been successfully launched. They meet very stringent specifications in terms of the ingredients used as well as their carbon footprint. Preference is thus given to local products.

The use of products that are good for the environment lies at the heart of the DNA of the Life Sciences Division. The Group's youngest division puts forward natural solutions that offer alternatives to chemical or synthetic products.

For example, Biobest, a world leader in integrated pest management, markets a wide range of pollinating or predator insects that make it possible

to limit the use of mechanical or chemical means in certain crops.

Moreover, Natix makes an active contribution to a more sustainable world: natural enzymes, essential plant oils and snail slime extract can offer advantageous alternatives to the use of synthetic products in many pharmaceutical, cosmetic or food applications.

Certified production

Floridienne invests regularly in its production tools to make them more efficient (automation of tedious tasks), more ergonomic (in order to avoid risks of accidents and heavy loads) and less polluting (flue gas treatment, excipient recovery) and to improve their energy performance.

The forms of packaging used are regularly adapted to include as much recycled material as possible.

Floridienne's various production sites apply quality methods and systems that are the most stringent on the market, audited by independent bodies. The companies working in the food sector have IFS and/or BRC and ISO certification, as well as Hallal and Kosher certification for certain ranges, while the companies that offer pharmaceutical applications are GMP and/or FSCC certified. Moreover, the

battery recycling sites are inspected by automobile manufacturers and environmental authorities, guaranteeing that they always remain well below the authorised emission thresholds.

Respect for individuals

Customer satisfaction, ethics in business, compliance with local legislation and the well-being of employees lie at the centre of Floridienne's values, since the Group considers these to be the best vectors of success. As a family business, Floridienne does not aim to record short-term profits. The Group focuses on the long-term, fostering employee well-being and customer satisfaction.

The Group's decentralised model is rooted in a substantial degree of autonomy and trust placed in local managers and on transparency in communication.

Floridienne prefers local relationships based on honesty with both its customers and its suppliers. The Group favours building sound partnerships regulated by open dialogue and fulfilment of the commitments entered into.



In the Group's youngest division, which focuses on life sciences, the use of products that are good for the environment is central.

Human rights

Respect for human rights has always been part of the Floridienne philosophy in terms of responsible management.

The entire Group upholds this commitment. The direct and indirect impacts on human rights are taken into account during exchanges with trading partners and when analysing investments, if they are deemed to be significant and relevant.

As a holding company with a diversified portfolio, Floridienne is aware of the role it can play in supporting and respecting the universal protection of human rights. The Group considers that respecting these rights is essential for sustainable production. Floridienne strives to increase awareness of this philosophy among all its staff. Even though the Group has not yet formalised performance indicators and does not yet have an official ESG Declaration and Code of Ethics, Floridienne pays careful attention to ethical standards and the risks linked to human resources. The Group has undertaken to emphasise the prevention of human rights violations.

Local people

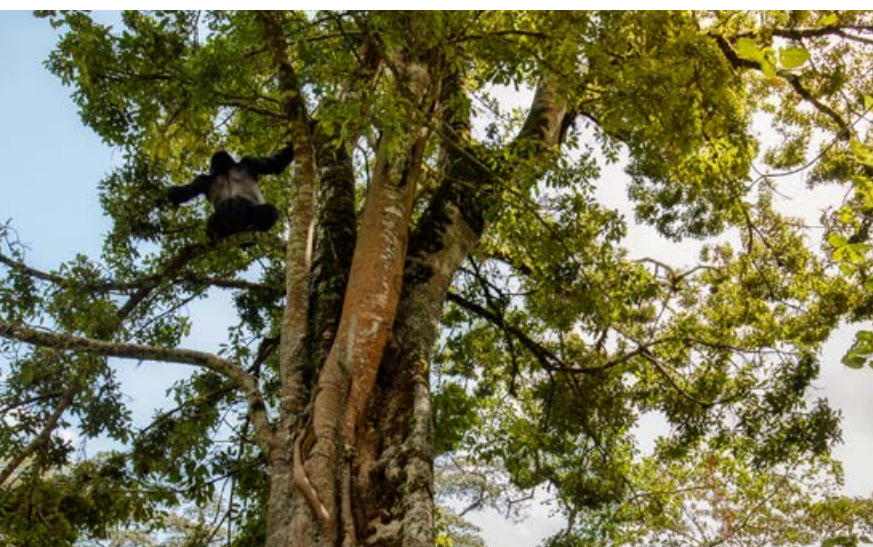
In a context of mutual respect, Floridienne contributes to the well-being and development of local people involved in the development of society in the countries in which it operates (Congo, Madagascar, Indonesia, Kenya, Morocco, etc.).

In Congo, for instance, the Group is associated with the Virunga Park, Africa's oldest national park, where the aim is to offer local people living around the park stable sources of income enabling them to meet their needs with a view to fighting poaching and other forms of trafficking. Floridienne teaches the villagers to grow papaya on small local farms and extract the latex from it. The prices are agreed in advance so as to ensure the growers a guaranteed income.

The Group does not yet have centralised non-financial key performance indicators for these activities. At the moment, these indicators are analysed, assessed and monitored locally by the subsidiaries themselves.

Ethics

Floridienne undertakes to carry out its activities ethically and in accordance with the applicable laws in the countries in which it operates. It forbids corruption and other illegal practices in order to obtain or maintain a commercial advantage. The Group expects its local managers and their staff to comply fully with the rules of ethics that it has laid down. A policy of zero tolerance is applied. A Code of Conduct including this matter is to be implemented during 2023.



A group of references

Floridienne is an atypical Belgian industrial holding company comprising three divisions: Life Sciences, Food and Chemicals. The Group holds leadership positions at European or world level in market niches or niche markets. The companies in the Group enjoy considerable operating autonomy, respecting the shared values upheld by Floridienne.



From left to right: Thibaut Hofman, Jean-Marc Vandoorne, Gaëtan Waucquez, Philippe Boonen, Marc Blanpain, Stefaan Vandaele.

"Everyone enjoys a significant level of autonomy but we are united by the same values. Sustainable development and our societal responsibilities lie behind all the solutions put forward to our customers."

Jean-Marc Vandoorne,
Managing Director
Biobest

"We take every opportunity to collaborate with the companies in the Group. For instance, the Food Division, which works in the 'snails' sector, gives us direct access to bioactive molecules from snail extracts, which we put to good use in cosmetic and nutraceutical applications."

Stefaan Vandaele,
Managing Director Natix

"The three divisions are driven by the group spirit. We share the same basic values. What is more, we can rely on the soundness of the Group to assist us with future developments, enabling us to stand out to best effect in our competitive environment."

Philippe Boonen,
Managing Director of
the Food Division

"Euronext listing is an indicator of good governance for our potential partners. Our Group provides value and influence for companies which, individually, are modest in size."

Gaëtan Waucquez, CEO

"At Floridienne, we combine the flexibility of an SME, the daring of an entrepreneur and the solidity of a large group. We make the most of the synergies between the companies in our Group and help our subsidiaries to develop, among other things by facilitating their access to financing."

Thibaut Hofman, CFO

3 000
staff

29
production sites

61
subsidiaries

Our business lines

Historically active in the chemicals sector, Floridienne has undergone a number of successive changes and now develops around three pillars on which it is building its future.

FLORIDIENNE GROUP

LIFE SCIENCES

Integrated pest management (Biobest)

Natural extracts (Natix, Enzybel, Sotecna)

Aromas and perfumes (ChemCom)

Through Biobest, the division is a world leader in integrated pest management (natural pollination by bumblebees and natural solutions to manage harmful insects). Biobest has 16 plants and 40 subsidiaries. It distributes its products in over 72 countries.

Natix unites a group of companies around a shared vision: improving human well-being by creating effective and innovative solutions, enhancing the value of what nature has to offer. It includes Enzybel and Sotecna, among others.

The natural enzymes produced by Enzybel offer an excellent alternative to synthetic chemical molecules. These enzymes have many applications and markets (food, parapharmacy, etc.).

Sotecna is a Belgian essential oils producer.

And ChemCom is the world reference in chemical communication through olfaction.

FOOD

Gastronomic specialties (Française de Gastronomie, Maréval, La Palourdière)

Seafood catering (Simon)

Fine groceries (Delka, Altesse)

The Gastronomic Specialties activity of the Food Division mainly involves the preparation of snails and frozen specialties (scallops, stuffed mussels, flaky pastry appetizers, etc.) at several plants in France and eastern Europe.

With its plants in France and Belgium, the Division's Seafood Catering activity involves smoked preparations and fish-based products. It is the leader in France in the rollmops sector.

The Division's Fine Groceries activity produces cold sauces, vinegars, condiments, jams and spreads in Belgium intended for the mass retail sector and for the Food Service sector in Belgium and internationally.

CHEMICALS

PVC stabilisers (Kimflor)

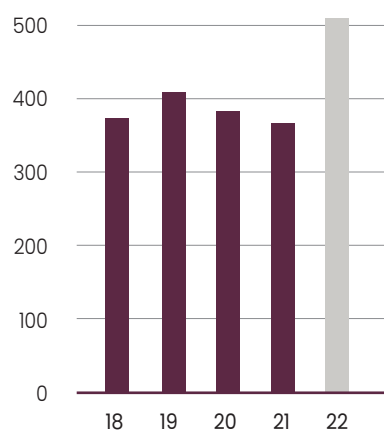
Recycling (SNAM)

Kimflor (Turkey) produces and exports new-generation PVC stabilisers to markets in Europe, Russia and the Middle East. This company offers two alternatives to lead-based stabilisers: calcium-zinc stabilisers and organic stabilisers free of heavy metals (Greenstab).

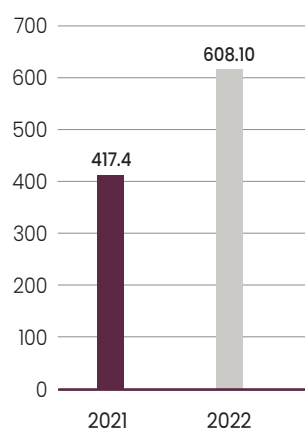
SNAM, the European leader in recycling nickel and lithium-ion batteries, works actively with most European automobile manufacturers to collect and recycle the batteries from their hybrid and electric vehicles. SNAM is established in France (plants in Rhodéz and Saint Quentin-Fallavier).

Key figures of the Group

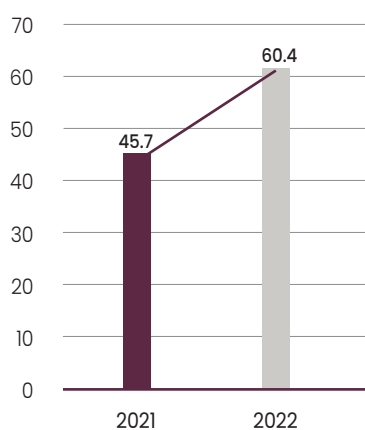
Turnover



Balance sheet total



EBITDA



CONSOLIDATED BALANCE SHEET – in EUR millions	2022	2021	2020	2019	2018*
Assets, non-current	356.6	221.3	187.7	167.8	144.1
Assets, current	251.6	196.0	203.0	177.3	176.2
Liabilities, non-current	236.3	315.7	281.6	234.6	218.2
Floridienne equity capital	161.1	131.6	117.3	119.7	112.9
Third-party interests	56.4	40.3	25.6	23.6	20.1
Loans, non-current and provisions	200.9	143.8	138.7	91.2	85.2
Liabilities, current	154.4	101.7	109.2	110.5	102.1
Balance sheet total	608.1	417.4	390.8	345.1	320.3

CONSOLIDATED RESULTS – in EUR millions	2022	2021	2020	2019	2018*
Turnover	518,3	353.1	373.9	410.3	382.8
EBITDA	60,4	45.7	38.0	34.4	24.1
Adjusted operating result**	36,3	30.5	19.4	21.4	14.9
Consolidated net result	18,5	18.6	8.4	13.2	10.5
Consolidated net result, Floridienne share	12	13.2	4.3	9.1	8.3
Net cash flow	33,5	32.9	25.4	25.0	15.1

* 2017 figures reprocessed

** Operating result + Share of net result of companies consolidated using the equity method

FINANCIAL RATIOS – in %	2022	2021	2020	2019	2018*
Financial profitability (net result/equity capital as at 1 January)	9,1	11.2	3.6	8.1	8.3
Solvency ratio (equity capital/balance sheet total)	35,8	41.2	36.6	41.5	41.5
Pay-out ratio (gross dividend/group share of result)	20,8	18.9	53.7	0.0	25.2

DETAILS PER SHARE – in EUR	2022	2021	2020	2019	2018*
Number of shares	996 857	996,857	996,857	996,857	996,857
Share price					
Average	773,11	580.22	239.97	185.66	187.09
Highest	870,00	760.00	340.00	209.80	244.00
Lowest	654,00	347.80	180.00	169.00	164.00
As at 31/12	690,00	670.00	340.00	209.80	175.00
Net dividend per share	1,75	1.75	1.61	0.00	1.47
Stock market capitalisation (in EUR millions as at 31/12)	687,83	667.89	338.93	209.14	174.45

€ 518.3
MILLION
Turnover

32%
Increase in
consolidated EBITDA

€ 60.4
MILLION
EBITDA

€ 608.10
MILLION
Balance sheet total

Highlights

Life Sciences

Plant Products

In February 2022, Biobest acquired a 90% holding in the Canadian company Morse Leasing Inc., which trades under the name Plant Products. Plant Products is a preferred partner in the market gardening, fruit and greenhouse cultivation industries in Canada and the United States. It is one of the main distributors of integrated pest management solutions in North America.



Capital Increase

As part of the financing of the acquisition of Plant Products, Sofina contributed to a € 30 million capital increase in Biobest in March 2022. Further to this transaction, Floridienne's holding in its subsidiary Biobest amounted to 86.79% at the end of 2022.

Acquisition in Australia

In 2022, Biobest acquired a majority holding in Bioresources, which produces and distributes beneficial insects in Australia.



Snail slime

An investment project was undertaken in Belgium in 2022 to double the production capacity of products based on bioactives extracted from snail slime.

In early 2023, Natix acquired the company HPE Ingredients, which operates in France in the sector of snail slime extracts for use in pharmaceuticals and cosmetics.

Bromelain

Major investments were made in the internal growth of Natix. A project was validated in Indonesia to double bromelain production.

Papain

At its Belgian site in Villers-le-Bouillet, Natix undertook an investment project to double its papain enzyme production capacity.

In India, Natix invested in a papain production plant in late 2021 to produce this enzyme on a large scale in order to optimise its supplies.

Food

Starred dishes

Française de Gastronomie continued to collaborate with starred chef David Gallienne, reflecting the Division's know-how in the premium market of gourmet products. Among the new preparations on sale, a cassiolette of scallops has proved very popular with consumers.

High pressure

The high pressure or cold pasteurisation process that can be used to eliminate preserving agents and put clean label products on the market is enjoying every greater success, boosting the Division's sales.



Ethnic networks

Sauces and specialities continue to grow in the ethnic networks for export.

Label Rouge

Label Rouge certification for prepared snails has been extended to a third site in order to meet increased demand for a premium product.

Chemicals

Capital increase

A partner has increased the SNAM capital by € 10 million in order to provide the investment needed to double the company's production capacity over the next two years.



Responsible business lines and solutions

The year 2022 was once again an unfavourable period for economic operators. The 2020 and 2021 financial years were marked by the negative effects of the health crisis. Did the Russia invasion of Ukraine, the energy crisis and inflation weigh significantly on Floridienne in 2022?

Gaëtan Waucquez : It was a difficult year but the landing was better than we feared in March 2022. The turnover amounted to € 518.3 million. As for the EBITDA, at € 60.4 million it was 32% up on the previous year and reached a record level for Floridienne. Margins suffered from the unusual crisis we experienced, characterised in particular by rising salaries and increases in the cost of energy as

well as most ingredients and raw materials. The cost of energy fell gradually at the end of the year, partly offsetting the negative impact but remaining at levels that are untenable for certain activities. In a normal context, our EBITDA would have been above 10%.

Despite this difficult context, Floridienne continued its ambitious development strategy through a number of acquisitions including one major purchase: Plant Products...

Marc Blanpain: We are always on the lookout for opportunities that may arise on the high-potential markets where we operate. So we continued to acquire companies. The purchase of the Canadian company Plant Products (a 90% holding) by our subsidiary Biobest Group, world leader in pollination and integrated pest management, is the largest transaction in our history. We were already present in North America through our subsidiaries, in particular Beneficial Insects. We are continuing to consolidate this promising sector.

G.W.: Plant Products is one of the main distributors of integrated pest management solutions in Canada and the United States. This company is a preferred partner of the market gardening, fruit and greenhouse cultivation industries in North America. This market is developing rapidly. So the timing was just right. Our results benefited from the good profitability generated by this market, which suffered less than in Europe, where we saw some stagnation in production. The exorbitant cost of energy prompted certain European greenhouse crops growers to defer their new planting operations.

For the acquisition of Plant Products, you turned to a new shareholder: the holding company Sofina...

G.W.: Floridienne has welcomed Sofina as a new minority shareholder in Biobest, alongside Mérieux Equity Partners. So Biobest can rely on Sofina's extensive network and on the expertise of its investment team to support its international development. Sofina's entry into the Biobest capital met the wish of this holding company - whose values of entrepreneurial autonomy, respect and sustainable development are very similar to our own - and to invest in biocontrol.

M.B.: Moreover, at the start of 2023 Sofina concluded another agreement with Floridienne and Biobest to increase the capital of our subsidiary. Private investors joined Sofina to bring the capital increase to € 98.5 million. The transaction values the Biobest group at € 1 billion, to which Biobest's net debts have to be added in order to estimate the Enterprise Value before the capital increase. It stands at approximately € 1.15 billion. Floridienne's holding in Biobest now stands at 79%, compared with 86.79% at the end of 2022.

G.W.: This capital increase embodies Floridienne's wish to speed up the development of Biobest so as to ensure that the group sees substantial organic growth and can continue its targeted acquisitions, enabling it to offer total integrated pest management solutions.

Has Biobest become the main driving force behind the development of Floridienne?

G.W.: Biobest illustrates the effects of our strategic repositioning on high-potential markets over the past ten years. Biobest accounts for more and more of our results and now represents 10% of Floridienne's activity. But we are taking care to avoid any concentration risk. Although Biobest's core business line is very specialised, the company is building its development around significant diversification, both in geographic terms and as regards the products put on the market or the types of crops involved. Biobest has forty subsidiaries throughout the world and fifteen production sites. It is present in over seventy countries.

M.B.: We favour caution, unlike some of our competitors who do not have as many production sites. If one site experiences difficulties, another can stand in to meet our customers' needs.

The Life Sciences Division, to which Biobest belongs, now operates around a second hub, called Natix, which was set up in 2022...

€ + 32%
EBITDA

€ 518.3
MILLION
Group turnover

The business lines in which Floridienne operates naturally form part of a strong environmental approach which holds out promise for the future.

Gaëtan Waucquez
/ CEO

G.W.: Natix's activities are not new. But in order to ensure greater clarity, we wanted to gather our expertise in natural extracts under a single umbrella. Natix heads our enzyme, snail slime extract and essential oil activities in the fields of health, nutrition and cosmetics. We have a large site in Villiers-le-Bouillet in Belgium, where we produce papain and the snail slime extracts that are used to make a wide range of products. We have subsidiaries in Italy, Indonesia and Congo where these high-potential activities are developed. For example, in Italy we collect pancreas in abattoirs to make pancreatin, an enzyme that facilitates digestion. We are constantly in search of new opportunities to enhance the value of natural extracts. Unfortunately, we suffered from a shortage of ingredients and raw materials in 2022 which prevented us from exercising our activities as we would like to have done. So we are working actively to reinforce our supply channels.

The shortage of ingredients and raw materials affected the activities of the Food Division as well...

G.W.: The war in Ukraine and other factors such as bird flu reduced the availability of a number of products such as eggs, oil and mustard that are used to make our preparations. But the high inflation that affected the whole food sector also had an impact on our cost control. The management had a frustrating year.

Customers are buying less. But thanks to 'private labels', supermarkets' own brand preparations, with which we are involved and which are currently in favour among consumers, we were able to maintain our sales. Added to that, gourmet products remain popular. Customers are still buying them. Moreover, we are delighted that our export activities are developing particularly well in the sauces sector, where our recipes are becoming increasingly popular. The quality of our products is acknowledged everywhere.

Electric battery recycling, undertaken by SNAM in Floridienne's Chemicals Division, is doing exceptionally well...

G.W.: It's a real tidal wave. Batteries from electric vehicles put on the market over the past decade, that have reached the end of their life, represent a huge recycling challenge. Floridienne has made this one of its core business lines. The challenges involved are huge and require significant investment, beyond the financing capacities of SNAM. We have forged a partnership with the German family Haindl, which increased the SNAM capital by € 10 million to provide the investment needed to double our production capacities over the next two years. We are regularly contacted by leading industrial groups that are interested in our activities. We are examining all the possibilities for developing SNAM by means of a new partnership, or even a stock market flotation. We are absolutely convinced of the potential of SNAM, which made its mark especially in 2022 thanks to the increase in the volumes of batteries collected and the increase in the price of purified metals.



The Chemicals Division also includes your subsidiary Kimflor, whose activities now seem far removed from Floridienne's business lines...

G.W.: Kimflor, our Turkish subsidiary that specialises in PVC stabilisers, is no longer part of the Floridienne strategy, as the Group's activities have evolved towards business lines and solutions that focus on the environment. Ultimately, the subsidiary should be taken over by a new shareholder. Despite the difficult economic context, Kimflor recorded good results in 2022.

Sustainability lies at the heart of Floridienne's activities...

G.W.: The sectors in which Floridienne operates lie at the heart of sustainable development. These are the business lines of the future that naturally form part of a strong environmental approach. And we pay particular attention to keeping our environmental footprint to a minimum. Biobest, for example, has set itself the target of achieving a neutral carbon balance sheet in the next few years. The choice of our business lines means that we undertake a great many ESG actions.

What is the outlook for 2023?

G.W.: We are expecting a better result. We should record further growth, particularly in our Life Sciences Division, through Biobest and Natix. Our natural extract activities grouped together under this umbrella have now attained an international size and credibility, speeding up their development on the American and Asian markets. Our Food Division is likely to benefit from a better economic situation. This Division will work to improve its margins, which are still too weak. Our subsidiary SNAM, in the Chemicals Division, should continue to benefit from high purified metals prices in 2023 and will carry on investing in additional production capacities.

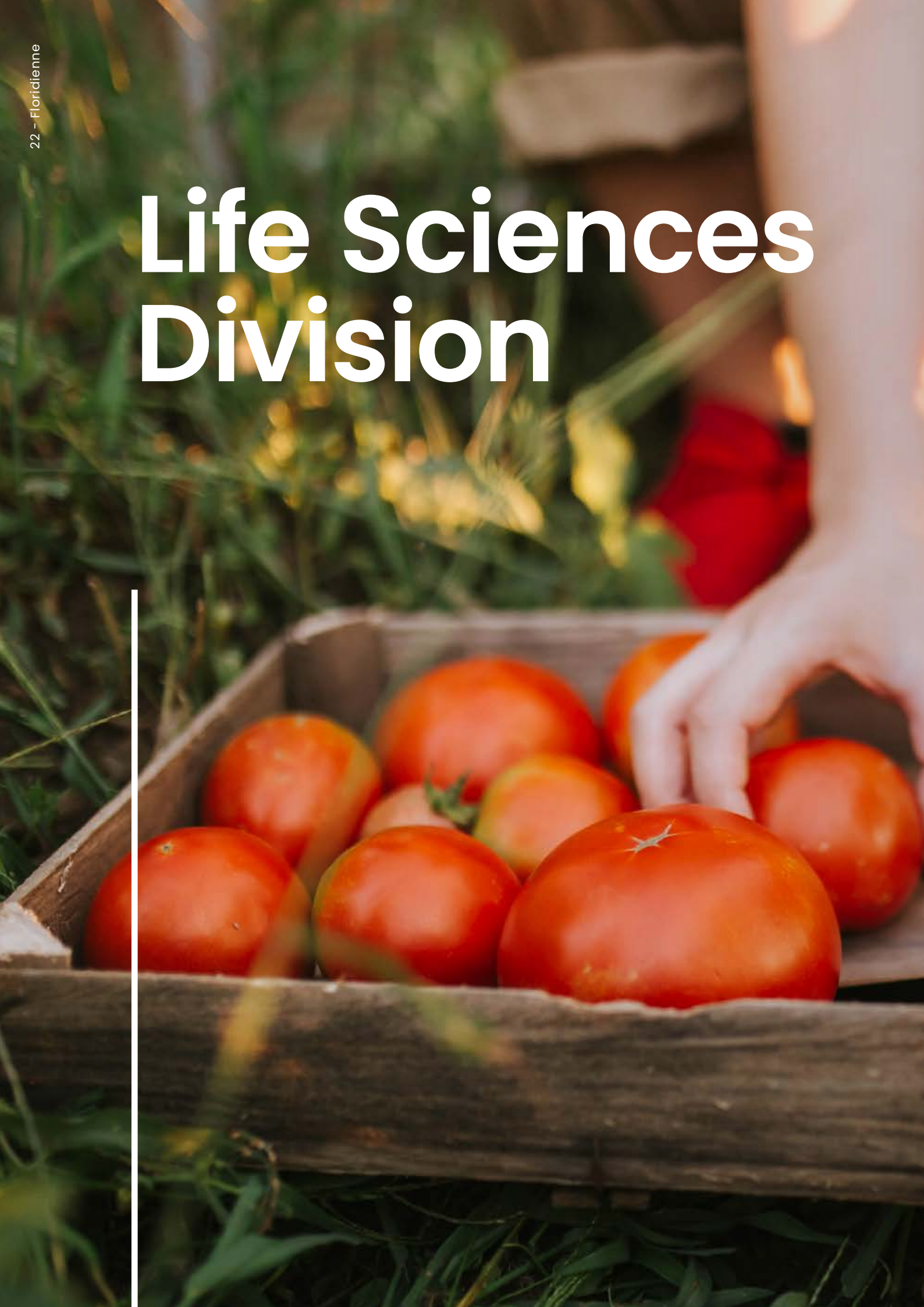


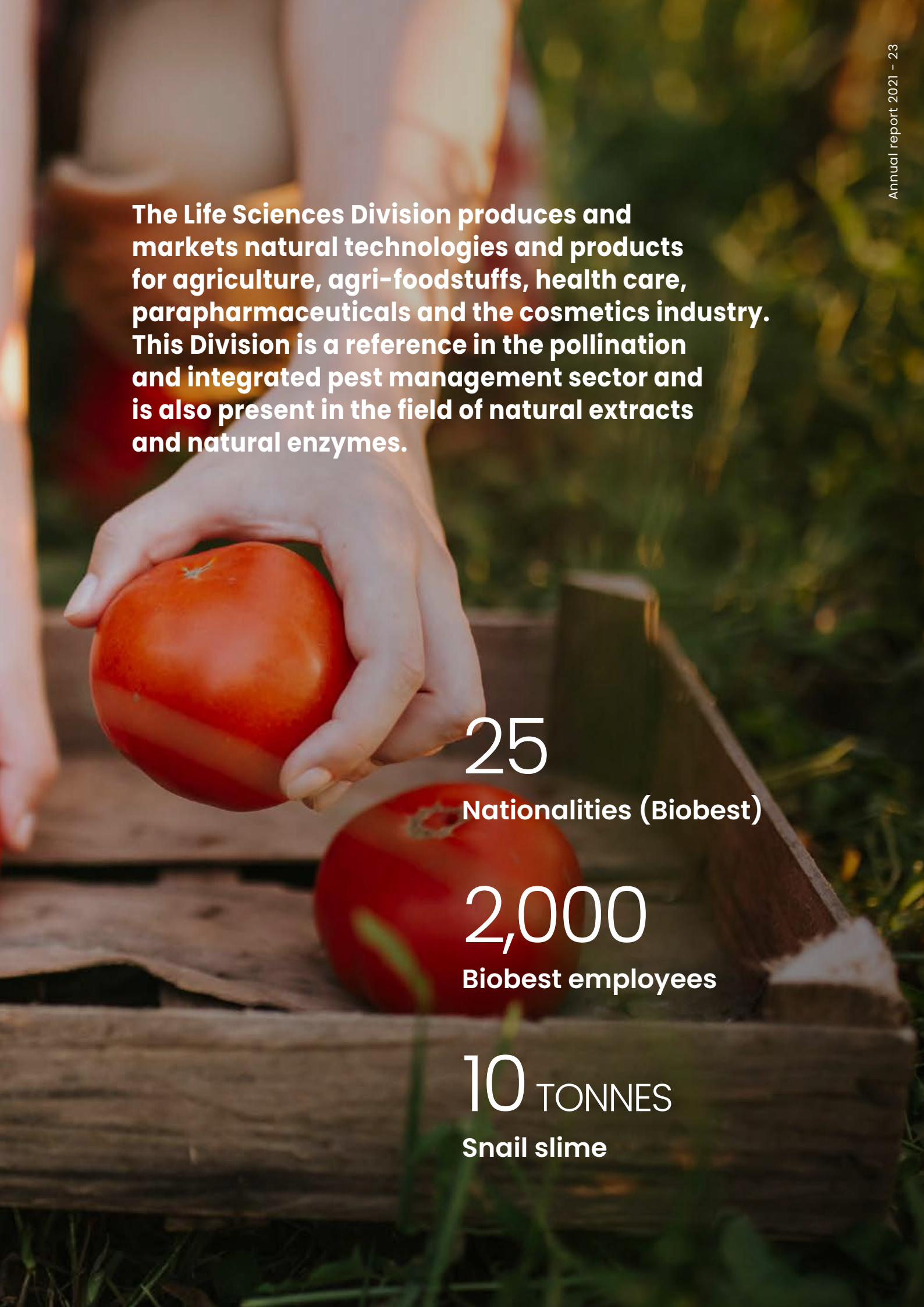
M.B.: We are anticipating organic growth, underpinned by the efforts made by our teams, and we will continue to develop around new acquisitions. We would like to thank all our staff – who now number 3,000 – for their involvement in a context that remains difficult, our shareholders for their confidence in us, and our partners and customers whose loyalty encourages us to go above and beyond every day.

We are continuing our policy of acquisitions in the high-potential niche markets on which we operate.

**Marc Blanpain /
Chairman**

Life Sciences Division





The Life Sciences Division produces and markets natural technologies and products for agriculture, agri-foodstuffs, health care, parapharmaceuticals and the cosmetics industry. This Division is a reference in the pollination and integrated pest management sector and is also present in the field of natural extracts and natural enzymes.

25

Nationalities (Biobest)

2,000

Biobest employees

10 TONNES

Snail slime

Natural solutions

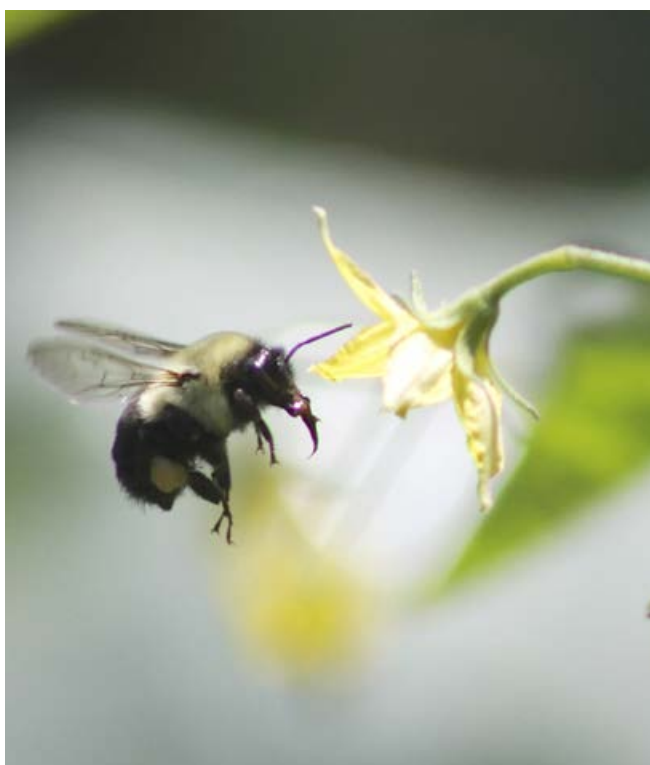
The Life Sciences Division focuses on two sectors of activity. Integrated pest management and pollination using environmentally friendly solutions lie at the heart of the activity of Biobest, a world reference in the field. The companies in the Division, which specialise in natural extracts and enzymes, are grouped together within Natix.

The Life Sciences Division draws inspiration from nature to offer its customers innovative, environmentally friendly solutions. Since it was established fifteen years ago, the Division has developed around innovative projects at the heart of life sciences.

The company Biobest has become a leading player in integrated pest management, offering a reliable alternative to chemical products, the use of which has been drastically

reduced further to developments in pesticides and environmental legislation.

The Life Sciences Division's holdings in the production of natural extracts (enzymes, essential oils and snail slime extracts) for unique applications in nutrition, pharmaceuticals and cosmetics are now grouped together in an organisational structure called Natix which includes the companies Enzybel and Sotecna.





2022: Strong growth of the Division

At the end of 2022, the turnover of the Life Sciences Division stood at € 337.1 million, up 76% compared with the 2021 financial year. This increase may be attributed primarily to a change in scope (acquisition of Plant Products) and strong demand for natural products on the Division's main markets.

Biobest now has North America's largest beneficial insects production platform. Thanks to the dynamism of the North American market, the company recorded strong growth in its activity and profitability, despite a more difficult context in northern Europe, which suffered as a result of high energy costs.

Natix benefited from an increase in demand among its main customers and the commissioning of additional production capacities for its plant and animal enzymes.



€ 47.8
MILLION
EBITDA

€ 337.1
MILLION
Turnover

Biobest:

At the heart of life sciences

Biobest ranks among the world leaders in pollination and integrated pest management. The company aims to become number one in its sector through organic growth and new acquisitions.

Biobest is present in over sixty countries, putting forward ecologically and economically sustainable solutions for pollination and integrated pest management. The natural processes developed by the company offer a reliable alternative to pesticides and chemical products. More and more fruit and vegetables, grasses, flowers and medicinal cannabis producers are calling upon Biobest's expertise.

The company has grown steadily since it was established fifteen years ago and operates on every continent through its forty subsidiaries.

Biobest explores the solutions that nature has to offer, adopting an approach that focuses on sustainability. Increasingly stringent environmental standards are prompting producers to make use of the innovative processes put forward by the company.

Biobest focuses its efforts on flagship crops with a view to offering growers total solutions so that they are able to do without using chemical products until as late as possible in the season.

Biobest's Research & Development centre is essential. It employs forty people throughout the world and has frequent contacts with universities. The company's 250 advisers regularly pass on new ideas originating in their exchanges with customers. The advisers, who are routinely in contact with the producers, also play a crucial role. They can respond quickly should a problem arise and put forward a customised solution. A population of mites, for instance, can double in one day, comprising a farmer's crops.

The Biobest Research & Development teams also work to optimise the production and rearing methods used for forty different species. This business line reinvents itself day after day.





The company keeps a careful eye on its ecological footprint. Biobest is aiming for carbon neutrality as of 2026. All the Biobest subsidiaries are behind a series of projects aimed at reducing the company's carbon footprint. In Morocco, for example, biomass from plants grown locally is used to supply greenhouses with biofuel at night. Solar panels have been deployed in Kenya.

Meanwhile, Biobest is also involved in social programmes in its subsidiaries, each of which has at least two such projects. For example, in Morocco employees' children are offered music lessons.

2022: Sales up in North America

Like all economic players, Biobest was confronted with high inflation, rising energy costs and supply issues affecting certain products. Despite this difficult context, the company recorded good but contrasting results, depending on the geographic region in which it operates. In northern Europe certain customers who grow greenhouse crops deferred their production to reduce their energy costs. North America, which was less badly affected by the energy crisis, generated a great sales dynamic. Plant Products, one of the leading distributors of integrated pest solutions in Canada and the United States, which joined Biobest in February 2022, enabled the Group to expand its base on this rapidly developing market. The company markets Biobest products and also distributes fertilizers, seeds and conventional products where biological solutions have not taken hold. In 2022, Plant Products recorded

a turnover of CAD 222 million and an operating result of CAD 23 million.

Belgium, where Biobest has its registered office in Westerlo, was chosen as the site for a new plant which is currently under construction, for the production of mites.

Biobest has launched a number of new products which have been well received. The company won two awards. For the first time, Biobest brought to market a solution involving insects that attack both a disease – mildew, and a pest – aphids.

During the past financial year the company, which puts a lot of effort into seeking future-oriented solutions based on artificial intelligence, worked on the launch of the second version of a computer program that can be used to identify the pests which are rife among greenhouse crops in order to offer customers a tailor-made formula to save their crops. This software program is expected to be launched in 2023.

To optimise the availability of its products, during the 2022 financial year Biobest continued its strategy of establishing new distribution centres. Biobest is moving ever closer to its end customers by multiplying its geographic footholds so as to be able to deliver orders faster and reduce transport costs.



With a view to ensuring sustainability, Biobest explores the solutions offered by nature as a reliable alternative to chemical products.

Jean-Marc Vandoorne
/ Biobest CEO

Natix: Cultivating well-being

Natix unites the Floridienne companies aiming to improve human well-being by creating effective and innovative solutions offered by nature. Natix focuses on the production and distribution of natural enzymes, essential oils and snail slime extracts. It develops unique, sustainable bioactives through the companies Enzybel, Sotecna and other holdings.

Natix draws inspiration from nature to then develop environmentally friendly technological solutions through the companies it coordinates. The concept of sustainability and the circular economy lie at the heart of the Natix approach.

Enzybel, a world reference in the extraction and refining of plant enzymes and leader in the papain sector, has forged special links with local people in the Virunga National Park in Kivu (Congo), from whom it obtains papaya latex, thereby contributing the development of the region and its people.

In addition, Enzybel has invested heavily in Indonesia, in its joint

venture PT Bromélaïne Enzyme, which gathers the by-products of pineapple crops. These by-products are a rich natural source of bromelain which is increasingly used for new pharmaceutical applications (burns treatment, skin cancer, etc.).

Through about ten specialised entities, the Natix group promotes high-performance natural bioactives, requiring purification and transformation processes that cause little pollution, that can advantageously replace certain chemical products, thereby contributing to a healthier, more sustainable world.





Enzybel's professional partners use these natural biomolecules in various applications such as nutrition, pharmaceuticals and cosmetics. They are found in new hybrid applications such as nutraceuticals, cosmeceuticals and nutricosmetics.

The company also produces animal enzymes (pancreatin, trypsin, pepsin, etc.).

Like Enzybel, the company Sotecna operates in the bioactives sector. It uses the molecules extracted from snail slime for nutraceutical and cosmeceutical applications. Sotecna also works in the field of essential plant oils used as natural aromas.

2022: A strategic year

To improve the clarity of its action, during the second half of 2022 Floridienne united the Group's companies that offer natural elements of specialities from natural purified and standardised molecules which improve human well-being under a single umbrella called Natix.

The activities that do not fall within the scope of this strategy, such as enzyme-based waste water treatment or the vanilla activities in Madagascar, have been sold.

Since 2022, Enzybel has benefited from a unique position with pharmaceutical certification for its bromelain. The bromelain enzyme, manufactured by the company, is now highly sought after for medical applications such as joint treatments and burns care.



New applications based on natural snail slim extracts were brought out in 2022. In South Korea, for example, beauty products based on these extracts, which are used to make wrinkle treatment solutions and skin care products, are experiencing exponential success.

Moreover, together with Biobest, Natix continued to develop complementary natural products used in particular to treat pests and mould.

Natix draws inspiration from nature to develop environmentally friendly technological solutions.

Stefaan Vandaele
/ **Natix CEO**



Companies in the Division



Biobest S.A.

Biobest is a leader in integrated pest management. This Belgian company specialises in biological pollination by bumblebees and in pest control using beneficial insects and mites. It exports its six species of bumblebees and its 40 or so species of beneficial insects to over 72 countries.

Biobest has a laboratory to test the side effects of chemical products on biological solutions (such as insects and mites). These chemical products may be either already on the market or under development at chemical companies. This testing therefore enables better profiling and positioning of their agricultural products.

Ilse Velden 18
B 2260 Westerlo
Tel.: +32.14.25.79.80
www.biobest.be

Enzybel International S.A.

Enzybel International is the world leader in the extraction and refining of plant-derived proteases. These natural enzymes are used to break down proteins, reducing them to small components more easily used or absorbable or giving them new properties.

In addition to papain, which is obtained from papaya latex, the most commonly marketed plant protease enzyme, Enzybel produces two other important enzymes: bromelain and ficain, obtained respectively from pineapples and figs.

Plant proteases are used in several human or cattle food applications (to tenderise meat, to produce protein hydrolysates, as taste modifiers), in cosmetics (skin treatment and care) and in medicine (symptomatic treatment of cancer, digestive aids, anti-inflammatory products).

Rue de Waremmes 116
B 4530 Villers-le-Bouillet
Tel.: +32 4 259 93 30
www.enzybel.com



Enzybel Pharma

Enzybel Pharma was created at the end of 2016 to complete the Enzybel portfolio of natural enzymes by adding a range of enzymes of animal origin (pancreatin, trypsin, pepsin, etc.). It markets these products in various sectors of activity such as pharmacy and nutraceuticals.

Rue de Waremmes 116
B 4530 Villers-le-Bouillet
Tel.: +32 4 259 93 30
www.enzybel.com

Enzymco Private Ltd

With the help of a local partner, Enzybel has invested in a plant enzyme production unit in India.

Enzymco Private Ltd focuses on selling products on the Asian markets.

#395, Lakshmi Nagar,
SIDCO Industrial Estate,
Malumichampatti, Coimbatore
641 050, India
Tel.: +91 86674 26 977
www.enzymco.in

Sotecna S.A.

Sotecna is a company specialised in the production of 100% pure and natural essential oils for the food and perfume industries. It is a pioneer in horseradish, angelica and lovage essential oils, supplying leading flavouring and perfume companies. Sotecna produces high-quality powdered and liquid snail extracts for the cosmetics and nutraceuticals industries.

Rue des Gaulois 7B
B 7822 Meslin-l'Évêque
Tel.: +32 68 28 31 02
www.sotecna.com



ChemCom S.A.

Established in the year 2000, ChemCom is an international reference in chemical communication. It helps the food, cosmetics, agriculture and pharmacy sectors to discover, select and refine certain products in the fields of taste, olfaction and pheromones.

ChemCom has developed an artificial human nose, cloning and expressing all the olfactory receptors. The deorphanisation of all the olfactory receptors not only enables us to gain an understanding of odour perception, recognition and discrimination, but also provides a powerful, robust industrial tool for the discovery of new products. This new biomolecular approach for the aroma and perfume industries makes it possible to discover new products and to optimise, perfect or replace certain existing products, making them more effective, better adapted and protected. Through its research, ChemCom has identified innovative solutions in terms of human skin pigmentation and depigmentation. These are now adequately patent-protected.


ChemCom is also developing a platform representing the biological nose of the dog.

Route de Lennik 802
B 1070 Brussels
Tel.: +32.2.353.00.28
www.chemcom.be



Food Division





The Food Division comprises production and marketing companies specialising in gourmet food products such as snails, scallops, stuffed shellfish, flaky pastry appetizers, prepared ethnic dishes, cold and warm sauces, and more...

30 MILLION
Aperitif products

20 COUNTRIES
International presence

Gourmet flavours

The Food Division markets food preparations through a series of companies based in France and Belgium. The Division also has supply subsidiaries in Romania, Lithuania, Turkey and Bulgaria.

The Food Division is a reference in the snails sector, where it is now the world's leading producer. It collects wild snails in Europe, prepared in France, which are used in gourmet dishes or preserves distributed in the catering sector, specialised groceries and supermarkets.

The Division has operated for many years in the seafood products sector (mussels, mackerel, herrings, anchovies, scallops, shellfish, etc.). These form the basis of preparations and ready meals dishes which it distributes.

The Division is also active in the field of local products made of beef or cooked poultry, as well as canned

offal, symbolising the expertise and savoir-faire of French gastronomy on the export market.

The Food Division is very involved in the condiments niche (capers, onions, gherkins, chilli peppers, etc.), ethnic products and sauces. The cold sauces market in which its subsidiary Delka operates – a company firmly established on the Belgian and French markets, is particularly buoyant. Delka stands out by offering recipes adapted to local markets, personalising its products and using original packaging. It benefits from good export dynamics. The company now sells its products in forty-five countries.



€ 6.3
MILLION
EBITDA

€ 135.9
MILLION
Turnover

The Food Division favours environmentally friendly channels.



The Division favours an approach based on the quality of the products that it puts on the market. It holds numerous certifications, including the Label Rouge for prepared snails in France, Lithuania and Romania. It has obtained Ecocert certification (organic) for a series of products made at the Delka and Altesse sites. The Food Division gives priority to sustainability, with MSC certification, for mackerel, herring and scallops fishing. The Division's plants are all IFS and/or ISO 9001 certified.

The Food Division adopts an environmentally friendly approach by limiting the quantity of plastic used, in particular for packaging, or by favouring sustainable materials and renewable energy where possible.

Development centres

- Gourmet entrees
- Sauces
- Ethnic cuisine and flavours of the world
- Organic products
- Local products and French tradition
- Belgian products
- Fine groceries





The Division is well placed in terms of the new purchasing habits being adopted by consumers who are reassessing in an inflationary context.

**Philippe Boonen /
CEO of the Food
Division**



2022: Increased turnover

The macro-economic context in the last financial year was once again unfavourable. The Russian invasion of Ukraine led to a shortage of ingredients and raw materials. Production plants were bombarded, disrupting the world economic balance. Furthermore, bird flu reappeared in January 2022, drastically reducing the quantity of poultry and eggs available on the market. In addition, the drought in the summer impacted on the production of milk and butter and on the snail harvest.

However, the end of the Covid crisis allowed the Division to benefit from a boost in sales and a return of consumers to restaurants. But inflation and rising energy prices halted this momentum. The mass distribution sector entered a long cycle of negotiations with producers. Increases of around 15% were seen in food prices.

Despite this difficult context, the Division recorded a growth in turnover (+11%), bolstered by new references and the success of certain export markets. The Division's net result amounted to € 1.3 million as at 31 December 2022, compared with € 2.2 million at the end of 2021. An extraordinary gain of € 1.5 million had been recorded on the divestment of the companies Salm Invest and Gel Manche in January 2021, which explains the fall in the net result recorded in 2022.

The necessary rate increases negotiated with customers, which came into force mainly in the second half of 2022, helped restore the Division's profitability during the final months of the year. It was therefore able to maintain its EBITDA (€ 6.3 million) at the same level as 2021.

In 2022, the Food Division continued its international development, in particular with ethnic preparations and specialty products such as vegan or organic options, absorbing some of the shock experienced by Europe. Sauces accounted for 50% of international sales, while frozen goods represented 18% of their respective turnovers.

The use-by dates on these products made it possible to win over a more distant market and boost export sales.

Inflation prompted changing behaviour among consumers who reassessed in certain areas. They now favour raw products rather than ready meals. A revival of interest in frozen goods has also been noted, to the detriment of fresh products. Moreover, low-cost products and distributor's own brands are going from strength to strength. And organic products are less in demand.

The Division is well placed in terms of these new purchasing habits. It is present in the 'distributor's own brands' market which, in the current circumstances, are attracting more interest among consumers.

At the same time, gourmet products remain very much in demand, mainly during the end-of-year season.

An industrial site was closed in Belgium and moved to France, to a cold pasteurisation site which is developing well. The Food Division is endeavouring to group its activities on fewer but larger sites in order to improve efficiency.

The Food Division adopts a sustainable approach. Many initiatives were taken in 2022. Solar panels were introduced and will become more widespread on production sites that use a lot of electricity. At a frozen food site, the Group invested in a system to recover the warm water used to produce foodstuffs for cleaning purposes.



Seafood catering

Founded in 1886, Simon Dutriaux specialises in smoked fish and the preparation of salad spreads and dips. This firm is one of the Division's flagships.

The company, which is a reference in smokehouse products (smoked herring, trout, salmon, mackerel and haddock), has supplemented its range to include a speciality that is well established in the northernmost region of France: salad spreads. This is in response to growing demand further to the development of the sandwich market. Its range now comprises over 1,300 tonnes of finished products.

It recently expanded its range to include dips, mainly based on plant proteins, which are a popular choice for cocktail receptions. High-pressure technology has the advantage of



giving products a longer use-by date (25 days) while eliminating preserving agents. This recent technology allows products to display a clean label, an increasingly sought-after and highly appreciated feature.

The company Simon Dutriaux, based near Lens, employs over 80 people (FTE) and with its subsidiary, Simon Selection, generates a consolidated turnover of around € 28 million. The company operates in both the out-of-home catering networks and the mass retail sector, focusing on fresh products, mainly seafood catering specialities.

Companies in the Division



France

Groupe française de gastronomie S.A.S.

This company has two plants in France where canned snails and frozen or fresh prepared snails, stuffed shellfish, snail hors d'oeuvres, fresh and frozen ready meals with snails and mussels, variegated scallops and butter rolls are prepared. FDG also markets most of the Group's other frozen preparations produced in Brittany (Gartal).

Administrative office

2, Allée d'Helsinki,
CS 80072 Schiltigheim
F- 67013 Strasbourg
Tel.: +33.3.88.59.30.60
www.francaise-de-gastronomie.fr

Production site

Le Clos Saint-Anne
F- 43100 Vieille Brioude
Tel.: +33 .4.71.50.80.00
Grand Rue, 118
F - 89400 Bassou
Tel.: +33.3.86.73.37.00

L'escargot Courbeyre S.A.S.

Courbeyre, based in Aurillac in Auvergne, produces preparations based on snails as well as stuffed mussels, appetizers and Auvergne specialities.

Impasse Blaise-Pascal
F-15000 Aurillac
Tel.: +33.4.71.64.97.90
www.courbeyre.fr

Larzul S.A.S.

Based in Brittany, Larzul specialises in canned products made of beef and cooked poultry, as well as in seafood dishes. It is France's leading producer of beef tongue and canned offal.

Rue Henri Lautredou
F - 29720 Ploneour Lanvern
Tel.: +33.2.98.82.68.68
www.groupe-larzul.com

Gartal S.A.S.

This Brittany-based company specialises in the preparation of scallops and seafood flaky pastries. Its main brands are Mareval and La Palourdière.

Z.A. de Troyalach
F - 29170 ST. Evazec
Tel.: +33.2.98.94.61.25

Simon Dutriaux S.A.S.

Founded in 1886, Simon Dutriaux specialises in the preparation of products based on smoked mackerel and smoked or pickled herring as well as the production of fresh ready meals.

The company ranks among the three main players in the smoked herring market and is market leader for rollmops in France. It benefits from a strong brand in the mass retail sector in northern France.

The Simon Dutriaux production plant is the home of Simon Selection S.A.S. This firm specialises in the smoked salmon trade for the French market.

Parc d'activité du Bois Rigault -
Rue Gustave Eiffel
F - 62880 Vendin-Le-Vieil (Lens)
Tel.: +33.3.21.14.24.80
www.simon-dutriaux.com





Belgium

Altesse Quality Food S.A.

Altesse is a company that distributes condiments (capers, onions, gherkins, garlic purée, chilli peppers, etc.) and ethnic products. It also produces a range of culinary preparations including ready-made sauces.

Rue de Battice 22B
B- 4800 Petit Rechain
Tel.: +32 4 240 92 40

Delka S.A.

Delka is a company that specialises in making and marketing cold sauces for the retail sector and out-of-home catering. It also supplies other companies in the Group with sauces for their preparations.

Rue de Battice 22B
B- 4800 Petit Rechain
Tel.: +32 87 76 63 38
www.delka.be

Karras S.A.

Karras specialises in ethnic dishes based on Mediterranean recipes (tarama, hummus, etc.).

Avenue de Lambusart 11
B- 6220 Fleurus
Tel.: +32 71 816.180
www.karrasgroup.be

Supply companies

To improve control over its supply of snail ingredients, the Group has plants in the producer countries. These companies meet the most stringent European health standards. They collect and prepare snail meat and other products such as anchovies. Various investments in eastern Europe are planned to complement the existing position and help guarantee the homogeneity and quality of the ingredients used in prepared dishes.

Pomarom S.R.L. – Romania

Pomarom is mainly involved in the collection and processing of 'Helix Pomatia' snail meat.

It is also the snail collection centre for the whole of Romania and the neighbouring countries.

Str. Liverzii 41
510170 Alba Iulia – Romania
Tel.: +40.25.88.11.200

UAB Camargo U.A.B. – Lithuania

This company collects and processes 'Helix Pomatia' snails.

Vilniaus R. Sav. – Pakalnes G. 7
Bezdonys, Bezdoniu Sen.,
15201 Lithuania
Tel.: +370.52.69.64.46

Menetrel – Turkey

This company is involved in collecting 'Helix Lucorum' snail meat and refilling the shells to produce prepared snails. Menetrel has also diversified into the production of pickled anchovies.

Bilecik – Turkey
Tel.: +90.22.82.16.02.09

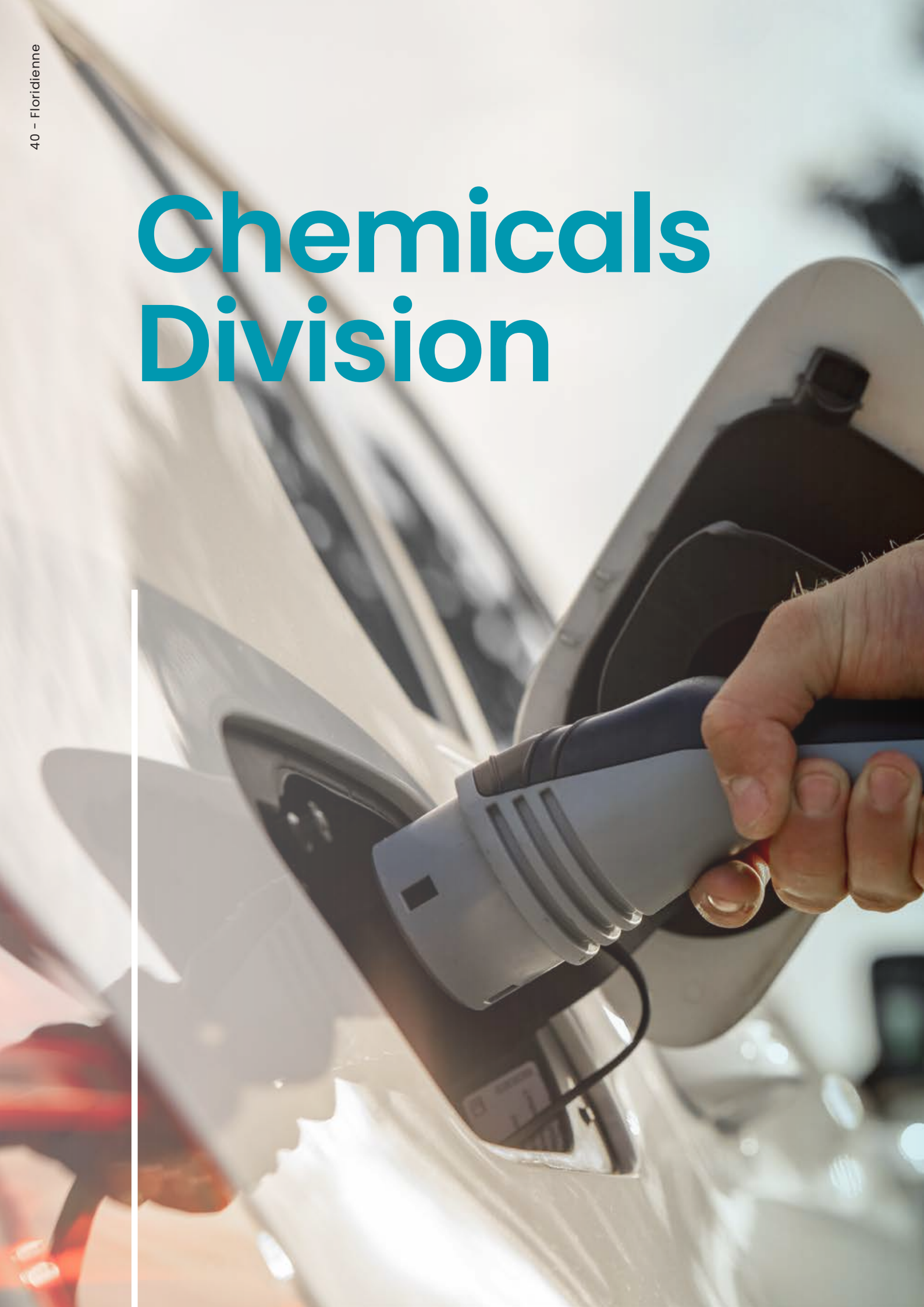
Turita Ood


Supply and processing plant for Mediterranean pickled products.

21 Hristo G. Danov street
4101 Kuklen-Plovdiv
Bulgaria



Chemicals Division





Floridienne's Chemicals Division operates in the PVC stabiliser additives sector, with the company Kimflor, and in electric battery recycling through its subsidiary, SNAM.

Green Technologies

SNAM's profitability is rising thanks in particular to strong sales growth and high purified metals prices.

**Cornelius Fink /
SNAM Group CEO**



Kimflor, in which Floridienne has a majority holding, is established in Turkey. It works in the field of PVC stabilisers and operates on the markets of central Europe and Asia. Kimflor produces new-generation calcium/zinc-based stabilisers used to make PVC intended for window frames as well as tubes and fittings. Kimflor also makes use of organic stabilisation, free of heavy metals. The GreenStab* range is reserved mainly for PVC and flexible PVC tubes and fittings.

Kimflor's activities are no longer in line with the Group's development strategy. The company is expected to be sold to a new investor shortly.

For many years now, the Division has been involved in recycling rechargeable batteries through its subsidiary SNAM, based in Viviez, France. The company is now the European leader in this sector. SNAM puts forward inventive solutions for processing batteries from the field of soft mobility.

The company has recorded double-digit growth since 2019. This activity, which was originally a niche, is booming. Battery use is on the rise. And when they reach the end of their useful life, batteries have to be recycled.

The company has a Research & Development centre that focuses most of its efforts on thermolysis and hydrometallurgy activities which create value for the future of SNAM.

SNAM's activity is in line with European efforts to recover precious metals and ensure cutting-edge waste management so as to give waste a second life.



2022: Profitability up

The Division's turnover rose by 17% compared with the 2021 financial year. The SNAM recycling activities were bolstered by very good dynamics.

SNAM's profitability is rising thanks to strong sales growth, the optimisation of site processing capacities and a favourable mix of the type of batteries recycled, as well as high purified metal prices.

SNAM is implementing an ambitious investment plan to respond as well as possible to the rise in the volume of batteries to be processed, among other things from electric mobility.

Kimflor developed favourably despite a difficult financial environment, with an economy considered to be hyper-inflationary. The company's level of activity is up, with a positive outlook linked to the robustness of the construction sector in the region in which it is established.

Companies in the Division

Kimflor A.S.

Kimflor, which is held by Floridienne (majority stake) and a Turkish partner (Mr Demirel, 25%), aims to open up and develop new markets in central Europe and Asia, mainly in the field of PVC stabilisers. Kimflor has invested in the construction of a production facility for the new generation of calcium/zinc-based stabilisers.

Izmir Aydin Karayolu 35 Km.29
Ekim Mah. No :23
35875 Torbali Izmir
Turkey
Tel.: +90.232.853.90.66
www.kimflor.com

SNAM S.A.S.

As a leading player in the process of recycling Ni/Cd (nickel/cadmium), NiMH (nickel-metal hybrid) and Li-ion (lithium-ion) rechargeable batteries, SNAM recovers batteries from rechargeable battery manufacturers, national collection associations and independent collectors in Europe, the United States and Asia Pacific. After separating the components, it resells the nickel and cadmium they contain. It has recently specialised in collecting batteries from hybrid and electric vehicles, a market on which it is currently the European leader.

SNAM also owns the company VERA CHIMIE DEVELOPPEMENTS S.A.S.

Avenue Jean Jaures 4
F 12110 Viviez
Tel.: +33.5.65.43.77.30
www.snam.com

Vera chimie developpements S.A.S.

This SNAM subsidiary based near Lyon in France formulates and markets additives for the galvanisation sector.

35-45 rue de la Garenne
F-38297 Saint Quentin Fallavier
Tel : +33.4.74.94.82.10
Email : info@vcd-floridienne.com
www.vcd-floridienne.com



Management report

MANAGEMENT REPORT FROM THE BOARD OF DIRECTORS TO THE ORDINARY GENERAL MEETING OF 6 JUNE 2023

Ladies and gentlemen,

We have the honour of presenting to you the management report for our Group and of submitting for your approval the annual and consolidated accounts as at 31 December 2022, as adopted by the Board of Directors on 27 March 2023. This 2022 management report also includes the information required by Article 12 of the Royal Decree of 14 November 2007 on the obligations of issuers whose shares are admitted for trading on a regulated market. All the information that must be included in this management report pursuant to Articles 3:6 and 3:32 of the Belgian Code of Companies and Associations (the corporate governance statement – including the remuneration report – the financial performances of the company and the statement on the non-financial information of Floridienne) is included in the various chapters of the annual report.

Floridienne invests in niche markets, paying particular attention to the sectors of (gourmet) Food, Life Sciences and Chemicals. Alongside these three operating divisions, we also include information in the 'Corporate Division' section on all the service and consultancy activities provided by Floridienne S.A. for its subsidiaries and the food product trading activities.

The company spreads its investment risks among profitable companies, companies with emerging profitability and companies with potential profitability.

Consolidated results for the 2022 financial year

The Floridienne Group turnover for 2022 amounted to € 518.3 million, up 46.8% compared with € 353.1 million in 2021. This rise of € 165.2 million may be attributed mainly to the substantial growth of our three divisions and the acquisition by Biobest in February 2022 of Plant Products, one of the main distributors of integrated pest management solutions in Canada and the United States. At constant scope, our three divisions succeeded in substantially increasing their turnover and the Group's organic growth is over 10%.

The EBITDA amounted to € 60.4 million as at 31 December 2022, up € 14.7 million compared with € 45.7 million on 31 December 2021, or growth of 32%.

This reflects the dynamism of the various activities and bears out the Group's strategic choices as it repositions itself on buoyant markets. The recent acquisitions made by BIOBEST to strengthen its growth on the biocontrol markets in the United States (Beneficial Insectary, acquired in November 2020, and Plant Products, acquired in February 2022) are meeting expectations and enabled particularly significant growth in North America.

Amortisations and impairments amounted to € 24.1 million, up € 8.8 million compared with the previous financial year. This increase may be attributed primarily to the inclusion of Plant Products in the scope and the extent of the investments made by the Group. The amortisation of intangible assets recognised in the context of the allocation of the Plant Products acquisition price amounted to € 3.5 million. This is an accounting element that does not impact on the cash position.

The sale of Salm Invest and Gel Manche on 22 January 2021 led to the recognition of a gain on the disposal of assets of € 1.5 million in the 2021 financial year.

The debt burden remains under control, in line with the financing obtained in the context of recent acquisitions.

The Group therefore closed the 2022 financial year with a consolidated net result of € 18.5 million, stable compared with 2021. The group share of the net result amounted to € 12 million.

The consolidated equity stood at € 217.5 million as at 31 December 2022, compared with € 171.9 million as at 31 December 2021. This increase of € 45.6 million may be attributed mainly to the result for the financial year and the capital increase undertaken by Biobest in February 2022, to which Sofina, a minority shareholder, subscribed € 30 million.

The Group's net indebtedness rose by € 96.4 million in 2022 to € 193.7 million (excluding lease commitment debts – IFRS 16). This increase may be attributed primarily to the long-term financing obtained in the context of the acquisition of Plant Products.

The consolidated cash position is sound at € 55.9 million.

As at 31 December 2022, the Group fulfilled all its financial covenants.

Life Sciences Division

Changes of scope

Capital increase

As part of the financing of the acquisition of Plant Products, Sofina took part in a € 30 million capital increase in Biobest undertaken in February 2022.

Further to this transaction, Floridienne held a 86.79% stake in its subsidiary Biobest. The remainder of the Biobest shares are held by Mérieux Equity Partners, a shareholder since 2018, Sofina and the company management.

Biobest acquisitions

In February 2022, Biobest acquired a 90% stake in the Canadian company Morse Leasing Inc., which trades under the name Plant Products.

Plant Products has been doing business for over 75 years and is one of the main distributors of integrated pest management solutions in Canada and the United States. The company markets Biobest products and also distributes fertilisers, seeds and conventional products where biological solutions have not taken hold. Plant Products is a preferred partner on its markets in the market gardening, fruit growing and greenhouse crops industries in Canada and the United States.

The company is located in Leamington (Ontario, Canada) and has branches in Laval (Quebec, Canada), Ancaster (Ontario, Canada) and Westland (Michigan, United States). Plant Products represents a useful addition to the Biobest network on the rapidly developing North American market. Biobest successfully integrated Plant Products in 2022 and

the company generated a turnover in excess of € 100 million.

Biobest also concluded several other acquisitions in 2022. A majority holding was obtained in Bioresources, which produces and distributes beneficial insects in Australia. Biopartner (Poland) and Agronologica (Portugal), which distribute integrated pest management solutions, also joined the Biobest group during the financial year. These are more modest acquisitions and together accounted for a turnover of around € 3 million in 2022.

Activity in 2022

The turnover of the Life Sciences Division amounted to € 337.1 million as at 31 December 2022, compared with € 191.7 million as at 31 December 2021. This 76% increase may be attributed mainly to a change in scope (acquisition of Plant Products) and strong demand on the main markets of the Life Sciences Division.

As has already been said, Biobest has successfully integrated the company Plant Products, acquired in February 2022, and is growing substantially in North America in particular, where it has the largest beneficial insects production platform. The dynamism of the North American market has enabled Biobest to post strong growth in its activity and profitability despite a more difficult context in northern Europe where some growers temporarily reduced their greenhouse crops during the winter period owing to the high energy costs.

Natix, a new structure which brings together our R&D, production and distribution activities for natural extracts (enzymes, essential oils and snail slime) for unique applications in nutrition, pharmaceuticals and cosmetics, benefited from an increase in demand among its main customers and continued to invest in expanding its production capacities.

The EBITDA of the Division rose by 41% to € 47.8 million as at 31 December 2022, compared with € 33.9 million as at 31 December 2021. The Division had to cope with certain extraordinary costs linked to the inflationary context, in particular energy costs, but nevertheless succeeded in recording a sharp rise in its EBITDA thanks to substantial sales and the successful integration of Plant Products.

The net result of the Life Sciences Division amounted to € 13.3 million in 2022, compared with € 15 million in the previous financial year. This fall may be primarily attributed to the cost of financing the acquisition of Plant Products (€ 4 million) and the extent of the amortisation of intangible assets recognised in the context of the allocation of the

Plant Products acquisition price (€ 3.5 million). This is an accounting element and does not impact on the cash situation.

Risks and uncertainties

The proceedings between ChemCom and Givaudan concerning the distribution of the assets of their joint subsidiary in liquidation, TecnoScent, are continuing and no unfavourable developments have occurred. As there is no 'cash outflow' risk, the Board of Directors does not deem it necessary to establish a provision for this dispute.

Food Division

Activity in 2022

The turnover of the Food Division rose by 11% during the financial year, amounting to € 135.9 million, compared with € 122.5 million a year earlier. This increase in sales may be attributed to the new references combined with price rises and the success of certain export markets.

The Food Division had to cope with widespread inflation affecting the cost of the ingredients used and experienced supply difficulties for certain products. In an inflationary context, aggravated by the war in Ukraine triggered by the Russian invasion on 24 February 2022, the Division saw its profitability fall considerably during the first half of 2022.

The necessary price rises negotiated with customers, which came into force mainly during the second half of the year, led to a recovery in the Division's profitability. It recorded an EBITDA of € 6.3 million for the 2022 financial year, stable compared with the previous year.

The net result of the Food Division amounted to € 1.3 million as at 31 December 2022, compared with € 2.2 million as at 31 December 2021. An extraordinary gain of € 1.5 million had been recorded on the disposal of Salm Invest and Gel Manche in January 2021, explaining the fall in the net result seen in 2022.

Risks and uncertainties

Larzul (company in which the Floridienne Group owns 50%)

Various legal proceedings are still ongoing concerning this company. These proceedings, which are described in detail in our annual report, evolved favourably during the 2022 financial year, including among other things the collection of part of the outstanding receivables in respect of Larzul amounting to a total of € 0.5 million. However, these proceedings have not yet allowed us to exercise our rights or deploy our industrial strategy for this

company. As we do not have control over the company, our holding in Larzul is booked as a 'non-current financial asset' in the Group's consolidated financial statements.

In the context of the ongoing proceedings, we have obtained more recent financial information about the company Larzul. On the basis of these financial elements, the Board of Directors believes that the book value recognised in 'Other non-current financial assets' in the consolidated balance sheet (see Note 15 of the annual report for more information on this heading), is very close to the fair value of this asset, estimated on the basis of the information available and market multiples. The Board has therefore decided to maintain the value of this holding in the consolidated accounts unchanged compared with its historical book value, i.e. € 2.6 million. The value of our claim, payable further to a court ruling, amounted to € 1.0 million as at 31 December 2022 (31 December 2021: € 1.5 million).

Chemicals Division

Activity in 2022

The turnover of the Chemicals Division rose by 17% to € 45.4 million as at 31 December 2022, compared with € 38.9 million as at 31 December 2021. This increase may be attributed primarily to our recycling activity (SNAM).

The turnover and profitability recorded by SNAM's recycling activities rose substantially thanks to a high level of activity and the optimisation of the capacities of our processing sites combined with a favourable mix of the type of batteries recycled and high purified metals prices.

SNAM is currently implementing an ambitious investment plan to increase capacity in response to the rise in the volume of batteries to be processed, among other things from electric mobility.

Kimflor, our subsidiary active in PVC stabilisers in Turkey, progressed and continues to develop favourably despite a difficult financial environment with an economy now regarded as hyperinflationary. The level of activity of this subsidiary is progressing in line with the positive outlook linked to the dynamism seen in the construction sector in this region.

The EBITDA and net result after taxes of the Division rose, standing respectively at € 8.1 million and € 6.7 million as at 31 December 2022, compared with € 7.9 million and € 5 million respectively as at 31 December 2021.

Risks and uncertainties

A substantial share of the turnover from the PVC Stabilisers activity is recorded in zones exposed to

geopolitical uncertainty, in particular Turkey. Our Turkish subsidiary, Kimflor, stood its ground well in a complicated environment in 2022. It is expected to continue to progress well in 2023.

Corporate

The Corporate Division comprises a range of service and consultancy activities provided by Floridienne for its subsidiaries as well as food product trading activities.

Statutory accounts and appropriation of the results

No modification occurred in the activity of Floridienne S.A. in 2022 compared with the past. This company's activity consists of investing in niche markets in three sectors: Life Sciences, Food and Chemicals. Floridienne spreads its risks among profitable companies, companies with emerging profitability and companies with potential profitability.

For Floridienne S.A., the financial year closed with a net profit of € 607.5 million, compared with € 31.2 million in 2021. The profit recorded in the financial year may be attributed primarily to extraordinary dividends collected in 2022, amounting to € 610.5 million.

Bearing in mind the amount carried over of € 131.3 million, the profit available for appropriation amounts to € 738.7 million.

We propose to distribute the profit available for appropriation as follows:

- € 2.5 million for capital remuneration;
- € 736.3 million to be carried over.

The Board is to put a proposal to the General Meeting of Shareholders to distribute a gross dividend of € 2.5 per share giving the right to dividends (i.e. excluding own shares) for the 2022 financial year.

We propose to carry over the profit available for appropriation in full.

Equity purchases

The Group did not make any additional equity purchases during the 2022 financial year.

The total number of own shares held by Floridienne as at 31 December 2022 was 17,363 out of a total of 996,857 shares issued, which represents a value of € 12 million on the basis of a share price of € 690 as at 31 December 2022.

The average acquisition value of these own shares is € 107.53 per share.

In the past, own shares were acquired with the authorisation of the General Meeting granting the Board of Directors the power to acquire a maximum of 180,000 shares in the company on the stock exchange or elsewhere, at a unit price that may not be more than 20% lower than the lowest closing price over the 20 stock market days prior to the transaction or more than 20% higher than the highest closing price over the 20 stock market days prior to the transaction.

The Extraordinary General Meeting of 2 June 2020 renewed the authorisation granted to the Board of Directors to acquire and dispose of own shares in the company in the conditions provided for by law for a period of three years. The Board of Directors is to put a proposal to the General Meeting of 6 June 2023 to extend this authorisation for a period of three years.

Research and development

Our efforts focus on improving the quality of our products, safety, anticipating ever stricter environmental standards and perfecting new products with a view to the diversification of activities.

It should be noted that most of the Group's R&D activities are concentrated in the Life Sciences Division and the Chemicals Division.

Outlook

The 2022 financial year was marked by supply difficulties and by widespread inflation. The main causes may be found in two long years of pandemic, which disrupted logistics chains, plus the invasion of Ukraine by the Russian armed forces on 24 February 2022. The supply difficulties and inflation had a negative impact on the growth of activities in our Group. Energy prices and the cost of some ingredients and raw materials appear to be easing, a trend which we hope will prove lasting.

The outlook for the Life Sciences Division is generally favourable. The markets in which Biobest evolves continue to follow a positive trend and this company will actively continue its acquisitions programme, bolstered by the input of fresh capital in March 2023. The first quarter will continue to be marked in northern Europe by the decision of certain growers to temporarily reduce their greenhouse crops during the winter season owing to the high energy costs. This negative effect is expected to ease as the year progresses and be offset by the dynamism in our other geographic regions. Our 'natural enzymes' activities, grouped under the Natix umbrella, have now achieved an international size and credibility that enable them to speed up their development on the American and Asian markets.

After an unprecedented period in 2022 marked by widespread inflation affecting the cost of ingredients and supply difficulties for certain products, the Food Division will continue to focus in 2023 on maintaining its margins and securing its supplies to meet demand from its customers.

Finally, in the Chemicals Division, our subsidiary SNAM should further benefit from the high prices of purified metals in 2023 and will continue to invest in additional production capacities. Our subsidiary in Turkey, Kimflor, demonstrated outstanding resilience in a particularly complicated environment. It is expected to continue to develop favourably.

Overall, the Board of Directors is confident that the Group's activities will develop favourably and forecasts improved results for the 2023 financial year as a whole.

Risk management process

The overall risk management policy of Floridienne and its subsidiaries across the world sets out its commitment to ensure an effective risk management system throughout the Group in order to minimise its exposure to risks that may compromise the achievement of its objectives. Among other things, the Audit Committee assists the Board of Directors in its role of risk assessment and management. It regularly examines the areas in which the risks are likely to have a significant impact on the strategy, reputation and/or financial situation of the Group and monitors the company's entire risk management process.

In addition, in the context of the risk management process, the Floridienne Audit Committee has put in place and monitored the process of identifying and managing risks in each division and at Group level, including the controlling holding companies. This process involved various stages:

- Identification of the risks for each division, be they strategic, financial, compliance-related or operating risks;
- Assessment of the extent and probability of the risks in order to prepare a risk matrix per division;
- Consolidation of the risks at Group level;
- Assessment of the measures intended to limit exposure to the risks to an acceptable level.

This risk analysis process was undertaken in full cooperation with the teams in the divisions, with a view to increasing awareness of risk management in their respective entities, illustrating the Group's philosophy in this area.

Each stage in the risk management process was validated by the Audit Committee in order to abide by the rules of good governance linked to this exercise. The various results and conclusions were

analysed so as to take the necessary financial and non-financial measures. The measures to be taken and systems to be put in place differ from one division to another and from one company to another, depending on their specific features and require action plans at different levels: global actions, actions at division level as well as individual actions. While the formalisation of this process is fairly complete in terms of financial information reporting, it is still being developed in other risk areas.

Management of risks related to financial reporting

In terms of the management of risks related to financial reporting, an inventory of the main risks is kept as regards legal time limits, the reliability of the financial information and the independence of the various parties involved in this process. This statement therefore serves as a guide for relaying information following a strict procedure. The financial reports are compiled by the accounts department, reviewed by the financial management and presented to the Board of Directors by the Management Committee after analysis and on the recommendation of the Audit Committee. The accounts department is supported by a consultant who specialises in consolidation techniques. The different checks carried out at various stages in the process of producing the financial information cover issues as varied as the application of IFRS, significant transactions during the period, consolidation procedures, etc. Closing instructions are given to the financial managers of the various subsidiaries and periodic meetings are held. All the transactions and verification processes are recorded in a closing checklist and ad hoc documentation.

The Group also adopts a cautious approach to its financial commitments. It only uses hedging transactions (foreign currencies, interest or raw materials) to a limited extent and never for the purpose of speculation. The main risks and uncertainties facing the company relate to exchange rate movements, (variable) interest rates on its short-term credit facilities and the trend in raw materials and ingredients prices in the Food and Chemicals Divisions.

Integrating aspects related to sustainable development into the risk assessment

In 2022, Floridienne assessed the risks related to sustainable development and started to integrate this assessment in the context of the Group's risk management. The results of this assessment were presented and discussed by the Board of Directors and by the Audit Committee. This assessment was

carried out in accordance with our undertakings in the context of the European NFRD, the Non-Financial Reporting Directive, working in parallel with the fulfilment of our future obligations under the European CSRD, the Corporate Sustainability Directive.

In 2023, we will continue to work on strengthening our management of risks related to sustainable development and to explore the best way of dealing with these risks in the medium and long term.

Floridienne undertook various activities to identify the opportunities and risks related to sustainable development that may have an impact on the company and its commercial strategy. These activities included documentary research and discussions with the managers of the subsidiaries and divisions. The next step was to identify the risks by means of workshops with the managers of the subsidiaries and divisions in order to assess the opportunities and risks on the basis of their impact and their probability. Sustainable development specialists attended these workshops to question the participants and conduct a critical assessment of their evaluations and the hypotheses used. This resulted in a summary of the most important opportunities and risks related to sustainable development and the corresponding risk matrices, which were presented to the Audit Committee. These results enable Floridienne to set priorities as regards the management of risks related to sustainable development which affect the company and improve Floridienne's efforts in the field of sustainable development. In this report, the most important sustainable development risks are integrated into the overview of risks, classified according to whether they are strategic, operating, compliance-related or financial. In addition, Floridienne had identified sustainable development topics on the basis of this risk assessment. The 'focus on sustainable development' section centres on these topics.

Risk acceptance level

In the table below, Floridienne provides an overview of the accepted risk level per risk category described in this report

Risk category	Risk description	Risk acceptance level
Strategic risks	Risk resulting from the possible consequences of strategic decisions taken by the organisation.	Moderate
Operating risks	Risk of inefficiency of commercial transaction or failure of commercial processes.	Moderate
Compliance-related risks	Risk of losses, or even fines, resulting from failure to comply with laws or regulations.	Low
Financial risks	The risk comes from a change linked to a financial condition such as the exchange rate, the interest rate, the assessment of the customer default risk or the price of goods.	Low

Risk assessment

Floridienne has opted to report the most important risks on the basis of the following four categories: strategic, operating, compliance-related or financial. Floridienne believes that the risks related to sustainable development are so closely linked

to the company that they are integrated into the four risk categories defined. The risks below concern the most important risks. The underlying risks by sustainability topic are integrated into the report in the paragraph entitled 'focus on sustainability'.

Strategic risks

Nature of growth and investment model	How we manage this risk
<p>Floridienne recognises the importance of investing in companies with high added value and hence aims to grow through acquisitions.</p> <p>There is a risk that Floridienne may have poorly aligned the culture of the company acquired with its own values or the requirements of the market. Consequently, the company acquired could perform below par compared with the initial forecasts.</p>	<p>Floridienne carries out due diligence procedures to check that the values of the target companies are aligned with Floridienne values and ensure that the expected synergies can be achieved. In addition, Floridienne has various post-acquisition integration processes to guarantee maximum synergies and the planned value creation.</p>
Market relevance and analysis of the competitive environment	How we manage this risk
<p>Consumers and society are demanding healthier products and more sustainable companies (for example, that undertake to limit their impact on climate change, to ensure sustainable production, to achieve a circular economy, to promote human rights, etc.). In the absence of an appropriate response and sufficient investment, Floridienne could lose its competitive advantage, suffer harm to its reputation or risk seeing its margins shrink and be unable to put into practice the corporate vision and to attain its strategic objectives.</p>	<p>Floridienne invests in companies with a strong position on the market and significant growth opportunities.</p> <p>Floridienne will make these companies leading players and the preferred partner of cutting-edge companies in their respective sectors.</p> <p>Floridienne firmly believes that the key driving force behind long-term growth is investment in products that offer real added value for society and for the environment. This is why Floridienne focuses its investments on these sectors.</p>

The environment	How we manage this risk
<p>The environment is having a growing impact on Floridienne's global strategic objectives. If Floridienne does not adapt to recent developments in this field, this may represent a risk to Floridienne's capacity to achieve its objectives. This risk may affect Floridienne directly (such as the impact of climate change) or indirectly via the trend towards a more sustainable economy to reduce the impact of organisations on the environment (such as the rules and incentives to reduce waste, pollution, greenhouse gas emissions). However, owing to the nature of Floridienne's activities, this may also constitute an opportunity for the organisation.</p>	<p>Floridienne has integrated the aspects linked to sustainable development into its risk assessment. In this way, the organisation has been able to gain a better understanding of the subjects that are important for the Group and take account of these in its risk management policy.</p> <p>An important way of managing the risks related to sustainable development is to focus on reducing the negative impact of our Group on the environment (for example, by reducing energy consumption, favouring the switch to renewable energy, reducing waste thanks to more sustainable packaging, etc.). These investments are to be continued in the coming years in order to reduce the negative consequences of the divisions on the environment and society.</p>

Operating risks

Health and safety	How we manage this risk
<p>Potentially dangerous and/or unsuitable working conditions can have consequences for the well-being of people, give rise to a risk of fines or harm the Group's reputation. This risk is found in particular in the Chemicals Division owing among other things to the dangers related to the battery recycling process.</p>	<p>To safeguard the health and safety of its workers, Floridienne scrupulously observes the European standards on health and safety. This includes dedicated training courses on the topics of health and safety at work as well as increasing awareness of a safe working environment.</p>
Attracting talents	How we manage this risk
<p>Owing to the current 'war for talents', it may be difficult to attract and retain the right people, which may harm the capacity to operate successfully.</p>	<p>Due to the nature of its activities and the strength of its values, Floridienne contributes to a more sustainable world. This helps to attract the workers Floridienne is looking for, people who are passionate and enthusiastic about the idea of contributing to the development of the Group and its various divisions.</p>

Compliance-related risks

Fight against corruption	How we manage this risk
<p>Owing to the geographic spread of Floridienne's activities, including in regions such as Africa and India, there is a risk of corruption in the value chain that could have negative consequences from a financial or reputational point of view.</p>	<p>Floridienne complies with the most stringent standards as regards ethics and responsible behaviour, which are anchored in the culture of the organisation. Floridienne is currently implementing an internal reporting procedure and a code of ethics. These initiatives are to be brought into effect during the second quarter of 2023.</p>
Societal expectations and legislative environment	How we manage this risk
<p>The development of the legislative framework and the inability to respond to the expectations of our external partners could have consequences for the Group's activities and reduce Floridienne's profitability, thus affecting its financial situation, its reputation or its operating results. Moreover, Floridienne is subject to a host of laws and regulations on competition in the regions in which it operates, which may affect or restrict its capacity to bring about certain acquisitions, divestments, partnerships or mergers.</p>	<p>Floridienne integrates responsible trading practices into its value creation model. In this context, Floridienne develops a culture that promotes compliance with laws and regulations and that takes account of the effect of its activities on all the stakeholders.</p>

Financial risks

Price rises – Inflation	How we manage this risk
The war in Ukraine is having significant consequences for the costs of ingredients and raw materials and for energy prices, leading to price rises and smaller margins.	Floridienne strives to work with fixed contracts, mainly as regards its purchases. Moreover, Floridienne has established relationships with various suppliers and therefore does not depend on a single supplier for the ingredients and raw materials needed for production.
Margin erosion	How we manage this risk
The constant increase in inflation, materials costs and interest rates has eroded margins.	Floridienne offers its customers many products and services and is mindful of consumers' sensitivity and their purchasing power in the current economic climate. Although inflation and interest rates can erode margins, the organisation believes that the products it sells have sufficient elasticity in terms of prices to accept the price rises rendered necessary by inflation.

Emphasising sustainable development

Sustainable development lies at the heart of Floridienne's activities. Each in their own field, the various divisions strive to make a positive contribution to the environment, while taking account of people and society, as described earlier in this report under 'A responsible group'. Floridienne is aware that it needs to take measures to formalise its sustainable development strategy, policies and processes in order to integrate this strategy as well as possible at the heart of our organisation and be able to demonstrate its commitments and its achievements in this field. In particular, this involves determining the topics that are important for Floridienne and assessing the parameters of the Group's sustainable development strategy. Floridienne is currently working to improve its internal organisation and the associated reports in order to provide transparency regarding its sustainable development path and strategy.

As indicated in the 'Risk management' section of this report, in 2022 Floridienne analysed the opportunities and risks of relevance for the Group in terms of sustainable development. It aims to integrate the assessment of aspects related to sustainable development into the general assessment of the Group in 2023. On the basis of the assessment carried out in 2022, Floridienne has determined the most important risks and opportunities. The risks are grouped into four categories, as indicated in the 'Risk management' section above. The section below reports on the topics of sustainability in relation to the risks and opportunities identified. Floridienne has not yet carried out a relative importance assessment or an assessment in line with the directive on corporate sustainability reports. This is because the approach planned (based on European Sustainability Reporting Standards) was not published until the end of 2022. Floridienne will carry out a materiality

assessment during 2023 by engaging with larger stakeholder groups, taking into account the double materiality principle as applicable on the basis of the European sustainability standards. This assessment may lead to other additional subjects compared with 2022, which cannot be foreseen for this year. This assessment will be the starting point for the assessment of the Floridienne strategy and the sustainability report.

Environment

Climate change



To a certain extent, all the divisions are exposed to physical and transitional risks linked to the climate.

The **physical risks** of climate change for Floridienne and the value chain may be current (extreme drought or wet seasons), but also medium and long term (shifting climate zones). These developments may affect Floridienne's overall long-term strategy and performances. The risk assessment carried out highlighted the risks related to the systemic and global impacts of climate change, which may influence Floridienne's operations and strategic direction.

The Life Sciences and Food Divisions have each been affected to a certain extent by the changes in weather conditions. Droughts, for example, have had a major impact on the quality and quantity of the ingredients and raw materials available for production.

In response to transitional risks, Floridienne has started to reduce its greenhouse gas emissions. Other measures are to be taken to reduce the consumption of energy and fuel and use more

renewable energy. Moreover, Floridienne contributes to the climate change mitigation goals through its battery recycling activities.

How we manage these effects

Floridienne's strategy for adapting to the physical risks consists of diversifying its suppliers to avoid being dependent upon on a small number of suppliers for its raw materials and ingredients.

As regards mitigation activities, in 2022 several subsidiaries started to invest in sources of renewable energy and are seeking to reduce their energy consumption. The main challenge is to reduce energy consumption when recycling batteries because this is, by its very nature, an energy-intensive process. Biobest, which is part of the Life Sciences Division, started to collect data on emissions from fields of application 1, 2 and 3 in 2022 in order to gain a clearer understanding of the impact of greenhouse gases. The goal is for these data to be ready for the external reports in accordance with the requirements of the European CSRD (Corporate Sustainability Reporting Directive) and for data collection to start for the other divisions.

Outlook / Path to follow

We are aware of our role in the transition to a low-carbon economy. Floridienne's goals are as follows:

- To develop a strategy, with policies, action plans and underlying goals, to reduce greenhouse gas emissions;
- To report on emissions from fields of application 1, 2 and 3 in accordance with the European CSRD (Corporate Sustainability Reporting Directive);
- To continue to implement energy efficiency initiatives and invest in the use of renewable energy sources.

Water



In the Group's supply chain, the availability and quality of water affect the availability and quality of the raw materials and ingredients as well as the processing of finished products. This phenomenon is found in particular in the Food and Life Sciences Divisions.

Mainly in agriculture in Africa and Asia, where water may be scarce, water shortages can impact on the availability and quality of raw materials and ingredients.

How we manage this risk

No key performance indicator has yet been defined at Group level. In the Life Sciences Division, Biobest has introduced an internal report on water consumption by type of source. In addition, Biobest has started to measure grey water consumption and integrate this dimension into its internal reports. The aim is for these data to be ready for the external reports in accordance with the requirements of the European CSRD (Corporate Sustainability Reporting Directive) and for data collection to start in the other divisions.

Positive initiatives have been started up in this field. For example, Biobest shares well water extraction with the villages around the sites where it operates. In this way, it ensures that local people have access to well water.

Outlook / Path the follow

Floridienne understands the importance of effective water governance. This emphasises the importance of water in our responsible management approach. Floridienne's goals are as follows:

- To implement water objectives consistent with local constraints;
- To implement innovative solutions in our operations to monitor water consumption, reduce its use and manage this rare resource appropriately.

Use of resources and circular economy



Bearing in mind the limited nature of world resources, Floridienne assesses initiatives to reduce the negative consequences of its activities and the opportunities to increase the positive impact of our Group. The battery recycling activity contributes towards the goal of creating a circular economy. The large quantities of batteries on the market represent significant opportunities for Floridienne. However, the pace of innovation in battery technology means that recycling processes could become less attractive in the future.

The Food and Life Sciences Divisions depend on sturdy packaging to transport and deliver products. Consequently, a balance must be found between the safety needed when delivering products and the reusability/recyclability of the packaging. Some of the products marketed still require the use of packaging made of plastic (for example, the beehives produced and distributed by Biobest to promote pollination) or polystyrene. Floridienne is actively endeavouring to replace and eliminate this packaging from its value chain and replace it with more sustainable packaging.

How we manage these effects

No key performance indicators have yet been defined at Group level to measure the circularity of the recycling activity in our Chemicals Division or assess the management of waste from the Group's activities. In the Life Sciences Division, Biobest has introduced an internal report on the waste generated by its various sites. The aim is for these data to be ready for the external reports in accordance with the requirements of the European CSRD (Corporate Sustainability Reporting Directive) and for data collection to start in the other divisions. In addition, Floridienne is closely following the technological development of batteries in order to assess the investments needed in the recycling process.

No life cycle assessment has been carried out for the products in the various divisions. The divisions have a certain amount of knowledge of the volume and type of waste generated throughout the value chain. This subject will be studied in detail over the course of the next two years in order to gather quantitative elements.

Outlook / Path to follow

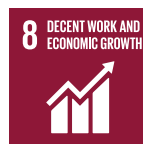
Floridienne's goals are as follows:

- To implement innovative solutions in our operations to monitor and manage waste and introduce reporting on this subject;
- To promote efficiency and innovation as regards packaging so as to replace oil-based packaging as much as possible.

Social and employment aspects

Health and safety

Working conditions



Floridienne strives to create a healthy and safe working environment for its workers. The emphasis is placed on both physical safety and mental health. As the employer of a substantial workforce, Floridienne has to ensure compliance with the many standards and protocols regarding health and safety at work.

In particular, Floridienne has to respect workers' rights, maintain safe working conditions and apply the labour legislation in force. Although this is important for all the divisions, the main efforts relate to health and safety in the Chemicals Division (including battery recycling) and laboratory work owing to the nature of some of our research.

Floridienne has a code of honour made up of five rules that form the basis for collaboration within our Group. During the 2022 financial year, the Group started to draw up a code of conduct which should come into force in the second quarter of 2023.

Floridienne is aware of the importance of a decent salary. For example, Floridienne has started to assess the adequacy of the salaries applied for its activities in Africa and in India compared with the local cost of living.

How we manage these effects

All the divisions are subject to stringent health and safety standards. The managers of the subsidiaries are aware of the working condition requirements that have to be observed to comply with local laws. The local managers regularly monitor the data on health and safety at the workplace, such as accident and incident reports. However, these data are not consolidated at Group level.

Health and safety at work as well as fair employment conditions form an integral part of the Group's human resources strategy. The Floridienne culture encourages and promotes an open-door policy where staff grievances and problems can be communicated along managerial lines.

Outlook / Path to follow

Floridienne is finalising a code of conduct that will be shared throughout the Group. This additional element will make it possible to formalise Floridienne's approach on this matter a little more in order to guarantee our colleagues fair working conditions respecting strict health and safety criteria.

Training and education

Links with the communities



Floridienne maintains close links with the communities in which it works. The Group recognises that people are an essential resource to ensure Floridienne's continued success.

Floridienne is mindful of its societal role and is keen to make a positive contribution to the well-being and development of local communities, in particular by creating jobs and improving the situation of these communities (especially for our subsidiaries in Congo, Indonesia or Morocco, for example).

In Congo, for instance, Floridienne is associated with the Virunga Park, where efforts are being made to combat poaching and other forms of trafficking. Floridienne offers local people living around the park stable sources of income by guaranteeing them a fixed purchase price, enabling them to meet their needs.

How we manage these effects

Floridienne believes that it can play a crucial role in the development of local communities.

Consequently, we are facilitating a number of initiatives that have a positive impact on the well-being and education of local communities and we actively contribute towards sharing knowledge. One example of this is the integrated pest management platform (IPM). To foster the development of its own staff and local communities, Biobest has set up an integrated pest management platform. Customers and other external parties also have access to this platform.

Outlook / path to follow

In order to ensure ongoing cooperation with the communities in which it works, the Group intends to remain involved in training and education programme through university partners and the IPM platform. In addition, Biobest aims to increase public awareness of agricultural needs and pest management.

Human rights

Respect for human rights

Equal opportunities

Diversity



Respect for human rights has always been part of Floridienne's responsible management philosophy as a matter of principle. Floridienne works in regions such as Africa and Indonesia, which have been identified as areas where the risk of human rights violations is highest. The Group as a whole has a duty to respect the undertaking to respect human rights and equal treatment.

The direct and indirect effects on human rights are taken into account in exchanges with trading partners and when analysing investments. As the Group operates in countries with a high risk of human rights violations, Floridienne works closely with players in the value chain to reduce this risk.

In addition, Floridienne is aware of the risk that a lack of diversity in the organisation could lead to a lack of equal opportunities for women and minorities in the Group.

How we manage these effects

Floridienne has adopted a code of honour made up of five basic principles to be observed. In the context of its undertakings, the Group strives to increase awareness among all its staff of respect for human rights and equal opportunities. Floridienne promotes and encourages a policy of openness to tackle staff grievances and questions.

These principles and values have not yet been formalised in policies and procedures. Floridienne is drawing up a code of conduct and a reporting policy which will be implemented in the second quarter of 2023.

No incident, violation or complaint concerning human rights was reported at division or Group level during the year.

Outlook / Path to follow

To ensure that Floridienne continues to respect and uphold human rights, the Group is to implement a code of conduct and a reporting policy and will start drawing up centralised reports on key diversity and inclusion indicators.

Governance

Fighting corruption



Through its subsidiaries or partners, Floridienne has activities that take place in regions where the risk of corruption is likely to be higher, in particular Africa and India. The Group does not tolerate any involvement in bribery or corruption.

How we manage these effects

Thanks to the assessment of the risks related to sustainable development and the presence of specialists at these sessions, Floridienne has reassessed the risks of bribery and corruption and has looked into various measures aimed at limiting such risks. Floridienne has never tolerated and does not tolerate any corruption and expects its executives at Group or local level to abide by the rules of ethics that it has drawn up.

Outlook / Path to follow

Floridienne plans to formalise checks on the prevention of bribery and corruption and is to implement a code of conduct and an internal reporting policy during the second quarter of 2023.

Roadmap for a more sustainable group

Our Group's activities contribute to a more sustainable economy. In addition, we invest in projects to reduce the negative effects of the Group's activities. For example, we are reducing our consumption of non-renewable energy and fossil fuels and we are using more biodegradable packaging instead of plastic.

We are currently working to be able to provide more information about the Group's positive and negative effects on the environment and society and on the way we structure our governance. We started up a project in 2022 to gain a clearer understanding of the risks and opportunities related to sustainable development.

We are currently preparing the measures to be put in place to continue to develop a more sustainable activity and align our internal procedures to the requirements of the European CSRD (Corporate Sustainability Reporting Directive). As part of this process, we have defined the following steps:

- Determining the material subjects related to sustainable development in collaboration with our partners;
- Setting the sustainable development goals we want to achieve;
- (Re)organising our governance so as to integrate discussions on sustainable development more into our strategy, as well as into our day-to-day decision making;
- Formalising policies, implementing action plans and defining indicators to measure the progress made in achieving our goals;
- Organising internal processes and checks to ensure reliable data so as to report key indicators on aspects relating to sustainability.

European Union Taxonomy

The Taxonomy regulation (Regulation (EU) 2020/852, the 'Regulation') establishes a common system of classification for the European Union that can be used to identify economic activities regarded as sustainable in order to promote sustainable investments and attain the Green Deal goals.

The information provided by Floridienne for the financial year ending on 31 December 2022 was prepared in accordance with the list of Taxonomy-eligible activities and Taxonomy-non-eligible activities relating to the three key performance indicators (sales, operating expenditure and capital expenditure). We refer to the notes to the financial statements concerning the rules applied to determine which activities are included in the corresponding financial figures.

The delegated regulation 2021/2139 of the Commission of 4 June 2021 (Climate Delegated Act) supplements the Regulation with technical examination criteria. Having determined the economic activities described in this Regulation, Floridienne assessed the activities described in Annexes I (Climate change mitigation) and II (Climate change adaptation) and the corresponding NACE codes. Floridienne believed that the most relevant taxonomy-eligible activities were linked to the production of batteries, including the recycling of these materials. These activities account for approximately 5% of the total Floridienne turnover.

To determine whether these activities also concern taxonomy-aligned activities, it is important to assess whether the technical selection criteria, including the substantial contribution criteria, the DNSH principle (Do No Significant Harm) and the minimum guarantees, are met. The minimum guarantees are met at the moment, but Floridienne is not in a position to assess the other criteria precisely. In addition, Floridienne has invested in its battery recycling activity and in climate change mitigation actions such as solar panels. However, the current information systems do not allow Floridienne to gather information from the Group as a whole that is reliable for external reports. Floridienne is working to put in place the necessary processes for the collection of such information. The aim is to consolidate all the financial information to determine the amounts and percentages on Taxonomy alignment by the end of 2023. Efforts will be made to assess the DNSH principle by the 2024 financial year at the latest. This deadline takes account of the time needed to gather more detailed information about the actual effects, for example, on greenhouse gas emissions.

Although Floridienne has major economic activities that are not covered by the current European Taxonomy, such as those of the Life Sciences Division, at least some of these activities may be expected to be eligible as supplementary environmental goals when they are adopted by the other Taxonomy topics. As the European Union Taxonomy is recent, Floridienne will continue to follow the legislative developments.

The maintenance charges on property assets, R&D and leasing (relating to short-term contracts) account for an insignificant share of the Group's total operating charges. Floridienne has applied the materiality exemption for OpEx in this respect.

The tables required by the Regulation are given in the Annexes below.

Table 1 – Turnover

Share of turnover derived from products or services associated with taxonomy-aligned economic activities – 2022 information

Economic activities	Code(s)	Absolute turnover In thousands of euros	Share of turnover %	Substantial contribution criteria					
				Climate change mitigation %	Climate change adaptation %	Water and marine resources %	Circular economy %	Pollution %	Biodiversity and ecosystems %
A. TAXONOMY-ELIGIBLE ACTIVITIES									
A.1. Environmentally sustainable activities (taxonomy-aligned)									
Turnover derived from environmentally sustainable activities (taxonomy-aligned) (A.1.)									
A.2. Taxonomy-eligible but not environmentally sustainable activities (taxonomy-non-aligned)									
Battery recycling	C27.2, E38.32	32,375	6%						
Turnover derived from taxonomy-eligible but not environmentally sustainable activities (taxonomy-non-aligned) (A.2.)		32,375	6%						
Total A.1. + A.2.		32,375	6%						
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES									
Turnover derived from taxonomy-non- eligible activities (B)		485,936	94%						
Total (A + B)		518,311	100%						

The eligibility of the turnover is calculated in accordance with the definition in Article 8 of the Regulation. The 'turnover' line as included in the consolidated income statement is the equivalent of the turnover according to the taxonomy of

the Regulation. We refer to the description of the significant accounting principles in the financial report for the description of the revenue recognition principles.

	6%	8%	E
	6%	8%	

Table 2 – CAPEX

Share of CapEx derived from products or services associated with taxonomy-aligned economic activities – 2022 information

Economic activities	Code (s)	Absolute CapEx In thousands of euros	Share of CapEx %	Substantial contribution criteria					
				Climate change mitigation %	Climate change adaptation %	Water and marine resources %	Circular economy %	Pollution %	Biodiversity and ecosystems %
A. TAXONOMY-ELIGIBLE ACTIVITIES									
A.1. Environmentally sustainable activities (taxonomy-aligned)									
CapEx of environmentally sustainable activities (taxonomy-aligned) (A.1.)									
A.2. Taxonomy-eligible but not environmentally sustainable activities (taxonomy-non-aligned)									
Battery recycling	C27.2, E38.32	4,926	17%						
CapEx of taxonomy eligible but not environmentally sustainable activities (taxonomy-non-aligned) (A.2.)		4,926	17%						
Total A.1. + A.2.		4,926	17%						
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES									
CapEx of taxonomy-non-eligible activities (B)		24,638	83%						
Total (A + B)		29,564	100%						

We have determined the eligibility and alignment of capital expenditure in accordance with the definition in Article 8 of the Regulation. Capital expenditure comprises the acquisition of tangible and intangible assets during the financial year considered before depreciation, amortisation and any revaluation, including those resulting from revaluation and depreciation, for the financial year in question, excluding fair value variations.

It also includes acquisitions of tangible and intangible fixed assets resulting from business combinations, but excludes acquisitions of goodwill. We refer to the description of the significant accounting principles in the financial report for the description of the investment recognition principles.

Table 3 – OPEX

Share of OpEx concerning products or services associated with taxonomy-aligned economic activities – 2022 information

Economic activities	Code (s)	Absolute OpEx In thousands of euros	Share of OpEx %	Substantial contribution criteria					
				Climate change mitigation %	Climate change adaptation %	Water and marine resources %	Circular economy %	Pollution %	Biodiversity and ecosystems %
A. TAXONOMY-ELIGIBLE ACTIVITIES									
A.1. Environmentally sustainable activities (taxonomy-aligned)									
OpEx of environmentally sustainable activities (taxonomy-aligned) (A.1.)									
A.2. Taxonomy-eligible but not environmentally sustainable activities (taxonomy-non-aligned)									
Battery recycling	C27.2, E38.32	33,299	7%						
OpEx of taxonomy eligible but not environmentally sustainable activities (taxonomy-non-aligned) (A.2.)		33,299	7%						
Total A.1. + A.2.		33,299	7%						
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES									
Turnover derived from taxonomy-non- eligible activities (B)		455,931	93%						
Total (A + B)		489,230	100%						

The Regulation defines operating expenditure as non-capitalised direct costs linked to research and development, building renovation measures, short-term leases, maintenance and repairs, as well as any other direct expense linked to the day-to-day maintenance of tangible fixed assets by the company or by a third party to whom the activities

are subcontracted and which is necessary to ensure the continued and efficient functioning of these assets. This definition differs from the broader definition used in consolidated financial statements as operating charges or other operating charges (see Note 8).

Public Takeover Bid Directive

In the context of the information required pursuant to Article 34 of the Royal Decree of 14 November 2007, we have only recorded the information below as the other information is not relevant for Floridienne.

1. Capital structure

Pursuant to the act of 1 April 2007 on public takeover bids, shareholders are obliged to inform the FSMA and the company concerned annually of any changes in their majority holdings. In this context, they sent Floridienne an update of the controlling shareholding structure. The shareholding structure on the date on which the accounts were closed, as indicated in the notifications received, is given below:

Beluflo S.A.	392,004	39.32%
Philippe de Spoelberch	166,428	16.70%
Gaëtan Waucquez	22,928	2.30%
Shareholders' agreement signatories	581,360	58.32%
Floridienne S.A.	17,363	1.74%
Marinvest S.A.	90,800	9.11%
SRIW	81,524	8.18%
BM Albatros	37,500	3.76%
Other shareholders	188,310	18.89%
Number of shares	996,857	100.00%

2. Bearer shares

Since the act of 14 December 2005 came into force, there have no longer been any bearer shares in Floridienne S.A.

3. Shareholders' agreement

The shareholders' agreement between Beluflo (39.32%), Gaëtan Waucquez (2.3%) and Philippe de Spoelberch (16.7%) was renewed on 24 February 2023. In this context, the various signatories exchanged pre-emptive and resale rights.

4. Legal or statutory restrictions on the transfer of shares

There are no legal or statutory restrictions on the transfer of Floridienne S.A. shares.

5. Legal or statutory restrictions on exercising voting rights

Each share entitles the holder to one vote. There are no legal or statutory restrictions on the exercising of the right to vote and no securities comprising special rights of control.

6. Powers of the Board of Directors

At the Extraordinary General Meeting of 2 June 2020, the following powers were granted to the Board of Directors:

- Creation of a new authorised capital of € 4,850,000 for a period of five years.
- In the context of the authorised capital, authorisation for the Board of Directors to carry out capital increases by incorporating reserves, issue convertible bonds or bonds with subscription rights as well as subscription rights or warrants which may or may not be attached to other transferable securities and to limit or abolish preferential shareholder rights, including in favour of one or several specific people, even when they may not be members of the staff of the company or one of its subsidiaries.
- Authorisation for the Board of Directors to acquire fully paid-up divided stock or securities in the company when this is necessary to avoid serious and imminent damage to the company. This authorisation is valid for three years as of the General Meeting of 2 June 2020.
- Authorisation for the Board of Directors to dispose of shares in the company on the stock market or elsewhere in the cases provided for by law, without the prior authorisation of the General Meeting. The Board is further authorised, in accordance with the law, to transfer shares in the company to one of more specific persons other than members of staff.
- Authorisation for the Board of Directors, in accordance with the law, for a period of three years as of the Extraordinary General Meeting of 2 June 2020, to dispose of shares in the company in order to avoid serious and imminent damage to the company.

These powers are valid for the acquisition and disposal of shares in the company undertaken by the subsidiaries referred to by the Code of Companies and Associations.

In the context of the authorised capital, extension of the authorisation granted to the Board of Directors for a period of three years, to make use of the authorised capital (with the option of limiting or abolishing the preferential right for shareholders) in the event of a public takeover bid on securities issued by the company.

The Board is to put a proposal to the General Meeting of 6 June 2023 to extend for three years the authorisation to acquire fully paid-up dividend stock or securities in the company when this acquisition is necessary to avoid serious and imminent damage to the company.

7. Article 74 of the act of 1 April 2007 on public takeover bids

On 23 September 2007, Floridienne was informed by Beluflo S.A. that the latter held 296,997 Floridienne shares, i.e. 34.37% of the company capital.

On 27 August 2018, Beluflo S.A. confirmed that it held 392,035 shares with voting rights issued by Floridienne S.A., i.e. 39.33% of the capital.

On 31 December 2022, the number of shares held by Beluflo stood at 392,004.

Information required pursuant to article 7:96 of the Belgian code of companies and associations

Conflict of interest policy

Part IV of the Corporate Governance Charter updated on 25 March 2021 describes the policy on transactions or other contractual relations between the company, including affiliated companies, and the directors when these transactions or other contractual relations are not covered by the legal provisions on conflicts of interest. It also provides for the application of the special procedures laid down in Articles 7:96 and 7:97 of the Code of Companies and Associations.

We have no conflicts of interest arising during the various Board of Directors' meetings, as referred to by Articles 7:96 and 7:97 of the Code of Companies and Associations to report during 2022.

Corporate governance statement

As a Belgian company listed on Euronext Brussels, Floridienne is obliged to meet the most stringent corporate governance criteria and is required by Belgian law to comply with the Belgian Code of Corporate Governance.

1. Application of the Code of Corporate Governance

The Group applies Code 2020, which has been in force since 1 January 2020. Code 2020 replaces the previous editions of 2004 and 2009 (Code 2009). Like the 2009 edition, Code 2020 is based on the 'comply or explain' principle. Belgian company law and the Belgian Code of Corporate Governance both require Floridienne to adopt and publish a Corporate Governance Charter and prepare an annual corporate governance statement to be included in the annual report. This is available

on the website of the Corporate Governance Commission. Code 2020 applies as of 1 January 2020 and Floridienne has adapted its Corporate Governance Charter accordingly.

Floridienne's updated Corporate Governance Charter is available on our website: www.floridienne.be

2. Non-compliance with the provisions of the Code ('comply or explain' principle)

In accordance with the 'comply or explain' principle, the Board of Directors would, however, like to draw attention to the following exceptions to Code 2020:

The issue of governance at Floridienne was the subject of a global reflection process during the 2022 financial year. The Audit Committee, the Appointment and Remuneration Committee and the Board of Directors took part in this process. This resulted in concrete proposals for changes to make with regard to governance which were approved by the Board of Directors' meeting of 21 December 2022. These changes will in future sharply reduce the number of exceptions to Code 2020 and will contribute to good governance within the Group. The changes to be made are described below.

Succession plans (Provisions 2.10 and 2.13)

Floridienne does not have any formal succession plans for the CEO, the other members of the executive management team and the directors.

During the 2023 financial year, the Appointment and Remuneration Committee will supervise the implementation of a succession plan for the CEO and for key positions in subsidiaries where size permits. It will also define the principles to be applied as regards the succession of directors.

Code of Conduct (Provision 2.18)

Floridienne has so far not adopted a formal code of conduct. Floridienne expects the Group or local managers to fully uphold the rules of ethics. The Group culture is based on strong ethical values adopted by all members of staff and in particular those in positions of responsibility within the Group.

A code of conduct is currently being prepared and will be submitted to the Group as a whole in 2023.

Non-executive directors and management (Provision 3.11)

During 2022, the non-executive directors did not meet formally without the presence of the Management Committee. The non-executive directors did, however, have frequent informal contacts without the presence of the Management Committee.

Separation of powers (Provision 3.12)

During the 2022 financial year, Marc-Yves Blanpain held the positions of Chairman of the Board of Directors and member of the Management Committee.

At its meeting on 21 December 2022, the Board of Directors decided to radically alter composition of the Management Committee in order to guarantee the separation of powers between the Board of Directors and the Management Committee.

Consequently, the Management Committee of Floridienne S.A. was renewed on 1 January 2023 and now comprises the following functions: CEO, CFO, HR and consolidator. It meets quarterly.

Its role includes:

- Centralisation of financial information at Group level and budget monitoring;
- Identification of investment and divestment opportunities;
- Structuring of Group financing;
- Definition of Group policies as regards human resources management, risk management and internal monitoring.

Composition of the Audit Committee (Provision 4.3)

During the 2022 financial year, the Audit Committee had two members. The Floridienne Audit Committee reports to the Board of Directors on its work and its conclusions (including when opinions diverge) and is not expected to take majority decisions.

However, at its meeting on 21 December 2022, the Board of Directors decided to add a third member to the Audit Committee in order to comply with Provision 4.3 of Code 2020 which stipulates that the Audit Committee must consist of at least three members. The Board of Directors asked Stéphanie Montenair, permanent representative of Samanda S.A., to join the Audit Committee, which will thus benefit from her financial expertise. This change has been effective since 1 January 2023. Stéphanie Montenair, currently Investment Manager at Wallonie Entreprendre, has the required accounting

and auditing skills thanks to her academic career (Master's degree in Management Engineering from Solvay Business School of Economics and Management) and her professional career (including at BNP Paribas Fortis in retail and private banking from 2013 to 2018 and at BDO where she worked in corporate finance until 2020).

Specific provisions for whistleblowers (Provision 4.13)

Bearing in mind the limited size of the Group, there was no formal mechanism for whistleblowers in 2022. Internal communication usually takes place via less formal, direct channels.

Given the growth in the Group's activities and the developments in the legislation, a formal mechanism for whistleblowers is to be put in place during the first half of 2023.

Internal audit (Provision 4.14)

Code 2020 stipulates that an independent audit function must be put in place and that its resources and its areas of competence must be adapted to the nature, size and complexity of the company. If the company does not have an internal audit function, the need to create one is assessed at least annually.

Floridienne does not have a separate internal audit function, contrary to that which is stipulated in the Code. However, the (operating) risk management process is very closely monitored by the Audit Committee (in this context, we also refer to the section 'Internal monitoring and risk management in the context of the process of compiling the financial information' below).

The following actions are to be undertaken in 2023 to guarantee adequate internal monitoring: (i) introduction of a self-assessment questionnaire for local teams; (ii) introduction of closing checklists for the subsidiaries; and (iii) depending on the risks identified, specific measures will be taken by the central team.

Remuneration of non-executive directors and executive managers (Provisions 7.6 and 7.9)

The remuneration of all the members of the Board of Directors is granted exclusively in cash and does not include any shares in the company. The Board of Directors has not set a minimum threshold of shares to be held by the leaders of the company. It notes, however, that many of the non-executive directors and executive managers have opted to be shareholders as well and hold shares in the Group.

Clauses on recovering the fees of the CEO and the executive managers (Provision 7.12)

Belgian law severely limits the scope of clauses which may be included in the contracts of the CEO and other executive managers that would allow the company to recover variable fees paid or to defer payment of variable fees. Consequently, no clause of this type is included in the contracts of the CEO and the other executive managers.

Periodic assessment of directors (Provisions 9.1 and 9.2)

Contrary to that which is stipulated in the Code, the individual contribution of directors is not yet subject to formal periodic assessment. The Board of Directors believes that such individual assessment is not currently required to ensure that the Board of Directors functions properly. The Chairman of the Board of Directors makes regularly bilateral contact with each of the directors outside the Board of Directors' meetings. However, he will conduct such formal assessments if, given particular circumstances, this proves necessary or is required.

At its meeting of 21 December 2022, the Board of Directors decided to put in place a process for the assessment of the functioning of the Board of Directors as of 2023.

3. Internal monitoring and risk management in the context of the process of compiling the financial information

The company has set up an internal monitoring and risk management structure for the process of compiling financial information tailored to its size.

Monitoring environment

The Board of Directors represents the company's management body and provides entrepreneurial leadership in a context of prudent monitoring and the identification, assessment and management of risks. Within the Board of Directors, the company has a Management Committee which, until 31 December 2022 comprised the Executive Chairman and the managing director. As indicated above, at its meeting on 21 December 2022, the Board of Directors decided to radically alter composition of the Management Committee in order to guarantee the separation of powers between the Board of Directors and the Management Committee. Consequently, the Management Committee was renewed on 1 January 2023 and now comprises the following positions: CEO, CFO, HR and consolidator. It meets quarterly.

This Management Committee is backed up by the Financial Management of the Group and, within each division, by a Division Committee. The Management Committee is responsible for putting in place and maintaining the appropriate internal checks tailored to the size of the Group to ensure that the objectives are reached in an efficient manner in terms of the reliability of financial information and compliance with the laws and regulations.

The Audit Committee, set up in application of Article 7:99 of the Code of Companies and Associations, is made up of non-executive directors and assists the Board of Directors with the supervision of the management of the company and the Group as a whole, with the monitoring of the effectiveness of all the company's internal and external monitoring processes and with the supervision of the global follow-up process. This committee has its own operating charter. The Audit Committee reports on its work to the Board of Directors at each meeting.

The company traditionally publishes its financial information in half-yearly and annual financial reports.

In addition, for each financial year it prepares an annual budget that is discussed and approved by the Board of Directors. The differences compared with the plan and compared with previous forecasts are regularly updated and analysed by the Management Committee before being presented, explained and approved by the Board of Directors.

The responsibilities of each body can be described as follows:

	Board of Directors	Audit Committee	Management Committee	Division Committees
Financial information and budget	Validation of accounts twice per year and approval of the budget	Discussion of assessment issues	Centralisation of financial information at Group level and budget follow-up	Collection of financial information and drafting of budgets
Strategy	Definition of the Group's strategic axes		Determination of policies and follow-up	Implementation of policies defined and reporting
Investments	Validation of major developments, whether organic or through external growth		Identification of opportunities	Identification of opportunities
Divestments	Decisions to dispose of activities		Identification of opportunities	Identification of opportunities
Financing	Consolidated financial structure and objectives		Structuring of the Group's financing	Structuring of the working capital requirements
Risk management, internal monitoring, internal audit	Validation of proposed action plans	Proposals to the Board of Directors in the event of failures observed		
Human resources	The Appointment and Remuneration Committee is responsible for the remuneration of members of the Management Committee		Responsible for the remuneration and assessment of Division Committees	Responsible for assessment and remuneration within their respective divisions

Risk Management Process

The overall risk management policy of Floridienne and its subsidiaries across the world defines its commitment to ensure an efficient risk management system throughout the Group with a view to keeping to a minimum its exposure to risks likely to compromise the achievement of its objectives. The Audit Committee assists the Board of Directors to assess and manage risks. It regularly examines the areas in which risks are likely to materially affect the strategy, the reputation and/or the financial situation of the Group and oversees the company's entire risk management process. This process is described above in the management report.

Monitoring activities

The monitoring activities implemented are based on two aspects: close supervision of financial transactions by the management and a group

culture based on strong ethical values adopted by all members of staff and in particular by those in positions of responsibility within the Group.

As described above, the half-yearly and annual financial reports are drafted according to a precise schedule and using a clearly defined format, going through various phases of verification by specialised internal and external bodies. For instance, accounting problems are identified by the central accounts department in charge of consolidation, assisted by an external consultant specialised in IFRS for the technical aspects and by the Management Committee for issues relating to the overall assessment.

In terms of the general risks related to the business of each company, in addition to raising awareness of risk management among local teams, the Group applies an internal monitoring process. However, given the Group's limited size and its human resources, this process is put in place in order to gradually cover all the operational aspects.

Information and communication

The Group is mindful of the financial information and communications sent to the markets. Special attention is paid to ensuring that this information is complete so that market players are fully informed of all the developments that take place within the Group. The timing of communication with the markets is also closely monitored. The Group considers that financial information is an essential communication instrument and has drawn up rules and checks for this purpose to ensure that the key financial information is compliant and available.

These procedures are coordinated by the Group's financial management ahead of the publication of half-yearly and annual accounts. The results of these procedures are closely examined by the Management Committee and then with the Audit Committee. Appropriate follow-up is given to each potential problem identified and possible adjustments to the planned financial information are assessed.

As regards communication within the Group, this largely involves direct channels, although it is less formal given the limited size of the Floridienne Group. This more informal communication is regarded as positive by Floridienne to the extent that, by creating contact between people, it promotes exchange and a strong corporate culture. Informal communication also markedly speeds up decision-making processes, which is one of Floridienne's strengths today.

Steering

The Audit Committee is tasked with following up the effectiveness of internal monitoring and risk management systems.

The Management Committee and the Division Committees are responsible for surveillance and the implementation of internal control and risk management.

Following the risk analysis carried out by the Audit Committee, these bodies have been able to assess the internal monitoring structures set up within the Group, at different levels and in various forms. Similarly, potential improvements in terms of efficiency have been identified and improvement measures are being examined.

A best practices analysis and training for the Group's entities are points that still have to be standardised within the Group to facilitate monitoring of the application of the procedures introduced.

4. Board of Directors

As at 1 January 2023, the Board of Directors comprised the following members:

Chevalier (Marc-Yves) Blanpain
Appointed until 2025
Chairman

W. Invest S.A. (Mr Gaëtan Waucquez)
Appointed until 2025
CEO

Count Paul Cornet de Ways Ruart
Appointed until 2024
Non-executive and independent
Member of the Audit Committee and the
Appointment and Remuneration Committee

Ms Caroline de Laet Derache
Appointed until 2025
Non-executive and shareholder representative

Viscount Philippe de Spoelberch
Appointed until 2025
Non-executive and shareholder representative

Ms Catherine Pycke
Appointed until 2025 at the Extraordinary General
Meeting held on 19 October 2021
Non-executive and independent

Beluflo S.A. (Mr Loïc Waucquez)
Appointed until 2025
Non-executive and shareholder representative
Chairman of the Audit Committee

Freshwater Bay Management S.P.R.L.
(Mr Herman Wielfaert)
Appointed until 2025
Non-executive and independent
Chairman of the Appointment and Remuneration
Committee

Samanda S.A. (Ms Stéphanie Montenair)
Appointed until 2025
Non-executive and independent

Auditor

RSM Réviseurs d'entreprises SRL
Represented by Gert Van Leemput
Appointed until 2024 (Ordinary General Meeting which will approve the accounts for the financial year ending 31 December 2023)

As Marc-Yves Blanpain has been a member of the Board of Directors for over 12 years and W. Invest S.A. (represented by Gaëtan Waucquez) has an executive role through its participation in the Management Committee, they are not considered independent in accordance with the provisions laid down in Article 7:78 of the Code of Companies and Associations and provision 3:5 of Code 2020.

Beluflo S.A. (represented by Loïc Waucquez), Philippe de Spoelberch and Caroline de Laet Derache represent the shareholders > 10% and are therefore not considered independent in accordance with the provisions laid down in Article 7:87 of the Code of Companies and Associations and provision 3:5 of Code 2020.

Paul Cornet de Ways Ruart, Catherine Pycke, Freshwater Bay Management S.P.R.L. (represented by Herman Wielfaert) and Samanda S.A. (represented by Stéphanie Montenair) meet all the independence criteria defined by the law on independence criteria as laid down in Article 7:87 of the Code of Companies and Associations and provision 3:5 of Code 2020. They are therefore considered independent within the Board of Directors.

Governance

Diversity of the Board of Directors and the Executive Management

Commitment

Floridienne implements the corporate governance provisions. This involves management bodies (Board of Directors and Management Committee) made up of members experienced in governance with varied profiles who make a real contribution to the management of the Floridienne Group, notwithstanding the presence of a controlling shareholder.

Diversity is therefore a criterion in the selection of new directors and executive management members. Floridienne does not tolerate any discrimination of any sort whatsoever.

Implementation

For the past few years, Floridienne has undertaken to gradually increase the presence of women on its Board of Directors, which now has three women out of a total of nine members. This composition complies with the quota of one-third (rounded off to the nearest full number) of female members required by the law of 28 July 2011.

The Board of Directors met five times in 2022, as can be seen from the attendance table below:

	24 January	28 March	13 June	29 September	21 December
Marc-Yves Blanpain	P	P	P	P	P
W Invest S.A. (Gaëtan Waucquez)	P	P	P	P	P
Paul Cornet de Ways Ruart	P	P	P	P	P
Caroline de Laet Derache	P	P	P	P	P
Philippe de Spoelberch	P	P	P	P	P
Catherine Pycke	P	P	P	P	P
Beluflo (Loïc Waucquez)	P	P	P	P	P
Freshwater Bay Management S.P.R.L. (Herman Wielfaert)	P	P	P	P	P
Samanda S.A. (Stéphanie Montenair)	P	P	A	P	P

P=Present R=Represented A=Absent NA=non-member of the Board of Directors

Discussions concerned:

- company and consolidated results;
- budget for the coming year;
- investment and divestment projects;
- corporate governance policy and practices;
- questions relating to Group financing
- organisation of the company;
- simplification of our structure;
- remuneration of members of the Board of Directors and senior executives;
- shareholding situation;
- legal proceedings against Floridienne Group;
- risk situation and update within the Group;
- miscellaneous items.

5. Audit Committee

In accordance with Article 7:99 of the Code of Companies and Associations, the Board of Directors set up an Audit Committee at its meeting on 27 March 2009. This Committee comprises the following members:

- Beluflo S.A., permanently represented by Loïc Waucquez, Chairman (non-executive director);
- Paul Cornet de Ways Ruart (non-executive, independent director).

Beluflo S.A., Chairman of the Audit Committee, sits in a non-executive capacity and as a shareholder representative. Its permanent representative, Loïc Waucquez, has a degree in Commercial Engineering from the Université Libre de Bruxelles (Solvay) and a Certified European Financial Analyst diploma (CEFA). Loïc Waucquez has worked in the consultancy firm PriceWaterhouseCoopers (Corporate Finance Executive) and has held financial responsibilities in a telecommunications company. As such, he has the skills required (accounting and auditing) by the Code of Companies and Associations for the composition of the Audit Committee.

Paul Cornet de Ways Ruart sits in a non-executive capacity and fulfils the independence criteria as laid down in 7:87 of the Code of Companies and Associations and provision 3:5 of Code 2020. He has the required accounting and auditing skills thanks to his academic career (Master of Commercial Engineering from the Université Catholique de Louvain and MBA from the University of Chicago) and his professional experience (including at Yahoo! from 2006 to 2011, where he was in charge of Corporate Development for Europe before accepting other responsibilities as Senior Financial Director for Audience and Chief of Staff).

As indicated above, at its meeting on 21 December 2022, the Board of Directors decided to add a third member to the Audit Committee in order to comply with Provision 4.3 of Code 2020 which stipulates that the Audit Committee must consist of at least three members. The Board of Directors asked Stéphanie Montenair, permanent representative of Samanda S.A., to join the Audit Committee, which will thus benefit from her financial expertise. This change has been effective since 1 January 2023. Stéphanie Montenair, currently Investment Manager at Wallonie Entreprendre, has the required accounting and auditing skills thanks to her academic career (Master's degree in Management Engineering from Solvay Business School of Economics and Management) and her professional experience (including at BNP Paribas Fortis in retail and private banking from 2013 to 2018 and at BDO where she worked in corporate finance until 2020).

All these directors were selected within the Audit Committee for their acknowledged accounting and corporate governance skills.

The Audit Committee fulfils the following duties:

1. supervising the process of compiling the financial information;
2. supervising the effectiveness of the company's internal monitoring and risk management systems;
3. supervising the internal audit and its effectiveness;
4. supervising the statutory audit of the annual accounts and the consolidated accounts;
5. checking and supervising the independence of the statutory auditor, in particular with regard to the provision of additional services to the company;
6. making a recommendation to the Board of Directors concerning the appointment of the auditor in accordance with Article 16 § 2 of Regulation No 537/2014.

In the course of 2022, the Audit Committee met three times. A fourth meeting planned in December was held in early January 2023 for scheduling reasons. One member of the Management Committee and the Financial Director attended all these meetings. The company auditor attended two meetings.

During these meetings, the Audit Committee examines the accuracy and sincerity of the Floridienne company accounts and consolidated financial statements and exercises its responsibilities as regards the supervision of monitoring in the broadest sense of the term, in particular as regards the quality of the internal monitoring and the information provided for shareholders and the markets.

In 2022, the Audit Committee discussed the following issues in particular:

- analysis of the situation regarding the internal and external audits within Floridienne and its subsidiaries;
- analysis of Floridienne's financial situation and consolidated debt;
- examination of the procedures for drawing up the consolidated accounts;
- review of the valuation of holdings and management estimates in the consolidated and company accounts as at 31 December 2021;
- examination of the consolidated and company accounts as at 31 December 2021;
- examination of the consolidated accounts as at 30 June 2022;
- review of the risks and assessment by the auditor of the efficiency of the internal monitoring systems;
- examination and follow-up of the independence of the auditor, analysis of regulatory changes regarding the legal audit;
- assessment of the Group governance and proposals for the adaptation of governance put to the Board of Directors to take account of the development of the Group and corporate governance practices.

6. Appointment and Remuneration Committee

Pursuant to the law of 6 April 2010, which came into force on 23 April 2010, the Board of Directors set up a Remuneration Committee at its meeting on 10 December 2010 and decided to expand the role of this Committee to include the function of Appointment Committee as of 1 April 2021.

This Committee comprises the following members:

- Freshwater Bay Management S.P.R.L., represented by Herman Wielfaert, Chairman;
- Paul Cornet de Ways Ruart.

Freshwater Bay Capital Management S.P.R.L., Chairman of the Appointment and Remuneration Committee, is a member in a non-executive capacity and fulfils the independence criteria as laid down in Article 7:87 of the Code of Companies and Associations.

Paul Cornet de Ways Ruart sits in a non-executive capacity and fulfils the independence criteria as laid down by the Article 7:87 of the Code of Companies and Associations.

All these directors were selected within the Appointment and Remuneration Committee for

their skills in the field of human resources and remuneration policy.

The Remuneration Committee met twice during the course of 2022.

7. Management Committee

Until 31 December 2022, the Management Committee was made up of Marc-Yves Blanpain, the Chairman of the Board of Directors, and Gaëtan Waucquez, the CEO. This committee met 19 times during 2022. It is responsible for the day-to-day management of the company, possibly assisted by the various members of the committee of each individual division when a decision requires information specific to that division.

The Management Committee bears sole responsibility for deciding on the composition of the committees of each division and for the implementation of decisions taken by the Board of Directors at Group level and in each division. The committees of each division are responsible for the implementation of decisions taken by the Management Committee in their respective division alone.

The Management Committee implements the Group's strategy as defined by the Board of Directors. Within this framework, it manages the Group's financial resources, allocating them to investments and developments of the divisions or the Group.

The Management Committee ensures that the Board of Directors is able to fulfil its responsibilities by maintaining permanent interaction and dialogue with this body in a climate of respect, trust and openness. It submits proposals to the Board of Directors on subjects which can only be decided upon by the Board of Directors.

The Management Committee is also the main communication channel between Floridienne and the outside world.

8. Remuneration report

The Remuneration Committee has compiled this remuneration report. It contains detailed information on Floridienne's remuneration policy and the remuneration of directors and the executive management. The latter are represented by the Management Committee (consisting of Marc-Yves Blanpain and Gaëtan Waucquez), given that it alone is concerned by the regulation of 6 April 2010.

8.1. General remuneration policy and internal procedures

To achieve our company's goals in a highly competitive business environment, we need to be able to rely on highly qualified and talented leaders with a strong performance culture. To fully maintain their commitment, it is of vital importance to have an overall policy of competitive remuneration.

The objectives of Floridienne's overall remuneration policy are as follows:

- to be fair and equitable, in accordance with market practices;
- to recognise and reward top performances;
- to link the level of leaders' remuneration both to the achievement of their predetermined and adopted targets and to the overall success of the company, measured in terms of return on equity;
- to act as a motivation for enhancing our commercial strategy and ensuring the achievement of our company targets; and
- to enable us to attract and retain the best talents worldwide.

Our overall remuneration policy reflects this commitment and this vision.

a. For non-executive directors

The non-executive directors of Floridienne receive a fixed annual remuneration depending on the tasks they undertake within the decision-making bodies of the Group. They do not receive fees or variable remuneration linked to the results of the Group. This fixed remuneration is not indexed and has remained unchanged for the past ten years.

The Appointment and Remuneration Committee takes care to maintain a level of remuneration for non-executive directors that is both motivating and sufficiently attractive to be of interest to worthwhile candidates. The remuneration policy is not expected to alter radically in the next few years.

b. For the Management Committee

The remuneration of members of the Management Committee is set by the Board of Directors following a proposal from the Appointment and Remuneration Committee, which may in turn, if it so requests, rely on the recommendations of a specialist consultant.

The remuneration of the members of the Management Committee comprises two parts: a fixed sum and a variable sum. Only Gaëtan Waucquez currently benefits from variable remuneration, which has a ceiling of one year's fixed remuneration.

The fixed remuneration of the CEO is assessed periodically by the Appointment and Remuneration Committee on the basis of his individual performance (commercial performance and contribution to the long-term development of the company) and the development of the market.

The commercial performance is assessed on the basis of new markets won, turnover growth and the profitability of the activity (EBITDA). The contribution to the long-term development of the company is assessed on the basis of structural changes in the group (transformative acquisition, capital increase with minority shareholder in a holding in order to ensure its development, divestment of a long-held stake).

The remuneration is reviewed every three years or in the event of structural changes in the Group. An analysis is occasionally undertaken by a specialised firm to ensure that the conditions offered by the Group remain attractive.

The variable sum allocated to the CEO is aligned with the creation of value in the long term and therefore combines short-term and long-term performance targets.

In other words, the variable remuneration approved by the Appointment and Remuneration Committee is based on the following elements:

- the financial performance in the financial year (Group share of result on equity > 10%). This financial criterion is an indication of the Group's financial performance and the appropriateness of the strategic choices made in the investment policy and the management of holdings which is aligned with the Group's long-term strategy;
- qualitative criteria defined by the Appointment and Remuneration Committee on the basis of the Group's strategy established by the Board of Directors to position the company in line with sustainable value creation in the long term.

The Appointment and Remuneration Committee assessed the variable portion allocated in 2022 for the 2021 performance on the basis of financial results which reached a record level in 2021 and on the basis of the following qualitative criteria: arrival of LHS as SNAM shareholder in November 2021 and Biobest capital increase by Mérieux in June 2021.

Article 15 of the Floridienne articles of association states that the variable remuneration may be based entirely on performance criteria covering a period of one year. No right to recover variable remuneration awarded on the basis of erroneous financial information is provided for as this remuneration is paid after approval of the accounts by the General Meeting.

There is no policy for the allocation of shares, options or any other rights to acquire shares available to the members of the Management Committee.

Moreover, no pension plans exist for the members of the Management Committee.

Gaëtan Waucquez carries out his functions through a management company.

The remuneration policy is not expected to alter radically over the next two years.

8.2. Remuneration of non-executive directors

The amounts indicated in the table below represent gross remuneration before deduction of taxes or fees invoiced when the mandate is exercised by a legal entity.

They are allocated for the calendar year prior to the General Meeting and are payable after the meeting has approved the accounts. The remuneration of the Board of Directors is in proportion to the duration of the mandate exercised.

No expenses or any other benefits are added, in particular in the event of the withdrawal of a mandate or function.

In euros	Board of Directors	Audit Committee and Remuneration Committee
Marc-Yves Blanpain	15,000	
W Invest SA	15,000	
Paul Cornet de Ways Ruart	15,000	3,000
Caroline de Laet Derache	15,000	
Philippe de Spoelberch	15,000	
Catheryne Pycke	15,000	
Beluflo SA	15,000	3,500
Freshwater Bay Management S.P.R.L.	15,000	3,500
Samanda S.A.	15,000	

8.3. Remuneration of Management Committee members

The remuneration of the members of the Management Committee for services rendered in

the 2022 financial year consists, for the CEO, of the amounts invoiced as he fulfils his functions through a management company and for Marc-Yves Blanpain, of his gross remuneration as he fulfils his functions as a natural person:

In euros	Fixed remuneration	Variable remuneration
Marc-Yves Blanpain	45,000	-
Gaëtan Waucquez	376,336	357,714

The amounts indicated above do not include remuneration received in their capacity as company directors. No other remuneration or fringe benefits are provided.

The table below reflects the trend in the remuneration of the members of the Management Committee and the average remuneration of the Group's employees over the past five years:

In euros	2018	2019	2020	2021	2022
Chairman	64,439	65,450	47,000	45,000	45,000
CEO	407,082	443,823	480,670	607,714	734,050
Average remuneration of Group employees	27,926	26,936	27,809	28,607	31,999

The ratio between the remuneration of the CEO and the lowest remuneration of a Group employee for 2022 was 180.27. This reflects the salary disparities that exist between certain countries where the Group is active.

8.4. Severance pay

No severance pay, whether based on conventional, statutory, regulatory, legal or other provisions, is provided for on the expiry of the mandates of the non-executive directors, whether their departure is voluntary, forced, anticipated or at the normal end of their term of office. As regards severance pay for Gaëtan Waucquez, an amount corresponding to one year's fixed remuneration is provided for, should his contract be terminated by Floridienne.

No severance pay is provided for the Chairman of the Board of Directors and member of the Management Committee, Marc-Yves Blanpain.

The members of the Management Committee do not receive any benefit other than those described in this remuneration report.

8.5. Remuneration policy for the 2023 and 2024 financial years

No significant modification in the Floridienne remuneration policy is planned in the coming years.

In the context of the law of 28 April 2020, the Group's remuneration policy for the period 2021-2025 was put to the vote of the shareholders and approved during the General Meeting of 1 June 2021.

Remuneration of the statutory auditor

During the 2022 financial year, in accordance with Article 3:65 of the Code of Companies and Associations, the auditor (RSM Réviseurs d'entreprises SRL and its network) received auditing fees amounting to € 424,000 for the Group as a whole (of which € 49,560 was attributable to Floridienne S.A.). The fees for the other certification missions amounted to € 5,000. The breakdown of fees between RSM Réviseurs d'entreprises SRL and the members of its network is as follows:

- RSM Réviseurs d'entreprises SRL (statutory auditor): € 191,000
- Members of its network: € 238,000.

RSM Réviseurs d'entreprises SRL, represented by G. Van Leemput, was appointed as auditor for a period of three years at the General Meeting of 1 June 2021.

Floridienne share dealings

One hundred Floridienne shares were sold by individuals linked to the Group in 2022. No Floridienne shares were purchased by individuals linked to the Group during the financial year.

The FSMA has been informed of these transactions in accordance with the current legislation.

Events occurring after the close of the financial year

On 30 March 2023, Biobest undertook a capital increase amounting to a total of € 98.5 million subscribed by Sofina and by private investors. These funds will allow Biobest to continue its ambitious strategy of organic growth and new acquisitions.

This transaction values the Biobest group at € 1 billion (pre-money equity value). The net financial debt of the Biobest group at 31 December 2022 stood at approximately € 150 million. Further to this capital increase, the percentage held by Floridienne in Biobest now stands at 79% (compared with 86.79% at 31 December 2022) and the balance of the Biobest shares are held respectively by Mérieux Equity Partners, Sofina, new private investors and Biobest management.

An adjustment mechanism is provided for part of the investment. This mechanism may result in a dilution or accretion of the current shareholders' stakes, depending on the future valuation of Biobest. Pursuant to this mechanism, the maximum possible dilution would reduce the Floridienne holding to 78% and the maximum possible accretion would take the Floridienne holding to 79.76%.

As regards acquisitions, in January 2023 Biobest concluded two modest acquisitions representing a total investment of less than € 5 million. Biobest acquired all the shares in Real IPM UK, a company in which it already held a 33.8% stake as at 31 December 2022. Real IPM UK currently records biopesticides in Europe that may present attractive marketing potential. Biobest intends to continue to register these biopesticides with a view to selling them on the European market. Biobest also acquired the US-based company Sierra Biologicals, which distributes integrated pest management products.

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Structure

FLORIDIENNE GROUP

CHEMICALS	FOOD			LIFE SCIENCES
PVC STABILISERS	GASTRONOMIC SPECIALITIES	SMOKED FISH AND SEAFOOD CATERING	FINE GROCERIES	INTEGRATED PEST MANAGEMENT
Kimflor	Groupe française de gastronomie	Simon Dutriaux	Delka	Biobest et filiales
RECYCLING	L'Escargot Courbeyre	Simon Sélection	Altesse Quality Food	NATURAL EXTRACTS
SNAM	Gartal Mareval	Karras		Natix
Vera Chimie Développements	Pomarom	Turita		Enzybel International
	UAB Camargo			Enzybel Asia Pacific
	Menetrel			Enzybel Pharma
	OTHER			P.T. Bromelain
	Larzul			Enzymco
				Sotecna
				AROMAS AND PERFUMES
				ChemCom



FLORIDIENNE
GROUP

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FINANCIAL
REPORT
2022



FLORIDIENNE

GROUP

CONSOLIDATED ACCOUNTS 2022

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CONSOLIDATED BALANCE SHEET

ASSETS In EUR thousands	Note	31/12/22	31/12/21
NON-CURRENT ASSETS		356,562	221,325
Intangible assets	11	84,597	19,732
Goodwill	11	134,026	98,711
Right-of-use assets	12	13,751	5,722
Tangible assets	12	97,284	80,011
Holdings consolidated using the equity method	13	3,330	2,861
Deferred tax assets	14	9,363	1,441
Other assets	15	14,211	12,846
CURRENT ASSETS		251,560	196,049
Inventories	17	87,160	50,039
Biological inventories	17	3,359	3,322
Trade receivables	26	84,932	64,500
Current tax assets		9,290	11,927
Other financial assets	18	647	1,322
Cash and cash equivalents	19	55,886	52,949
Other assets	15	10,286	11,990
TOTAL ASSETS		608,122	417,374

EQUITY AND LIABILITIES IN EUR THOUSANDS In EUR thousands	Note	31/12/22	31/12/21
TOTAL EQUITY	23	217,482	171,905
Floridienne equity		161,113	131,611
Non-controlling interests		56,369	40,294
LIABILITIES		390,640	245,469
Non-current liabilities		236,263	143,776
Interest-bearing debts	20	189,130	119,808
Lease commitment debts	20	10,740	4,156
Subsidies received		2,470	5,235
Provisions	21	1,092	1,375
Staff benefits		2,479	1,837
Deferred tax liabilities	14	18,250	5,166
Other long-term debts	20	12,104	6,200
Current liabilities		154,376	101,693
Interest-bearing debts	20	60,425	30,399
Lease commitment debts	20	3,462	1,606
Subsidies received		188	234
Provisions	21	56	56
Staff benefits		1,065	804
Trade payables	26	56,688	38,130
Current tax liabilities		6,748	7,533
Other liabilities	22	25,744	22,931
TOTAL LIABILITIES		608,122	417,374

The Floridienne equity has risen, amounting to € 217.5 million as at 31 December 2022, compared with € 171.9 million as at 31 December 2021. This increase of € 45.6 million may be attributed primarily to the result for the financial year and the capital increase carried out by Biobest in February 2022 and subscribed by Sofina, a non-controlling shareholder (€ 30 million). The net financial indebtedness of the Group rose by € 96.4 million in 2022 to € 193.7 million (excluding lease commitment debts - IFRS 16).

This increase may be attributed primarily to the financing of the investments made during the financial year and in particular the financing of the acquisition of the Plant Products group by our subsidiary Biobest. The consolidated cash position is sound at € 55.9 million.

CONSOLIDATED INCOME STATEMENT

	Note	31/12/22	31/12/21
OPERATING INCOME		525,518	362,779
Turnover	6	518,311	353,094
Other operating income	6	7,207	9,684
OPERATING EXPENSES (-)		-465,111	-317,035
Raw materials and consumables		-268,834	-157,202
Staff costs		-100,208	-79,905
Other operating expenses	6	-96,069	-79,928
EBITDA		60,407	45,744
Amortisation and impairment	7	-24,119	-15,286
OPERATING RESULT		36,288	30,458
Result from disposal of non-current assets	8	395	1,465
Debt burden	9	-8,966	-4,818
Other financial results	9	-2,182	-247
Share of the net result of equity-accounted companies	13	236	53
RESULT BEFORE TAX		25,770	26,911
Tax on the result	10	-7,251	-8,318
CONSOLIDATED RESULT FOR THE FINANCIAL YEAR		18,519	18,593
Attributable to Floridienne shareholders		12,036	13,173
Attributable to non-controlling interests		6,483	5,420
Net result attributable to Floridienne per basic share	24	12.29	13.45
Net result attributable to Floridienne per diluted share	24	12.29	13.45

The Floridienne Group turnover in 2022 amounted to € 518.3 million, up 46.8% compared with € 353.1 million in 2021. This rise of € 165.2 million may be attributed primarily to the substantial growth of our three divisions and the acquisition by Biobest in February 2022 of Plant Products, one of the main distributors of integrated pest management solutions in Canada and the United States. At constant scope, our three divisions succeeded in increasing their turnover significantly and the Group's organic growth is over 10%.

The EBITDA amounted to € 60.4 million as at 31 December 2022, up € 14.7 million compared with € 45.7 million as at 31 December 2021.

This reflects the dynamism of the various activities and the appropriate nature of the strategic choices made by the Group, which has repositioned itself on buoyant markets. The recent acquisitions by Biobest to bolster its growth on the biocontrol markets in the United States (Beneficial Insectary, acquired in November 2020, and Plant Products, acquired in February 2022) are meeting expectations and have resulted in particularly strong growth in North America.

Amortisations and impairments amounted to € 24.1 million, up € 8.8 million compared with the previous year. This increase may be attributed primarily to the entry into the scope of Plant Products and the extent of the investments made by the Group. The amortisation of intangible assets recognised in the context of the allocation of the Plant Products acquisition price amounted to € 3.5 million. This is an accounting element and does not impact on the cash position.

The disposal of Salm Invest and Gel Manche on 22 January 2021 had led to recognition of a gain on the disposal of assets of € 1.5 million in the 2021 financial year.

The net debt burden remained under control, developing in line with the financing obtained in the context of recent acquisitions.

The Group therefore closed its 2022 financial year with a consolidated net result of € 18.5 million, stable compared with 2021.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	31/12/22	31/12/21
Consolidated result for the financial year	18,519	18,593
Items that can be reclassified in the income statement in future financial years		
Gain / loss (net) on cash flow hedges	-1,896	-1,314
Conversion rate adjustments linked to consolidated companies	-3,113	-114
Items that cannot be reclassified in the income statement in future financial years		
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD AFTER TAXES	13,510	17,165
Attributable to:		
Floridienne shareholders	8,730	12,662
Non-controlling interests	4,780	4,503

The conversion rate adjustments relate mainly to the CAD and USD exchange rate differences for the 2022 financial year. Further to the application of hyperinflation accounting for the subsidiaries in Turkey for the first time in these consolidated financial statements, no conversion rate adjustments were recorded in 2022 as regards the TRY.

TABLE OF CONSOLIDATED CASH FLOWS

	Notes	31/12/22	31/12/21 Revised	31/12/21 Published
Result for the financial year before taxes		25,770	26,911	26,911
Amortisation - impairment	7, 11	24,119	15,624	16,844
Impairment on inventories		57	1,219	-53
Result of companies consolidated using the equity method	13	-236	-53	283
Provisions	21	277	283	-1,950
Capital gains / losses on the disposal of assets	8	-205	-1,950	-7,871
Taxes for the financial year	10	-9,889	-7,871	6,057
Financial charges	9	12,370	6,057	-2,424
Other		-2,785	-2,424	0
SELF-FINANCING GROSS MARGIN		49,479	37,798	37,798
Changes in current assets / liabilities				
Inventories	17	-15,739	-4,754	-4,754
Receivables and other	25	3,399	-8,085	-8,084
Amounts payable	25	-5,479	8,553	571
CHANGE IN THE WORKING CAPITAL REQUIREMENT		-17,820	-4,285	-12,266
NET CASH FLOW RELATING TO OPERATING ACTIVITIES		31,659	33,513	25,532
Investment transactions				
Acquisitions of intangible assets	11	-3,130	-1,568	-1,568
Acquisitions of tangible assets	12	-26,434	-23,486	-26,071
Acquisitions of financial assets after deduction of cash acquired	13, 15	-96,098	-18,427	-10,445
Acquisitions of other financial assets	13, 15	-250	-7,991	-7,991
New loans	15	-913	-302	-302
TOTAL INVESTMENTS		-126,825	-51,774	-46,377
Divestment transactions				
Disposals of intangible assets	11	151	0	0
Disposals of tangible assets	12	690	1,709	1,749
Disposals of financial assets after deduction of cash disposed of	13, 15	395	5,967	5,966
Income from holdings		0	0	0
Repayment of loans	15	378	58	58
TOTAL DIVESTMENTS		1,614	7,735	7,774
CASH FROM INVESTMENTS		-125,211	-44,039	-38,603
Financing transactions				
Capital increases in non-controlling holdings		29,536	20,812	20,812
Acquisitions and disposals of financial assets		691	-639	-639
New loans	20	79,622	11,638	15,246
Repayment of financial debts		-17,692	-13,882	-10,868
Change in subsidies		989	3,955	
Change in bank overdraft	20	21,526	4,188	4,188
Financial charges		-12,370	-5,936	-6,057
Dividends paid by the parent company		-2,449	-2,253	-2,253
Dividends paid by subsidiaries to non-controlling shareholders		-2,288	-3,434	-3,434
CASH FROM FINANCING ACTIVITIES (+/-)		97,565	14,451	16,996
CHANGES IN CASH POSITION		4,013	3,924	3,924
Cash in hand at the start of the financial year		52,949	49,477	49,477
Net change		4,013	3,924	3,924
Conversion rate adjustments		-1,076	-453	-453
Cash in hand at the end of the financial year		55,886	52,949	52,949

The Group has published a revised consolidated cash flow table compared with the version included in the 2021 financial report. The adjustments made concern the presentation of the payment of the acquisition balance (€ 8 million) of Beneficial Insectary which should have been included in the net cash flow linked to investment activities rather than in the net cash flow linked to operating activities and well as the layout of the net cash flow components linked to operating activities.

The revised consolidated cash flow table for the 2022 financial year shows:

- a net cash flow linked to operating activities of € 31.7 million, up € 8 million compared with the cash flow published in the 2021 annual report;
- a net cash outflow linked to investment activities of € 44 million, i.e. investments in excess of € 5.4 million compared with the cash flow previously published;
- a net cash flow linked to financing activities of € 14.5 million, i.e. a fall of € 2.5 million in the cash from financing activities compared with the cash flow previously published.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share capital	Share premium at issue	Revaluation reserves	Own shares	Consolidation reserves	Conversion rate adjustments	Floridienne equity	Non-controlling interests	Total equity
Opening balance as at 01/01/2021	4,855	30,570	277	(1,868)	99,281	(15,824)	117,291	25,592	142,883
Result for the financial year					13,173		13,173	5,420	18,593
Other comprehensive income			(1,314)			802	(512)	(917)	(1,429)
Total comprehensive income	-	-	(1,314)	-	13,173	802	12,661	4,503	17,165
Capital increases							-		-
Capital increases subsidiaries subscribed by third parties							-		-
Dividends					(2,252)		(2,252)	(3,203)	(5,455)
Own shares (bought)/sold							-		-
Re-assessment of debts linked to selling and buying options with non-controlling interests					(2,548)		(2,548)		(2,548)
Transactions with non-controlling interests					6,458		6,458	13,402	19,860
Closing balance as at 31/12/2021	4,855	30,570	(1,037)	(1,868)	114,112	(15,022)	131,610	40,294	171,905
Opening balance as at 01/01/2022	4,855	30,570	(1,037)	(1,868)	114,112	(15,022)	131,610	40,294	171,905
Result for the financial year					12,036		12,036	6,483	18,519
Other comprehensive income			(1,896)			(1,410)	(3,306)	(1,703)	(5,009)
Total comprehensive income	-	-	(1,896)	-	12,036	(1,410)	8,730	4,780	13,510
Capital increases							-		-
Capital increases subsidiaries subscribed by third parties					-		-	-	-
Dividends					(2,449)		(2,449)	(2,287)	(4,736)
Own shares (bought)/sold							-		-
Re-assessment of debts linked to selling and buying options with non-controlling interests					(947)		(947)		(947)
Monetary adjustments linked to hyperinflation					909		909	452	1,361
Transactions with non-controlling interests					23,260		23,260	13,130	36,390
Closing balance as at 31/12/2022	4,855	30,570	(2,933)	(1,868)	146,921	(16,432)	161,113	56,369	217,482

Equity amounted to € 217.5 million as at 31 December 2022, up € 45.6 million during the financial year owing primarily to the following elements:

- the consolidated result for the period of € 18.5 million;
- the dividend paid by the parent company to Floridienne S.A. shareholders (- € 2.4 million) for the 2021 financial year and the dividends paid to non-controlling shareholders in certain consolidated companies (- € 2.3 million);
- the re-assessment of debts linked to selling and buying options with non-controlling interests (€ 0.9 million);
- the capital increase in Biobest in February 2022 (€ 30 million);
- the hedge reserves movement linked to the revaluation of hedging instruments on long-term debts (- € 1.9 million);
- the change in conversion rate adjustments (- € 3.1 million);
- the monetary adjustments linked to hyperinflation for our subsidiaries in Turkey (€ 0.9 million);
- the recognition of non-controlling interests on companies acquired in 2022 (primarily Plant Products).

As regards the 2022 financial year, the Floridienne Board of Directors will put a proposal to the Floridienne General Meeting to pay a gross dividend of € 2.5 per share.

FLORIDIENNE SA

Statutory Auditor's report
December 31, 2022

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FLORIDIENNE SA

STATUTORY AUDITOR'S REPORT TO THE GENERAL MEETING OF THE COMPANY FOR THE YEAR ENDED DECEMBER 31, 2022

(CONSOLIDATE FINANCIAL STATEMENTS)
THIS IS A FREE TRANSLATION OF THE ORIGINAL VERSION IN FRENCH

In the context of the statutory audit of the consolidated financial statements of Floridienne SA (the « Company ») and its subsidiaries (together referred to as « the Group »), we hereby present our statutory auditor's report. It includes our report on the audit of the consolidated financial statements as well as the other legal and regulatory requirements. This is an integrated whole and is indivisible.

We have been appointed in the capacity of statutory auditor by the general shareholder's meeting of June 1, 2021, following the proposal formulated by the board of directors issued upon recommendation of the audit committee. Our statutory auditor's mandate expires on the date of the general meeting deliberating on the consolidated financial statements for the year ended December 31, 2023. We have performed the statutory audit of the consolidated financial statements of Floridienne SA for two consecutive years.

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

Unqualified opinion

We have audited the consolidated financial statements of the Group, which comprise the consolidated statement of the financial position as at December 31, 2022, the consolidated income statement and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended and the notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information. Those consolidated financial statements show a balance sheet total of € 608,122 (000) and a profit for the year of € 18,519 (000).

In our opinion, the consolidated financial statements give a true and fair view of the Group's net equity and financial position as at December 31, 2022, as well as of its consolidated results and its consolidated cash flows for the year then ended, in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium.

AUDIT | TAX | CONSULTING

RSM Belgium is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM Network. Each member of the RSM network is an independent accounting and consulting firm which practices in his own right. The RSM network is not itself a separate legal entity in any jurisdiction.

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audit@rsmbelgium.be - VAT BE 0429.471.656 - RLP Brussels

Member of RSM Toelen Cats Dupont Koevoets - Offices in Aalst, Antwerp, Brussels, Charleroi, Mons and Zaventem

Basis for the unqualified opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Belgium. Our responsibilities under those standards are further described in the 'Statutory auditor's responsibilities for the audit of the consolidated financial statements' section in this report. We have complied with all the ethical requirements that are relevant to the audit of consolidated financial statements in Belgium, including those regarding independence.

We have obtained from the board of directors and Company's officials the explanations and information necessary for performing our audit.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon. We do not provide a separate opinion on these matters.

Description of the key audit matter	How our audit addressed the key audit matter
<p>1. Valuation of goodwill</p> <p>As of December 31, 2022, the net goodwill included in the assets of the Group's balance sheet amounts to €134,026 (000) and represents 22% of total assets. Details of goodwill are presented in note 11 to the consolidated financial statements. According to IFRS [IAS 36 – Impairment of Assets], the company must perform an annual impairment test on goodwill. Based on the annual goodwill impairment test, the board of directors concluded that no goodwill impairment was necessary. The main assumptions and sensitivities are presented in note 11 to the consolidated financial statements. We considered that the valuation of goodwill as well as the annual impairment test on these assets constitute a key audit matter due to (1) the importance of these assets in the consolidated financial statements of Floridienne and (2) the required judgments and accounting estimates made by the board of directors in the assessment of potential impairment losses, which are based on assumptions (forecast data and valuation parameters) that could be influenced by current and future economic conditions.</p>	<p>Our approach to assessing the valuation of goodwill is based on a detailed analysis of the forecasts and the annual impairment test. The work consisted, among other things, of:</p> <ul style="list-style-type: none"> - an assessment of the mathematical accuracy of the calculations; - reconciliation with the forecast data approved by the management committee; - an analysis of the assumptions used in the analytical process underlying the annual impairment test prepared by the board of directors, including future cash flows, growth rates, discount rates and other relevant assumptions; - a "robustness" test of the assumptions with regard to past experience, in particular the assumptions applied in the models used previously; and - assessment of the adequacy and appropriateness of the information provided by the company in note 11 to the consolidated financial statements in accordance with IAS 36. <p>Reference to the notes to the consolidated financial statements – Reference is made to the valuation of goodwill in note 11.</p>

<p>2. Accounting for business combinations</p> <p>In 2022, the Group entered into a business combination (IFRS 3 – Business Combination), through the acquisition of plant Products (Life Sciences division) from March 1, 2022 onwards. Following this operation, the Group made a provisional allocation of the purchase consideration leading to the allocation of goodwill totaling €32,898 (000). The final allocation of the purchase consideration has not yet been finalized, as the Group has 12 months following the date of the obtaining control (IFRS 3). We considered the business combination with Plant Products to be material to our audit because of the judgments used in determining the date of obtaining control.</p>	<p>With regard to accounting for business combinations, we have, among others:</p> <ul style="list-style-type: none"> - examined the acquisition agreement; - assessed the appropriateness of the accounting treatment; - assessed the information included in the notes to the consolidated financial statements in this respect (note 32); - carried out specific procedures on the opening balance sheet, in particular on the basis of financial and legal due diligence reports; and - verified the identification and consistency of the assumptions leading to the determination of the value of the assets acquired and the liabilities assumed by the Group (note 11). <p>Our financial valuation specialists were involved in carrying out these procedures.</p> <p>Reference to the notes to the consolidated financial statements – Reference is made to the business combination in notes 11 and 32.</p>
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Responsibilities of the board of directors for the preparation of consolidated financial statements

The board of directors is responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union, and for such internal control as the board of directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the board of directors is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the board of directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Responsibilities of the statutory auditor for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a statutory auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

In performing our audit, we comply with the legal, regulatory and normative requirements applicable to the audit of consolidated financial statements in Belgium. A statutory audit does not provide any assurance as to the Group's future viability nor as to the efficiency or effectiveness of the board of directors has conducted or will conduct the business operations of the Group. Our responsibilities in relation to the board of director's use of the going concern accounting principle are described below.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the board of directors, as well as information about them provided by the latter;
- ▶ Conclude on the appropriateness of the board of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our statutory auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our statutory auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;
- ▶ Evaluate the overall presentation, structure and content of the consolidated financial statements and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- ▶ Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group for the purpose of expressing an opinion on the consolidated financial statements. We are responsible for directing, supervising and performing the group audit. We assume full responsibility for the auditor's opinion.

We also provide the the audit committee with a statement that we have complied with relevant ethical requirements regarding independence, and disclose to them, where appropriate, all relationships and other factors that may reasonably be thought to be a threat to our independence and any safeguards relating thereto.

Among the items reported to the audit committee, we determine which topics were most significant in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our statutory auditor's report, unless law or regulation precludes public disclosure about the report or in extremely rare circumstances, we determine that the matter should not be communicated in the auditor's report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER LEGAL AND REGULATORY REQUIREMENTS

Responsibilities of the board of directors

The board of directors is responsible for the preparation and the content of the directors' report and of the other non-financial information included in the annual report on the consolidated financial statements.

Responsibilities of the statutory auditor

In the context of our audit mandate and in accordance with the Belgian standard (revised version 2020) which is complementary to the International Standards on Auditing (ISAs) as applicable in Belgium, it is our responsibility to verify, in all material aspects, the directors' report on the consolidated financial statements and the other information included in the annual report, as well as to report on these matters.

Aspects related to the directors' report and to the other information included in the director's report

In our opinion, after having performed specific procedures in relation to the directors' report, the directors' report is consistent with the consolidated financial statements for the same financial year, and it is prepared in accordance with articles 3:32 of the Code of companies and associations.

In the context of our audit of the consolidated financial statements, we are also responsible for considering, in particular based on the knowledge acquired resulting from the audit, whether the directors' report on the consolidated financial statements and the other information included in the annual report, namely:

- Group Profile
- Key Figures of the Group
- Corporate Governance Statement.

Based on the procedures performed, there are no other material misstatements we have to report to you. Furthermore, we do not express any form of assurance on the director's report or the other information included in the annual report (including non-financial information).

The non-financial information required by article 3:32, § 2 of the Companies and Associations Code is included in the director's report on the consolidated financial statements, section "Statement on non-financial information / Corporate Social Responsibility". For the preparation of this non-financial information, the Group has not based itself on a recognized European or international reference framework and the declaration does not cover all the non-financial topics provided for by article 3 of the law of September 3, 2017.

Statement related to independence

- ▶ Our audit firm did not provide services which are incompatible with the statutory audit of consolidated financial statements, and we remained independent of the Company in the course of our mandate.
- ▶ The fees related to additional services which are compatible with the statutory audit of consolidated financial statements as referred to in article 3:65 of the Code of companies and associations are duly disclosed and itemized in the notes to the consolidated financial statements.

European Single Electronic Format (ESEF)

In accordance with the standard relating to the verification of compliance of financial statements with the Single European Electronic Format (hereinafter "ESEF"), we must verify compliance with the ESEF format with the regulatory technical standards defined by European Delegated Regulation No. 2019/815 of December 17, 2018 (hereinafter "Delegated Regulation"). The administrative body is responsible for drawing up, in accordance with ESEF requirements, consolidated financial statements in the form of an electronic file in ESEF format (hereinafter digital consolidated financial statements) included in the annual financial report which is available on the FSMA portal (<https://www.fsma.be/fr/dataportal>). Our responsibility is to obtain sufficient and appropriate evidence to conclude that the format and XBRL markup of the digital consolidated financial statements comply, in all material respects, with the ESEF requirements under the Delegated Regulation.

Based on our work, we are of the opinion that the format and mark-up of the information in the digital consolidated financial statements included in the annual financial report of Floridienne SA as at December 31, 2022 available on the FSMA portal (<https://www.fsma.be/fr/dataportal>) are, in all material respects, prepared in accordance with the ESEF requirements under the Delegated Regulation.

Other statements

- ▶ This report complies with the content of our additional report intended for the audit committee referred to in Article 11 of Regulation (EU) No 537/2014.

Antwerp, April 28, 2023

RSM RÉVISEURS D'ENTREPRISES - BEDRIJFSREVISOREN BV-SRL
STATUTORY AUDITOR
REPRESENTED BY
GERT VAN LEEMPUT
PARTNER

FINANCIAL CALENDAR

First interim statement	31 May 2023
Annual general meeting	6 June 2023
Publication of half-year results 2023	29 September 2023
Second interim statement	30 November 2023



FLORIDIENNE
GROUP

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