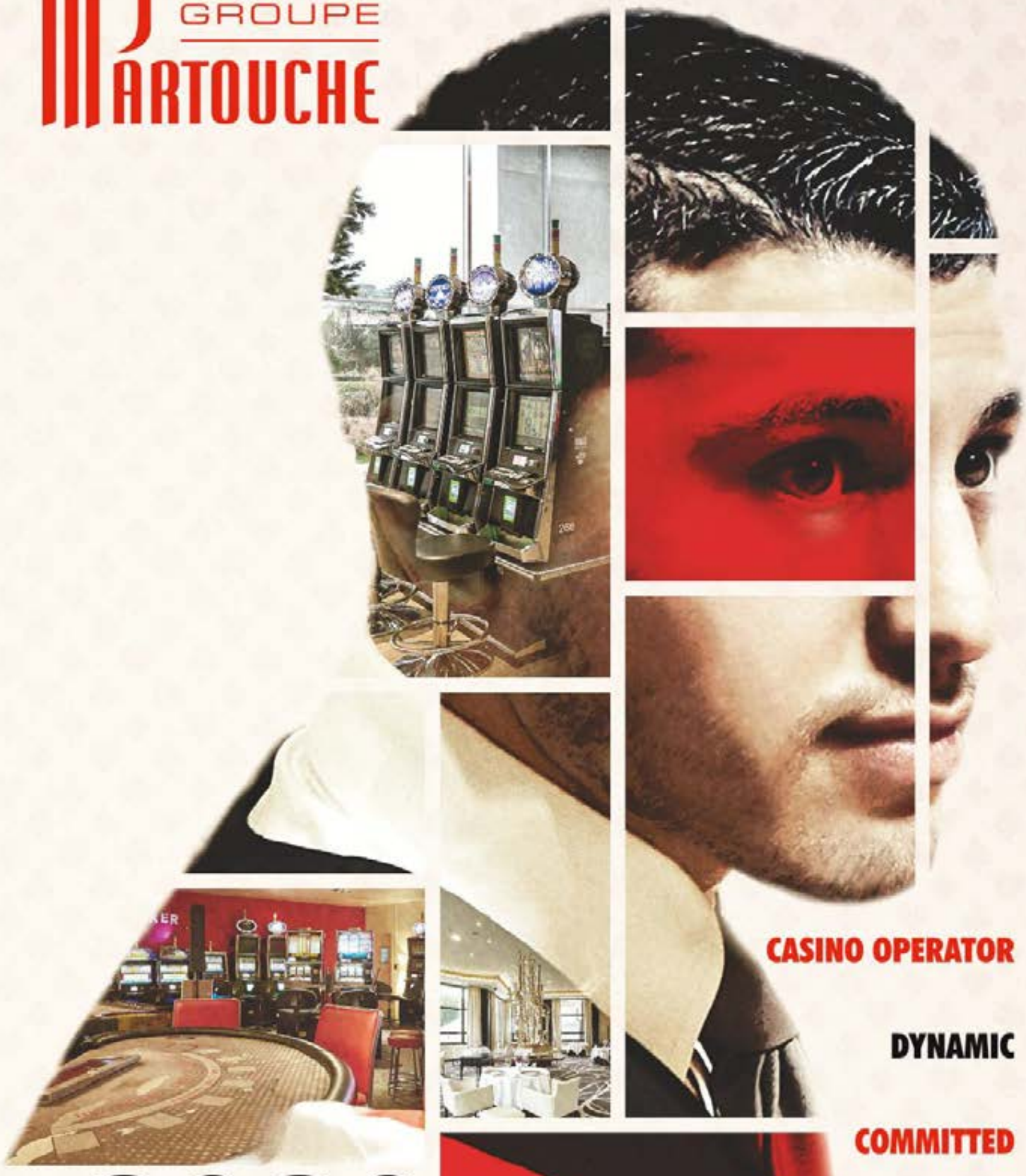
GROUPE PARTOUCHE



CASINO OPERATOR

DYNAMIC

COMMITTED

WELCOMING

2020 ANNUAL REPORT

2020 ANNUAL REPORT

This document is a free translation into English of the original French "Rapport annuel", hereafter referred to as the "Annual Report". It is not a binding document. In the event of a conflict in interpretation, reference should be made to the French version, which is the authentic text.

A WORD FROM THE FOUNDER



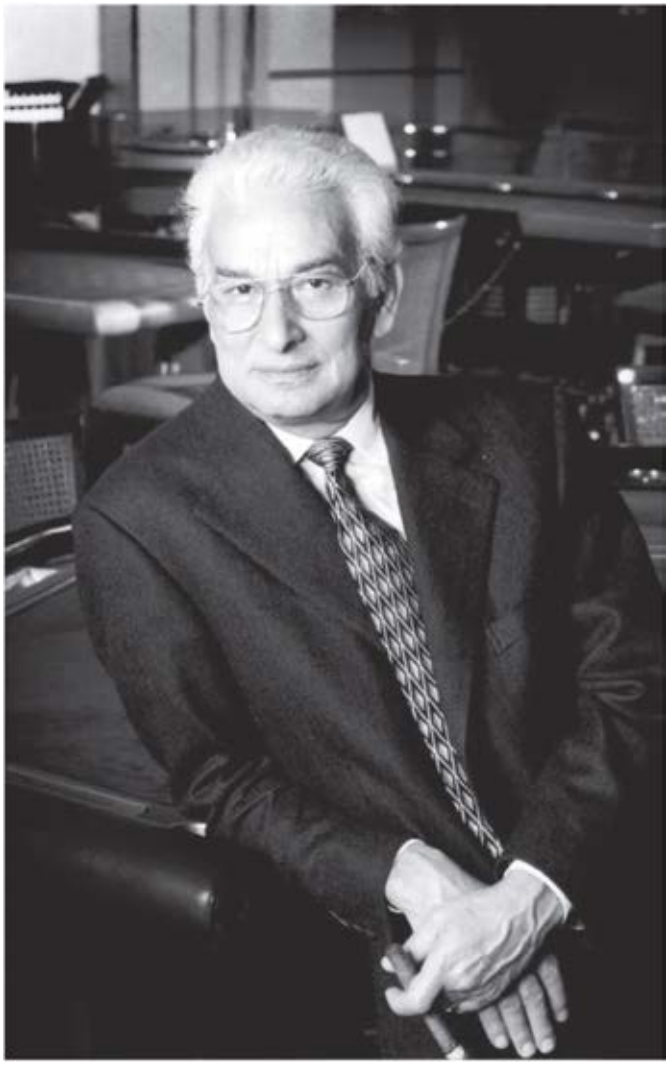












>A WORD FROM THE FOUNDER

Ladies and gentlemen,

Dear friends,

After a promising end to 2019 and an encouraging start to 2020, which saw our business return to a more than satisfactory level of growth, the abrupt stoppage imposed by the public health situation had a major impact on our balance sheet.

While the extensive government measures taken to support the economy and the satisfactory level of activity over the summer have enabled us to limit the impact of this crisis, this will unfortunately not be the case for the current year because at the time of writing, our establishments have still not been able to start their season.

I hope, like most of us do, that the vaccine will enable us to emerge from this situation as quickly as possible, as the huge financial burden generated by this period of inactivity will be compounded by the considerable sociological and psychological consequences brought about by this crisis, affecting all of us: employees, clients and partners. The longer it takes, the more complicated the recovery will be.

However, we remain steadfast and continue to use the time we have to rethink our spaces and devise new concepts, such as the "Pasino drive" at La Grande Motte.

Renovations that were started were somewhat delayed but have been maintained and are now progressing at a good pace. The Royat Casino recently finished its complete refurbishment and is ready to showcase a completely transformed venue. The Bandol and Hyères casinos will be completely revamped by the end of this year. Lastly, the Lyon Vert casino (at the Tour de Salvagny) will undergo major construction work this spring.

One thing that this crisis has taught us is that while our actions to protect ourselves are, as we say in French "Barrière" (barriers), games are and always will be synonymous with Partouche!

Take good care of yourselves, we look forward to celebrating together when the epidemic is over.

Isidore Partouche

>SUMMARY

01	>PERSONS RESPONSIBLE	8
02	>AUDITORS	9
03	>SELECTED FINANCIAL INFORMATION	10
04	>RISK FACTORS	14
05	>INFORMATION ABOUT THE ISSUER	26
06	>BUSINESS OVERVIEW	32
07	>ORGANISATIONAL STRUCTURE	45
08	>PROPERTY, PLANT AND EQUIPMENT	50
09	>REVIEW OF FINANCIAL POSITION AND RESULTS	52
10	> CASH AND CAPITAL RESOURCES	66
11	>RESEARCH AND DEVELOPMENT, PATENTS AND LICENCES	68
12	>TREND INFORMATION	69
13	>COMPANY PROJECTIONS AND TARGETS	71

14 >ADMINISTRATIVE, MANAGEMENT, AND SUPERVISORY BODIES AND SENIOR MANAGEMENT 72

15 >REMUNERATION AND BENEFITS 89

16 >OPERATION OF DIRECTORS' AND EXECUTIVE BODIES 94

17 >GROUPE PARTOUCHE'S COMMITMENT TO SOCIAL RESPONSIBILITY 104

18 >MAIN SHAREHOLDERS 129

19 >RELATED-PARTY TRANSACTIONS 133

20 >FINANCIAL INFORMATION ON THE ISSUER'S ASSETS, FINANCIAL POSITION AND PERFORMANCE 137

21 >ADDITIONAL INFORMATION 233

22 >MATERIAL CONTRACTS 244

23 > THIRD-PARTY INFORMATION, STATEMENT BY EXPERTS AND DECLARATIONS OF INTEREST 245

24 >DOCUMENTS ON DISPLAY 246

25 >INFORMATION ON SUBSIDIARIES AND EQUITY INVESTMENTS 247

26 >CROSS-REFERENCE TABLE 248

01

PERSONS RESPONSIBLE

1.1 >PERSON RESPONSIBLE FOR THE UNIVERSAL REGISTRATION DOCUMENT

Fabrice Paire – Chairman of the Executive Board.

1.2 >CERTIFYING STATEMENT BY THE PERSON RESPONSIBLE FOR THE UNIVERSAL REGISTRATION DOCUMENT

"Having taken all reasonable care to ensure that such is the case, I certify that, to the best of my knowledge, all the information contained in the Universal Registration Document is consistent with the facts and contains no omission likely to affect its import.

To the best of my knowledge, I certify that the financial statements have been prepared in accordance with applicable accounting standards and give a true and fair view of the company's assets, financial position and profit or loss, as well as those of all consolidated companies, and that the information in the management report (see 'Reconciliation Table' on page 248 of this document) presents a true and fair view of the development of the business, results and financial position and those of all consolidated companies, as well as describing the main risks and uncertainties to which they are exposed.

I have obtained a letter from the Statutory Auditors certifying that they have completed their tasks, indicating that they have verified the information concerning the financial position and financial statements set out in this document and that they have read the document in full."

Paris, 17 February 2021

Fabrice Paire

Chairman of the Executive Board

02

AUDITORS

2.1 >STATUTORY AUDITORS

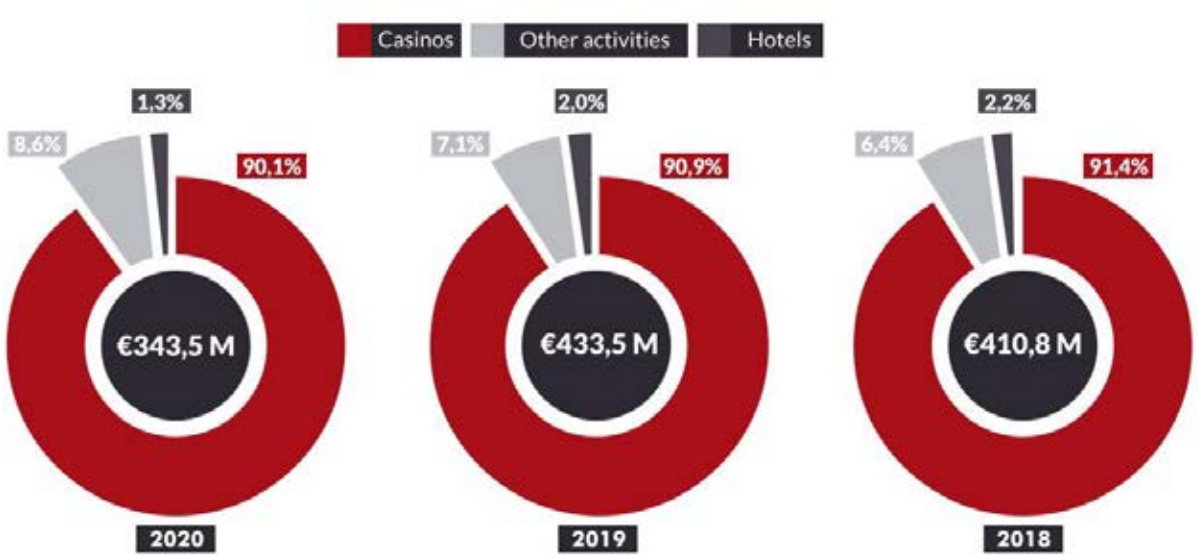
IDENTITY OF THE STATUTORY AUDITORS	PROFESSIONAL BODY	DATE OF LAST RENEWAL	DATE OF FIRST APPOINTMENT	END OF TERM
>PRINCIPAL				
MCR Walter France 232 avenue du Prado 13008 Marseille, France	Independent member of the Walter France network	Ordinary Shareholders' Meeting of 6 April 2016	Ordinary Shareholders' Meeting of 24 April 2007	Ordinary Shareholders' Meeting called to approve the financial statements for the financial year ending 31 October 2021
>PRINCIPAL				
France Audit Expertise 1 boulevard Saint-Germain 75005 Paris, France		Ordinary Shareholders' Meeting of 6 April 2016	Ordinary Shareholders' Meeting of 20 April 2010	Ordinary Shareholders' Meeting called to approve the financial statements for the financial year ending 31 October 2021
>SECONDARY				
Orfis Walter France Le Palais d'Hiver 149 boulevard de Stalingrad 69100 Villeurbanne, France	Independent member of the Walter France network	Ordinary Shareholders' Meeting of 6 April 2016	Ordinary Shareholders' Meeting of 24 April 2007	Ordinary Shareholders' Meeting called to approve the financial statements for the financial year ending 31 October 2021
>SECONDARY				
M. Christophe Carassus 32 rue de Paradis 75010 PARIS, France			Ordinary Shareholders' Meeting of 6 April 2016	Ordinary Shareholders' Meeting called to approve the financial statements for the financial year ending 31 October 2021

03

SELECTED FINANCIAL INFORMATION

The tables below present extracts of the Group's consolidated balance sheet and income statement for the financial years ended 31 October 2018, 2019 and 2020, prepared in accordance with International Financial Reporting Standards (IFRS), as adopted in the European Union.

REVENUE BREAKDOWN



Under IFRS 8 *Operating Segments*, division data is presented based on the internal reporting used by management to assess the performance of the Group's different divisions. The Group is managed as three divisions:

- the **"Casino"** division, which comprises gaming, catering and entertainment;
- the **"Hotel"** division, which comprises accommodation and hospitality services;
- the Group's **"Other activities"**, which mainly comprise the business of Groupe Partouche SA, the Group's parent company, and all the other secondary businesses (holding companies, thermal baths, real estate companies and all activities that contribute to organising and operating gaming on media such as TV and Internet in France).

CASINOS €000 AT 31 OCTOBER	2020	2019	2018
Gross Gaming Revenue from table games	116 712	127 504	114 552
Gross Gaming Revenue from sports betting	23 021	18 458	15 759
Gross Gaming Revenue from slot machines	386 011	526 700	508 421
TOTAL GROSS GAMING REVENUE	**525 744**	**672 661**	**638 732**
Levies	242 806	334 603	318 057
As % of GGR	46.2%	49,7%	49,8 %
NET GAMING REVENUE	**282 938**	**338 058**	**320 675**
Number of active casinos	42	42	43
o/w Number of casinos in France	38	38	39
Number of gaming clubs	1	-	-
Number of slot machines in France	4 959	5 108	5 113

"**Gross Gaming Revenue**" (GGR) corresponds to income from the various games operated after payment of player wins. This sum is debited from "**Levies**" (State, municipalities, CSG and CRDS social security contributions).

After levies, "**Gross Gaming Revenue**" becomes "**Net Gaming Revenue**", i.e. a component of turnover. See Section 6.1.1 for information on the types of games operated and levies.

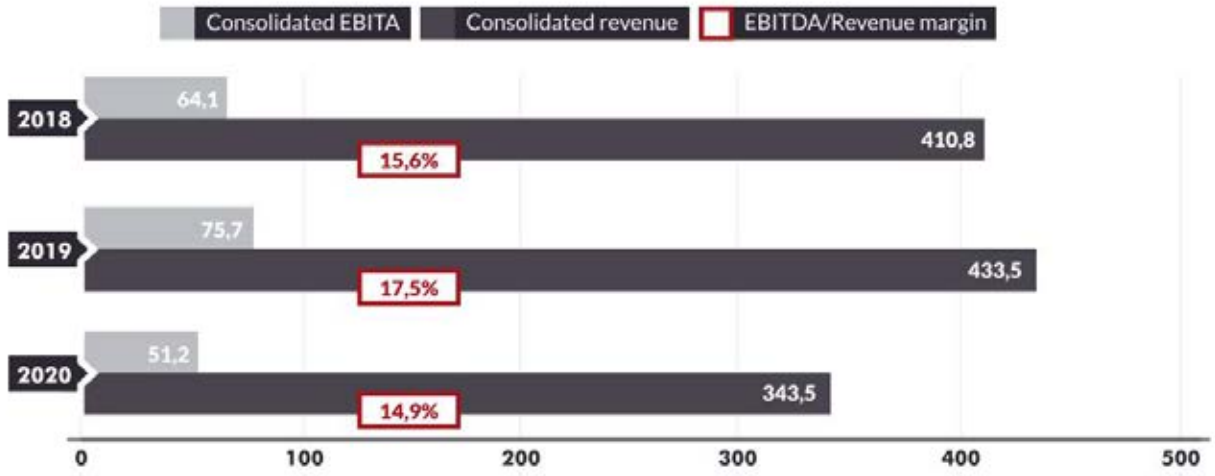
HOTELS AT 31 OCTOBER	2020	2019	2018
Number of hotels	13	13	13
Number of rooms	745	747	726
OCCUPANCY RATE	**53.75%**	**61,84%**	**66,12 %**

>PROFITABILITY

INCOME STATEMENT €000 AT 31 OCTOBER (EXCEPT DATA PER SHARE)	2020	2019	2018
Turnover	343 463	433 493	410 844
Current operating profit	(8 313)	33 377	26 647
Operating profit	(12 054)	31 922	20 907
TOTAL NET PROFIT	**(15 198)**	**25 017**	**12 593**
o/w Group share	(17 395)	18 635	6 233
Net earnings per share attributable to the Group	(1,81)	1,94	0,65
DIVIDEND DISTRIBUTED PER SHARE	**-**	**-**	**-**

EBITDA €000 AT 31 OCTOBER	2020	2019	2018
Consolidated EBITDA	51 230	75 666	64 141
AS % OF TURNOVER	**14,9 %**	**17,5 %**	**15,6 %**

>EBITDA/TURNOVER MARGIN (€M)



>BALANCE SHEET AND FINANCIAL STRUCTURE

ASSETS €000 AT 31 OCTOBER	2020	2019	2018
Non-current assets	595 075	545 699	553 618
Current assets	192 606	174 344	168 487
TOTAL ASSETS	**787 681**	**720 042**	**722 105**

LIABILITIES AND EQUITY €000 AT 31 OCTOBER	2020	2019	2018
Equity attributable to the Group	350 329	367 993	349 068
Minority interests	21 605	23 923	22 859
Total equity	371 933	391 916	371 926
Total non-current liabilities	250 806	173 416	184 922
Total current liabilities	164 941	154 710	165 257
TOTAL LIABILITIES AND EQUITY	**787 681**	**720 042**	**722 105**

>CASH LESS GAMING LEVIES

€000 AT 31 OCTOBER	2020	2019	2018
Cash and cash equivalents (assets)	138 441	119 131	109 932
- Gaming levies	(35 295)	(32 569)	(30 239)
= CASH LESS GAMING LEVIES	**103 145**	**86 562**	**79 694**

>DEBT AND RATIOS

€000 AT 31 OCTOBER	2020	2019	2018
Equity	371 933	391 916	371 926
Consolidated EBITDA	51 230	75 666	64 141
GROSS DEBT BEFORE APPLICATION OF IFRS 16	**194 679**	**159 346**	**177 169**
Available cash less gaming levies*	103 145	86 562	79 694

€000 AT 31 OCTOBER	2020	2019	2018
NET DEBT BEFORE APPLICATION OF IFRS 16	**91 533**	**72 784**	**97 475**
Net debt to equity ("gearing") ratio	0,2x	0,2x	0,3x
NET DEBT TO CONSOLIDATED EBITDA ("LEVERAGE") RATIO	**2,3x**	**1,0x**	**1,5x**

(*) See Section 20.2.1, Notes 9.2 and 9.3.

>CASH FLOW

CASH FLOW €000 AT 31 OCTOBER	2020	2019	2018
Cash flow from operating activities	49 357	72 483	49 336
Cash flow from (used in) investing activities	(38 821)	(39 294)	(65 448)
Cash flow from (used in) financing activities	8 276	(24 523)	9 090
CLOSING CASH POSITION	**138 386**	**119 112**	**109 918**

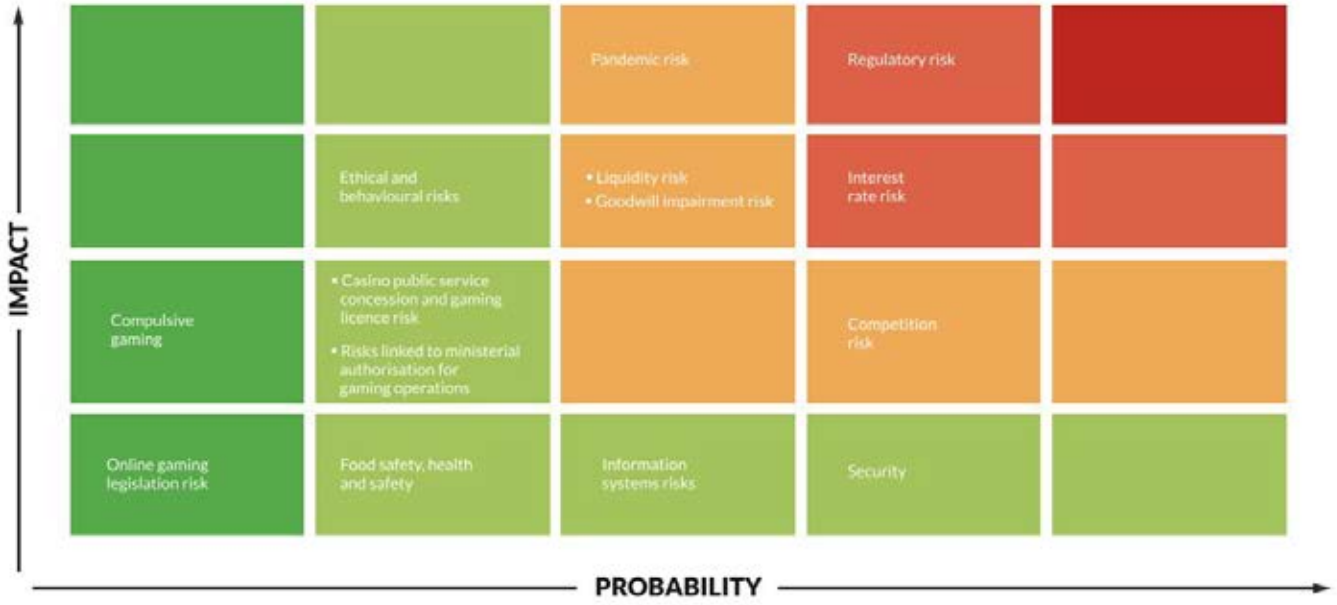
04

RISK FACTORS

Before purchasing Groupe Partouche shares, investors are encouraged to review all the information found in this Universal Registration Document, including the risk factors described in this section.

The Company carried out a review of the risks that could have a significant negative impact on the Group and its business activity, financial position and results, and that are important when making investment decisions. At the date of this Universal Registration Document, the Company is not aware of any significant risks other than those set out in this section. However, investors are advised that the list of risks set out below is not exhaustive and other risks not identified at the date of this Universal Registration Document, or not identified as likely to have a material negative impact on the Group and its business activity, financial position and results, could or may come to exist or occur.

Risks are broken down into three categories. Within each category, the most significant risks based on the assessment undertaken by the Company are set out according to their potential impact and probability of occurrence.



>RISK RANKING

RISK CATEGORY	RISK FACTOR	NON-FINANCIAL RISKS
LEGAL AND REGULATORY RISKS	Regulatory risk	
	Casino public service concession and gaming licence risk	
	Risks linked to ministerial authorisation for gaming operations	
	Online gaming legislation risk	
BUSINESS RISK	Pandemic risk	
	Ethical and behavioural risks	✓
	Compulsive gaming	✓
	Competition risk	
	Security	✓
	Food safety, health and safety	✓
	Information systems risks	
FINANCIAL RISKS	Liquidity risk	
	Interest rate risk	
	Goodwill impairment risk	

4.1 >LEGAL AND REGULATORY RISKS

4.1.1 >REGULATORY RISK

RISK DESCRIPTION

As is the case for all heavily regulated industries, changes in regulations applying either to casinos or to establishments open to the public ("ERPs") – regarding, in particular, safety of people, cash handling and the safety of the security firms transporting money – could lead to the Group's incurring additional costs; this could have an adverse effect on the Group's turnover or results.

As shown in Section 6.1.1 of this report, the casino industry is subject to extensive regulation. Tax rules applicable to the sector play a key role in determining the Group's profitability: over half of the Group's gross gaming revenue generated in France is paid over to the State and local councils. The Group thus remains exposed to any adverse changes in taxation *(cf. rise in taxes on casinos by way of increases in social security contributions [CRDS and CSG] – such as the rise in the CSG rate from 9.5% to 11.2% since 1 January 2018).*

Certain changes in regulation applying to casinos or establishments open to the public could have a significantly negative impact on the Group's business and results.

RISK MANAGEMENT

The Group carefully monitors potential changes in regulations applying to casinos through an industry body, Syndicat des casinos de France.

4.1.2 >CASINO PUBLIC SERVICE CONCESSION AND GAMING LICENCE RISK

RISK DESCRIPTION

The industry in which the Group operates is subject to extensive regulation (cf. Section 6.1.1.). Opening a casino is subject to rules applicable to public service concessions, such as those referred to in Articles L.1410-2, L.1410-3 and L.1411-1 et seq. of the General Local Authorities Code.

The agreement with the local authority in question results in the signing of a set of specifications, an essential prerequisite to securing ministerial authorisation to conduct gaming activities.

See Section 6.1.1 (e) for concession expiry dates of the Group's casinos.

Continued operation of casinos run by the Group is contingent upon these public service concessions being renewed. Pursuant to the Sapin Act, the local authority must extend an invitation to tender to more than one company when the concession comes up for renewal. The companies thus invited to tender submit competing proposals and, if successful, take over the operation of the casino.

Under such circumstances, the renewal of the public service concession agreement (specifications for operating casino activities) can generate increased expenses for the subsidiaries concerned. When a concession is renewed, the proposal made by the candidate entity can lead to an increase in the levy raised by the local authority and/or an increase in contractual commitments (to develop tourism and community life, for example) made to the local authority, which may therefore adversely affect its future results.

During the life of the concession, the directors of the Group's casinos are duty-bound to strictly comply with the specifications and gaming regulations.

The casinos' commitments under these specifications can result in capital expenditure of varying amounts: besides simple improvements to existing premises, operators can be obliged to construct new buildings (see Section 5.2.3 "Major investments either scheduled or arising from firm commitments made by the Group's executive committees").

The specifications can only be amended through riders negotiated with the local authority concerned in its capacity as delegating party. In view of the changes in economic, financial or technological circumstances with which the Group may have to deal and the measures it may consequently need to take with short notice, the particular characteristics of public service concessions are likely to hinder the Group's ability to adapt itself or its business accordingly; this could have an adverse effect on the Group's results.

Under the rules that apply to public contracts, local authorities can, at any time and subject to the judge's control, unilaterally cancel any public service concession, on the grounds of public interest. In the event of a local authority exercising its right of cancellation, the Group is entitled to compensation of its entire losses, the subsequent setting of the amount of which is also subject to the administrative judge's control.

As delegating parties, local authorities can also withdraw concessions, mainly following a concessionaire's serious breach of its legal or contractual obligations and, more specifically, a breach of the specifications of public service concession agreements.

Thus, a breach of the provisions of the specifications can lead to penalties, ranging from a partial and temporary suspension of gaming, to the operating authorisation being withdrawn, which may, where applicable, be accompanied by other penalties; the main risk that operators are exposed to is the sudden termination of their business operations.

Should the Group lose a public service concession, it would have a substantial negative impact on the Group's business, results, financial position and future prospects, depending on the importance of the sites where the risk occurred.

RISK MANAGEMENT

Casino managers and specialised departments of the parent company work together ahead of time to ensure that casinos comply with all contractual requirements and that public service concessions are renewed.

4.1.3 >RISKS LINKED TO MINISTERIAL AUTHORISATION FOR GAMING OPERATIONS

RISK DESCRIPTION

To conduct gaming activities, the concessionaire responsible for meeting the agreed specifications must secure ministerial authorisation. Such authorisation is issued by the French Minister of the Interior, who is advised by the Advisory Committee on Gaming, to which applicants must submit a report including the opinion of the prefect concerned and a detailed investigation by the Central Racing and Gaming Department.

The gaming licence is granted through a ministerial resolution, which sets forth the number of table games, electronic versions of these games and slot machines authorised that the casino is allowed to operate. Authorisation is generally given for five years and may not in any event exceed the expiry date stated in the specifications.

Authorisation may be revoked in whole or in part, or suspended for a maximum of four months, in the event of a breach of regulations governing the gaming industry or failure to comply with the specifications.

RISK MANAGEMENT

Casino management committees are organised in such a way as to ensure that establishments comply with regulations applicable to the gaming industry.

Internal audits undertaken by Groupe Partouche are designed to safeguard against this type of risk and mitigate it where necessary.

4.1.4 >ONLINE GAMING LEGISLATION RISK

RISK DESCRIPTION

Online casino games other than poker are prohibited in France. The introduction of legally sanctioned online slot machines or roulette tables would be likely to adversely affect numbers of visitors to the Group's casinos and, consequently, its business, results, financial position or future prospects.

RISK MANAGEMENT

The Group carefully monitors potential changes in regulations applying to casinos through an industry body, Syndicat des casinos de France.

4.2 >BUSINESS RISK

4.2.1 > PANDEMIC RISK

RISK DESCRIPTION

An epidemic is the rapid spread of an infectious disease to a large number of people, most often by way of contagion. Several factors contribute to the spread of disease, including a lack of treatments and/or vaccines, since sanitary and distancing measures on their own are insufficient to control the spread of disease. The measures that may be implemented by state authorities could result in the following consequences for the Group:

- the closure, whether total or partial, of one or more casinos, in the event of an activity-related ban on opening, a lockdown, curfew or any other time restriction;
- a downturn in attendance at one or more casinos in departments adjacent to those areas subject to lockdown, curfew or time restriction measures implemented by authorities;
- a downturn in casino attendance due to customers fearing contamination despite the strict health measures in effect at Group facilities;
- a loss of revenue and profitability (resulting from the effects mentioned above);
- an economic risk with a reduction in activities to related to gaming and reduced purchasing power of customers.

RISK MANAGEMENT

Confronted by the health, economic and social crisis resulting from the Covid-19 pandemic, the Group has demonstrated its reactivity and agility by implementing a strict health protocol that complements existing barrier measures so that its sites can adapt their activities to combat the Covid-19 epidemic, in particular, and as part of a number of measures, including the following:

- in order to respect social distancing measures, gaming terminals have been spaced out, and/or some of them are also separated by plexiglass partitions;
- masks have been made compulsory for employees and customers;
- masks, hand sanitizer and antiseptic wipes were made available to the customers;
- equipment was regularly disinfected;
- a training course creating awareness around the coronavirus and practical measures to prevent the spread of the Covid-19 epidemic was held for staff members.

Moreover, all the necessary measures were taken to protect Group establishments and limit the inevitable economic consequences of this devastating and unpredictable crisis:

- partial activity;
- phased payment and/or exemption from social security charges;
- suspension of contracts where possible (in particular those for maintenance and servicing);
- deferral and phased payment of gaming levies;
- phased payment of certain taxes (payroll taxes, CVAE);
- deferral of bank loan repayments by 12 months;
- implementation of state-guaranteed loan ("*Prêt Garanti par l'État*" or PGE);
- dividend retention.

4.2.2 >ETHICAL AND BEHAVIOURAL RISKS

RISK DESCRIPTION

The Group's main activity involves handling large sums of money. This can, in some circumstances, lead to staff or outside persons committing fraudulent acts.

The casino business must be able to deal with the risks of embezzlement and cheating. Furthermore, since 1991, casinos have been subject to anti-money laundering and counter-terrorist financing regulations (known as "AML/FT").

Money laundering would involve unfairly or fraudulently using gaming transactions or technology to disguise the illicit origin of funds derived from criminal activities or linked to terrorism. In France, money laundering is neither organised nor conducted on a large scale in the gaming industry, in the first place due to the laws and regulations governing casinos (ministerial accreditation required for the managers in charge of establishments, the management committees and casino employees; gaming authorisations subject to time limitations and the approval of the Interior Ministry following its submission of the dossier for the opinion of the Advisory Committee on Gaming).

Furthermore, to guard against fraudulent and criminal activities, money laundering and terrorist financing, Act 2017-257 of 28 February 2017 (Article L.323-3 of the French Internal Security Code) stipulates that any change in ownership of the share capital or in the direct or indirect control of a company operating a casino must be authorised in advance by the Minister of the Interior, whenever such a change would allow a natural or legal person to:

- acquire control of that company, within the meaning of Article L. 233-3 of the French Commercial Code;
- exceed one third, one half or two thirds direct or indirect ownership of the share capital or voting rights;
- undertake a transaction resulting in de facto control of the company, notably by granting substantial loans or guarantees.

Failure to abide by the regulation relating to the fight against money laundering and the financing of terrorism can lead to administrative and legal sanctions and have an adverse effect on the business of the subsidiary concerned and, more widely, on that of the Group, its results, its financial position or its future prospects.

RISK MANAGEMENT

Casinos respond to these risks by implementing strict procedures, most of which are imposed by regulatory texts (methods to proceed with counting from tables and slot machines, highly developed video protection systems that can record up to 28 days of footage covering all games, cash registers, safes and counting rooms). It should be noted that all employees involved in the gaming sector are subject to a preliminary police background check before being granted ministerial approval, and carry out their work under the permanent supervision of a member of the executive committee.

Regarding AML/FT, dissuasive measures towards clients are in place, including checks at entrances to games rooms, consistently recording exchanges and gains at the cashier station when they exceed €2,000 per gaming session, and ongoing monitoring by specially designated agents of the Ministry of the Interior. In the event of suspected money laundering, individual casinos are required to notify Tracfin, the national anti-money laundering unit, of the person's identity.

4.2.3 >COMPULSIVE GAMING

RISK DESCRIPTION

Excessive gaming can cause some people to develop symptoms commonly associated with compulsive gaming, and they may be driven to commit more financial resources than would be considered reasonable. This behaviour is harmful to these individuals, as they no longer enjoy gaming in moderation and can put themselves and their families at risk. It is also harmful to the casino as it indirectly affects the brand image.

In France, casinos are the only operators to have instituted systematic checks on entry to gaming rooms. These checks are carried out by personnel authorised by the French Interior Ministry; they serve to identify and formally prohibit access by children under the age of 18, persons banned by the French Minister of the Interior and individuals who have voluntarily asked to be prevented from entering.

The applicable regulations in force allow anyone to voluntarily ask to be banned from gaming rooms by submitting a request to the French Interior Ministry, which will issue a three-year ban on access to gaming rooms, renewable by tacit agreement.

Nevertheless, while the Group may not be able to fully gauge the effects of the trend in compulsive gaming among its casino clients, it cannot rule out the possibility that this trend could directly or indirectly lead to its business, results, financial position or future prospects being significantly and negatively impacted (notably through the adoption of public health and safety measures)

RISK MANAGEMENT

To ensure gaming remains a pleasure and a pastime to be enjoyed in moderation, the Group has for a long time been promoting "responsible gaming" within its establishments, an initiative that it is currently developing in partnership with Adictel (the first interactive platform providing prevention services and help to dependent players).

Groupe Partouche is therefore keen to give the staff members who have contact with gaming clients continuing training, with the aim of providing clients with information, giving help to those in difficulty as well as someone in whom they can confide. Within 90 days of assuming duties, all gaming staff undergo training to detect people who have issues with gaming. Furthermore, posters and leaflets are placed at appropriate locations in casinos to remind clients of the dangers of excessive gaming and the options available to them for assistance (Freephone number, consultation with a psychologist, voluntary limitation of access to gaming rooms, etc.).

4.2.4 >COMPETITION RISK

RISK DESCRIPTION

The Group competes directly with other companies' gaming offers (such as Française des Jeux's lottery and horse race betting), online gaming (see Section 4.1.4), and destination competition (Monaco, Las Vegas). Moreover, in certain areas, the Group strongly competes with other casinos; this is notably the case in coastal areas, where there are a number of casinos. The Group's casinos most exposed to this competition include the casinos in Cannes, Juan-les-Pins, Nice, Hyères, Bandol, La Ciotat, Cabourg and Le Havre.

Another potential competition risk occurs where a competitor establishes a new casino in one of the Group's casino catchment areas. The extent of this risk depends on the location and size of the new casino, but it must still be assessed by a mandatory impact study, as is the case every time a new casino is established; since the Order of 31 December 2014 (Article 4), the reasoned opinion of the regional prefect has been required.

For example, in the Var, the opening of the Seyne-sur-Mer casino in July 2012 followed by the Sanary-sur-Mer casino in August 2018 have heavily impacted the Bandol and Hyères casinos.

For example, the 2013 opening of Larmor Plage casinos in the Morbihan region and Fort-Mahon in the Somme markedly impacted the results of the La Trinité-sur-Mer and Berck casinos. The opening of the Vannes casino made it definitively impossible to achieve a balanced operation of the La Trinité-sur-Mer casino, which was closed at the end of June 2015.

The risk is greatest in cases where a new casino is established in a large town, within the framework of Act 88-13 of 5 January 1988, when a catchment area that has historically included a conurbation of more than 500,000 inhabitants suddenly finds itself deprived. This was notably the case for the casinos of Andernos and Arcachon when the Bordeaux casino was created in May 2002.

This risk of market saturation in certain geographic areas is however tempered by the regulatory authorities' assessment of the already high absolute number of casinos in France. Nevertheless, both the still possible setting up of casinos in the Group's catchment areas and the growth of new activities, such as online gaming (authorised in France in 2010, but limited to poker and sports betting), could have a substantial negative impact on the Group's business, results, financial position and future prospects.

On this subject, the media has regularly reported on plans to open a new casino in Marseille. If these plans were to succeed, there would be consequences for business in nearby casinos.

RISK MANAGEMENT

The Group has always pursued a policy of being competitive through creativity and innovation, with the aim of constantly refreshing customers' casino experience.

4.2.5 >SECURITY

RISK DESCRIPTION

In spite of the Group's numerous safety systems and mechanisms, they may experience failures or be totally or partiallycircumvented. In practical terms, as a casino operator, Groupe Partouche is exposed to the specific risk of heists.

Such events can have multiple impacts: loss of confidence, stress, injury, death of customers or employees, damage to premises or equipment, and decline or shutdown in business.

Such consequences could have a significantly negative impact on the Group's business, results, financial position or future prospects.

RISK MANAGEMENT

Our casinos have both technical and human resources which together ensure the security of people and goods. The terms under which they are activated are naturally linked to the unique character of the casino business, their size and their configuration.

Some of the security measures that have been implemented at the Group's establishments are listed below:

- CCTV cameras cover all areas of the establishments that may need monitoring, such as car parks, entrances, the main hall, games rooms, safe deposit vaults, cash registers, game tables and slot machines. Should an incident occur, the control room guard can alert security and the games room managers, and if necessary the police or fire brigade;
- the installation of cash machines to recycle cash on a daily basis and reduce flows. This reduces the number of visits by cash in transit vehicles and the potential risk of robbery;
- a traditional surveillance system of volumetric radars connected to a central desk which detects the presence of an intruder in the establishment during closing hours;
- installing vaults and secure money boxes, with information displayed to the public at the cash registers, can significantly reduce aggravated burglaries. By taking such measures, no keys can be handed over to criminals because the only people that have the keys are those who collect the funds. Only a nominal amount of cash is kept in cash registers and safe deposit boxes to cover frequent transactions (such as currency exchanges and cash payments);
- a computerised access control system operated by badges is used to record the movement of staff and visitors in the buildings;
- security officers are stationed at entrances to prevent unauthorised entry to the establishments, and during closing hours, dog handlers guard the establishments when necessary.

Staff also receive training concerning the risk of heists, which are often traumatic events, so that they are prepared to be able to manage such situations both at a psychological level and in terms of understanding their own emotional and physical capabilities.

Since 2012, the Group's establishments have upgraded their security systems in terms of both procedures and equipment, particularly by installing a high-tech property protection system named "Smart Water". This system has been installed in many of the casino's sensitive areas and sprays a colourless, indelible liquid on potential criminals. The chemical marker used, also known as artificial DNA, remains detectable on skin for at least six months and indefinitely on any other surface by means of specific equipment used by forensic identification teams, thus enabling police officers to easily identify delinquents and produce evidence before the courts.

4.2.6 >FOOD SAFETY; HEALTH AND SAFETY

A). FOOD SAFETY AND HYGIENE

RISK DESCRIPTION

Owing to its highly developed activity as an operator in the restaurant sector, Groupe Partouche is committed to ensuring a high level of food safety. The Company's main concern is of course to ensure the satisfaction and loyalty of its customers.

There are two clearly identified risks:

- the risk of a customer or employee experiencing food-poisoning;
- a breach (product traceability, regulatory non-compliance, unsatisfactory analysis, etc.) coming to light during an inspection by regulatory authorities such as the Departmental Directorate for Public Health and Consumer Protection (DDPP).

The materialisation of these risks can have multiple impacts, including a loss of customer confidence, employee arrests following injury or sickness, or even litigation, official publications that are unfavourable for the establishment concerned and fines.

The establishment in question could be ordered to close, which have a negative impact on its reputation and profitability.

Such closures, especially if they should recur or go on for an extended period of time, could have a significant negative impact on the Group's business, results, financial position, standing or future prospects.

RISK MANAGEMENT

In order to guard against these risks, all Groupe Partouche's establishments have entered into contracts with Mérieux NutriSciences, an outside approved firm tasked with improving food safety and quality. To this end, Mérieux NutriSciences provides consulting, training, analysis and audit services on an ongoing basis. In cooperation with Mérieux NutriSciences, Groupe Partouche has developed a system of ongoing procedures, traceability and alerts based on the HACCP (Hazard Analysis and Critical Control Point) principles. In 2014, Groupe Partouche also put in place a Group-specific sanitary control plan that brings together all the documentation required to comply with food safety regulations in force.

To further increase traceability, Groupe Partouche has equipped all its kitchens with the traQ'food application, a tool developed by the Mérieux Nutrisciences subsidiary of the same name. traQ'food is an innovative digital traceability solution that aims to simplify the entire HACCP approach and maintain the documentation and records required by the EU's Food Safety Management System (FSMS). It helps improve food safety, ensure that collected data is secure and save time for staff.

To strengthen our drive to adopt a preventive approach, all our establishments have been interviewed on the basis of Afnor standard V01-015, "Hygiene checks at commercial catering establishments", in connection with a potential audit by the Departmental Directorate for Public Health and Consumer Protection (DDPP).

Groupe Partouche joined Baresto, a network made up of 200 commercial catering establishments that references suppliers specialising in food and liquid purchasing for food service establishments.

Created in 2010, the Baresto network aims to respond to business issues, in terms of purchasing or digital solutions. Managed by a steering committee made up of the two founders and six members, Baresto remains in direct contact with the needs of its members, while testing the solutions developed by the network. Groupe Partouche reaps the full benefit of this expertise through regular steering committees meetings, as well as a regional purchasing approach that brings suppliers closer to subsidiaries by promoting local products. All this is underpinned by a CSR approach.

Baresto ensures that its food referencing exceeds official ISO, BRC and IFS standards thanks to a quality charter signed by its suppliers. In support of Mérieux NutriSciences, this is supplemented by a procedure that classifies suppliers by risk level. This approach is in line with our hygiene control plan.

B). HEALTH AND SAFETY

RISK DESCRIPTION

In the event of a breach of the regulation concerning fire and panic prevention in the ERPs (establishments open to the public), or ease of access for the disabled, the relevant regulatory authority can call upon the establishment to make improvements or have work done, or even close.

Identified risks include the risk of fire, intoxication, customers or employees falling, and problems moving around in or evacuating establishments.

Such risks can have multiple impacts: accident, stress, injury, death of customers or employees, damage to premises or equipment, and decline or shutdown in business.

Such events, especially if they should recur or go on for an extended period of time, could have a significant negative impact on the Group's business, results, financial position, standing or future prospects.

RISK MANAGEMENT

As are all businesses who play host to the general public (known as "ERPs" in France), Groupe Partouche is duty-bound to guarantee the highest level of safety to its customers and employees. The Group's establishments therefore apply all health and safety instructions regarding, in particular, the risks of accident, health hazards, fire and environmental impairment, while assessing workplace-related risks as part of a preventive approach.

The Group's establishments are also regularly inspected by the commissions of health and safety, such as Apave and Bureau Veritas, who verify, in particular:

- fire and panic prevention within the Group's ERPs;
- ease of access for people with disabilities.

4.2.7 >INFORMATION SYSTEMS RISKS

RISK DESCRIPTION

For several years now, Groupe Partouche has been investing in new technology to improve its organisational performance and bring its customers the best of what digital technology has to offer. While such technology projects have built-in security measures, they are becoming ever more complex. Modernising its business in this way means the Group is more exposed to the risk of fraud, cyberattack, IT malfunctions, power outages and telecommunications breakdowns. Furthermore, stricter rules on the protection of personal data and gaming regulation increase the risk of regulatory non-compliance.

An IT incident or cyberattack could adversely affect the Group's business through damage to or the loss or disclosure of personal, strategic or confidential information, or by making it impossible to carry out day-to-day activities required to manage run the Group's establishments. In spite of the Group's investments in maintaining and protecting its infrastructure, an IT incident or cyberattack could disrupt the Group's business and have adverse financial, operational or reputational consequences.

RISK MANAGEMENT

The Group's IT systems are organised to include computer rooms distributed across its various establishments, with each computer room equipped with systems to ensure continuity of power supply and data backups.

Aware of the increasingly important role of information technology within its business, and on the basis of an assessment carried out in 2019, Groupe Partouche initiated a cybersecurity plan as of 2020. Driven by a strong commitment from Executive Management, this plan is part of an ISO/IEC 27001 approach and includes, in particular, measures to anticipate and react to cyber threats. These efforts, led by an Information Systems Security Manager reporting to the Management Committee, have proven particularly useful during the Covid-19 crisis. In keeping with the importance it attaches to its history and human capital, the Group sees cybersecurity as a social driver facilitating the development of new skills and promoting social cohesion and shared values. The threats inherent in digital technology are not confined to the workplace: they affect everyone. That being the case, the emphasis is on raising awareness of digital hygiene and helping employees adopt best practice in this area, which is of benefit not only at work but also at home. Cybersecurity is now an integral, long-term part of Groupe Partouche's operations, ensuring that the Group can enjoy all the power and benefits offered by digital technology while maintaining the resilience of its business and keeping its customers safe.

4.3 >FINANCIAL RISKS

4.3.1 >LIQUIDITY RISK

RISK DESCRIPTION

Liquidity risk is the risk of the Group having insufficient liquidity to meet its financial commitments. In particular, it incorporates the risk of liabilities becoming due earlier than expected and the risk of the Group not being able to access the financing or refinancing it needs to maintain its day-to-day operations and investments at satisfactory terms.

RISK MANAGEMENT

This risk is examined by the Finance Department using, in particular, financial reporting based on actual cash flows, supplemented by a provisional cash flow budget.

At 31 October 2020, the Group's cash position net of levies stood at €103.1m, of which €8.7m was invested in money market funds and other immediately available investments.

Groupe Partouche also has a signed cash pooling agreement with all of its subsidiaries. This agreement provides a strong incentive to subsidiaries to invest their cash surpluses with Groupe Partouche SA to obtain a rate of return on cash that is higher than the market rates. Groupe Partouche SA can thereby ensure that the cash requirements of certain subsidiaries are met and can invest the cash surpluses in an optimal manner. This management is handled by the Group's Finance Department.

For the two Swiss casinos, Meyrin and Crans-Montana, the country's legal constraints prohibit the transfer of cash except for dividend distributions. Consequently, they invest their surplus cash themselves.

At 31 October 2020, the restated amount of the Group's bonds and bank loans totalled €167.1m.

The following chart shows the maturity of the Group's bank debt and bonds (excluding finance leases) at 31 October 2020.



The Group's bank loans and bonds include commitments and financial covenants which, if not met, could lead to outstanding amounts under the facility in question becoming repayable early. At 31 October 2020, the Group met all its commitments and its required leverage ratio. Its leverage ratio is 2.3x, below the authorised maximum of 2.5x.

4.3.2 >INTEREST RATE RISK

RISK DESCRIPTION

At 31 October 2020, the Group's debt consisted of a mix of floating-rate debt (the syndicated loan taken out by Groupe Partouche SA and a credit line for the Aix-en-Provence casino) and fixed-rate debt (all other debt, including the bond). None of the Group's debts are hedged against interest rate risk.

LIABILITIES €000 AT 31 OCTOBER 2020	TOTAL	< 1 YEAR		1 TO 5 YEARS		> 5 YEARS	
		FIXED RATE	FLOATING RATE	FIXED RATE	FLOATING RATE	FIXED RATE	FLOATING RATE
Bond	35 000					35 000	
Syndicated loan	62 292	-	8 125	-	43 334	-	10 833
Bank borrowings	69 811	8 739	667	40 198	3 555	11 985	4 667
IFRS 16 lease liabilities	74 286	13 584	-	29 930	-	30 773	-
Bank overdrafts	54	-	54	-	-	-	-
Interest accrued on loans	337	-	337	-	-	-	-
Other borrowings	2 761	269	-	1 166	-	1 325	-
TOTAL	**244 541**	**22 592**	**9 183**	**71 294**	**46 889**	**79 083**	**15 500**

ASSETS €000 AT 31 OCTOBER 2020	TOTAL	< 1 YEARS		1 TO 5 YEARS		> 5 YEARS	
		FIXED RATE	FLOATING RATE	FIXED RATE	FLOATING RATE	FIXED RATE	FLOATING RATE
Cash (net of gaming levies)	94 449	20 000	74 449	-	-	-	-
Investments	8 697	7 804	893	-	-	-	-
TOTAL	**103 145**	**27 804**	**75 342**	**-**	**-**	**-**	**-**
NET POSITION BEFORE HEDGING AT 31 OCTOBER 2020	**141 396**	**(5 212)**	**(66 159)**	**71 294**	**46 889**	**79 083**	**15 500**
Interest rate hedging	-	-	-		-		-
NET POSITION AFTER HEDGING AT 31 OCTOBER 2020	**141 396**	**(5 212)**	**(66 159)**	**71 294**	**46 889**	**79 083**	**15 500**

RISK MANAGEMENT

Exposure to interest rate risk is reassessed by the Group's management, assisted, inter alia, by the Treasurer, notably if there is any significant change in the interest rate market and/or the Group's debt. The interest rate hedging policy is designed to protect future cash flows and reduce any volatility in financial expenses. The Finance Department implements the favoured solutions centrally. All interest rate hedging instruments put in place to manage interest rate risks, notably including interest rate swaps, forward rate agreements (FRAs) and interest rate options (caps and collars), correspond to identified risks related to the Company's future financial flows; the Group does not enter into any speculative positions.

Analysis of sensitivity of net debt to interest rate risk: a 1% increase in the interest rate applied to the net amount exposed to potential fluctuations in the variable interest rate, namely €3.8m, would have an effect on consolidated financial items of €38k.

4.3.3 >GOODWILL IMPAIRMENT RISK

RISK DESCRIPTION

Please refer to Section 20.2.1, Note 6.1 to the consolidated financial statements.

In application of IAS 36, the Company carries out goodwill impairment tests annually or more frequently if there is any indication of identified impairment in value.

The impairment tests performed by the Group in application of IAS 36 consist of comparing the recoverable values of the cash generating units (CGUs) with the net carrying amount of the corresponding assets, including goodwill.

The recoverable value of a CGU is determined as the higher of the value in use and the fair value (less disposal costs).

Sensitivity testing was carried out by varying assumptions relating to trends in certain calculation parameters (discount rate and growth rate in perpetuity) and certain budget parameters (revenue and EBITDA).

Given highly favourable business resumption indicators when its casinos reopened after lockdown, the Group did not deem it necessary to include alternative adverse scenarios in its sensitivity analysis.

However, to factor in additional uncertainty as to the effects of the Covid-19 public health crisis over time, the size of variations in assumptions deemed reasonably possible was increased when carrying out sensitivity tests. Percentage variations used for sensitivity testing at 31 October 2020 were double those normally used at previous balance sheet dates.

The figures shown reflect the results of sensitivity tests, with the understanding that:

- a negative impact reflects an additional impairment charge, taking into account the change in the recoverable amount of the CGU against its carrying amount;
- a positive impact reflects a positive change in the recoverable amount of the CGU.

>SENSITIVITY TO INTEREST RATE CHANGES

Sensitivity tests of the CGUs' realisable value based on reasonably possible changes of a key assumption were carried out, and more specifically, sensitivity tests to changes of 1 point of the discount rate and the growth rate to infinity. They did not reveal any situations in which the realisable value of the main CGUs would become lower than their carrying amount, with the exception of the CGUs mentioned below:

CGU	IMPACT IN €M OF A CHANGE IN			
	DISCOUNT RATE		PERPETUAL GROWTH RATE	
	+1 POINT	-1 POINT	+1 POINT	-1 POINT
Casino de La Grande-Motte	(1,71)	4,57	3,51	(0,89)
Casino de Pornichet	(3,95)	5,18	4,11	(3,12)
Casino de Hyères	(0,78)	1,77	1,53	(0,59)
Casino du Val-André	(0,43)	0,55	0,48	(0,37)
Casino de Plouescat	(1,66)	2,55	2,04	(1,28)

>SENSITIVITY TO CHANGES IN TURNOVER AND EBITDA

The Group carries out an analysis of the sensitivity of the CGUs' realisable amounts to reasonably possible changes in assumptions impacting certain parameters of the budget forecasts used by the company: changes of 3 points to turnover and 4 points to EBITDA.

At 31 October 2020, the results are presented below for those CGUs designated in the preceding section. They did not reveal any situations in which the realisable value of the main CGUs would become lower than their carrying amount, with the exception of the CGUs mentioned below:

CGU	IMPACT IN €M OF A CHANGE IN			
	TURNOVER		EBITDA	
	+3 %	-3 %	+4 %	-4 %
Casino de Pornichet	1,15	(1,08)	1,47	(1,40)
Casino du Val-André	0,17	(0,17)	0,20	(0,20)
Casino de Plouescat	0,56	(0,31)	0,72	(0,46)

Considering, on the one hand, the total net amount of goodwill (€228,099k) with regard to the Company's consolidated shareholders' equity (€371,933k) and, on the other hand, the difficulties with which the Group's business sector was confronted over the last few years, it cannot be ruled out that, if there should be another adverse context in the future, the Company may have to carry out more impairments of goodwill. Such impairments could have a significant negative impact on the Group's business, its financial position, its results or outlook.

05

INFORMATION ABOUT THE ISSUER

5.1 >HISTORY AND DEVELOPMENT OF THE COMPANY

5.1.1 >HISTORY

1973 - 1990: DEVELOPMENT IN ADVERSITY, THANKS TO GENUINE KNOW-HOW

Arriving in 1973 in France from Algeria, where he was a Philips representative, Mr. Isidore Partouche bought, with the help of his brothers and sisters, the Saint-Amand-les-Eaux casino, together with its spa and mineral water source.

The popularity of the casino was restored thanks to a family-oriented marketing strategy. This enabled Isidore Partouche to embark upon a growth strategy for his business; he acquired casinos in the north of France (Le Touquet in 1976, Forges-les-Eaux in 1986, Dieppe in 1988, Fécamp, Bagnoles and Vichy in 1989); in 1982, he created a casino in Calais.

At this time, gaming was limited to traditional games, which were not very profitable for the casinos. This however did not deter Isidore Partouche, who, convinced of the need to develop the gaming activity and with a clear vision, continued growing his business, even selling his spring water operations to keep his casinos.

1991 - 1995: INCREASED PROFITS AND STOCK EXCHANGE LISTING

Group profits substantially increased through the progressive introduction of slot machines in all of its establishments. In 1991, the group took over the Le Lyon Vert casino in La Tour de Salvagny and its subsidiaries the St-Galmier and Juan-les-Pins casinos.

The Group's growth continued with the reopening of the Berck casino (1991) and the Royat casino (1992), and the purchase of the casinos of Aix-en-Provence, La Ciotat and Palavas (1994).

To establish its professional standing, Groupe Partouche was the first group of integrated casinos in France to launch an initial public offering (IPO). On 29 March 1995, Groupe Partouche SA was listed on the Paris stock exchange's Second Marché, through a capital increase. The funds thus raised enabled the group to consolidate the companies it had acquired in France and to grow its business, notably abroad.

1995 - 2005: DIVERSIFICATION AND EXTERNAL GROWTH

Strengthened by this newly gained standing and swelling profits, the Group started diversifying its business activities and locations.

Hotels are added to Groupe Partouche's array of assets, with the purchase in 1997 of a 4-star hotel, now the Méridien-Garden Beach hotel, the opening in 2000 of the Hilton de la Cité Internationale de Lyon and of the Aquabella hotel in Aix-en-Provence, and the acquisition in 2001 of the Savoy (now 3.14) in Cannes.

And in September 1995, the first casino located outside France joined the group, with the acquisition of the prestigious casino of the Belgian resort of Knokke-le-Zoute. New establishments followed with the creation in 1996, in partnership with Club Méditerranée, of a casino in Agadir, Morocco, the casino of Djerba in Tunisia in 1998, in the form of a Pasino, original concept combining an entertainment complex and a gaming facility, and in 1999 the casino of San Roque in Andalusia.

In the meantime, the Group continued growing its core business of casinos in France, with the addition of the Cabourg and Beaulieu-sur-Mer casinos in 1997, the Carlton Casino Club in Cannes in 1998, the transfer of the licence to allow the re-opening of the prestigious Palm Beach casino, and the casino of Lyon in 1999.

The Group also concentrated its efforts on developing the very concept of the casino. Following on from its experiment in Djerba, it opened a second Pasino, in 2001, in Aix-en-Provence. The first of a new generation of casinos was a great success and went on to be ranked number two in France. In 2003, the St-Amand-les-Eaux casino changed location and was transformed into a Pasino, thirty years after its acquisition.

In 2002, the Group made the largest purchase of its history. Between January and April, thanks to a successful counter-offer it succeeded in purchasing the Compagnie Européenne de Casinos, thus acquiring twenty-two additional casinos: eighteen in France and four outside France.

At the same time, new establishments were opened: Meyrin in Switzerland in 2003 and the Palais de la Méditerranée in Nice in 2004.

Then in 2005, the Group undertook a second external growth operation with the acquisition of Groupe de Divonne, comprising five casinos, including the Divonne-les-Bains casino, the apotheosis of a period of good fortune when the market reached maturity.

2006 – 2013: NEW TECHNOLOGIES AND A DIFFICULT CONTEXT

In April 2006, Groupe Partouche set up a new subsidiary, Partouche Interactive, to develop games through the use of remote communication, such as television, mobile phones and the internet, which quickly obtained an online gaming licence from the Government of Gibraltar.

Following this, major changes were made to the regulations that govern the gaming industry. In 2007, new gaming regulations began to be introduced, including the possibility of having a mix of gaming activities and the removal of stamp duty on the entrance fee of traditional gaming facilities. In November of the year, identity controls at the entrance became mandatory for French casinos. Then, in 2008, the smoking ban was introduced, another measure that had a very dissuasive effect on client numbers in terms of playing time.

The economic crisis also made itself felt through falling client numbers, as well as a clientele with less money to spend. Groupe Partouche therefore focused its efforts on optimising its operations.

At the same time, the Group intends to stay on the cutting edge of the industry; from the beginnings of the tests conducted on Texas Hold'em Poker in Aix-en-Provence, up to the success of Partouche Poker Tour, Partouche was becoming a major force in poker. In 2009, the Group was the first to launch the millionaire-making Megapot, a jackpot linking 200 slot machines in more than 45 establishments to let players take home exceptional winnings. Lastly, in 2010, the Group obtained an online poker gaming licence as part of the legal institution of remote gaming in France. In September, the Main Event of the Partouche Poker Tour Season 3 beat all records, playing host to 764 players, including the major international stars of the game, at its Casino du Palm Beach, in Cannes. The Prizepool, comprising the sum total of players' wins, was nearly €5.7m. 2011's edition confirmed the great success of this tournament.

2011 witnessed the deployment of the Pcash solution (Partouche Cashless), a proprietary system which will eventually bring to an end the use of chips in slot machines.

In May 2011, in the scope of a reserved capital increase, amounting to €30.6m, conferring 12.52% of Groupe Partouche SA's share capital to the group Butler Capital Partners, the latter became a minority but proactive partner.

In 2012, Groupe Partouche once again faced a challenging economic climate (with the decline of Gross Gaming Revenue in France leading to a significant deterioration in the Group's operating profitability). Faced with declining activity in the Interactive Division, mainly caused by the unsuitable business model of French online poker, the area in which the Group's subsidiary Partouche Gaming France operates, in September 2012 Groupe Partouche announced a strategic reorientation of the Group's poker activities and its online poker website www.partouche.fr.

Construction was completed at the Pasino in La Grande-Motte, and the new establishment opened its doors on 10 July 2012.

2013 saw lower revenue affecting the entire casino sector; Groupe Partouche continued adapting to this situation by concentrating its financial and human resources on its historical core businesses, and discontinued its online poker business in France.

Nevertheless, Groupe Partouche remains a driving force behind innovation in its profession. Following Casino War's test period in Aix-en-Provence, the game was expanded throughout the rest of France. Sic Bo, an Asian dice game, was tested at Forges-les-Eaux, and the well-loved classic bingo was launched at the Pasino d'Aix-en-Provence in early 2014. As part of the shift toward new products awaited by the clientele, a large number of electronic English roulette wheels have been rolled out at the Group's casinos.

Lastly, as it was constantly exposed to the potential risk related to non-compliance with a covenant for the syndicated loan, which could have triggered the immediate mandatory repayment of the principal owed, Groupe Partouche entered into negotiations with the bank syndicate in June 2013 and, in the absence of an agreement, on 30 September 2013 the Groupe Partouche SA holding company obtained the initiation of a Safeguard Procedure (procédure de sauvegarde) from the Paris Commercial Court.

2014: A PIVOTAL YEAR

As early as March 2014, the Safeguard Plan put forward by Groupe Partouche SA, including in particular the phased repayment of the syndicated loan over almost nine years, was unanimously adopted by the committee members of credit institutions and their equivalents and by the Group's key suppliers. This plan was agreed by the Paris Commercial Court under a ruling dated 29 September 2014, bringing to an end the Safeguard Procedure (procédure de sauvegarde) that had begun a year earlier.

The Group also sold off a number of assets in financial year 2014 (the casinos in Hauteville, Knokke and Dinant and the Lyon Hilton hotel), part of the proceeds of which was allocated to the early repayment of the syndicated loan.

2015 – 2020: ONGOING RECOVERY

In 2015, Groupe Partouche's financial structure returned to a very sound position, thanks to the combination of cash flow generated by its activities, controlled investments and asset disposals, part of the proceeds of which went toward the early repayment of the syndicated loan.

Groupe Partouche can now focus fully on revitalising its business while continuing to work on improving its financial structure.

In 2019, the Groupe Partouche SA holding company refinanced its debt by setting up a syndicated loan and issuing a EuroPP bond. This transaction notably allowed it to prepay its syndicated loan governed by the Safeguard Plan and to close that complex chapter by ending this plan three years early. Following these operations, the Group's financial structure returned to a very sound position.

Emphasis is also put on the renovation of the Group's casinos through a significant volume of investments.

2020: AN UNPRECEDENTED YEAR

Since mid-March 2020, the casino industry has been suffering from the consequences of the Covid-19 epidemic due to two periods in which establishments were forced to suspend operations by public authorities; the establishments in question have not reopened their doors as of the publication date of this universal registration document.

5.1.2 >COMPANY NAME

The name of the Company is Groupe Partouche – Ticker "GP".

5.1.3 >COMMERCIAL REGISTER

The Company is registered in the Paris register of commerce and companies under number 588 801 464. Its NAF code is 7010Z.

5.1.4 >DATE OF INCORPORATION AND TERM OF THE COMPANY

Groupe Partouche, which was initially called SA Compagnie Fermière des Eaux et Boues de Saint-Amand, was formed, by a deed received by Maître Cartigny, Notary at Valenciennes, on 18 March 1903.

The term of the Company, initially set at 60 years, was last extended by the Extraordinary Shareholders' Meeting of 27 April 1994 to 26 April 2058, except in the event of it being wound up before that date or having its term extended as provided by the Articles of Association *(see Section 21.2)*.

5.1.5 >REGISTERED OFFICE, FINANCIAL YEAR, LEGAL FORM AND APPLICABLE LEGISLATION

The registered office is located at 141 bis, rue de Saussure, 75017 Paris, France.

Its telephone number is +33 (0)1 47 64 33 45 and its fax number is +33 (0)1 47 64 19 20.

The Company is a French Société Anonyme with an Executive Board and a Supervisory Board. The Company is under the jurisdiction of French legislation.

Its legal and accounting documents may be consulted at the registered office.

The financial year commences on 1 November and ends on 31 October of the following year.

5.2 >INVESTMENTS

5.2.1 >Principal investments made in the course of the last three financial years

>2018 INVESTMENTS

Net cash used in investing activities totalled €65.4m (compared with €58.1m the previous financial year), notably including a €65.1m outflow for purchases of tangible fixed assets, including in particular €21.1m for slot machines and other electronic equipment, replacement investments, and, for construction projects, completion of the new Pornic casino and continued renovation work at the Aix-en-Provence casino.

>2019 INVESTMENTS

Cash used in investing activities came to €39.3m (compared with €65.4m in the previous financial year); it chiefly consisted of:

- a net cash outflow of €55.1m on acquisitions of property, plant and equipment, spread across all Group subsidiaries and including in particular an outflow of €13.4m for renovation works on the Aix-en-Provence and Royat casinos, the completion of the new Pornic casino, and the acquisition of slot machines and other electronic equipment;
- sale proceeds of €2.9m from consolidated companies, related to the sale of the 49% minority interest held by Groupe Partouche in Palm Beach Cannes Côte d'Azur and to the collection of receivables arising from sales completed during previous financial years;
- an inflow of €10.7m from repayments received on loans, mainly corresponding to the €10.5m repayment by Palm Beach Cannes Côte d'Azur of its current account, prior to Groupe Partouche's sale of its minority interest in this company.

>2020 INVESTMENTS

Cash used in investing activities came to €38.8m, compared with €39.3m in the previous financial year. It chiefly consisted of:

- a €35.1m outflow for purchases of tangible fixed assets, including in particular a stable amount of €13.4m for slot machines and other electronic equipment, various replacement investments, and, with regard to construction projects, continued renovation work at the Royat casino and the Aquabella hotel in Aix-en-Provence;
- a €3.0m net cash outflow in connection with the acquisition of equity interests relating to a 15% minority interest in La Pensée Sauvage Lifestyle and 95% of Club Berri SAS, leaseholder of the premises used by "Club Berri", one of the eight Paris gaming clubs.

5.2.2 >MAJOR INVESTMENTS IN PROGRESS

Fixed assets under construction, which had a net value of €9.6m at the financial year-end, mainly related to renovation work on the Royat casino for €5.3m and the Aquabella hotel for €1.8m.

5.2.3 >MAJOR INVESTMENTS EITHER SCHEDULED OR ARISING FROM FIRM COMMITMENTS MADE BY THE GROUP'S EXECUTIVE BODIES

Major capital expenditure arising from commitments under the local authority's specifications comprises:

A). RENOVATION WORK ON THE ROYAT CASINO

The Royat casino obtained its building permit on 14 April 2017. The total for the work amounts to approximately €9.0m and the site was delivered on 8 December 2020.

B). RENOVATION WORK ON THE HYÈRES CASINO

In the context of the renewal of its public service concessions, Hyères is renovating its hotel, auditorium and gaming room, which will double in size and extend across the entire ground floor, for an estimated total amount of €7.0m. The work is due to be completed in 2024.

C). RENOVATION WORK ON THE AQUABELLA HOTEL

The Aquabella hotel obtained a building permit on 15 May 2018. Following the renovation of all its bedrooms in 2019 and of the restaurant with its bio-climatic terrace, its kitchens and the construction of four suites in its belvedere in financial year 2020, work on the common areas at the Aquabella hotel is due to be completed by the end of March 2021.

D). OTHER INVESTMENTS

The other significant investments planned by the Group relate to existing casinos and hotels and mainly concern:

- refurbishment of the La Tour de Salvagny casino, with work starting in April 2021;
- the renovation of the Annemasse casino is scheduled for the 2022 fiscal year.

5.2.4 >DIVESTMENT PROGRAMME

Groupe Partouche has no further divestment obligations to meet.

5.2.5 >RELATIONS BETWEEN INVESTMENTS AND FINANCING ACTIVITIES

The Group has total freedom with regard to its investment decisions and sources of funding with the exception of the following point.

In the context of the Groupe Partouche SA holding company's refinancing operation, the Company pledged that it and its subsidiaries will only enter into external growth transactions with companies operating in the Group's business sector and situated in the European Union, the United Kingdom or Switzerland.



06

BUSINESS OVERVIEW

6.1 >MAIN ACTIVITIES AND NOTABLE CHANGES IN 2020

MAIN ACTIVITIES

Historically, Groupe Partouche's main business has been operating casinos, some of which include hotels. .

>BREAKDOWN OF TURNOVER BY BUSINESS AREA

BREAKDOWN OF TURNOVER €000 AT 31 OCTOBER	2020	%	2019	%	2018	%
Casinos	309 304	90,1%	394 128	90,9 %	375 341	91,4 %
Hotels	4 632	1,3%	8 519	2,0 %	8 995	2,2 %
Other	29 527	8,6%	30 846	7,1 %	26 507	6,4 %
TOTAL TURNOVER	**343 463**	**100,0%**	**433 493**	**100,0 %**	**410 844**	**100,0 %**

>BREAKDOWN OF TURNOVER BY GEOGRAPHIC AREAS

BREAKDOWN OF TURNOVER €000 AT 31 OCTOBER	2020	%	2019	%	2018	%
France	265 857	77,4%	354 972	81,9 %	339 142	82,5 %
Eurozone (excluding France)	49 388	14,4%	38 608	8,9 %	32 727	8,0 %
Non-eurozone	28 219	8,2%	39 913	9,2 %	38 975	9,5 %
TOTAL	**343 463**	**100,0**	**433 493**	**100,0 %**	**410 844**	**100,0 %**

From the outset Groupe Partouche has been a major casino operator in France; it has also developed a presence outside France, mainly in Belgium and Switzerland.

6.1.1 >CASINOS

Casinos are Group Partouche's core business.

In addition to catering and entertainment, the casinos develop mainly in the gaming industry. This industry is subject to stringent government regulations, particularly in order to prevent risks to public and social order, especially with respect to health protection and the safety of minors.

In France, a casino is defined by regulations as an establishment encompassing three distinct activities – entertainment, catering and gaming – under a single management, with no option for gaming or entertainment to be leased out. Prior to 31 December 2014, none of the three activities could be leased out.

A). LEGAL AND REGULATORY FRAMEWORK

In France, the gaming industry is subject to a general principle of prohibition, as currently stipulated in Article L.320-1 of the French Internal Security Code, pursuant to Ordinance 2019-1015 of 2 October 2019, with exemptions by law covering betting on sports and horse races, lotteries governed by exclusive rights, video game competitions, casinos and – on a trial basis until 31 December 2022 – gaming clubs in Paris, which operate only certain card games.

Casino activities are governed by the Ministries of the Interior and Economy, Finance and Recovery. Gaming authorisations are subject to approval by the Minister of the Interior.

Derived from the Act of 15 June 1907, the legislation and regulations applicable to casinos are codified in the French Internal Security Code, as regards questions of administrative police (Articles L.321-1 et seq.) and in the General Local Authorities Code, as regards levies on gaming revenue (Articles L.2333-54 et seq.).

Various texts set out in the French Civil Code, French Social Security Code, French Electoral Code and French Tourism Code as well as other non-codified texts also apply to casinos, chief among them the Order of 14 May 2007 on the regulation of casino games, which sets out the conditions for the submission and processing of gaming authorisation applications, the terms under which casinos are run and operated, the rules governing games, and surveillance and inspection principles; the Order of 29 October 2010 on the collection, recovery and supervision of levies on casino games; and Article 18 of the Order of 23 December 1959 on gaming staff.

Lastly, the French Monetary and Financial Code specifies the obligations of legal representatives and directors responsible for casinos with regards to the prevention of money laundering and terrorist financing (Articles L.561-2 et seq.).

The law allows casinos to be opened in seaside and health resorts and thermal spas, prior to 3 March 2009, in towns or cities where a casino was regularly operated at that date, in tourist resorts (the reform brought in by the Act of 14 April 2006 simplified and updated the rules on official tourist resorts by combining the six previous official categories into a single "tourist resort" category (*station de tourisme*).

Act 88-13 of 5 January 1988 allowed casinos to be opened in official tourist municipalities and official tourist towns/cities and resorts constituting the main town or city in a conurbation with more than 500,000 inhabitants and contributing more than 40%, together with other local authorities as the case may be, to the operation of a "national centre for dramatic arts" (*centre dramatique national*), a national theatre, a national orchestra or an opera house regularly staging at least 20 opera performances per season.

Licences to operate casinos are granted by the Minister of the Interior, acting on the advice of the local council of the area in which the casino is to operate, following a public inquiry and on the basis of specifications drawn up by the local council. The latter then grants the operator a business concession after checking that the conditions of the tender procedure defined in Act 93-122 of 29 January 1993 (the "Sapin Act") have been met, and following an opinion from the Gaming Advisory Committee (Commission consultative des jeux de cercles et de casinos). These licences are temporary in nature; their validity period, which may not exceed the period laid down in each casino's specifications, is generally limited to five years.

The Gaming Advisory Committee established by the French Ministry of the Interior has 11 members, including nine senior civil servants representing a number of ministries (Interior; Economy, Finance and recovery; and Health) and two mayors appointed by the Minister of the Interior at the proposal of the association of elected representatives of tourist areas. It is chaired by a special councillor of the French Council of State.

Its remit is confined to primary applications for gaming authorisation renewals, applications to increase the number of authorised gaming tables and applications to increase the number of authorised slot machines where this exceeds the threshold of 500 machines.

The Order of 29 July 2009 on the regulation of casino gaming sets out criteria under which slot machines may be authorised; the first gaming table entitles the casino to 50 slot machines, with each subsequent table entitling it to 25 additional machines. This reform was a major step forward for casinos in gaining greater control over the

definition of their gaming offering. It means the gaming offering can now be tailored to the specific characteristics of the local market and customers' wishes without any need to embark on a cumbersome administrative procedure requiring an opinion from the Gaming Advisory Committee at the end of a four- or five-month application processing period. Changes once a casino is already authorised are now agreed by the Ministry of the Interior following notification procedures with a short processing period, allowing operators to respond more quickly to market trends.

A number of additional changes to the regulations were introduced under the same reform movement. Since the publication of the Order of 6 December 2013, casino managers have had the right to set the opening and closing times of gaming rooms and games, within the limits set by each casino's operating permit and in compliance with its specifications. This provision allows casinos to better match their offering of table games to customer demand (with the priority on opening tables during peak periods only), and thus to make productivity gains and optimise casino workforce management.

On 30 December 2014, a change was made to simplify adjustments to the nature of games by allowing casinos to freely choose which games they wish to operate from a list of authorised games, subjecting to declaring them in advance to the Ministry of the Interior. Previously, requests for these types of adjustments had to be submitted to the Gaming Advisory Committee.

The gaming licence, which is formalised by an order issued by the Minister of the Interior, sets out the number and type of authorised table games, electronic versions of these games, and slot machines; the period of authorisation; minimum bets; and the opening and closing times of gaming rooms.

The slot machine market has also undergone a number of technical developments, now possible thanks to the latest regulatory changes, such as multigame and multidenomination slot machines, as well as "community" games that are of greater interest to a new generation of gamers. It should be noted that slot machines are legally required to pay out at least 85% of their takings, and that only French supply and maintenance companies with experience in electronics and licensed by the Ministry of the Interior are authorised to supply and maintain such machines and adjust their settings. Such companies are required to inspect the entire portfolio of slot machines three times a year.

Gaming licences may be withdrawn by the Ministry of the Interior in the event of failure to comply with specifications or with the laws and regulations governing gaming in a casino.

At each casino, a manager and an executive committee approved by the Ministry of the Interior ensure that games are fair and lawfully operated at all times, in compliance with applicable regulations. These senior executives – approved by the Ministry of the Interior – are also required to comply with all clauses in the casino's operating requirements, which are formally agreed with the local authority.

Gaming staff, personnel responsible for access control, inspectors responsible for security and video protection operators must be licensed by the Ministry of the Interior before taking up their duties. Within 90 days of assuming duties, they must undergo training to detect people who have issues with gaming.

Access to gaming rooms is only granted following systematic checks to identify and deny admission to persons under the age of 18 and those banned by the Minister of the Interior.

Games liable to be authorised in casinos are those defined by decree and set out in Article D.321-13 of the French Internal Security Code. There are four categories of game:

TABLE GAMES PLAYED AGAINST THE HOUSE:

These mainly include:

- "Boule"
- American, English or French roulette
- Casino War
- Punto Banco
- Blackjack
- Stud Poker
- Casino Hold'em Poker

TABLE GAMES PLAYED AGAINST OTHER PLAYERS:

These mainly include:

- Texas Hold'em Poker
- Omaha Poker 4 high
- Bingo

ELECTRONIC VERSIONS OF TABLE GAMES:

- Roulette
- Blackjack
- Texas Hold'em Poker

SLOT MACHINES:

A slot machine is legally defined as a gaming device that, upon using monetised stakes, automatically triggers a system resulting in the display of a random combination of symbols used to establish potential winnings, with a return to player rate of no less than 85%, as set by decree.

The law also specifies that the operation of slot machines is only authorised in casino gaming rooms, and that slot machines may be linked together to build up a progressive jackpot. This system may connect machines located in different establishments.

GROUPE PARTOUCHE INNOVATIONS:

Leveraging its extensive experience in the gaming sector, Groupe Partouche stays abreast of the latest technological advances to round out its offerings.

For instance, the Group's smart card gaming system now offers the option of ticketed games. All forms of payment are thus accepted by the Group's machines (cash, cards, tickets and chips). The unique feature offered by Groupe Partouche is the option of combining two payment methods (cards and tickets).

Drawing on its pioneering role in wide-area progressive (WAP) systems – Groupe Partouche was France's first casino operator to offer a multi-site jackpot under the name "Megapot" – the Group has continued to expand upon this concept to meet the demands of its customers. Along these lines, Groupe Partouche has introduced a second multi-site jackpot called "Megapok", dedicated to poker.

Groupe Partouche is still the only operator in France able to offer its customers a multi-site jackpot, resulting in sizable winnings of up to several million euros for an initial bet of no more than three euros.

Smart card technology now powers a broad range of offerings made available to the Group's customers.

Groupe Partouche is working to forge partnerships with major gaming equipment manufacturers (Merkur, Alfastreet, Konami, Aristocrat and Aruze) that will enable it to offer its customers exclusive access to new machines, prior to their nationwide release.

Groupe Partouche works closely with research and development laboratories operated by major automatic gaming equipment brands to suggest new product concepts and improve the functionality of slot machines.

From time to time, Groupe Partouche also takes part in tests of new games to help the authorities ensure their integrity and fairness.

B). LEVIES ON GROSS GAMING REVENUE

A sliding-scale levy is applied to gross gaming revenue, which represents the total amount of money left by players at gaming tables and slot machines after deducting a statutory 25% tax allowance; an additional 5% allowance for investments in hotel and thermal spa facilities may be applied in certain cases.

It should be noted that, in the matter of high-quality artistic productions, the additional allowance that was applicable has been replaced since financial year 2015-2016, by a tax credit whose underlying principles are set forth in Article L.2333-55-3 of the General Local Authorities Code. The aim is to enhance the security of the system, which now falls within the scope of the regulation and is compatible with the domestic market.

The new tax credit approach for high-quality artistic productions significantly reduces the time periods for reimbursement compared to the previous situation. The introduction of a decision support system using a points-based scale makes it possible to assess the production eligibility criteria objectively.

The time required to process rebate requests in respect of this tax credit and for the authorities to make a decision is significantly reduced due to the elimination of the inter-ministerial committee provided for under Article 5 of Decree 97-663 of 29 May 1997 and the decentralisation of the procedure for managing the scheme.

The scale for the sliding-scale levies, which had not changed since 1986, was revised during the year ended 31 October 2009, with the changes to be applied retroactively over the whole of the financial year to take into account inflation.

During the financial year ended 31 October 2010, a reform in the way gaming levies are calculated, eagerly awaited by the industry for several years, was introduced through the addition of new provisions to the Online Gaming Act of 12 May 2010 (Article 55). The reform means that the base on which the levy on table games is calculated is no longer the same as that for slot machines (Article L. 2333-54 of the French Local Authorities Code). This is a departure from the previous method of calculating the levy on the aggregate of gross gaming revenue from table games and slot machines. This use of distinct bases on which the levy is calculated for table games and slot machines means that casinos will pay a lower levy rate on table game revenue.

New tax measures were introduced by the promulgation on 30 December 2014 of Act 2014-1655 of 29 December 2014 (the Amending Budget Act for 2014). This Budget Act removed the following:

- the principle of the "applicable levy" repealing Article L. 2333-57 of the General Local Authorities Code;
- the 0.5% fixed-percentage levy on gross gaming revenue from table games and the 2% fixed-percentage levy on slot machines by repealing Article 50 of Law No. 90-1168 of 29 December 1990, the 1991 Budget Act.

In addition, it has transposed into the General Local Authorities Code, in Article L. 2333-56, a sliding-scale

levy on gross gaming revenue after deduction of a 25% tax allowance, and where appropriate an allowance "for hotel or spa acquisition, equipment and maintenance costs". The sliding-scale levy rate applicable to each of the shares was set by decree, with a minimum of 6% and a maximum of 83.5% (instead of the previous limits of 10% and 80%).

To calculate the levy on table games, apart from electronically operated ones, a coefficient of 93.5% is applied to the amount of gross gaming revenue.

Another decree regarding provisions for levies on gaming revenue defers the time limit for monthly payment of levies to that laid down for the tax on turnover, instead of the fifth day of the month.

It should be noted that local councils undertaking activities to promote tourism can apply a levy on casinos' gross gaming revenue, using the same tax base as the state-imposed levy. Under no circumstances may this levy, which is applied in accordance with each casino's specifications, exceed 15%.

Furthermore, 10% of the state-imposed levy is paid over to each local council of an area in which a casino is located.

Where the combined total of the state and local council levies exceeds 83.5% of total gross gaming revenue, the state levy rate is reduced such that the combined total of both levies is 83.5%.

Furthermore, since the introduction of the Act of 12 May 2010 opening up online gaming to competition and regulation, a portion of the levies raised on online table games, not exceeding €10,150,000, is paid over to local councils within whose geographical boundaries are one or more casinos open to the public, in proportion to those casinos' gross gaming revenue.

The current scale for the sliding-scale levy payable to the state based on casinos' gross gaming revenue, in accordance with Act 2014-1654 of 29 December 2014 (the Amending Budget Act for 2014), is as follows:

>GROSS GAMING REVENUE

€000			
6% up to	-		100 000
16 % from	100 001	to	200 000
25 % from	200 001	to	500 000
37 % from	500 001	to	1 000 000
47 % from	1 000 001	to	1 500 000
58 % from	1 500 001	to	4 700 000
63,3 % from	4 700 001	to	7 800 000
67,6 % from	7 800 001	to	11 000 000
72 % from	11 000 001	to	14 000 000
83,5 % above	14 000 000		

Since 1996, a 3% CRDS (Contribution to the Repayment of Social Debt) tax has been levied on gross gaming revenue, followed in 1997 by a 3.4% CSG (General Social Contribution) levy on gross gaming revenue from slot machines.

In January 1998 the CSG levy was increased to 7.5% and calculated on a reduced base of 68% of gross gaming revenue from slot machines. With effect from 1 January 2005, the CSG levy increased by two percentage points to 9.5%.

The CSG levy increased by 1.7 percentage points with effect from 1 January 2018, bringing this contribution to 11.2% on 68% of gross revenue from slot machines and 13.7% on all winnings greater than or equal to €1,500.

This contribution is collected and checked under the same rules and subject to the same guarantees, privileges and penalties as the levy provided for by Article 50 of the 1991 Budget Act (Act 90-1168 of 29 December 1990).

Casino games – Groupe Partouche SA's core business – are exempt from value-added tax (VAT).

C). CASINO LOCATIONS

At 31 October 2020, Groupe Partouche operated a total of 42 casinos via its directly or indirectly owned subsidiaries; 38 of these are located in France and four in other countries.

The Group generated 82.4% of its turnover from gaming, which remains its core business. Groupe Partouche's 42 casinos are spread throughout France and abroad as follows:

FRANCE - RÉGIONS	MUNICIPALITY IN WHICH THE CASINO IS LOCATED
HAUTS-DE-FRANCE	SAINT-AMAND-LES-EAUX, CALAIS, LE TOUQUET PARIS PLAGE, BERCK-SUR-MER
NORMANDY	FORGES-LES-EAUX, DIEPPE, LE HAVRE, CABOURG, AGON-COUTAINVILLE
BRITTANY	PLÉNEUF-VAL-ANDRÉ, PLOUESCAT
PAYS DE LA LOIRE	PORNICHET, PORNIC
NOUVELLE AQUITAINE	LA TREMBLADE, LA ROCHE-POSAY, ANDERNOS, ARCACHON, SALIES-DE-BÉARN
GRAND EST	CONTREXÉVILLE, PLOMBIÈRES-LES-BAINS
AUVERGNE-RHÔNE-ALPES	ÉVAUX-LES-BAINS, VICHY, ROYAT, LYON, LA TOUR DE SALVAGNY, SAINT-GALMIER, DIVONNE-LES-BAINS, ANNEMASSE
OCCITANIE	PALAVAS-LES-FLOTS, LA GRANDE-MOTTE
PROVENCE-ALPES-CÔTE D'AZUR	GRÉOUX-LES-BAINS, AIX-EN-PROVENCE, LA CIOTAT, BANDOL, HYÈRES, CANNES, JUAN-LES-PINS, NICE

COUNTRIES OUTSIDE FRANCE	MUNICIPALITY IN WHICH THE CASINO IS LOCATED
BELGIUM	OSTENDE
TUNISIA	DJERBA
SWITZERLAND	MEYRIN, CRANS-MONTANA

D). CONCESSIONS TO OPERATE CASINOS

Concessions to operate casinos never exceed 20 years in France. At 31 October 2020, Groupe Partouche had 38 casinos in France with a concession contract and a ministerial authorisation for gaming operations.

The tender process is public (under the Sapin Act) and other casino operators are allowed to bid.

E). CONCESSIONS EXPIRING

FINANCIAL YEAR	NUMBER OF CONCESSIONS TO BE RENEWED
2021	5
2022	5
2023	3
2024	1
2025	1
2026	1
2027	3
2028	5
2029	3
2031	1
2032	2
2034	3
2035	1
2036	1
2037	1
2038	2
TOTAL	**38**

F). ANCILLARY OPERATIONS

The Group's casinos generate a portion of their turnover from complementary business areas, such as catering and entertainment; beyond the regulatory obligation resulting from the definition of a casino, these are regarded as a prime means of receiving and entertaining customers under optimum conditions. Some of the larger casinos, such as Saint-Amand-les-Eaux, Forges-les-Eaux and Divonne-les-Bains, have integrated hotel accommodation affording greater hospitality.

Most casinos provide private reception areas, whose size and style vary widely according to purpose, along with customised high-quality entertainment to enliven receptions. Lastly, the presence in some resorts of spas provides customers with "relaxation and well-being" solutions, including well-being and beauty treatments as well as themed spa cures.

At 31 October 2020, the Group operated:

- **10 hotels from 3* to 5*** with almost 510 rooms;
- **60 restaurants**: diners, gourmet restaurants, theme restaurants;
- **5 health spas and 2 golf courses**.

Amongst their other activities, the following casinos also offer one hotel or more:

- Casino de Forges-les-Eaux (3 hotels);
- Casino de Saint-Amand-les-Eaux;
- Casino du Havre;
- Casino de Divonne-les-Bains;
- Casino du Lyon Vert à La Tour de Salvagny;
- Casino de Hyères;
- Casino de Dieppe;
- Casino de Salies-de-Béarn.

6.1.2 >GAMING CLUBS

Paris is governed by specific regulations regarding betting and gaming.

The legislator issued new authorisations, for a five-year trial period starting January 1, 2018, allowing Paris-based establishments to open premises offering table games and games against the house. An evaluation report on these "gaming clubs" authorized by the Minister of the Interior will be presented in Parliament with proposals on how to proceed with these experimental measures.

Gaming clubs operate with the same legal and regulatory requirements as casinos. However, gaming clubs, unlike casinos, are not public service concessions that are required to fulfil specific requirements laid out by local authorities (City of Paris). They are also not bound by any obligations to provide catering and entertainment services.

The gaming clubs operating on a trial basis in Paris are also different from casinos which, it should be remembered, have been banned within 100 kilometres of the capital since 1920, with the exception of spa facilities. They may only operate table games; all roulette games, blackjack, slot machines and electronic gaming stations are thus prohibited.

Eight gaming clubs received authorization to operate.

6.1.3 >HOTELS

Apart from hotels tied with casinos, the Group currently owns seven independent hotels rated from 3* to 4*L with a total of almost 330 rooms. Revenue from these hotels accounts for the Group's entire turnover in the hotel sector.

These hotels are as follows:

- Hôtel 3.14 in Cannes (closed for works throughout the financial year);
- The Aquabella hotel in Aix-en-Provence;
- The Cosmos hotel and the Grand Hôtel du Parc in Contrexéville;

- The Georges hotel in Pléneuf-Val-André (the hotel business was let out under a trading lease with effect from 1 June 2015);
- Casino de La Trinité-sur-Mer (after the casino business was wound up in June 2015, the hotel business was let out under a trading lease with effect from 1 November 2015);
- The Green 3.14 hotel in Auron.

6.1.4 >OTHER BUSINESSES

>INTERACTIVE DIVISION

A). DEVELOPMENT

In April 2006, Groupe Partouche created Partouche Interactive, a subsidiary specialising in the development of games using new technology platforms such as interactive television, mobile phones and the internet.

Following its subsidiary Partouche Interactive's announcement in a press release dated 14 September 2012 that it would be refocusing its strategy and the discontinuation of its French online gaming operations on 17 June 2013, Groupe Partouche continues to refocus its online and TV gaming business through its Partouche Images and Afrigambling subsidiaries.

In March 2014 the government added an article to the Consumer Affairs Act (Hamon Act) to prohibit free gaming with advances of refundable bets. This resulted in Partouche Images having to close down all its TV and online gaming operations in France. It was then decided to refocus the business of Partouche Images on the two core businesses in which it has developed unique know-how and unrivalled experience, on an international basis:

- Developing an interactive TV programme offer;
- Developing a mobile TV gaming offering (SMS/web app/ USSD) for Africa.

These two offerings are now being marketed:

- In Africa, Afrigambling entered into an exclusive agreement with Senegal and Mali covering lotteries broadcast live on television. In 2019, Afrigambling also entered into agreements with two new countries: Guinea-Conakry and Cameroon. Afrigambling entered into partnerships with payment terminal manufacturers and developed the interfaces of these terminals in order to enable participation in cash games. Partnerships were also developed with online payment aggregators.
- On an international level, Partouche Interactive entered into an exclusive agreement with a leading global cruise company relating to an interactive television casino gaming solution found in every cabin in all the company's ships. To date, two cruise liners have been equipped with Partouche's gaming solution.

In October 2020, Partouche Images created a free automated "live roulette" game on Facebook with an innovative participation system using Facebook comments combined with a presenter recorded in the studio, pre-recorded roulette images and digital randomization.

B). COMPANIES

Through its subsidiaries, Partouche Interactive offers and markets, directly or via its subsidiaries, solutions and services designed for the web, mobile phones and interactive television. Key subsidiaries are as follows:

- **Partouche Technologies** provides a wide range of software solutions developed using various web and mobile programming languages, mainly intended for the Group's various establishments;
- **Partouche Images** offers an array of interactive game shows associated with an online gaming offering;
- **Afrigambling** is tasked with marketing gaming solutions and lotteries developed by Partouche Images in Africa;
- **Partouche Productions** produces televised programmes and events;
- **Partouche Tournois**, which organised logistics for poker tournaments, is no longer active;
- **Quarisma** is an interactive platform dedicated to the real-time management of quality services between customers and casino operators;
- **Appolonia (Caskno)** manages casino information systems as well as data communication hardware and networks;
- **Partouche Interactive Holdings Gibraltar** is a holding company that is now dormant;
- **Partouche Gaming France** held an online poker licence in France. The company began operations on 6 July 2010 and ceased trading on 17 June 2013.

6.2 >STRATEGY

Over the past few years, Groupe Partouche has reoriented and refocused its business activities around its core casino operating business.

Consequently, it decided to sell some of its hotel operations, which were managed by international brands including those in Lyon and Juan-les-Pins.

At present, all hotels operated by the Group are done so directly and serve as tools to complement its casino business.

The Group thus concentrated its human, technical and financial resources on its gaming establishments.

For nearly 50 years, this has been done in strict compliance with the numerous and complex regulatory and legal provisions that shape the modern casino business.

In particular, a major shift required the redesign of casino spaces, with the emergence of a new gaming segment since the early 2010s, namely digital forms of traditional table games.

This segment of casino gaming in France has demonstrated its success as it now clearly exceeds the volume of business activity generated by table games, and represented around 12% of the volume of business generated by slot machines (Source: Statistical report on the 2019-2020 season, French Central Racing and Gaming Department at 31/10/ 2020).

The quality of the hardware, design and ergonomics of this equipment helped to attract new customers, but considerable floor space is required to accommodate these terminals.

Furthermore, a major investment campaign focusing on the renovation and expansion of establishment facilities has been in progress for several years, and will continue over the coming years.

The goal is to ensure the best possible conditions for the gaming offering to develop and satisfy the high expectations of discerning customers in the spaces they visit for entertainment experiences.

As part of this redesign programme, Groupe Partouche is determined to reinvent its casinos and revitalise the gaming experience by bringing something “extra” to the gaming experience.

This was achieved by rolling out various immersive and projection mapping experiences, with the crowning moment taking place at the Pasino Grand d’Aix-en-Provence, where, in collaboration with Canadian multimedia studio Moment Factory, the casino was reimagined using immersive environment designs and creations.

This followed the daring decision to develop the first outdoor casino at PleinAir in La Ciotat. This establishment introduced a new dimension to the customer experience, as demonstrated by the exceptional increase in its attendance and business activity.

The first months of the new 2020-2021 financial year saw the completion of the renovations to the Royat casino, with a major focus on the user experience, which will provide visitors with total immersion in a wide variety of themed content via giant screens installed in the rotunda designed to welcome them. The Group’s ability to innovate is also evident in the development of the Casino Drive concept at La Grande Motte, the first outdoor gaming space, which can be accessed directly by car and is made up of several individual booths containing gaming equipment.

Aside from these specific examples, it is the day-to-day commitment of the Group’s staff that ensures the best possible welcome to players, through continuous discussions regarding site management, improvement of processes and employee training.

Managing client relations is therefore a key element in the running of our establishments and an ongoing source of improvement for our staff, especially so that all marketing and human resources policies can be implemented effectively. This is true for all our establishments, which are led by highly autonomous managers.

Groupe Partouche's success is underpinned by the implementation of around 50 local strategies, which are specific yet shared and tested within the Group. These strategies are designed to ensure that we exemplify a welcoming, dynamic and committed casino operator Group for both our customers and staff.

6.3 >MAIN MARKETS

6.3.1 >MARCHÉ DES JEUX EN FRANCE

>FRENCH GAMING MARKET

In financial year 2019-2020, gross gaming revenue (GGR) for the French casino sector as a whole totalled €1,830.8m, down 24.3%. GGR from slot machines totalled €1,535.6m, equating to 83.9% of total GGR, down 24.3%. A 36.7% year-on-year decrease in GGR was recorded for table games, while electronic games saw a 14.1% drop in GGR.

France's casino sector consists of 202 authorised casinos, more than two-thirds of which are operated by groups. The main market players are as follows:

NAMES OF GROUPS IN FRANCE	NUMBER OF CASINOS OPERATED	ACTUAL 2020 GROSS GAMING REVENUE (IN €M)
GROUPE PARTOUCHE SA	**38**	**423,7**
GROUPE JOA	32	249,0
GROUPE BARRIÈRE SAS	25	518,8
GROUPE TRANCHANT	16	154,1
GROUPE AREVIAN	12	37,2
GROUPE VIKINGS	11	60,0
GROUPE COGIT	8	66,5
GROUPE KASINOS BRETAGNE	6	40,2
SMCFC	**2**	**24,4**

Source: Statistical report on the 2019-2020 season, Central Racing and Gaming Department at 31 October 2020

6.3.2 >SWISS GAMING MARKET

Switzerland has a total of 21 casinos. Eight of them are operated under a Type A concession (Type A or large casinos), while the remaining 13 hold a Type B concession (Type B casinos).

The main difference between the two types of concessions concerns the amount of wagers: while there is no cap in type A casinos, there is a restriction of CHF 25 in type B casinos. In addition, the taxation of gaming is distributed differently: Type A casinos pay 100% of their casino tax to the Old age and survivors' insurance (AVS) system, while Type B casinos pay 60% to the AVS and 40% to the local canton authorities.

WITH EFFECT FROM 1 JANUARY 2019	SWITZERLAND - MAIN DIFFERENCES BETWEEN TYPE-A CASINOS AND TYPE-B CASINOS	
	CASINO A	CASINO B
Bets at slot machines	Unlimited	Limited to CHF 25
Casino tax	100% goes to the Old Age and Survivors' Insurance (AVS) system	60% goes to the Old Age and Survivors' Insurance (AVS) system and 40% to the local canton authorities

Swiss casinos offer games of chance in the form of both table games and slot machines. Slot machines can be linked to form a jackpot. In order to award a licence in respect of a slot machine or a jackpot system, the Swiss Gaming Commission (CFMJ) must be in possession of an assessment report prepared by an authorised certification firm.

CHF 000	CALENDAR YEAR 2019	CALENDAR YEAR 2018	CHANGE
PHYSICAL GAMING OFFERING			
Gross gaming revenue	742 454	703 599	5,52 %
Casino taxes	356 686	332 426	7,29 %
Net gaming revenue	385 768	371 173	3,93 %
ONLINE GAMING OFFERING			
Gross gaming revenue	23 493	N/A	N/A
Casino taxes	7 459	N/A	N/A
Net gaming revenue	16 034	N/A	N/A

(Source: 2019 CFMJ report)

The Federal Gaming Law (LJAr) took effect on 1 January 2019. In the casino sector, the new law largely follows the regulations set out in the Gaming Act of 18 December 1998.

For casinos, however, the new legislation represents a fundamental change as it now allows them to offer casino games online. Since 1 January 2019, they have been able to apply for a licence extension in order to obtain the right to operate casino games online. As of 31 October 2020, the Federal Council has granted eight concession extensions, including one for the Casino du Lac in Meyrin. A ninth extension was issued in November 2020.

For the second consecutive year, gross proceeds from casino gaming increased significantly over the previous year (up 5.5%). The closure of the casino in Campione (Italy) is one of the main reasons for this revenue growth in Switzerland.

The four casinos that obtained concession extensions allowing them to offer online games generated a GGR in 2019 that was in line with forecasts for the year, and even slightly exceeded the expectations previously indicated by the casinos.

6.3.3 >BELGIAN GAMING MARKET

The regulatory authority in Belgium is the Belgian Gaming Commission, which falls under the Ministry of Justice.

A). BRICKS-AND-MORTAR CASINOS

Licensed games consist of roulette, blackjack, all forms of poker (table games), and slot machines.

The Belgian market consists of nine casinos (Knokke, Ostend, Blankenberge, Middelkerke, Brussels, Chaudfontaine, Spa, Namur and Dinant).

Groupe Partouche owns one casino in Belgium, at Ostend, for which the concession expires on 31 July 2021.

The municipal council of Middelkerke took the decision on 26 November 2020 to grant the concession to Belcasinos (a company indirectly owned by Groupe Partouche) as of 1 July 2022.

During the 2019-2020 financial year, table games contributed €2.70m to gross gaming revenue (down €1.59m year-on-year) and slot machines €4.97m (down €4.61m year-on-year).

We no longer receive figures from other casino operators in Belgium.

B). ONLINE CASINOS

In Belgium, licences to operate online casinos (Type A+ licences) are only granted to casinos holding a Type A licence. There are nine such licences in Belgium.

In Ostend, since February 2013, an A+ licence has been operated under the name www.bwin.be, as part of a joint operation between the Ostend casino, CKO Betting and GVC Services Limited (which operates the Bwin trade name). The www.bwin.be website offers an online casino (under the Ostend casino A+ licence) and sports betting (under the CKO Betting F+ licence).

During financial year 2019-2020 as defined above, the website made a contribution of €49.14m to GGR (up €16.62m year-on-year), comprised of €12.06m for the casino and poker offering (Ostend casino) and €4.56m from sports betting (CKO Betting). Online casino and sports betting have partially benefited from the closure of physical casinos.

We do not receive figures from other online operators in Belgium.

C). GAMING LEVIES IN BELGIUM

Gaming levies fall under the authority of the Belgian regions, namely Flanders for the Ostend casino.

There are three types of levies in Flanders, all based on GGR.

>LEVIES ON GGR FOR TABLE GAMES

Range	0 - 865 000	33 %
Range	>865 000	44 %

>LEVIES ON GGR FROM SLOT MACHINES

Range	0 - 1 199 999	20 %
Range	1 200 000 - 2 449 999	25 %
Range	2 450 000 - 3 699 999	30 %
Range	3 700 000 - 6 149 999	35 %
Range	6 150 000 - 8 649 999	40 %
Range	8 650 000 - 12 349 999	45 %
Range	>12 350 000	50 %

>LEVIES ON ONLINE GGR (FOR BOTH REGIONS)

Range	From €1	11 %

Levies are calculated per calendar year.

Following a court ruling, online GGR is no longer subject to VAT at the 21% rate with effect from 21 May 2018.

6.4 >EXCEPTIONAL EVENTS WITH IMPACT ON THE BUSINESS AND THE MARKET

Between 2008 and 2010, several developments affected the French casino sector:

- a ban on smoking at casinos in 2008;
- the 2008 financial crisis;

with the introduction of new games, such as poker tournaments, offsetting these factors to a very limited extent.

The legalisation of online gaming in 2010, with the opening-up to competition of sports betting and online poker games, did not have a major impact on the bricks-and-mortar casino market.

The slowdown in the market between 2010 and 2014 was caused by the knock-on effects of the financial crisis, as this had a major impact on customers' purchasing power.

After bottoming out at gross gaming revenue of €2.1bn, the market began expanding again from 2014 thanks to:

- strong growth in table games (up 17% p.a.) with the ramp-up in electronic table games;
- moderate growth in slot machine revenues (up 1% p.a.);
- an enhanced client experience with major infrastructure investments.

Since mid-March 2020, the casino industry has been suffering from the consequences of the Covid-19 pandemic due to two periods in which establishments were forced to suspend operations by public authorities who have not authorised them to reopen their doors as of the publication date of this universal registration document.

6.5 >ISSUER'S DEGREE OF DEPENDENCY

There is no significant dependency on licences, industrial, commercial or financial contracts, or production procedures. In order to build and operate their casinos, casino operators in France enter into municipal service agreements with a maximum renewable term of 20 years.

Please refer to Section 4.1.2 "Casino public service concession and gaming licence risk" and Section 4.1.3 "Risks linked to ministerial authorisation for gaming operations".

6.6 >EVIDENCE ON WHICH THE STATEMENT OF COMPETITIVE POSITION IS BASED

Please refer to Section 6.3, which sets out the Group's position with regard to its competitors and the sources used.



07

ORGANISATIONAL STRUCTURE

7.1 >INTERNAL ORGANISATION OF THE GROUP

Groupe Partouche SA is a holding company for a group of leisure industry companies that focus on operating casinos, hotels, restaurants, dancehalls and bars. As the Group's parent company, its shares are traded on Compartment B of the Euronext stock exchange in Paris. Groupe Partouche SA, which does not directly operate the establishments of the Group, fulfils a guidance role, ensuring that its consolidated companies benefit from its knowledge, resources and skills, particularly in terms of human and technical resources. Upon their requests, it provides its consolidated companies with a package of services defined under a head office services agreement. These services notably cover intellectual services in the areas of strategic planning, marketing, communication, business development, administration, legal affairs, finance and information technology.

The remuneration paid by each of Groupe Partouche's subsidiaries is calculated on the basis of a margined share of the expenses incurred by them, in terms of human and technical resources, which is allocated in relation to the turnover generated by each of the subsidiaries bound by the head office services agreement.

For the financial year ended 31 October 2020, the total amount received under head office services agreements was €9,438k excluding VAT.

Furthermore, Groupe Partouche SA maintains a parent-subsidiary relationship with each of the consolidated companies, for which the main related elements for the year ended 31 October 2020 are centralised cash management and the administration of a French tax consolidation structure.

As the Group's holding company, which does not have any independent operating activity of its own, Groupe Partouche SA has substantial fixed assets with €634m in net value, essentially attributable to investments in the Group's subsidiaries. The other significant portion comprises receivables of €133m, net of provisions, mainly relating to the Group's subsidiaries.

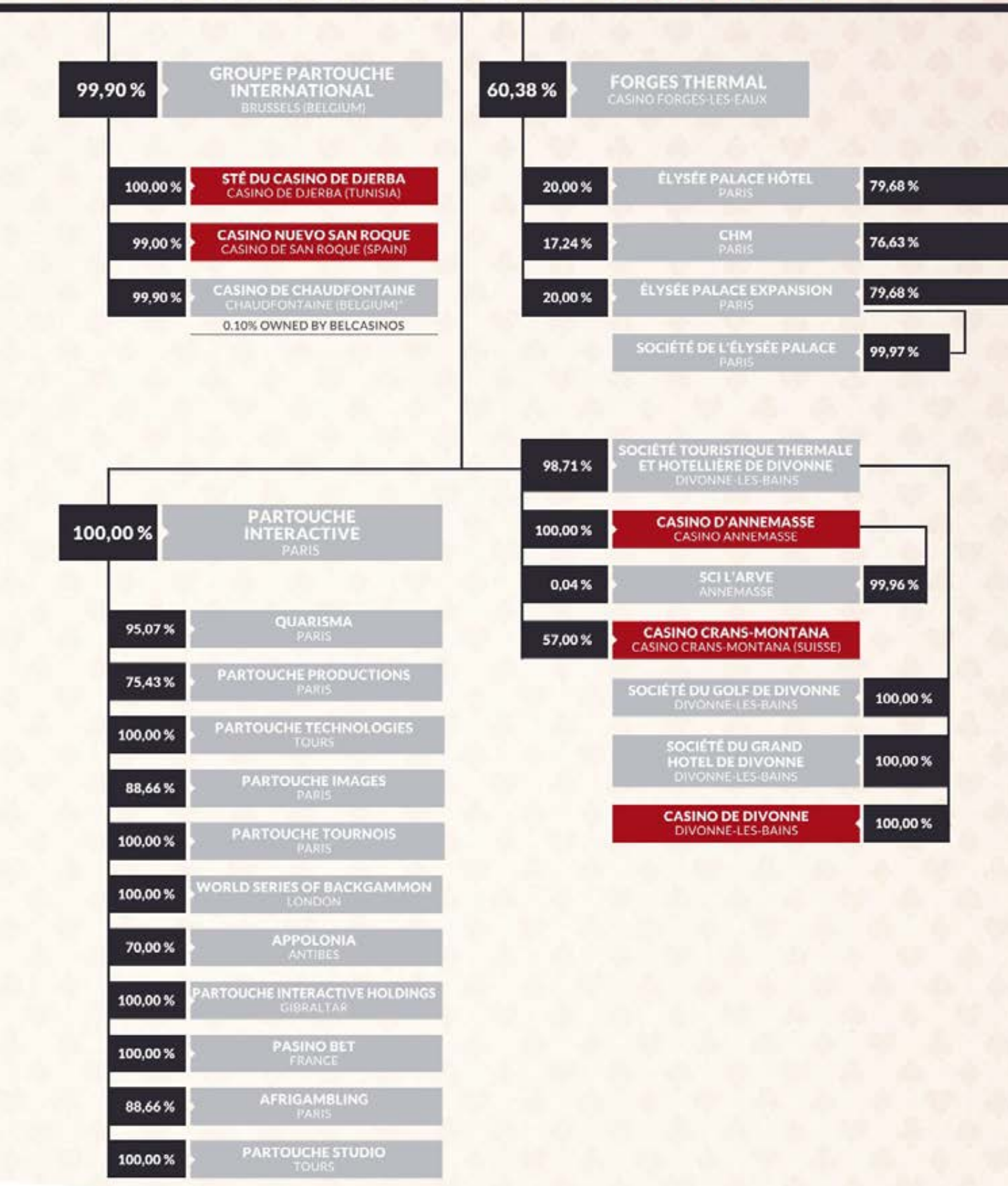
Groupe Partouche SA's liabilities and equity comprise €424m in equity, €289m in the current accounts of the subsidiaries and €84m in bank debt.

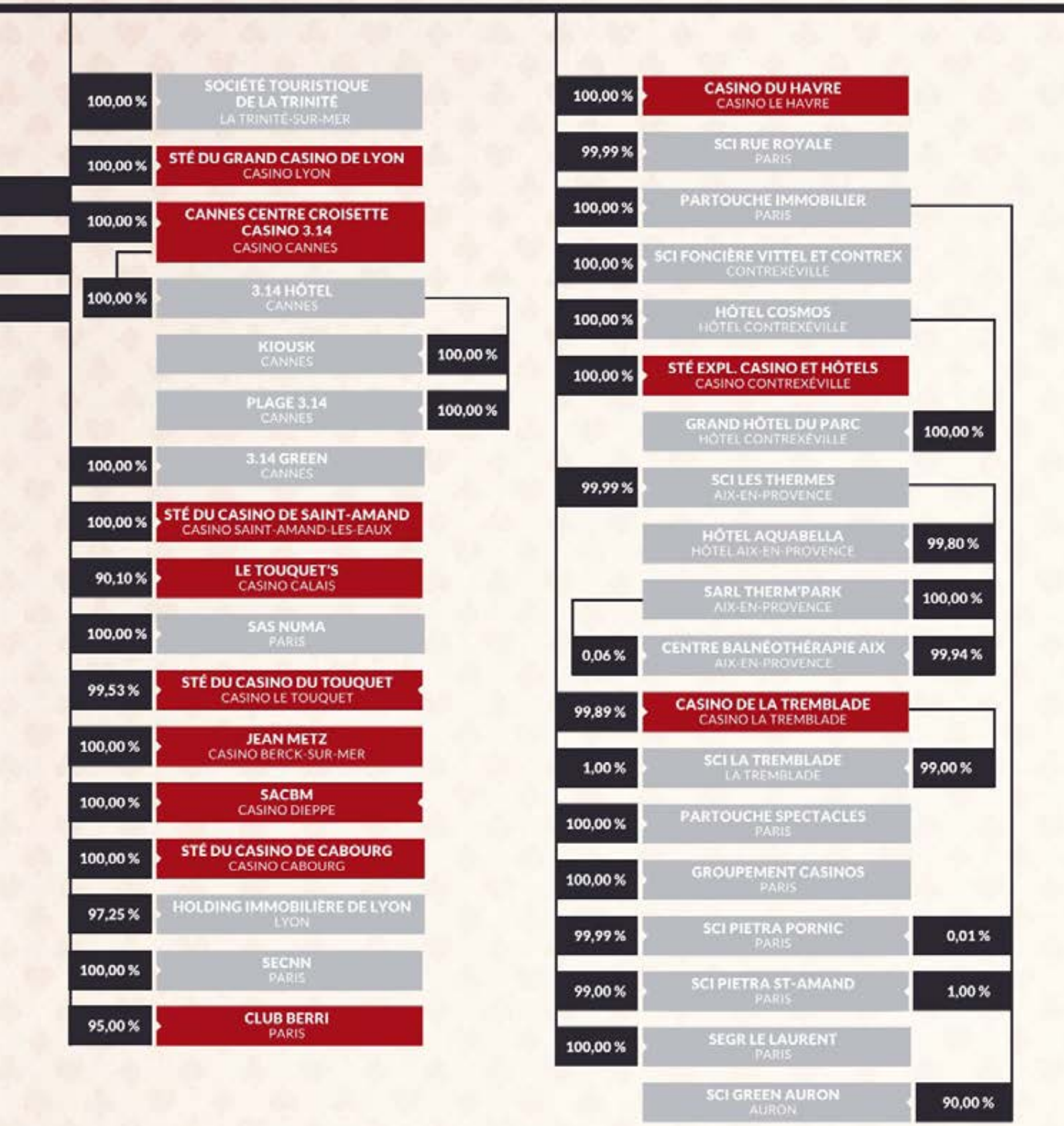
7.2 >GROUP STRUCTURE

In order to provide a graphical representation of the entire group of consolidated companies, on the following pages we present the organisation chart of Group companies.

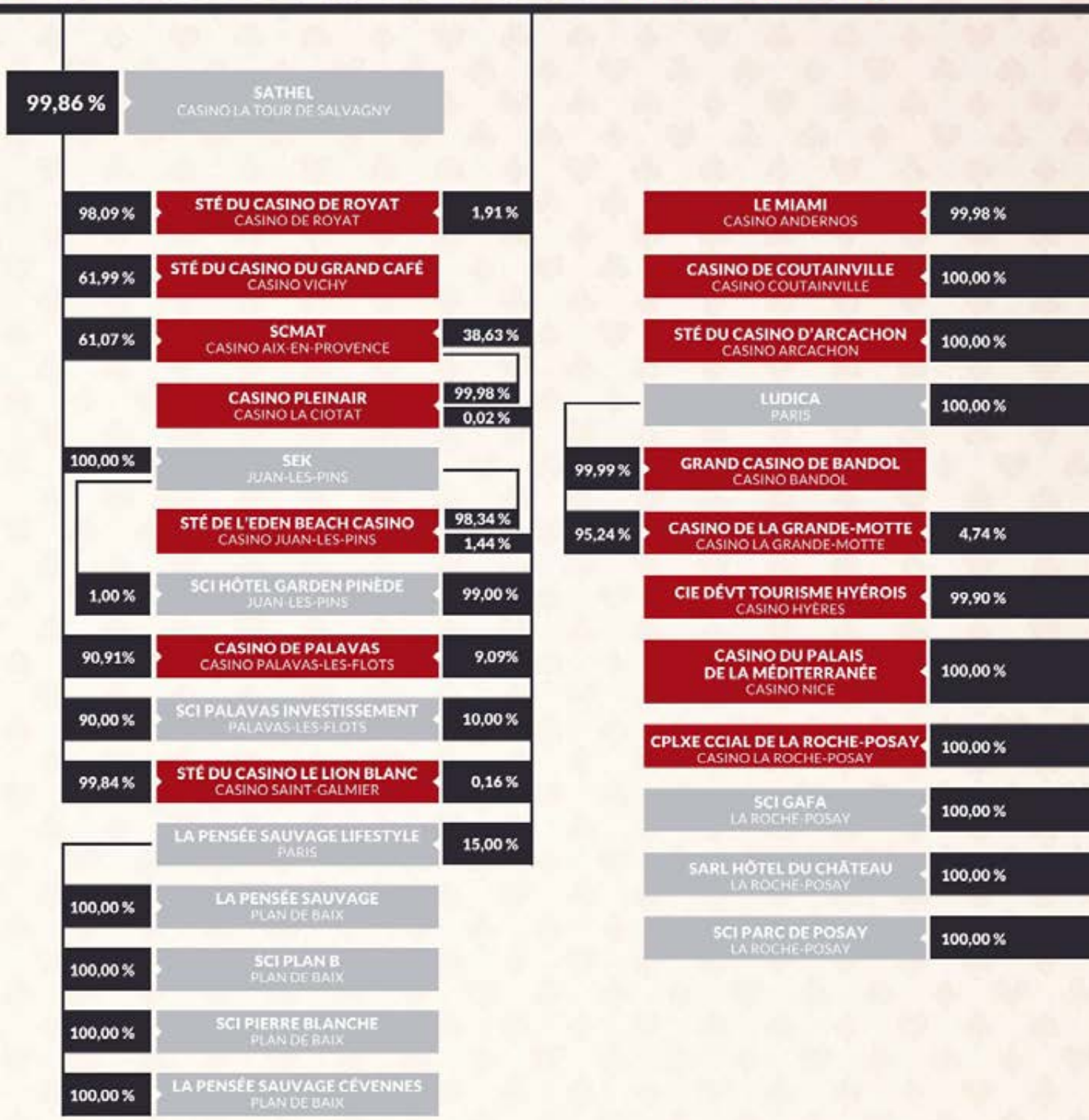


>GROUPE PARTOUCHE • 31.10.2020

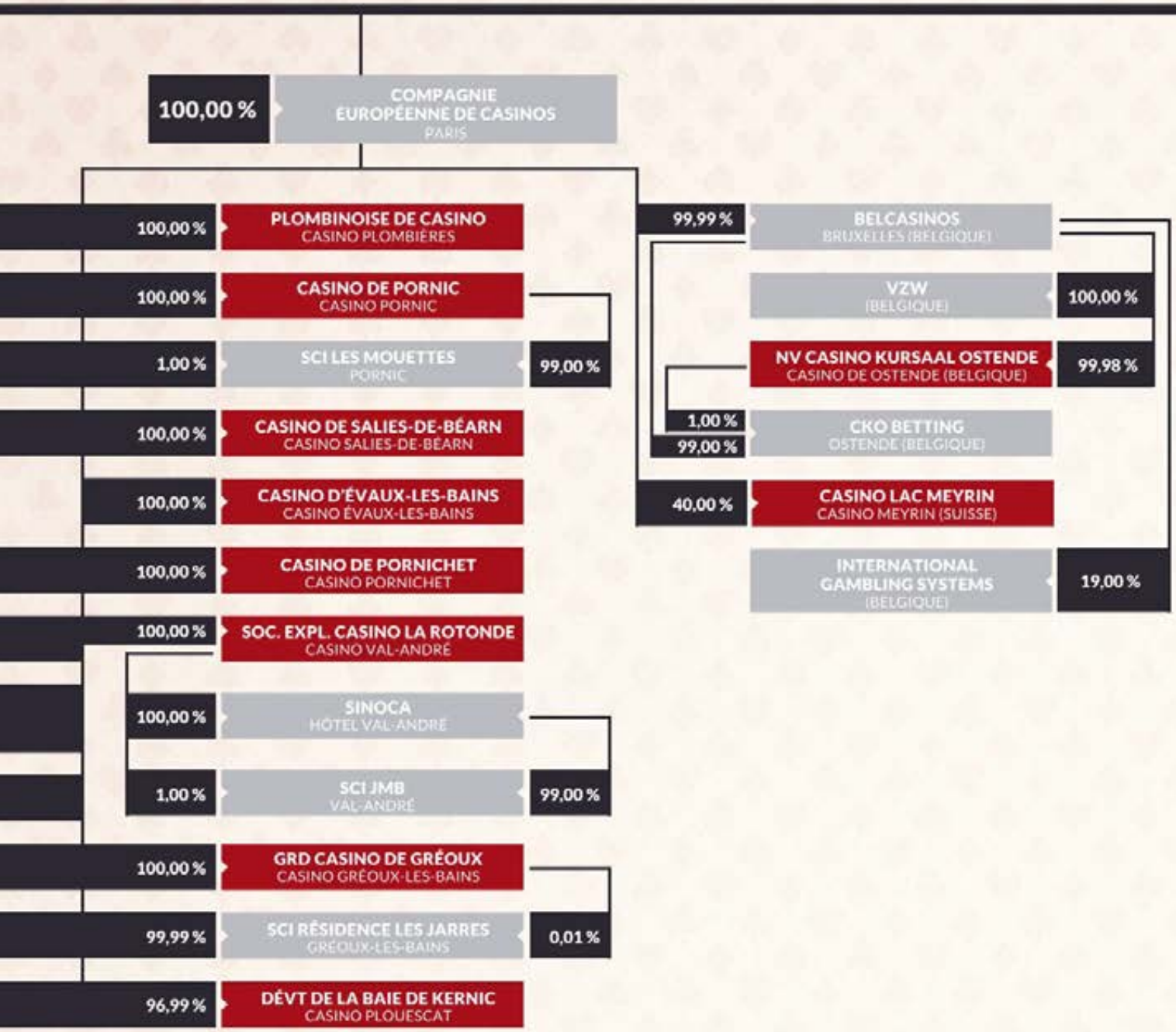



100,00 %
SOCIÉTÉ TOURISTIQUE DE LA TRINITÉ
LA TRINITÉ-SUR-MER
100,00 %
STÉ DU GRAND CASINO DE LYON
CASINO LYON
100,00 %
CANNES CENTRE CROISETTE CASINO 3.14
CASINO CANNES
100,00 %
3.14 HÔTEL
CANNES
KIOUSK
CANNES
100,00 %
PLAGE 3.14
CANNES
100,00 %
100,00 %
3.14 GREEN
CANNES
100,00 %
STÉ DU CASINO DE SAINT-AMAND
CASINO SAINT-AMAND-LES-EAUX
90,10 %
LE TOUQUET'S
CASINO CALAIS
100,00 %
SAS NUMA
PARIS
99,53 %
STÉ DU CASINO DU TOUQUET
CASINO LE TOUQUET
100,00 %
JEAN METZ
CASINO BERCK-SUR-MER
100,00 %
SACBM
CASINO DIEPPE
100,00 %
STÉ DU CASINO DE CABOURG
CASINO CABOURG
97,25 %
HOLDING IMMOBILIÈRE DE LYON
LYON
100,00 %
SECNN
PARIS
95,00 %
CLUB BERRI
PARIS
100,00 %
CASINO DU HAVRE
CASINO LE HAVRE
99,99 %
SCI RUE ROYALE
PARIS
100,00 %
PARTOUCHE IMMOBILIER
PARIS
100,00 %
SCI FONCIÈRE VITTEL ET CONTREX
CONTREXÉVILLE
100,00 %
HÔTEL COSMOS
HÔTEL CONTREXÉVILLE
100,00 %
STÉ EXPL. CASINO ET HÔTELS
CASINO CONTREXÉVILLE
GRAND HÔTEL DU PARC
HÔTEL CONTREXÉVILLE
100,00 %
99,99 %
SCI LES THERMES
AIX-EN-PROVENCE
HÔTEL AQUABELLA
HÔTEL AIX-EN-PROVENCE
99,80 %
SARL THERM'PARK
AIX-EN-PROVENCE
100,00 %
0,06 %
CENTRE BALNÉOTHÉRAPIE AIX
AIX-EN-PROVENCE
99,94 %
99,89 %
CASINO DE LA TREMBLADE
CASINO LA TREMBLADE
1,00 %
SCI LA TREMBLADE
LA TREMBLADE
99,00 %
100,00 %
PARTOUCHE SPECTACLES
PARIS
100,00 %
GROUPEMENT CASINOS
PARIS
99,99 %
SCI PIETRA PORNIC
PARIS
0,01 %
99,00 %
SCI PIETRA ST-AMAND
PARIS
1,00 %
100,00 %
SEGR LE LAURENT
PARIS
SCI GREEN AURON
AURON
90,00 %
LÉGENDE
CASINOS
AUTRES ENTITES

>GROUPE PARTOUCHE • 31.10.2020



GROUPE BARTOUCHE



LÉGENDE CASINOS AUTRES ENTITÉS

08

PROPERTY, PLANT AND EQUIPMENT

8.1 >EXISTING OR PLANNED MAJOR ITEMS OF PROPERTY AND EQUIPMENT

The Group's property and equipment, consisting mainly of buildings and slot machines, is virtually entirely dedicated to use in the operation of casinos and hotels. These assets' utilisation rate is close to 100%.

The Group holds the property ownership, directly or under long leases or building leases, of 26 out of the 42 casinos at the end of financial year 2020, and rents the buildings of the remaining 16 under classic commercial leases or local authority occupancy agreements. It also owns 17 hotels compared with the 13 the Group operated at the end of financial year 2020.

At the close of financial year 2020, the Group's main real estate assets, based on floor space, were as follows:

ESTABLISHMENT	LEGAL STATUS	FLOOR SPACE
Aix-en-Provence casino	Long lease agreement	9,907 m^2
Hotel 3.14 in Cannes	Full ownership	3,445 m^2
Contrexéville casino and hotel	Full ownership	13,398 m^2
Divonne-les-Bains casino, hotel and golf course	Full ownership	16,399 m^2
Forges-les-Eaux casino and hotel	Full ownership	34,273 m^2
La Grande-Motte casino	Full ownership	8,248 m^2
Lyon Vert casino and hotel	Full ownership	12,243 m^2
St-Amand-les-Eaux casino and hotel	Long lease agreement	10,584 m2
PleinAir de La Ciotat casino	Full ownership	2,693 m2

At 31 October 2020, Groupe Partouche had 4,959 slot machines installed in France and 617 machines installed abroad, as well as 1,168 electronic English roulette wheels installed in France and 22 wheels installed abroad.

In view of the market's maturity and the amendment of the regulations concerning the installation of slot machines *(see Section 6.1.1.a "Legal and regulatory framework")*, the number of slot machines is not expected to develop significantly. Nevertheless, electronic English roulette wheels achieved considerable success among gaming clients and enjoyed remarkable growth.

The planned tangible fixed assets are detailed in Sections 5.2.2 "Major investments in progress" and 5.2.3 "Major investments either scheduled or arising from firm commitments made by the Group's executive bodies".

8.2 >STATUS AND VALUATION OF THE PROPERTY PORTFOLIO

With regard to its fully owned property assets, in 2005 Groupe Partouche commissioned a real estate expert to provide the Group with a summary estimate of its properties located in France; the estimate is based primarily on applying market values to premises considered "occupied", except those that are commonly known to be vacant. This study was completed at the end of 2005 and has since been updated, most recently in December 2011. This latest update was included in Groupe Partouche's 2012 Reference Document.

Since this latest update, no further updates have been made and information on the valuation of the property portfolio is no longer provided.

8.3 >PROPERTY ASSET OWNERSHIP POLICY AND DIVESTMENT PROGRAMME

The Group's investment policy in the past has been aimed at maintaining an ongoing offering of competitive products while at the same time seeking opportunities for external growth.

The inclusion in the Group of the Compagnie Européenne de Casinos (CEC) establishments in 2002 and those of Groupe de Divonne in 2005 went hand-in-hand with sales of casinos, particularly those of the Société Française de Casinos (Gruissan, Châtelguyon, Port-la-Nouvelle and Agadir) and of the casino at Saint-Julien-en-Genevois, since these establishments were of lesser strategic value from the standpoint of the Group's territorial coverage.

The same thinking underlay early divestments from non-strategic activities, such as the thermal spa establishments at Vittel and Contrexéville and the minority interest in SFCMC (Société Fermière du Casino Municipal de Cannes).

Today, the investment policy of the Group is being reshaped according to the following major thrusts:

- a halt to the establishment of new casinos with the sole aim of increasing territorial coverage;
- renovation of the operating portfolio, entailing works on existing facilities or the creation of new facilities.

Regarding disinvestment, Groupe Partouche has no further obligations to meet.

8.4 >EXISTENCE OF ASSETS USED BY THE GROUP BELONGING TO SENIOR EXECUTIVES OR THEIR FAMILY

Significant assets operated by the Group and are held by Financière Partouche SA, the holding company owned by the senior executives and their family:

- a property complex housing the premises of the Le Touquet casino;
- a property complex housing Appolonia's registered office in Antibes (France).

8.5 >ENVIRONMENTAL CONSTRAINTS LIKELY TO HAVE AN IMPACT ON THE UTILISATION OF THESE PROPERTY ASSETS

There are no environmental constraints likely to have a significant impact on the utilisation of property assets, given the nature of the service activities related to these property assets.

09

REVIEW OF FINANCIAL POSITION AND RESULTS

9.1 >GROUP FINANCIAL POSITION AND PERFORMANCE

Pursuant to Article 28 of Regulation (EC) 809/2004, the following information is referenced in this document:

The Group's financial position and results for the financial year ended 31 October 2018 prepared in accordance with IFRS/IAS as adopted by the European Union, shown on pages 46 et seq. of the Company's Reference Document, registered with the AMF on 20 February 2019 under No. D.19-0062;

The Group's financial position and results for the financial year ended 31 October 2019 prepared in accordance with IFRS/IAS as adopted by the European Union, shown on pages 46 et seq. of the Company's Universal Registration Document, registered with the AMF on 24 February 2020 under No. D.20-0076.

Both the Reference Document and the Universal Registration Document referred to above are available on the websites of the Company (www.partouche.com) and the Autorité des Marchés Financiers (www.amf-france.org).

9.1.1 >MAIN CHANGES IN CONSOLIDATION SCOPE AND BUSINESS ACTIVITIES

>HIGHLIGHTS

The review of the financial position and earnings for the year was strongly impacted by the following two significant events (see notes 1 and 2.1.2 respectively to the consolidated financial statements for further details):

A). COVID-19 HEALTH CRISIS

The public health crisis caused by the Covid-19 epidemic, which twice forced the Group to shut down all its operations for a total of around three months in the financial year, with the exception of online gaming and sports betting in Belgium. All the necessary measures were taken to protect Group establishments and limit the inevitable economic consequences of this devastating and unpredictable crisis.

B). FIRST-TIME APPLICATION OF IFRS 16 "LEASES"

>END OF THE SAFEGUARD PLAN

After completing its bank and bond refinancing at the end of October 2019, on 24 October 2019 Groupe Partouche repaid all amounts due under the syndicated loan covered by the Safeguard Plan. In a ruling issued on 4 November 2019, the Paris Commercial Court was therefore able to confirm the fulfilment and end of the Safeguard Plan three years ahead of schedule. Groupe Partouche scrupulously abided by the stipulations of the Safeguard Plan throughout its period of fulfilment.

>CONSOLIDATION SCOPE

The impact of notable changes in the Group's scope of consolidation for the 2020 financial year was as follows:

- the inclusion in the scope of consolidation of five companies accounted for under the equity method: Groupe Partouche SA acquired 15% of La Pensée Sauvage Lifestyle, which in turn wholly owns La Pensée Sauvage, La Pensée Sauvage Cévennes, SCI Pierre Blanche and SCI Plan B. La Pensée Sauvage Lifestyle and its four subsidiaries are consolidated using the equity method with effect from 1 January 2020.
- Groupe Partouche SA's acquisition on 29 May 2020 of a 95% stake in Club Berri SAS, leaseholder of the premises used by Club Berri, one of Paris's eight gaming clubs;
- on 31 October 2020, partial transfers of assets were undertaken to restructure the business of Société Touristique, Thermale et Hôtelière de Divonne (TTH Divonne) into three distinct companies operating its casino, hotel and golf businesses. This operation, partially completed at the balance sheet date, had no impact on the financial statements for the financial year.

9.1.2 >GROUP POSITION AND ACTIVITY IN THE FINANCIAL YEAR ENDED 31 OCTOBER 2020

>GROUP ACTIVITY

In the financial year ended 31 October 2020, Groupe Partouche generated consolidated turnover of €343.5m, compared with €433.5m in 2019, down 20.8%.

€M	2020	2019	CHANGE
First quarter	126,7	116,6	+8,6 %
Second quarter	56,9	105,3	-46,0 %
Third quarter	66,0	104,9	-37,1 %
Fourth quarter	93,9	106,7	-12,0 %
CONSOLIDATED TOTAL TURNOVER	**343,5**	**433,5**	**-20,8 %**

The following table shows a breakdown of turnover.

>SUMMARY OF TURNOVER

€M		2020	2019	CHANGE	%CHANGE
	France	81,8	99,4	(17,7)	(17,8) %
	Other countries (*)	58,0	46,6	11,4	24,6 %
GGR FROM TABLE GAMES		**139,7**	**146,0**	**(6,2)**	**(4,3) %**
% OF ACTUAL GGR		26,6 %	21,7 %		
	France	342,4	461,5	(119,1)	(25,8) %
	Other countries	43,6	65,2	(21,6)	(33,1) %
GROSS REVENUE FROM SLOT MACHINES		**386,0**	**526,7**	**(140,7)**	**(26,7) %**
% OF ACTUAL GGR		73,4 %	78,3 %		
	France	424,1	560,9	(136,8)	(24,4) %
	Other countries	101,6	111,7	(10,1)	(9,1) %
GROSS GAMING REVENUE (TOTAL)		**525,7**	**672,7**	**(146,9)**	**(21,8) %**
	France	216,1	296,5	(80,4)	(27,1) %
	Other countries	26,7	38,1	(11,3)	(27,9) %

€M		2020	2019	CHANGE	%CHANGE
GROUP LEVIES		**242,8**	**334,6**	**(91,8)**	**(27,4) %**
	France	50,9 %	52,9 %		
	Other countries	26,3 %	34,1 %		
LEVY RATE		**46,2 %**	**49,7 %**		
	France	208,1	264,4	(56,3)	(21,3) %
	Other countries (**)	74,9	73,7	1,2	1,6 %
NET GAMING REVENUE (NGR		**282,9**	**338,1**	**(55,1)**	**(16,3) %**
	France	60,0	94,0	(34,0)	(36,2) %
	Other countries	2,7	4,8	(2,1)	(43,4) %
TURNOVER EXCLUDING NGR (***)		**62,7**	**98,8**	**(36,1)**	**(36,5) %**
	France	(2,2)	(3,4)	1,2	35,2 %
	Other countries				
LOYALTY PROGRAMME		**(2,2)**	**(3,4)**	**1,2**	**35,2 %**
	France	265,9	355,0	(89,1)	(25,1) %
	Other countries	77,6	78,5	(0,9)	(1,2) %
TURNOVER		**343,5**	**433,5**	**(90,0)**	**(20,8) %**

(*) The GGR of the Belgian sports betting subsidiary CKO Betting is included in the GGR from table games.

(**) NGR from Belgian online gaming subsidiaries in Ostend and CKO Betting's sports betting subsidiaries are included in NGR from other countries, amounting to €23.3m (compared with €12.5m in 2019) and €20.5m (compared with €16.4m in 2019) respectively

(***) Excluding impact of the loyalty programme.

>GROUP GROSS GAMING REVENUE (GGR)

After a start to the financial year marked by very good momentum until mid-March, the Group's activity was abruptly halted by the first lockdown caused by the Covid-19 pandemic, before resuming operations on a very satisfactory level in June. The end of the financial year was illustrated by the gradual closure of casinos during the month of October 2020.

As a result, GGR decreased over the financial year to reach €525.7m, compared with €672.7m in 2019. This decline was attributable to the drop in GGR from slot machines (down 26.7%) and table games in France (down 17.8%), while the GGR from table games in other countries increased (up 24.6%), driven by the surge in online games and sports betting in Belgium (up 51.1%).

>GAMING BUSINESS IN FRANCE

Due to the various closures of casinos in France, GGR in France came to €424.1m compared with €560.9m in the previous financial year, a decrease of 24.4% (down €136.8m).

GGR from slot machines (down 25.8% to €342.4m) suffered more from the closure of establishments than the GGR from table games (down 17.8% to €81.8m), which remained more resilient thanks to the ever-increasing appeal of digital table games (down 5.0% to €50.4m). The overwhelming majority of these games continues to grow and represents 61.6% of table games, compared with 53.4% in the previous financial year.

An analysis of this overall trend reveals the following contributory factors:

- The PleinAir casino in La Ciotat, whose downturn in GGR was limited (down 14.0%), thanks to its reassuring outdoor configuration with respect to Covid-19;
- The Pornic casino continued to benefit from its new location since the end of November 2018: after an exceptional 60.3% increase in financial year 2019, its GGR decreased by only 14.1%;
- Lastly, the Boulogne casino ceased its business at end-June 2019 after its public service concession was not renewed, cutting total GGR by €4.6m.

The total number of slot machines operated in French casinos decreased by 2.9%, standing at 4,959 at the financial year-end, compared with 5,108 in 2019, while there were a total of 1,168 electronic English roulette wheels at the year-end, a 17.2% increase compared with 997 at end 2019.

>GAMING BUSINESS OUTSIDE FRANCE

GGR generated outside France fell by 9.1% (down €10.1m) on the basis of online GGR (casino and sports betting) in Belgium, broken down as follows:

€M	2020	2019	CHANGE	%
GGR: "bricks and mortar" casinos	52,5	79,2	(26,8)	(33,8) %
GGR: online and sports betting	49,1	32,5	16,6	51,1 %
GGR OUTSIDE FRANCE	**101,6**	**111,7**	**(10,1)**	**(9,1) %**

The GGR of the "bricks-and-mortar" casinos slipped 33.8% owing to trends at the Swiss casinos. The total GGR of the Meyrin and Crans-Montana casinos was down by €19.8 (down 30.9%), benefiting from favourable foreign exchange effects, without which the decline would have reached 33.8%. Online GGR (casino and sports betting in Belgium) once again rose strongly, up 51.1%.

>NET GAMING REVENUE (NGR)

Levies on GGR by the State and municipalities were down by 27.4% at €242.8m (in France and abroad), with the taxation rate falling to 46.2% (versus 49.7% in 2019), helped by the low rate of levies on online gaming and sports betting in Belgium, which continues to grow, as well as by the progressiveness of the levy scales.

Net gaming revenue for the Group as a whole came in at €282.9m, down 16.3% from 2019. It should be noted that the NGR from other countries increased by 1.6%.

>TURNOVER EXCLUDING NET GAMING REVENUE (EXCLUDING IMPACT OF LOYALTY PROGRAMME)

Turnover excluding net gaming revenue recorded a decrease of 36.5% (down €36.1m), broken down as follows:

AT 31 OCTOBER, €M	2020	2019	CHANGE	%
Casinos	49,1	75,9	(26,8)	(35,4) %
Hotels	4,6	8,5	(3,9)	(45,6 %)
Other	9,0	14,4	(5,4)	(37,3) %
TURNOVER EXCLUDING NGR	**62,7**	**98,8**	**(36,1)**	**(36,5) %**

Ancillary casino activities, which mainly include catering, were down significantly by €26.8m. At the end of February 2020, after four months of operations, the casino catering business posted very satisfactory growth of 16.8%, which was brought to a standstill by the lockdown and casino closures between 14 March and 2 June 2020. Unlike gaming activities, catering services only resumed to a limited extent in the following months, due to the health protocols in place, and were further hampered by the curfew that was introduced in September, as well as by the ban on serving customers.

Business in the hotel sector was down 45.6%. While this sector was not affected by an administrative decision to close, it was heavily impacted by a very low occupancy rate due to lockdown and travel restrictions. After a sharp increase in business over the first four months of the financial year (up 23.2%), the Aquabella Hotel in Aix-en-Provence did not reopen until 11 July 2020 following the completion of the most significant part of its renovation work. The Cosmos Hotel in Contrexéville suffered from the closure of the city's thermal baths and only opened its doors for three months, from 1 July to the end of September.

Lastly, the downturn in the "Other" sector mainly affected the Le Laurent restaurant in Paris and La Plage 3.14 in Cannes due to the same reasons as those mentioned above.

>TURNOVER

The nationwide customer loyalty programme accounted for in accordance with IFRIC 13, had a negative impact on total turnover for the financial year of €2.2m (negative impact of €3.4m year-on-year).

Taking into account all of the above factors, the Group's consolidated total turnover fell significantly by 20.8% (down €90.0m) to €343.5m.

>CONSOLIDATED RESULTS

CURRENT OPERATING PROFIT/PERFORMANCE BY DIVISION

For the first time in its history, the Group's current operating profit (COP) fell into the red, recording a loss of €8.3m, a sharp drop of €41.7m, due to the impact of the Covid-19 public health crisis, which affected all three segments combined (see Presentation of performance by division in Note 4.1 of Section 20.2.1 "Consolidated annual financial statements"). Without taking into account the first-time application of IFRS 16, COP would have been down €7.9m.

COP from the casino division remained positive at €1.4m, down €36.9m, affected by the various periods of closure of the Group's casinos. Business in this division was down by €84.8m (down 21.5%), severely affected by the consequences of the closures and negatively impacted by the removal of the Boulogne Casino from the scope of consolidation for the full financial year. Operating expenses fell €47.9m, consisting primarily of:

- a significant drop in employee expenses (€36.3m) due to the fact that most of the Group's employees were placed on partial unemployment during the lockdowns;
- a significant decrease in external expenses of €20.1m, explained in the breakdown by expense components below
- a €10.9m increase in depreciation, amortisation and impairment of fixed assets, amounting to €1.2m after neutralising the impact resulting from the application of IFRS 16, and the ongoing casino renovation program, including the Aix-en-Provence site.

The COP of the hotel division also suffered from the effects of the pandemic and fell to €2.8m.

Lastly, COP for the "Other" segment was negative by €7.0m, representing a decrease of €3.2m, due to the €1.1m advertising campaign for the launch of Pasino Bet (an online sports betting site that started in September 2019) and non-current income of €1.5m in the prior year (reversal of unused provisions).

CURRENT OPERATING PROFIT/ANALYSIS BY EXPENSE ITEMS

Purchases and external charges decreased by €21.4m (down 13.7%). These were mainly impacted by:

- material purchases and advertising/marketing expenses were down by €9.9m (down 23.9%) and €4.6m (down 23.2%) respectively, as a direct result of the closure of establishments and the decline in revenue from ancillary casino activities;
- a decrease in rental and finance lease fees of €13.9m, of which €13.2m was due to the application of IFRS 16 as of financial year 2020;
- conversely, the upward trend in subcontracting expenses (up €11.0m), mainly due to (i) increased expenses related to online licences in Belgium, which amounted to €13.3m in expenses, corresponding to the €14.8m revenue increase generated by this activity (online casino and sports betting); and (ii) savings on subcontracting (security, cleaning) due to the closure of establishments;

Taxes and duties other than on income moved 13.9% lower from €16.2m in 2019 to €14.0m in 2020.

Employee expenses amounted to €136.6m, down €40.2m (down 22.7%), mainly as a result of the benefits received for the partial unemployment benefit that the Group benefits from, in addition to savings in employer contributions generated and exemption/assistance obtained under the support measures for companies implemented by the government in response to the public health crisis. In addition, the "Macron bonus" was not renewed this year (impact: €0.4m) and the net impact of the withdrawal of the CICE tax credit for competitiveness and employment amounted to an expense of €0.9m.

Depreciation, amortisation and impairment of fixed assets increased by €14.5m (i.e. 32.9%) to €58.7m, mainly impacted by the application of IFRS 16 during the year (up €13.6m). In addition, there has been a slowdown in the sustained investment policy of recent years, which was hampered by the public health crisis.

Other net current operating expense came to €7.4m, up €0.9m compared with the previous financial year, which was chiefly attributable to unfavourable movements in provisions.

It should be noted that the changes in current operating profit mentioned above include the two following special items:

- an increase in expenses for Pasino Bet (up €1.1m), mainly due to advertising costs, following its launch in September 2019;
- expenses related to the launch of the "online casino" in Switzerland, which took place after the November 2020 closure (€1.0m in advertising expenses and €1.0m in employee expenses.

NON-CURRENT OPERATING PROFIT

Non-current operating profit amounted to net loss of €3.7m, compared with €1.5m in 2019. This takes into account the following changes:

- a significant decrease in other non-current operating income and expenses (€0.1m compared to €2.3m in the previous financial year) due to: the inclusion in the previous financial year's result of expenses related to the restructuring of the Pasino d'Aix-en-Provence and the temporary halt in activity at Hotel 3.14 in Cannes, as well as commissions and expenses related to the refinancing of the Partouche Group; and to a lesser extent in 2020, the impact of the margin recorded in connection with the progress of the property development of the former La Grande-Motte casino building, the delivery of which was initially scheduled for 2020 but has been postponed to 2021;
- no disposals were made during this financial year, whereas financial year 2019 was marked by the disposal of three equity-accounted associates connected with Palm Beach Cannes Côte d'Azur/ Cannes Balnéaire division;
- a goodwill impairment charge of €3.8m, compared to €2.2m in 2019, which in 2020 mainly related to the SEGR Le Laurent restaurant (-€2.4m) affected by an extended closure period due to the health crisis and the Andernos (-€0.6m) and Val André (-€0.8m) casinos.

OPERATING PROFIT

Taking into account these items, operating loss for the financial year came to €12.1m, compared with an operating profit of €31.9m in 2019.

Net financial items represented a net expense of €1.9m, compared with a net income of €0.1m in 2019, which was the result of exceptional financial income. The application of IFRS 16 accounted for €1.2m of this expense, while the reduction in net financial expenses excluding IFRS 16 continued despite an increase in gross debt. They benefitted from the lower cost of financial debt (€0.7m compared with the previous financial year) thanks to the Group's refinancing in October 2019.

The company posted net loss before tax of €13.9m, compared with a net profit of €32.0m in 2019.

Income tax expense (including the CVAE tax) amounted to €1.2m compared with €6.7m in 2019. This includes €2.8m in CVAE tax and a €1.6m credit in corporate income tax (including deferred taxes). The latter includes the change in deferred taxes and payable tax expenses, which decreased sharply due to the Group's suspension of operations in the spring of 2020.

As a result, loss after tax was €15.1m compared with a profit of €25.3m in 2019.

The share in losses from equity-accounted companies was €0.1m, compared with €a loss of 0.3m in 2019.

Accordingly, the net loss came to €15.2m, compared with a profit of €25.0m in 2019. Net loss attributable to equity holders of the Group came in at €17.4m, compared with a net profit of €18.6m for the previous fiscal year. The application of IFRS 16 on the consolidated net result amounted to a negative impact of €1.5m.

>BALANCE SHEET

Notable changes in consolidated balance sheet assets were as follows:

- An increase in non-current assets of €49.4m, mainly due to:
  - the impact of the first-time application of IFRS 16 (+€54.4m), combined with changes in restated net fixed assets under the new standard (acquisitions, depreciation and amortisation, etc.), which mainly included:
    - an investment volume (excluding IFRS 16 restatement) of +€33.4m;
    - depreciation and amortisation (excluding IFRS 16 restatement) of -€44.5m;
    - and the scrapping of assets caused by renovation work mainly carried out in Aix-en-Provence, Pornichet, Cabourg, Bandol and La Plage 3.14;
  - the acquisition of equity interests in the La Pensée Sauvage group (+€2.3m);
  - a €2.2m reduction in goodwill as a result of the €3.8m impairment loss recorded during the financial year (mainly due to the SEGR Le Laurent restaurant) and the new goodwill recorded on Club Berri, acquired during the financial year (+€1.6m);
- An increase in current assets of €18.3m mainly due to a €19.3m cash saving related to a €19.5m government-backed loan (PGE).

The Group's equity including minority interests decreased by €20.0m to €371.9m after €the 15.2m net loss for the financial year.

Financial debt increased by €85.4m. This was mainly due to the cumulative effect of:

- the recording of lease liabilities in respect of the rental payment obligation provided for in IFRS 16 (€74.3m of IFRS 16 debt at year-end, including €54.3m due to the first-time application of the standard, the implementation of a new property lease of €11.2m for the Group's head office Premises – recognized as financial debt under this standard – and the Pornic property lease, already recognized as financial debt under the former IAS 17 standard);

- the arrangement of a government-backed loan for an amount of €19.5m and new loans for €12.6m;
- the quarterly maturity of the syndicated loan settled on 31 January 2020 for an amount of €2.7m, with the other maturities due during the financial year having been postponed to 2026, as well as the repayment of other bank loans for an amount of €4.4m;
- the postponement of maturities (in terms of capital and, for the most part, interest) by 12 months for the Group's bank debt and by six months for property leases.

The Group's financial structure, which reiterates key financials defined in agreement with bondholders and banks to monitor changes in net debt, can be analysed as follows:

€M AT 31 OCTOBER	2020	2019
Equity	371,9	391,9
Consolidated EBITDA (*)	39,8	75,7
Gross debt (**)	194,7	159,3
Cash less gaming levies	103,1	86,6
Net debt	91,5	72,8
Net debt / Equity (gearing)	0,2x	0,2x
NET DEBT TO CONSOLIDATED EBITDA ("LEVERAGE") RATIO	**2,3x**	**1,0x**

(*) Consolidated EBITDA used to calculate leverage is calculated over a rolling 12-month period, in accordance with the former IAS 17 (i.e. prior to the adoption of IFRS 16).
(**) Gross debt includes bonds, bank borrowings and restated capital leases (in accordance with former IAS 17), accrued interest, miscellaneous borrowings and financial debt, banking facilities and financial instruments.

>RECENT EVENTS AND OUTLOOK

COVID-19 HEALTH CRISIS

The closure of French casinos increased over the month of October 2020 until they were all forced to close completely at midnight on 29 October 2020. outside France, the Crans-Montana casino (Switzerland) closed its again doors on the evening of 21 October 2020 and the Ostend casino (Belgium) on 28 October 2020, with the Meyrin casino (Switzerland) closing on 1 November 2020. However, online gaming and sports betting in Belgium as well as new online games in Switzerland remain operational. With regard to non-gaming activities, only the hotels in Aix-en-Provence (Aquabella) and Forges-les-Eaux remained open.

The Group's establishments were shut down for a second time, prompting it to do all it could to protect its establishments and limit the inevitable economic consequences of this devastating and unpredictable crisis. This included in particular requesting another state-guaranteed loan and using the support mechanisms put by place by the French government, such as the employee furlough scheme, exemption from social security charges and the Solidarity Fund.

The satisfactory resumption of activities after the first lockdown was a key factor – despite the necessary sanitary measures put in place – in the Group's confidence regarding its ability to resume operations in an optimal manner.

LAUNCH OF PASINO.CH IN SWITZERLAND

Developed as an extension of the Casino du Lac Meyrin (Geneva), PASINO.ch has welcomed players residing in Switzerland since 17 November 2020, inviting them to explore its complete online casino gaming offer, its slot machines and its range of games with live dealers. This online offering, regulated by the Swiss Federal Gaming Commission (CFMJ), offers a unique experience, both in terms of its premium customer service available 24/7 and its innovative and secure environment.

OSTEND

The Belgian Conseil d'État finally approved the decision taken by the municipality of Ostend to entrust the management of the casino to the competing candidate. The current concession expires on 31 July 2021.

Groupe Partouche has initiated various proceedings to assert its rights to the lease of the premises, which is valid until 2029, and to challenge the 2002 Royal Decree which retroactively adjusted long delegations of authority, such as the one in Ostend, so that they comply with the maximum duration for new delegations (20 years), thereby reducing the Group's concession by 8 years.

These proceedings could result in a claim for compensation.

It should also be noted that the Group signed the concession for the casino with the municipality of Middelkerke, which was successfully acquired and will begin on 1 July 2022.

OPERATIONS

The Royat casino underwent major renovation work to refocus its main activity of gaming around customers by making significant improvements to the user experience. Giant screens have been installed in the rotunda, welcoming visitors and guaranteeing total immersion in a wide variety of themed content. The work, which began in November 2018, was completed in December 2020.

Following the renovation of all its rooms in 2019 and of the restaurant with its bio-climatic terrace, its kitchens and the construction of four suites in its belvedere in financial year 2020, work at the Aquabella hotel is now focusing on its common areas. The work is due to be completed by the end of March 2021.

The Bandol casino is developing its gaming offering throughout the casino by providing two different atmospheres: one centrerenewal of its public service concessions, Hyères is renovating its hotel, auditorium and gaming room, which will double in size and extend across the entire ground floor. The work is due to be completed in 2024.

Casino renovations are also planned at La Tour Salvagny in financial year 2020/2021 and at Annemasse in financial year 2021/2022

Renovation of the Group's casino network will therefore continue during the 2020/2021 financial year. Groupe Partouche will focus in particular on monitoring these construction projects and the adaptation measures needed to protect the Group's operating profitability.

With its renovated and high-performing casinos, the Group will be able to capitalise on the favourable development of its economic environment.

>ACTIVITY OF SUBSIDIARIES

GROSS GAMING REVENUE BY ENTITY			
€000 AT 31 OCTOBER	2020	2019	2018
CASINO-MEYRIN	34 585	51 107	49 784
CASINO-AIX EN PROVENCE	33 955	44 892	43 479
CASINO-OSTENDE	33 803	27 940	24 539
CASINO-SAINT AMAND	31 911	42 368	38 547
DOMAINE LE LYON VERT	30 410	43 382	41 086
CASINO-DIVONNE	29 528	37 543	36 036
CASINO-LYON (PHARAON)	26 779	37 538	35 477
CASINO-FORGES	25 962	33 541	31 733
CASINO-LA GRANDE MOTTE	24 257	28 750	26 557
CKO BETTING OOSTENDE	23 021	18 458	15 759
CASINO-ANNEMASSE	17 846	23 775	23 312
CASINO-LA CIOTAT	16 586	19 289	16 637
CASINO-PORNIC	13 307	15 483	9 657
CASINO-PORNICHET	12 358	17 022	17 330
CASINO-LA ROCHE POSAY	11 683	14 486	13 614
CASINO-LE HAVRE	11 476	15 555	14 040
CASINO-HYÈRES	11 408	15 618	15 234
CASINO-NICE	11 112	16 017	16 118
CASINO-PALAVAS	10 360	13 707	13 139
CASINO-CRANS-MONTANA	9 689	13 012	12 464
CASINO-ROYAT	9 146	11 897	10 869

GROSS GAMING REVENUE BY ENTITY			
€000 AT 31 OCTOBER	2020	2019	2018
CASINO-SAINT GALMIER	7 748	10 445	10 321
CASINO VICHY GRAND CAFÉ	7 180	10 030	10 196
CASINO-BANDOL	7 033	9 070	10 761
CASINO-DIEPPE	6 643	8 203	7 025
CASINO-JUAN LES PINS	6 640	9 915	10 120
CASINO 3.14	6 616	8 997	11 200
CASINO-PLOUESCAT	6 447	7 386	7 130
CASINO-CABOURG	5 109	6 700	6 252
CASINO-CALAIS	4 757	6 244	6 205
CASINO-BERCK	4 084	5 305	5 173
CASINO-VAL ANDRÉ	3 981	4 831	4 792
CASINO-AGON COUTAINVILLE	3 934	5 352	4 988
CASINO-PLOMBIÈRES	3 729	4 806	4 068
CASINO-ANDERNOS	3 703	4 803	4 637
CASINO-GRÉOUX-LES-BAINS	3 460	4 234	4 172
CASINO-CONTREXÉVILLE	3 351	3 987	3 746
CASINO-ARCACHON	3 028	4 176	4 086
CASINO-TOUQUET	2 502	3 415	3 447
CASINO-LA TREMBLADE	2 202	3 021	2 726
CASINO-ÉVAUX	2 001	2 717	2 649
CASINO-SALIES	1 498	1 784	1 750
CASINO-DJERBA	510	1 222	825
CLUB BERRI	406	-	-
CASINO-BOULOGNE	-	4 637	7 053
TOTAL GGR	**525 744**	**672 661**	**638 732**

TURNOVER BY ENTITY			
€000 AT 31 OCTOBER	2020	2019	2018
CASINO-OSTENDE	28 896	22 181	18 890
CASINO-MEYRIN	19 831	27 818	27 667
CASINO-FORGES	18 574	24 723	23 194
CASINO-DIVONNE	18 420	25 661	25 937
CASINO-SAINT AMAND	18 248	25 423	23 611
CASINO-AIX EN PROVENCE	16 989	21 404	19 933
DOMAINE LE LYON VERT	16 711	24 243	22 883
CASINO-LA GRANDE MOTTE	13 136	15 872	14 812
CASINO-LYON (PHARAON)	12 572	17 063	16 253
CASINO-ANNEMASSE	8 574	11 059	10 943
CASINO-PORNIC	8 520	10 026	6 660
CASINO-LA CIOTAT	8 507	9 773	8 808
CASINO-LE HAVRE	8 204	11 241	10 340
CASINO-PORNICHET	7 600	10 137	10 235
CASINO-CRANS-MONTANA	7 594	10 505	10 079
CASINO-LA ROCHE POSAY	6 621	7 910	7 292
CASINO-HYÈRES	6 510	8 572	8 240
CASINO-NICE	6 361	8 837	8 849
CASINO-PALAVAS	5 542	7 031	6 816
CASINO-ROYAT	5 442	6 925	6 404
CASINO-DIEPPE	5 409	6 602	5 285
CASINO-CABOURG	4 746	5 951	5 810
CASINO VICHY GRAND CAFÉ	4 578	6 165	6 219
CASINO-BANDOL	4 458	5 715	5 920
CASINO-SAINT GALMIER	4 303	5 704	5 722
CASINO-PLOUESCAT	4 015	4 496	4 338
CASINO 3.14	3 852	5 027	6 191
CASINO-JUAN LES PINS	3 588	5 102	5 166
CASINO-VAL ANDRÉ	3 272	4 077	4 039
CASINO-CALAIS	2 857	3 573	3 588
CASINO-PLOMBIÈRES	2 801	3 516	2 979
CASINO-TOUQUET	2 695	3 335	3 435
CASINO-BERCK	2 537	3 220	3 105

TURNOVER BY ENTITY			
€000 AT 31 OCTOBER	2020	2019	2018
CASINO-GRÉOUX-LES-BAINS	2 433	2 885	2 776
CASINO-ANDERNOS	2 363	3 032	2 980
CASINO-CONTREXÉVILLE	2 301	2 683	2 514
CASINO-AGON COUTAINVILLE	2 253	2 937	2 763
CASINO-ARCACHON	2 166	2 832	2 738
CASINO-SALIES	1 740	2 228	2 336
CASINO-LA TREMBLADE	1 614	2 057	1 914
CASINO-ÉVAUX	1 473	1 916	1 901
CASINO-DJERBA	793	1 590	1 230
CLUB BERRI	196	-	-
CASINO-BOULOGNE	8	3 081	4 504
CASINO-LA TRINITÉ	-	-	43
CLUB PARTOUCHE PARIS	-	-	-
CLUB PARTOUCHE CAPITALE	-	-	-
CASINO-SAN ROQUE	-	-	-
TOTAL CASINOS	**309 304**	**394 128**	**375 341**
HOTEL-AIX-AQUABELLA	3 837	6 866	7 228
HOTEL-CONTREX-COSMOS	717	1 542	1 687
HOTEL-VAL ANDRÉ-SINOCA	44	44	13
HOTEL-LYON-HIL	20	24	23
HOTEL-CANNES-3.14	14	5	12
GREEN 3.14	0	38	33
HOTEL-CONTREX-GD HÔTEL DU PARC	-	-	-
TOTAL HOTELS	**4 632**	**8 519**	**8 995**
CKO BETTING OOSTENDE	20 488	16 426	13 838
SEGR LE LAURENT	2 671	5 158	5 958
APPOLONIA	2 170	2 823	1 558
THERMES-AIX -C.B.A.P. (spa resort)	1 581	2 532	2 273

TURNOVER BY ENTITY			
€000 AT 31 OCTOBER	2020	2019	2018
PLAGE 3.14	1 531	2 776	1 818
PASINO BET (formerly P. Gaming)	523	147	-
GROUPE PARTOUCHE	253	207	285
SARL THERM'PARK	162	204	184
SCI RUE ROYALE	52	46	51
PARTOUCHE IMAGES	42	56	34
AFRIGAMBLING (formerly PI AFRIQUE)	38	20	19
PARTOUCHE IMMOBILIER	12	18	25
INTERNATIONAL GAMBLING SYSTEMS	4	-	-
BARATEM	-	424	427
PARTOUCHE TECHNOLOGIE	-	9	39
SCI FONCIÈRE DE VITTEL ET CONTREXEVILLE	-	-	1
PARTOUCHE SPECTACLE	-	-	-
BELCASINOS	-	-	-
ÉLYSÉE PALACE (EPSA)	-	-	-
CHM	-	-	-
PARTOUCHE TOURNOIS	-	-	-
PI HOLDINGS	-	-	-
PARTOUCHE PRODUCTION	-	-	-
PARTOUCHE INTERACTIVE	-	-	-
WS BACKGAMMON	-	-	-
SCI PIETRA PORNIC	-	-	-
SCI GREEN AURON	-	-	-
PARTOUCHE STUDIO	-	-	-
TOTAL – OTHER	**29 527**	**30 846**	**26 508**
TOTAL TURNOVER	**343 463**	**433 493**	**410 844**

9.2 >COMPANY FINANCIAL POSITION AND PERFORMANCE (PARENT COMPANY FINANCIAL STATEMENTS)

The financial year spanning a 12-month period, from 1 November 2019 to 31 October 2020, was mainly characterised by the following events:

- the closure of the safeguard plan declared by the Paris Commercial Court in a ruling issued on 4 November 2020, three years ahead of schedule;
- the public health crisis that led to the closure of all establishments on two separate occasions: once in the spring of 2020, and a second time throughout October 2020. However, all the necessary measures have been taken to protect companies and their staff and limit the inevitable economic consequences of this devastating and unpredictable crisis (for further details see note 1 to the consolidated financial statements);
- the acquisition of a 95% stake in Parisian gaming club, Club Berri, for €0.8m;
- the creation of La Pensée Sauvage Lifestyle and capital increase for €2.25m. A €2.25m loan was taken out with CIC for the latter's capital contribution.

Turnover for the financial year came to €11.2m, mainly consisting of fees paid by subsidiaries, for €9.4m.

Operating income totalled €13.6m compared with €13.1m in 2019, and operating expenses were €20.4m compared with €20.5m in 2019.

The company sustained an operating loss of €6.9m, compared with an operating loss of €7.4m in 2019.

The company sustained a financial loss of €13.8m, compared with a financial loss of €5.9m in 2019. Financial income included only €0.1m of dividends paid by subsidiaries, reflecting the current context, compared with €7.9m in 2019. Interest and similar expenses remained stable. Financial income and expenses were also impacted by changes in provisions and reversals of provisions on securities and current accounts for subsidiaries affected by a deterioration in their equity during the financial year.

The company posted net exceptional income of €0.1m, compared with a net income of €0.5m in 2019 (there were no significant component transactions).

Under its tax consolidation agreement, the company recognised no Group tax expense in respect of the financial year ended 31 October 2020 and a tax saving of €6.6m (neutralisation of subsidiary taxes).

In light of the above items, the company posted a net loss for the year of €14.0m, compared with net loss of €0.8m in 2019.

Net fixed assets totalled €659.1m, up €3.4m, and current assets came to €177.3m, up €8.9m, mainly due to the increase of cash (€10.9m).

With respect to equity and liabilities, equity decreased by €14.0m to €424.3m, due to net loss for the year (€14.0m).

Bank loans and debts increased by €19.0m compared with the previous financial year, mainly due to taking out a €19.5m government-backed loan in June 2020.

The principal amount outstanding on bank debt at 31 October 2020 was €84.1m, in addition to the €35.0m of bond debt to be reimbursed on maturity.

The "Other liabilities" item increased €7.2m, mainly due to an increase in net intercompany current account liabilities with subsidiaries.

9.3 >PROPOSED APPROPRIATION OF INCOME FOR FINANCIAL YEAR 2020

NET PROFIT TO 31 OCTOBER 2020 (€)	(13 954 333)
Legal reserve	-
Retained earnings	(13 954 333)
AFTER APPROPRIATION, RETAINED EARNINGS WILL AMOUNT TO:	**140 805 348**



10

CASH AND CAPITAL RESOURCES

10.1 >INFORMATION CONCERNING THE GROUP'S EQUITY

Please refer to Note 11 of Section 20.2.1 of the Group's consolidated financial statements for financial year 2020.

Please refer to Note 11 of Section 20.2.1 of the Group's consolidated financial statements for financial year 2019.

Please refer to Note 11 of Section 20.2.1 of the Group's consolidated financial statements for financial year 2018.

10.2 >SOURCES, AMOUNTS AND A NARRATIVE DESCRIPTION OF THE GROUP'S CONSOLIDATED CASH FLOWS

Please refer to Note 13 of Section 20.2.1 of the Group's consolidated financial statements for financial year 2020.

Please refer to Note 13 of Section 20.2.1 of the Group's consolidated financial statements for financial year 2019.

Please refer to Note 13 of Section 20.2.1 of the Group's consolidated financial statements for financial year 2020.

10.3 >FINANCING STRUCTURE AND CASH RESOURCES; INFORMATION REGARDING ANY RESTRICTIONS ON THE USE OF CAPITAL RESOURCES THAT HAVE MATERIALLY AFFECTED, OR COULD MATERIALLY AFFECT, DIRECTLY OR INDIRECTLY, THE COMPANY'S OPERATIONS

10.3.1 >FINANCIAL STRUCTURE, CASH FLOWS

Please refer to Note 9.3 of Section 20.2.1 related to bank debt and to Note 9.2 of Section 20.2.1 relating to cash and cash equivalents for financial year 2020.

Please refer to Note 9.3 of Section 20.2.1 related to bank debt and to Note 9.2 of Section 20.2.1 relating to cash and cash equivalents for financial year 2019.

Please refer to Note 9.3 of Section 20.2.1 related to bank debt and to Note 9.2 of Section 20.2.1 relating to cash and cash equivalents for financial year 2018.

10.3.2 >CASH POOLING AGREEMENT

Groupe Partouche has a signed cash pooling agreement with all of its subsidiaries.

This agreement provides a strong incentive to subsidiaries to invest their cash surpluses with Groupe Partouche SA to obtain a rate of return on cash that is higher than the market rates. Groupe Partouche SA can thereby ensure that the cash requirements of certain subsidiaries are met and can invest the cash surpluses in an optimal manner. This management is handled by the Finance Department.

This organisation thus allows a certain measure of independence to be achieved in the cash management of subsidiaries.

It should be noted that the Swiss casinos (Meyrin and Crans-Montana), in light of applicable regulations, invest their cash surpluses themselves.

10.3.3 >RESTRICTIONS ON THE TRANSFER OF FUNDS FROM ABROAD

For the two Swiss casinos owned by the Group, Meyrin and Crans-Montana, the country's legal constraints prohibit the transfer of funds except for dividend distributions.

10.4 >INFORMATION REGARDING THE ANTICIPATED SOURCES OF FUNDS NEEDED TO FULFIL COMMITMENTS REFERRED TO IN ITEMS 5.2.3 AND 8.1

Please refer to Section 4.3.1 “Liquidity risks” and Section 5.2.5 “Relations between investments and financing activities”.

11

RESEARCH AND DEVELOPMENT, PATENTS AND LICENCES

Groupe Partouche invests in innovative projects through Partouche Interactive and its subsidiaries.

Partouche Images, whose activities in France were discontinued due to changes in the law, transferred its businesses abroad. This company continues to co-produce interactive television programmes based on dynamic systems for broadcasting and enabling participation in games made available both on television and online.

Partouche Images already has its own unique system that allows real-time interaction with a TV game show using a smartphone, a tablet or a computer.

Partouche Images has developed a new gaming option (Live Roulette), which is available for free through Facebook and is played by entering comments directly in Facebook, with a presenter filmed in a studio and pre-recorded roulette images combined with computer-generated random roulette numbers.

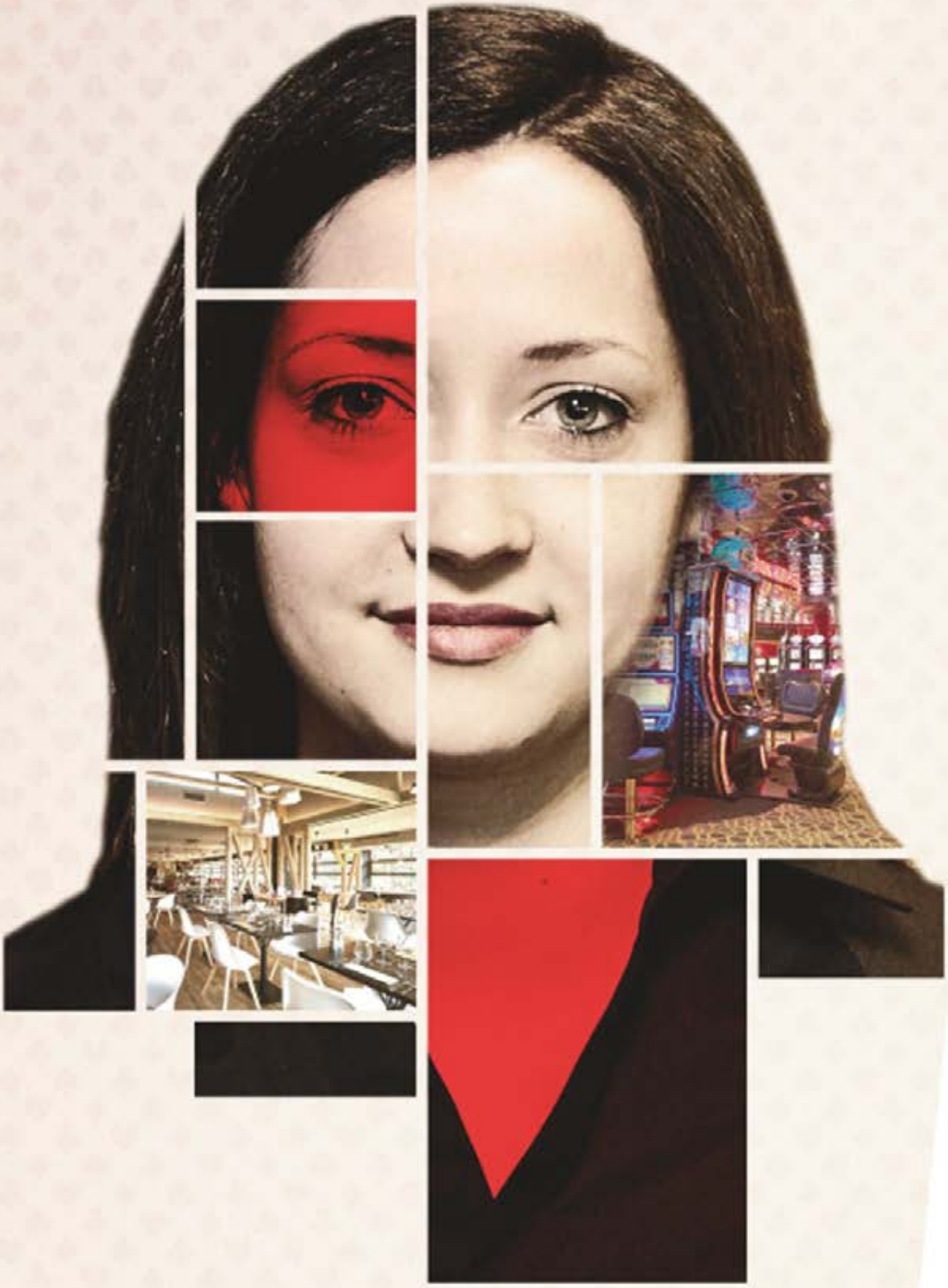
Appolonia and Partouche Technologies focus their efforts on designing and developing applications, information systems and electronic products dedicated to use in casinos and the smooth running of the Group's companies (virtual slot machine chip system to replace physical chips, various digital games, management software, etc.) and customer offering.

12

TREND INFORMATION

Groupe Partouche has not communicated about activity trends since the end of the financial year ended 31 October 2020.

Quarterly financial information for the quarter ended 31 January 2021 will be published in the evening of Wednesday, 10 March 2021.



13

COMPANY PROJECTIONS AND TARGETS

Groupe Partouche does not provide any information that may be qualified as a forecast or estimate of earnings.

14

ADMINISTRATIVE, MANAGEMENT, AND SUPERVISORY BODIES AND SENIOR MANAGEMENT

14.1 >INFORMATION ON MANAGEMENT BODIES

14.1.1 >SUPERVISORY BOARD

BOARD MEMBER IDENTITY, DATE AND PLACE OF BIRTH	DATE OF FIRST APPOINTMENT	EXPIRATION OF APPOINTMENT	PRINCIPAL POSITION HELD WITHIN THE COMPANY
PATRICK PARTOUCHE BORN ON 13 JUNE 1964 IN ORAN (ALGERIA) 44,964 SHARES HELD 0.47% OF THE SHARE CAPITAL	Co-opted to replace Isidore Partouche by decision of the Supervisory Board at its meeting held on 18 March 2011, approved by the Shareholders' Meeting held on 29 April 2011	31 October 2025	Chairman of the Supervisory Board

The business address of the members of the Supervisory Board with regard to their functions within Groupe Partouche is the registered office of Groupe Partouche (141 bis rue de Saussure - 75017 Paris - France).

** The aforementioned mandates are in force except for those whose date of expiration is expressly indicated.*

	PRINCIPAL POSITION HELD OUTSIDE THE COMPANY	FUNCTIONS AND MANDATES HELD OUTSIDE THE GROUP*	FUNCTIONS AND MANDATES HELD WITHIN THE GROUP*
	Chairman of the Executive Board of Financière Partouche SA	**Director:** Ispar Holding SA (Fribourg) **Chairman and member of the Executive Committee:** Mereal Biometrics SAS **Chairman :** Groupe Partouche Bahamas Limited (Bahamas)	**IN FRANCE:** **Chairman of the Supervisory Board of Groupe Partouche SA (with Executive Board and Supervisory Board)** **Chairman of the Executive Board of Financière Partouche SA (with Executive Board and Supervisory Board)** **Chairman of the Board of Directors, Director:** Partouche Interactive SA (Paris) **Chairman:** Partouche Immobilier SAS (Paris) **General Manager:** La Pensée Sauvage Lifestyle SAS **Deputy General Manager:** Compagnie Européenne de Casinos SAS (Paris) **Deputy General Manager and Director:** Eden Beach Casino SA (Juan-les-Pins) **Director:** Casino de Saint-Amand SAS (Saint-Amand-les-Eaux), Le Touquet's (Calais) SAS, Société du Casino et des Bains de Mer SAS (Dieppe), Société d'exploitation du Casino de Contrexéville SAS, Grand Casino de Lyon SAS, Forges Thermal SA (Forges-les-Eaux), Société du Grand Casino d'Annemasse SAS (Annemasse), Société Touristique Thermale et Hôtelière de Divonne SA - STTH (Divonne-les-Bains), Partouche Technologies SAS (Tours), Société d'exploitation du casino de Divonne SAS - SECD (Divonne-les-Bains), 3.14 Hôtel SA (Cannes), Société Européenne des Grands Restaurants SA (Paris), Pleinair Casino SA (La Ciotat), Cannes Centre Croisette SAS **Corporate Manager:** Sek SARL (Paris), Plage 3.14 SARL, 3.14 Green SARL, Green Auron SCI, Luna Juan SCI (Paris) **Member of the Executive Committee:** SAS Partouche Images (Paris)

BOARD MEMBER IDENTITY, DATE AND PLACE OF BIRTH	DATE OF FIRST APPOINTMENT	EXPIRATION OF APPOINTMENT	PRINCIPAL POSITION HELD WITHIN THE COMPANY
PATRICK PARTOUCHE BORN ON 13 JUNE 1964 IN ORAN (ALGERIA) 44,964 SHARES HELD 0.47% OF THE SHARE CAPITAL	Co-opted to replace Isidore Partouche by decision of the Supervisory Board at its meeting held on 18 March 2011, approved by the Shareholders' Meeting held on 29 April 2011	31 October 2025	Chairman of the Supervisory Board
ISIDORE PARTOUCHE BORN ON 21 APRIL 1931 IN TREZEL (ALGERIA) 116,092 SHARES HELD DIRECTLY;392,427 SHARES HELD INDIRECTLY 5.28% OF THE SHARE CAPITAL	Ordinary Shareholders' Meeting of 20 June 1996	31 October 2025	Vice-Chairman of the Supervisory Board
WALTER BUTLER BORN ON 16 AUGUST 1956 IN RIO DE JANEIRO (BRAZIL) 1 SHARE HELD	Shareholders' Meeting held on 29 April 2011	31 October 2022	Member of the Supervisory Board

PRINCIPAL POSITION HELD OUTSIDE THE COMPANY	FUNCTIONS AND MANDATES HELD OUTSIDE THE GROUP*	FUNCTIONS AND MANDATES HELD WITHIN THE GROUP*
Chairman of the Executive Board of Financière Partouche SA	**Director:** Ispar Holding SA (Fribourg) **Chairman and member of the Executive Committee:** Mereal Biometrics SAS **Chairman :** Groupe Partouche Bahamas Limited (Bahamas)	**Permanent Representative:** - Legal entity of Compagnie Européenne de Casinos SAS (Paris), Director of Développement de la Baie de Kernic SAS (Plouescat), Casino de Pornichet SAS (Pornichet) and Casino de Pornic SAS (Pornic) **OUTSIDE FRANCE:** **Chairman of the Board of Directors, Deputy Director:** Belcasinos SA (Belgium), Grand Casino de Djerba SA (Tunisia) **Director:** Casino Kursaal Oostende SA (Belgium), Club Privé du Casino de Knokke (Belgium), CKO Betting SA (Belgium) **Permanent Representative:** - Legal entity of Groupe Partouche SA, Director of Groupe Partouche International SA (Belgium)
Chairman of the Supervisory Board of Financière Partouche SA	**OUTSIDE FRANCE** **Chairman, Director:** Ispar Holding SA (Switzerland)	**IN FRANCE:** **Vice-Chairman and Member of the Supervisory Board of Groupe Partouche SA (with Executive Board and Supervisory Board)** **Chairman of the Supervisory Board of Financière Partouche SA (with Executive Board and Supervisory Board)** **Managing Director:** Société Européenne des Grands Restaurants SA (Paris) **Chairman, Director:** Compagnie Européenne de Casinos SAS - "CEC" (Paris), Société du Casino de Saint-Amand SAS (Saint-Amand-les-Eaux) **Director:** Casinos du Touquet SAS (Le Touquet), Société du Casino et des Bains de Mer SAS (Dieppe), Grand Casino de Cabourg SAS (Cabourg), Société du Casino Municipal de Royat SAS (Royat), Casino de Palavas SAS (Palavas-les-Flots), Société d'exploitation du Casino de Divonne – "SECD" SAS (Divonne-les-Bains), Forges Thermal SA (Forges-les-Eaux), Société Touristique Thermale et Hôtelière de Divonne SA - "STTH Divonne" (Divonne-les-Bains), Pleinair Casino SA (La Ciotat), Société du Casino Municipal d'Aix Thermal SA (Aix-en-Provence) **Corporate Manager:** SCI Foncière de Vittel et Contrexéville (Contrexéville), SCI Les Thermes (Aix-en-Provence), Société Civile Immobilière et Mobilière Partouche ("SCIMP") (Paris) **Permanent Representative of:** - Legal entity of Compagnie Européenne de Casinos SAS, Director of Casino de La Grande-Motte SAS **OUTSIDE FRANCE:** **Chairman, Deputy Director:** Groupe Partouche International SA - "GPI" (Belgium) **Director:** Le Grand Casino de Djerba SA (Tunisia)
Managing Director of Butler Capital Partners SA	**Managing Director:** Butler Industries SA, Butler Capital Partners SA, WB Debt Partners SA **Chairman:** Amstar Entreprises SAS, Stanberg SAS, Noerden SAS, Paradis Latin SA, Nxo Expansion SAS **Chairman of the Board of Directors:** Nxo Expansion SAS, **Chairman of the Supervisory Board:**Nxo France SAS **Director:** Nxo Experts SAS **Corporate Manager:** 30 Albert 1er SCI, La Brillane SCEA **General Manager:** Butler Corum SAS **Member of the Supervisory Board:** Corum Asset Management SAS **Representing Butler Capital Partners as Chairman:** ANS Holding SAS **Representative of Butler Capital Partners on the Supervisory Committee:** Colfilm SAS **Representing FBT Développement as Chairman:** Fichet-Bauche Télésurveillance SAS	

BOARD MEMBER IDENTITY, DATE AND PLACE OF BIRTH	DATE OF FIRST APPOINTMENT	EXPIRATION OF APPOINTMENT	PRINCIPAL POSITION HELD WITHIN THE COMPANY
WALTER BUTLER BORN ON 16 AUGUST 1956 IN RIO DE JANEIRO (BRAZIL) 1 SHARE HELD	Shareholders' Meeting held on 29 April 2011	31 October 2022	Member of the Supervisory Board
LAURENT PARQUET BORN ON 27 JULY 1965 IN BRIVE-LA-GAILLARDE (FRANCE)	Supervisory Board Meeting held on 13 September 2016 to replace Lionel Mestre	31 October 2022	Permanent Representative of Butler Capital Partners Member of the Supervisory Board
BUTLER CAPITAL PARTNERS PERMANENT REPRESENTATIVE: LAURENT PARQUET 76,621 SHARES HELD DIRECTLY; 1,200,399 SHARES HELD INDIRECTLY 13.26% OF THE SHARE CAPITAL	Co-opted on 12 December 2012	31 October 2022	Member of the Supervisory Board
DANIEL COHEN BORN ON 27 OCTOBER 1962 IN CASABLANCA (MOROCCO) 150 SHARES HELD	Supervisory Board Meeting held on 13 December 2011 in replacement of Maurice Sebag, who resigned	31 October 2025	Member of the Supervisory Board
VÉRONIQUE MASI FORNERI BORN ON 12 MAY 1963 IN NICE (FRANCE) 62 SHARES HELD	Shareholders' Meeting held on 24 April 2014	31 October 2025	Member of the Supervisory Board
SALOMÉ PARTOUCHE BORN ON 19 SEPTEMBER 1989 IN DIEPPE (FRANCE) 5 SHARES HELD	Co-opted in replacement of Hubert Benhamou, who resigned on 1 November 2016	31 October 2022	Member of the Supervisory Board
CAROLINE TEXIER BORN ON 21 FEBRUARY 1977 IN BOULOGNE-BILLANCOURT 1 SHARE HELD	Co-opted to replace Gaston Ghrenassia, who resigned, on 27 June 2017	31 October 2025	Member of the Supervisory Board
EMPLOYEE REPRESENTATIVE - PHILIPPE PERRIN	Appointed by the Group Works Council on 5 December 2018	10 April 2021	Member of the Supervisory Board

The business address of the members of the Supervisory Board with regard to their functions within Groupe Partouche is the registered office of Groupe Partouche (141 bis rue de Saussure - 75017 Paris - France).
(*) The aforementioned mandates are in force except for those whose date of expiration is expressly indicated.

PRINCIPAL POSITION HELD OUTSIDE THE COMPANY	FUNCTIONS AND MANDATES HELD OUTSIDE THE GROUP*	FUNCTIONS AND MANDATES HELD WITHIN THE GROUP*
	OUTSIDE FRANCE **Director of the English companies:** Butler Investment Managers Limited, Butler Management Limited, Almas Industries Ltd **Chairman of the Swiss company:** Nexis Fibers Holding **Chairman of the Supervisory Board of the German company:** Almas Industries AG SA **Corporate Manager of the Luxembourg limited liability company (SARL):** GP Lux Investissements **Director of the Belgian companies:** Econocom SA, Butler Industries Benelux SA	
	Permanent Representative of Amstar Entreprises on the Board of Directors of Butler Industries SA **Vice-Chairman of the Board of Directors and Director of Nxo Expansion SAS** **Vice-Chairman of the Supervisory Board of Nxo France SAS** **Chairman of the Board of Directors of Nxo Experts** **Director of Paradis Latin SA** **OUTSIDE FRANCE** **Representative of Ans Holding as Director of ANovo Comlink Espana SLU and Anovo Iberica Madrid SLU**	
	Chairman: ANS Holding SAS **Member of the Supervisory Committee:** Colfilm SAS	
Chairman of Zalis SAS (Toulouse)	**Chairman:** DSC8 SAS (Toulouse), YES HOLDING SAS (Paris) **Independent Director:** Moret Industrie **Corporate Manager:** SCI Cohen Investissements (Toulouse), SCI 43 St James (Toulouse)	
General Manager of Adelphos SAS (Neuilly-sur-Seine)	**Member of the Board of Directors:** Erda Accentus Association – education, research and artistic development (Paris)	
Visual artist	**Co-Corporate Manager:** SCI Sany (Saint Ouen) **Chairman:** Association Biennale de Paname (Paris), Atelier de Paname SAS (Paris)	**OUTSIDE FRANCE:** **Director:** International Gambling Systems SA (Belgium)
Lawyer	**Co-Corporate Manager:** SCI Alpilles 84	
Employee of Grand Casino de Lyon		

14.1.2 >MEMBERS OF THE EXECUTIVE BOARD

BOARD MEMBER IDENTITY, DATE AND PLACE OF BIRTH	DATE OF FIRST APPOINTMENT	EXPIRATION OF APPOINTMENT	PRINCIPAL POSITION HELD WITHIN THE COMPANY
FABRICE PAIRE BORN ON 10 OCTOBER 1969 IN MONTMORENCY (VAL D'OISE, FRANCE) 376 SHARES HELD	Supervisory Board Meeting held on 3 November 2008	30 October 2025	Chairman of the Executive Board
ARI SEBAG BORN ON 25 SEPTEMBER 1961 IN TIARET (ALGERIA) 5,682 SHARES HELD 0.06% OF THE SHARE CAPITAL	Supervisory Board Meeting held on 20 June 1996	30 October 2025	Member of the Executive Board

PRINCIPAL POSITION HELD OUTSIDE THE COMPANY	FUNCTIONS AND MANDATES HELD OUTSIDE THE GROUP*	FUNCTIONS AND MANDATES HELD WITHIN THE GROUP*
	Member of the Executive Committee: Mereal Biometrics SAS (Paris) **Corporate Manager:** SCI Haute Bourgeois (Paris), SCI Faroy Mu (Paris) **Director:** Ispar Holding SA (Switzerland)	**IN FRANCE:** **Chairman of the Executive Board of Groupe Partouche SA (with Executive Board and Supervisory Board)** **Chairman:** Ludica SAS (Paris) **Chairman, Director:** Compagnie pour le Développement du Tourisme Hyérois SAS, Partouche Technologies SAS (Tours), Société d'Exploitation du Casino et Hôtels de Contrexéville SAS, Société Touristique de La Trinité SAS (Paris) **General Manager, Director:** Partouche Interactive SA (Paris) **Deputy General Manager:** Partouche Spectacles et Évènements SAS (Paris), Compagnie Européenne de Casinos SAS (Paris) **Member of the Executive Committee:** SAS Partouche Images (Paris) **Director:** Le Touquet's SAS (Calais), Développement de la Baie de Kernic SAS (Plouescat), Casino de Pornichet SAS, Casino de Pornic SAS (Pornic), Société du Casino Municipal de Royat SAS, Société des Chemins de Fer et Hôtel de Montagne aux Pyrénées SA - "CHM" (Paris), Élysée Palace Expansion SA (Paris), Casino de La Grande-Motte SAS, Casino de Palavas SAS (Palavas-les-Flots), Pasino Bet SAS (La Grande-Motte), Grand Casino de Bandol SAS, Société du Golf de Divonne - "SGD" SAS (Divonne-les-Bains), Société du Grand Hôtel de Divonne - "SGHD" SAS (Divonne-les-Bains), SECN SAS (Paris), SECNN SAS (Paris) **Permanent Representative:** - Legal entity of Compagnie Européenne de Casinos SAS, Director of Casino de Coutainville SAS, of Le Miami SA (Andernos), and of Complexe commercial de La Roche-Posay SAS - Legal entity of Groupe Partouche SA, Director of Plombinoise de Casino SAS, Société d'Exploitation du Casino de la Rotonde SAS (Pléneuf-Val-André), Casino du Grand Café SAS (Vichy), Société du Casino du Palais de la Méditerranée SAS (Nice), Casino de Salies-de-Béarn SAS, Société d'Activités Thermales Hôtelières et de Loisirs - "Sathel" (La Tour de Salvagny), Société du Grand Casino de Gréoux-les-Bains SAS, Société du Casino d'Arcachon SAS, Société du Grand Casino de Cabourg SAS, Casino d'Evaux-les-Bains SAS, Grand Casino du Havre SAS, Casino de la Tremblade SAS, Cannes Centre Croisette SAS (Cannes), Société Touristique Thermale et Hôtelière de Divonne SA (Divonne-les-Bains), Société Forges Thermal SA (Forges-les-Eaux), Eden Beach Casino SA (Juan-les-Pins), Casino Le Lion Blanc SAS (Saint-Galmier), Société du casino de St Amand les Eaux SAS, Grand casino de Lyon SAS, Grand Casino d'Annemasse SAS, Jean Metz SAS (Berck-sur-Mer), Numa SAS (Paris), Société d'exploitation des Casinos de Divonne - "SECD" SAS (Divonne-les-Bains) - Legal entity of Groupe Partouche SA, Corporate Manager of SCI Rue Royale (Paris), SCI Hôtel Garden Pinède **Corporate Manager:** PSI SARL, Société du Casino de Bourbon Lancy SARL, Quarisma SARL (Paris), Partouche Tournois SARL (Paris), SCI du Casino de la Tremblade **Co-Corporate Manager:** Appolonia SARL (Antibes) **OUTSIDE FRANCE:** **Director:** Casino Kursaal Oostende SA (Belgium), CKO Betting SA (Belgium) **Deputy Director:** Belcasinos SA (Belgium), Casino de Chaudfontaine SA (Belgium) **Deputy Director, Member:** Cercle Privé du Casino de Spa (Belgium), Club Privé du Casino d'Ostende (Belgium)
Member of the Executive Board and General Manager of Financière Partouche SA	**Corporate Manager:** SCI Elisa (Paris) **General Manager:** Groupe Partouche Bahamas Limited	**IN FRANCE:** **Member of the Executive Board of Groupe Partouche SA (with Executive Board and Supervisory Board)** **General Manager and Member of the Executive Board of Financière Partouche SA (with Executive Board and Supervisory Board)** **Managing Director, Director:** Forges Thermal SA (Forges-les-Eaux) **Chairman, Director:** Casino de Coutainville SAS, Société du Casino et Bains de Mer de Dieppe SAS, Casino du Grand Café SAS (Vichy), Casino de Salies de Béarn SAS, Casino Le Lion Blanc SAS (Saint-Galmier), Casino Municipal de Royat SAS (Royat), Développement de la Baie de Kernic SAS (Plouescat), Casino de la Tremblade SAS, Casino d'Arcachon SAS, Grand Casino de Bandol SAS, Casino d'Evaux les Bains SAS, Numa SAS (Paris), Casino de Pornichet SAS, Société d'Exploitation du Casino de la Rotonde SAS (Val-André) **Chairman of the Board of Directors:** Le Miami SA (Andernos), Élysée Palace Hôtel SA (Paris) **Chairman:** Partouche Spectacles & Evénements SAS (Paris)

BOARD MEMBER IDENTITY, DATE AND PLACE OF BIRTH	DATE OF FIRST APPOINTMENT	EXPIRATION OF APPOINTMENT	PRINCIPAL POSITION HELD WITHIN THE COMPANY
ARI SEBAG BORN ON 25 SEPTEMBER 1961 IN TIARET (ALGERIA) 5,682 SHARES HELD 0.06% OF THE SHARE CAPITAL	Supervisory Board Meeting held on 20 June 1996	30 October 2025	Member of the Executive Board
KATY ZENOU BORN ON 6 AUGUST 1961 IN TIARET (ALGERIA) 9,969 SHARES HELD 0.1% OF THE SHARE CAPITAL	Supervisory Board Meeting held on 20 June 1996	30 October 2025	Member of the Executive Board
JEAN-FRANCOIS LARGILLIÈRE BORN ON 17 SEPTEMBER 1964 IN CHAUMONT-EN-VEXIN (60) (FRANCE)	Supervisory Board Meeting held on 30 October 2013	30 October 2025	Member of the Executive Board

PRINCIPAL POSITION HELD OUTSIDE THE COMPANY	FUNCTIONS AND MANDATES HELD OUTSIDE THE GROUP*	FUNCTIONS AND MANDATES HELD WITHIN THE GROUP*
Member of the Executive Board and General Manager of Financière Partouche SA	**Corporate Manager:** SCI Elisa (Paris) **General Manager:** Groupe Partouche Bahamas Limited	**Deputy General Manager, Director:** Grand Casino du Havre SAS **General Manager:** Partouche Immobilier SAS (Paris) **Director:** Société du Grand Casino de Cabourg SAS (Cabourg), Cannes Centre Croisette SAS (Cannes), Société Touristique de La Trinité (Paris), Partouche Technologies SAS (Tours), Le Touquet's SAS (Calais), Société du Casino de Saint-Amand SAS (Saint-Amand-les-Eaux), Plombinoise de Casino SAS (Plombières-les-Bains), Société de L'Élysée Palace SA (Paris), Société d'Activités Thermales Hôtelières et de Loisirs SA - "Sathel" (La Tour de Salvagny), Pasino Bet SAS (La Grande-Motte), Jean Metz SAS (Berck-sur-Mer), Société du Golf de Divonne - "SGD" SAS (Divonne-les-Bains), Société du Grand Hôtel de Divonne - "SGHD" SAS (Divonne-les-Bains), Grand Casino de Lyon SAS (Lyon)) **Corporate Manager:** Hôtel Cosmos SARL (Contrexéville), Grands Hôtels du Parc SARL (Contrexéville), Centre de formation professionnelle des casinos SARL - "CFPC" (Paris), Partouche Productions SARL (Paris), SCI Pietra Pornic (Paris), SCI Pietra St-Amand (Paris) **Member of the Executive Committee:** Partouche Images SAS (Paris) **Co-Corporate Manager:** Société Foncière de Vittel et Contrexéville SCI **Permanent Representative:** - of the legal entity Groupe Partouche SA, Director of Compagnie pour le Développement du Tourisme Hyérois SAS (Hyères), Casino de La Grand-Motte SAS, Casino de Pornic SAS, Société d'exploitation du Casino et Hôtels de Contrexéville SAS, Pleinair Casino SAS (La Ciotat) - of the legal entity Compagnie Européenne de Casinos SAS, Director of Société du Casino du Palais de la Méditerranée SAS (Nice) **OUTSIDE FRANCE:** **Chairman of the Board of Directors:** Casino de Chaudfontaine SA (Belgium), Club Privé du Casino d'Ostende (Belgium), Cercle Privé du Casino de Spa (Belgium) **Director:** Groupe Partouche International SA - "GPI" (Belgium), Casino Kursaal Oostende SA (Belgium), Belcasinos SA (Belgium) **Permanent Representative:** - of Groupe Partouche International SA, Director of Grand Casino de Djerba SA (Tunisia), Casino Kursaal Ostende SA (Belgium) and CKO Betting SA (Belgium) - Belcasinos SA, Chairman, Director of CKO Betting SA (Belgium) and of Casino Kursaal Ostende SA (Belgium)
Member of the Executive Board and General Manager of Financière Partouche SA		**IN FRANCE:** **Member of the Executive Board of Groupe Partouche SA (with Executive Board and Supervisory Board)** **General Manager and Member of the Executive Board of Financière Partouche SA (with Executive Board and Supervisory Board)** **Chairman:** Société du Grand Casino d'Annemasse SAS **General Manager, Director:** Société de L'Élysée Palace Hôtel SA (Paris) **Deputy General Manager and Director:** Casino du Touquet SAS (Le Touquet) **Director:** Numa SAS (Paris), Baratem SA (Le Touquet) until 23/10/2020 **Permanent Representative of the following legal entities:** - Groupe Partouche SA, Director of Société du Casino municipal de Royat SAS - Compagnie Européenne de Casinos SAS, Director of Société du Casino d'Arcachon SAS, and Compagnie pour le Développement du Tourisme Hyérois SAS **OUTSIDE FRANCE:** **Director:** Groupe Partouche International SA - "GPI" (Belgium)
		IN FRANCE: **Member of the Executive Board of Groupe Partouche SA (with Executive Board and Supervisory Board)** **Chairman, Director:** Casino de Palavas SAS (Palavas-les-Flots) **Director:** Le Miami SA (Andernos), Société Touristique Thermale et Hôtelière de Divonne SA - "STTH" (Divonne-les-Bains), Société d'exploitation du Casino de Divonne - "SECD" SAS (Divonne-les-Bains), Société du Golf de Divonne - "SGD" SAS (Divonne-les-Bains), Société du Grand Hôtel de Divonne - "SGHD" SAS (Divonne-les-Bains), Grand Casino de Bandol SAS, SECN SAS (Paris), SECNN SAS (Paris) **Co-Corporate Manager:** SCI Palavas Investissement (Palavas-les-Flots)

14.1.3 >TYPE OF FAMILY RELATIONSHIPS BETWEEN MEMBERS OF THE EXECUTIVE AND SUPERVISORY BOARDS

DIRECTION ▶	ISIDORE PARTOUCHE	PATRICK PARTOUCHE	SALOMÉ PARTOUCHE	WALTER BUTLER	DANIEL COHEN	LAURENT PARQUET	VERONIQUE FORNERI	CAROLINE TEXIER	ARI SEBAG	KATI ZENOU	FABRICE PAIRE	JEAN-FRANÇOIS LARGILLIÈRE
ISIDORE PARTOUCHE	-	Father	Grand father	-	-	-	-	-	Uncle	Uncle	-	-
PATRICK PARTOUCHE	Son	-	Father	-	-	-	-	-	Cousin	Cousin	-	-
SALOMÉ PARTOUCHE	Grand daughter	Daughter	-	-	-	-	-	-	Cousin	Cousin	-	-
WALTER BUTLER	-	-	-	-	-	-	-	-	-	-	-	-
DANIEL COHEN	-	-	-	-	-	-	-	-	-	-	-	-
LAURENT PARQUET	-	-	-	-	-	-	-	-	-	-	-	-
VERONIQUE FORNERI	-	-	-	-	-	-	-	-	-	-	-	-
CAROLINE TEXIER	-	-	-	-	-	-	-	-	-	-	-	-
ARI SEBAG	Nephew	Cousin	Cousin	-	-	-	-	-	-	Cousin	-	-
KATI ZENOU	Niece	Cousin	Cousin	-	-	-	-	-	Cousin	-	-	-
FABRICE PAIRE	-	-	-	-	-	-	-	-	-	-	-	-
JEAN-FRANÇOIS LARGILLIÈRE	-	-	-	-	-	-	-	-	-	-	-	-

14.1.4 >PROFESSIONAL EXPERIENCE

- **Isidore Partouche** arrived in France in 1965. In 1973 he took over the Saint-Amand casino, thus laying the foundations of a business that brought together his brothers and sisters. During the following years he carried out a succession of takeovers, acquisitions and creations of casinos in France. In 1995, Groupe Partouche was the first French casino operator to carry out an initial public offering on the stock market, giving credibility to an industry which had suffered image problems until then. As the Group's Chairman, in 1998 he inaugurated its first Pasino in Djerba, a concept incorporating a gaming and leisure centre that he created. The second Pasino, the biggest casino in France, was opened in 2001 in Aix-en-Provence. In 1999, he opened the first casino in a major French city, Le Pharaon in Lyon. In 2002, he launched a successful counter-offer, opposing Accor, by means of a Public Cash Offer for the CEC, which propelled his Group into the position of European leader..
- **Patrick Partouche** arrived in France in 1965. He terminated his university studies in 1982 to join the business founded by his father Isidore Partouche. He took on his first operational position in the group at age 25, when he was appointed General Manager of the Dieppe casino, and held this position from 1989 to 1993. In 1993, he became Managing Director of Casino Eden Beach in Juan-les-Pins. In 1998, he took part in the acquisition of the Carlton casino and of Palm Beach in Cannes, which he obtained the authorisation to open in August 2002. As General Manager of Groupe Partouche until 2004, he assumed responsibility for the Group's business in South East France and was also in charge of marketing, communication and new technologies. He focused particularly on strategic

issues and questions. He was Chairman of the Executive Board of Groupe Partouche from 31 January 2005 until 18 March 2011, when he was co-opted to the Supervisory Board, on which he serves Chairman.

- **Walter Butler** is a graduate of the ENA and head of the tax inspectorate. He is Chairman of Butler Capital Partners, which he founded in 1991. Over the last twenty years, Butler Capital Partners has invested in dozens of European companies including BDDP, Ipsos, Groupe Flo, SNCM, PSG, France Champignon, 1001 Listes, and Atys.
- Before founding Butler Capital Partners, Butler was Executive Director of Goldman Sachs in New York. He was Chairman of the AFIC, member of the French Council for Economic Analysis. He is a member of the steering committee of the French Strategic Investment Fund (FSI).
- **Daniel Cohen** has managed several medium-sized and large companies in the technology sector. He created several companies and subsidiaries where he managed growth, mergers and restructuring in preparation for stock exchange listing in the following sectors: video games, multimedia, computing, technology, media, audio-visual, and telecoms. These companies gave him the latitude to manage units from 10 to 500 employees. An expert in strategy and the founding chairman of Zalis, which he created at the end of 2001, he managed around 50 assignments, acquired a reputation in turning round ailing companies thanks to his expertise in risk management, regarding both technical and financial aspects.
- **Véronique Masi Forneri** opened a gallery in the Carré Rive Gauche after completing her studies in art history, where she built up an upmarket international clientele of collectors of 18th century French furniture. She quickly combined this with a decoration consulting business in France and abroad which enabled her to meet important decision-makers in the industrial and financial sectors. These contacts led her to take her career in a new direction, providing promotion and development activities in France and abroad through the finance company Adelphos SAS.
- **Salomé Partouche** is a multi-disciplinary artist. She did a preparatory course at the Ateliers de Sèvres in Paris and graduated with a Fine Arts degree specialising in video from Central Saint-Martins, part of the University of the Arts of London. She set up her workshop on returning to France. Growing up in the world of the games and entertainment business, she acquired a unique vision and awareness of the casino professions in which her family has made its fortune. She is continuing the family business into the third generation.
- **Caroline Texier**, a lawyer admitted to the bar of New York and Paris, is a partner in the mergers and acquisitions/corporate law department at DLA Piper. Her main areas of expertise are insolvency proceedings and debt restructuring. She also has considerable experience in international restructuring of companies in difficulty.
- **Fabrice Paire** has a degree in Internal Audit and Chartered Accountancy (equivalent) (University of Paris Dauphine). He started his career with an Audit and Advisory firm, where he became a partner. He was in charge of the statutory audits of many of Groupe Partouche's casinos. He joined the latter in 2001 as administrative manager. Patrick Partouche appointed him company secretary of the Group in 2005; he became Managing Director in 2008 and Chairman of the Executive Board of the Group in 2011.
- **Ari Sebag** has a degree in business law and tax (University Paris 1 - 1984). After spending three years with a law firm and an experience in audiovisual production, he joined Groupe Partouche in 1989 as General Manager of Forges-Les-Eaux Casino. As General Manager and member of the Executive Board of Groupe Partouche following its initial public offering in 1995, he focuses on international business development while assuming operating responsibility of the establishments in northwest France.
- **Katy Zenou** joined the gaming business before the end of her business studies degree as an employee in all departments. For over twenty years she has managed several casinos and provides a woman's perspective on this business, which is particularly important given the spectrum of the group's customer base.
- **Jean-François Largillière** has a degree from the Compiègne school of hotel management. He began his career at the Voile d'Or in Saint-Jean Cap Ferrat, then joined the Accor Group at the Grand Hôtel de Cabourg and completed several training programmes at the Académie Accor. He joined Groupe Partouche on the takeover of Européenne de Gestion Hôtelière (EGH) in February 1992 and served in several of the Group's hotel establishments, including the Mercure in Nancy, the Méridien Part-Dieu in Lyon and the Aquabella hotel in Aix-en-Provence. In November 2008, he became manager of the Domaine de Divonne hotel, a position he held until being appointed to the Executive Board of Groupe Partouche in November 2013. He is now the Group's Chief Operating Officer.

14.1.5 >ADDITIONAL INFORMATION

Each member of the Supervisory Board must own at least one share, with the exception of the employee representative.

14.1.6 >CONDEMNATIONS, BANKRUPTCIES, SANCTIONS, ETC.

To the best of the Company's knowledge, none of these people has been subject to the following during the five years prior to the date of registration of this document:

- condemnation for fraud;
- bankruptcy, sequestration of assets, liquidation as company officer, executive partner or CEO;
- prohibition by a court of law to act as a member of a management, executive or supervisory body of the issuer or participate in the management or the business operations of the issuer;
- incrimination and/or official public condemnation handed down by statutory or regulatory authorities (including designated professional bodies).

14.2 >CONFLICTS OF INTEREST WITHIN ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT

14.2.1 >INDEPENDENCE OF EXECUTIVE BODIES

The Company is not aware of any potential conflicts of interest between responsibilities towards the issuer of any of the members of the Executive Board, or members of the Supervisory Board and their private interests and/or other duties.

The Supervisory Board applies the five qualification criteria outlined by the Middlenext code for independent members of the Supervisory Board, namely that the member:

- is not an employee or corporate officer of the Company or of any other Group company, and has not been during the past five years;
- has no significant business relationship (client, supplier, competitor, service provider, creditor, or banker) with the Company or Group, and has not had such business relationship during the past two years;
- is not a reference shareholder of the Company and does not hold a significant percentage of voting rights;
- does not have any close relationship or family ties with a corporate officer or reference shareholder of the Company;
- has not been Statutory Auditor of the Company during the past six years.

It is stated that none of the members of the administrative, management and supervisory bodies are concerned by the provisions of Section 14.2 (arrangements or understandings entered into) of Annex I of Commission Regulation (EC) No. 809/2004.

Lastly, no restrictions have been accepted by any member of the management, executive or supervisory bodies in respect of the disposal, within a specific period, of their interest in the share capital of the issuer, aside from the partial lock-up commitment agreed upon with BCP, discussed in Section 18.5.

14.2.2 >TRANSACTIONS IN SECURITIES BY GROUPE PARTOUCHE SENIOR EXECUTIVES

Members of the Supervisory Board must own at least one share, with the exception of the employee representative. Otherwise, no restrictions have been accepted by any member of the management, executive or supervisory bodies in respect of the disposal, within the period of their ownership interest in the share capital of the issuer.

During the financial year under review and to date, no Executive Board or Supervisory Board members acquired any shares.

14.3 >INTERNAL RULES OF PROCEDURE FOR THE SUPERVISORY BOARD

The guiding principles governing the operation of the Supervisory Board are set out in the rules of procedure adopted on 27 October 2005 and last amended by the Supervisory Board on 28 January 2020.

ARTICLE 1. INTRODUCTION

Groupe Partouche SA (hereinafter "GPSA" or "the Company") is a French *société anonyme* with an Executive Board and a Supervisory Board.
The Supervisory Board, keen to continue to perform the duties assigned to it, and in accordance with the Middlenext code of corporate governance for small and mid-cap companies adopted by Groupe Partouche SA, decided to clarify and supplement the organisational and operational rules applicable to it by law, regulation and the Company's Articles of Association, and to clarify the ethical rules that apply to its members. To this end, the Supervisory Board decided to establish rules of procedure and ethical rules that also take into account the core principles of the Middlenext code of governance by which it abides, and to make arrangements for those rules to be implemented. These rules of procedure are purely internal in nature and may not be enforced against shareholders or third parties.

ARTICLE 2. ROLE OF THE SUPERVISORY BOARD

2.1. General duty of ongoing supervision

The Supervisory Board performs a permanent control of the way in which the Company is managed by the Executive Board. At any time, it may perform verifications and controls as it sees fit, and may receive any document from the Executive Board it deems useful to accomplish its mission. The Executive Board presents it with a report at least quarterly setting out key actions and events in connection with management of the Company, including all information needed to keep the Supervisory Board informed about the Company's business, as well as the interim financial statements. After the end of each financial year, within regulatory deadlines, the Executive Board submits the parent company and consolidated financial statements, together with its report to the Shareholders' Meeting, to the Supervisory Board for verification and review. The Supervisory Board presents its observations on the Executive Board's report and the annual parent company and consolidated financial statements at the Shareholders' Meeting. At that time, the Chairman presents a report on governance to the shareholders.

In accordance with the law and the Articles of Association, under no circumstances may this supervision result in the Supervisory Board or its members directly or indirectly undertaking management tasks or, more generally, involving themselves in the Company's management.

2.2. Verification of the proper exercise of executive power

For the sake of reasonable governance, the Supervisory Board is responsible for ascertaining whether the conditions are in place to ensure that the exercise of executive power by the Executive Board is free of any issues that might endanger the Company's long-term viability.

In other words, while executives are bound by an obligation to achieve a result in line with the proposed strategy, Supervisory Board members are bound by a best endeavours obligation to ensure that executive duties are discharged without deviations that might be harmful to the Company.

Supervision is thus undertaken as follows:

- Checking that there are no serious issues in the exercise of executive power, including the choice of strategic options likely to endanger the Company's long-term performance;
- Contributing to good governance by carrying out checks on four key points requiring special attention set out in the Middlenext code of corporate governance, defined as follows in respect of executive power: ability, separation, compensation and succession of senior management;
- Being accountable to the shareholders for their supervisory duties through the report on governance and their advice to the shareholders to approve the annual financial statements, and assuming the responsibilities pertaining thereto.

2.3. Limits on the Executive Board's powers

In accordance with Article L.225-68 of the French Commercial Code, all guarantees, security and warranties must be approved in advance by the Supervisory Board. Within the confines of the amounts determined by it, and subject to the conditions and for the duration stipulated by it, the Supervisory Board may authorise the Executive Board in advance to perform one of more of the transactions referred to above.

2.4. Review of key points requiring special attention

At least once a year, the Board includes on its agenda a review of the key points requiring special attention referred to in the Middlenext code of governance and any matters that may arise therefrom.

ARTICLE 3. COMPOSITION OF THE SUPERVISORY BOARD

The number of Supervisory Board members, at least 40% of whom must be women, is laid down in the Articles of Association.

Supervisory Board members are appointed or reappointed by the Shareholders' Meeting, with the exception of any Supervisory Board members who are employees.

The term of office served by Supervisory Board members is laid down in the Articles of Association.

Members' terms of office expire on a staggered basis.

The maximum age of Supervisory Board members is laid down in the Articles of Association. By default, no more than one third of serving Supervisory Board members may be over 85 years of age.

When this legal limit is exceeded, the oldest Supervisory Board member shall automatically be deemed to have stepped down, unless otherwise stipulated in the Articles of Association.

The Supervisory Board includes at least two independent members. A Supervisory Board member is deemed independent when he or she has no relationship of any kind with the Company, the group to which it belongs or its management such as might compromise his or freedom of judgement.

Supervisory Board members representing the employees and/or employee shareholders have the same status, powers, obligations and liabilities – both civil and criminal – as other members.

They are not subject to the requirement to own a number of shares of the Company, nor are they included when determining the minimum or maximum number of Supervisory Board members or the quota of women who sit on the Board.

They shall be offered suitable training to enable them to perform their duties as effectively as possible.

ARTICLE 4. STRATEGIC ORIENTATIONS

All important decisions pertaining to employment policies and labour-management relations as well as the strategic, economic, social, financial or technological orientations of the Company require the approval of the Supervisory Board, which also supervises their implementation by senior management.

The Group's medium-term orientations are laid down in the form of a strategic plan, a draft of which is prepared and presented by the Executive Board for approval and adoption by the Supervisory Board. This draft notably includes forecasts for the development of the Group's main operating and financial indicators. In conjunction with this strategic plan, the Executive Board presents an annual budget proposal.

The Executive Board is responsible for implementing the orientations of the strategic plan.

ARTICLE 5. INFORMATION PROVIDED TO THE MEMBERS OF THE SUPERVISORY BOARD

In addition to the agenda of each meeting, the members of the Supervisory Board are individually provided with sufficient documentation to ensure that their decisions may be made in full possession of the facts concerning each of the issues before the meeting.

At each meeting of the Supervisory Board, its Chairman informs all members of the significant facts and events affecting the business of the Group that have come to pass or have been brought to his attention since its last meeting.

ARTICLE 6. CONTROL BY THE SUPERVISORY BOARD

The Supervisory Board may be convened by the Chairman to hear a proposal in support of a control or verification mission. In all circumstances, the Supervisory Board considers the matter at hand as quickly as possible.

Should the Supervisory Board decide that the control or verification needs to be performed, it enters into discussions to determine the objective and the procedures to be followed and either carries out the mission itself or entrusts it to one of its committees, one of its members or a third party.

Should the Supervisory Board decide that the control or verification mission shall be performed by one of its members or by a third party, the mission is defined under the terms and conditions set forth in Article 7.

The Chairman determines the conditions for the execution of the control or verification mission. In particular, the necessary measures are taken to ensure that the conduct of the mission disturbs the Group's operations as little as possible. Where required, employees of the Group are invited to appear before the Supervisory Board.

The Chairman ensures that the information required for control or verification is provided to the party carrying out the mission.

Irrespective of the party performing the control or verification mission, the conduct of such a mission does not authorise this party to intervene in any manner whatsoever in the Group's business operations.

A report is presented to the Supervisory Board upon the conclusion of the control or verification mission. The Supervisory Board then determines the actions to be taken based on these conclusions.

ARTICLE 7. OPTION TO ENTRUST A MISSION TO A MEMBER OF THE SUPERVISORY BOARD

Should the Supervisory Board decide to entrust a mission to one (or several) of its members or to one (or several) third parties, it enters into discussions to define the main parameters of the mission. Where the party or parties entrusted with the mission are members of the Supervisory Board, they are not allowed to participate in any votes pertaining to these determinations.

On the basis of the Supervisory Board's decisions, a proposed mission letter is prepared under the direction of the Chairman, which includes the following elements:

- a statement of the precise objective of the mission;
- the desired format for the mission report.

ARTICLE 8. SUPERVISORY BOARD COMMITTEES

To support its missions and to undertake preparatory work for its meetings, the Supervisory Board has formed a number of committees.

In these Rules of Procedure, the Supervisory Board sets forth the roles and responsibilities of each of these committees. Each committee drafts proposals, prepares recommendations or issues opinions, as applicable, in its particular area of expertise. To achieve these ends, the committees may decide to commission studies as necessary to facilitate the deliberations of the Supervisory Board.

The Supervisory Board appoints the members and the Chairman of each committee. Committee members are expected to attend meetings in person, or if necessary by way of telecommunication or videoconferencing methods.

Each committee decides how often meetings take place at the registered office or any other location set by its Chairman, who convenes each meeting at least five calendar days before the meeting date. The Chairman of each committee also establishes the agenda for its meetings and forwards this information to the Chairman of the Supervisory Board.

To reach a quorum, at least half of the members of a committee need be present.

Each committee deliberates on the basis of a simple majority of its present or represented members.

The Chairman of each committee may decide to invite one or several external persons without voting rights to certain meetings. He informs the Chairman of the Supervisory Board of the names of the persons he wishes to invite to a meeting.

The referral procedure for matters to be handled by committees functions as follows:

- Each committee handles all matters falling within the area of expertise assigned to it by these rules of procedure and determines its own annual schedule;
- It may be referred by the Supervisory Board with any matter falling within its specific area of expertise, and each committee may request that the Chairman of another committee convene a meeting with a specific agenda.

Each committee may decide, if required, on its other operational procedures. On a regular basis, it ensures that, under the responsibility of its Chairman, its rules and operational procedures help the Supervisory Board take valid decisions on matters in its field of competence.

ARTICLE 9. AUDIT COMMITTEE

The Audit Committee is responsible for the internal management control procedures and the reliability and clarity of the information to shareholders, banks and markets.

The Audit Committee effects an annual and half-year examination of the financial statements and consolidated financial statements and periodically examines internal control procedures and more generally all the procedures for auditing accounting or management that are in force within the Group.

It also acts as an intermediary between the Supervisory Board and the Statutory Auditors of the Group, and reviews their audit reports.

It studies modifications of accounting standards applied in the preparation of financial statements, as well as any non-compliance with such standards.

Any event exposing the Group to a significant risk is referred by the Chairman of the Supervisory Board to the Audit Committee for its review.

The Audit Committee may request that an internal or external audit or survey be performed on any subject that it considers to be relevant to its mission. Should it decide that such an audit or survey is required, its Chairman notifies the Supervisory Board.

The expenses incurred for all missions of the Audit Committee, and in particular for surveys and audits performed, are paid by the company.

The Audit Committee may convene a meeting on any matter it considers to be relevant to its mission.

ARTICLE 10. APPOINTMENTS AND COMPENSATION COMMITTEE

The Appointments and Compensation Committee's task is to determine the remuneration of the members of the Executive Board, and to obtain, through the Executive Board, information relating to the remuneration and status of the Directors of the Group whose remuneration exceeds 120,000 euros. The committee does not determine the allocation methods for bonuses in advance.

ARTICLE 11. MEETINGS OF THE SUPERVISORY BOARD

Acting upon a proposal from its Chairman, each year the Supervisory Board decides upon the meeting calendar for the following year.

This meeting calendar includes the dates for regular meetings of Supervisory Board (meetings for 1st and 3rd quarter activity; the results for the 1st half-year; and the meeting preceding the Annual Shareholders' Meeting, etc.) and, on a provisional basis and subject to modification, the dates to be reserved by members of the Supervisory Board for possible special meetings.

The Chairman decides upon the agenda for each meeting of the Supervisory Board, which he communicates in a timely fashion and by all appropriate methods to all its members.

The documents required to ensure that decisions by members of the Supervisory Board on issues before the meeting included on the agenda received from the Chairman may be made in full possession of the facts are forwarded to the members of the Supervisory Board no less than 48 hours in advance of the meeting, with the exception of urgent matters or where there is a need to maintain complete confidentiality.

On the recommendation of its Chairman, the Supervisory Board may discuss urgent matters not included in the agenda received by members at any of its meetings.

ARTICLE 12. PARTICIPATION IN SUPERVISORY BOARD MEETINGS VIA VIDEOCONFERENCING

The Chairman is responsible for ensuring that reliable videoconferencing methods are made available to members of the Supervisory Board who do not reside in the Paris region or who live abroad, as well as to those who find themselves in distant locations for legitimate purposes, so as to allow them to participate in the meetings of the Supervisory Board.

Where the place that the Supervisory Board is convened is not the Company's registered office, the Chairman takes the necessary measures to ensure that the members of the Supervisory Board who have decided to attend the meeting can participate via the abovementioned means.

Members of the Supervisory Board who participate in meetings by way of videoconferencing or other telecommunication methods shall be deemed present when calculating the quorum and the majority.

The videoconferencing methods chosen must meet technical specifications guaranteeing effective participation in the meeting whose deliberations must be communicated without interruption. Should the equipment used not meet such specifications, the members in question shall not be deemed present and, in the absence of a quorum, the meeting of the Supervisory Board shall need to be adjourned.

The attendance register for the meetings of the Supervisory Board must mention, where applicable, which of its members have participated by way of videoconferencing.

In addition, the minutes of Supervisory Board meetings must indicate the names of members participating by way of videoconferencing.

The minutes must also note the occurrence of any technical incidents affecting a videoconferencing session when such an incident caused the meeting to be interrupted.

The preceding provisions are not applicable to the adoption of decisions of the nature specified under Article 9, Sections 1 and 3, of Act 83-675 of 26 July 1983, and under Articles L.225-47, L.225-53, L.225-55, L.232-1 and L.233-16 of the French Commercial Code.

ARTICLE 13. DUTY OF CONFIDENTIALITY IMPOSED UPON MEMBERS OF THE SUPERVISORY BOARD

The members of the Supervisory Board are required to maintain absolute secrecy with respect to the content of discussions and deliberations of the Supervisory Board and its committees as well as the information presented.

As a general rule, the members of the Supervisory Board are obliged to refrain from communicating outside the Company, and in particular to the press, in their capacities as members.

The Chairman brings to the attention of the members of the Supervisory Board the information to be released to the various markets, as well as the contents of press releases distributed for this purpose in the name of the Group.

In the event of a proven breach of confidentiality by one of the members of the Supervisory Board, following discussion with the Chairmen of all Committees assembled for this purpose, the Chairman of the Supervisory Board reports to the entire body on the course of action, potentially including legal consequences that he intends to pursue with respect to this breach.

ARTICLE 14. DUTY OF INDEPENDENCE IMPOSED UPON MEMBERS OF THE SUPERVISORY BOARD

In the performance of his or her duties, each member of the Supervisory Board must make decisions based on the Company's best interests and without regard to any other interests.

Each member of the Supervisory Board is required to inform the Chairman of any situation with the potential to create a conflict of interest between his or her personal interests and the interests of the company or of any of the Group's subsidiaries. Where appropriate, the Chairman requests the opinion of the Remuneration Committee. Based on the outcome of this procedure, it is the responsibility of the Supervisory Board member involved to take any action necessary, pursuant to applicable laws.

The members of the Supervisory Board must register the shares they hold in the Company upon their appointment as well as those they acquire while serving their term in office.

The members of the Supervisory Board inform the Chairman and the Autorité des Marchés Financiers (AMF) of any transactions involving shares in the Company to which they have been a party.

The members of the Supervisory Board must refrain from:

- carrying out any transaction involving shares in the Group while in possession of privileged information;
- engaging, either directly or indirectly, in any short selling of these shares.

The first prohibition applies in particular during the preparation and presentation of the Group's half-yearly, yearly and quarterly results.

It also applies exceptionally where the preparation of certain projects or operations justifies this prohibition.

The Chairman sets or confirms the start and end dates for the preparation periods mentioned and communicates these dates to the members of the Supervisory Board in a timely fashion.

The Chairman reports to the Supervisory Board on the measures taken to ensure that employees of the Group having access to information by virtue of their positions and/or participating as members of the teams involved in the operations concerned comply with these rules of procedure.

ARTICLE 15. RULES FOR DETERMINING BOARD MEMBERS' COMPENSATION

Supervisory Board members may receive compensation, the amount of which is decided by the shareholders voting at an Ordinary Shareholders' Meeting and the apportionment of which is decided by the Supervisory Board based on the amount of time dedicated to their duties, their attendance at meetings and, where applicable, their performance of certain specific duties.

Supervisory Board members to whom exceptional responsibilities are assigned may be allotted compensation in the form of either additional remuneration or specific exceptional compensation.

Supervisory Board members are entitled to reimbursement of all business expenses incurred in the performance of their duties, on presentation of receipts and in compliance with procedures in force within the company.

ARTICLE 16. EXECUTIVE BOARD COMPENSATION

The Supervisory Board (at the proposal of the Compensation Committee, where applicable) decides on the amount of fixed, variable and exceptional compensation payable to Executive Board members on an individual basis in line with each member's responsibilities.

ARTICLE 17. ENTRY INTO FORCE AND BINDING FORCE

These rules of procedure entered into force as of their adoption and may be amended by decision of the Board.

All or part of these rules of procedure shall be made public and accessible via the Company's website.

15

REMUNERATION AND BENEFITS

15.1 >AMOUNT OF REMUNERATION AND BENEFITS PAID

15.1.1 >REMUNERATION ALLOTTED TO THE EXECUTIVE AND SUPERVISORY BOARDS BY GROUPE PARTOUCHE SA

The total remuneration paid to the Executive and Supervisory bodies during the financial year ended 31 October 2020 amounted to €2,423,673.

15.1.2 >REMUNERATION OF COMPANY OFFICERS

A). SUMMARY OF THE REMUNERATION OF EACH SENIOR EXECUTIVE OFFICER

Pursuant to the provisions of Article L.225-102-1 of the French Commercial Code, all remuneration received from Groupe Partouche during the financial year ended 31 October 2020 is summarised in the table below on an individual basis:

FINANCIAL YEAR ENDED	31/10/2020		31/10/2019		31/10/2018	
	AMOUNTS DUE	AMOUNTS PAID	AMOUNTS DUE	AMOUNTS PAID	AMOUNTS DUE	AMOUNTS PAID
MEMBERS OF THE SUPERVISORY BOARD						
Patrick Partouche – Chairman of the Supervisory Board						
Fixed remuneration	518 085	518 085	518 085	518 085	518 085	518 085
Exceptional remuneration	118 050	118 050	-	-	-	-
Directors' fees	27 778	27 778	21 176	21 176	19 459	19 459
Benefits in kind*	6 915	6 915	6 915	6 915	6 915	6 915
TOTAL	**670 828**	**670 828**	**546 176**	**546 176**	**544 459**	**544 459**

FINANCIAL YEAR ENDED	31/10/2020		31/10/2019		31/10/2018	
	AMOUNTS DUE	AMOUNTS PAID	AMOUNTS DUE	AMOUNTS PAID	AMOUNTS DUE	AMOUNTS PAID
MEMBERS OF THE SUPERVISORY BOARD						
Isidore Partouche – Vice-Chairman of the Supervisory Board						
Fixed remuneration	120 000	120 000	120 000	120 000	120 000	120 000
Exceptional remuneration	-	-	-	-	-	-
Directors' fees	18 703	18 703	27 076	27 076	32 545	32 545
Benefits in kind	-	-	-	-	-	-
TOTAL	**138 703**	**138 703**	**147 076**	**147 076**	**152 545**	**152 545**
Salomé Partouche – Member of the Supervisory Board						
Fixed remuneration	-	-	-	-	-	-
Exceptional remuneration	-	-	-	-	-	-
Directors' fees	9 259	9259	14 118	14 118	16 216	16 216
Benefits in kind	-	-	-	-	-	-
TOTAL	**9 259**	**9 259**	**14 118**	**14 118**	**16 216**	**16 216**
Walter Butler – Member of the Supervisory Board						
Fixed remuneration	-	-	-	-	-	-
Exceptional remuneration	-	-	-	-	-	-
Directors' fees	-	-	-	-	6 486	6 486
Benefits in kind	-	-	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**	**6 486**	**6 486**
Laurent Parquet – Member of the Supervisory Board (BCP Representative)						
Fixed remuneration	-	-	-	-	-	-
Exceptional remuneration	-	-	-	-	-	-
Directors' fees	27 776	27 776	21 176	21 176	19 459	19 459
Benefits in kind	-	-	-	-	-	-
TOTAL	**27 776**	**27 776**	**21 176**	**21 176**	**19 459**	**19 459**
Daniel Cohen – Member of the Supervisory Board						
Fixed remuneration						
Exceptional remuneration	-	-	-	-	-	-
Directors' fees	23 148	23 148	21 176	21 176	16 216	16 216
Benefits in kind	-	-	-	-	-	-

FINANCIAL YEAR ENDED	31/10/2020		31/10/2019		31/10/2018	
	AMOUNTS DUE	AMOUNTS PAID	AMOUNTS DUE	AMOUNTS PAID	AMOUNTS DUE	AMOUNTS PAID
MEMBERS OF THE SUPERVISORY BOARD						
Véronique Masi Forneri – Member of the Supervisory Board						
Fixed remuneration	-	-	-	-	-	-
Exceptional remuneration	-	-	-	-	-	-
Directors' fees	13 889	13 889	10 588	10 588	6 486	6 486
Benefits in kind	-	-	-	-	-	-
TOTAL	**13 889**	**13 889**	**10 588**	**10 588**	**6 486**	**6 486**
Caroline Texier – Member of the Supervisory Board (replacing Gaston Ghrenassia)						
Fixed remuneration	-	-	-	-	-	-
Exceptional remuneration	-	-	-	-	-	-
Directors' fees	18 519	18 519	17 647	17 647	16 216	16 216
Benefits in kind	-	-	-	-	-	-
TOTAL	**18 519**	**18 519**	**17 647**	**17 647**	**16 216**	**16 216**
MEMBERS OF THE EXECUTIVE BOARD						
Fabrice Paire – Chairman of the Executive Board						
Fixed remuneration	420 000	420 000	420 000	420 000	420 000	420 000
Exceptional remuneration	105 000	105 000	-	-	-	-
Benefits in kind*	11 570	11 570	11 389	11 389	8 959	8 959
TOTAL	**536 570**	**536 570**	**431 389**	**431 389**	**428 959**	**428 959**
Ari Sebag – Member of the Executive Board, General Manager						
Fixed remuneration	402 583	402 583	402 583	402 583	402 583	402 583
Exceptional remuneration	-	-	-	-	-	-
Benefits in kind*	8 599	8 599	8 528	8 528	8 445	8 445
TOTAL	**411 182**	**411 182**	**411 110**	**411 110**	**411 028**	**411 028**
Katy Zenou – Member of the Executive Board, General Manager						
Fixed remuneration	359 542	359 542	283 424	283 424	232 242	232 242
Exceptional remuneration	-	-	-	-	-	-
Benefits in kind	1 098	1 098	1 098	1 098	1 098	1 098
TOTAL	**360 639**	**360 639**	**284 522**	**284 522**	**233 340**	**233 340**

FINANCIAL YEAR ENDED	31/10/2020		31/10/2019		31/10/2018	
	AMOUNTS DUE	AMOUNTS PAID	AMOUNTS DUE	AMOUNTS PAID	AMOUNTS DUE	AMOUNTS PAID
MEMBERS OF THE EXECUTIVE BOARD						
Jean-François Largillière – Member of the Executive Board						
Fixed remuneration	199 500	199 500	186 000	186 000	186 000	186 000
Exceptional remuneration	-	-	-	-	-	-
Benefits in kind*	13 659	13 659	7 267	7 267	4 127	4 127
TOTAL	**213 159**	**213 159**	**193 267**	**193 267**	**190 127**	**190 127**

** Benefits in kind for Patrick Partouche are in respect of insurance, those for Ari Sebag are in respect of insurance and accommodation, those for Fabrice Paire are in respect of membership in the GSC social security regime for company managers, and those for Jean-François Largillière are in respect of his membership in the GSC social security regime for company managers and his company car.*

All the components of compensation are fixed amounts.

Tables No. 4, 5, 6, 7, 8, 9 and 10 specified in Appendix 2 of Position/Recommendation No. 2014-14 of the French Financial Market Authority (AMF) do not apply.

B). SHARE SUBSCRIPTION OR PURCHASE OPTIONS AWARDED DURING THE FINANCIAL YEAR TO EACH SENIOR EXECUTIVE OFFICER BY THE ISSUER AND/OR ANY OTHER SUBSIDIARY

Company officers have not in the past benefited from – and do not currently benefit from – any share subscription or purchase options.

C). PERFORMANCE SHARES AWARDED TO EACH SENIOR EXECUTIVE OFFICER

Company officers have not in the past benefited from – and do not currently benefit from – any performance shares.

D). EMPLOYMENT CONTRACTS, SPECIFIC RETIREMENT PLANS, SEVERANCE PAYMENTS AND NON-COMPETITION CLAUSE FOR SENIOR EXECUTIVE OFFICERS

	EMPLOYMENT CONTRACT		COMPLEMENTARY RETIREMENT PLAN		INDEMNITIES OR ADVANTAGES DUE OR LIKELY TO BE DUE UPON DEPARTURE OR CHANGE OF POSITION		INDEMNITIES RELATED TO A NON-COMPETITION CLAUSE	
	YES	NO	YES	NO	YES	NON	YES	NO
SUPERVISORY BOARD								
Patrick Partouche		X		X		X		X
Chairman of the Supervisory Board First appointment: 18 March 2011 End of office: 31 October 2025								
Isidore Partouche		X		X		X		X
Vice-Chairman of the Supervisory Board First appointment: 20 June 1996 End of office: 31 October 2025								
Salomé Partouche (replacing Hubert Benhamou)		X		X		X		X
Member of the Supervisory Board First appointment: 13 December 2016 End of office: 31 October 2022								

	EMPLOYMENT CONTRACT		COMPLEMENTARY RETIREMENT PLAN		INDEMNITIES OR ADVANTAGES DUE OR LIKELY TO BE DUE UPON DEPARTURE OR CHANGE OF POSITION		INDEMNITIES RELATED TO A NON-COMPETITION CLAUSE	
SUPERVISORY BOARD								
Walter Butler		X		X		X		X
Member of the Supervisory Board First appointment: 29 April 2011 End of office: 31 October 2022								
Laurent Parquet		X		X		X		X
Member of the Supervisory Board First appointment: 13 September 2016 End of office: 31 October 2022								
Daniel Cohen		X		X		X		X
Member of the Supervisory Board First appointment: 13 December 2011 End of office: 31 October 2025								
Véronique Masi Forneri		X		X		X		X
Member of the Supervisory Board First appointment: 24 April 2014 End of office: 31 October 2025								
Caroline Texier (replacing Gaston Ghrenassia)		X		X		X		X
Member of the Supervisory Board First appointment: 27 June 2017 End of office: 31 October 2025								
EXECUTIVE BOARD								
Fabrice Paire*	X			X		X		X
Chairman of the Executive Board First appointment: 3 November 2008 End of office: 30 October 2025								
Ari Sebag		X		X		X		X
Member of the Executive Board / General Manager First appointment: 20 June 1996 End of office: 30 October 2025								
Katy Zenou		X		X		X		X
Member of the Executive Board / General Manager First appointment: 20 June 1996 End of office: 30 October 2025								
Jean-François Largillière		X		X		X		X
Member of the Executive Board First appointment:30 October 2013 End of office: 30 October 2025								

* *Pre-existing employment contract with Groupe Partouche SA.*

15.1.3 >DIRECTORS' FEES PAID TO THE MEMBERS OF THE SUPERVISORY BOARD

For the 2019-20 financial year, €125,000 in directors' fees was allocated by Groupe Partouche to the members of the Supervisory Board and paid in full to beneficiaries in October 2020.

15.2 >TOTAL AMOUNTS SET ASIDE OR ACCRUED BY THE ISSUER OR ITS SUBSIDIARIES TO PROVIDE PENSION, RETIREMENT OR SIMILAR BENEFITS

The total amount set aside in respect of retirement benefits for the past financial year for all persons listed in Section 14.1 was €21,250.

16

OPERATION OF DIRECTORS' AND EXECUTIVE BODIES

16.1 >APPOINTMENTS OF DIRECTORS AND EXECUTIVE COMPANY OFFICERS

Supervisory Board:

- The appointments of Isidore Partouche, Patrick Partouche, Daniel Cohen, Caroline Texier and Véronique Masi Forneri will expire at the end of the Annual Shareholders' Meeting convened to approve the financial statements for the financial year ended 31 October 2025;
- The appointments of Walter Butler, Butler Capital Partners (represented by Laurent Parquet), and Salomé Partouche will expire at the close of the Annual General Meeting convened to approve the financial statements for the financial year ending 31 October 2022;
- The term of office of the employee representative appointed to serve for two years by the Central Company Committee will expire at the conclusion of the Annual Shareholders' Meeting convened to approve the financial statements for the year ended 31 October 2021.

Executive Board:

The appointments of members Fabrice Paire, Ari Sebag, Jean-François Largillière and Katy Zenou expired on 30 October 2019, and all of them were reappointed on the same date by decision of the Supervisory Board on 10 September 2019 for a further six-year term of office expiring on 30 October 2025.

16.2 >SERVICE CONTRACTS PROVIDING FOR FUTURE BENEFITS

Please refer to the special report of the Statutory Auditors on regulated agreements and commitments in Section 19.

>RELATIONS WITH FINANCIÈRE PARTOUCHE SA

Financière Partouche SA holds 6,433,585 shares (i.e. 68.83%) of the 9,627,034 shares with a par value of €20 each that make up Groupe Partouche SA's share capital.

Financière Partouche is a company with an Executive Board and a Supervisory Board chaired by Isidore Partouche, which has entered into the centralised cash pooling agreement concluded between Group companies and Groupe Partouche SA.

>SERVICE CONTRACTS INVOLVING ISPAR HOLDING SA

Ispar Holding SA, which is controlled and chaired by Isidore Partouche, provides assistance and advisory services to the Group's casinos in Switzerland. It holds 392,427 shares in the Company, representing 4.08% of the share capital.

>SERVICE CONTRACTS INVOLVING SHAL & CO SA

Shal & Co, a company controlled and chaired by Hubert Benhamou, entered into a management consultancy agreement with Groupe Partouche for some of its subsidiaries.

Except for the information provided here above and as provided in 16.2 of Annex I of Commission Regulation (EC) No. 809/2004, there are no other service contracts entered into by members of the administrative, management or supervisory bodies of the issuer or of any of its subsidiaries providing for benefits upon termination of such a contract.

16.3 >EXECUTIVE AND SUPERVISORY BOARDS

16.3.1 >EXECUTIVE BOARD

See Articles 16 to 19 of the Articles of Association.

>COMPOSITION OF THE EXECUTIVE BOARD

Fabrice Paire : Chairman

Ari Sebag: member

Katy Zenou: member

Jean-François Largillièr: member

>MEETINGS OF THE EXECUTIVE BOARD

During the financial year ended 31 October 2020, the Executive Board met five times at the company's registered office. The average attendance rate was around 95%.

It has so far met twice since the balance sheet date.

>FUNCTIONING OF THE EXECUTIVE BOARD

As provided by Article 18.1 of the Articles of Association, the Executive Board's decisions are taken based on the majority of the votes of its members. Voting by proxy is prohibited. In the event of a tie, the Chairman casts the deciding vote.

For more information, please refer to Section 21.2.2 of this document..

>MAIN WORK PERFORMED IN FINANCIAL YEAR 2020

The meetings of the Executive Board during the financial year ended 31 October 2020 were concerned with the preparation and presentation of the detailed activity reports submitted to the Supervisory Board at the end of quarterly, half-yearly and annual periods. These reports allow the Supervisory Board to completely fulfil its role.

>MEETINGS TO REVIEW THE ACCOUNTS:

- Quarterly financial information: 9 December 2019 (Q4 2019), 9 March 2020 (Q1 2020), 6 July 2020 (Q2 2020), 7 September 2020 (Q3 2020); after the balance sheet date, 7 December 2020 (Q4 2020);
- Interim consolidated accounts: 6 July 2020;
- Annual financial statements: 20 January 2020 (approval of the 2019 financial statements); after the balance sheet date: 18 January 2021 (approval of the 2020 financial statements).

16.3.2 >SUPERVISORY BOARD

See Articles 20 to 23 of the Articles of Association.

>COMPOSITION OF THE SUPERVISORY BOARD

Supervisory Board:

Patrick Partouche: Chairman

Isidore Partouche: Vice-Chairman

Walter Butler: member

Butler Capital Partners: member permanently represented by Laurent Parquet

Daniel Cohen: member

Salomé Partouche: member

Véronique Masi Forneri: member

Caroline Texier : member

Philippe Perrin: member representing the employees

>OPERATION OF THE SUPERVISORY BOARD

Please refer to Section 21.2.2 of this document.

>MEETINGS OF THE SUPERVISORY BOARD

During the financial year ended 31 October 2020, the Supervisory Board met six times. The average attendance rate was over 90%.

It has so far met twice since the balance sheet date.

>PREPARATORY WORK IN ADVANCE OF SUPERVISORY BOARD MEETINGS

Supervisory Board members receive accounting documents and, in general, all documents relating to the items on the agenda for the Board meeting, eight days before the meeting, on average.

>EVALUATION OF SUPERVISORY BOARD MEMBERS

Methods used by the Group to evaluate the performance of Supervisory Board members, in line with the recommendations of the Viénot report, aim above all to provide assurance to shareholders that Supervisory Board members have the skills and expertise necessary to carry out their responsibilities. This is one of the chief concerns of the Chairman of the Supervisory Board and dovetails with the working methods applied within the Group.

Certain members of the Supervisory Board, such as Isidore Partouche and Patrick Partouche, have over 30 years' experience and a genuine expertise in the casino sector; others, such as Walter Butler, Daniel Cohen and Laurent Parquet (permanent representative of BCP), have genuine expertise in development and investment, financial strategy and risk management; others, such as Véronique Forneri and Salomé Partouche, have genuine artistic expertise; lastly, Caroline Texier has significant expertise in corporate law.

The Supervisory Board evaluates the performance of its members once a year. During the financial year under review, this evaluation was on the agenda of the meeting on 8 September 2020 and did not identify any failings with the potential to adversely impact the Company.

The Supervisory Board determines, where applicable, Executive Board members' variable compensation based on a variety of predetermined demanding and specific performance criteria, submitted ex ante for approval by the Ordinary Shareholders' Meeting.

>MAIN WORK PERFORMED IN FINANCIAL YEAR 2020

At its meetings, the Supervisory Board focused first and foremost on reviewing the activity reports submitted to it by the Executive Board at the end of each quarter, and on the parent company and consolidated financial statements submitted at the end of each half-year and full year. The Chairman of the Executive Board was often invited to attend these meetings to receive additional information and answers to any questions deemed necessary.

The Supervisory Board was thus able to completely fulfil its role.

>DURING THE FINANCIAL YEAR, THE SUPERVISORY BOARD REVIEWED THE EXECUTIVE BOARD'S REPORTS ON THE FOLLOWING:

- Quarterly business activity: 10 December 2019 (business activity in Q4 2019), 10 March 2020 (business activity in Q1 2020), 9 June 2020 (business activity in Q2 2020), 8 September 2020 (business activity in Q3 2020); after the balance sheet date, 8 December 2020 (business activity in Q4 2020);
- Interim consolidated financial statements: 15 July 2020;
- The annual financial statements for financial year 2019: 28 January 2020; and, after the balance sheet date, the annual financial statements for financial year 2020: 26 January 2021.

>THE SUPERVISORY BOARD ALSO:

10 December 2019:

- Heard the Chairman of the Executive Board's presentation of his strategy for financial year 2020/2021 as well as a brief presentation of the provisional budget;
- Authorised the Executive Board to sign a lease with a subsidiary and enter into a commitment with a third party to ensure that the Company would retain at least 51% of the share capital of said subsidiary;
- Authorised the Executive Board to sell a studio located in Paris once the property has been appraised by an expert;
- Granted an exceptional bonus to the chairmen of the Executive Board and the Supervisory Board for having arranged the early withdrawal from the safeguard plan set up for the Company.

28 January 2020:

- Heard the report of the Audit Committee, following its meeting on 21 January 2020, on the parent company and consolidated financial statements for 2019,
- Continued to hear the Chairman of the Executive Board's presentation of his strategy and the provisional budget for the financial year 2019/2020;
- Reviewed agreements subject to the provisions of Article L.225-86 of the French Commercial Code;
- Prepared its report to the Shareholders' Meeting containing the Board's observations on the Executive Board's management report;
- Prepared its report on corporate governance;
- Prepared its report to the Shareholders' Meeting on the policy and criteria for determining compensation paid to senior executives;
- Updated the Supervisory Board's internal rules to bring them in line with the provisions of the PACTE law, which has entered into force in France;
- Authorised the Executive Board to provide the Company's guarantee that it would honour leases arranged by its subsidiaries should they fail;
- Authorised the Executive Board to enter into a supplemental agreement subject to the provisions of Article L.225-86 of the French Commercial Code;
- Approved an increase in remuneration for two Executive Board members.

8 September 2020:

- Discussed the functioning of the Supervisory Board and assessed the performance of the Group's senior executives;
- Decided upon the apportionment of directors' fees;
- Extended the authorisation given to the Executive Board to issue sureties and guarantees on behalf of the Company to Group companies (Article R.225-53 of the French Commercial Code);
- Adopted the charter on regulated agreements and the procedures for the assessment of non-regulated agreements entered into both in the ordinary course of business and on an arm's length basis;
- Authorised the Executive Board to issue a joint and several guarantee covering the repayment of the loan granted to one of its subsidiaries.

>AFTER THE BALANCE SHEET DATE, THE SUPERVISORY BOARD MET TWICE TO CONDUCT THE FOLLOWING ITEMS OF BUSINESS:

8 December 2020:

- Heard the Chairman of the Executive Board present his strategy and the key points of the provisional budget for financial year 2021.

26 January 2021:

- Reviewed the annual parent company and consolidated financial statements for the financial year ended 31 October 2020;
- Reviewed the Executive Board's management report, and the draft resolutions to be submitted for the approval of the forthcoming Shareholders' Meeting;
- Heard the Chairman of the Executive Board on the parent company and consolidated financial statements for the year and his strategy and the presentation of the provisional budget for the financial year 2021;
- Heard the observations of the Chairman of the Audit Committee, following its meeting on 19 January 2021, on the parent company and consolidated financial

statements for the year ended 31 October 2020;
- Reviewed agreements subject to the provisions of Article L.225-86 of the French Commercial Code;
- Discussed policy on and criteria for determining compensation paid to executive officers of the company;
- Drew up the report containing the observations of the Supervisory Board on the Executive Board's management report;
- Prepared its report for the Ordinary Shareholders' Meeting on corporate governance;
- Prepared its report for the Supervisory Board on the policy and criteria for determining compensation paid to senior executives.

16.3.3 >SUPERVISORY BOARD COMMITTEES

With effect from 8 June 2011, the Supervisory Board has had two standing committees – the Audit Committee and the Appointments and Compensation Committee – and temporary committees formed as and when deemed necessary in light of specific circumstances and dissolved when their purpose is no longer relevant. No temporary committees were created during the year.

>THE AUDIT COMMITTEE

The Audit Committee has three members: Patrick Partouche, Chairman; Daniel Cohen, independent member; and BCP, represented by Laurent Parquet.

This committee has met regularly since it was formed.

In particular, in the past financial year, it met twice, on 21 January 2020 (review of the annual financial statements for financial year 2019) and on 7 June 2020 (review of the interim consolidated financial statements); moreover it met once, after the balance sheet date, on 19 January 2021 with the Statutory Auditors, to verify the annual parent company and consolidated financial statements and to assess, at the close of the 2020 financial year, the process of preparing financial reporting and the effectiveness of the internal control and risk management procedures in place within the Group.

The committee's members also verified that the Statutory Auditors were independent and had fulfilled their engagement.

>THE APPOINTMENTS AND COMPENSATION COMMITTEE

The Appointments and Compensation Committee has three members: its Chairman, Isidore Partouche; Walter Butler; and Patrick Partouche. This committee is tasked with preparing and submitting to the Board its opinion on proposed executive compensation of any kind, as well as on changes pertaining to management personnel within the Group whose compensation exceeds €120,000 a year.

The Appointments and Compensation Committee did not meet during the financial year.

16.4 >COMPLIANCE WITH CORPORATE GOVERNANCE PRACTICES

Groupe Partouche SA refers to Middlenext's corporate governance code for small and medium-sized French listed companies issued in September 2016.

Since the Extraordinary Shareholders' Meeting of 20 June 1996, the Company has been governed by an Executive Board and a Supervisory Board.

The decision to adopt this structure was made in order to ensure compliance with principles of corporate governance that have since been adopted under French law. Moreover, recent developments in the legal framework have further reinforced transparency requirements.

This dual structure encourages a clear separation between, on the one hand, the functions of the Company's operational management, which is carried out by the four members of the current Executive Board, and on the other hand, the control function, which is permanently exercised by a Supervisory Board, at present consisting of eight members, not including the employee representative.

It should also be noted that the Supervisory Board meets very frequently in person or by way of videoconferencing methods, with an attendance rate of over 90%. Its members review all necessary documents and information obtained in advance of Supervisory Board meetings, during which each item on the agenda is discussed in detail.

Moreover, as advocated by the AMF's terms of reference for the implementation of corporate governance principles for small- and mid-cap companies, since October 2005 the Company has applied a set of internal rules (see Section 14.3) that governs the procedures to be followed by the Supervisory Board and sets out the duties of its members. This was most recently amended by decision of the Supervisory Board on 28 January 2020 to bring it into compliance with newly applicable legal and regulatory provisions.

At its meeting of 10 December 2013, the Supervisory Board adopted the following eligibility criteria for independent members:
- is not an employee or corporate officer of the Company or of any other Group company, and has not been during the past three years;
- is not a client, supplier or banker, in a material sense, of the Company or Group, or for which the Company or Group represents a significant proportion of its business;
- is not a reference shareholder of the Company;
- does not have any close family ties with a corporate officer or reference shareholder of the company;
- has not been an auditor of the Company during the past three years.

During the financial year under review and to date, three members of the Supervisory Board – Véronique Forneri, Caroline Texier and Daniel Cohen – met these criteria.

>TABLE SUMMARISING COMPLIANCE WITH THE MIDDLENEXT CORPORATE GOVERNANCE CODE

	RECOMMENDATIONS	GROUPE PARTOUCHE
EXECUTIVE POWER	Appropriate skills	**Yes:** multiple complementary skills
	Executives not isolated	**Yes:** Executive Board
	Level and type of compensation	**In line with recommendations** No severance benefits No supplementary pension No share options or bonus shares No variable compensation
EXECUTIVE POWER	Combining employment contracts with corporate office: left to the discretion of the Supervisory Board	**A reasoned yes:** Fabrice Paire, Chairman of the Executive Board, was Chief Administrative Officer from 2001 to 2005, after which he was corporate secretary. In light of his experience and in the interests of the Company, he retained his employment contract after being appointed to the Executive Board; in any event, his duties in the two positions he holds are completely separate, as reiterated by the Supervisory Board on 25 June 2013. Executive Board member Jean-François Largillière joined Groupe Partouche in February 1992 when the Group bought out EGH. He has managed various of the Group's hotels, including Grand Hôtel de Divonne from 2008 to 2013, when he was appointed to the Executive Board. In the company's interest, he has also acted as Operations Director since that date, a role that is completely separate from his duties within the Executive Board.
SUPERVISORY POWER	Internal rules	All recommendations followed apart from that on the rules for determining compensation; there is, however, an Appointments and Compensation Committee.
	Compliance	All recommendations followed
	Composition of the Supervisory Board: At least two independent members	Yes, there have been three since 1 January 2014: Véronique Forneri, Caroline Texier and Daniel Cohen
	Choice of members Prior communication of experience and skills	Yes
	Terms of office: appropriate to the Company's specific circumstances, subject to the limitations laid down in law	Yes
	nformation provided to the members of the Supervisory Board	In line with recommendations
	Number and frequency of meetings	In line with recommendations
SUPERVISORY POWER	Formation of committees No obligation for committees other than the Audit Committee. Option of forming an Audit Committee or convening the Board to perform the duties of the Audit Committee.	Two standing committees: ▪ Appointments and Compensation ▪ Audit, with one independent member since 1 January 2014
	Assessment of the Board's work	In line with recommendations
	Compensation	In line with recommendations: ▪ No severance benefits ▪ No supplementary pension ▪ No share options or bonus shares ▪ No variable compensation (bonuses)
	Corporate officers' obligations in respect of number of shares and multiple directorships	In line with recommendations
"SOVEREIGN" POWER	No specific recommendations	Compliance with key points requiring special attention

As the above table shows, Groupe Partouche is compliant with all the recommendations of the Middlenext corporate governance code with the exception of not combining employment contracts with corporate office.

Moreover, the Supervisory Board consists of eight members, three of them women, not including the employee representative.

Three of its members qualify as independent under the criteria set out in the Middlenext code used by the Supervisory Board.

The Supervisory Board's committees include in particular two standing committees – the Audit Committee and the Appointments and Compensation Committee – together with temporary committees as and when deemed necessary (see Sections 14.3 and 16.3.3 and Articles 5, 6 and 7 of the Board's internal rules).

Furthermore, all committee members have genuine expertise in the areas of corporate governance, financial information and risk management, acquired while serving in their previous positions either within the Company or within other companies where they currently hold or formerly held key positions for a number of years. At all times, they carry out their work in accordance with the guidelines contained in the AMF report issued on 22 July 2010.

16.5 >OTHER SIGNIFICANT ITEMS WITH RESPECT TO CORPORATE GOVERNANCE, PROCEDURES AND INTERNAL CONTROL

>SUPERVISORY BOARD'S REPORT ON CORPORATE GOVERNANCE

To the Shareholders,

In accordance with the provisions of Article L.225-68 of the French Commercial Code, the Supervisory Board must present a report on corporate governance at the Shareholders' Meeting. In particular, this report sets out the remuneration policy for the company officers as well as details of their remuneration in respect of the financial year ended 31 October 2020, together with information on the Supervisory Board's membership and operating procedures. The report also includes the Supervisory Board's observations on the Executive Board's report and on the financial statements for the year ended 31 October 2020.

I>GOVERNANCE

A>SUPERVISORY BOARD

For more detailed information about the Supervisory Board in connection with sections 1 to 3 below, please refer to Sections 14.1.1, "Supervisory Board", 14.3, "Supervisory Board rules", 16.3.2, "The Supervisory Board" and 16.4, "Compliance of corporate governance practices" in the 2020 Annual Report.

None of the Supervisory Board members' terms of office are due to expire.

1>COMPOSITION OF THE SUPERVISORY BOARD

>MEMBERS OF THE SUPERVISORY BOARD

NAMES OF MEMBERS OF THE SUPERVISORY BOARD	CORPORATE OFFICE HELD	EXPIRATION OF APPOINTMENT
Patrick PARTOUCHE	Chairman	31/10/2025
Isidore PARTOUCHE	Vice-Chairman	31/10/2025
Walter BUTLER	Member	31/10/2022
SA BUTLER CAPITAL PARTNERS Represented by Laurent Parquet	Member	31/10/2022
Daniel COHEN	Member	31/10/2025
Salomé PARTOUCHE	Member	31/10/2022
Véronique FORNERI	Member	31/10/2025
Caroline TEXIER	Member	31/10/2025
Employee representative – Appointed by the Group Works Council	Member	01/04/2021

1.1>LIST OF SUPERVISORY BOARD MEMBERS' OFFICES AND DUTIES

A list of all offices held and duties performed in any company by each member of the company's Supervisory Board is set out in Section 14.1.1 of the 2020 Annual Report.

1.2>GENDER REPRESENTATION

With three women and five men on its Board, the company complies with the provisions of Act 2011-103 on balanced gender representation on boards of directors and supervisory boards and workplace gender equality.

1.3>INDEPENDENT MEMBERS

To be eligible to serve as an independent member, an individual must be both competent and independent:

Competence

An independent member must have the experience and expertise needed to fully and effectively perform his or her duties on the Supervisory Board and any committees on which he or she might sit.

Independence

An independent member must meet a number of requirements demonstrating that he or she is independent of the company, its shareholders and its senior executives.

2>RESPONSIBILITIES OF THE SUPERVISORY BOARD

(see paragraph 16.3.2 of this Universal Registration Document)

The Supervisory Board meets as often as the interests of the Company dictate, and in any event at least six times a year. During the financial year ended 31 October 2020, the Supervisory Board met six times, with an average attendance rate of over 90%.

The Supervisory Board performs a permanent control of the way in which the Company is managed by the Executive Board. At any time, it may perform verifications and controls as it sees fit, and may receive any document it deems useful to accomplish its mission.

The Supervisory Board's deliberations are officially established by minutes kept in a special record filed at the Company's registered office.

3>CONDITIONS UNDER WHICH THE SUPERVISORY BOARD'S WORK IS PREPARED AND ORGANISED

3.1>PRINCIPLES

Having familiarised itself with the corporate governance code for small and mid-cap companies published by Middlenext in 2009 and updated in September 2016, the Supervisory Board designated it as the code to which the company refers as its overall terms of reference in relation to corporate governance, and implemented a range of measures based on the corporate governance principles laid down therein.

3.2>INTERNAL RULES

The internal rules of procedure were unanimously adopted by the Supervisory Board at its meeting of 27 October 2005.

They are regularly reviewed and have since been amended several times by decision of the Supervisory Board, most often to bring them in line with new legal requirements, and most recently on 28 January 2020.

The Board has also established two standing committees – the Audit Committee and the Appointments and Compensation Committee – together with temporary committees as and when required.

During the financial year under review and to date, only the Audit Committee met.

3.3>PROCEDURE REFERRED TO IN ARTICLE L.225-87 OF THE FRENCH COMMERCIAL CODE

Pursuant to Article L.225-87 of the French Commercial Code, the Supervisory Board must put a procedure in place to regularly assess its "agreements entered into both in the ordinary course of business and on an arm's length basis" (thus considered as non-regulated agreements) to determine whether they may still be considered as meeting both of these conditions (persons deemed as having a direct or indirect interest in any such agreement must not take part in its assessment). However, given that the Company has not entered into any agreement that could be characterised in this way, there is currently no need for a specific assessment of this kind. The Company has a charter on regulated agreements and the procedures for the assessment of non-regulated agreements entered into both in the ordinary course of business and on an arm's length basis, which was adopted by the Supervisory Board on 8 September 2020.

B>EXECUTIVE BOARD

The Executive Board members whose terms of office expired on 30 October 2019 were reappointed for a six-year term from that date by decision of the Supervisory Board on 10 September 2019.

1>COMPOSITION OF THE EXECUTIVE BOARD

NAMES OF MEMBERS OF THE EXECUTIVE BOARD	CORPORATE OFFICE HELD	EXPIRATION OF APPOINTMENT
Fabrice PAIRE	Chairman of the Executive Board	30/10/2025
Ari SEBAG	Member of the Executive Board	30/10/2025
Katy ZENOU	Member of the Executive Board	30/10/2025
Jean-François LARGILLIÈRE	Member of the Executive Board	30/10/2025

2>LIST OF MANDATES AND FUNCTIONS OF EXECUTIVE BOARD MEMBERS

A list of all offices held and duties performed in any company by each member of the company's Executive Board is set out in Section 14.1.2 of the 2020 Annual Report.

II>PRINCIPLES AND CRITERIA FOR DETERMINING COMPANY OFFICERS' COMPENSATION

(Article L.225-82-2 of the French Commercial Code)

A>COMPENSATION POLICY FOR EXECUTIVE BOARD MEMBERS

1>GENERAL PRINCIPLES

In accordance with legal provisions, compensation for Executive Board members is determined by the Supervisory Board.

2>PROCEDURES FOR DETERMINING, APPORTIONING AND ALLOTTING FIXED, VARIABLE AND EXCEPTIONAL COMPENSATION

Executive Board members' fixed compensation is decided by the Supervisory Board on an individual basis in line with each individual's responsibilities, as is the variable and exceptional compensation, where applicable.

3>FIXED REMUNERATION

The Supervisory Board determines each Executive Board member's fixed compensation taking into account the scope and complexity of their responsibilities, their experience in role, their length of service with the Group, and practices at other groups or companies of a comparable size.

4>VARIABLE AND EXCEPTIONAL COMPENSATION

The Supervisory Board determines, where applicable, Executive Board members' variable compensation based on a variety of predetermined demanding and specific performance criteria enabling a comprehensive analysis of performance aligned with the company's medium-term strategy and shareholders' interests.

These include both quantitative and qualitative criteria. In the event of exceptional circumstances or transactions, the Supervisory Board may award Executive Board members exceptional compensation. Payment of variable and exceptional compensation to Executive Board members is subject to approval at the Annual Shareholders' Meeting.

5>DEFERRED COMPENSATION UNDER ARTICLE L.225-90-1 OF THE FRENCH COMMERCIAL CODE

Executive Board members may be eligible for insurance (such as that provided by GSC) covering the risk of termination of their service, including their non-reappointment.

6>BENEFITS OF ANY KIND FOR WHICH EXECUTIVE BOARD MEMBERS MAY BE ELIGIBLE

6.1>BUSINESS EXPENSES

Executive Board members are entitled to reimbursement of all business expenses incurred in the performance of their duties, on presentation of receipts and in compliance with procedures in force within the company.

6.2>SOCIAL SECURITY COVER

Executive Board members are eligible for social security cover under the general social security regime for sickness, incapacity, old age, death, widowhood and paternity under the conditions laid down in Articles L.311-1 et seq. of the French Social Security Code. More generally, they are also eligible, under the same financial conditions and terms of cover, for the same pension schemes, healthcare costs, supplementary health insurance and income replacement insurance for which they qualified as employees of the company.

6.3>EXECUTIVE LIABILITY INSURANCE

Executive Board members and Supervisory Board members are covered by executive liability insurance paid for in full by the company.

6.4>COMPANY CARS

Executive Board members may be provided with a company car. Company cars are classed as a benefit in kind subject to tax and social security.

B>COMPENSATION POLICY FOR SUPERVISORY BOARD MEMBERS

1>GENERAL PRINCIPLES

Supervisory Board members are compensated for their duties through the allocation of compensation.

2>TERMS

Each year the aggregate amount of remuneration to be awarded to Supervisory Board members for their service is put to a vote at the Shareholders' Meeting by way of a specific resolution. The Supervisory Board determines how this budget is apportioned between its members, taking into account attendance and the specific responsibilities assigned to certain of its members.

3>FIXED, VARIABLE AND EXCEPTIONAL COMPENSATION

Supervisory Board members may receive fixed or variable compensation depending on their other responsibilities within the Group.

Supervisory Board members to whom exceptional responsibilities are assigned may be allotted compensation in the form of either additional remuneration or specific exceptional compensation.

4>BENEFITS OF ANY KIND PAYABLE

Supervisory Board members are entitled to reimbursement of all business expenses incurred in the performance of their duties, on presentation of receipts and in compliance with procedures in force within the company.

III>COMPENSATION AND BENEFITS PAID TO COMPANY OFFICERS

(Article L.225-102-1 of the French Commercial Code – cf. Section 15.1.2 of the 2020 Universal Registration Document)

1>COMPENSATION AND BENEFITS PAID TO COMPANY OFFICERS DURING FINANCIAL YEAR 2020

In accordance with the provisions of Article L.225-37-3 of the French Commercial Code, all information regarding the amount of compensation and benefits paid to each company officer in respect of the financial year under review is available in Section 15 of the 2020 Universal Registration Document.

The total remuneration paid to the executive bodies during the financial year ended 31 October 2020 amounted to €2,423,673.

The company has not entered into any commitments in favour of its company officers in respect of compensation or benefits due or likely to become due by reason of or subsequent to them taking up, leaving or changing their duties; in particular, there are no plans to award any severance benefits, supplementary pensions, stock options, bonus shares or variable compensation (bonuses).

2>REMUNERATION AWARDED TO SUPERVISORY BOARD MEMBERS IN 2021

The Supervisory Board proposes, at the next Shareholders' Meeting, to set the compensation budget allotted to the Supervisory Board at €125,000 in respect of the year beginning 1 November 2020; the Supervisory Board shall determine how this amount is to be apportioned among its members.

3> PAY RATIOS BETWEEN COMPANY OFFICERS AND EMPLOYEES

As required by the PACTE law of 22 May 2019, the table below provides the ratios between the remuneration of the company officers and

- the average full-time equivalent remuneration of Groupe Partouche employees other than company officers;
- the median full-time equivalent remuneration of Groupe Partouche employees other than company officers.

This information is provided in accordance with Article L.237-37-3l-7 of the French Commercial Code.

	RATIOS	2016	2017	2018	2019	2020
EXECUTIVE BOARD						
F. Paire Chairman	Average remuneration	13,27	13,88	14,00	13,69	21,01
	Median remuneration	15,93	16,49	16,67	16,16	20,90
A. Sebag	Average remuneration	13,74	13,67	13,42	13,05	16,10
	Median remuneration	16,50	16,25	15,97	15,40	16,02
K. Zenou	Average remuneration	7,82	7,81	7,62	9,03	14,12
	Median remuneration	9,39	9,29	9,07	10,66	14,05
JF. Largillière	Average remuneration	6,17	6,19	6,21	6,13	8,35
	Median remuneration	7,41	7,36	7,39	7,24	8,30
CONSEIL DE SURVEILLANCE						
P. Partouche Chairman	Average remuneration	17,95	18,17	17,77	17,33	26,27
	Median remuneration	21,56	21,60	21,15	20,46	26,13
I. Partouche	Average remuneration	4,75	4,99	4,98	4,67	5,43
	Median remuneration	5,70	5,93	5,93	5,51	5,40

IV>AGREEMENTS PROVIDED FOR IN ARTICLE L.225-37-4 OF THE FRENCH COMMERCIAL CODE

With the exception of agreements entered into both in the ordinary course of business and on an arm's length basis, we have not identified any agreement entered into directly or through an intermediary during the financial year between:

- any member of the Executive Board, any member of the Supervisory Board or any shareholder holding more than 10% of the voting rights in Groupe Partouche;
- and any other company of which Groupe Partouche directly or indirectly owns more than half of the share capital..

V> ADDITIONAL INFORMATION

DELEGATIONS OF AUTHORITY

The Executive Board has been granted various authorisations under which it may decide to buy back treasury shares, issue securities giving access to equity or reduce the share capital. These authorisations were granted to it at the Combined Ordinary and Extraordinary Shareholders' Meeting of 27 March 2019 and the Ordinary Shareholders' Meeting of 1 April 2020.

A table summarising currently valid delegations of authority granted by the shareholders in respect of increases in the share capital, pursuant to Articles L.225-129-1 and L.225-129-2 of the French Commercial Code, can be found in Section 21.1.5 of the 2020 Annual Report.

These authorisations were not used during the financial year ended 31 October 2020, nor to date.

1>SPECIAL CONDITIONS FOR ATTENDANCE AT SHAREHOLDERS' MEETINGS

All shareholders are entitled to attend Shareholders' Meetings, the operating rules of which are laid down in Articles 27 to 37 of the Articles of Association and reiterated in Section 21.2.5 of the Groupe Partouche 2020 Annual Report.

2>FACTORS LIKELY TO HAVE AN INFLUENCE IN THE EVENT OF A PUBLIC TENDER OFFER

In accordance with Article L.225-100 of the French Commercial Code, we hereby confirm that there are no factors likely to have an influence in the event of a public tender offer, as specified in Article L.225-100-3 of that same code.

3>OBSERVATIONS ON THE MANAGEMENT REPORT AND THE PARENT COMPANY FINANCIAL STATEMENTS

We hereby confirm that the parent company financial statements for the financial year ended 31 October 2020 and the management report were provided to the Supervisory Board within the timescales laid down in legal and regulatory provisions.

The financial statements for the year ended 31 October 2020 show the following key totals:

Parent company financial statements:

Total assets: €836,373,327;

Turnover: €11,182,202;

Net profit (loss) for the financial year: (€13,954,332).

Consolidated financial statements:

Furthermore, the Supervisory Board acknowledges having been made aware of the consolidated financial statements, which show net loss attributable to equity holders of the parent company of €17,395k.

In light of the foregoing, we have no particular observations to make on either the Executive Board's management report or the financial statements for the year ended 31 October 2020.

The Supervisory Board

Patrick Partouche

17

GROUPE PARTOUCHE'S COMMITMENT TO SOCIAL RESPONSIBILITY

Groupe Partouche's mission is to entertain its clients – all of them.

Whether regulars, occasional gamers, just passing through, holders of our Players Plus card, young or not so young, grandparents, challengers, adrenaline seekers or party animals; whether with friends, at a wedding party, staying at one of our hotels, attending a seminar, playing golf or other sports; our promise is the same: to give them an experience that goes beyond their expectations.

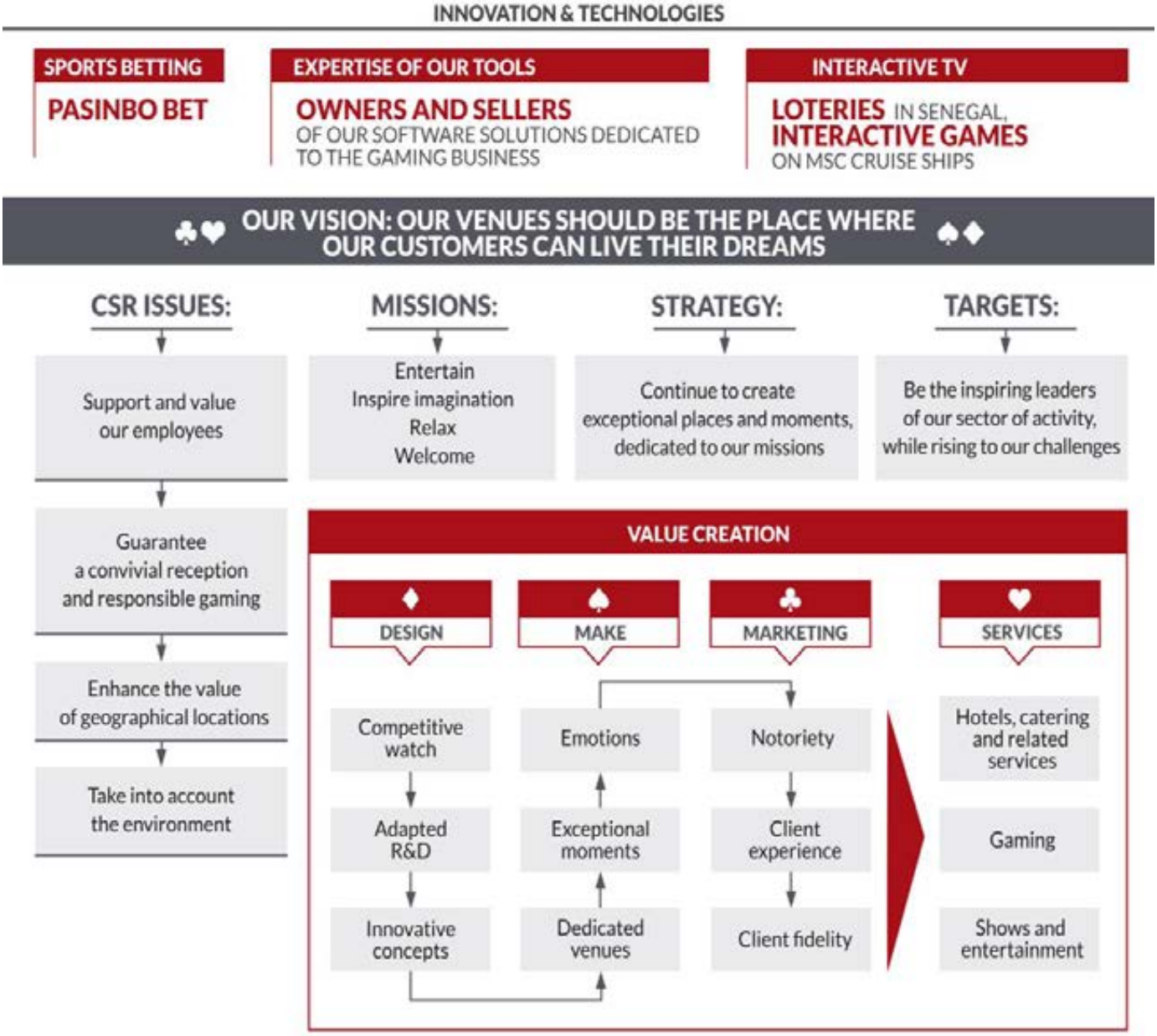
In keeping with its business activities, Groupe Partouche is committed to being socially and environmentally responsible.

Groupe Partouche is keen to remain focused on its recreational business, principally gaming. Furthermore, gamification, which is at the heart of the Group's strategy, offers prospects for growth. Whether as an additional service linked to an existing offering or as a fully-fledged offering in its own right, we are keen to develop gamification across all platforms, and particularly digital platforms, after the example of our Partouche Casino Games app and the games offered in our casinos.

The Group's recreational business activities also include the wellness offerings provided at its hotels, spas and golf courses, which have been expanded with the acquisition of La Pensée Sauvage, a company specialising in diet-based detoxification treatments.

17.1 >OUR VENUES NEED TO INSPIRE OUR CUSTOMERS' IMAGINATIONS





17.2 >CSR GOVERNANCE

The Group's management is particularly aware of its social responsibility and the active role its subsidiaries can play. It thus appointed a CSR manager in September 2019.

The creation of this position, reporting to the Chairman of the Executive Board and the human resources department for its operating activities, attests to Groupe Partouche's desire to structure and reinforce its CSR policy in a context in which employee performance is a central concern. This appointment is the logical next step in the work that has been done over a number of years.

The Group's management has assigned to the CSR manager responsibility for devising, coordinating and bringing to life the Group's CSR policy.

The CSR manager heads up a network of 52 officers in charge of defining, contributing to and implementing a local action plan depending on their activities and the regions in which they operate. The officers are appointed by local management, in application of the subsidiarity principle underpinning the Group's business model. This forms part of a wider scheme that defines the Group's strategy but gives each subsidiary room to adapt, with local initiatives strongly encouraged. The head office therefore serves an advisory role on behalf of its subsidiaries, considered as internal clients, in all areas related to human resources

The head office also provides them with a full set of related software tools for administrative support (payroll management, human resources information system, training, intranet and mobile application).

17.3 >OUR CSR ISSUES

We performed a materiality analysis in 2018, comparing the perception of members of the Group's Executive Committee with that of internal and external stakeholders (as defined in Section 17.4 below) in order to define our most relevant CSR issues and implement the necessary action plans. The entire process was overseen by a project committee consisting of the project director, an outside firm and the Group's CSR Department.

Issues were selected based on a number of sources:

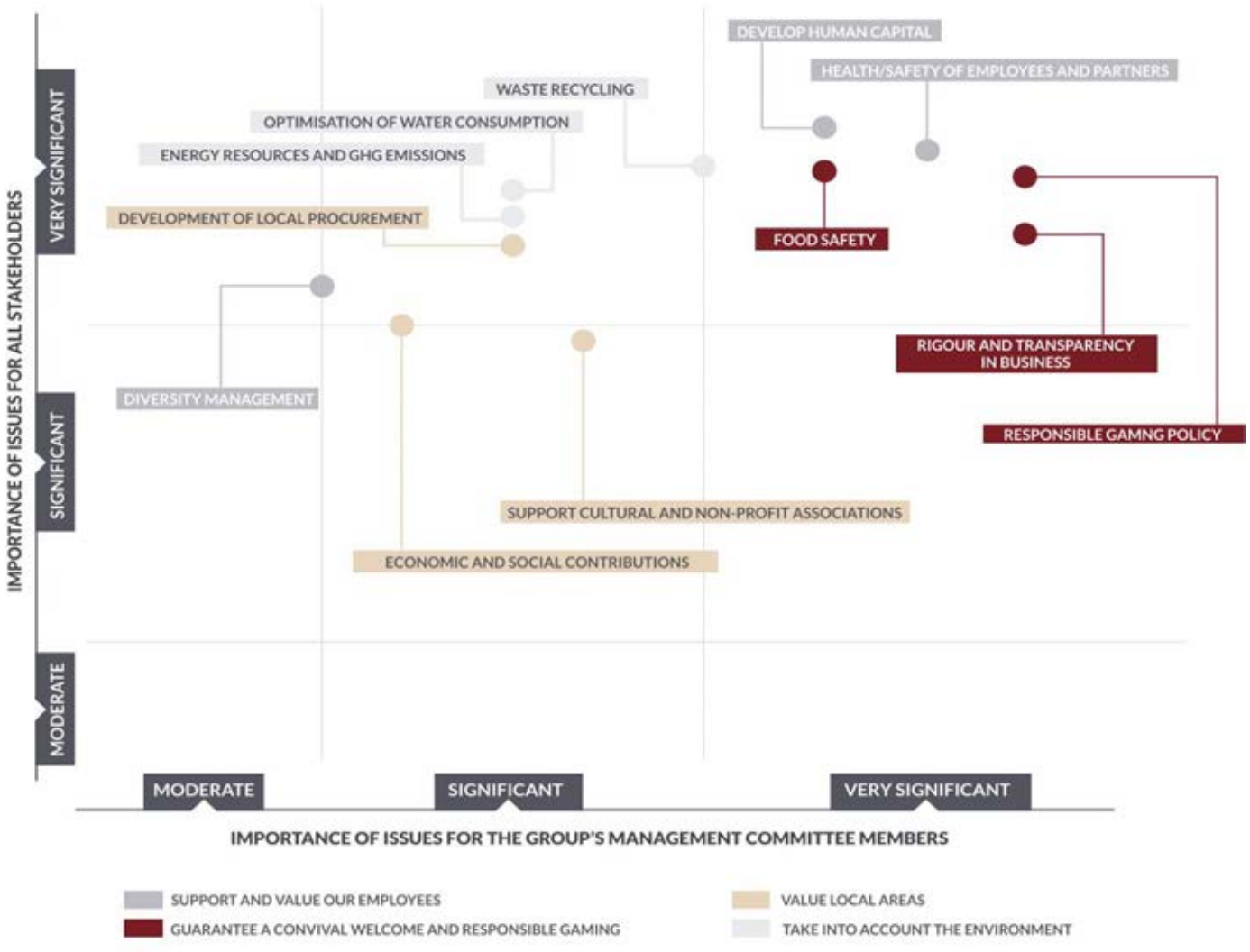
- Competitor benchmarking study (Barrière, JOA, Casinos Austria, Loto-Québec, etc.);
- A document review to establish Groupe Partouche's existing CSR issues and achievements;
- Qualitative telephone or face-to-face interviews with internal and external stakeholders based on a predefined interview guide

This first stage resulted in the selection of 12 key issues for Groupe Partouche:

		ISSUES	RISKS	TIME FRAME
GUARANTEEING A FRIENDLY WELCOME AND RESPONSIBLE GAMING	1	RESPONSIBLE GAMING POLICY	▪ DAMAGE TO THE BRAND IMAGE ▪ RISK OF FRAUDULENT BEHAVIOUR ▪ RISK OF ADMINISTRATIVE AND CRIMINAL SANCTIONS	SHORT TERM
	2	RIGOUR AND TRANSPARENCY IN BUSINESS		
	3	FOOD SAFETY		
RECOGNISING AND SUPPORTING OUR EMPLOYEES	4	MANAGING DIVERSITY	▪ POOR EMPLOYER IMAGE ▪ DIFFICULTY ATTRACTING AND RETAINING EMPLOYEES ▪ IMPACT ON CUSTOMER EXPERIENCE	MEDIUM TERM
	5	DEVELOPING HUMAN CAPITAL		
	6	HEALTH AND SAFETY OF EMPLOYEES AND PARTNERS		SHORT TERM
BEING ENVIRONMENTALLY AWARE	7	ENERGY RESOURCES AND GREENHOUSE GAS EMISSIONS	▪ RISE OF CLIMATE CHANGE ▪ DEPLETION OF RESOURCES ▪ FOOD WASTE	MEDIUM TERM
	8	OPTIMISING OUR WATER CONSUMPTION		
	9	WASTE RECOVERY AND RECYCLING		
HAVING A POSITIVE LOCAL IMPACT	10	DEVELOPING LOCAL PURCHASING	▪ FAILURE TO COMPLY WITH SPECIFICATIONS ▪ LACK OF ATTRACTIVENESS IN REGIONAL AREAS	MEDIUM TERM
	11	SUPPORTING CULTURAL AND COMMUNITY LIFE		
	12	ECONOMIC AND SOCIAL CONTRIBUTION		

This list of issues was then submitted to Groupe Partouche's internal and external stakeholders via an online survey to which 684 stakeholders responded.

The results of this survey formed the basis of the following materiality matrix that informs the company's strategy.

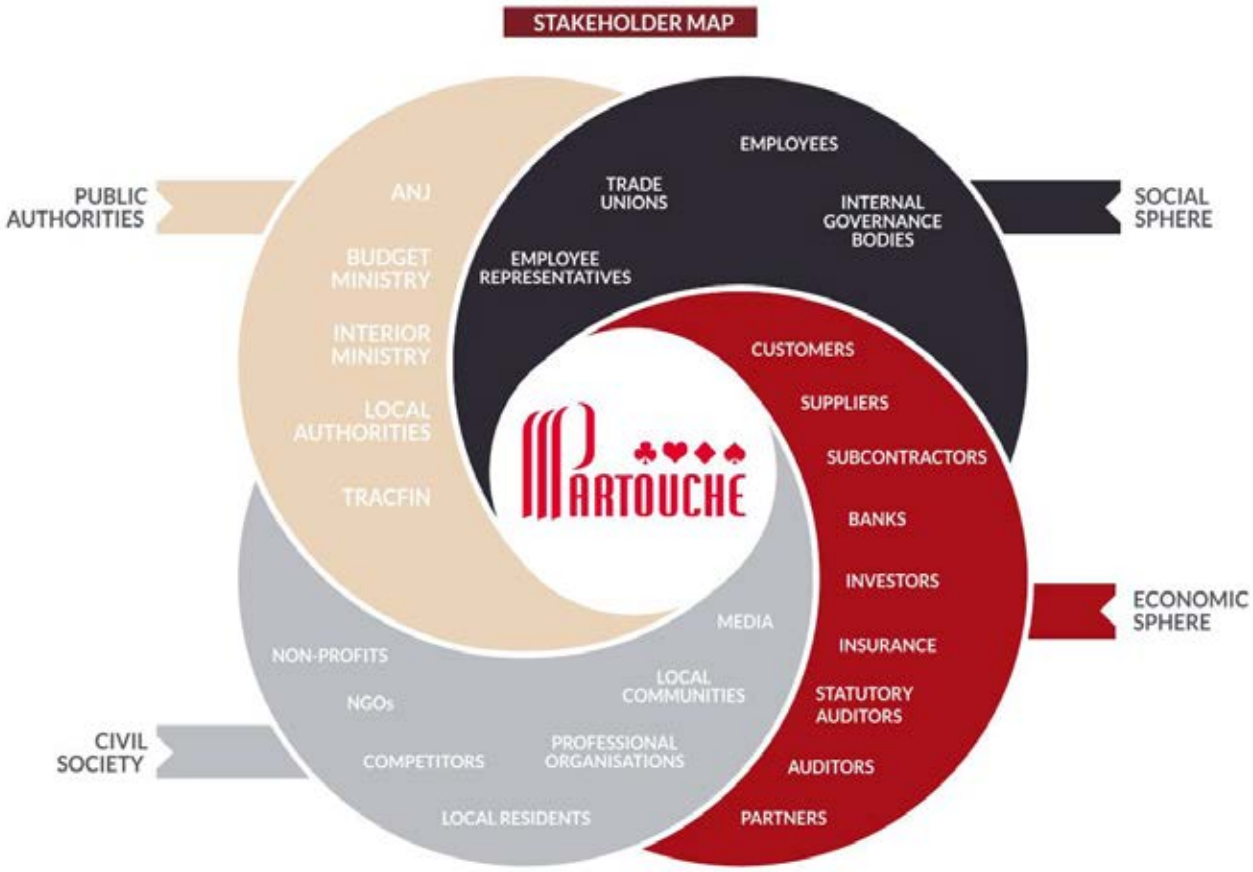


In addition to these material issues and risks, the spread of Covid-19, which was declared a global pandemic by the World Health Organization in March 2020, presented the Group with a new challenge. Ad hoc procedures were put in place to monitor the situation continuously and adapt measures as the pandemic evolved, which led to an adjustment to the time frame for the health and safety of employees, customers and partners.

In light of changes affecting stakeholders as well as the socio-economic, environmental, institutional and public health context, the Group intends to update its materiality analysis between now and 2022 to ensure that it continues to reflect its own priority issues and those of its ecosystem.

17.4 >DIALOGUE WITH OUR STAKEHOLDERS

Apart from its employees, management and labour, the stakeholders of Groupe Partouche SA and its subsidiaries mainly consist of customers, local authorities, government ministries responsible for supervising casinos, suppliers, partners, non-profit organisations and clubs. They may also include citizens, the Group's competitors and investors..



Groupe Partouche SA is a dynamic, welcoming and committed casino operator. This describes who we are and what our values are, established as matter of management principle. We have decided to set them out formally in order to create an internal tool that can be used by our subsidiaries on numerous occasions.

Each of our values has three characteristics, suited to the local environment in the form of concrete actions focused on employees, customers and, beyond that, all stakeholders – because these values must be both lived and brought to life.

- Casino operator: passionately professional, independent and honest
- Dynamic: innovative, refreshingly different and challenging
- Welcoming: friendly, cheerful and courteous
- Committed: open, listening and attentive

The way in which our subsidiaries maintain relations with their stakeholders, whether permanent or temporary, is therefore inevitably significantly impacted by this value-led management system.

17.5 >METHODOLOGY USED TO PREPARE LABOUR AND ENVIRONMENTAL DATA

CSR reporting is the approach preferred by Groupe Partouche for the coordination of its CSR policy.

The aim of this section is to describe the methodology applied by Groupe Partouche for CSR reporting.

REPORTING SCOPE

The labour, social and environmental data presented cover all of Groupe Partouche in France and abroad.

DATA COLLECTION, CONSOLIDATION AND VERIFICATION

>REPORTING PERIOD AND ACCOUNTING RULES

Data collected relate to the period from 1 November 2019 to 31 October 2020.

>DATA COLLECTION PROCEDURE

52 officers oversee data entry at the entities they manage, then approve this data and submit it to the programme director. Some of these CSR officers are responsible for more than one entity. The majority of labour data is provided by the head office.

TOOL

To gather this data, the Group uses its human resources management information system (SIGMA-RH), which includes a CSR reporting module installed at all subsidiaries since 2015. This software tool is continually updated to enhance its ease of use and improve the reliability of data collection.

The only entities not covered by this system are the four casinos outside France, in Djerba, Crans-Montana, Meyrin and Ostend, which submit their data using an Excel file. Their data are then entered in SIGMA-RH by the programme director.

>DATA CONSOLIDATION AND VERIFICATION PROCEDURE

Once the data has been entered, the indicators are calculated locally and consolidated at Group level using the SIGMA-RH CSR module. There are multiple levels of checks:

- Contributors input data within their entities;
- CSR officers check all data input at their entity before approving said data;
- The programme director checks all data gathered before it is consolidated.

>BACKGROUND

The data do not include employees with contracts for occasional temporary work, or artists.

INDICATORS

The data collected is used to build a certain number of indicators, which include the following:

>WORKFORCE

All workforce-related indicators are based on full-time equivalent staff.

The number of part-time employees present at 31 October 2020 includes employees working part time due to health reasons.

The number of employees with a recognised disability was determined at 31 October 2020. The indicator only takes account of employees officially recognised as having a disability in the country where they work.

>WORKFORCE CHANGES

For the number of permanent employment contracts entered into in the financial year, employees on fixed-term contracts who sign a permanent contract are counted only once.

Turnover for employees with permanent contracts was calculated based on the average of the number of employees who left the company and the number of employees hired over the period, divided by the initial number of employees at the beginning of the period.

The following grounds for redundancy and dismissal are captured:

- Redundancy following court-ordered liquidation or insolvency proceedings;
- Redundancy following permanent closure of the establishment;
- Redundancy on economic grounds;
- Dismissal for gross misconduct;
- Dismissal for wilful misconduct;
- Redundancy on grounds of physical unfitness (non-occupational in origin);
- Redundancy on grounds of physical unfitness (occupational in origin);
- Redundancy on other grounds.

>HEALTH, SAFETY AND WORKING CONDITIONS

Absence days are divided into three categories:

- Absences for medical reasons, including illness, caring for a sick child, occupational illness, commuting accidents, maternity leave and paternity leave;
- Absences for occupational injuries;
- Unauthorised absences, including unauthorised and unpaid leaves of absence.

When calculating number of hours' absence, the following reasons are used:

- Occupational accident/relapse;
- Sickness/hospitalisation;
- Occupational illness;
- Commuting accident;
- Maternity leave;
- Paternity leave;

Only declarations of occupational accidents with medical leave are recognised.

The frequency rate of occupational accidents is calculated using the following formula:

- number of accidents reported/total number of hours worked x 1,000,000

Only those illnesses recognised during the fiscal year are counted; as such, a person still suffering from an occupational illness that was recognised the previous year is not counted.

>TRAINING

The number of training hours includes training delivered in-house, by the Centre de Formation Professionnelle des Casinos (CFPC) and by external providers..

The total spent on professional training takes into account only the amounts excluding taxes stated in the agreements or the training invoices. Additional costs such as salaries or travel expenses should therefore not be added.

The number of employees receiving training at least once is recognised as follows: one person trained only counts once, even if this person has undertaken a number of training programmes over the reporting period.

>WATER

Water consumption is taken into account for all uses and is expressed in cubic metres.

>GREENHOUSE GAS EMISSIONS

The following parameters are used for the calculation of greenhouse gas emissions:

- All Groupe Partouche entities in France;
- 2020 as the assessment year;
- Direct emissions (Scope 1);
- Indirect emissions related to energy consumption (Scope 2);
- Other indirect emissions (Scope 3): only the data submitted by the service providers is taken into account.

>SUPPLIERS AND SUBCONTRACTORS

Only suppliers and subcontractors with which the entity worked at least once during the year will be counted.

>NUMBER OF CONTRACTS ENTERED INTO WITH EMPLOYEES LIVING WITHIN 50 KM OF THEIR PLACE OF WORK

Local hiring refers to recruitment within a 50 km radius of the entity. The address shown on the work contract is the one used to identify the employees concerned.

17.6 >ELEMENTS MAKING UP THE GROUP'S STATEMENT OF NON-FINANCIAL PERFORMANCE

In accordance with Order 2017-1180 of 19 July 2017 (Article L.225-102-1), Groupe Partouche's statement of non-financial performance is set out below..

It is organised into four sections covering the following points:

- A description of the business model;
- A description of the key risks arising from the Company's business and from its business relationships, products and services;
- A presentation of policies and, where applicable, due diligence procedures implemented to prevent or mitigate the occurrence of the risks identified;
- The results of these policies and key performance indicators.

17.7 >GUARANTEEING A FRIENDLY WELCOME AND RESPONSIBLE GAMING



>PREVENTING AND COMBATING FRAUD

The very nature of the Group's business, which in particular involves the handling of large sums of money, can lead, in some circumstances, to staff or outside persons committing fraudulent acts.

The casino business must be able to deal with the potential risks of embezzlement and cheating.

All managers and employees allocated to casino activities must be accredited by the French Minister of the Interior following an administrative enquiry carried out in accordance with the legislative and regulatory requirements of the French Internal Security Code, with a file sent by the casino to the police department.

All gaming rooms have effective CCTV and sound recording systems covering all gaming tables, cash registers, safes, counting rooms, slot machines and entrances. Recordings of up to 28 days allow for effective monitoring of all movements of money within gaming rooms, alongside the data stored by the information systems.

The casinos are subject to anti-money laundering and counter-terrorist financing regulations. The French Monetary and Financial Code requires the legal representatives and directors responsible for the Group's establishments to implement customer vigilance measures (including the recording of currency exchanges when they exceed €2,000 per gaming session), control measures and, if necessary, the reporting of any suspected or attempted money laundering to the Tracfin national anti-money laundering unit..

Licensed gaming managers and staff from Groupe Partouche's establishments receive regular training in prevention of money laundering and terrorist financing.

>PREVENTING PROBLEM GAMBLING

Excessive gaming can cause some people to develop an addiction. Gaming addiction is characterised by a continuous or periodic loss of control, an increase in the amounts staked and the frequency of gaming. Gaming can therefore become an obsession with negative consequences for the gambler that can even go as far as jeopardising their personal, family or professional life.

Gaming at an early age is a factor that can increase the risk of addiction. Access to rooms with betting and gaming is dependent on systematic customer identity checks serving to identify and deny admission to children under the age of 18 and persons banned from gaming rooms by the Minister of the Interior or in agreement with the establishment. At the entrance to gaming rooms, these checks are ensured on a permanent basis by staff authorised by the Minister of the Interior.

Each establishment's management ensures that all gaming staff are informed about problem gambling, in particular by way of a mandatory training programme for all employees, delivered within 90 days of joining the Group. Specifically designed for the Group's employees, this training can take place in the form of face-to-face sessions, by completing an e-learning module, or by viewing educational films, followed by an assessment. Gaming employees receive special training in identifying those showing early signs of a potentially risky situation and intervening with those concerned to encourage them to limit or even stop gaming when they are at risk of becoming addicted.

Groupe Partouche SA's subsidiaries are therefore keen to give the staff members who have contact with clients training, with the aim of providing clients with information, giving help to those in difficulty as well as someone in whom they can confide.

For gambling to remain enjoyable, it is necessary to gamble in moderation. With this in mind, Groupe Partouche has involved all of its casinos in promoting "responsible gaming" for over twenty years and since 2003 has implemented a protocol in partnership with Adictel, the leading interactive platform for preventing gaming addiction and helping gaming addicts.

Adictel provides a comprehensive procedure for each member establishment, including "Make sure that gaming is still for fun" posters, information documents about problem gambling containing a few basic rules to follow in order to avoid slipping into an uncomfortable situation and a questionnaire for people to self-assess their potential risk of addiction. It also offers a free counselling service that can be accessed by dialling 0805 02 00 00. This freephone number allows people experiencing difficulties to talk to trained counsellors at any time, under the supervision of psychologists with expertise in gaming addiction.

In addition, Groupe Partouche's casinos have a sign at the entrance to each gaming room informing customers about the risks of gambling addiction and legal requirements allowing anyone to voluntarily ask to be excluded from gaming rooms across France. Furthermore, customers are informed that they can ask the establishment's management for voluntary limited access to the establishment concerned.

41 CASINOS HAVE PARTNERED WITH ADICTEL OR A SIMILAR ORGANISATION

>FOOD SAFETY

In the event of a breach coming to light during an inspection by the regulatory authorities (such as, the French Office of Fair Trading [DDCCRF], the Departmental Directorate for Veterinary Services [DDSV] or the Departmental Directorate for Health, Safety and Social Affairs [DDASS]) or a customer or employee experiencing food-poisoning, the establishment's closure could be ordered, which would lead to a negative impact on the Group's reputation, profitability and future prospects.

Groupe Partouche is committed to ensuring a high level of food safety to achieve customer satisfaction at all times and build customer loyalty.

All our kitchens are equipped with Traq'food, in partnership with Mérieux NutriSciences. Traq'food is an innovative digital solution to simplify the entire Hazard Analysis and Critical Control Point (HACCP) approach implemented by the Group and maintain the documentation and records required by the EU's Food Safety Management System (FSMS). It also improves the level of food safety, secures the data collected and saves time for the teams.

All Group restaurants are regularly audited by Mérieux NutriSciences, an approved external laboratory, and training is periodically implemented.

Number of audits carried out:	346
Number of guests served in restaurants:	781 614
Number of guests served at events:	133 179

>HEALTH AND SAFETY

As are all businesses who play host to the general public (known as "ERPs" in France), Groupe Partouche is duty-bound to guarantee the highest level of safety to its customers and employees in order to avoid risks such as fires, accidents, deaths, injuries and damage to premises or equipment.

In the event of a breach of the regulation in France concerning the safety of ERPs (establishments open to the public) or their accessibility to people with disabilities, the establishment found to be at fault may be required to make the necessary improvements or may be forced to close by order of the authorities. Failing to respect these obligations could have a significantly negative impact on the Group's business, affecting its earnings, its financial position, its image and its outlook.

To avoid such an impact, the Group's establishments apply all health and safety instructions regarding, in particular, the risks of accident, health hazards, fire and environmental impairment, while assessing workplace-related risks as part of a preventive approach.

The Group's establishments are also regularly inspected by commissions of health and safety, such as Apave and Bureau Veritas, who verify, in particular:

- Fire and panic prevention within the Group's ERPs;
- Ease of access for people with disabilities.

>SECURITY

Our casinos have both technical and human resources which together ensure the security of people and goods. The Group makes every effort to strengthen its security measures, whether in terms of procedures or equipment. Despite all of the measures put in place, the latter may be circumvented or experience failures that might have a significantly negative impact on the Group's image, its profitability and its outlook.

The terms under which they are activated are naturally linked to the unique character of the casino business, their size and their configuration.

Some of the security measures that have been implemented at the Group's establishments are listed below:

- CCTV cameras cover all areas of the establishments that may need monitoring, such as car parks, entrances, the main hall, games rooms, safe deposit vaults, cash registers, game tables and slot machines;
- A traditional surveillance system of volumetric radars connected to a central desk which detects the presence of an intruder in the establishment during closing hours;
- Installing vaults and secure money boxes, with information displayed to the public at the cash registers, can significantly reduce aggravated burglaries. By taking such measures, no keys can be handed over to criminals because the only people that have the keys are those who collect the funds. Only a nominal amount of cash is kept in cash registers and safe deposit boxes to cover frequent transactions (such as currency exchanges and cash payments);
- A computerised access control system operated by badges or codes is used to access gaming rooms and other sensitive areas, to record the movement of staff and visitors in the buildings;
- Checks at entrances to games rooms;
- Dedicated security officers, as needed.

As a casino operator, Groupe Partouche is exposed to the specific risk of heists, which can be very traumatic. The Group's teams therefore receive training focused on this risk to ensure that they would be able to manage such situations both at a psychological level and in terms of understanding their own emotional and physical capabilities. A high-tech system called Smart Water has been installed in sensitive areas of the Group's casinos and sprays a colourless, indelible liquid on potential criminals. The chemical marker used, also known as artificial DNA, remains detectable on skin for at least six months and indefinitely on any other surface by means of specific equipment used by forensic identification teams, thus enabling police officers to easily identify delinquents and produce evidence before the courts.

>PROTECTION OF PERSONAL DATA

Groupe Partouche regularly invests in new technologies to improve its organisational performance and bring its customers the best of what digital has to offer.

Although they bring new opportunities, these new technologies also expose the Group to a wider range of sophisticated threats in terms of fraud, system failures, cyberattacks and service interruptions affecting telecommunications, which might result in unauthorised access to personal, strategic or confidential data, or its destruction, as well as making it impossible to carry out the activities necessary to manage or run the Group's establishments. This would tarnish the Group's image and would have operational and financial consequences..

In order to guard against these risks, the Group's IT systems are organised according to the principle of computer rooms distributed across its various establishments, with each computer room equipped to ensure continuity of power supply and regular data backups.

The Group has always taken care to protect the personal data of all its stakeholders. The entry into force of GDPR (the General Data Protection Regulation) was an opportunity to step up the level of protection, notably by harmonising Group best practice in this area. Each establishment has a GDPR representative, in some cases assisted by a deputy representative. In order to ensure that the Group is always actively engaged in compliance in this area, a Data Protection Officer has been appointed for the entire Group.

In 2019, Groupe Partouche called on outside experts to assess its IT security arrangements and draw up a continuous improvement road map.

A cybersecurity unit was established in 2020, as a Group function that will remain in place on a long-term basis, to anticipate and respond to incidents. The activities of this unit are supervised by the Chief Information Security Officer, who reports to the Management Committee. In keeping with the importance it attaches to its history and human capital, the Group sees cybersecurity as a social driver facilitating the development of new skills and promoting social cohesion and shared values. The threats posed by new technologies are not confined to the workplace: they affect everyone. That being the case, the emphasis is on raising awareness of digital hygiene and helping employees adopt best practice in this area.

17.8 >RECOGNISING AND SUPPORTING OUR EMPLOYEES



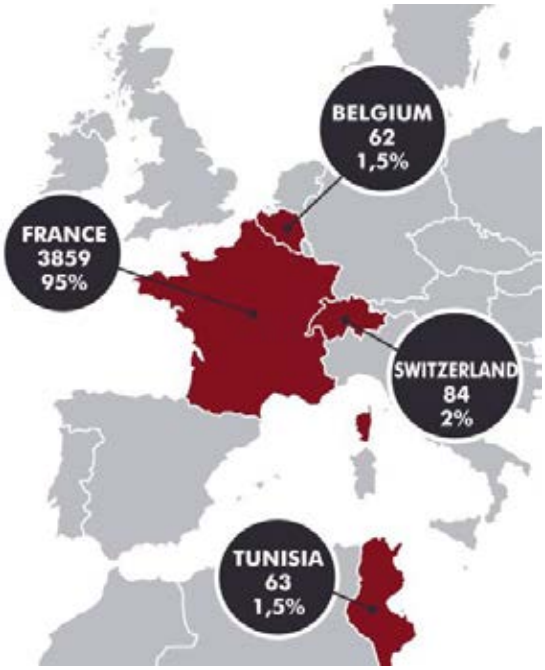
17.8.1 >GROUPE PARTOUCHE WORKFORCE IN BRIEF

The Group's employees are divided into the following socio-professional categories

CATEGORIES AT 31 OCTOBER	2018	2019	2020
Executives	846	819	825
Supervisors and technicians	262	270	279
Other employees	3 023	2 964	2 854
Manual workers	135	131	110
TOTAL	**4 266**	**4 184**	**4 068**

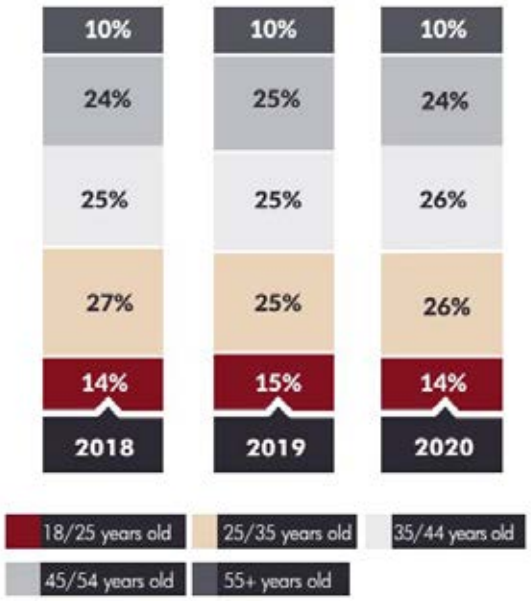
>WORKFORCE BY GEOGRAPHIC AREA

The Group's workforce comprises 4,068 employees spread across two continents (Europe and Africa) and four countries (France, Belgium, Switzerland and Tunisia).



>AGE PYRAMID

Groupe Partouche is a young and dynamic group, with 66% of employees aged under 45.



>PAYROLL

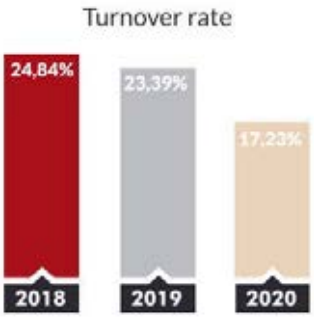
The Group's total payroll including social security contributions came to €135.33m, and the combined total of employee profit-sharing amounts paid by subsidiaries came to €1.29m.

>JOINERS AND LEAVERS

EMPLOYEES JOINING AND LEAVING THE GROUP IN 2020 BREAK DOWN AS FOLLOWS:

	2018	2019	2020
Number of permanent contracts entered into in the financial year	849	1017	683
Number of redundancies and dismissals in the financial year	186	187	141
Number of resignations in the financial year	-	481	271
Number of employees leaving the Group for other reasons	-	-	347

Turnover for employees with permanent contracts, in the casinos, hotels and restaurants that were open to the public for the entire financial year and were not subject to restructuring, was calculated based on: the average of the number of employees who left the company and the number of employees hired over the period, divided by the initial number of employees at the beginning of the period. At 31 October 2020, turnover was 17.23%.



17.8.2 >WORK ORGANISATION

In most of the subsidiaries, the business involves a work organisation of seven days a week, with alternating working hours. This is explained by the range of opening hours of casinos and hotels, and by the fact that the establishments are open 7 days a week. The use of part-time staff remains very limited and is mainly in response to employee requests.

4.37% OF OUR EMPLOYEES ARE PART TIME

7.45% ABSENCE RATE

17.8.3 >DEVELOPING HUMAN CAPITAL

Difficulty attracting new talent, retaining staff and reduced commitment can damage the company's success. It is essential to create a policy for developing human capital that mobilises employees and encourages them to deliver a dynamic performance. Ensuring that staff are motivated on a day-to-day basis is a key priority reflected in the emphasis that is placed on managing customer relationships.

The main way of doing this chosen by the Group is developing its training offering via its Centre de Formation Professionelle des Casinos (CFPC) training centre. Dedicated to training in gaming-related jobs, its mission is to develop employees' skills and help them to adapt to job roles and acquire gaming expertise.

This need for specialist training arises from the particular characteristics of the betting and gaming sector and the fact that there are not many people working in this sector in France, forcing the Group to find resources internally. This constraint has been turned into an opportunity as Groupe Partouche has acquired real expertise and impressive autonomy for training relating to its essential activities.

For training concerning industries other than gaming, Groupe subsidiaries can use outsourced services.

Not all subsidiaries have submitted data.

23,608 HOURS' TRAINING DELIVERED IN THE FINANCIAL YEAR

3,405 EMPLOYEES RECEIVED TRAINING

87 WORK-LINKED TRAINING CONTRACTS

€746,689 SPENT ON TRAINING



17.8.4 >DEVELOPMENT OF CENTRE DE FORMATION PROFESSIONELLE DES CASINOS (CFPC)

The Centre de Formation Professionnelle des Casinos (CFPC) training centre, a wholly-owned subsidiary of Groupe Partouche, is reinventing itself and incorporating digital technology into its training offering. Learning can now be accessed much more quickly and easily. In 2020, the CFPC secured QUALIOPI certification, confirming its compliance with regulations in force and required quality standards.

The digitalisation of the training offering means employees can be trained more quickly and flexibly through remote training as part of an integrated overall training approach. This has considerably improved training performance, notably thanks to monitoring and analysis tools provided with online training.

Group subsidiaries' Human Resources departments can now accurately track an employee's progress on a given training course and assess how well the acquired skills are put into practice over the following months.

Digital learning can also reduce or eliminate various indirect costs such as trainers' fees, logistical costs (attendees' travel and accommodation expenses) and instructional materials (printed training documentation), not to mention the productivity gains arising from the scalability and customisability of digital learning.

Digital training is reusable and can easily be adjusted in response to new developments in the sector at no additional cost. Given its flexibility and near-instant updatability, digital training is thus becoming established as a sustainable model.

The CFPC currently offers six e-learning modules: COVID-19, the "Sapin II" Act, gaming regulations, welcoming people with disabilities, preventing problem gambling and becoming a business mentor. It will continue to develop new training content.

17.8.5 >PROMOTING DIVERSITY

Failure by the Group to uphold its commitments in terms of professional equality, employment of disabled workers, imbalanced age pyramids and poor alignment between our employees and business strategies are factors that can damage the Group's business, appeal and image.

Being socially responsible also means thinking and acting to ensure that variety and diversity in terms of types of people are always a source of value and enrichment.

It also means making sure that our customers – among whom there is also broad diversity – can feel welcomed by staff they can identify with. In this sense, diversity also guarantees that we remain in line with our customer base.

The Group works to combat all forms of discrimination in terms of recruitment and career development and is committed to supporting diversity on the ground through its numerous agreements or action plans within its subsidiaries or by directly implementing sector agreements in the following areas:

- Employing people with disabilities
- gender equality in the workplace

The Ressources et Handicap programme, introduced in 2014, offers employees the opportunity to directly contact advisors by e-mail or via the hotline made available to them for the duration of the programme. This programme, which also involves an internal communications campaign (including posters and information accompanying payslips), has helped raise awareness of the fact that disabilities are a matter of concern for each and every employee. Group employees have expressed considerable interest in the information provided to them.

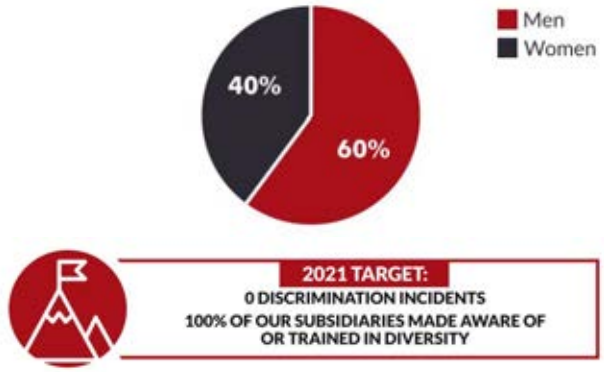
A page for people with disabilities is included on the mobile application provided to subsidiaries and intended for employees.

Six subsidiaries take measures to raise awareness about discrimination, twelve strive to integrate people with disabilities and seven circulate job offers to organisations that promote employment for people with disabilities.

61.65% MEN AND 38.35% WOMEN

0 DISCRIMINATION INCIDENTS

31% OF MANAGEMENT POSITIONS FILLED BY WOMEN



17.8.6 >GENDER EQUALITY INDEX

Each of our subsidiaries with more than 50 employees – 28 subsidiaries in all, 26 of them casinos – has calculated and published a gender equality index. The index is calculated from either four or five indicators, depending on whether or not the company has over 250 employees:

- The gender pay gap accounts for 40 points of the overall score;
- The difference in the distribution of individual pay rises accounts for 20 points;
- The difference in the distribution of promotions (only for companies with over 250 employees) accounts for 15 points;
- The number of female employees receiving a pay increase on returning from maternity leave accounts for 15 points;
- Gender equality among the top ten highest-paid executives accounts for 10 points.

Subsidiaries scoring under 75 points have taken corrective action aimed at achieving a score of at least 75 points within three years.

DOMAINE DE FORGES	76	CASINO DE LA ROCHE POSAY	79
CASINO DE BANDOL	84	CASINO DE ROYAT	88
HOTEL AQUABELLA	99	CASINO DE PORNIC	74
SA CASINO LE LION BLANC	94	CASINO DU GRAND CAFÉ	89
CASINO DE HYÈRES	87	SEGR LE LAURENT	87
CASINO DE DIEPPE	61	CASINO D'ANNEMASSE	93
DOMAINE LE LYON VERT	72	DOMAINE DE DIVONNE	68
EDEN BEACH CASINO	56	CASINO DE PORNICHET	77
PASINO GRAND	68	PLEINAIR CASINO	74
CASINO DE PALAVAS	76	CASINO DE PLOUESCAT	88
PASINO LA GRANDE MOTTE	85	3.14 CASINO	98
PASINO DU HAVRE	77	CASINO DE CABOURG	95
CASINO LE PHARAON	76	PASINO DE SAINT AMAND LES EAUX	93
CASINO DU VAL ANDRÉ	87	CASINO PALAIS DE LA MÉDITERRANÉE	84

17.8.7 >PROMOTING COMPLIANCE WITH THE INTERNATIONAL LABOUR ORGANISATION'S FUNDAMENTAL PRINCIPLES

Groupe Partouche complies with the International Labor Organization's fundamental principles regarding:

- Upholding freedom of association and the right to collective bargaining;
- Eliminating discrimination in respect of employment and occupation;
- Eliminating forced or compulsory labour;
- Effectively abolishing child labour.

No one under the age of 18 is hired by our subsidiaries, other than in the cases of regulated training-related agreements.

17.8.8 >HEALTH AND SAFETY

As a responsible employer, in addition to regulatory constraints, the Group has to ensure that all employees work in a healthy, safe and secure environment. This is essential to ensure that they are able to develop, flourish and avoid any risk of an accident.

To prevent physical strain at work, the human resources information system for French casinos includes information on each employee's exposure to arduous or physically straining factors, which in our industry mainly includes working at night. The system also allows for individual risk assessment monitoring.

A reference employee has been designated as a health and safety contact for Group Partouche's French companies.

A page dedicated to prevention is included on the mobile application that is provided to subsidiaries and intended for employees.

OCCUPATIONAL ACCIDENT FREQUENCY RATE: 23.17%

119 OCCUPATIONAL ACCIDENTS REPORTED

THREE OCCUPATIONAL ILLNESSES RECOGNISED IN THE FINANCIAL YEAR

SEVEN SUBSIDIARIES HAVE AGREEMENTS IN FORCE CONCERNING WORKPLACE HEALTH AND SAFETY

A target had been set of reducing occupational accidents by 5% in 2020. With the Group's subsidiaries closed for an average of 79 days because of the pandemic, it is difficult to assess the year-on-year change in the number of occupational accidents.



17.8.9 >LABOUR-MANAGEMENT RELATIONS

Subsidiaries of Groupe Partouche SA are legally independent of one another and enjoy full autonomy, both as a result of the Group's diversified organisational structure (geographic locations, different sizes of casinos and other subsidiaries, wide range of activities, collective bargaining agreements, etc.) and in line with gaming regulations in force.

Each subsidiary makes sure that lines of communication between management and staff remain open, the key to successful working relationships within the Group. By giving subsidiaries complete autonomy in this area, thus respecting the importance of ensuring a "real-time" approach to staff supervision, management teams are able to effectively adapt to local circumstances.

Meetings of representative bodies are held in accordance with legal provisions in force.

The employee representative bodies have the possibility of creating their own page on the mobile application that is provided to subsidiaries and intended for employees.

While fostering exchanges and ensuring that processes are harmonised across the Group, this organisation also respects the specific characteristics of subsidiaries, allowing each to adopt its own autonomous management approach at the local level, closely reflecting the needs of both staff and clients. This application of the subsidiarity principle is well suited to the Group's identity and the strong local roots of its subsidiaries.

39 SOCIAL AND ECONOMIC COMMITTEES

46 COMPANY-WIDE AGREEMENTS WERE SIGNED DURING THE FINANCIAL YEAR

17.9 >ANTICIPATING, ADAPTING, PROTECTING AND LEARNING DURING THE CRISIS



As a result of the Covid-19 pandemic, most Groupe Partouche subsidiaries had to close their doors to the public during the first lockdown in spring 2020, between March and June, either completely or partially depending on the period. This was mainly the case in France, either due to a regulatory obligation affecting gaming rooms, restaurants and entertainment (Order of 14 March 2020) or as a direct result of Covid-19 (hotels).

The Group's foreign subsidiaries also sometimes had to close to the public. At the time of writing, a second lockdown that gradually began in October (Decree of 16 October 2020) means almost all the Group's subsidiaries in France, Switzerland and Belgium have had to close their doors again.

The Covid-19 pandemic has, however, given Groupe Partouche an opportunity to demonstrate its resilience by facing up to difficulties, adapting and moving forward. The Group's organisation, with close links between the centre and operational staff, and its established application of the principle of subsidiarity have made it possible to quickly roll out collaborative solutions appropriate to the situation.

17.9.1 >PUBLIC HEALTH PROTOCOL: METHODOLOGY AND IMPLEMENTATION

So as not to leave anything to chance, Groupe Partouche has focused its work on both employees and customers. This twin-track approach has helped ensure that all issues are given due consideration, not only within the Group but also in connection with other stakeholders, with the priority on ensuring the safety of the Group's suppliers, subcontractors, service providers and outside companies working at Group sites.

The Purchasing department has also undertaken a large-scale survey to ensure all equipment is compliant and centrally ordered so as to achieve optimum product quality at the lowest cost.

In addition to abiding by the core principles of prevention such as mandatory mask-wearing, hygiene, social distancing and contact tracing, the Group has been keen to extend its approach down to the smallest detail. What follows is a non-exhaustive example.

17.9.2 >FOR EMPLOYEES

Employee health and safety is one of our top priorities. The Covid-19 pandemic has meant we have had to apply this principle in a new environment, in particular under changing versions of nationwide public health restrictions.

A strict public health protocol was put in place ahead of reopening. This protocol was drawn up by professionals in the field, under the guidance of head office Human Resources department, with the aim of producing a document that would be as operationally relevant and helpful as possible. A number of working group meetings were held spanning all business sectors. We went well beyond general essential rules recommended by the Institut National de Recherche et de Sécurité (National Institute for Research and Safety – INRS) and the World Health Organization (WHO) with the aim of coming up with clear, simple and effective rules catering for all types of situations on the ground.

This work also involved employee representative bodies at Group level via trade union representatives. The approach was then broken down to subsidiary level, with input from employee representative bodies at every step. This work resulted in the creation of fact sheets on topics including the following:

- General measures to safeguard against the risk of transmitting Covid-19;
- Procedures to be applied in all locations;
- How to lay out machines, objects and products;
- Vulnerable individuals and their position as regards occupational health;
- The contents of Covid kits and how to use them;
- What to do when a Covid case is identified, including key facts, the importance of identifying contacts, and helpful numbers and addresses;
- Appointment of Covid correspondents, their role and skills, and their official position and duties;
- What to do when a person needs attention;
- Use of visors;
- Use of single-use face masks;
- Rules and conditions governing the use of staff canteens;
- The role of valets;
- Use of provided kits, rules and behaviours in company vehicles;
- Rules and behaviours to be adopted in changing rooms, toilets and showers, as well as products to be used;
- Changes to prevention and safety measures as a result of Covid-19;
- Maintenance rules;
- Procedures applicable to administrative personnel;
- Relations with security carriers and associated protocols;
- Rules and behaviours for cashiers;
- Rules applicable to slot machine technicians;
- Information for management committee members;
- Entrance checks;
- Gaming tables;
- Hotels and spa facilities;
- Kitchens, food stores and facilities;

All in all, our protocols, set out in a living document that is constantly being updated, are applied, checked and complied with for the safety of our employees, customers and suppliers.

These protocols served as the basis for revising the single occupational risk assessment document (known as the "DUERP") at each site. This document exists to identify risks and take any and all steps to reduce their occurrence and/or severity, with prevention being the best form of protection.

Lastly, administrative staff worked from home where possible.

17.9.3 >EMPLOYEE TRAINING

All Group employees were provided with online training specially designed and coordinated by the Group's training centre, the CFPC. This additional requirement, in the form of an e-learning module, was an opportunity for Groupe Partouche to manage the end-to-end training process and acquire unique expertise in how to put together a new training offering. On the back of this initial experience, other business- and context-specific training modules have been rolled out.

17.9.4 >FOR CUSTOMERS

Customer health and safety is also one of our top priorities. Protocols were therefore put in place in the form of fact sheets covering all business sectors, sometimes alongside and in addition to measures put in place for employees.

General measures included mandatory mask-wearing, provision of hand sanitiser, and the reorganisation of space and foot traffic flows to facilitate social distancing.

As with measures applicable to employees, the approach adopted covered even the smallest operational details.

17.9.5 >GAMING ROOMS

Rules were put in place governing public health restrictions and the reorganisation of gaming rooms. To ensure social distancing, in most cases the physical layout of gaming rooms was changed so that machines were spaced further apart, with some machines installed in unused spaces such as meeting rooms. To provide additional protection, Plexiglas screens were installed between slot machines, between players at tables and at all points of contact between employees and customers.

Furthermore, the protocol issued by the Group's professional union on 5 May 2020 was strictly implemented and remains in force at the time of writing. This protocol reinforces a public health protocol for gaming rooms drawn up by a team of professionals.

17.9.6 >NON-GAMING ACTIVITIES

Protocols were put in place covering all working environments, customer contact situations and premises. The main areas covered are listed below, broken down into hotels, catering, meetings and events, cleaning and products.

A). HOTELS

- Reception
- Lobby
- Lift cleaning protocol
- Guest check-in
- Guest check-out
- Public toilets
- Washroom cleaning protocol
- Bedrooms
- Linen
- Laundry protocol
- Spa facilities

B). CATERING

- Goods in
- Product disinfection
- Kitchen food production
- Washing up
- Cooking
- Breakfast
- Room service
- Restaurant
- Snacks
- Buffets and brunch

C). MEETING & EVENTS

- Meetings
- Meeting room refreshments

D). CLEANING AND PRODUCTS

List of all suitable antibacterial products and cleaning methods

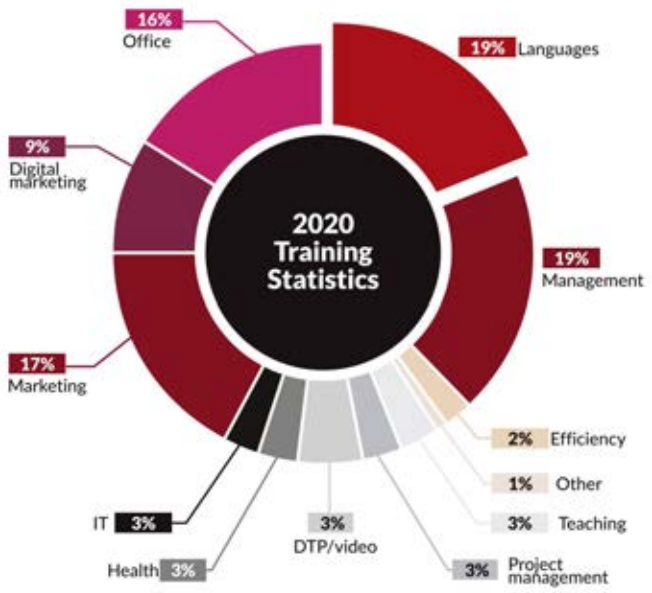
17.9.7 >TRAINING: MAINTAINING EMPLOYEES' SKILLS

We very quickly put together a training programme, on the one hand to seize the unique opportunity for furloughed employees to undergo training and maintain their employability, and on the other to ensure that performance would quickly return to the Group's usual standards upon reopening. This training programme also kept employees gainfully occupied during lockdown..

All in all, 1,369 employees requested a total of 2,431 training courses. All training delivered was paid for in full by the government through its FNE (National Employment Fund) scheme. Groupe Partouche is the only operator in the industry to have used this scheme so extensively.

We were able to deliver this exceptional in record time thanks to our partnership with our government-accredited training organisation Afdas, which acted as an interface between regional directorates for enterprise, competition, consumption, labour and employment (DIRECCTE) and the selected training organisation, Formatome. This approach made it possible to handle very large volumes.

A wide variety of training was delivered online. A breakdown of training delivered during the first lockdown is as follows:



All training took place online.

The Covid crisis has meant many employees have been able to register for as much training as they want. We have learned many lessons from this unique experience. First and foremost, we have gained expertise in managing open and/or remote training.

17.9.8 >A PAY POLICY MINDFUL OF EMPLOYEES AND GREATER EMPLOYEE DIALOGUE DURING THE CRISIS

During the first lockdown, Groupe Partouche directed its subsidiaries to pay their employees an extra 6% in addition to government furlough payments. This was intended to top up furlough payments, capped at 84% of salary. Ultimately, employees continued to receive between 90% and 100% of their net salary.

Furthermore, Groupe Partouche worked with representatives of management and labour to lobby for the use of the industry's social welfare fund, with the result that casino sector employees had the amount of their supplementary health insurance contributions refunded for the second quarter of 2020. This scheme was applied to the Group's employees thanks to the partnership with its broker, Colonna group.

Moreover, the Group remained in close contact with its trade union representatives throughout lockdown. Eight briefing meetings were held between 18 March and 17 June 2020 to ensure that information was disseminated as efficiently as possible. Constant dialogue was maintained and widely relayed within subsidiaries, where the majority of meetings were held remotely.

17.9.9 >COMMITED TO SUPPORTING HOSPITALS

In an effort supported by all its subsidiaries, Groupe Partouche raised a total of €300k for Fondation des Hôpitaux de Paris–Hôpitaux de France. From the start of the first lockdown, each of our subsidiaries was keen to demonstrate its support through a variety of local initiatives.

We wanted to collectively raise funds to complement other forms of support already in place in some instances, such as delivery of meals to healthcare workers. This donation was made to the aforementioned foundation, which is best placed to direct aid to where it is most needed.

17.10 >BEING ENVIRONMENTALLY AWARE



The impact of climate change is already visible. For example, sea levels are rising, extreme natural phenomena are occurring with increasing frequency and migration is increasing. Every country in the world is affected. The fight against climate change is a challenge affecting everyone: states, organisations, businesses, citizens, and so on.

IGroupe Partouche and its subsidiaries do not have an internal environmental management department or specific employee training in this regard. Nevertheless, the Group remains vigilant with regard to environmental issues and is conscious that it has a role to play, in particular by reducing its carbon footprint. A number of actions have been taken, for example to prevent food

waste, optimise water consumption, process waste and raise awareness of biodiversity issues, l'optimisation de la consommation d'eau, le traitement des déchets ou encore la sensibilisation à la biodiversité.

17.10.1 >ENERGY

At present, most of our power comes from fossil fuels. These resources are limited in time and have an impact on the climate. This power is essential to our business, to ensure the smooth running of our gaming rooms, restaurants, hotels, offices, etc.

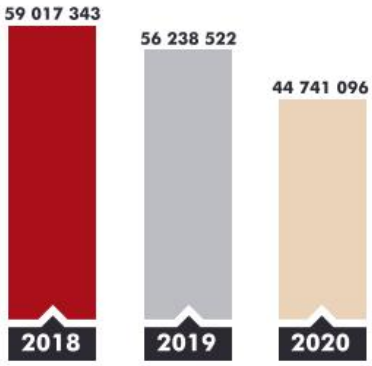
Developing good management practices as well as measures to reduce consumption enables us to make savings and reduce our impact on the environment. The Group is careful to manage its consumption.

Examples of measures available at most subsidiaries include: signage for hotel guests, LED bulbs, roof-mounted solar panels and factsheets about environmentally friendly practices.

44,741,096 KW OF ELECTRICITY CONSUMED IN THE FINANCIAL YEAR

TARGET:
REDUCE ELECTRICITY CONSUMPTION BY 30% BETWEEN 2019 AND 2025

Change over the last three financial years, in kW



Electricity consumption in 2020 cannot easily be compared with previous years.

Consumption declined sharply in 2020 as establishments closed their doors during lockdowns resulting from the public health crisis.

17.10.3 >WASTE RECYCLING

All companies are responsible for the waste they produce or possess. In addition to meeting regulatory requirements, taking action on waste management is a way for companies to reduce their environmental impact by either reducing their primary consumption or recycling waste.

As the Group has a large catering business, raw materials consumed consist mainly of products purchased for catering purposes. To prevent unsold food and wasted meals, the Group introduced a strict purchasing policy under which all meals are calibrated on the basis of a detailed technical specification that quantifies the exact amounts of products needed. Our subsidiaries also offer a doggy bag to any customers who want one.

Nine subsidiaries have introduced biowaste processing either by composting or by sending it to an appropriate processing facility.

Cooking oil is recycled at all our French subsidiaries.

Some subsidiaries use gas. Data on gas consumption cannot currently be disclosed since the indicator is under development.

17.10.2 >OPTIMISING WATER CONSUMPTION

Water is an essential resource for our planet. It is not unlimited. In order to combat climate change, it is necessary to protect water resources by controlling the quantity used and limiting water pollution so that we do not increase the risk of a shortage..

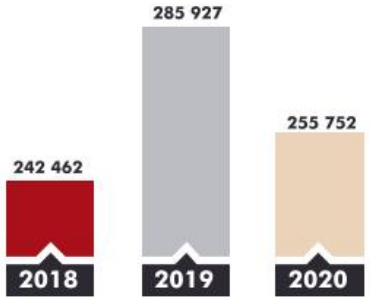
Groupe Partouche companies operate service businesses that involve no industrial or chemical transformation processes. That being the case, they do not generate any significant discharges into water that would seriously endanger the environment. Furthermore, all of the water evacuated is directly channelled into a sewerage network operated by the company's regional authority.

The Group is also careful to manage the quantity of water it consumes. Measures to reduce water consumption are in place, such as pushbutton taps, factsheets about environmentally friendly practices for our employees and signage for our customers.

255,752 CUBIC METRES OF WATER CONSUMED

TARGET:
REDUCE WATER CONSUMPTION BY 30% BETWEEN 2019 AND 2025

Change in water consumption, in m^3



Water consumption in 2020 cannot easily be compared with previous years. Consumption declined in 2020 as establishments closed their doors during lockdowns resulting from the public health crisis.

Thirteen subsidiaries compost their green waste on site or send it to a composting or other type of recycling facility.

The Group also invited its subsidiaries to choose a service provider to recycle office waste (paper, drinking cups, batteries, plastic bottles, etc.). The company presented and selected to recycle office waste was ELISE.

- 14,626 KG OF PAPER SORTED AND SENT TO AN APPROPRIATE PROCESSING FACILITY
- 3,716 KG OF PLASTIC BOTTLES SORTED AND SENT TO AN APPROPRIATE PROCESSING FACILITY
- 342 KG OF INK CARTRIDGES SORTED AND SENT TO AN APPROPRIATE PROCESSING FACILITY
- 271 KG OF PLASTIC CUPS SORTED AND SENT TO AN APPROPRIATE PROCESSING FACILITY
- 158 KG OF METALLIC CANS SORTED AND SENT TO AN APPROPRIATE PROCESSING FACILITY
- 122 KG OF BATTERIES SORTED AND SENT TO AN APPROPRIATE PROCESSING FACILITY
- 262 KG OF WASTE ELECTRICAL AND ELECTRONIC EQUIPMENT (WEEE) SORTED AND SENT TO AN APPROPRIATE PROCESSING FACILITY

For 2020, the Group had set a target of putting in place a waste management action plan and selecting providers for each of its establishments. To this end, it decided to appoint a specialist provider to audit all establishments (reviewing flows, checking compliance, assessing environmental practices, etc.) and propose a range of tailored sorting systems to improve the sorting rate at each establishment. Since public health restrictions meant sites were closed during the planned audit period, this project will kick off in 2021.

17.10.4 >GREENHOUSE GASES

Human activity results in increased greenhouse gas emissions and exacerbates climate change. We need to measure and know about the greenhouse gases relating to our business activities in order to be able to come up with and implement ways of reducing these emissions.

Work is currently in progress to define the collection process and identify relevance and feasibility criteria for measuring the carbon footprint of all of the Group's businesses. This work has been delayed by the closure of the Group's establishments during the public health crisis.

Measurement data indicates that a total of 2,377,000 kg of carbon dioxide was emitted, mostly corresponding to energy consumption in the course of the company's business, mainly from the use of the goods and services it produces.

To date, our suppliers and subcontractors do not provide an individualised assessment of their greenhouse gas emissions.

However, thanks to our collaboration with certain partners responsible for the collection and recovery of waste, we have reached the following indicators:

- 4,412.78 KG CO_2 EQ. FOR PAPER (6 SUBSIDIARIES CONCERNED)
- 37.21 KG CO_2 EQ. FOR PLASTIC BOTTLES (3 SUBSIDIARIES CONCERNED)
- 525.31 KG CO_2 EQ. FOR PLASTIC CUPS (2 SUBSIDIARIES CONCERNED)
- 3.39 KG CO_2 EQ. FOR METALLIC CANS (1 SUBSIDIARY CONCERNED)
- 4.28 KG CO_2 EQ. FOR BATTERIES (ONE SUBSIDIARY)
- 26 KG CO_2 EQ. FOR WEEE (ONE SUBSIDIARY)

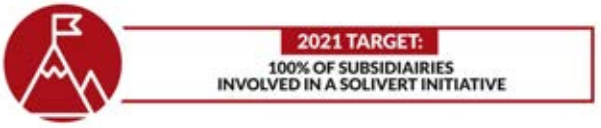
17.10.5 >BIODIVERSITY

To the best of our knowledge, the business does not pose any particular threat to biodiversity.

Even so, Groupe Partouche wanted to include its subsidiaries in an information and awareness initiative called "Solivert". This is an initiative to raise awareness about protecting biodiversity in collaboration with the local community in cities where casinos are located through efforts such as beach cleaning, discovery hikes and litter pickups, walks with naturalists and building nest boxes. The locations for initiatives are chosen with each city so that they have the most impact.

Seven subsidiaries have implemented this positive initiative which calls on customer and employee volunteers as well as residents in the area. Other planned activities had to be cancelled because of the public health crisis.

Some subsidiaries, such as Casino de Dieppe, Domaine de Forges, Domaine de Divonne, Hôtel Cosmos, Casino d'Evaux les Bains, Casino de Plombières, Casino de Gréoux and Appolonia, wanted to promote the importance of protecting biodiversity within their establishments by installing beehives, an aquaponic greenhouse, a vegetable garden, a green wall or a botanical trail.



17.10.6 >ADDITIONAL INFORMATION

Our business in the leisure sector does not require any accreditation procedures with respect to the environment.

The Group produces little airborne, waterborne and landborne waste with a direct impact on the environment.

Soil use is especially relevant in the operation of golf courses, where all products used comply with applicable standards.

None of Groupe Partouche's current establishments had to establish provisions or grant guarantees for environmental risks during the financial year.

No indemnities pursuant to a legal decision pertaining to environmental issues were paid during the financial year.

17.11 >HAVING A POSITIVE LOCAL IMPACT



17.11.1 >DEVELOPING LOCAL PURCHASING

In the regions in which we operate, local purchasing allows us to contribute to wealth produced, develop jobs and contribute to the region's economic development. This also allows us to reduce our environmental impact due to transportation in particular.

Within the Group, each subsidiary is responsible for its own purchasing. As the Group's key professional specialities do not lend themselves to this practice, subcontracting is still only used on a relatively small scale.

Our purchasing policy forbids purchasers from accepting personal gifts from suppliers.

In order to guarantee both our independence and our desire to maintain the closest possible business relationships with our establishments, Groupe Partouche subsidiaries use nationally recognised suppliers and suppliers with a local presence.

Amid the ongoing pandemic, the Group has continued to pay its suppliers within an average of one month.

At present, the only reliable indicators in terms of purchasing are:

- The number of suppliers;
- The number of subcontractors;
- The average supplier payment time;
- The number of legal disputes with our suppliers.

New local purchasing indicators were tested during the financial year but are not yet sufficiently reliable or controlled to be disclosed.

BREAKDOWN OF SUBSIDIARIES BY NUMBER OF SUPPLIERS USED:

FEWER THAN 100 SUPPLIERS: 36%
100 TO 200 SUPPLIERS: 19%
200 TO 300 SUPPLIERS: 26%
MORE THAN 300 SUPPLIERS: 19%

BREAKDOWN OF SUBSIDIARIES BY NUMBER OF SUBCONTRACTORS USED:

NO SUBCONTRACTOR: 38%
0 TO 5 SUBCONTRACTORS: 25%
6 TO 10 SUBCONTRACTORS: 23%
11 TO 15 SUBCONTRACTORS: 9%
MORE THAN 15 SUBCONTRACTORS: 5%

AVERAGE SUPPLIER PAYMENT TIME: 1 MONTH

11 LEGAL DISPUTES WITH SUPPLIERS DURING THE FINANCIAL YEAR

17.11.2 >SUPPORTING CULTURAL AND COMMUNITY LIFE

The Group has always wanted to contribute to the development of the regions in which its subsidiaries are based by:

- developing local employment through actions that promote professional integration;
- providing support for patronage schemes and charities;
- providing customers with tools and resources to help them better understand activities in their region.

Examples abound, notably in the realm of sports and live shows. Groupe Partouche SA is widely recognised for its beneficial impact on the social and economic fabric of local communities.

547 CONTRACTS WERE ENTERED INTO WITH EMPLOYEES LIVING WITHIN 50 KM OF THEIR PLACE OF WORK

€180,183 SPENT ON PATRONAGE

€944,866 SPENT ON SPONSORSHIP

17.12 >TABLE OF INDICATORS

The indicators presented above are summarised in the following table:

INDICATOR	2018	2019	2020
RECOGNISING AND SUPPORTING EMPLOYEES			
WORKFORCE	**4 266**	**4 184**	**4 068**
% men	60,54%	60,88%	61,65%
% women	39,46%	39,12%	38,35%
BREAKDOWN OF WORKFORCE BY AGE			
Under 25	14%	15%	14%
25 to 34 years old	27%	25%	26%
35 to 44 years old	25%	25%	26%
45 to 54 years old	24%	25%	24%
55 and over	10%	10%	10%
BREAKDOWN OF WORKFORCE BY SOCIO-PROFESSIONAL CATEGORY			
Manual workers	135	131	110
Other employees	3 023	2 964	2 854
Supervisors and technicians	262	270	279
Executives	846	819	825
PAYROLL			
Total payroll (€m)	172,54 M€	173,67 M€	135,33 M€
Employee profit-sharing (€m)	2,88 M€	3,26 M€	1,29 M€
CHANGES IN THE WORKFORCE			
Number of permanent contracts entered into	849	1 017	683
Number of redundancies and dismissals	186	187	141
Number of resignations in the financial year	-	481	271
Number of employees leaving the Group for other reasons	-	-	347
Employee turnover	24,84%	23,39%	17,23%
Part-time employees	5,34%	4,27%	4,37%
Absence rate	6,38%	6,81%	7,45%
DEVELOPING HUMAN CAPITAL			
Number of hours' training	28 190 h	31 607 h	23 608 h
Number of employees undergoing training	-	1 462	3 405
Number of work-linked training contracts	56	123	87
Amount spent on training (€)	1 055 147 €	869 854 €	746 689 €
DIVERSITY			
Percentage of management positions filled by women	-	-	31%
Number of incidents of discrimination	0	0	0
HEALTH AND SAFETY			
Occupational accident frequency rate	27,82%	23,17%	23,17%
Number of occupational accidents reported	185	174	119
Number of occupational illnesses	6	9	3
Number of workplace health and safety agreements in force	16	8	7
LABOUR-MANAGEMENT RELATIONS			

INDICATOR	2018	2019	2020
Number of Works Councils	12	25	39
Number of company-wide agreements entered into in the financial year	16	30	46
TAKE INTO ACCOUNT THE ENVIRONMENT			
Energy			
Electricity consumption (kW)	59 017 343 KW	56 238 522 KW	44 741 096 KW
WATER			
Water consumption (m^3)	242 462 m^3	285 927 m^3	255 752 m^3
WASTE RECYCLED AND SENT TO APPROPRIATE PROCESSING FACILITIES (KG)			
Paper	298 165 kg	81 889 kg	14 626 kg
Plastic bottles	5 292 kg	41 016 kg	3 716 kg
Plastic cups	433 kg	151 kg	271 kg
Ink cartridges	186 kg	301 kg	342 kg
Metallic cans	188 kg	92 kg	158 kg
Batteries	48 kg	34 kg	122 kg
WEEE	-	-	262 kg
GREENHOUSE GASES (KG CO_2 EQ.)			
Paper	2 066 eq. CO2 Kg	8 823 eq. CO2 Kg	4 413 eq. CO2 Kg
Plastic bottles	333 eq. CO2 Kg	735 eq. CO2 Kg	37eq. CO2 Kg
Plastic cups	597 eq. CO2 Kg	345 eq. CO2 Kg	525 eq. CO2 Kg
Ink cartridges	-	-	-
Metallic cans	663 eq. CO2 Kg	500 eq. CO2 Kg	3 eq. CO2 Kg
Batteries	-	-	4 eq. CO2 Kg
WEEE	-	-	26 eq. CO2 Kg
HAVING A POSITIVE LOCAL IMPACT			
BREAKDOWN OF SUBSIDIARIES BY NUMBER OF SUPPLIERS USED			
Fewer than 100 suppliers	25%	29%	36%
100 to 200 suppliers	19%	19%	19%
200 to 300 suppliers	26%	28%	26%
More than 300 suppliers	30%	24%	19%
BREAKDOWN OF SUBSIDIARIES BY NUMBER OF SUBCONTRACTORS USED			
no subcontractor	28%	33%	38%
1-5 subcontractors	23%	26%	25%
6 to 10 subcontractors	23%	31%	23%
11 to 15 subcontractors	19%	7%	9%
More than 15 subcontractors	7%	3%	5%
SUPPLIER PAYMENT			
Average supplier payment time	-	1 month	1 month
SUPPLIER DISPUTES			
Number of supplier disputes	-	12	11
ECONOMIC AND SOCIAL CONTRIBUTION			
Number of contracts entered into with employees living within 50 km of their place of work	660	688	547
Amount spent on patronage (€)	126 647 €	311 957 €	180 183 €
Amount spent on sponsorship (€)	1 970 197 €	1 135 301 €	944 866 €

17.13 >REPORT BY THE INDEPENDENT THIRD PARTY ON LABOUR, ENVIRONMENTAL AND SOCIAL INFORMATION INCLUDED IN THE MANAGEMENT REPORT

To the Shareholders,

As an independent third party accredited by Cofrac under number 3-1800 (details of the scope of this accreditation can be found at www.cofrac.fr), we hereby present our audit report on workforce-related, environmental and social information for the financial year ended 31 October 2020, set out in the management report (hereinafter the "CSR Information"), pursuant to the provisions of Article L.225-102-1 of the French Commercial Code.

>RESPONSIBILITY OF THE COMPANY

The Company is responsible for drawing up a management report including the CSR information required under Article R. 225-105-1 of the French Commercial Code, prepared in accordance with all labour, environmental and social reporting protocols used by the Company (hereinafter the "Guidelines"), a summary of which is included in the management report.

>INDEPENDENCE AND QUALITY CONTROL

Our independence is defined by regulations and the industry's code of ethics, inserted into the Decree of 30 March 2012 on chartered accountancy. Furthermore, we have put in place a quality control system that includes documented policies and procedures aimed at ensuring that we comply with ethical rules and all applicable legislation and regulations.

>RESPONSIBILITY OF THE CHARTERED ACCOUNTANT (EXPERT COMPTABLE) APPOINTED AS INDEPENDENT THIRD PARTY

It is our responsibility, on the basis of our work, to:

- Confirm that the requisite CSR information is included in the management report or, if not, that an explanation is given in accordance with Article R.225-105-3 of the French Commercial Code (confirmation of inclusion of CSR Information);
- Express a conclusion of moderate assurance that the CSR information taken as a whole is, in all material respects, presented truthfully in accordance with the Guidelines (reasoned opinion on the truthfulness of the CSR Information).

However, it is not our responsibility to determine whether the Company has complied with other applicable legislation and regulations, notably as regards the duty of care, anti-corruption measures and taxation, or to determine whether its products and services comply with applicable regulations.

Our work was carried out by three people between November 2020 and January 2021 and took a total of four weeks.

We have carried out the work described below in accordance with the professional standards applicable in France and with the decree of 13 May 2013 setting out the means by which the independent third party conducts its assignment.

>CERTIFICATION OF COMPLIANCE OF THE STATEMENT OF NON-FINANCIAL PERFORMANCE

NATURE AND SCOPE OF THE WORK:

For a compliance notice to be issued, the audit should check that the statement includes the following items:

- A description of the business model;
- A description of the key risks arising from the Company's business and, where applicable, from its business relationships, products and services;
- A description of policies and, where applicable, due diligence procedures implemented to prevent or mitigate the occurrence of the risks identified;
- The results of these policies and key performance indicators.

>CONCLUSION:

On the basis of our work, we have not identified any material misstatements liable to call into question the compliance of the statement of non-financial performance.

>REASONED OPINION ON THE TRUTHFULNESS OF THE CSR INFORMATION PUBLISHED IN THE STATEMENT OF NON-FINANCIAL PERFORMANCE

NATURE AND SCOPE OF THE WORK:

We spoke with three people at head office (the Heads of CSR, Human Resources, and Legal and Compliance) and 19 people at different sites, including three site directors, giving a total of 22 interviews. Our aim was to:

- Assess the Guidelines' appropriateness in terms of its relevance, completeness, reliability, neutrality and comprehensibility, taking into consideration sector best practice where applicable;
- Verify that a collection, compilation, processing and checking process is in place to ensure that the CSR Information is complete and consistent, and familiarise ourselves with internal control and risk management procedures relating to the preparation of CSR Information.

We determined the nature and scope of our controls and checks based on the nature and significance of the CSR Information given the Group's characteristics, the social and environmental issues arising from its business, its policy on sustainable development, and sector best practice.

For the CSR Information we considered the most important:

- At parent company level, we consulted source documents and conducted interviews to corroborate qualitative information (organisational structure, policies and actions); analysed quantitative information and undertook sample-based checking of calculations and data consolidation; and checked that data was consistent with other information included in the management report;
- At a representative sample of sites selected[1] based on turnover, we conducted interviews to check that procedures had been properly applied and carried out detailed sample-based testing to check calculations and reconcile data with supporting documents[2].

The coverage rate of information tested was between 23% and 25%

For other CSR information, we assessed its consistency against our knowledge of the Company and data from previous years. We also assessed the consistency of detailed data covering all sites.

Lastly, we assessed the relevance of explanations provided for the partial or complete absence of certain information.

Due to the use of sampling techniques and other limitations inherent in any information and internal control system, the risk of failing to detect a material misstatement in the CSR Information cannot be altogether eliminated.

>CONCLUSION :

On the basis of our work, we have not found any material misstatements liable to call into question the fact that CSR Information taken as a whole is, in all material respects, presented truthfully.

Without calling into question the conclusion set out above, we offer the following observation:

>OBSERVATIONS :

- The first greenhouse gas review gives only a partial view of the Group's emissions: it does not take into account gas consumption, since the relevant indicator was not yet sufficiently robust to be disclosed this year.
- With establishments having to close their doors as a result of the public health crisis, some CSR indicators were not subjected to internal checks. Furthermore, in the absence of written procedures, there are some anomalies in standardised CSR data for a few subsidiaries.

Paris, 8 January 2021

Hervé Gbego

Technical manager Certified accountant

[1] *Subsidiaries selected for detailed testing were as follows: Forges, La Roche Posay, Pléneuf-Val André, Crans-Montana, Cabourg, Agon Coutainville, Divonne and Le Pharaon-Lyon.*

[2] *Indicators selected for detailed testing were as follows:*

- Workforce indicators: number of women in management positions, number of hours' training, number of employees receiving training, arrangements for implementing the public health protocol, number of redundancies and dismissals, number of employees leaving for other reasons, employee turnover and workplace health and safety agreements in force.

- Social indicators: number of people trained in the prevention of problem gambling within 90 days of starting, number of people made aware of digital hygiene best practice, application of the data backup procedure and GDPR best practice, supplier payment terms and number of supplier disputes.

- Environmental indicators: quantity of paper in kilograms sorted and sent to an appropriate processing facility, quantity of electricity consumed sourced from renewables, gas consumption, and greenhouse gases linked to electricity.

18

MAIN SHAREHOLDERS

18.1 >OWNERSHIP OF CAPITAL AND VOTING RIGHTS

The table below shows the breakdown of the Company's share capital and its theoretical and actual voting rights over the last three years:

MAIN SHAREHOLDERS	31/10/20			31/10/19			31/01/18		
	NUMBER OF SHARES HELD	% OF SHARE CAPITAL AND THEORETICAL VOTING RIGHTS	ACTUAL VOTING RIGHTS	NUMBER OF SHARES HELD	% OF SHARE CAPITAL AND THEORETICAL VOTING RIGHTS	ACTUAL VOTING RIGHTS	NUMBER OF SHARES HELD	% OF SHARE CAPITAL AND THEORETICAL VOTING RIGHTS	ACTUAL VOTING RIGHTS
Financière Partouche SA[1]	6 433 585	66,83 %	66,94 %	6 433 585	66,83 %	66,91 %	6 433 585	66,83 %	66,92 %
BCP[2]	1 277 020	13,26 %	13,29 %	1 277 020	13,26 %	13,28 %	1 277 020	13,26 %	13,28 %
Supervisory Board members[3]	553 702	5,75 %	5,76 %	553 702	5,75 %	5,76 %	544 102	5,65 %	5,66 %
Executive Board members[3]	16 027	0,17 %	0,17 %	16 027	0,17 %	0,17 %	16 027	0,17 %	0,17 %
Treasury shares	16 753	0,17 %	-	12 351	0,13 %	-	13 001	0,14 %	-
Public[4]	1 329 947	13,81 %	13,84 %	1 334 349	13,86 %	13,88 %	1 343 299	13,95 %	13,97 %
TOTAL	**9 627 034**	**100,00 %**	**100,00 %**	**9 627 034**	**100,00 %**	**100,00 %**	**9 627 034**	**100,00 %**	**100,00 %**

[1] *Financière Partouche SA is a family holding company.*
[2] *BCP holds 1,200,399 shares through FCPR France Private Equity III and 76,621 shares through Butler Capital Partners SA.*
[3] *Detailed information on shareholding by members of the Supervisory and Executive Boards is provided in Section 18.2.1 of this Universal Registration Document.*
[4] *As far as the company is aware, there are no shareholders holding 5% or more of the share capital and voting rights, apart from Financière Partouche and BCP.*

On 2 April 2013, Financière Partouche SA, the family holding company that holds 66.83% of the share capital of Groupe Partouche SA, requested and obtained the initiation of a Safeguard Procedure *(procédure de sauvegarde)* from the Valenciennes Commercial Court, a procedure designed to allow Financière Partouche to renegotiate its financial debt, under the

protection of the Commercial Court. The Valenciennes Commercial Court, in its ruling of 30 June 2014, approved the Company's Safeguard Plan *(plan de sauvegarde)*. In its ruling of 19 September 2016, the Valenciennes Commercial Court, following agreements reached with bank creditor OCM Luxembourg (Oaktree) to settle its disputes with Financière Partouche and Groupe Partouche, amended Financière Partouche's Safeguard Plan.

As a guarantee of payment and reimbursement of all amounts due by Financière Partouche to banks in respect of the loan contract dated 30 September 2005 and the memorandum of 31 October 2009, in principal, interest, commission, fees and other expenses, Financière Partouche pledged to banks the entirety of the shares that it held in Groupe Partouche. Under the terms of the Safeguard Plan for Financière Partouche described above, the pledge of securities given as guarantees remains in effect. The lifting of this condition is subject to the repayment of the loan.

At the request of Groupe Partouche, Euroclear France carried out a survey on 20 November 2020 of intermediaries holding 11,000 or more shares. This survey identified a total of 2,823 shareholders in this category, representing 14.0% of the share capital. At the date of this survey, also taking into account shareholders holding registered shares, it was thus confirmed that the share capital of Groupe Partouche was held by more than 2,600 shareholders.

The Euroclear France survey identified 4.1% of shareholders as institutional investors, corresponding to 0.6% of the share capital.

No securities are owned by employees under a share ownership plan.

18.2 >DIRECT OR INDIRECT INVESTMENTS OF GROUPE PARTOUCHE SENIOR EXECUTIVES AND COMPANY OFFICERS IN THE SHARE CAPITAL AT 31 OCTOBER 2020

18.2.1 >DIRECT AND INDIRECT INVESTMENTS

EXECUTIVE BOARD	DIRECT INVESTMENTS			INDIRECT INVESTMENTS	SHARE SUBSCRIPTION OR PURCHASE OPTIONS
	SHARES	PERCENTAGE		SHAREHOLDING VIA FINANCIÈRE PARTOUCHE*	
		CAPITAL	VOTING RIGHTS		
Fabrice Paire	376	0,00 %	0,00 %	-	None
Ari Sebag	5 682	0,06 %	0,06 %	11,13 %	None
Katy Zenou	9 969	0,10 %	0,10 %	7,72 %	None
Jean-François Largillière	-	0,00 %	0,00 %	-	None
TOTAL	**16 027**	**0,17 %**	**0,17 %**	**18,85 %**	**NONE**

** Financière Partouche owns 66.83% of the share capital of Groupe Partouche.*

SUPERVISORY BOARD	DIRECT INVESTMENTS			INDIRECT INVESTMENTS	SHARE SUBSCRIPTION OR PURCHASE OPTIONS
	SHARES	PERCENTAGE		SHAREHOLDING VIA FINANCIÈRE PARTOUCHE*	
		CAPITAL	VOTING RIGHTS		
Patrick Partouche	44 964	0,47 %	0,47 %	15,99 %	None
Isidore Partouche	508 519	5,28 %	5,29 %	0,88 %	None
Salomé Partouche	5	0,00 %	0,00 %	0,00 %	None
Walter Butler	1	0,00 %	0,00 %	0,00 %	None
Véronique Masi Forneri	62	0,00 %	0,00 %	0,00 %	None
Daniel Cohen	150	0,00 %	0,00 %	0,00 %	None
Caroline Texier	1	0,00 %	0,00 %	0,00 %	None
TOTAL	**553 702**	**5,75 %**	**5,76 %**	**16,87 %**	**NONE**

** Financière Partouche owns 66.83% of the share capital of Groupe Partouche.*

18.2.2 >STOCKS OPTIONS

None

18.3 >INVESTMENTS BY GROUPE PARTOUCHE EMPLOYEES IN THE SHARE CAPITAL

18.3.1 >INCENTIVE SCHEMES

No incentive schemes have as yet been put in place by Groupe Partouche SA.

18.3.2 >EMPLOYEE PROFIT-SHARING

Pursuant to the provisions of Article L.225-102 of the French Commercial Code, we hereby indicate that there was no employee profit-sharing scheme under the terms of a company savings plan at the balance sheet date, 31 October 2020.

18.3.3 >EMPLOYEE SHAREHOLDERS

None.

18.4 >DIFFERENT VOTING RIGHTS

Each issued and outstanding share in the Company is entitled to a single vote. There are no double voting rights and the main shareholders, Financière Partouche and BCP, do not have different voting rights.

Furthermore, at the Extraordinary Shareholders' Meeting of 15 January 2015, it was decided "not to confer double voting rights upon (i) fully paid-up Company shares which can be shown to have been held in registered form for at least two years in the name of the same shareholder, or (ii) registered Company shares allotted free of charge as part of a capital increase through the capitalisation of reserves, income or share issue premiums, to a shareholder".

18.5 >INFORMATION ON THE CONTROL OF THE SHARE CAPITAL

On 29 April 2011, a shareholders' agreement was entered into by Financière Partouche, Patrick Partouche, Katy Zenou and Ari Sebag, as party of the first part, and BCP as the party of the second part, governing the relationship between these shareholders. This agreement constitutes an action in concert. The main clauses in the aforementioned agreement stipulate, in particular, that BCP shall hold:

- a maximum of two-sevenths of the seats on the Supervisory Board as long as Butler Capital Partners holds at least 5% of the Company's share capital;
- a veto right over major decisions (any decision taken by a majority of 80% of present or represented members including the favourable vote of the members of the Supervisory Board appointed upon BCP's proposal) concerning transactions with an impact on the share capital, debt, disposal of assets or investment expenditure, acquisition of assets and more specifically:
  - any financial debt owed to an entity which does not belong to Groupe Partouche or any new off balance sheet commitment increasing Groupe Partouche's commitments by over €3 million (non-cumulative threshold) compared with debt recorded in the consolidated financial statements at 31 October 2010,
  - any single disposal of assets greater than €3 million (non-cumulative threshold) not mentioned in Groupe Partouche's initial business plan concerning the period from 2011 to 2015,
  - any investment expenditure or acquisition of assets in a unit amount exceeding €3 million (non-cumulative threshold), apart from (i) an annual budget of €30 million provided for in the business plan and (ii) a cumulative budget over the duration of the initial business plan of €35 million covering specific investments or any project replacing them
- an enhanced right to information;
- a right of inspection as regards any recruitment, appointment, dismissal or revocation of the members of Groupe Partouche's Executive Board, of which the only consequence shall be, at no cost for Financière Partouche, to release BCP from its lock-up commitment and its obligation under Financière Partouche's right of first offer;
- a liquidity clause in its favour, stipulating firstly that as of 29 April 2014, Financière Partouche shall provide and ensure that Groupe Partouche and its senior executives provide all assistance required by BCP to enable the disposal of its investment and secondly that in the scope of this liquidity procedure and in any event, as of 29 April 2016;
- Ispar Holding (in place of Financière Partouche) guarantees BCP a minimum price of €2 per Groupe Partouche share disposed of by BCP and therefore undertakes to acquire from BCP the shares that BCP

would like to dispose of at a price of €2 per share (within the limit of the shares subscribed by BCP in the scope of the reserved capital increase of 29 April 2011).

The agreement also states that:

- Financière Partouche agrees to hold on to at least 50.1% of Groupe Partouche's share capital for the entire term of the agreement;
- Financière Partouche and BCP agree not to increase their respective shareholdings by more than five percentage points.

This agreement will remain in effect as long as BCP holds shares in Groupe Partouche SA, although it should be noted that the duration of the agreement may not in any event exceed ten years, i.e. April 2021 at the latest.

In accordance with applicable regulations, this shareholders' agreement was reported to the Autorité des Marchés Financiers, which ensured that it was officially announced as required.

No particular measure has been taken with a view to ensuring that the control described above is not exercised in an abusive manner.

At present, Groupe Partouche and its controlling company Financière Partouche have a number of executives in common *(see Section 14.1)*, namely:

- On the Executive Board of Groupe Partouche SA: Ari Sebag and Katy Zenou;
- On the Supervisory Board of Groupe Partouche SA: Isidore Partouche and Patrick Partouche.

At the date of this Universal Registration Document, Financière Partouche SA owned 6,433,585 shares, corresponding to 66.83% of the share capital, whereas FCPR France Private Equity III owned 1,200,399 shares and Butler Capital Partners owned 76,621 shares, together comprising 13.26% of the share capital.

18.6 >CONTROL OF FINANCIÈRE PARTOUCHE SA

Financière Partouche, which held 66.83% of the Company's share capital at the date of this Universal Registration Document, is a French public limited company ("Société Anonyme") with an Executive Board and a Supervisory Board, its share capital mainly owned by members of the Partouche family.

No single shareholder owns sufficient shares in Financière Partouche SA to control this company. Patrick Partouche, Ari Sebag and Katy Zenou (all three signatories of the shareholders' agreement described in Section 18.5) together held 52.14% of the capital of Financière Partouche SA at 31 October 2020

18.7 >CHANGE OF CONTROL

To the best of our knowledge and subject to the information mentioned in Section 18.5 above, there are no other actions in concert or shareholders' agreements, nor does any clause of any agreement contain any preferential conditions governing the disposal or acquisition of Groupe Partouche shares..

19

RELATED-PARTY TRANSACTIONS

Please refer to Section 7.2 of this document for the organisational structure and Section 20.2.1: Note 15 "Related parties" to the consolidated financial statements for further information.

Any partnerships with other companies are negotiated at arm's length.

The special report of the Statutory Auditors on regulated agreements and commitments is included below.

>SPECIAL REPORT OF THE STATUTORY AUDITORS ON REGULATED AGREEMENTS AND COMMITMENTS

SHAREHOLDERS' MEETING CONVENED TO APPROVE THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 OCTOBER 2020

To the shareholders of GROUPE PARTOUCHE SA,

In our capacity as Statutory Auditors of your Company, we hereby report to you on regulated agreements.

We are required to inform you, on the basis of the information provided to us, of the principal terms and conditions, the reason for benefit for the Company of those agreements brought to our attention, or that we may have discovered in the course of our audit. We are not required to express an opinion on their usefulness and appropriateness or ascertain whether any other such agreements exist. It is your responsibility, in accordance with Article R.225-58 of the French Commercial Code, to evaluate the benefits resulting from the conclusion of these agreements for the purpose of approving them.

Our role is also to provide you with the information stipulated in Article R.225-58 of the French Commercial Code relating to the implementation during the financial year under review of agreements previously approved by the Shareholders' Meeting.

We have carried out the procedures we considered necessary in accordance with the professional guidelines of the *Compagnie Nationale des Commissaires aux Comptes* (CNCC, the French national institute of statutory auditors) relating to this engagement. These procedures involved verifying that the information provided to us was consistent with its supporting documentation.

1 - AGREEMENTS SUBJECT TO THE APPROVAL OF THE SHAREHOLDERS' MEETING

>AGREEMENTS AUTHORISED AND CONCLUDED DURING THE FINANCIAL YEAR UNDER REVIEW

We inform you that we have not been informed of any agreements authorised and concluded during the financial year under review to be submitted to the Shareholders' Meeting for approval pursuant to the provisions of Article L.225-86 of the French Commercial Code.

2 - AGREEMENTS ALREADY APPROVED BY THE SHAREHOLDERS

>AGREEMENTS APPROVED DURING PREVIOUS FINANCIAL YEARS

A) THAT REMAINED IN FORCE DURING THE FINANCIAL YEAR UNDER REVIEW

In application of Article R.225-57 of the French Commercial Code, we have been informed that the agreements described below, which were approved by the Shareholders' Meeting in previous financial years, remained in force during the financial year.

AGREEMENTS WITH SHAREHOLDERS

CASH POOLING AGREEMENT WITH FINANCIÈRE PARTOUCHE SA (A SHAREHOLDER HOLDING OVER 10% OF THE COMPANY'S VOTING RIGHTS)

Financière Partouche SA was authorised to participate in the cash pooling agreement for Group companies with Groupe Partouche SA. Under this agreement, interest is charged on any loans and advances granted at 12-month Euribor rates plus 0.25%.

In accordance with the provisions of the Safeguard Plan as amended and approved on 2 November and 8 December 2016 that were applicable at the time, the dividend payable to Financière Partouche SA approved at the Extraordinary Shareholders' Meeting of 5 September 2017 was recognised as a current account advance.

This current account advance, which at 31 October 2019 represented a debt of €2,005,055 owed by the Company to Financière Partouche SA, was repaid in full during the financial year ended 31 October 2020.

Under this agreement, the amount of interest paid by Groupe Partouche SA to Financière Partouche SA, calculated at a rate of 0.25%, comes to €397.

MANAGEMENT CONSULTING AGREEMENT WITH SHAL & CO (A SHAREHOLDER INDIRECTLY HOLDING OVER 10% OF THE COMPANY'S VOTING RIGHTS)

On 28 December 2006, the Company entered into an agreement with Shal & Co SA for management consulting services in relation to some of the Group's casinos. This agreement was amended for the first time on 28 December 2008.

A second amendment was authorised by the Supervisory Board at its meeting of 28 January 2020 and approved at the Shareholders' Meeting of 1 April 2020, on the basis of the Statutory Auditors' special report dated 24 February 2020, to reflect changes in Groupe Partouche's locations and the Group's current strategy.

Furthermore, at its meeting of 10 March 2020, the Supervisory Board agreed the final wording of this amendment, which specified in particular that the agreement had been renewed for two years corresponding to 2019 and 2020, with the option of tacit renewal for subsequent periods of two years. .

During the financial year ended 31 October 2020, the operating expense recognised by the Company in respect of this agreement and its supplemental agreements stood at €331,500.

Persons concerned:

Hubert Benhamou, a senior executive of Shal & Co and an indirect shareholder in the Company.

AGREEMENTS WITH COMPANIES SHARING SENIOR EXECUTIVES

TAX CONSOLIDATION AGREEMENT

At its meeting of 28 January 2020, the Supervisory Board authorised the tacit renewal of the tax consolidation agreement; such renewal was approved at the Shareholders' Meeting of 1 April 2020 on the basis of the Statutory Auditors' special report dated 24 February 2020.

This agreement is applied in accordance with Article 223 A of the French General Tax Code. It was renewed for a five-year period and expires on 31 October 2024.

For the financial year ended 31 October 2020, your Company recognised a net tax saving of €6,537,855 under this agreement.

ACTIVATION OF THE RETURN TO PROFITABILITY CLAUSE IN RESPECT OF THE SOCIÉTÉ DU GRAND CASINO DE CABOURG SUBSIDIARY

The return to profitability clause relating to the debt forgiveness agreement with Grand Casino de Cabourg was triggered in respect of an amount of €607,729 in the financial year. At 31 October 2020, the outstanding debt not triggering the return to profitability clause with the aforementioned company totalled €2,244,451.

Persons concerned:

Isidore Partouche and Ari Sebag. .

OTHER AGREEMENTS WITH SENIOR EXECUTIVES

SECURITY COSTS FOR PATRICK PARTOUCHE

At its meeting of 12 June 2018, the Supervisory Board authorised Groupe Partouche SA to cover security and surveillance costs for Patrick Partouche's personal residence with effect from 1 July 2018.

In the financial year ended 31 October 2020, the operating expense recognised by the Company in respect of these security costs stood at €101,890 excluding taxes.

Persons concerned:

Patrick Partouche, Chairman of the Supervisory Board.

B) NOT GIVING RISE TO PERFORMANCE DURING THE FINANCIAL YEAR UNDER REVIEW

We have also been informed that the agreements listed below, which were approved by the Shareholders' Meeting in previous financial years, remained in force but did not give rise to any performance during the financial year. These agreements are as follows:

AGREEMENTS WITH SHAREHOLDERS

We have not been informed of any agreements falling into this category.

AGREEMENTS WITH COMPANIES SHARING SENIOR EXECUTIVES

DEBT FORGIVENESS AGREEMENTS WITH RETURN TO PROFITABILITY CLAUSES RELATING TO CASH ADVANCES RECORDED IN CURRENT ACCOUNTS

The terms and conditions of these agreements are as follows:

- with Grand Casino du Havre SA: return to profitability clause for a debt forgiveness in the amount of €18,503,867;
- with Casino de la Trinité: return to profitability clause for a debt forgiveness in the amount of €3,267,000;

- with Casino de la Tremblade: return to profitability clause for a debt forgiveness in the amount of €677,846;
- with Hôtel Cosmos SARL: return to profitability clause for a debt forgiveness in the amount of €3,516,140;
- with Partouche Interactive SA: return to profitability clause for a debt forgiveness in the amount of €12,000,000;
- with Société d'exploitation du Casino et d'Hôtels de Contrexéville SAS: return to profitability clause for a debt forgiveness in the amount of €550,000..

CURRENT ACCOUNT SUBORDINATION AGREEMENT WITH SAS CASINOS DE VICHY "LES 4 CHEMINS", COMPANY UNDERGOING LIQUIDATION

On 31 October 2012, a current account subordination agreement was entered into by your Company and Casinos de Vichy "Les 4 Chemins", 91.83% of which is indirectly held. This agreement remained in force until the court-ordered liquidation date of this subsidiary in February 2017, and since that date it is no longer in force.

Under this agreement, your Company forbade itself from claiming from its subsidiary the repayment of its claim as at 24 October 2012 (€15,106,491 excluding interest from 1 November 2011 to 24 October 2012) as long as liabilities towards third parties appear on its balance sheet, with the exception of disposals of equity securities or assets.

The aim of this agreement is to enable Casinos de Vichy "Les 4 Chemins" to consider said amount on its current account as a stable resource ("quasi-equity").

At 31 October 2020, the company's current account advance to Casinos de Vichy "Les 4 Chemins" SAS stood at €18,328,883, unchanged from the previous financial year. Given the aforementioned subsidiary's situation, this receivable has been fully impaired. .

OTHER AGREEMENTS WITH SENIOR EXECUTIVES

We have not been informed of any agreements falling into this category.

>AGREEMENTS APPROVED DURING THE FINANCIAL YEAR

Lastly, we have been notified that the following agreements, already approved at the Shareholders' Meeting of 1 April 2020 on the basis of the Statutory Auditors special report dated 24 February 2020, entered into force during the financial year

TERMINATION OF THE COMMERCIAL LEASE WITH FINANCIÈRE PARTOUCHE SA (A SHAREHOLDER HOLDING OVER 10% OF VOTING RIGHTS IN THE COMPANY) AND CONCLUSION OF A SUB-LEASE ARRANGEMENT WITH THE PARTOUCHE IMMOBILIER SAS SUBSIDIARY (WHOLLY-OWNED BY GROUPE PARTOUCHE SA)

Groupe Partouche SA had entered into a nine-year lease with Financière Partouche SA which should have expired on 31 July 2020.

The Supervisory Board authorised on 10 December 2019 the following agreements related to the head office located at 141 bis rue de Saussure, Paris, 17th arrondissement:

- Termination of the commercial lease between the Company and Financière Partouche SA, its majority shareholder;
- Arrangement in its place of a sub-lease with Partouche Immobilier SAS for a 12-year period, in return for annual rent of €787,000 excluding service charges and excluding taxes.

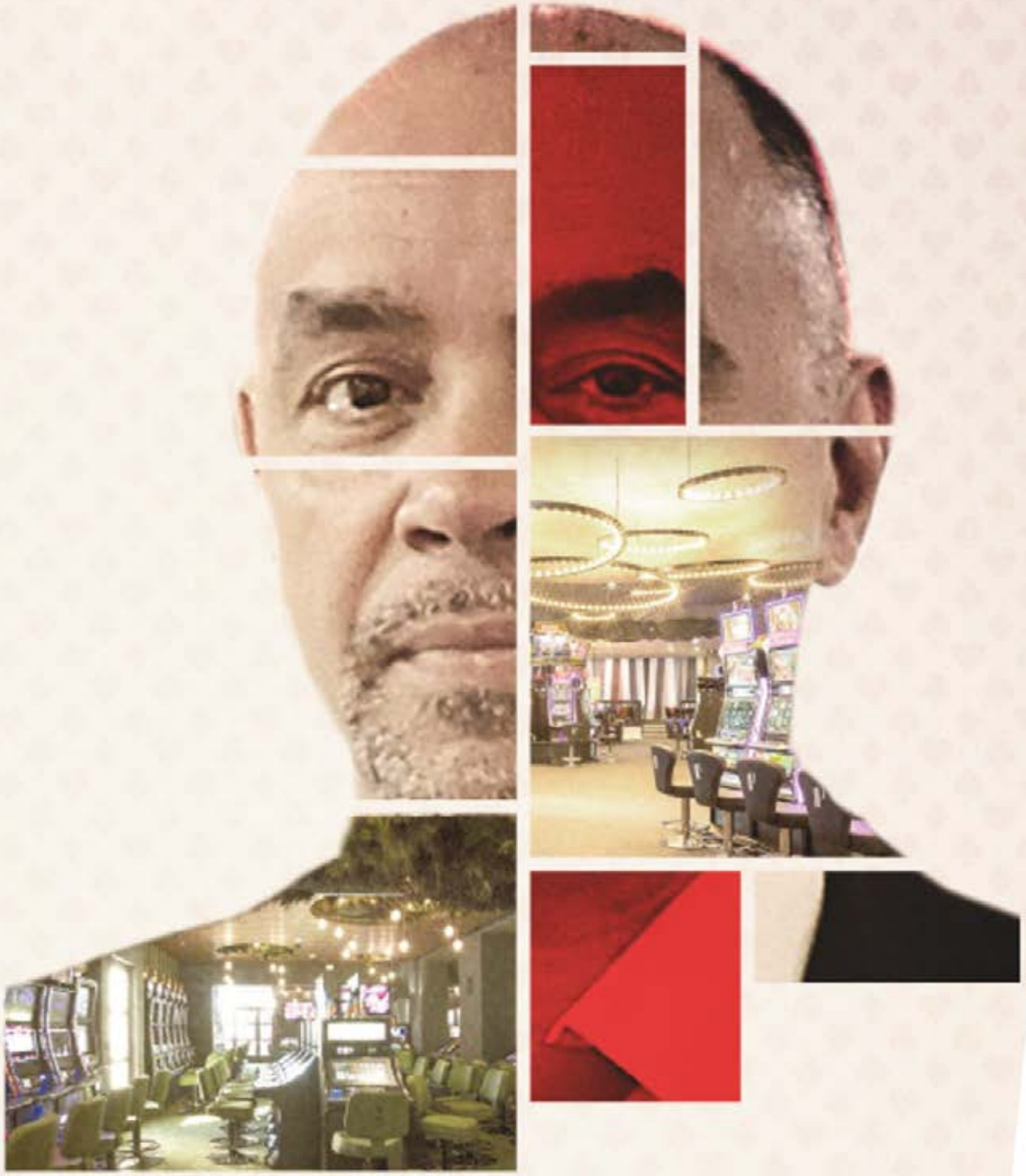
This change was approved by the Shareholders' Meeting of 1 April 2020, following the special report of the Statutory Auditors of 24 February 2020, and took place following the sale by Financière Partouche of the premises occupied by the head office at 141bis rue de Saussure in the 17th arrondissement of Paris to two institutional real estate companies, followed by Partouche Immobilier SAS's arrangement of a lease with these real estate companies for the same office space.

Pursuant to the foregoing, during the financial year

- For the period from 1 November to 19 December 2019:
  - The operating expense recognised by the Company in respect of the commercial lease with Financière Partouche SA totalled €51,095, including the leasing cost, service charges and taxes associated with the lease.
- For the period from 20 December 2019 to 31 October 2020:
  - The operating expense recognised by the Company in respect of the sublease entered into with Partouche Immobilier SAS totalled €760,364, including lease payments, service charges and associated taxes.

Marseille and Paris, 17 February 2021

MCR Walter France	France Audit Expertise
Emmanuel MATHIEU	José DAVID



20

FINANCIAL INFORMATION ON THE ISSUER'S ASSETS, FINANCIAL POSITION AND PERFORMANCE

20.1 >HISTORIC FINANCIAL INFORMATION

Pursuant to Article 28 of Regulation (EC) 809/2004, the following information is referenced in this document:

- the consolidated financial statements for the financial year ended 31 October 2018, prepared in accordance with IFRS/IAS as adopted by the European Union and the report of the Statutory Auditors on the consolidated financial statements for the financial year ended 31 October 2018, both of which are included in the Reference Document of the Company, registered with the Autorité des Marchés Financiers on 20 February 2019 under No. D.19-0062, pages 123 et seq.;
- the consolidated financial statements for the financial year ended 31 October 2019, prepared in accordance with IFRS/IAS as adopted by the European Union and the report of the Statutory Auditors on the consolidated financial statements for the financial year ended 31 October 2019, both of which are included in the Universal Registration Document of the Company, registered with the Autorité des Marchés Financiers on 24 February 2020 under No. D.20-0076, pages 127 et seq.;
- the parent company financial statements for the financial year ended 31 October 2018 and the report of the Statutory Auditors on the parent company financial statements for the financial year ended 31 October 2018, both of which are included in the Reference Document of the Company, registered with the Autorité des Marchés Financiers on 20 February 2019 under No. D.19-0062, pages 173 et seq.;
- the parent company financial statements for the financial year ended 31 October 2019 and the report of the Statutory Auditors on the parent company financial statements for the financial year ended 31 October 2018, both of which are included in the Universal Registration Document of the Company, registered with the Autorité des Marchés Financiers on 24 February 2020 under No. D.20-0076, pages 179 et seq.

Both the Reference Documents and the Universal Registration Document referred to above are available on the websites of the Company (www.partouche.com) and the Autorité des Marchés Financiers (www.amf-france.org).

20.2 >FINANCIAL STATEMENTS

20.2.1 >CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 OCTOBER 2020

>DETAILED SUMMARY OF THE CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 OCTOBER 2020

- Consolidated income statement
- Consolidated statement of comprehensive income
- Statement of financial position
- Consolidated cash flow statement
- Changes in consolidated shareholders' equity

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1. KEY EVENTS DURING THE FINANCIAL YEAR

NOTE 2. ACCOUNTING POLICIES
2.1 Standards applied
2.2 Accounting judgments and estimates

NOTE 3. SCOPE OF CONSOLIDATION
3.1 Accounting policies related to the consolidation scope
3.2 Changes in the scope of consolidation
3.3 Non-current assets held for sale and discontinued operations

NOTE 4. SEGMENT INFORMATION
4.1 Presentation
4.2 Turnover by division
4.3 Current operating profit by division
4.4 Balance sheet items by division

NOTE 5. OPERATIONAL DATA
5.1 Revenue recognition
5.2 Operating profit and EBITDA
5.3 Purchases and external expenses
5.4 Other operating income and expenses
5.5 Inventories and semi-finished goods
5.6 Receivables and other debtors
5.7 Investments in equity-accounted associates

NOTE 6. INTANGIBLE AND TANGIBLE FIXED ASSETS
6.1 Goodwill
6.2 Impairment in the value of goodwill
6.3 Intangible assets
6.4 Tangible fixed assets

NOTE 7. EMPLOYEE EXPENSES AND BENEFITS
7.1 Workforce
7.2 Employee expenses
7.3 Employee benefits
7.4 Employee commitments
7.5 Directors' remuneration

NOTE 8. OTHER CURRENT AND NON-CURRENT PROVISIONS
8.1 Change in provisions
8.2 Breakdown of provisions by type

NOTE 9. FINANCING AND FINANCIAL INSTRUMENTS
9.1 Other non-current financial assets
9.2 Cash and cash equivalents
9.3 Financial debt
9.4 Financial income (expense)
9.5 Financial risks

NOTE 10. TAXES
10.1 Analysis of the tax expense
10.2 Deferred tax

NOTE 11. EQUITY
11.1 Share capital outstanding
11.2 Treasury shares
11.3 Consolidated reserves
11.4 Minority interests

NOTE 12. ADDENDA TO THE CONSOLIDATED FINANCIAL STATEMENTS
12.1 Other current and non-current assets
12.2 Trade and other payables
12.3 Other current and non-current liabilities

NOTE 13. BREAKDOWN OF THE CONSOLIDATED CASH FLOW STATEMENT
13.1 Breakdown of cash flow
13.2 Breakdown of WCR

NOTE 14. OFF BALANCE SHEET COMMITMENTS
14.1 Related to the scope
14.2 Related to financing
14.3 Related to operating activities

NOTE 15. RELATED-PARTY TRANSACTIONS
NOTE 16. POST-BALANCE SHEET EVENTS
NOTE 17. SCOPE OF CONSOLIDATION

>CONSOLIDATED FINANCIAL STATEMENTS - 31 OCTOBER 2020

>CONSOLIDATED INCOME STATEMENT

CONSOLIDATED INCOME STATEMENT €000 AT 31 OCTOBER (EXCEPT DATA PER SHARE)	NOTES	2020	2019	2018
TURNOVER	**4.2, 5.1**	**343 463**	**433 493**	**410 844**
Purchases and external expenses	5.3	(135 033)	(156 396)	(146 903)
Taxes and duties		(13 961)	(16 208)	(16 993)
Employee expenses	7.2	(136 615)	(176 830)	(175 429)
Depreciation, amortisation and impairment of fixed assets		(58 718)	(44 175)	(40 193)
Other current operating income and expenses	5.4	(7 449)	(6 508)	(4 680)
CURRENT OPERATING PROFIT (LOSS)	**4.3**	**(8 313)**	**33 377**	**26 647**
Other non-current operating income and expenses	5.4	55	(2 291)	(1 078)
Gain (loss) on the sale of consolidated investments	3.2	-	3 058	-
Impairment of non-current assets	6.1	(3 796)	(2 223)	(4 662)
NON-CURRENT OPERATING PROFIT (LOSS)		**(3 741)**	**(1 456)**	**(5 740)**
OPERATING PROFIT (LOSS)		**(12 054)**	**31 922**	**20 907**
FINANCIAL ITEMS	**9.4**	**(1 890)**	**82**	**(1 404)**
PROFIT BEFORE TAX		**(13 944)**	**32 003**	**19 503**
Corporate income tax	10.1	1 633	(2 972)	(1 295)
CVAE tax	10.1	(2 822)	(3 704)	(3 354)
PROFIT (LOSS) AFTER TAX		**(15 132)**	**25 327**	**14 854**
Share in earnings of equity-accounted associates	5.7	(66)	(310)	(2 261)
TOTAL NET PROFIT (LOSS)		**(15 198)**	**25 017**	**12 593**
o/w Group share		(17 395)	18 635	6 233
o/w minority interests		2 196	6 381	6 360
NET EARNINGS PER SHARE ATTRIBUTABLE TO THE GROUP		**(1,81)**	**1,94**	**0,65**
Dividend distributed per share		-	-	-
Number of shares on which the earnings per share calculation is based		9 613 738	9 611 979	9 615 143

>CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

COMPREHENSIVE INCOME €000 AT 31 OCTOBER	2020	2019	2018
TOTAL NET PROFIT (LOSS)	**(15 198)**	**25 017**	**12 593**
Change in fair value of financial instruments net of tax (effective portion)		44	231
Other comprehensive income items (*)	606	794	464
OTHER COMPREHENSIVE INCOME ITEMS (THAT MAY BE RECYCLED TO NET PROFIT)	**606**	**838**	**695**
Remeasurements of the defined-benefit liability (IAS 19 (revised), impact net of tax	(706)	166	(361)
OTHER COMPREHENSIVE INCOME ITEMS (THAT WILL NOT BE RECYCLED TO NET PROFIT)	**(706)**	**166**	**(361)**
TOTAL COMPREHENSIVE INCOME	**(15 298)**	**26 021**	**12 927**
Group share of comprehensive income	(17 682)	18 898	5 834
Minority interest share of comprehensive income	2 384	7 123	7 093

**Other comprehensive income items include changes in Group and non-Group translation reserves representing a negative impact of €229k and a positive impact of €377k respectively at 31 October 2020, and negative impacts of €312k and €482k respectively at 31 October 2019. The Notes to the consolidated financial statements are an integral part thereof.*

>STATEMENT OF FINANCIAL POSITION AT 31 OCTOBER 2020 (NET AMOUNTS)

NET ASSETS €000 AT 31 OCTOBER	NOTES	2020	2019	2018
Intangible assets	6.3	4 930	4 605	4 513
Goodwill	6.1	228 099	230 280	232 504
Tangible fixed assets	6.4	343 404	296 691	290 377
Investments in equity-accounted associates	5.7	2 250	-	-
Other non-current financial assets	9.1	5 575	4 784	15 214
Deferred tax – Assets	10.2	2 791	2 208	2 181
Other non-current assets	12.1	8 026	7 131	8 829
TOTAL NON-CURRENT ASSETS		**595 075**	**545 699**	**553 618**
Inventories and semi-finished goods	5.5	9 214	9 188	9 372
Trade and other receivables	5.6	30 988	31 515	29 972
Corporate income tax receivables	10.1	1 722	1 291	6 797
Other current assets	12.1	12 241	13 218	12 414
Cash and cash equivalents	9.2	138 441	119 131	109 932
TOTAL CURRENT ASSETS		**192 606**	**174 344**	**168 487**
Assets held for sale	3.3	-	-	-
TOTAL NET ASSETS		**787 681**	**720 042**	**722 105**

LIABILITIES AND EQUITY €000 AT 31 OCTOBER	NOTES	2020	2019	2018
Share capital	11.1	192 541	192 541	192 541
Treasury shares	11.2	(481)	(386)	(415)
Share premium		9 411	9 411	9 411
Consolidated reserves	11.3	164 918	146 687	140 505
Translation reserve		1 335	1 105	793
Net profit (loss), Group share		(17 395)	18 635	6 233
GROUP EQUITY		**350 329**	**367 993**	**349 068**
MINORITY INTERESTS	**11.4**	**21 605**	**23 923**	**22 859**
TOTAL EQUITY		**371 933**	**391 916**	**371 926**
Non-current financial debt	9.3	214 851	138 707	144 255
Employee commitments, non-current portion	7.4	16 116	14 937	14 688
Other non-current provisions	8.1	4 083	4 096	6 122
Deferred tax – Liabilities	10.2	10 720	12 483	15 753
Other non-current liabilities	12.3	5 035	3 194	4 103
TOTAL NON-CURRENT LIABILITIES		**250 806**	**173 416**	**184 922**
Current financial debt	9.3	32 220	22 962	35 380
Employee commitments, current portion	7.4	217	109	235
Current provisions	8.1	2 330	2 553	1 738
Trade and other payables	12.2	93 252	93 990	96 164
Current tax liabilities	10.1	35 737	33 823	30 311
Other current liabilities	12.3	1 185	1 275	1 429
TOTAL CURRENT LIABILITIES		**164 941**	**154 710**	**165 257**
Held for sale liabilities	3.3	-	-	-
TOTAL LIABILITIES AND EQUITY		**787 681**	**720 042**	**722 105**

	2020	2019	2018
NUMBER OF SHARES IN CIRCULATION (EXCLUDING TREASURY SHARES)	9 610 281	9 614 683	9 614 033

The Notes to the consolidated financial statements are an integral part thereof.

>CONSOLIDATED CASH FLOW STATEMENT

€000 AT 31 OCTOBER	2020	2019	2018
TOTAL NET PROFIT	**(15 198)**	**25 017**	**12 593**
ADJUSTMENTS :			
elimination of income from equity-accounted associates	66	310	2 261
elimination of tax expense (income)	1 188	6 676	4 649
elimination of depreciation, amortisation and provisions	61 840	46 610	42 330
elimination of gains and losses on remeasurement to fair value	-	-	-
elimination of gains and losses on asset disposals	40	(2 687)	650
elimination of net interest expense (income)	4 441	2 676	3 888
elimination of dividend income	(527)	(101)	(115)
Impact of the change in WCR	6 705	(752)	(9 558)
Interest paid	(4 140)	(3 843)	(3 947)
Tax paid	(5 058)	(1 422)	(3 415)
CASH FLOW FROM OPERATING ACTIVITIES	**49 357**	**72 483**	**49 336**
Acquisition of investment securities net of cash acquired	(2 991)	-	40
Disposal of consolidated companies, less cash sold	-	2 875	329
Impact of other changes in consolidation scope	-	-	-
Acquisition of intangible assets	(931)	(674)	(1 350)
Acquisition of tangible fixed assets	(35 071)	(55 143)	(65 097)
Acquisition of financial assets	55	-	-
Loans and advances granted	(1 141)	(313)	(434)
Disposal of intangible assets	-	-	-
Disposal of tangible fixed assets	362	1 854	421
Disposal of financial assets	-	-	2
Reimbursements received from loans	339	10 740	376
Interest received	30	1 265	151
Dividends received	527	101	115
CASH FLOW FROM (USED IN) INVESTING ACTIVITIES	**(38 821)**	**(39 294)**	**(65 448)**
Capital increase subscribed by minority interests	-	-	-
Net disposal of treasury shares	(95)	29	(191)
loans issued	32 108	117 299	43 668
Bank loans reimbursed	(19 029)	(134 847)	(25 314)
Other financial debts reimbursed	(53)	(396)	(488)
Dividends paid to owners of the Group	-	-	-

€000 AT 31 OCTOBER	2020	2019	2018
Dividends paid to minority shareholders	(4 655)	(6 608)	(8 586)
CASH FLOW FROM (USED IN) FINANCING ACTIVITIES	**8 276**	**(24 523)**	**9 090**
Impact of foreign exchange rates	463	528	551
CHANGE IN CASH AND CASH EQUIVALENTS	**19 275**	**9 194**	**(6 472)**
Opening cash position	119 112	109 918	116 390
CLOSING CASH POSITION	**138 386**	**119 112**	**109 918**

The closing cash position of €138,386k plus "cash liabilities" (*trésorerie passive*), i.e. €54k, corresponds to the item "Cash and cash equivalents under assets", i.e. €138,441k.

The comments on the consolidated cash flow statement are presented in Note 13.

>CHANGES IN CONSOLIDATED SHAREHOLDERS' EQUITY

€000	CAPITAL	TREASURY SHARES	SHARE PREMIUM	CONSOLIDATED RESERVES AND NET PROFIT FOR THE YEAR	GROUP TRANSLATION RESERVE	GROUP EQUITY	MINORITY INTERESTS	TOTAL EQUITY
EQUITY AT 31 OCTOBER 2017	**192 541**	**(224)**	**9 411**	**140 602**	**1 080**	**343 409**	**24 509**	**367 918**
Net profit for 2018 financial year	-	-	-	6 233	-	6 233	6 360	12 593
Change in fair value of financial instruments net of tax (effective portion)	-	-	-	231	-	231	-	231
Remeasurements of the defined-benefit liability (IAS 19 (revised))	-	-	-	(343)	-	(343)	(18)	(361)
Other comprehensive income items	-	-	-	-	(287)	(287)	751	464
COMPREHENSIVE INCOME	**-**	**-**	**-**	**6 121**	**(287)**	**5 834**	**7 093**	**12 927**
Distribution of dividends	-	-	-	-	-	-	(8 737)	(8 737)
Other movements	-	(191)	-	15	-	(176)	(7)	(182)
EQUITY AT 31 OCTOBER 2018	**192 541**	**(415)**	**9 411**	**146 738**	**793**	**349 068**	**22 859**	**371 926**
Net profit for 2019 financial year	-	-	-	18 635	-	18 635	6 381	25 017
Change in fair value of financial instruments net of tax (effective portion)	-	-	-	44	-	44	-	44
Remeasurements of the defined-benefit liability (IAS 19 (revised))	-	-	-	(94)	-	(94)	260	166
Other comprehensive income items	-	-	-	-	312	312	482	794
COMPREHENSIVE INCOME	**-**	**-**		**18 585**	**312**	**18 898**	**7 123**	**26 021**
Distribution of dividends	-	-	-	(3)	-	(3)	(6 057)	(6 060)

€000	CAPITAL	TREASURY SHARES	SHARE PREMIUM	CONSOLIDATED RESERVES AND NET PROFIT FOR THE YEAR	GROUP TRANSLATION RESERVE	GROUP EQUITY	MINORITY INTERESTS	TOTAL EQUITY
Other movements	-	29	-	1	-	30	(2)	29
EQUITY AT 31 OCTOBER 2019	**192 541**	**(386)**	**9 411**	**165 322**	**1 105**	**367 993**	**23 923**	**391 916**
Net profit for 2020 financial year	-	-	-	(17 395)	-	(17 395)	2 196	(15 198)
Change in fair value of financial instruments net of tax (effective portion)	-	-	-	-	-	-	-	-
Remeasurements of the defined-benefit liability (IAS 19 (revised))		-	-	(517)	-	(517)	(189)	(706)
Other comprehensive income items	-	-	-	-	229	229	377	606
COMPREHENSIVE INCOME	**-**	**-**	**-**	**(17 912)**	**229**	**(17 682)**	**2 384**	**(15 298)**
Distribution of dividends	-	-	-	-	-	-	(4 666)	(4 666)
Other movements (including changes in scope of consolidation) *	-	(95)	-	113	-	18	(36)	(18)
EQUITY AT 31 OCTOBER 2020	**192 541**	**(481)**	**9 411**	**147 524**	**1 335**	**350 329**	**21 605**	**371 933**

Comments on the changes in equity at 31 October 2020 are presented in Note 11.

>NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

The Notes to the consolidated financial statements are an integral part thereof.

NOTE 1. KEY EVENTS DURING THE FINANCIAL YEAR

>COVID-19 HEALTH CRISIS

Financial year 2019-2020 was heavily impacted by the public health crisis stemming from the Covid-19 epidemic, which twice forced the Group to shut down most of its operations for a total of around three months in the financial year.

Business had nevertheless proved very buoyant in the first quarter through to mid-March, when the Group was forced to close all its casinos because of the pandemic. All non-gaming activities also ceased. Only online gaming and sports betting in Belgium were able to continue. The Group's 38 French casinos were all able to reopen on 2 June for slot machines and electronic games, followed by its casino in Djerba (Tunisia) on 4 June, its two Swiss casinos on 6 June and its Ostend (Belgium) casino on 1 July. Table games at the Group's French casinos resumed on 22 June and non-gaming activities resumed on a phased basis through to early September. Since resuming, all operations have been further disrupted by requirements arising from public health restrictions.

Groupe Partouche drew up a business resumption plan that strictly complied with government guidelines to safeguard the health and safety of its staff and customers.

As the pandemic evolved, the Group was forced to close all its French casinos for a second time in October, with effect from the following dates – Lyon Pharaon, Lyon Vert and Saint Galmier: 10 October; Palavas: 13 October; Aix-en-Provence (already closed from 27 September to 9 October) and La Ciotat: 17 October; another 18 casinos: 24 October; the remaining 14 casinos: 30 October. Outside France, the Crans-Montana casino (Switzerland) closed its again doors on the evening of 21 October and the Ostend casino (Belgium) on the evening of 28 October, while the Meyrin (Switzerland) and Djerba (Tunisia) casinos had to comply with local curfews.

In response to this major crisis, all the necessary measures to protect Group establishments and employees, and limit the inevitable economic consequences of this devastating and unpredictable crisis. For example:

- Over 95% of the Group's employees were furloughed each time establishments were closed.
- All of the Group's bank borrowings, including both bilateral loans and holding company debt, had their

repayments (capital and, in the majority of cases, interest) deferred for six months, rising to 12 months where allowed by the Inter-Ministerial Committee on Tourism, resulting in corresponding extensions to contractual repayment schedules. Similarly, lease payments on the Group's property leases and the majority of its equipment leases were deferred for six months.

- At the end of March 2020, the French General Directorate of Public Finance (DGFIP) agreed to defer the payment of levies on the gross gaming revenue of French casinos in respect of February and March 2020 for three months. At the beginning of June 2020, each French casino drew down its cash to spread payments over a period of up to six months. Similarly, at the end of November 2020 the DGFIP agreed to defer payment of levies on the gross gaming revenue of French casinos in respect of October and deferred amounts outstanding in respect of February and March until 25 January 2021.
- The Group was able to defer payment of its social security contributions until 31 January 2021. It was also able to claim exemptions from and assistance with payment of some social security contributions under measures adopted by the government to help businesses affected by the public health crisis.
- Contracts were suspended wherever possible (in particular those for maintenance, upkeep, etc.)..
- During the first lockdown, the Group entered into agreements with key suppliers to defer payments where possible; however, the Group made every effort to protect its most vulnerable partners (local traders, artists, microbusinesses, etc.) so as not to endanger its economic and social ecosystem.
- Payment of certain taxes and duties (payroll taxes, CVAE) was phased over a period expiring 31 January 2021.
- Furthermore, the resolution relating to Groupe Partouche SA's dividend payout was rejected at the exceptional shareholders' meeting held behind closed doors on 1 April 2020. A similar measure was taken for almost all Group subsidiaries.

A €19.5 million government-backed loan was taken out at the beginning of June (see Note 9.3 below for more information)..

Against this backdrop, the Group's 38 French casinos made a donation to hospitals totalling €0.3 million.

Given the measures described above and the Group's cash position and debt structure, set out in Note 9 below, the Group has sufficient cash to ensure its operations can continue.

In preparing to show the impact of crisis-related measures in its financial statements, the Group has used the "targeted" approach in the Notes to the financial statements and has not made any presentational changes to the financial statements relative to prior periods so as to facilitate comparison.

> END OF THE SAFEGUARD PLAN

After completing its bank and bond refinancing at the end of October 2019, on 24 October 2019 Groupe Partouche repaid all amounts due under the syndicated loan covered by the Safeguard Plan. In a ruling issued on 4 November 2019, the Paris Commercial Court was therefore able to confirm the fulfilment and end of the Safeguard Plan three years ahead of schedule. Groupe Partouche scrupulously abided by the stipulations of the Safeguard Plan throughout its period of fulfilment.

>FIRST-TIME APPLICATION OF IFRS 16 LEASES

The Group has applied IFRS 16, "Leases", for the first time in these consolidated financial statements. All impacts on the consolidated financial statements and key financials are set out in Note 2.1.2 below.

NOTE 2. ACCOUNTING POLICIES

In the following notes to the financial statements, the terms "Groupe Partouche" and "the Group" refer to the entire Group and its consolidated subsidiaries. "Groupe Partouche SA" refers to the parent company of Groupe Partouche. .

Groupe Partouche SA is a *société anonyme* (limited company) governed by French law, subject to all of the texts governing commercial companies in France, particularly the French Commercial Code. It has its registered office at 141 bis rue de Saussure, in the 17th arrondissement of Paris, and has been listed on the Paris stock exchange since March 1995.

Groupe Partouche, the company and its subsidiaries, are mainly organised around the casino, hospitality and online gaming businesses. The consolidated financial statements were approved for publication by the Executive Board of Groupe Partouche SA on 18 January 2021.

Pursuant to French legislation, the consolidated financial statements for the financial year ended 31 October 2020 will be subject to the approval of the shareholders of the Group at the Shareholders' Meeting convened for 14 April 2021.

In accordance with IAS 1 – Presentation of Financial Statements, the Group breaks out its assets and liabilities in the balance sheet into current and non-current. Items qualify as "current" if:

- the Group expects to realise the asset or settle the liability within 12 months or in its normal operating cycle;
- the assets and liabilities in question are held for the purpose of trading

2.1. STANDARDS APPLIED

Pursuant to Regulation (EC) No. 1606/2002 of 19 July 2002, the financial statements of Groupe Partouche for the financial year ended 31 October 2020 have been prepared under International Financial Reporting Standards (IFRS) as adopted in the European Union.

The financial information was prepared for all the periods presented in compliance with the rules of measurement and recognition under IFRS.

IFRSs, as adopted by the European Union at 31 October 2020, are available under the IAS/IFRS and SIC-IFRIC interpretations adopted by the European Commission on the following website: https://ec.europa.eu/info/law_en.

2.1.1. NIFRS/IFRIC STANDARDS AND INTERPRETATIONS (INTERNATIONAL FINANCIAL REPORTING INTERPRETATIONS COMMITTEE)

The accounting policies and valuation methods applied for preparing the consolidated financial statements are the same as those used at 31 October 2019, except for new EU-adopted standards and interpretations that came into force at the beginning of the financial year under review.

- **Standards and interpretations applied by the Group at 1 November 2019:**
  - *Annual Improvements to IFRSs 2015-2017 Cycle (applicable with effect from 1 November 2019)*
  - *FRS 16 – Leases (applicable with effect from 1 November 2019);*
  - *Amendments to IFRS 16: COVID-19-Related Rent Concessions*
  - *IFRIC 23 Uncertainty over Income Tax Treatments (applicable with effect from 1 November 2019);*
  - *Amendments to IAS 19 Plan amendment, curtailment or settlement" (applicable with effect from 1 November 2019);*
  - *Amendments to IFRS 9 Prepayment features with negative compensation (applicable with effect from 1 November 2019);*

Only the adoption of IFRS 16 had a material impact on the consolidated financial statements.

The main impacts on key financials in the financial statements are set out in Note 2.1.2 below.

- **Standards and interpretations adopted or in the process of being adopted by the European Union and not applied early by the Group at 1 November 2019:**
  - *None*

2.1.2. FIRST-TIME APPLICATION OF IFRS 16 "LEASES"

IFRS 16 "Leases" is applicable to the Group as of the financial year beginning 1 November 2019. It replaces IAS 17 and its associated interpretations. This standard eliminates the distinction between operating and finance leases. With the exception of leases not exceeding 12 months and leases of low-value assets, all leases must now be recognised in the lessee's balance sheet as a right-of-use asset in return for a lease liability representing the lease payments to be made over the determined lease term.

The transition was carried out based on the analysis of the main leases included in the Group's off balance sheet commitments. The majority of the leases concerned are operating leases and capital leases covering property at the Group's various operating sites and, to a lesser extent, machines and equipment.

The Group adopted the approach referred to as the "simplified retrospective approach" for its transition, which allows for the recognition of a liability at the transition date equal only to discounted residual lease payments, in return for a right of use adjusted by the amount of any prepaid lease payments or in accrued expenses.

The Group reviewed the following transition options:

- Exemption from restatement of leases of less than twelve months or of low-value items (less than €5k) on a straight-line basis,
- Maintenance of lease valuations previously calculated in accordance with IAS 17,
- Value of the right of use of the asset equal to the amount of the debt.
- Deferred taxes: application of exemptions laid down in IAS 12 relating to the initial recognition of assets and liabilities other than in a business combination which, at the time of the transaction, do not affect either the accounting or the taxable profit. The Group has thus not recognised deferred taxes either upon initial recognition of leases or subsequently in respect of changes in initial temporary differences (amortisation of the asset or reduction in the liability).

The impacts of first-time adoption of IFRS 16 are recognised in the opening balance sheet at 1 November 2019.

The impacts of adoption of IFRS 16 on the Group's consolidated financial statements are set out below:

>IMPACT OF IFRS 16 ON THE STATEMENT OF FINANCIAL POSITION:

NET ASSETS €000	31 OCTOBER 2020 *	1 NOVEMBER 2019
Lease right-of-use assets	73 802	55 331
Other non-current assets	-	(880)
TOTAL NON-CURRENT ASSETS	**73 802**	**54 451**
Other current assets	(630)	(73)
TOTAL CURRENT ASSETS	**(630)**	**(73)**
TOTAL NET ASSETS	**73 171**	**54 378**

NET LIABILITIES AND EQUITY €000	31 OCTOBER 2020 *	1 NOVEMBER 2019
Consolidated reserves	426	123
Net profit (loss), Group share	(1 492)	-
GROUP EQUITY	**(1 066)**	**123**
MINORITY INTERESTS	**(44)**	**2**
TOTAL EQUITY	**(1 110)**	**125**
Non-current financial debt	60 703	43 226
TOTAL NON-CURRENT LIABILITIES	**60 703**	**43 226**
Current financial debt	13 636	11 118
Trade and other payables	(57)	(91)
TOTAL CURRENT LIABILITIES	**13 578**	**11 027**
TOTAL LIABILITIES AND EQUITY	**73 171**	**54 378**

** Impacts at 31 October 2020 include the Pornic property lease previously restated in accordance with IAS 17.*

Where Covid-19-related rent concessions were obtained, the Group re-estimated right-of-use assets and lease liabilities accordingly.

>IMPACT ON THE CONSOLIDATED INCOME STATEMENT:

INCOME STATEMENT €000	31 OCTOBER 2020
Purchases and external expenses	13 227
Depreciation, amortisation and impairment of fixed assets	(13 619)
Other current operating income and expenses	21
CURRENT OPERATING PROFIT	**(371)**
OPERATING PROFIT	**(371)**
FINANCIAL ITEMS	**(1 166)**
TOTAL NET PROFIT (LOSS)	**(1 538)**
O/W GROUP SHARE	**(1 492)**

>IMPACT ON PRESENTATION OF THE CONSOLIDATED CASH FLOW STATEMENT

€000	31 OCTOBER 2020
TOTAL NET PROFIT	**(1 538)**
Elimination of depreciation, amortisation and provisions	13 619
Elimination of gains and losses on asset disposals	69
Elimination of net interest expense (income)	1 166
Impact of the change in WCR	(431)
Interest paid	(1 115)
CASH FLOW FROM OPERATING ACTIVITIES	**11 771**
Bank loans reimbursed	(11 868)
CASH FLOW FROM (USED IN) FINANCING ACTIVITIES	**11 868**
CHANGE IN CASH AND CASH EQUIVALENTS	**-**

The entry into force of this standard also affected EBITDA and net debt (as defined in Note 9.3.4) as follows:

	31 OCTOBER 2020	O/W IFRS 16 IMPACT	31 OCTOBER 2020 ADJUSTED TO EXCLUDE IFRS 16 IMPACT
EBITDA	**51 230**	**13 317**	**37 913**
NET DEBT	**141 395**	**49 865**	**91 530**

2.2. ACCOUNTING JUDGMENTS AND ESTIMATES

2.2.1. PREPARATION PRINCIPLES

The consolidated financial statements are prepared on the basis of historical costs, with the exception of certain financial instruments which have been recorded since 1 November 2004, based on their fair value, namely:

- Derivative financial instruments
- LAvailable for sale financial assets

Groupe Partouche closes its financial statements at 31 October. The subsidiaries that do not have a 31 October year-end prepare interim financial statements at that date.

Acquired subsidiaries are consolidated in the Group's financial statements as of the date of their acquisition, commencing on the most recent date of preparation of the most recent consolidated balance sheet.

Preparing the financial statements requires Groupe Partouche to perform estimates and make assumptions that may have an impact both on the amounts of assets, liabilities, income and expenses and on the information provided in the notes to the financial statements. The estimates and assumptions are made based on comparable historic data and other factors considered to be reasonable in view of the circumstances.

They are therefore used as a basis to exercise judgment for the purpose of determining accounting values. The Group's management reviews these estimates and assumptions continually in order to ensure their pertinence with regard to the current economic environment. If such assumptions change, the items included in future financial statements may differ from current estimates. The impact of changes in accounting estimates is recognised during the period of the change and all subsequent affected periods.

The principal estimation bases applied by the Group are presented below and relate to:

- Measurement in the balance sheet of tangible fixed assets, intangible assets and goodwill. The Group regularly reviews certain indicators which, where applicable, may lead to an impairment test..
- Determination of deferred tax and the level of recognition of deferred tax assets based on the principles described below. Management has established a tax recoverability plan enabling the amount of deferred tax assets that may be recognised in the Group's consolidated balance sheet to be estimated.
- Determination by the Group of the provision for retirement commitments and similar benefits and related expenses depends on the assumptions used in the actuarial provision calculation.
- Analysis of contingencies and legal claims, including the estimate of the probability of the outcomes of litigation in progress and future litigation, which are intrinsically dependant on necessarily uncertain future events.

The financial statements reflect management's best estimates, on the basis of the information available to them on the date that the financial statements are approved for publication..

NOTE 3. CONSOLIDATION SCOPE

3.1. ACCOUNTING POLICIES RELATED TO THE CONSOLIDATION SCOPE

3.1.1. CONSOLIDATION PRINCIPLES

>FULL CONSOLIDATION

Subsidiaries over which the Group has exclusive control, whether directly or indirectly, are fully consolidated. The Group considers that it has exclusive control over an entity in which it has invested if:

- it has power over the investee;
- it is exposed or entitled to variable returns resulting from its links with the investee;
- it is able to exert its power over the entity in such a way as to influence the amount of returns it obtains from the entity.

The full consolidation method takes into account, after eliminating internal transactions and results, all assets, liabilities and income statement items of the companies in question; that portion of profits and equity due to Group companies (Group share) is distinguished from that relating to interests held by other shareholders (non-controlling interests). All significant transactions between consolidated companies and results within the consolidated group (including dividends) are eliminated.

>EQUITY-ACCOUNTED JOINT ARRANGEMENTS AND ASSOCIATES

A partnership agreement structures the control of a firm and ensures that it is jointly controlled by at least two partners. This type of firm is known as a joint arrangement, as defined in IFRS 11, retroactively applicable with effect from 1 January 2014, where the partners have rights over the firm's net assets.

Groupe Partouche also has significant influence over some companies, known as associates. Significant influence means the power to participate in decisions concerning a company's financial and operational policies without controlling or jointly controlling those policies. Significant influence is assumed where the Group holds more than 20% of the voting rights. Such joint arrangements and associates are recognised using the equity method.

Under this method, an investment in equity-accounted companies is recognised in the consolidated balance sheet at the date at which the company becomes an associate or a joint arrangement. This investment is initially recognised at acquisition cost. After the acquisition date, it is adjusted to reflect the Group's share of comprehensive income not distributed by the investee. This income may be adjusted to comply with the Group's accounting policies.

The rules for impairment testing of equity-accounted investments are governed by IAS 39 Financial Instruments: Recognition and Measurement, and IAS 28 (revised) Investments in Associates and Joint Ventures. Impairment losses on equity-accounted investments, as well as any profit or loss upon the re-measurement at fair value of the previously held share (when control of an equity-accounted company is acquired), are recognised under "Share in earnings of equity-accounted associates".

>CHANGE IN THE PERCENTAGE OF INTERESTS HELD IN COMPANIES WITHOUT THE LOSS OF CONTROL

Under IAS 27 (revised), in the event that additional shares in a subsidiary are acquired, the difference between the price paid and the carrying amount of the acquired minority interest, as determined from the financial statements prior to the acquisition, is deducted from consolidated equity.

3.1.2. FOREIGN CURRENCY TRANSLATION METHODS

>>TRANSLATION OF FOREIGN COMPANIES' FINANCIAL STATEMENTS

The consolidated financial statements are presented in euros, which is the functional and presentation currency of the Group.

Foreign companies' financial statements are initially prepared in each subsidiary's functional currency. Balance sheet items are translated into euros on the basis of the exchange rates prevailing at the balance sheet date. Equity items are translated on the basis of the historical exchange rates, with translation differences from the previous financial year being aggregated under the heading "Translation differences" included in the statement of comprehensive income. The income statement and cash flow headings are translated using average rates during the financial year.

>TRANSLATION OF FOREIGN CURRENCY TRANSACTIONS

Receivables and payables expressed in foreign currencies are translated on the basis of the exchange rate prevailing at the balance sheet date. Income, expenses and transaction flows are translated on the basis of the exchange rate prevailing at the date they were recognised.

The gains and losses resulting from the translation of the assets and liabilities are listed in the income statement.

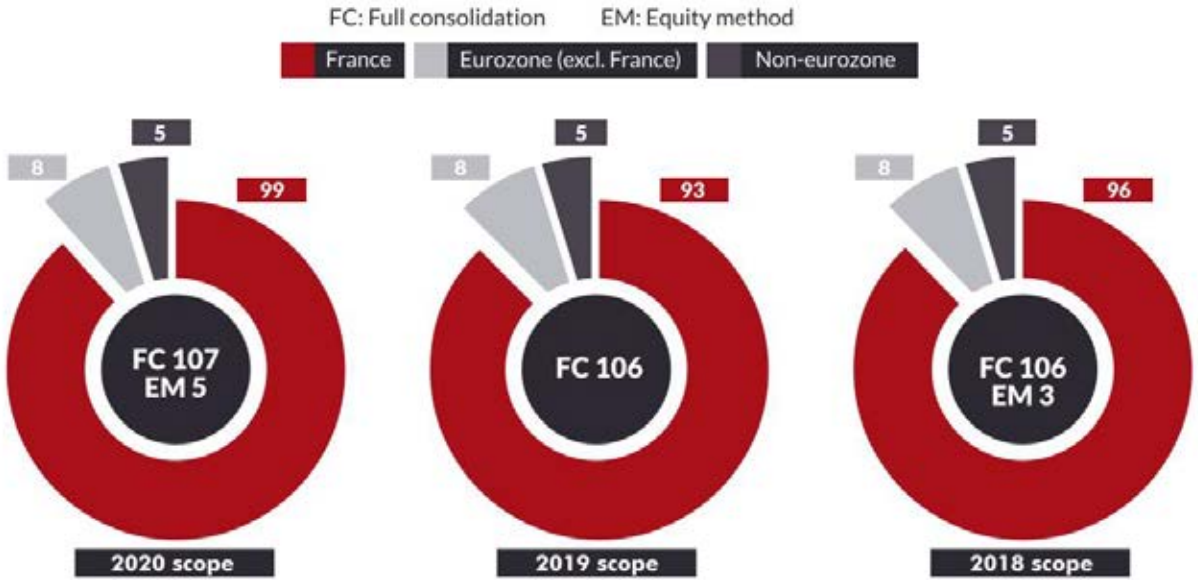
>MAIN CONVERSION RATES

The main exchange rates applied outside the eurozone are as follows:

CURRENCIES / EURO	CLOSING RATE 31/10/2020	AVERAGE RATE 31/10/2020	CLOSING RATE 31/10/2019	AVERAGE RATE 31/10/2019	CLOSING RATE 31/10/2018	AVERAGE RATE 31/10/2018
CHF Swiss franc	1,069800	1,072840	1,100700	1,119060	1,139900	1,160370
GBP Pound sterling	0,902080	0,881100	0,861330	0,883470	0,888730	0,884050
TND Tunisian dinar	3,224554	3,176400	3,138568	3,304430	3,264236	3,039970

3.2. CHANGES IN THE SCOPE OF CONSOLIDATION

Groupe Partouche's consolidated financial statements, prepared at 31 October 2020, comprise the financial statements of the companies listed in Note 17. The graphics below summarise the number of entities consolidated by the full consolidation and equity methods.



>IN 2020 :

FRANCE

- ***Five equity-accounted companies joined the Group:***

Groupe Partouche SA acquired 15% of La Pensée Sauvage Lifestyle, which in turn wholly owns La Pensée Sauvage, LPS Cévennes, SCI Pierre Blanche and SCI Plan B. La Pensée Sauvage Lifestyle and its four subsidiaries are consolidated using the equity method with effect from 1 January 2020.

- ***Club Berri:***

On 29 May 2020, Groupe Partouche acquired 95% of Club Berri SAS, a Paris gaming club.

NON-EUROZONE

- *No variation in 2020.*

3.2.1. CHANGES IN SCOPE

All the changes in percentage ownership interest are presented in Note 17.

On 31 October 2020, partial transfers of assets were undertaken to restructure the business of Société Touristique, Thermale et Hôtelière de Divonne (TTH Divonne) into three distinct companies running its casino, hotel and golf businesses. This operation, partially completed at the balance sheet date, had no impact on the financial statements for the year. Details of the creation of the three operating companies are set out in Note 17.

The impact of other changes in the Group's scope of consolidation in the 2020 financial year were not material.

>CHANGE IN THE PERCENTAGE OF INTERESTS HELD IN COMPANIES

There were no other significant changes.

3.2.2. GAIN (LOSS) ON THE SALE OF CONSOLIDATED INVESTMENTS

€000 AT 31 OCTOBER	2020	2019	2018
Gain (loss) on divestment of PBCCA (Cannes Balnéaire business)	-	3 058	-
TOTAL	**-**	**3 058**	**-**

3.2.3. IMPACT OF COMPANIES ADDED TO THE SCOPE OF CONSOLIDATION ON THE CONSOLIDATED INCOME STATEMENT AND FINANCIAL POSITION

The impact of adding Club Berri (fully consolidated) to the scope of consolidation is as follows:

€000 AT 31 OCTOBER	2020
TURNOVER	**196**
Purchases and external expenses	(156)
Taxes and duties	(24)
Employee expenses	(244)
Depreciation, amortisation and impairment of fixed assets	(179)
Other current operating income and expenses	(17)
CURRENT OPERATING PROFIT	**(424)**

NET ASSETS €000 AT 31 OCTOBER	2020
Non-current assets	5 162
Current assets	402
Assets held for sale	-
TOTAL ASSETS	**5 564**

LIABILITIES AND EQUITY €000 at 31 October	2020
Equity	2 687
Non-current liabilities	2 194
Current liabilities	683
Held for sale liabilities	-
TOTAL LIABILITIES AND EQUITY	**5 564**

The impact of adding the La Pensée Sauvage group to the scope of consolidation is as follows:

NET ASSETS €000 AT 31 OCTOBER	2020
Non-current assets	2 250
Current assets	-
Assets held for sale	-
TOTAL ASSETS	**2 250**

LIABILITIES AND EQUITY €000 AT 31 OCTOBER	**2020**
Equity	2 184
Non-current liabilities	66
Current liabilities	-
Held for sale liabilities	-
TOTAL LIABILITIES AND EQUITY	**2 250**

3.3. NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS

Pursuant to IFRS 5 – Non-current Assets Held for Sale and Discontinued Operations, an asset is classified as held for sale only if the sale is highly probable within a reasonable time frame, the asset is available for immediate sale in its current condition and management is committed to a plan to sell.

A discontinued operation is a component of an entity that either has been disposed of or is classified as held for sale, and:

a) represents either a separate major line of business or a geographical area of operations;

b) is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations;

c) is a subsidiary acquired exclusively with a view to resale.

At 31 October 2020, there were no assets held for sale.

NOTE 4. SEGMENT INFORMATION

Under IFRS 8 Operating Segments, division data is presented based on the internal reporting used by management to assess the performance of the Group's different divisions. The Group is currently managed as three divisions:

- The Casino division, which comprises gaming, catering and entertainment.
- The Hotel division, which comprises accommodation and hospitality services
- The Group's Other activities, which mainly comprise the business of Groupe Partouche SA, the Group's parent company, sports betting companies (Belgium), and all the other secondary businesses (holding companies, spa-related activities, real estate companies, IT services companies, beach resorts, etc.)

With regard to casino subsidiaries, the Group believes that its operating companies have a unique activity contributing to a global service offering for its customers. Several restrictions are attached to the operation of casinos, which, according to gaming regulations, are establishments comprising three distinct activities: gaming, entertainment and food services, together under a single management structure.

The operating requirements to be followed therefore include ancillary services necessarily incidental to the main activity, gaming.

Current operating profit (loss) is the main benchmark indicator monitored across the various business sectors.

The current operating profit of online gaming activity in Belgium (excluding sports betting companies) is presented under "Casinos". It is part of the relevant companies' casino business. As always, online gaming licences in Belgium are awarded only to physical casino operators.

To make it easier to understand segment performance, Groupe Partouche presents segment information in the form set out below, with the contribution from each segment shown before intra-group eliminations between the Group's various business segments.

4.1. BUSINESS OVERVIEW BY SEGMENT

€000 AT 31 OCTOBER 2020	SECTORS BEFORE ELIMINATION				TOTAL ELIMINATION	CONSOLIDATED TOTAL
	TOTAL	CASINOS	HOTELS	OTHER		
Turnover	370 081	310 057	5 342	54 682	(26 618)	343 463
Purchases and external expenses	(151 905)	(109 349)	(3 971)	(38 585)	16 872	(135 033)
Taxes and duties	(23 803)	(21 820)	(481)	(1 502)	9 842	(13 961)
Employee expenses	(136 504)	(118 673)	(2 612)	(15 219)	(111)	(136 615)
Depreciation, amortisation and impairment of fixed assets	(58 718)	(49 212)	(1 088)	(8 419)	-	(58 718)
Other current operating income and expenses	(7 464)	(9 564)	8	2 092	15	(7 449)
CURRENT OPERATING PROFIT	**(8 313)**	**1 440**	**(2 802)**	**(6 951)**	**-**	**(8 313)**

€000 AT 31 OCTOBER 2019	SECTORS BEFORE ELIMINATION				TOTAL ELIMINATION	CONSOLIDATED TOTAL
	TOTAL	CASINOS	HOTELS	OTHER		
Turnover	460 492	394 891	9 335	56 267	(26 999)	433 493
Purchases and external expenses	(173 309)	(129 426)	(5 064)	(38 819)	16 914	(156 396)
Taxes and duties	(26 493)	(24 600)	(639)	(1 254)	10 285	(16 208)
Employee expenses	(176 614)	(154 983)	(3 905)	(17 727)	(215)	(176 830)
Depreciation, amortisation and impairment of fixed assets	(44 175)	(38 338)	(1 010)	(4 827)	-	(44 175)
Other current operating income and expenses	(6 523)	(9 175)	19	2 633	16	(6 508)
CURRENT OPERATING PROFIT	**33 377**	**38 369**	**(1 264)**	**(3 727)**	**-**	**33 377**

4.2. TURNOVER BY DIVISION

>BREAKDOWN OF TURNOVER BY ACTIVITY:



4.3. CURRENT OPERATING PROFIT BY DIVISION

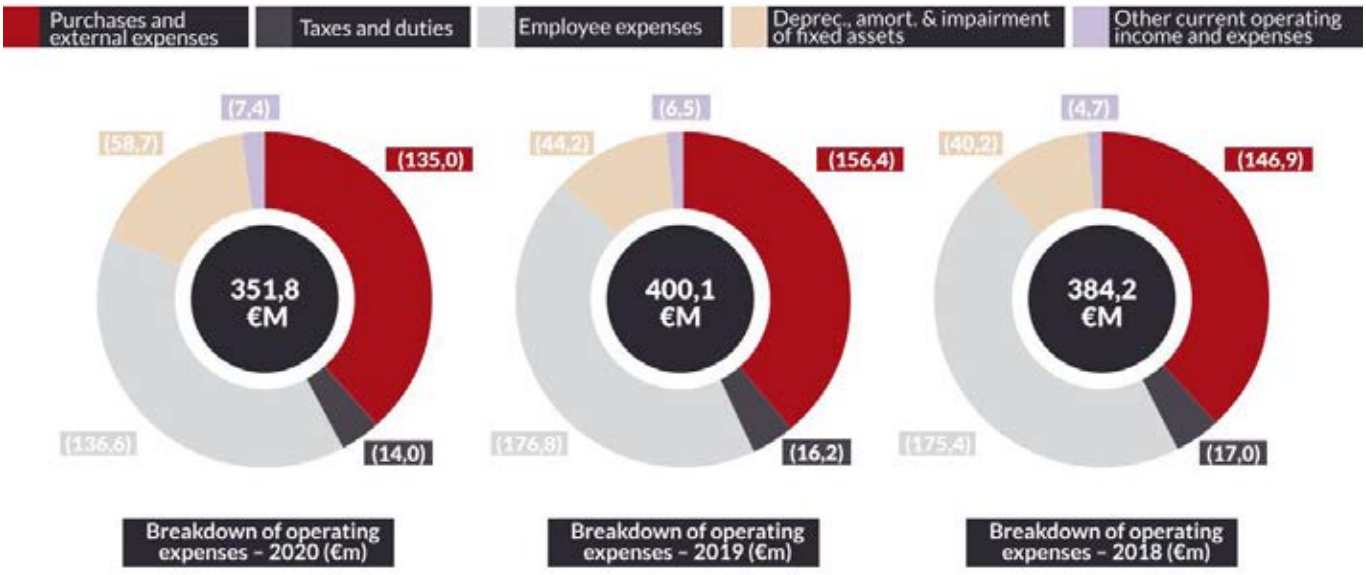
>BREAKDOWN OF CURRENT OPERATING INCOME BY ACTIVITY



>OPERATING EXPENSES BY ACTIVITY:



>OPERATING EXPENSES BY BUSINESS SECTOR:



4.4. BALANCE SHEET ITEMS BY DIVISION

€000 AT 31 OCTOBER	SEGMENT ASSETS		OF WHICH EQUITY-ACCOUNTED	
	2020	2019	2020	2019
CASINOS	604 885	570 467	-	-
HOTELS	16 482	14 392	1 765	-
OTHER	166 313	135 183	485	-
TOTAL ASSETS	**787 681**	**720 042**	**2 250**	**-**

>FINANCIAL STATEMENT RECONCILIATION OF SEGMENT LIABILITIES:

€000 AT 31 OCTOBER	SEGMENT LIABILITIES	
	2020	2019
CASINOS	215 998	167 563
HOTELS	3 604	3 685
OTHER	196 146	156 879
TOTAL	**415 747**	**328 126**

€000 AT 31 OCTOBER	2020	2019
Segment liabilities	415 747	328 126
Equity	371 933	391 916
TOTAL LIABILITIES AND EQUITY	**787 681**	**720 042**

>CASH FLOW ITEMS BY BUSINESS DIVISION:

€000 AT 31 OCTOBER	ACQUISITION OF INTANGIBLE ASSETS		ACQUISITION OF TANGIBLE FIXED ASSETS		ELIMINATION OF DEPRECIATION, AMORTISATION AND PROVISIONS	
	2020	2019	2020	2019	2020	2019
CASINOS	(790)	(102)	(30 547)	(43 898)	49 833	38 858
HOTELS	-	(2)	(786)	(656)	1 053	966
OTHER	(141)	(570)	(3 739)	(10 588)	10 954	6 786
TOTAL	(931)	(674)	(35 071)	(55 143)	61 840	46 610

NOTE 5. OPERATIONAL DATA

5.1. REVENUE RECOGNITION

Consolidated turnover recognised for the Group corresponding to income from ordinary activities as defined under IAS 18 mainly includes income generated by the following activities:

- Net gaming revenue
- Sales of services

Turnover is recognised on the accrual basis for net gaming revenue or in relation to the degree of completion for sales of services and lease agreements, provided that the price is fixed or may be determined and that the corresponding receivable is likely to be recovered. Turnover is measured at the fair value of the consideration received or to be received.

>NET GAMING REVENUE:

This item corresponds to gross gaming revenue, less the corresponding gaming levies, in accordance with the chart of accounts for casinos. Net gaming revenue is known and recognised when the service is performed.

>SALES OF SERVICES:

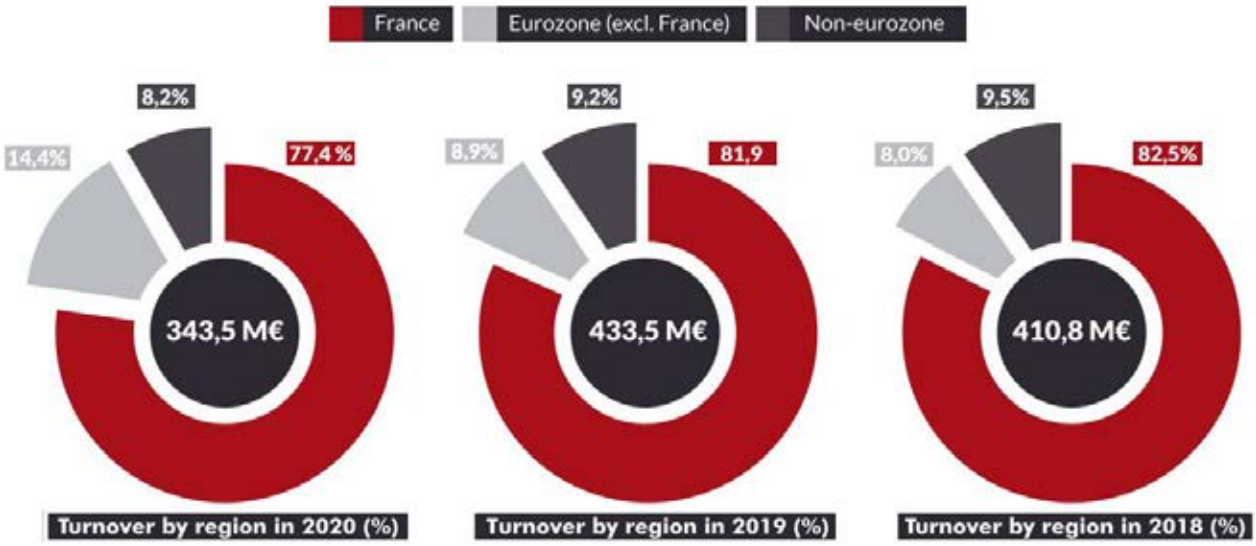
Turnover generated by sales of services includes proceeds arising from restaurant, hotel and entertainment activities constituting the full range of leisure services provided to the clientele of the Group's establishments in addition to gaming activities.

>TURNOVER BY GEOGRAPHICAL AREA:

Geographic information is based on the breakdown of turnover by the geographic regions in which the Group operates, which are as follows:

- France
- Eurozone (excluding France)
- Non-eurozone

€000 AT 31 OCTOBER	2020	%	2019	%	2018	%
France	265 857	77,4%	354 972	81,9%	339 142	82,5%
Eurozone (excluding France)	49 388	14,4%	38 608	8,9%	32 727	8,0%
Non-eurozone	28 219	8,2%	39 913	9,2%	38 975	9,5%
TOTAL	**343 463**	**100%**	**433 493**	**100%**	**410 844**	**100%**



The increase in eurozone revenue (excluding France) was mainly the result of an increase in online gaming (casino games and sports betting) in Belgium, revenue from which has risen as follows: €22.8 million in 2018; €28.9 million in 2019 and €43.7 million in 2020.

5.2. OPERATING PROFIT AND EBITDA

In order to aid in the understanding of its financial performance, the Group considers that it is pertinent to divide its operating profit into two components on its income statement: current operating profit and non-current operating profit.

>CURRENT OPERATING PROFIT (COP)

Current operating profit combines all of the income and expenses directly related to the Group's businesses to the extent that these items are recurring, usual items of the operating cycle or that they result from ad hoc events or decisions related to the Group's operations. This indicator used by the Group allows for the presentation of a level of operating performance able to facilitate a forward-looking approach to recurring performance. This aggregate is the operating profit before impairment of goodwill and other non-recurring operating income and expenses defined as follows: net gains/losses from the disposal of assets and exceptional items, income and expenses which are unusual in their frequency, nature or amount.

>NON-CURRENT OPERATING PROFIT (NCOP)

Non-current operating profit comprises all non-current events that are not usually part of the operating cycle: it therefore comprises impairments of fixed assets, the gain or loss from the sale of consolidated investments, the gain or loss on the sale of assets, and other non-current operating income and expenses that are not related to the normal operating cycle.

>CONSOLIDATED EBITDA

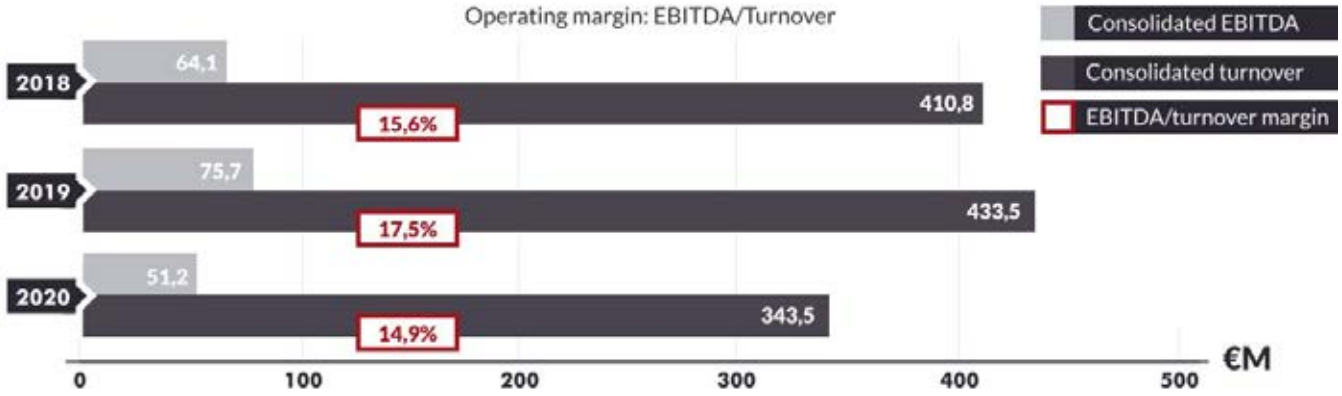
Consolidated EBITDA comprises the income and expense items constituting current operating profit (as defined in the interim and annual financial statements of Groupe Partouche), excluding depreciation and amortisation (allocations and reversals) and provisions (allocations and reversals) relating to the operating cycle and one-off items relating to the Group's activities that are included under current operating profit but are excluded from EBITDA given their non-recurring nature.

>ADJUSTMENTS TO RECONCILE CURRENT OPERATING PROFIT TO EBITDA AT 31 OCTOBER 2020:

€000	COP AT OCTOBER 2020	RESTATEMENT RECLASSIFICATION	EBITDA AT OCTOBER 2020
Turnover	343 463	-	343 463
Purchases and external expenses	(135 033)	-	(135 033)
Taxes and duties	(13 961)	-	(13 961)
Employee expenses	(136 615)	355	(136 260)
Depreciation, amortisation and impairment of fixed assets	(58 718)	58 718	-
Other current operating income and expenses	(7 449)	469	(6 979)
ADJUSTMENTS TO RECONCILE COP TO EBITDA	**(8 313)**	**59 543**	**51 230**

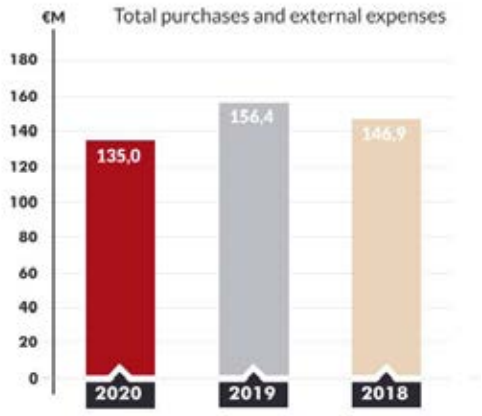
>ADJUSTMENTS TO RECONCILE CURRENT OPERATING PROFIT TO EBITDA AT 31 OCTOBER 2019:

€000 AT 31 OCTOBER	2019 COP	RESTATEMENT RECLASSIFICATION	2019 EBITDA
Turnover	433 493	-	433 493
Purchases and external expenses	(156 396)	-	(156 396)
Taxes and duties	(16 208)	-	(16 208)
Employee expenses	(176 830)	281	(176 549)
Depreciation, amortisation and impairment of fixed assets	(44 175)	44 175	-
Other current operating income and expenses	(6 508)	(2 168)	(8 676)
ADJUSTMENTS TO RECONCILE COP TO EBITDA	**33 377**	**42 288**	**75 666**



5.3. PURCHASES AND EXTERNAL EXPENSES

>COMPARISON OF PURCHASES AND EXTERNAL EXPENSES



>BREAKDOWN OF PURCHASES AND EXTERNAL EXPENSES

IN MILLIONS OF EUROS AT 31 OCTOBER	2020	2019	2018
Raw materials	31,5	41,4	39,1
Fixed asset leases *	2,2	10,5	10,1
Current asset leases *	4,4	10,0	8,4
Maintenance	8,7	9,5	9,9
Professional fees	17,5	18,3	17,2
Advertising	15,2	19,8	21,3
Subcontracting expenses	46,2	35,2	29,5
Miscellaneous	9,3	11,7	11,3
TOTAL	**135,0**	**156,4**	**146,9**

Purchases and external expenses in financial year 2020 were heavily affected by:

- the complete shutdown stemming from two waves of Covid-19 and the course of the pandemic as set out in Note 1, “Key events”;
- an increase in subcontracting costs in connection with online gaming and sports betting in Belgium in line with growth in revenue from these activities;
- as set out in Note 2.1.2, the adoption of IFRS 16, which had a positive impact * (on property and equipment leases) totalling €13.2 million in 2020.

>BREAKDOWN OF “SUNDRY” ITEM:

IN MILLIONS OF EUROS AT 31 OCTOBER	2020	2019	2018
Insurance premiums	1,0	1,1	1,0
External staff	1,1	1,8	1,3
Entertainment	1,7	2,5	2,5
Post and telecoms	2,0	2,1	2,2
Banking fees	1,7	2,3	2,4
Miscellaneous	1,8	1,9	1,9
TOTAL	**9,3**	**11,7**	**11,3**

5.4. OTHER OPERATING INCOME AND EXPENSES

5.4.1. OTHER CURRENT OPERATING INCOME AND EXPENSES

€000 AT 31 OCTOBER	2020	2019	2018
Net gain (loss) on asset disposals	(42)	(154)	(522)
Changes in impairment of current assets	(1 789)	1 509	536
Changes in provisions for contingencies	309	(553)	1 156
Sundry current operating income and expenses	(5 927)	(7 311)	(5 851)
OTHER CURRENT OPERATING INCOME AND EXPENSES	**(7 449)**	**(6 508)**	**(4 680)**

>BREAKDOWN OF "SUNDRY CURRENT OPERATING INCOME AND EXPENSES" AT 31 OCTOBER 2020

Charges related to casino operating requirements	(9 486)
Gaming oversight fees	(591)
Other sundry current operating expenses *	(1 937)
TOTAL SUNDRY CURRENT OPERATING EXPENSES	**(12 014)**
Investments subsidies taken to income for the period	780
High-quality artistic productions	2 893
Article 34 relief	754
Other sundry current operating income	1 660
TOTAL SUNDRY CURRENT OPERATING INCOME	**6 087**
TOTAL SUNDRY CURRENT OPERATING INCOME AND EXPENSES	**(5 927)**

** Mainly includes all other recurring operating costs (image costs, copyright, other royalties and miscellaneous operating costs, etc.) incurred by all the Group's companies.*

5.4.2. OTHER NON-CURRENT OPERATING INCOME AND EXPENSES

€000 AT 31 OCTOBER	2020	2019	2018
Net gain (loss) on asset disposals	-	-	45
Sundry operating income and expenses	55	(2 291)	(1 123)
TOTAL	55	(2 291)	(1 078)

At 31 October 2018, the "Net gain (loss) on asset disposals" item solely comprised the net gain of €45k from the sale of a real estate asset owned by SCI Foncière de Contrexéville.

"Sundry operating income and expenses" includes, in particular:

- At 31 October 2020, €63k in exceptional depreciation on the Royat casino corresponding to depreciation for obsolescence in connection with renovation work; for €118k, the margin achieved through progress against the property development plan for the former operating premises of the La Grande Motte casino;
- At 31 October 2019, €498k in exceptional depreciation charges on a number of establishments, mainly consisting of the Aix-en-Provence and Royat casinos (€316k and €182k respectively) corresponding to depreciation for obsolescence in connection with renovation work; as well as non-recurring costs arising from the closure of the Casino de Boulogne and Hôtel 3.14 businesses (€339k and €191k respectively); renovation costs of the Pasino d'Aix-en-Provence (for €1.5m); non-recurring fees and financial expenses incurred in refinancing Groupe Partouche SA (for €1,015k); and the margin achieved through progress against the property development plan for the former operating premises of the La Grande Motte casino (for €1.2m);

5.5. INVENTORIES AND SEMI-FINISHED GOODS

Inventories are stated at their acquisition cost. The costs of inventories sold are determined on the basis of the first-in-first-out method. An impairment loss is recognised when the carrying amount of inventories is higher than their net realisable value.

€000 AT 31 OCTOBER	2020	2019	2018
Inventories – Solids	578	789	723
Inventories – Liquids	1 596	1 808	1 729
Inventories – Other consumed purchases	277	263	301
Inventories – Production in progress *	4 573	4 442	5 029
Inventories – Finished and semi-finished products	-	-	-
Inventories – Merchandise inventories	2 203	1 888	1 595
GROSS AMOUNT	**9 226**	**9 190**	**9 377**
Provision	(12)	(2)	(5)
NET AMOUNT	**9 214**	**9 188**	**9 372**

(*) Since 2017, the relevant fixed assets have classified under "Inventories – Production" in progress in connection with the property development plan for the former casino building at La Grande Motte, in accordance with IFRIC 15. The amount included in "Inventories in progress" in connection with this project at 31 October 2020 is €4.49m.

5.6. RECEIVABLES AND OTHER DEBTORS

Receivables are recognised at their nominal value. An impairment provision is set aside whenever their fair value, based on the likelihood of their being recovered, is less than their nominal value.

€000 AT 31 OCTOBER	2020	2019	2018
Trade receivables	24 406	25 231	22 373
Provisions for trade accounts receivable	(7 229)	(5 674)	(9 602)
TOTAL NET VALUE OF TRADE RECEIVABLES	**17 177**	**19 557**	**12 771**
Other debtors	53 131	51 300	59 533
Provisions for other debtors	(39 320)	(39 341)	(42 331)
TOTAL NET VALUE OF OTHER DEBTORS	**13 811**	**11 959**	**17 201**
TOTAL NET VALUE OF TRADE RECEIVABLES AND OTHER DEBTORS	**30 988**	**31 515**	**29 972**

>BREAKDOWN OF NET VALUE OF TRADE RECEIVABLES:

The €2.4 million decrease in the net value of trade receivables at 31 October 2020 was mainly the result of a €1.5 million increase in provisions on doubtful gaming receivables at the Cannes casino.

>BREAKDOWN OF OTHER DEBTORS:

€000 AT 31 OCTOBER	2020	2019	2018
Suppliers: advances and down payments	1 783	1 873	823
Employee receivables – advances and down payments	186	165	169
Receivables from social security organisations	1 659	182	371
Tax receivables – excluding corporate income tax	5 749	7 586	9 720
Current accounts – assets	32 189	32 068	32 376
Receivables in respect of sales of property and equipment	2 292	3	1 881
Receivables in respect of sales of securities	1	1	1 362
Other receivables	9 072	9 084	12 377
Dividends receivable	-		-
Other income receivables	200	338	454
TOTAL OTHER DEBTORS	**53 131**	**51 300**	**59 533**

>COMMENTS ON OTHER DEBTORS:

At 31 October 2020, "Suppliers: advances and down payments" included the following:

- €1m in down payments for the real estate development project in connection with the property development plan for the former casino building at La Grande Motte
- €0.2m in down payments for the purchase of biometric cards

The €1.5m increase in receivables from social security organisations at 31 October 2020 was mainly the result of furlough scheme benefits receivable in connection with the COVID-19 pandemic.

Receivables in respect of sales of property and equipment totalling €2.3m at 31 October 2020 consist of compensation receivable from the municipality of La Trinité-sur-Mer for the assets of the former casino.

At 31 October 2020, "Tax receivables – excluding corporate income tax" primarily included accrued income as tax relief for high-quality artistic events and/or hotel investments, the most individually material of which were €1.2m for the Aix-en-Provence casino (vs. €2.2m at 31 October 2019) and €0.5m for the Lyon Pharaon casino (vs. €1.3m at 31 October 2019).

At 31 October 2020, "Other receivables" included in particular a longstanding €6.9m receivable from a third party that has yet to deliver a property title acquired under contract and against which proceedings have been filed. This receivable is provided for in full.

>BREAKDOWN OF PROVISIONS FOR OTHER DEBTORS:

€000 AT 31 OCTOBER	2020	2019	2018
Provisions on current accounts – assets	(31 159)	(31 160)	(31 246)
Provision for receivables in respect of sales of securities	-	-	(890)
Provision for other receivables	(8 161)	(8 181)	(10 196)
PROVISION FOR OTHER DEBTORS	**(39 320)**	**(39 341)**	**(42 331)**

>COMMENTS ON PROVISIONS FOR OTHER DEBTORS:

Besides the impairment losses mentioned above, provisions for other debtors mainly include the following:

- A €2.1m provision recognised in previous financial years by Compagnie Européenne de Casinos in its dealings with a foreign company;
- an €8.3m provision for Groupe Partouche SA's current account with the Beaulieu casino (currently being liquidated; deconsolidated in 2010);
- an €18.9m current account provision against Vichy 4 Chemins (currently being liquidated; deconsolidated during the financial year 2017).

>ACCOUNTS RECEIVABLE AGING OF TRADE AND OTHER RECEIVABLES:

€000 AT 31 OCTOBER 2020 RECEIVABLES OUTSTANDING FOR	< 1 MONTH OR NOT OUTSTANDING	< 3 MONTHS	< 6 MONTHS	< 9 MONTHS	> 9 MONTHS	TOTAL
Net value of trade receivables	12 017	1 363	159	2 175	1 463	**17 177**
Net value of other debtors	9 850	1 260	155	975	1 572	**13 811**
TOTAL NET VALUE OF TRADE RECEIVABLES AND OTHER DEBTORS	**21 867**	**2 623**	**314**	**3 150**	**3 034**	**30 988**

Receivables outstanding for more than nine months include accrued income on additional allowances receivable linked to "Article 34" hotel investments and "high-quality artistic events".

Receivables of this nature are directly related to expenses incurred in recent gaming seasons; its collection is dependent on the Ministry of the Interior approving applications filed by casinos in this regard, which can give rise to relatively long delays between the point at which casinos pay out the expenditure and the point at which the Ministry authorises the allowances. However, no unfavourable settlements have been recorded for these casinos in recent financial years.

5.7. INVESTMENTS IN EQUITY-ACCOUNTED ASSOCIATES

The Group's investments in equity-accounted associates and the percentage ownership interest are presented in the note relating to the scope of consolidation. The financial information relating to the Group's equity-accounted associates is summarised below:

>BALANCES RELATING TO EQUITY-ACCOUNTED ASSOCIATES:

€000 AT 31 OCTOBER	2018	2019	SHARE IN PROFIT	CHANGES IN SCOPE	CAPITAL TRANSACTIONS	RECLASSIFICATION	2020
Investments in equity-accounted associates	-	-	(66)	2 250	-	66	2 250
Provision for share of negative equity	(1 768)	-	-	-	-	(66)	(66)
TOTAL	**(1 768)**	**-**	**(66)**	**2 250**	**-**	**-**	**2 184**
Of which, goodwill relating to equity-accounted associates	-	-	-	-	-	-	-

NOTE 6. INTANGIBLE AND TANGIBLE FIXED ASSETS

6.1. GOODWILL

>DETERMINATION OF GOODWILL

Upon the acquisition of the shares of a consolidated company, the separately identifiable assets and liabilities are measured at their total fair value based on the Group's intended utilisation. The corresponding assets and liabilities are therefore recognised in the balance sheet at this revised value.

Goodwill is the difference between the acquisition cost of shares and the Group's share in the fair value of any identifiable assets and liabilities. Under the previous IFRS 3, all of the expenses representing external costs directly related to the acquisition are included in the acquisition cost. Most of the goodwill has been generated by external growth operations. However, as of the financial year ended 31 October 2010, and where no change in control has occurred, this difference is recorded directly as a reduction in equity, in accordance with IAS 27 (revised). Goodwill is accounted for in the functional currency of the acquired entity and is translated in the consolidated financial statements according to the rules of conversion as previously defined.

Upon the sale of a subsidiary, the amount of goodwill attributable to the company sold is included in the calculation of the gain or loss on disposal.

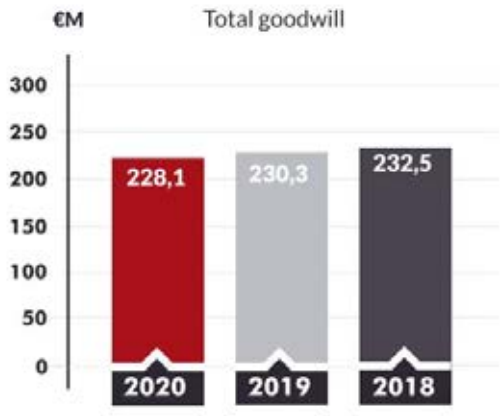
€000 AT 31 OCTOBER	2020	2019	2018
Net goodwill excluding impairment in the financial year	231 895	232 504	237 166
Impairment for the financial year	(3 796)	(2 223)	(4 662)
NET GOODWILL	**228 099**	**230 280**	**232 504**

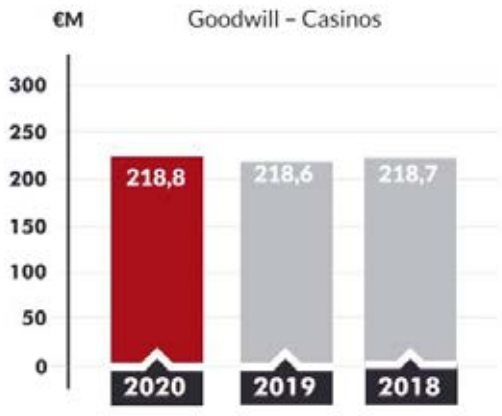
Impairment of goodwill in respect of financial year 2020, recognised in "Impairment of non-current assets" under "Non-current operating profit (loss)" in the consolidated income statement, totalled €3.8m and primarily concerned the SEGR Le Laurent restaurant based on its value in use.

The full methodology used for the impairment of goodwill is set out in Section 6.2 below

No CGUs were rebundled or subdivided in relation to the previous financial year.

6.1.1. BREAKDOWN OF CHANGES IN GOODWILL BY DIVISION





€000 AT 31 OCTOBER	2020	2019	2018
CASINOS	218 803	218 556	218 671
HOTELS	3 072	3 072	3 072
OTHER	6 224	8 652	10 761
TOTAL	**228 099**	**230 280**	**232 504**

>BREAKDOWN OF CHANGES:

NET VALUE AT 31 OCTOBER 2019 €000	230 280
Increase *	1 615
Decreases	-
Impairment	(3 796)
IFRS 5 reclassification	-
NET VALUE AT 31 OCTOBER 2020	**228 099**

**The increase corresponds to the addition of Club Berri to the scope of consolidation.*

>BREAKDOWN OF IMPAIRMENT:

BREAKDOWN OF IMPAIRMENT €000	2020
Casino Andernos	(560)
Casino Val André	(808)
SEGR Le Laurent	(2 428)
IMPAIRMENTS	**(3 796)**

LA goodwill impairment charge of €3,796k was recognised under line item "Impairment of non-current assets" within "Non-current operating profit" in the consolidated income statement.

Furthermore, the addition to the scope of consolidation of the Pensée Sauvage group (see Note 3.1.2), consolidated using the equity method, resulted in the recognition of €2,290k of goodwill, included in the balance sheet under "Investments in equity-accounted companies".

6.1.2. GOODWILL BY COMPANY:

>THE BREAKDOWN OF ACCUMULATED GOODWILL (NET OF IMPAIRMENT) ABOVE €10M AS AT 31 OCTOBER 2020 IS AS FOLLOWS:

IN MILLIONS OF EUROS AT 31 OCTOBER	2020	2019
Casino Divonne	30,75	30,75
Casino Pornichet	30,13	30,13
Casino Annemasse	27,19	27,19
Casino la Grande Motte	22,82	22,82
Casino Pornic	19,27	19,27
Casino Roche Posay	16,98	16,98
Casino Ostende	15,39	15,39
Casino Plouescat	12,98	12,98
SUBTOTAL	**175,52**	**175,52**
Other entities (aggregate)	52,58	54,76
TOTAL	**228,10**	**230,28**

6.2. IMPAIRMENT IN THE VALUE OF GOODWILL

6.2.1. IMPAIRMENT TESTING OF GOODWILL

Goodwill is not amortised, but is subject to impairment tests annually or more frequently if there is any indication of identified impairment in value. Besides external indicators that measure any loss in value related to the economic climate, the Group mainly uses changes in the following internal indicators: gross gaming revenue, turnover and EBITDA.

For the purposes of carrying out impairment testing, each goodwill item is allocated to a cash generating unit (CGU) representing the smallest group of identifiable assets that generate largely independent cash inflows, i.e. the lowest level at which goodwill is monitored for the purposes of monitoring for internal management purposes (generally a casino operating company). Monitoring the value of goodwill falls within the scope of application of paragraph 135 of IAS 36.

The impairment tests performed by the Group in application of IAS 36 consist of comparing the recoverable values of the cash generating units (CGUs) with the net carrying amount of the corresponding assets, including goodwill.

The recoverable value of a CGU is determined as the higher of the value in use and the fair value (less disposal costs).

The value in use of a CGU is determined by discounting the future cash flows generated by its assets. The data used for the value-in-use method is extracted from the annual budgets and multi-annual plans drawn up by management for a period of five years. These forecasts are drawn up by each operating segment, drawing on their financial targets and assumptions on the following factors: discount rate, the long-term growth rate used to calculate the terminal value, EBITDA, investment expenditure, competition environment, regulatory environment, changes in technology and level of marketing and selling costs.

Beyond the five-year period, a terminal value corresponding to the value of the CGU at the end of the explicit projection period was calculated using the capitalisation, for an unlimited time, of normative cash flows, taking into consideration a specific forecast long-term growth rate for each business segment.

The forecast cash flows and the terminal value have been discounted to present value at the assessment date using a discount rate equal to the weighted average cost of capital (WACC), including a risk premium for each business segment.

Should the tests, once performed, yield a loss in value, the impairment is deducted from goodwill. It is charged to "Impairment of non-current assets" under non-current operating profit. Under IFRS as adopted by the European Union, a recorded impairment of goodwill can never be reversed.

The main assumptions used at 31 October 2020 are shown below:

DISCOUNT RATE	GROWTH RATE	DEBT-FREE SEGMENT BETA	EQUITY MARKET RISK PREMIUM	NORMATIVE TAX RATE
8,9 %	Between 0 & 2 %	0,82	8 %	25,8 %

>KEY ASSUMPTION USED FOR 2020 IMPAIRMENT TESTING:

It was assumed that business would fairly quickly return to pre-pandemic levels as soon as establishments reopened to the public. This key assumption was borne out by the fact that, given the context at the time, activity at slot machines and electronic versions of table games picked up very satisfactorily when the Group's French casinos reopened on 2 June, highlighting customers' appreciation of the secure environment offered by Partouche casinos.

>CALCULATION PARAMETERS:

Risks arising from the ongoing public health crisis were reflected in the discount rate, which increased from 7.7% for tests carried out at 31 October 2019 to 8.9% for tests carried out at 31 October 2020.

>CASH FLOW:

The Group updated its 2021-2025 business plans, which form the basis of its impairment tests, by factoring in a sharp decline in business in 2021 and, barring exceptions, a rapid return to pre-pandemic levels of cash flow from 2022 onwards, based on business plans drawn up for those years during the prior period.

The tests performed on the Group's goodwill at 31 October 2020 led to the recognition of additional impairment in the amount of €3,796k, as shown in the table in Note 6.1.1.

6.2.2. SENSITIVITY OF IMPAIRMENT TESTS

Sensitivity testing was carried out by varying assumptions relating to trends in certain budget parameters (revenue and EBITDA) and certain calculation parameters (discount rate and growth rate in perpetuity).

Given that business resumption indicators were highly favourable when its casinos reopened after lockdown, the Group did not deem it necessary to include alternative adverse scenarios in its sensitivity analysis.

However, to factor in additional uncertainty as to the effects of the crisis over time, the size of variations in assumptions deemed reasonably possible was increased when carrying out sensitivity tests. Percentage variations used for sensitivity testing at 31 October 2020 were double those normally used at previous balance sheet dates.

The figures shown below reflect the results of sensitivity tests, with the understanding that:

- a negative impact reflects an additional impairment charge, taking into account the change in the recoverable amount of the CGU against its carrying amount;
- a positive impact reflects a positive change in the recoverable amount of the CGU.

>SENSITIVITY TO INTEREST RATE CHANGES

Sensitivity tests of the CGUs' realisable value to reasonably possible changes of 1 point of the discount rate and the growth rate to infinity. They did not reveal any situations in which the realisable value of the main CGUs would become lower than their carrying amount, with the exception of the CGUs mentioned below:

CGU	IMPACT IN €M OF A CHANGE IN			
	DISCOUNT RATE		PERPETUAL GROWTH RATE	
	+1 point	-1 point	+1 point	-1 point
Casino de La Grande Motte	(1,71)	4,57	3,51	(0,89)
Casino de Pornichet	(3,95)	5,18	4,11	(3,12)
Casino de Hyères	(0,78)	1,77	1,53	(0,59)
Casino de Val André	(0,43)	0,55	0,48	(0,37)
Casino de Plouescat	(1,66)	2,55	2,04	(1,28)

>SENSITIVITY TO CHANGES IN TURNOVER AND EBITDA

Sensitivity analysis was undertaken on CGUs' recoverable amounts based on reasonably possible variations of 3 points in revenue and 4 points in EBITDA. They did not reveal any situations in which the realisable value of the main CGUs would become lower than their carrying amount, with the exception of the CGUs mentioned below:

CGU	IMPACT IN €M OF A CHANGE IN			
	TURNOVER		EBITDA	
	+ 3 %	-3 %	+ 4%	- 4 %
Casino de Pornichet	1,15	(1,08)	1,47	(1,40)
Casino du Val André	0,17	(0,17)	0,20	(0,20)
Casino de Plouescat	0,56	(0,32)	0,72	(0,47)

6.3. INTANGIBLE ASSETS

Intangible assets with indefinite useful lives are not amortised. In light of the Group's sectors of activity, they represent assets in respect of which it is possible to verify the change in value. They are subject to periodic impairment testing.

Intangible assets with definite useful lives are amortised based on their expected useful lives and are impaired where there is an indication of impairment in value.

Other intangible assets notably include operating rights acquired to operating licences, client lists and lease rights.

	31/10/2019	ACQUISITIONS	DISPOSALS	DEPRECIATION & AMORTISATION (D&A)	REVERSALS OF/ DECREASES IN DEPRECIATION	OTHER (INCLUDING CHANGES IN SCOPE)	31/10/2020
GROSS VALUES							
Concessions, Patents, Brands	5 776	-	(67)	-	-	(1)	5 708
Goodwill and lease rights	8 560	-	-	-	-	-	8 560
Other intangible assets	7 475	931	(478)	-	-	88	8 016
TOTAL GROSS INTANGIBLE FIXED ASSETS	**21 811**	**931**	**(545)**	**-**	**-**	**87**	**22 284**
DEPRECIATION							
Concessions, Patents, Brands	(4 823)	-	-	(42)	67	0	(4 798)
Goodwill and lease rights	(6 169)	-	-	(81)	-	-	(6 249)
Other intangible assets	(6 215)	-	-	(538)	477	(31)	(6 307)
TOTAL AMORTISATION	**(17 206)**	**-**	**-**	**(661)**	**544**	**(31)**	**(17 355)**
NET AMOUNTS	**4 605**	**931**	**(545)**	**(661)**	**544**	**55**	**4 930**
O/W ASSETS UNDER CONSTRUCTION	**618**	**105**	**-**	**-**	**-**	**(557)**	**166**

Comments:
The "Other intangible assets" item mainly relates to a change in the software used to monitor physical games at Crans Montana (€316k) and licences and software in connection with preparations for online gaming at Meyrin, Switzerland (€158k).

6.4. TANGIBLE FIXED ASSETS

>MEASUREMENT

The Group's property and equipment is recognised at acquisition cost (acquisition price and acquisition costs of the fixed assets) or at production cost.

Borrowing costs directly attributable to the acquisition, construction or production of certain assets until the date on which they are brought into service are recognised in addition to the value of the corresponding asset.

Property and equipment is measured at each balance sheet date, based on the amortised cost model: at cost less depreciation and any impairment losses.

Assets under construction correspond to fixed assets for which the acquisition or production is not yet complete, with the result being that the expected initial return has yet to be realised.

>DEPRECIATION METHOD AND PERIOD

The main depreciation method used by the Group is the straight-line method.

Land is not depreciated. Depreciation is applied based on the expected useful life of the assets. The main useful lives fall within the following ranges:

- Buildings – structures 20 to 50 years
- Buildings – fluids 15 to 20 years
- Buildings – fixtures and fittings 8 to 15 years
- Equipment, fixtures and fittings 5 to 10 years
- Other tangible fixed assets 3 to 7 years

Moreover, slot machines within the Group are depreciated on a straight-line basis over five years and the coins and chips over ten years.

The residual values and useful lives of the assets are reviewed and, where applicable, are adjusted at the balance sheet date. The carrying amount of an asset is immediately impaired to bring it in line with its net realisable value when the carrying amount of the asset is higher than its estimated net realisable value.

Gains and losses on disposal are determined by comparing the proceeds on sale with the carrying amount of the asset sold. They are recognised in the income statement under "Other current operating income and expenses", or "Other non-current operating income and expenses" according to the principles described in Note 5.2.

	31/10/2019	OPENING IFRS 16	ACQUISITIONS	DISPOSALS	DEPRECIATION & AMORTISATION (D&A)	REVERSALS OF/ DECREASES IN DEPRECIATION	OTHER (INCLUDING CHANGES IN SCOPE)	31/10/2020
GROSS VALUES								
Land	32 157	-	100	(566)	-	-	(7)	31 684
Buildings	464 224	42 392	15 336	(5 923)	-	-	3 584	519 613
Technical equipment	265 583	11 905	17 937	(6 375)	-	-	804	289 854
Other tangible fixed assets	114 280	3 648	15 722	(1 680)	-	-	400	132 370
TOTAL GROSS TANGIBLE FIXED ASSETS	**876 245**	**57 945**	**49 095**	**(14 544)**	**-**	**-**	**4 782**	**973 522**
DEPRECIATION								
Land	(8 637)	-	-	-	(289)	2	2	(8 923)
Buildings	(273 473)	(106)	-	-	(24 427)	3 645	(350)	(294 711)
Technical equipment	(208 034)	(1 901)		-	(25 178)	6 187	(610)	(229 536)
Other tangible fixed assets	(78 788)	(607)	-	-	(8 225)	1 434	(139)	(86 325)
TOTAL DEPRECIATION	**(568 931)**	**(2 613)**	**-**	**-**	**(58 120)**	**11 267**	**(1 097)**	**(619 495)**
IMPAIRMENT								
Land	(20)	-	-	-	-	-	-	(20)
Buildings	(10 603)	-	-	-	-	-	-	(10 603)
TOTAL IMPAIRMENT	**(10 623)**	**-**	**-**	**-**	**-**	**-**	**-**	**(10 623)**
NET AMOUNTS	**296 691**	**55 331**	**49 095**	**(14 544)**	**(58 120)**	**11 267**	**3 684**	**343 404**
O/W FIXED ASSETS UNDER CONSTRUCTION	**3 729**	**-**	**6 320**	**-**	**-**	**-**	**(427)**	**9 622**

Breakdown of disposal of Casino de la Trinité premises:

	LAND	BUILDINGS	TECHNICAL EQUIPMENT	OTHER TANGIBLE FIXED ASSETS	TOTAL
Casino de la Trinité sur Mer	(564)	(3 559)	(338)	(35)	(4 495)
Depreciation	-	1 860	338	34	2 232
NET CARRYING AMOUNT	**(564)**	**(1 698)**	**(1)**	**(0)**	**(2 263)**

>COMMENTS:

It should be noted that acquisitions of buildings were impacted by the property lease for Groupe Partouche's head office. This lease, valued at €11.2m, was taken out during the financial year and treated in accordance with IFRS 16.

Excluding the impact of IFRS 16, the increase in the "Buildings" item mainly relates to construction work at the Group's casinos in Aix-en-Provence (€927k), Pornichet (€558k), Cabourg (€217k) and Bandol (€218k) and at La Plage 3.14 (€203k).

Excluding the impact of IFRS 16, the increase in the "Technical equipment" item mainly relates to the acquisition of slot machines (€8,830k).

Excluding the impact of IFRS 16, the increase in the "Other tangible fixed assets" item relates to fixed assets under construction (€6,319k), mainly consisting of construction work at the Royat casino (€3,252k) and at SCI des Therme (Hôtel Aquabella) (€1,841k).

Additions to depreciation and amortisation in the year include €13.6m in additions to amortisation of right-of-use assets in connection with leases restated in accordance with IFRS 16.

NOTE 7. EMPLOYEE EXPENSES AND BENEFITS

7.1. WORKFORCE

7.1.1. AVERAGE WORKFORCE

AT 31 OCTOBER	2020	2019	2018
France	3 775	3 884	3 969
other countries	293	300	297
TOTAL	**4 068**	**4 184**	**4 266**

At 31 October 2020, 1,813 people worked in the gaming sector.

7.1.2. BREAKDOWN OF WORKFORCE BY PROFESSIONAL CATEGORY

AT 31 OCTOBER	2020	2019	2018
Executives	825	819	846
Junior executive staff	279	270	262
Non-executives	2 854	2 964	3 023
Manual workers	110	131	135
TOTAL	**4 068**	**4 184**	**4 266**

7.2. EMPLOYEE EXPENSES

€000 AT 31 OCTOBER	2020	2019	2018
Wages and salaries	105 004	130 695	129 862
Social security expenses	30 321	42 879	42 680
Employee profit-sharing	1 290	3 256	2 886
TOTAL	**136 615**	**176 830**	**175 429**

At 31 October 2020, the Group recognised no further income related to the CICE tax credit for competitiveness and employment as a reduction in social security expenses (€0.87m at 31 October 2019 and €5.7m at 31 October 2018).

7.3. EMPLOYEE BENEFITS

>RETIREMENT PLANS

The Group has set up various defined-contribution and defined-benefit retirement plans.

The provision recognised in the balance sheet for defined-benefit plans relates to the discounted value of the commitment for defined benefits at the balance sheet date, less the fair value of the plan's assets at that date, adjusted for actuarial gains or losses, and less the cost of past service. The provision relating to defined-benefit plans is calculated annually according to the projected unit of credit method. In accordance with IAS 19 (revised), since 1 November 2013 the Company recognises service cost for the period and net interest on the net defined-benefit liability in net profit or loss, and recognises remeasurements of the net defined-benefit liability, including actuarial gains and losses, in equity (items of other comprehensive income that may not be recycled to net profit).

The discounted value of commitments under defined-benefit plans is determined by discounting future disbursements with a market rate at the balance sheet date based on first-class corporate bonds, corresponding to the currency and to the estimated schedule of benefit payments.

For defined-contribution plans, the Group pays contributions to private or public insurance companies on a mandatory, contractual or voluntary basis. The Group's commitments are limited to contributions paid. Contributions are recorded in expenses when they are due. Contributions paid in advance are deferred to assets insofar as the payment in advance will result in a decrease in future payments or a cash reimbursement.

>OTHER POST-EMPLOYMENT BENEFIT PLANS

Nearly all employees of the Company are covered by health insurance plans and life insurance plans financed by the public authorities. Consequently, the Company has no significant commitment in respect of its employees in terms of post-employment benefits other than retirement benefits; as a result, no provision has been established to this effect.

>TERMINATION BENEFITS

Termination benefits are employee benefits payable as a result of either the Group's decision to terminate an employee's employment contract before the normal retirement date or an employee's decision to accept benefits in connection with a voluntary redundancy. The Group recognises these termination benefits when it is demonstrably committed either to terminate the employment contract of a staff member in accordance with a detailed official plan without any real possibility of withdrawal or to grant termination benefits as a result of an offer made to encourage voluntary redundancy.

7.4. EMPLOYEE COMMITMENTS

These commitments were subject to an actuarial valuation based on the prospective method. The entire expense corresponding to rights acquired by the employees is determined based on the agreements in force at each company..

Provisions are calculated taking into account the probabilities of employees remaining at the Group until retirement (65 years), mortality based on gender, voluntary redundancy by the employee at retirement and on the following bases:

	2020	2019	2018
Discount rate	0,75 %	1,03 %	1,42 %
Salary inflation rate	1 %	1 %	1 %
SOCIAL CHARGE PROVISION RATE	**40 %**	**40 %**	**42 %**

€000 AT 31 OCTOBER	2020	2019	2018
Provision at the beginning of the financial year	15 045	14 923	14 952
Impact recorded on employee expenses (1)	355	281	(394)
Impact on equity (2)	899	(207)	336
Changes in scope and translation adjustment	34	48	28

€000 AT 31 OCTOBER	2020	2019	2018
TOTAL EMPLOYEE COMMITMENTS	**16 333**	**15 045**	**14 923**
O/w non-current provision	16 116	14 937	14 688
O/w current provision	217	109	235

(1) Impact on employee expenses = current/past service cost for the period + net interest on the defined-benefit liability..
(2) Impact on equity = remeasurement of the net defined-benefit liability.

7.5. DIRECTORS' REMUNERATION

For the financial year ended 31 October 2020, the amount of gross remuneration allocated to the management and supervisory bodies of Groupe Partouche SA amounted to €2,423,673. For the 2019-20 financial year, €139,073 in directors' fees was allocated by Groupe Partouche to the members of the Supervisory Board and paid in full during financial year 2020.

NOTE 8. OTHER CURRENT AND NON-CURRENT PROVISIONS

A provision is established when, at the balance sheet date, the Group has an obligation resulting from a past event that is likely to result in an outflow of resources representing future economic benefits, the amount of which may be estimated reliably.

The obligation may arise from an agreement or from legal or regulatory provisions or from any established legal precedent, or it may be implicit since, through its past practices, its stated policy or a recent, sufficiently explicit statement, the Group created a reasonable expectation among third parties that it will assume this liability.

The amount recognised as a provision represents the best estimate of the expenditure required to settle the present obligation at the balance sheet date. If the amount of the obligation cannot be evaluated with sufficient reliability, no provision is recognised.

If the effect of discounting is significant, the amount of the provision recognised relates to the discounted value of the expenditures that the Group expects to have to incur to settle the corresponding obligation.

In determining the possible outcomes of tax risks and litigation, the management uses as its basis the assessment performed by external consultants who have knowledge of each of the related issues and jurisprudence.

Groupe Partouche sets aside provisions for progressive jackpots at the end of the financial year. This provision is recognised in the line item "Current provisions" in the consolidated balance sheet.

The jackpot provision is calculated at the balance sheet date on the basis of the jackpot amount displayed on all progressive slot machines, minus the amounts at the start of the period for each of these jackpots in addition to the amount saved in levies relating to the jackpot payout.

8.1. CHANGE IN PROVISIONS

€000 AT 31 OCTOBER	2018	2019	CHANGES IN 2020						2020
			Charges	Reversals not used	Reversals used	Translation difference	Reclass	Changes in scope	
Non-current provisions	6 122	4 096	471	-	(553)	2	66	-	4 083
Current provisions	1 738	2 55	2 687	(31)	(2 883)	4	-	(0)	2 330
TOTAL PROVISIONS	**7 860**	**6 649**	**3 158**	**(31)**	**(3 436)**	**6**	**66**	**(0)**	**6 413**

8.2. BREAKDOWN OF PROVISIONS BY TYPE

€000 AT 31 OCTOBER	TOTAL PROVISIONS		NON-CURRENT PORTION		CURRENT PORTION	
	2020	2019	2020	2019	2020	2019
Tax and social audits	2 168	2 339	1 746	1 900	422	439
Labour and redundancy disputes	1 144	1 951	763	1 363	381	588
Provision for net equity of companies accounted for under the equity method	66	-	66	-	-	-
Other contingency and loss provisions (*)	1 513	842	1 507	834	6	8
Jackpot provision	1 521	1 518	-	-	1 521	1 518
TOTAL	**6 413**	**6 649**	**4 083**	**4 096**	**2 330**	**2 553**

(*) The "Other contingency and loss provisions" line consists of provisions across several entities that are not individually material. Details on the main disputes are provided in Section 20.5 of this Annual Report.

NOTE 9. FINANCING AND FINANCIAL INSTRUMENTS

In accordance with IFRS 9, financial assets are separated into three categories:

>FINANCIAL ASSETS MEASURED AT AMORTISED COST:

These are financial assets where the objective of the business model is to receive contractual payments, and where the contractual terms provide for payments at specified dates corresponding only to capital and interest repayments. They correspond in particular to loans and receivables attached to investments and to deposits and guarantees;

> ASSETS MEASURED AT FAIR VALUE AND RECOGNIZED AS OTHER COMPREHENSIVE INCOME:

These are financial assets where the objective of the business model is both to receive contractual cash flows and to dispose of financial assets, and where the contractual terms and conditions provide, at specified dates, cash flows that consist exclusively of principal and interest payments on the outstanding principal amount.

>FINANCIAL ASSETS MEASURED AT FAIR VALUE THROUGH PROFIT OR LOSS:

A financial asset shall be measured at fair value through profit or loss unless it is measured at amortised cost or fair value through other comprehensive income items.

Fair value is determined according to the methods defined by IFRS 13 and based on the three levels of the fair value hierarchy:

- Level 1, which includes valuations based on a quoted price in an active market; as a general rule, the market value corresponds to the last quoted price;
- Level 2, which includes valuations based on observable market data not included in Level 1;
- Level 3, which includes valuations based on non-observable market data; as a general rule, the valuation of shares in non-controlled companies is based on the share of net equity.

Fair values were determined on the basis of the information available at the balance sheet date (latest available statements) and therefore do not take into account the effect of subsequent changes.

There were no transfers of financial instruments between Level 1 and Level 2 and no transfers into or out of Level 3 in 2020.

9.1. OTHER NON-CURRENT FINANCIAL ASSETS

€000 AT 31 OCTOBER	2020	2019	2018
Available for sale securities	-	-	-
Non-consolidated investments	3 223	3 230	3 216
Non-current investment securities	1	1	1
Employee loans	40	32	202
Loans, guarantees and other receivables	2 312	1 522	1 368
Receivables attached to investments *	-	-	10 428
OTHER NON-CURRENT FINANCIAL ASSETS	**5 575**	**4 784**	**15 214**

(*) In 2018, the "Receivables attached to investments" item included the €10.4m current account advance that Groupe Partouche SA granted to Palm Beach Cannes Côte d'Azur (now accounted for under the equity method). This current account advance was repaid in full during the financial year ended 31 October 2019.

>NON-CONSOLIDATED INVESTMENTS:

€000 AT 31 OCTOBER	GROSS VALUE IN 2020	IMPAIRMENT	NET VALUE IN 2020	NET VALUE IN 2019	NET VALUE IN 2018
Non-consolidated companies owned > 50%	2 852	(2 544)	309	311	280
Non-consolidated companies owned 20 to 50%	225	(155)	71	71	71
Non-consolidated companies owned < 20%	4 007	(1 162)	2 844	2 848	2 866
TOTAL	**7 084**	**(3 861)**	**3 223**	**3 230**	**3 216**

>FINANCIAL ASSETS AND LIABILITIES BY CATEGORY, FAIR VALUE AND EFFECTS ON INCOME

€000 AT 31 OCTOBER	AMORTISED COST	FAIR VALUE LEVEL	2020		2019	
			Book value	Fair Value	Book value	Fair Value
FINANCIAL ASSETS						
Non-current financial assets	x	*Level 3*	5 575	5 575	4 784	4 784
Derivative financial instruments		*Level 2*	-	-	-	-
Trade and other operating receivables	x		32 710	32 710	32 807	32 807
Other current assets	x		20 268	20 268	20 349	20 349
Short-term financial receivables	x		-	-	-	-
Cash and cash equivalents		*Level 1*	138 441	138 441	119 131	119 131
FINANCIAL LIABILITIES						
Bank loans and overdrafts	x		247 071	247 071	161 668	161 668
Derivative financial instruments	x	Level 2	-	-	-	-
Liabilities in respect of securities acquisitions	x	Level 3	58	58	3	3
Trade and other payables	x		93 194	93 194	93 987	93 987
Other current and non-current liabilities	x		6 220	6 220	4 468	4 468

9.2. CASH AND CASH EQUIVALENTS

"Cash and cash equivalents" includes cash as well as all immediately available short-term investments.

These investments are made in SICAV-type or FCP-type mutual fund units, the value of which is not subject to changes in stock market prices and which can be converted easily into a cash amount subject to negligible risk of change in value.

Cash and cash equivalents are financial assets held for trading and are valued at their fair value. Changes in value are recorded as results from financial items.

Cash presented in the consolidated cash flow statement includes cash and cash equivalents such as defined above, net of current bank overdrafts, which are an integral part of the Group's cash management.

Pursuant to IAS 7, the amount of significant cash and cash equivalents balances held which are not available for the Group is disclosed below.

€000 AT 31 OCTOBER	2020	2019	2018
Highly liquid cash management financial assets	8 697	9 170	3 482
Cash and cash equivalents	129 744	109 961	106 451
CASH AND CASH EQUIVALENTS (ASSETS)	**138 441**	**119 131**	**109 932**

€000 AT 31 OCTOBER	2020	2019	2018
Cash and cash equivalents (assets)	138 441	119 131	109 932
Cash (liabilities)	(54)	(19)	(14)
Neutralisation of impairment provision	-	-	-
CASH POSITION PER CASH FLOW STATEMENT	**138 386**	**119 112**	**109 918**

>BREAKDOWN OF CASH MANAGEMENT FINANCIAL ASSETS:

€000 AT 31 OCTOBER	2020	2019	2018
SICAV-type mutual fund units	8 707	9 177	3 485
FCP-type mutual fund units	-	-	-
Accrued interest / SICAV & FCP	-	-	-
Provision for impairment	(10)	(6)	(3)
CASH FINANCIAL MANAGEMENT ASSETS	**8 697**	**9 170**	**3 482**

>BREAKDOWN OF POSITIVE CASH BALANCES:

€000 AT 31 OCTOBER	2020	2019	2018
Bank	125 662	95 290	92 849
Cash	4 059	14 645	13 575
Interest receivable	23	25	27
CASH AND CASH EQUIVALENTS	**129 744**	**109 961**	**106 451**

>CASH LESS GAMING LEVIES:

€000 AT 31 OCTOBER	2020	2019	2018
Cash and cash equivalents (assets)	138 441	119 131	109 932
- Gaming levies	(35 295)	(32 569)	(30 239)
= CASH LESS GAMING LEVIES	**103 145**	**86 562**	**79 694**

In addition, regulations related to the Swiss gaming industry do not allow these establishments to transfer free cash flow, with the exception of payment of dividends. This concerns two of the Group's casinos (Lac Meyrin casino and Crans-Montana casino) which had cash net of levies of €21.4m at 31 October 2020 (compared with €22.2m at 31 October 2019).

9.3. FINANCIAL DEBT

Financial debt is recognised at face value, net of related issuing costs and premiums. Subsequently, these borrowings are recognised at amortised cost using the effective interest-rate method, the difference between cost and repayment value being recognised in the income statement over the term of the borrowings.

The cost of net financial debt includes interest payable on borrowings, interest receivable on investments, and income from other dividends.

Financial debt is classified under current liabilities unless the Group has the unconditional right to defer the settlement of the debt at least twelve months after the balance sheet date, in which case those debts are classified as non-current liabilities.

€000 AT 31 OCTOBER	CURRENT PORTION IN 2020	NON-CURRENT PORTION IN 2020	TOTAL IN 2020	CURRENT PORTION IN 2019	NON-CURRENT PORTION IN 2019	TOTAL IN 2019	CURRENT PORTION IN 2018	NON-CURRENT PORTION IN 2018	TOTAL IN 2018
Bond	-	35 000	35 000	-	35 000	35 000		-	-
Bank borrowings	17 531	114 571	132 103	21 405	85 746	107 151	33 693	128 398	162 092
Interest accrued on loans	285	-	285	98	-	98	92	-	92
Bank overdrafts	54	-	54	19	-	19	14	-	14
SUBTOTAL: BANK LIABILITIES	**17 870**	**149 571**	**167 442**	**21 522**	**120 746**	**142 267**	**33 800**	**128 398**	**162 198**
Restated property leases	-	-	-	867	13 190	14 057	943	10 692	11 636
IFRS 16 lease liabilities	13 584	60 703	74 286	-	-	-	-	-	-
Interest accrued on loans restated in accordance with IFRS 16	52	-	52	-	-	-	-	-	-
IFRS 16 SUBTOTAL	**13 636**	**60 703**	**74 338**	**867**	**13 190**	**14 057**	**943**	**10 692**	**11 636**

€000 AT 31 OCTOBER	CURRENT PORTION IN 2020	NON-CURRENT PORTION IN 2020	TOTAL IN 2020	CURRENT PORTION IN 2019	NON-CURRENT PORTION IN 2019	TOTAL IN 2019	CURRENT PORTION IN 2018	NON-CURRENT PORTION IN 2018	TOTAL IN 2018
SUBTOTAL: BANK AND IFRS 16 LIABILITIES	**31 506**	**210 274**	**241 780**	**22 389**	**133 936**	**156 324**	**34 743**	**139 091**	**173 834**
Other borrowings	269	2 492	2 761	261	2 761	3 022	253	3 021	3 274
Employee profit-sharing	431	1 986	2 417	297	1 895	2 192	308	2 023	2 331
Deposits and guarantees	14	95	109	15	111	126	15	116	131
Liabilities in respect of investments in associates	-	4	4	-	4	4	-	4	4
Fair value remeasurement of hedging instruments	-	-	-	-	-	-	61	-	61
TOTAL	**32 220**	**214 851**	**247 071**	**22 962**	**138 707**	**161 668**	**35 380**	**144 255**	**179 635**

A- BONDS

At the end of October 2019, the consolidating company Groupe Partouche SA issued a seven-year bond in the form of a Euro PP private placement (maturing October 2026) to a well-known institutional investor, for a par value of €35m. The obligations have a fixed annual interest rate, payable in arrears on an annual basis on 24 October of each year and for the first time on 24 October 2020. They will be reimbursed at the end of the term, on the maturity date on 24 October 2026. The obligations have no guarantees and the commitments made are similar to those made under the syndicated loan (see below), as the two loans are closely linked.

B- BANK BORROWINGS

1. SYNDICATED LOAN

At the end of October 2019, Groupe Partouche SA took out a syndicated loan from a consortium of six French banks for a total amount of €80m. It includes a refinancing loan in the amount of €65m and a revolving credit of €15m, both with a final repayment date set for 18 October 2025. The refinancing loan is repayable in twenty-four consecutive instalments repayable in principal on 31 January, 30 April, 31 July and 31 October of each year, with the first instalment due on 31 January 2020. The principal amount repayable for each of the instalments will be €2,708,333, except for the last instalment, which will be €2,708,341.

Each drawdown under the revolving credit facility shall be repaid on the date of payment of interest on the drawdown in question, it being specified that the repayment of a drawdown may be made by renewing the drawdown by means of a renewal drawdown (for the amount of the renewal drawdown)

The outstanding principal amount of the refinancing loan and the revolving credit facility yields interest at an annual rate corresponding to (i) the 3-month Euribor (or any other term agreed upon with the agent), (ii) the applicable margin, and (iii) any applicable mandatory costs. Interest is payable in arrears.

No collateral was agreed to in the terms of this syndicated loan. Furthermore, the loan contract provides for the reporting obligations of the lenders, the semi-annual obligation to maintain the "leverage ratio" (net consolidated debt / consolidated EBITDA) below 2.50 (Taking into account that calculations were made in accordance with the terms and conditions applicable before application of IFRS 16) as well as standard commitments for loan contracts of this type.

On the first anniversary of the syndicated loan at end October 2020, the Loan Agreement was amended by Side Letter 1 as follows:

- The final repayment date for the refinancing loan was deferred by a total of nine months to 18 July 2026. The final repayment date of the revolving credit facility remains unchanged at 18 October 2025;
- Four principal instalments on the refinancing loan were deferred as follows: (i) from 30 April 2020 to 31 January 2026; (ii) from 31 July 2020 to 30 April 2026; (iii) from 31 October 2020 to 18 July 2026; and (iv) from 31 January 2021 to 18 July 2026. The final repayment will thus be in the amount of €5,416,674.

The €15 million revolving credit facility was undrawn at 31 October 2020.

2. OTHER BANK BORROWINGS

In addition, Groupe Partouche and certain operating subsidiaries took out new borrowings totalling €32.1m in the year.

More specifically, in early June 2020, seven of the Group's partner banks each granted government-backed loans together totalling €19.5 million, with an initial term of 12 months (expiring 5 June 2021), non-reducing, with interest at a rate of 0.50% a year corresponding to the government guarantee premium laid down in the Order of 23 March 2020. After asking its banks to defer repayment for a further 12 months, the Group intends to pay off these government-backed loans over a longer period yet to be defined, up to a maximum of six years in total (i.e. by 5 June 2026 at the latest).

As part of the implementation of bank loans by Group subsidiaries, some of them have pledged business assets, which are included in the guarantees presented in Notes 14.2 ("Off balance sheet commitments related to financing") and 14.3 ("Off balance sheet commitments related to operating activities").

3. PROPERTY LEASES

In addition to the property lease intended to finance construction work at the Pornic casino, which was drawn down in full during the previous financial year, a second property lease was taken out to finance the acquisition by the Partouche Immobilier subsidiary of part of Groupe Partouche's head office premises for €10.3m (net of down payment) over a 15-year term.

Financial debt corresponding to these property leases recognised in the consolidated financial statements to 31 October 2020 (in accordance with IAS 17 until October 2019 and IFRS 16 thereafter) totals €24.5m (consisting of a current portion of €1.6m and a non-current portion of €22.9m). As a result of the adoption of IFRS 16, property leases are now included in IFRS 16 lease liabilities and are no longer shown as a separate line in the above table.

4. OTHER BORROWINGS

L"Other borrowings" corresponded to a €2.8m financial liability raised in 2015 that was arranged by Partouche Immobilier with ISPAR to cover a portion of the financing for construction work on the PleinAir casino in La Ciotat.

9.3.1. MATURITY DATES OF FINANCIAL DEBT:

€000 AT 31 OCTOBER 2020	TOTAL	< 1 YEAR	1 TO 5 YEARS	> 5 YEARS
Bonds	35 000	-	-	35 000
Bank borrowings	132 103	17 531	87 087	27 485
Interest accrued on loans	285	285	-	-
Bank overdrafts	54	54	-	-
IFRS 16 lease liabilities	74 286	13 584	29 930	30 773
Interest accrued on loans restated in accordance with IFRS 16	52	52	-	-
Other borrowings	2 761	269	1 166	1 325
Employee profit-sharing	2 417	431	1 986	-
Deposits and guarantees	109	14	84	12
Liabilities in respect of investments in associates	4	-	-	4
TOTAL	**247 071**	**32 220**	**120 252**	**94 599**

€000 AT 31 OCTOBER 2019	TOTAL	< 1 YEAR	1 TO 5 YEARS	> 5 YEARS
Bonds	35 000	-	-	35 000
Bank borrowings	107 151	21 405	64 919	20 826
Interest accrued on loans	98	98	-	-
Restated capital lease	14 057	867	3 680	9 510
Bank overdrafts	19	19	-	-
Other borrowings	3 022	261	1 130	1 631
Employee profit-sharing	2 192	297	1 813	82
Deposits and guarantees	126	15	53	58
Liabilities in respect of investments in associates	4	-	4	-
TOTAL	**161 668**	**22 962**	**71 599**	**67 107**

There is no foreign currency-denominated debt.

9.3.2. CHANGE IN BONDS AND BANK BORROWINGS AND IFRS 16 LEASE LIABILITIES

€000 AT 31 OCTOBER	2018	2019	FIRST-TIME ADOPTION OF IFRS 16	CHANGES IN SCOPE	INCREASE	DECREASE	2020
Bonds and bank borrowings	162 092	142 151		-	32 108	(7 156)	167 103
Restatement of leases (former IAS 17)	11 636	14 057	(14 057)	-	-	-	-
IFRS 16 lease liabilities	-	-	68 396	2 587	15 807	(12 504)	74 286
TOTAL	**173 727**	**156 207**	**54 339**	**2 587**	**47 915**	**(19 660)**	**241 389**

9.3.3. BREAKDOWN OF BANK BORROWINGS AND BONDS BY INTEREST RATE

Please refer to Section 4.3.2 “Interest rate risk” of the Annual Report.

€000 AT 31 OCTOBER	BEFORE INTEREST RATE HEDGING 31 OCTOBER 2020	AFTER INTEREST RATE HEDGING 31 OCTOBER 2020	BEFORE INTEREST RATE HEDGING 31 OCTOBER 2019 (*)	AFTER INTEREST RATE HEDGING 31 OCTOBER 2019 (*)	BEFORE INTEREST RATE HEDGING IN 2018 (*)	AFTER INTEREST RATE HEDGING IN 2018 (*)
Fixed-rate debt	95 922	95 922	82 096	82 096	39 693	89 693
Variable-rate debt	71 181	71 181	74 111	74 111	134 035	84 035
CLOSING BANK BORROWINGS	**167 103**	**167 103**	**156 207**	**156 207**	**173 727**	**173 727**
Average interest rate – fixed	2,06%	2,06%	2,67%	2,67%	1,93%	2,85%
Average interest rate – variable	1,53%	1,53%	1,53%	1,53%	2,60%	2,43%
1. WEIGHTED AVERAGE INTEREST RATE AT THE FINANCIAL YEAR-END	**1,84%**	**1,84%**	**2,13%**	**2,13%**	**2,44%**	**2,64%**

€000 AT 31 OCTOBER	BEFORE INTEREST RATE HEDGING 31 OCTOBER 2020	AFTER INTEREST RATE HEDGING 31 OCTOBER 2020	BEFORE INTEREST RATE HEDGING 31 OCTOBER 2019 (*)	AFTER INTEREST RATE HEDGING 31 OCTOBER 2019 (*)	BEFORE INTEREST RATE HEDGING IN 2018 (*)	AFTER INTEREST RATE HEDGING IN 2018 (*)
IFRS 16 lease liabilities	74 286	74 286	-	-	-	-
2. AVERAGE INCREMENTAL BORROWING RATE ON IFRS 16 LIABILITIES	**1,76%**	**1,76%**	**N/A**	**N/A**	**N/A**	**N/A**
CLOSING WEIGHTED AVERAGE INTEREST RATE ON FINANCIAL DEBT (WEIGHTED AVERAGE OF 1 AND 2)	**1,82%**	**1,82%**	**2,13%**	**2,13%**	**2,44%**	**2,64%**

(*) Includes property leases restated in accordance with the former IAS 17 until October 2019.

At the balance sheet date, variable rate debt, including the syndicated loan, represented only 42.6% of total bank or bond debt.

This debt was not hedged by a financial instrument.

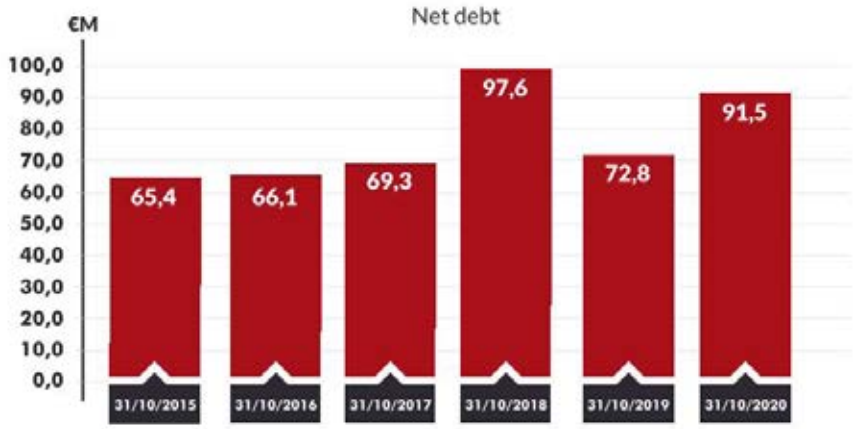
9.3.4. NET DEBT

Gearing is the ratio of the Group's net debt to its equity. It is a measure of the risk associated with the Group's financial structure.

Leverage is the ratio of the net debt to consolidated Group EBITDA.

This Note 9.3.4 reiterates key financials defined in agreement with bondholders and banks for the purposes of monitoring changes in the Group's net debt.

- "Gross debt" includes all bonds and bank borrowings with the Group's financial partners, property leases with their respective payment schedules and Partouche Immobilier's debt to Ispar.
- "Net debt" is equal to gross debt less cash net of levies, as calculated in Note 9.2 ("Cash and cash equivalents").
- As laid down in the Group's refinancing agreements, EBITDA used to calculate the leverage ratio corresponds to EBITDA measured over a rolling 12-month period, in accordance with the former IAS 17 (i.e. prior to adoption of IFRS 16); it is thus consistent with gross and net debt as defined above.



€000 AT 31 OCTOBER	2020	2019	2018
Bond	35 000	35 000	-
Bank borrowings	132 103	107 151	162 092
Property leases (**)	24 476	14 057	11 636
Accrued interest	285	98	92
Sundry borrowings and financial liabilities	2 761	3 022	3 274
Financial instruments – assets	-	-	-
Financial instruments – liabilities	-	-	61
Bank overdrafts	54	19	14
GROSS DEBT BEFORE APPLICATION OF IFRS 16	**194 679**	**159 346**	**177 169**
CASH NET OF LEVIES (SEE NOTE 9.2)	**103 145**	**86 562**	**79 694**
NET DEBT	**91 533**	**72 784**	**97 475**
NET DEBT TO EQUITY ("GEARING") RATIO	**0,2x**	**0,2x**	**0,3x**
NET DEBT TO CONSOLIDATED EBITDA ("LEVERAGE") RATIO (*)	**2,3x**	**1,0x**	**1,5x**

(*) EBITDA used to calculate leverage is calculated over a rolling 12-month period, in accordance with the former IAS 17 (i.e. prior to adoption of IFRS 16), giving amounts of €39.8 million at 31 October 2020 and €75.7 million at 31 October 2019. (**) Property leases have been restated in accordance with the former IAS 17 and payment deferrals requested in financial year 2020 as a result of the Covid-19 pandemic have been added back to the principal amount outstanding.

For the entirety of this note, please refer to Section 4.3 "Financial risks" of this Annual Report. For liquidity risk, please refer to Section 4.3.1 "Liquidity risk" of this Annual Report.

9.4. FINANCIAL INCOME (EXPENSE)

Income from interest is recognised in the income statement when it is acquired, using the effective interest-rate method.

Income from dividends is recognised in the income statement when the Group acquires the right to collect the payments.

€000 AT 31 OCTOBER	2020	2019	2018
Cost of debt (*)	(3 305)	(3 940)	(4 039)
Cost of interest rate hedging	-	(59)	(355)
Investment income	77	170	185
NET FINANCIAL INCOME (EXPENSES)	**(3 229)**	**(3 830)**	**(4 209)**
Finance costs associated with IFRS 16 lease liabilities	(1 166)	-	-
Change in the fair value of hedging instruments (ineffective portion)	-	-	-
COST OF FINANCIAL DEBT (A)	**(4 395)**	**(3 830)**	**(4 209)**
Foreign exchange gains	1 734	2 120	2 091
Foreign exchange losses	(122)	(45)	(46)
Dividends (non-consolidated companies)	527	101	115
Other	365	1 655	379
Financial provision charges and reversals	1	81	266
OTHER FINANCIAL INCOME AND EXPENSES (B)	**2 505**	**3 911**	**2 805**
FINANCIAL INCOME (EXPENSE) (A+B)	**(1 890)**	**82**	**(1 404)**

(*) Includes finance costs associated with property leases restated in accordance with the former IAS 17 until October 2019.

The decrease in net financial expenses was mainly due to the average annual interest rate being lower than the previous year.

At year-end 2019, the "Other" line included financial income of €1.1m paid to Groupe Partouche. This interest was collected pursuant to the terms of a court order to repay an outstanding debt.

9.5. FINANCIAL RISKS

The Group could be exposed to liquidity risks and interest rate risks in the line of its activity. The assessment of the Group's exposure to these risks and their management is presented in this annual report in Section 4.3 under "Risk Factors". The following other financial risks were also identified

9.5.1. FOREIGN EXCHANGE RISK

In order to measure the Group's exposure to exchange rate risk, it should be pointed out that Groupe Partouche's activities outside France are performed by subsidiaries which operate in the country in which they are located; the consolidated financial statements thus include 13 companies outside France, five of which are located outside the euro zone. Some foreign exchange risk exposure remains, however, given the Group's operations in Tunisia and Switzerland. The total of these activities represents less than 10% of total consolidated turnover.

Transactions carried out by these subsidiaries outside the euro zone are denominated in the local currency.

The Group's normal operations do not involve purchases of assets financed in currencies that could lead to the implementation of a forward hedging policy.

Regarding the significant portion of the Group's profit made in Switzerland, it should first of all be noted that the regulations related to the Swiss gaming industry do not allow these establishments to transfer free cash flow, with the exception of payment of dividends.

Considering this limited leeway, no specific measures have been taken to cover this risk.

The table below sets out the impact of a 1% change in the exchange rate parity with the Swiss franc on the Group's turnover and operating profit at 31 October 2020:

>IMPACT OF A +/-1% CHANGE IN THE EXCHANGE RATE

€M AT 31 OCTOBER 2020	ON TURNOVER	% GROUP'S TOTAL	OPERATING PROFIT	% GROUP'S TOTAL
CHF	+ ou - 0,27	0,08%	+ ou - 0,04	0,30%

The table below sets out the impact of a 1% change in each exchange parity on the Group's turnover and operating profit at 31 October 2019

>IMPACT OF A +/-1% CHANGE IN THE EXCHANGE RATE

€M AT 31 OCTOBER 2019	ON TURNOVER	% GROUP'S TOTAL	OPERATING PROFIT	% GROUP'S TOTAL
CHF	+ ou - 0,38	0,09%	+ ou - 0,12	0,38%

The table below presents the local currency positions of receivables and payables denominated in thousands of Swiss francs, the main foreign currency at 31 October 2020:

- Under assets, the items that may be affected by exchange rate risk are trade receivables and other debtors with their related provisions, income tax receivables and other current assets with the provisions attached to them;
- Under liabilities, the items that may be affected by exchange rate risk are current and non-current borrowings, trade and other payables, current tax liabilities and other current and non-current liabilities.

CURRENCY BY COUNTRY	K CHF SWITZERLAND
ASSETS	1 181
LIABILITIES	14 610
NET POSITION BEFORE HEDGING	**(13 429)**
Hedging position	-
NET POSITION AFTER HEDGING	**(13 429)**

The table below presents the local currency positions of receivables and payables denominated in thousands of Swiss francs, the main foreign currency in 2019:

CURRENCY BY COUNTRY	K CHF SUISSE
ASSETS	877
LIABILITIES	10 127
NET POSITION BEFORE HEDGING	**(9 250)**
Hedging position	-
NET POSITION AFTER HEDGING	**(9 250)**

9.5.2. TRANSLATION RISK

Consolidating the financial statements of foreign subsidiaries entails the translation of the financial statements (assets, liabilities, income and expenses) denominated in foreign currencies into euros. This translation at the applicable year-end exchange rate, may, if exchange rates change, generate an impact on the Group's consolidated financial statements.

Given the long-term nature of these investments, Groupe Partouche does not hedge this exposure..

9.5.3. EQUITY RISK

The Group's cash investments do not include any listed shares; money-market products and term-deposit accounts are used exclusively. Given that the investment policy for cash excludes investments in share-based products, no specific measures are used to monitor this risk.

Since 2000, Groupe Partouche has held some of its own shares (1,917) as part of a liquidity provider's agreement (see Section 21.1.3 "Acquisition by the Company of its own shares"), as well as 14,836 other shares as of 31 October 2020.

In light of the issues mentioned in Note 11.2 ("Treasury shares"), a 10% drop in the share price of Groupe Partouche would have a limited impact on the parent company financial statements and none on the consolidated financial statements since the item "Treasury shares" is deducted from the consolidated reserves.

NOTE 10. TAXES

10.1. BREAKDOWN OF TAX EXPENSE

€000 AT 31 OCTOBER	2020	2019	2018
PROFIT BEFORE TAX	**(13 944)**	**32 003**	**19 503**
Current tax expense	(351)	(6 245)	(3 520)
Change in deferred tax	1 985	3 273	2 225
CVAE tax expense	(2 822)	(3 704)	(3 354)
TOTAL TAX EXPENSE	**(1 188)**	**(6 676)**	**(4 649)**
TOTAL TAX EXPENSE, EXCLUDING CVAE TAX	**1 633**	**(2 972)**	**(1 295)**
EFFECTIVE TAX RATE *	**11,71%**	**9,29%**	**6,64%**

** CVAE tax excluded.*

>RATIONALISATION OF THE EFFECTIVE TAX RATE – TAX PROOF:

€000 AT 31 OCTOBER	2020	2019	2018
PROFIT BEFORE TAX	**(13 944)**	**32 003**	**19 503**
French corporate income tax rate	28,00%	28,00%	33,33%
TAX CHARGE BASED ON CURRENT CORPORATE INCOME TAX RATE (THEORETICAL)	**3 904**	**(8 961)**	**(6 500)**
Temporary differences	1	290	(1)
Permanent differences	735	7 191	17 153
Net effect of consolidation operations	5 921	(10 545)	(10 247)

€000 AT 31 OCTOBER	2020	2019	2018
Impact of the change in the rate *	-	-	1 664
Tax losses generated by Group companies during the financial year	(18 251)	(5 084)	(15 102)
Impact of tax consolidation	6 565	12 601	12 075
Income taxed at the reduced tax rate, long-term capital gains or losses and effect of differences in foreign companies' tax rates	(204)	(1 884)	(1 215)
Tax loss carryforwards recognised as assets	1 791	1 792	(73)
Use of unrecognised tax loss carried forward	211	1 028	411
Tax credit and other	960	599	540
TOTAL TAX EXPENSE, EXCLUDING CVAE (*) TAX EXPENSE	**1 633**	**(2 972)**	**(1 295)**
CONSOLIDATED NET INCOME BEFORE TAX	**(13 944)**	**32 003**	**19 503**
RECONSTITUTED GROUP TAX RATE	**11,71%**	**9,29%**	**6,64%**

** The 2018 Finance Act passed in late December 2017 provides for a tapered reduction out to 2022 in the standard rate of corporate income tax to 25% for all French businesses (from 31% at present for the Group's tax consolidation entities, beyond the 28% tax on the initial €500k).*

Under IAS 12, deferred tax assets and liabilities have to be measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates that have been enacted or substantively enacted by the end of the reporting period. The Group's deferred taxes are recorded at the rates applicable to the estimated useful lives of the bases concerned.

10.1.1. CORPORATE INCOME TAX RECEIVABLES

€000 AT 31 OCTOBER	2020	2019	2018
Current tax receivables	1 722	1 291	6 797
CURRENT CORPORATE INCOME TAX RECEIVABLES	**1 722**	**1 291**	**6 797**

At 31 October 2020 and 31 October 2019, "Accounts receivable from the French State" mainly included tax credits and income tax receivables for companies outside the tax consolidation group.

At 31 October 2018, this item also included the CICE tax credit of the companies making up the tax consolidation group for the 2017 calendar year.

10.1.2. CURRENT TAX LIABILITIES

€000 AT 31 OCTOBER	2020	2019	2018
state – Gaming levies*	35 295	32 569	30 239
corporate income tax	442	1 254	73
TOTAL	**35 737**	**33 823**	**30 311**

** The amount shown against the "State – gaming levies" item at 31 October 2020 mainly consists of the balance of levies still to be paid in respect of February and March 2020, deferred as a result of the Covid-19 pandemic, which are included in liabilities together with levies due in respect of October 2020 as set out in Note 1 ("Key events in the financial year").*

10.2. DEFERRED TAX

The Group calculates its taxes in accordance with the tax legislation in force in the countries where the income is taxable.

Deferred taxes are determined each year for each tax entity using the liability method based on each company's tax position or on the income of all the companies that are included in the tax consolidation groups

Deferred tax is calculated by applying the most recent tax rate enacted at the balance sheet date applicable to the period in which temporary differences reverse.

Deferred tax assets relating to tax losses carried forward are only recognised if the tax entity is reasonably certain that it will recover these amounts in later years.

All deferred tax liabilities are recognised unless the tax results from the initial recognition of goodwill.

In accordance with Section 39 of IAS 12, the Group did not recognise a deferred tax liability relating to the difference between the book value of equity-accounted investments and their tax bases.

In accordance with IAS 12, deferred taxes are classified as non-current assets and liabilities.

10.2.1. DEFERRED TAX ASSETS AND LIABILITIES

Deferred tax is recognised using the liability method on all differences between tax bases and carrying amounts. Deferred tax assets and liabilities are not discounted. A breakdown of the net change in deferred taxes (both assets and liabilities) is as follows:

€000	2020	2019
Deferred tax assets at the beginning of the period	2 208	2 181
Deferred tax liabilities at the beginning of the period	(12 483)	(15 753)
NET DEFERRED TAX AT THE BEGINNING OF THE PERIOD	**(10 275)**	**(13 572)**
Profit (loss) impact	2 128	3 324
Scope changes impact	(1)	-
Foreign exchange rate impact	25	31
Other movements	193	(58)
NET DEFERRED TAX AT 31 OCTOBER	**(7 930)**	**(10 275)**
Deferred tax assets at 31 October	2 791	2 208
Deferred tax liabilities at 31 October	**(10 720)**	**(12 483)**

"Profit (loss) impact" includes in 2020 (including the change in tax rates referred to above):

- a €143k impact arising from the change in deferred taxes on CVAE timing differences;
- a (€653k) impact arising from the change in deferred taxes on CVAE timing differences;
- a €1,791k impact arising from the recognition of deferred tax assets linked to tax loss carryforwards;
- a €457k impact arising from the use of deferred taxes relating to the amortisation and depreciation of property assets.

In 2019, this item included:

- a €51k impact arising from the change in deferred taxes on CVAE timing differences;
- a €66k impact arising from the change in deferred taxes on CVAE timing differences;
- a €1,158k impact arising from the change in deferred taxes caused by eliminations of internal provisions; and
- a €1,792k impact arising from the recognition of deferred tax assets linked to tax loss carryforwards;
- a €626k impact arising from the use of deferred taxes relating to the amortisation and depreciation of property assets.

The "Other movements" item mainly relates to deferred taxes arising from actuarial adjustments recognised in equity (recyclable component). These movements had no impact on profit for the period.

Deferred tax was in relation to the following:

€000	2020	2019
Employee commitments	3 882	3 669
Derivative instruments	-	-
revaluation adjustments / Real estate assets	(7 073)	(7 530)
Internal provisions	(12 087)	(12 087)
Tax loss carryforwards recognised as assets	5 935	4 144
Restatement of CVAE	(488)	(632)
Other temporary items and consolidated adjustments	1 903	2 161
TOTAL	**(7 929)**	**(10 275)**

10.2.2. TAX LOSSES CARRIED FORWARD

Deferred tax assets related to loss carryforwards are recognised on the balance sheet only when such losses are determined to be recoverable.

At 31 October 2020, the total amount of unrecognised tax in relation to uncapitalised loss carryforwards was around €3.9m (total for French companies at a rate of 28%).

At 31 October 2020, deferred tax assets recognised as capitalised loss carry-forwards were €5.9m, concerning the Groupe Partouche SA tax consolidation group.

To assess the capitalisation of loss carryforwards in the consolidated financial statements at 31 October 2020, the Group conducted an analysis of the expected use of the taxes over a reasonable horizon, while factoring in actual uses during the past few financial years, in line with the revenue forecasts used for goodwill impairment tests (see Note 6.2).

NOTE 11. EQUITY

11.1. SHARE CAPITAL OUTSTANDING

SHARE CAPITAL AT 31 OCTOBER	2020	2019	2018
Amount of share capital	192 540 680 €	192 540 680 €	192 540 680 €
Shares issued, fully paid up	9 627 034	9 627 034	9 627 034
NOMINAL VALUE	**20 €**	**20 €**	**20 €**

The share capital is fully paid up at 31 October 2020. Shares may be in registered or bearer form, based on the choice of the shareholder. In accordance with the Articles of Association, all of the shares have one voting right each.

11.2. TREASURY SHARES

IN EUROS AT 31 OCTOBER	2020	2019	2018
Treasury shares at historical cost held directly	466 428	416 361	411 483
NUMBER OF TREASURY SHARES HELD DIRECTLY	**16 753**	**12 351**	**13 001**

Treasury shares are deducted from consolidated reserves. At 31 October 2020, treasury shares fell into one of two categories:

- Long-term shares held since the Extraordinary General Meeting of 10 November 2003: 1,917 treasury shares.
- Shares held through the liquidity provider's CM-CIC agreement: 14,836 treasury shares. The purpose of this liquidity agreement is to foster regular and liquid trading in the Company's shares.

The market price of Groupe Partouche shares at 31 October 2020 was €16.55.

11.3. CONSOLIDATED RESERVES

€000 AT 31 OCTOBER	2020	2019	2018
revaluation reserve	(42 663)	(42 663)	(42 663)
Other reserves and retained earnings	174 708	175 492	169 946
Legal reserve	10 033	10 033	9 741
Group consolidation reserves	12 894	(6 637)	(7 030)
Other Group reserves	9 947	10 462	10 512
CONSOLIDATED RESERVES	**164 918**	**146 687**	**140 505**

The change in "Consolidated reserves" chiefly reflects:

- the appropriation of the €18,635k in net profit attributable to equity holders of the parent in the 2019 financial year;
- the negative €517k impact of remeasurements of net defined-benefit liabilities (provision for post-employment benefit obligations) recognised in equity under the revised IAS 19.

11.4. MINORITY INTERESTS

€000 AT 31 OCTOBER	2020	2019	2018
Non-group reserves	15 509	14 020	13 458
Non-group translation reserves	3 899	3 522	3 040
Non-group earnings	2 196	6 381	6 360
MINORITY INTERESTS	**21 605**	**23 923**	**22 859**

The change in minority interests primarily reflects:

- the €2.2m net profit in the 2020 financial year attributable to minority interests;
- the €(4.7)m in payments of non-Group dividends;
- the €0.38m positive change in translation reserves.

NOTE 12. ADDENDA TO THE CONSOLIDATED FINANCIAL STATEMENTS

12.1. OTHER CURRENT AND NON-CURRENT ASSETS

12.1.1. OTHER NON-CURRENT ASSETS

€000 AT 31 OCTOBER	GROSS VALUE IN 2020	IMPAIRMENT	NET VALUE IN 2020	2019	2018
Tax receivables [1]	6 895	-	6 895	5 865	7 376
Other non-current receivables	1 159	(28)	1 131	1 266	1 453
OTHER NON-CURRENT ASSETS	**8 055**	**(28)**	**8 026**	**7 131**	**8 829**

[1] *At 31 October 2020, as was the case at 31 October 2019, this item mainly consisted of the tax receivable on the Groupe Partouche consolidated tax group, mainly consisting of the balance of the 2018 competitiveness and employment tax credit (CICE – €3.2m).*

> BREAKDOWN OF "OTHER NON-CURRENT RECEIVABLES":

€000 AT 31 OCTOBER	GROSS VALUE IN 2020	IMPAIRMENT	NET VALUE IN 2020	2019	2018
Receivables on disposal of assets > 1 year	-	-	-	-	-
Other receivables – due in more than one year	113	(28)	85	112	188
Prepaid expenses – portion > 1 year	1 046	-	1 046	1 154	1 265
OTHER NON-CURRENT RECEIVABLES	**1 159**	**(28)**	**1 131**	**1 266**	**1 453**

12.1.2. OTHER CURRENT ASSETS

€000 AT 31 OCTOBER	2018	2019	INCREASE	DECREASE	2020
Accrued interest/receivables and loans	-	-	-	-	-
Employee loans	77	86	160	(154)	92
Loans, guarantees	360	371	73	(72)	371
Tax receivables	5 850	5 819	0	(971)	4 848
Prepaid expenses	6 126	6 942	204	(215)	6 930
TOTAL GROSS VALUE	**12 414**	**13 218**	**436**	**(1 413)**	**12 241**
Provision for impairment	-	-	-	-	-
NET VALUE	**12 414**	**13 218**	**436**	**(1 413)**	**12 241**

12.2. TRADE AND OTHER PAYABLES

€000 AT 31 OCTOBER	2020	2019	2018
Customers, advances and down payments received *	16 928	13 610	6 871
Trade accounts payable	19 123	14 999	17 453
Liabilities in respect of fixed asset acquisitions **	3 498	6 059	8 330
Liabilities in respect of securities acquisitions	58	3	3
Employees	2 047	2 876	3 160
Employee profit-sharing	1 231	3 373	2 978
Social security organisations	4 908	6 773	7 063
Paid vacation	18 386	15 960	16 779
Applicable levy	476	476	545
Current account and partner liabilities	696	3 090	3 001
State – VAT	2 209	2 496	3 413
State – expenses payable	5 590	5 772	8 086
Miscellaneous	18 102	18 502	18 484
TOTAL	**93 252**	**93 990**	**96 164**

** At 31 October 2020, this line item included, in particular, advance payments on lots sold as part of the La Grande-Motte property development plan for an amount of €13m (€9.5m at October 2019).*

*** At 31 October 2020, as had been the case at 31 October 2019, this item resulted from the various renovation programmes underway at the Group's entities. At this closing, the main contributor was the Aix-en-Provence casino for €1.3m.*

12.3. OTHER CURRENT AND NON-CURRENT LIABILITIES

€000 AT 31 OCTOBER	2020	2019	2018
Tax liabilities	-	-	-
Other liabilities *	1 255	-	-
Liabilities to suppliers of fixed assets **	1 219	-	
Deferred income – non-current portion	2 560	3 194	4 103
TOTAL OTHER NON-CURRENT LIABILITIES	**5 035**	**3 194**	**4 103**
Deferred income – current portion	1 185	1 275	1 429
TOTAL OTHER CURRENT LIABILITIES	**1 185**	**1 275**	**1 429**

** At 31 October 2020, this item includes the property lease liabilities of Partouche Immobilier and SCI Pietra Pornic in respect of deferred lease payments billed by the lessors*

*** At 31 October 2020, this item included the liability arising from the various renovation programmes underway at the Group's entities. At this closing, the main contributor was the Aix-en-Provence casino for €1.2m.*

Deferred income is mainly attributable to investment subsidies.

NOTE 13. BREAKDOWN OF THE CONSOLIDATED CASH FLOW STATEMENT

13.1. BREAKDOWN OF CASH FLOW

>CASH FLOW FROM OPERATING ACTIVITIES

Net cash from operating activities (before change in the working capital requirement, financial interest and taxes paid) totalled €51.9m, versus €78.5m in 2019, related to the change in EBITDA observed during the financial year.

Total cash flow relating to operating activities, which came to €49.4m (vs. €72.5m in 2019), also reflects:

- a very favourable change in working capital, representing a net cash inflow of €6.7 million, up €7.5 million year on year, thanks to a significant decrease in trade receivables and an increase in trade payables arising from the various aforementioned measures to defer outgoings adopted as a result of the crisis, as well as strong growth in the online sports betting business;
- €4.1m in interest paid, up €0.3m from 2019;
- taxes "paid" representing a €5.1m outflow, compared with a €1.4m outflow in 2019, which notably included the repayment of the CICE tax credit obtained in respect of the 2018 calendar year for €4.9m.

>CASH FLOW FROM (USED IN) INVESTING ACTIVITIES

Cash used in investing activities came to €38.8m, compared with €39.3m in the previous financial year. It chiefly consisted of:

- a €3.0m net cash outflow in connection with the acquisition of equity interests relating to a 15% minority interest in the La Pensée Sauvage Lifestyle group and 95% of Club Berri SAS, leaseholder of the premises used by Club Berri, one of Paris's eight gaming clubs
- sale proceeds of nil compared with €2.9m in 2019 (from consolidated companies (related to the sale of the 49% minority interest held by Groupe Partouche in Palm Beach Cannes Côte d'Azur and to the collection of receivables arising from sales completed during previous financial years);
- a €35.1m outflow for purchases of tangible fixed assets compared with a €55.1m outflow in 2019, including in particular a stable amount of €13.4m for slot machines and other electronic equipment, various replacement investments, and, for construction projects, continued renovation work at the Royat casino and the Aquabella hotel in Aix-en-Provence;
- a normative inflow of €0.3m from repayments received on loans, compared with €10.7m in 2019 (which mainly resulted from the repayment of a current account advance prior to Groupe Partouche's sale of its minority interest in Palm Beach Cannes Côte d'Azur).

>CASH FLOW FROM (USED IN) FINANCING ACTIVITIES

The Group posted a net cash inflow of €8.3m, compared with a net outflow of €24.5m in 2019, when the Group had refinanced itself by issuing a €35.0m bond and taking out a €65.0m refinancing loan (with the €15.0m revolving credit facility remaining undrawn at 31 October 2019 and 31 October 2020), enabling it to repay the syndicated loan laid down in the Safeguard Plan. In 2020, cash flow from (used in) financing activities mainly included the following:

- new borrowings totalling €32.1m, mainly consisting of €19.5m in government-backed loans;
- repayment of bank borrowings (€19.0m), including €11.9m in repayments of IFRS 16 lease liabilities;
- dividend payments to minority shareholders for €4.7m.

Based on these movements, cash amounted to €138.4m at the balance sheet date, up €19.3m compared with 31 October 2019, due, in particular, to all the measures taken by the Group in response to the crisis and more specifically the subscription to the government-backed loan (PGE).

13.2. BREAKDOWN OF WCR

Changes in items making up the working capital requirement are as follows:

€000 AT 31 OCTOBER	2020	2019	2018
Inventories and semi-finished goods	(26)	189	(1 242)
Trade receivables	2 378	(4 813)	(2 624)
Receivables and accrued and deferred items	170	1 219	(6 579)
Trade accounts payable	3 992	(2 404)	1 658
Other payables	191	5 057	(772)
Deferred expenses	-	-	-
IMPACT OF THE CHANGE IN WCR	**6 705**	**(752)**	**(9 558)**

NOTE 14. OFF BALANCE SHEET COMMITMENTS

Off balance sheet commitments at 31 October 2020 were affected by the first-time adoption of IFRS 16. The year-on-year decrease in operating lease commitments (including capital leases) is proportional to the amount of lease liabilities recognised in the consolidated balance sheet in accordance with IFRS 16.

14.1. RELATED TO THE SCOPE

>COMMITMENTS GIVEN AT 31 OCTOBER 2020:

€000	2020	PAYMENTS DUE PER PERIOD			2019	2018
		LESS THAN 1 YEAR	1 TO 5 YEARS	MORE THAN 5 YEARS		
Purchase agreement	5 100	-	5 100	-	-	-
TOTAL	**5 100**	**-**	**5 100**	**-**	**-**	**-**

In the course of the financial year, the Group entered into securities purchase agreements totalling €5.1m

>COMMITMENTS RECEIVED AT 31 OCTOBER 2020:

000	2020	2019	2018
Sureties, deposits and pledges	-	-	1 424
TOTAL	**-**	**-**	**1 424**

At 31 October 2019, the receivable from Société Française de Casinos totalling €1,424k (fully impaired) had been repaid in full.

14.2. RELATED TO FINANCING

>COMMITMENTS GIVEN AT 31 OCTOBER 2020:

€000	2020	PAYMENTS DUE PER PERIOD			2019	2018
		LESS THAN 1 YEAR	1 TO 5 YEARS	MORE THAN 5 YEARS		
Long-term liabilities (bank debts with guarantees)	24 699	2 897	11 967	9 835	20 316	136 784
Capital leases	5	5	-	-	5 475	3 752
TOTAL	**24 704**	**2 902**	**11 967**	**9 835**	**25 791**	**140 536**

The amount of commitments given in respect of long-term liabilities reflects the principal amount outstanding on the Group's secured borrowings. Note that commitments on borrowings taken out by Partouche Immobilier and the Group's non-trading property companies (SCIs) are shown under "Sureties and deposits" for commitments relating to operating activities, given these entities' main business.

>COMMITMENTS RECEIVED AT 31 OCTOBER 2020:

€000	2020	2019	2018
Capital leases	192	5 222	1 872
TOTAL	**192**	**5 222**	**1 872**

14.3. RELATED TO OPERATING ACTIVITIES

14.3.1. CONTRACTUAL COMMITMENTS

>COMMITMENTS GIVEN AT 31 OCTOBER 2020::

€000	2020	PAYMENTS DUE PER PERIOD			2019	2018
		LESS THAN 1 YEAR	1 TO 5 YEARS	MORE THAN 5 YEARS		
Operating lease contracts (leases, non-real estate lease contracts, other)	1 284	1 022	262	-	48 181	52 957
Collateral or mortgages	-	-	-	-	-	-
Sureties and deposits	9 918	559	3 542	5 816	26 488	32 707
Notes issued	23	23	-	-	29	5
Liability guarantees	-	-	-	-	-	-
Other financial commitments	-	-	-	-	-	-
Other commercial commitments	8 950	6 187	2 763	-	12 990	13 765
EHB specification	46 443	10 616	19 428	16 398	55 345	61 651
TOTAL	**66 618**	**18 408**	**25 995**	**22 214**	**143 032**	**161 085**

The line item "Commitments in respect of operating requirements" includes all of the operator's obligations over the remaining term of the concession. The corresponding expenses, which are paid annually, are recognised in the income statement under "Other current operating income and expenses".

The "Sureties and deposits" mainly consists of a guarantee covering the medium-term loan taken out by Partouche Immobilier in 2017 (principal amount outstanding at 31 October 2020: €5.7m).

>COMMITMENTS RECEIVED AT 31 OCTOBER 2020:

€000	2020	2019	2018
Claw back	98	98	98
Operating lease contracts (leases, non-real estate lease contracts, other)	350	749	732
Sureties and deposits	1 554	1 464	1 479
Liability guarantee	-	-	-
Other commercial commitments	1 428	1 022	1 022
TOTAL	**3 430**	**3 333**	**3 332**

The Sureties and deposits line chiefly reflects the €750k in commitments made by the SEGR Le Laurent subsidiary.

14.3.2. INVESTMENT COMMITMENTS

>COMMITMENTS GIVEN AT 31 OCTOBER 2020:

€000	2020	PAYMENTS DUE PER PERIOD			2019	2018
		LESS THAN 1 YEAR	1 TO 5 YEARS	MORE THAN 5 YEARS		
Commitments related to investments	3 906	2 264	1 642	-	8 626	22 551
TOTAL	**3 906**	**2 264**	**1 642**	**-**	**8 626**	**22 551**

At 31 October 2020, the commitments disclosed in this table consisted of €1.5m in respect of the Royat casino's commitment to carry out renovation work in connection with the renewal of the public service concession and €2.2m in respect of outstanding work on the Aix-en-Provence Pasino.

>COMMITMENTS RECEIVED AT 31 OCTOBER 2020:

€000	2020	2019	2018
Other market commitments received	-	-	-
TOTAL	**-**	**-**	**-**

None

To the best of the Company's knowledge, there are no other significant off balance sheet commitments.

NOTE 15. RELATED-PARTY TRANSACTIONS

**Concerning the provisions of IAS 24 on management remuneration, refer to Note 7, "Employee expenses and benefits".*

>AGREEMENTS WITH FINANCIÈRE PARTOUCHE SA

Groupe Partouche SA rented the premises of its registered office from Financière Partouche SA. The sale of these premises by Financière Partouche resulted in the lease being terminated on 19 December 2019. Total rent for the period from 1 November 2019 to 19 December 2019 came to €51,095 including charges and tax..

Furthermore, the €2,005,452 balance on the current account advance from Financière Partouche, bearing interest at a rate of 12-month Euribor plus 0.25 percentage points and including an interest expense of €397, was repaid on 29 November 2019. The current account advance had thus been cleared at 31 October 2020.

>INVESTMENT AGREEMENT BETWEEN FINANCIÈRE PARTOUCHE SA AND BUTLER CAPITAL PARTNERS (BCP)

An investment agreement was executed on 19 April 2011 in order to define the terms and conditions of the entry of BCP in the share capital of the company, with the approval of the principal shareholder Financière Partouche SA. This agreement led in May 2011 to two capital increases.

>AGREEMENTS WITH ISPAR HOLDING SA

Ispar Holding SA, controlled and chaired by Isidore Partouche, provides assistance and advice to the Swiss casinos. With respect to the 2019-20 financial year, the expenses recognised in respect of the remuneration of Ispar Holding SA by the Crans-Montana and Meyrin casinos amounted to €100.7k and €201.3k, respectively.

>AGREEMENTS WITH SHAL & CO

Shal & Co, controlled and chaired by Hubert Benhamou, provides assistance with the management activities of certain Groupe Partouche casinos. The corresponding remuneration received for the 2019-20 financial year was €331.5k.

>INTRA-GROUP LOAN

For reference, a €5.8m intra-group loan was arranged on 6 October 2017 with our Cannes Centre Croisette subsidiary to cover investments representing renovation work. The outstanding balance at 31 October 2020 was €2.61m..

Accrued interest on the loan amounted to €4,936 during the financial year.

Furthermore, two intra-group loans totalling €8.2m were granted by Groupe Partouche SA to its subsidiaries CBM Dieppe (€3m on 8 December 2017) and La Roche-Posay casino (€5.2m on 12 June 2018) to finance refitting work. At 31 October 2020, the outstanding balance on the loan to CBM Dieppe was €1.350m, while that on the loan to the La Roche-Posay casino was €2.603m.

Accrued interest on the two loans in the financial year totalled €2,553 and €4,922 respectively.

>OTHER

The other transactions in financial year 2019-20 with related parties as part of ordinary activities are not considered significant for the Group and were carried out at market conditions.

NOTE 16. POST-BALANCE SHEET EVENTS

>LAUNCH OF PASINO.CH IN SWITZERLAND

Developed as an extension of the Casino du Lac Meyrin (Geneva), PASINO.ch has welcomed players residing in Switzerland since 17 November 2020, inviting them to explore its complete online casino gaming offer, its slot machines and its range of games with live dealers. This online offering, regulated by the Swiss Federal Gaming Commission (CFMJ), offers a unique experience, both in terms of its premium customer service available 24/7 and its innovative and secure environment.

>COVID-19 HEALTH CRISIS

The closure of French casinos increased over the month of October 2020 until they were all forced to close completely at midnight on 29 October 2020. outside France, the Crans-Montana casino (Switzerland) closed its again doors on the evening of 21 October 2020 and the Ostend casino (Belgium) on 28 October 2020, with the Meyrin casino (Switzerland) closing on 1 November 2020. However, online gaming and sports betting in Belgium as well as new online games in Switzerland remain active. With regard to non-gaming activities, only the hotels in Aix-en-Provence (Aquabella) and Forges-les-Eaux remained open.

The Group's establishments were shut down for a second time, prompting it to do all it could to protect its establishments and limit the inevitable economic consequences of this devastating and unpredictable crisis. This included in particular requesting another state-guaranteed loan and using the support mechanisms put by place by the French government, such as the employee furlough scheme, exemption from social security charges and the Solidarity Fund.

As of the publication date of this universal registration document, the Group has no visibility as to when its establishments will reopen.

The satisfactory resumption of activities after the first lockdown was a key factor – despite the necessary sanitary measures put in place – in the Group's confidence regarding its ability to resume operations in an optimal manner.

NOTE 17. SCOPE OF CONSOLIDATION

Companies joining the Group at 31/10/2020

Changes in percentage interest at 31/10/2020

Companies leaving the Group at 31/10/2020

Companies involved in the restructuring of the Divonne division cf. Changes in scope

The following companies are consolidated by Groupe Partouche SA:

COMPANY AT 31 OCTOBER	COUNTRY	INTEREST PERCENTAGE IN 2020	INTEREST PERCENTAGE IN 2019	INTEREST PERCENTAGE IN 2018	CONSOLIDATION METHOD
SA GROUPE PARTOUCHE	France				Parent company
FULLY CONSOLIDATED COMPANIES					
CASINOS					
SA CASINO DE SAINT AMAND	France	100,00	100,00	100,00	FC
SA GRAND CASINO DE CABOURG	France	100,00	100,00	100,00	FC
SA CASINO DU GRAND CAFÉ	France	61,90	61,90	61,90	FC
SA FORGES THERMAL	France	60,38	60,38	60,38	FC
SA CASINO ET BAINS MERS DE DIEPPE	France	100,00	100,00	100,00	FC
SA JEAN METZ	France	100,00	100,00	100,00	FC
SA LE TOUQUET'S	France	90,10	90,10	90,10	FC
SA CASINOS DU TOUQUET	France	99,53	99,53	99,53	FC
CASINO DE CONTREXÉVILLE	France	100,00	100,00	100,00	FC
SA NUMA	France	100,00	100,00	100,00	FC
SA GRAND CASINO DE LYON	France	100,00	100,00	100,00	FC
3.14 CASINO	France	100,00	100,00	100,00	FC

COMPANY AT 31 OCTOBER	COUNTRY	INTEREST PERCENTAGE IN 2020	INTEREST PERCENTAGE IN 2019	INTEREST PERCENTAGE IN 2018	CONSOLIDATION METHOD
SA LE GRAND CASINO DE DJERBA	Tunisia	99,90	99,90	99,90	FC
CASINO NUEVO DE SAN ROQUE	Spain	98,90	98,90	98,90	FC
SA CASINO LA TOUR DE SALVAGNY	France	99,86	99,86	99,86	FC
SA CASINO MUNICIPAL DE ROYAT	France	99,86	99,86	99,86	FC
SA CASINO LE LION BLANC	France	99,86	99,86	99,86	FC
SA EDEN BEACH CASINO	France	99,65	99,65	99,65	FC
SA CASINO MUNICIPAL D'AIX THERMAL	France	99,61	99,61	99,61	FC
SA CASINO DES FLOTS BLEUS	France	99,61	99,59	99,59	FC
SA CASINO DE PALAVAS	France	99,87	99,87	99,87	FC
CASINO DE PORNICHET	France	100,00	100,00	100,00	FC
CASINO DE PORNIC	France	100,00	100,00	100,00	FC
CASINO D'ANDERNOS	France	99,97	99,97	99,98	FC
CASINO D'ARCACHON	France	100,00	100,00	100,00	FC
CASINO DE SALIES DE BEARN	France	100,00	100,00	100,00	FC
CASINO DE LA GRANDE MOTTE	France	99,98	99,98	99,98	FC
CASINO DE GRÉOUX	France	100,00	100,00	100,00	FC
CASINO D'ÉVAUX LES BAINS	France	100,00	100,00	100,00	FC
CASINO DE PLOMBIÈRES	France	100,00	100,00	100,00	FC
CASINO D'OSTENDE	Belgium	99,98	99,98	99,98	FC
CASINO DE LA ROCHE-POSAY	France	100,00	100,00	100,00	FC
CASINO D'AGON COUTAINVILLE	France	100,00	100,00	100,00	FC
CASINO DE HYÈRES	France	99,90	99,90	99,90	FC
CASINO DE VAL ANDRÉ	France	100,00	100,00	100,00	FC
CASINO DE PLOUESCAT	France	97,00	97,00	97,00	FC
CASINO DE BANDOL	France	100,00	100,00	100,00	FC
CASINO LAC MEYRIN	Switzerland	40,00	40,00	40,00	FC
CASINO DU HAVRE	France	100,00	100,00	100,00	FC
CASINO DE LA TRINITÉ	France	100,00	100,00	100,00	FC
CASINO DU PALAIS DE LA MÉDITERRANNÉE	France	100,00	100,00	100,00	FC
CASINO DE DIVONNE	France	98,71	98,71	98,71	FC
CASINO D'ANNEMASSE	France	100,00	100,00	100,00	FC
CASINO DE CRANS-MONTANA	Switzerland	57,00	57,00	57,00	FC
CASINO DE LA TREMBLADE	France	99,89	99,89	99,89	FC
SECNN	France	100,00	0,00	0,00	FC
CLUB BERRI	France	95,00	0,00	0,00	FC
CASINO DE DIVONNE (Formerly Société d'exploitation du casino de Divonne)	France	98,71	96,00	96,00	FC
HOTELS					
ÉLYSÉE PALACE HÔTEL SA	France	91,76	91,76	91,80	FC
HÔTEL INTERNATIONAL DE LYON SA	France	97,25	97,25	97,25	FC

COMPANY AT 31 OCTOBER	COUNTRY	INTEREST PERCENTAGE IN 2020	INTEREST PERCENTAGE IN 2019	INTEREST PERCENTAGE IN 2018	CONSOLIDATION METHOD
SARL AQUABELLA	France	99,79	99,79	99,79	FC
HÔTEL 3,14	France	100,00	100,00	100,00	FC
GRANDS HÔTELS DU PARC	France	100,00	100,00	100,00	FC
HÔTEL COSMOS	France	100,00	100,00	100,00	FC
SARL SINOCA	France	100,00	100,00	100,00	FC
GREEN 3.14	France	100,00	100,00	100,00	FC
STE GRAND HÔTEL DE DIVONNE (Formerly Club Partouche Capitale)	France	98,71	100,00	100,00	FC
OTHER					
CHM SA	France	87,04	87,04	87,04	FC
SA BARATEM	France	99,25	99,25	99,25	FC
SCI HOTEL GARDEN PINEDE	France	100,00	100,00	100,00	FC
SCI RUE ROYALE	France	99,99	99,99	99,99	FC
ÉLYSÉE PALACE EXPANSION	France	91,76	91,76	91,80	FC
ÉLYSÉE PALACE SA	France	91,73	91,73	91,77	FC
SCI LES THERMES	France	99,99	99,99	99,99	FC
SARL THERM'PARK	France	99,99	99,99	99,99	FC
SA GROUPE PARTOUCHE INTERNATIONAL	Belgium	99,90	99,90	99,90	FC
SARL SEK	France	99,86	99,86	99,86	FC
SCI PIETRA SAINT AMAND	France	100,00	100,00	100,00	FC
SCI PALAVAS INVESTISSEMENT	France	99,88	99,88	99,88	FC
CBAP CENTRE BALNÉOTHÉRAPIE	France	99,99	99,99	99,99	FC
SCI FONCIÈRE DE VITTEL ET CONTREX	France	100,00	100,00	100,00	FC
EUROPÉENNE DE CASINO HOLDING	France	100,00	100,00	100,00	FC
BELCASINOS	Belgium	100,00	100,00	100,00	FC
CASINO CHAUDFONTAINE	Belgium	99,90	99,90	99,90	FC
SCI GAFA	France	100,00	100,00	100,00	FC
SCI LES MOUETTES	France	100,00	100,00	100,00	FC
SCI LES JARRES	France	100,00	100,00	100,00	FC
HOLDING LUDICA	France	100,00	100,00	100,00	FC
SCI JMB	France	100,00	100,00	100,00	FC
VZW	Belgium	100,00	100,00	100,00	FC
SCI PARC DE POSAY	France	100,00	100,00	100,00	FC
SARL PARC DU CHATEAU	France	100,00	100,00	100,00	FC
SCI DE L'ARVE	France	100,00	100,00	100,00	FC
SCI LA TREMBLADE	France	99,89	99,89	99,89	FC
PARTOUCHE IMMOBILIER	France	100,00	100,00	100,00	FC
SCI PIETRA PORNIC	France	100,00	100,00	100,00	FC
PARTOUCHE SPECTACLE	France	100,00	100,00	100,00	FC

COMPANY AT 31 OCTOBER	COUNTRY	INTEREST PERCENTAGE IN 2020	INTEREST PERCENTAGE IN 2019	INTEREST PERCENTAGE IN 2018	CONSOLIDATION METHOD
KIOUSK	France	100,00	100,00	100,00	FC
GROUPEMENT DE MOYEN DES CASINOS	France	100,00	100,00	100,00	FC
CKO BETTING OOSTENDE	Belgium	100,00	100,00	100,00	FC
PARTOUCHE INTERACTIVE	France	100,00	100,00	100,00	FC
QUARISMA	France	95,07	95,07	95,07	FC
PARTOUCHE PRODUCTION	France	75,43	75,43	75,43	FC
PARTOUCHE TECHNOLOGIES	France	100,00	100,00	100,00	FC
PARTOUCHE IMAGE	France	88,66	88,66	88,66	FC
PARTOUCHE TOURNOIS	France	100,00	100,00	100,00	FC
AFRIGAMBLING	France	88,66	88,66	88,66	FC
SEGR Le LAURENT	France	100,00	100,00	100,00	FC
PLAGE 3.14	France	100,00	100,00	100,00	FC
PARTOUCHE STUDIO	France	100,00	100,00	100,00	FC
WORLD SERIES OF BACKGAMMON	United Kingdom	100,00	100,00	100,00	FC
APPOLONIA FRANCE	France	70,00	70,00	70,00	FC
PARTOUCHE INTERACTIVE HOLDING	Gibraltar	100,00	100,00	100,00	FC
PARTOUCHE INTERACTIVE GIBRALTAR	Gibraltar	0,00	0,00	0,00	FC
PASINO BET	France	100,00	100,00	100,00	FC
INTERNATIONAL GAMBLING SYSTEMS	Belgium	19,00	19,00	19,00	FC
SCI GREEN AURON	France	90,00	90,00	90,00	FC
STE GOLF DE DIVONNE (Formerly Club Partouche Paris)	France	98,71	100,00	100,00	FC
COMPANIES CONSOLIDATED USING THE EQUITY METHOD					
OTHER					
LA PENSÉE SAUVAGE LIFESTYLE	France	15,00	0,00	0,00	EM
LPS PLAN DE BAIX	France	15,00	0,00	0,00	EM
SCI PIERRE BLANCHE	France	15,00	0,00	0,00	EM
SCI PLAN B	France	15,00	0,00	0,00	EM
LPS CÉVENNES	France	15,00	0,00	0,00	EM
PALM BEACH EVENEMENTIEL	France	0,00	0,00	49,00	EM
PBCCA PALM BEACH CANNES COTE D'AZUR	France	0,00	0,00	49,00	EM
CANNES BALNÉAIRES	France	0,00	0,00	49,00	EM

20.2.2 >PARENT COMPANY FINANCIAL STATEMENTS – 31 OCTOBER 2020

BALANCE SHEET – ASSETS (NET VALUES) €000 AT 31 OCTOBER	NOTES	2020	2019	2018
FIXED ASSETS				
INTANGIBLE ASSETS	**2.1 / 2.2**			
Concession and similar rights		467	216	406
Internally generated goodwill		457	534	610
Other intangible assets		104	520	62
Advances and down payments on intangible assets		7	7	7
TANGIBLE FIXED ASSETS	**2.1 / 2.2**			
Land		7 280	7 280	7 280
Buildings		8 901	9 494	10 137
Technical equipment		112	93	148
Other tangible fixed assets		336	392	422
Assets under construction		65	80	38
LONG-TERM FINANCIAL INVESTMENTS				
Other investments	2.3 / 2.4	634 368	627 349	633 461
Receivables attached to investments	2.3 / 2.5	6 575	9 495	13 018
Loans	2.5	39	34	35
Other financial investments	2.4 / 2.5	395	189	187
TOTAL FIXED ASSETS		**659 106**	**655 682**	**665 809**
CURRENT ASSETS				
Merchandise		33	33	-
Advances and down payments to suppliers		261	302	22
Trade receivables	2.5	242	180	147
Other receivables	2.4 / 2.5	133 314	135 610	137 671
Marketable securities		6 018	5 990	980
Cash and cash equivalents		36 249	25 380	24 933
Prepaid expenses	2.5 / 2.9	1 151	836	875
TOTAL CURRENT ASSETS		**177 268**	**168 330**	**164 628**
REGULARISATION ACCOUNTS				
Translation adjustment – asset			-	-
GRAND TOTAL		**836 373**	**824 012**	**830 437**

BALANCE SHEET – LIABILITIES AND EQUITY €000 AT 31 OCTOBER	NOTES	2020	2019	2018
Share capital (o/w fully paid: 192,541)[1]	2.12	192 541	192 541	192 541
Share premium, merger and contribution reserves		70 056	70 056	70 056
Legal reserve		10 033	10 033	9 741
Other reserves		10 841	10 841	10 841
Retained earnings		154 760	155 544	149 998
NET PROFIT (LOSS) FOR THE FINANCIAL YEAR		(13 954)	(785)	5 838
EQUITY	**2.11**	**424 276**	**438 230**	**439 014**
Provisions for contingencies	2.4	-	-	107
Provisions for losses	2.4	-	-	-
PROVISIONS FOR CONTINGENCIES AND LOSSES		**-**	**-**	**107**
Other bonds		35 025	35 025	-
Bank loans and overdrafts	2.6	84 111	65 070	124 161
Sundry borrowings and financial liabilities	2.6	178	176	176
Advances and deposits on outstanding orders		-	-	-
Trade creditors	2.6	606	664	462
Tax and social security liabilities	2.6	3 100	2 898	2 826
Liabilities to fixed asset suppliers	2.6	10	123	44
Other liabilities	2.6	289 028	281 784	263 606
Deferred income	2.6 / 2.10	40	42	43
TOTAL[2]		**412 098**	**385 782**	**391 317**
Translation adjustment – liability		-	-	-
GRAND TOTAL		**836 373**	**824 012**	**830 437**
[1] *Capitalised revaluation differential*		294	294	294
[2] *Liabilities and deferred income falling due or to be released in less than one year*		301 236	296 429	154 456

INCOME STATEMENT €000 AT 31 OCTOBER	NOTES	2020	2019	2018
Merchandise sales		-	-	-
Sales of services		11 182	11 596	11 791
NET TURNOVER	**2.13**	**11 182**	**11 596**	**11 791**
Self-constructed assets		-	-	-
Operational subsidies		-	-	-
Reversals of depreciation, amortisation, provisions and expense transfers[7]	2.14	2 369	1 519	1 521
Other revenue		-	-	-
TOTAL OPERATING REVENUE[2]		**13 551**	**13 114**	**13 312**
Purchases of goods (and custom duties)		-	33	-
Change in inventory (goods)		-	(33)	-
Other purchases and external expenses[6a]		12 573	12 813	13 380
Tax		515	484	501
Wages and salaries		4 301	4 195	3 930
Social security expenses		1 729	1 752	1 620
Depreciation and amortisation charges and provision on fixed assets		1 063	1 145	1 296
Impairment of current assets		102	-	-
Other expenses		126	141	121
TOTAL OPERATING EXPENSES[4]		**20 409**	**20 529**	**20 848**
OPERATING INCOME (LOSS)		**(6 858)**	**(7 415)**	**(7 536)**
Income allocated or loss transferred		77	112	107
Loss borne or income transferred			-	-
Financial income from associates[5]	2.15	231	8 030	11 554
Income from other marketable securities and receivables[5]			-	-
Other interest income[5]		1 377	2 787	1 092
Provision reversals and expense transfers		5 459	26 539	1 423
Positive foreign exchange differences		-	-	-
Net gains on the disposal of marketable securities		-	-	-
TOTAL FINANCIAL INCOME		**7 067**	**37 356**	**14 070**
Depreciation, amortisation and provision charges		17 690	39 981	8 705
Interest expense[6]		3 174	3 269	4 104
Negative foreign exchange differences		1	1	14
TOTAL FINANCE COSTS		**20 865**	**43 250**	**12 824**

INCOME STATEMENT €000 AT 31 OCTOBER	NOTES	2020	2019	2018
FINANCIAL ITEMS		**(13 798)**	**(5 894)**	**1 246**
CURRENT INCOME BEFORE TAX		**(20 579)**	**(13 198)**	**(6 183)**
Exceptional income on management transactions		143	313	21
Exceptional income on capital transactions		842	1 172	36
Provision reversals and expense transfers		-	182	-
TOTAL EXCEPTIONAL INCOME		**985**	**1 667**	**57**
Exceptional expense on management transactions		397	187	1
Exceptional expense on capital transactions		529	1 028	110
Exceptional depreciation, amortisation and provision charges		-	-	-
TOTAL EXCEPTIONAL EXPENSE		**927**	**1 215**	**111**
EXCEPTIONAL ITEMS	**2.16**	**59**	**452**	**(54)**
Employee profit-sharing				
Corporate income tax	2.17	(6 565)	(11 961)	(12 075)
TOTAL INCOME		**21 681**	**52 249**	**27 545**
TOTAL EXPENSE		**35 636**	**53 033**	**21 707**
NET PROFIT OR LOSS		**(13 954)**	**(785)**	**5 838**
[2] *Includes property rental income*		1 253	1 226	1 218
[2] *Includes operating revenue relating to prior financial years*		68	24	21
[4] *Includes operating expenses relating to prior financial years*		-	-	-
[5] *Includes income from associated entities*		1 418	9 385	12 364
[6] *Includes interest from associated entities*		694	325	277
[6a] *Includes contributions made to organisations deemed to be in the public interest*		46	22	58
[7] *Includes expense transfers*		**2 369**	**1 519**	**1 521**

>NOTES TO THE PARENT COMPANY FINANCIAL STATEMENTS

Notes to the balance sheet before appropriation for the financial year ending 31 October 2020 which totals €836,373k and the income statement for the financial year, presented in list format, showing total income of €21,681k and net loss of €13,954k.

The financial year is a 12-month period, from 1 November 2019 to 31 October 2020.

The key highlights of this financial year were as follows:

>COVID-19 HEALTH CRISIS

The 2019/2020 financial year was severely affected by the health crisis, resulting in the closure of all the group's subsidiaries – casinos, hotels, restaurants – as follows:

During the early part of the health crisis, the group's establishments were required to close their doors at midnight on Saturday 14 March following the ministerial decree declaring a lockdown in France, and were only able to partly reopen on a staggered basis as of 2 June.

Furthermore, due to the evolving nature of the crisis and a second lockdown, subsidiaries' operations were further disrupted with all establishments having to close again in October (between 9 and 29 October, depending on the

préfecture until the end of the year. *For more details, refer to Note 1 of Section 20.2.1.*

However, Groupe Partouche SA's management and the management of its subsidiaries took all the measures needed to protect companies and their staff and limit the inevitable economic consequences of this devastating and unpredictable crisis.

Applied to Groupe Partouche SA, these measures included (non-exhaustive list):

- The company's bank debt repayments were deferred by six months, then increased to 12 months, resulting in longer contractual repayment times;
- Payment of social security charges was deferred.

In addition, a €19.5m state-guaranteed loan ("*Prêt Garanti par l'état*" or PGE) was granted by the company's partner banks, improving its cash position and fully supporting the return to operations.

Furthermore, the resolution relating to Groupe Partouche SA's dividend payout was rejected at the exceptional shareholders' meeting held behind closed doors on 1 April 2020. A similar measure was taken for almost all Group subsidiaries.

In view of the above measures, its cash position and its debt structure, as described in Note 9 of Section 20.2.1, the company is not aware of any major uncertainties that could call into question the continuation of its operations.

>SAFEGUARD PLAN

In a ruling issued on 4 November 2019, the Paris Commercial Court declared the closure of Groupe Partouche SA's safeguard plan three years ahead of schedule.

>OTHER INFORMATION

- Acquisition of a 95% stake in Club Berri for €0.8m;
- Creation of La Pensée Sauvage Lifestyle and capital increase for €2.25m. A €2.25m loan was taken out with CIC to finance Groupe Partouche SA's capital contribution.
- Creation of SECNN.

The notes and tables below are an integral part of the parent company financial statements.

There were no changes to methods or presentation affecting the parent company financial statements.

1. ACCOUNTING POLICIES AND PRESENTATION

The Company's financial statements are prepared in accordance with French legislation and regulations. Accounting conventions have been applied in accordance with the provisions of the French Commercial Code and ANC Regulation 2014-03, including all amendments to date.

The main accounting policies applied are as follows:

1.1. INTANGIBLE ASSETS

Intangible assets related to software licences are written off over a period of one to four years.

A long lease charge is written off over a period of 30 years.

1.2. TANGIBLE FIXED ASSETS

Tangible fixed assets are stated in the balance sheet at their historical acquisition cost (supplemented by acquisition expenses), at their production cost or at their contribution value in respect of SIHB SA fixed assets contributed as part of the merger-renunciation agreement concluded in 1994 with retroactive effect at 1 November 1993.

The straight-line method of depreciation is used over the expected useful lives of the assets.

- Buildings: Straight-line 20 to 50 years
- Facilities and equipment: Straight-line 3 to 8 years
- Equipment, fixtures and fittings: Straight-line 5 to 10 years
- Events equipment: Straight-line 3 years
- Vehicles: Straight-line 5 years
- Office and computer equipment: Straight-line 2 to 5 years

1.3. LONG-TERM FINANCIAL INVESTMENTS

Long-term financial investments are stated in the balance sheet at acquisition cost (excluding incidental expenses) or at contribution cost.

When their inventory value falls below their gross value, a provision for impairment is established for the amount of the difference.

The inventory value of investments is based on their value-in-use or fair value.

This value can notably be determined through:

- the calculation of their net asset value in the most recent financial statements of the subsidiary that owns them, adjusted for any unrecognised unrealised capital gains (internally generated goodwill, buildings, deferred tax, etc.);
- forward-looking data such as profitability prospects.

The securities contributed by SIHB SA are valued at their contribution value at the time of the merger.

The securities contributed under the terms of the transmission universelle du patrimoine (transfer of all assets and liabilities) in Groupe de Divonne SA completed in November 2007 were acquired at their carrying amount. The same applies to the securities contributed by

means of the transmission universelle du patrimoine in respect of SAS Holding Garden Pinède and SAS Enderbury GR, which were completed in the 2017 financial year.

In accordance with ANC Regulation 2015-06, technical merger losses recognised in assets are attached to the underlying assets to which the unrealised capital gains apply.

The "Groupe de Divonne" merger loss has thus been shown under "Investment securities" since the financial year ended 31 October 2017.

1.4. RECEIVABLES

Receivables are recorded at their face value. A provision for impairment is established whenever their inventory value, based on the likelihood of their being recovered, is less than their carrying amount.

1.5. RECEIVABLES AND DEBTS DENOMINATED IN FOREIGN CURRENCIES

During the financial year, receivables in foreign currencies are translated on the basis of the exchange rate on the transaction date. At the end of the financial year, these receivables are translated on the basis of the closing rate, and the differences with respect to amounts previously accounted are recorded under "Unrealised gains or losses on foreign exchange transactions". Losses on foreign exchange are provided for under "Provisions for contingencies".

1.6. CASH AND CASH EQUIVALENTS

Marketable securities are recorded in the balance sheet at their acquisition cost.

Where the acquisition cost is greater than their net realisable value at the end of the financial year, a provision for impairment is established for the amount of the difference.

1.7. DIVIDENDS

Dividends received from foreign subsidiaries are recorded at their net amounts after any withholding taxes applicable under the relevant tax regulations.

1.8. PROVISIONS FOR CONTINGENCIES AND LOSSES

Claims have been estimated on the basis of information available at the balance sheet date.

1.9. DISTINCTION BETWEEN CURRENT PROFIT AND EXCEPTIONAL ITEMS

The "Exceptional items" income statement heading includes exceptional items resulting from ordinary activities, as well as extraordinary items. Exceptional items resulting from ordinary activities are those whose achievement is not related to the Company's ordinary course of business, either because their amounts or impact are of abnormal nature or because they very rarely occur.

2. ADDITIONAL INFORMATION IN RESPECT OF THE BALANCE SHEET AND INCOME STATEMENT (IN €000)

2.1. INTANGIBLE AND TANGIBLE FIXED ASSETS

€000 AT 31 OCTOBER 2020	GROSS VALUE OF FIXED ASSETS AT THE BEGINNING OF THE FINANCIAL YEAR	INCREASES	
		REVALUATION DURING THE FINANCIAL YEAR	ACQUISITION, CREATION, INTER-ACCOUNT TRANSFER
Setup costs, research	-	-	-
OTHER INTANGIBLE ASSETS	**5 747**	**-**	**591**
Land	7 280	-	-
Buildings on own land	11 317	-	-
Buildings on other land	2 239	-	-
Fixtures and fittings – buildings	4 949	-	-
Machinery and equipment	447	-	102
Other equipment, fixtures and fittings	1 611	-	-
Vehicles	372	-	-
Office and computer equipment, furniture	846	-	39
Fixed assets under construction	80	-	-
Advances and down payments	-	-	-
TOTAL TANGIBLE FIXED ASSETS	**29 142**	**-**	**141**
GRAND TOTAL	**34 889**	**-**	**732**

€000 AT 31 OCTOBER 2020	DECREASES		GROSS VALUE OF ASSET AT END OF FINANCIAL YEAR	LEGAL REVALUATION ORIGINAL VALUE AT END OF FINANCIAL YEAR
	BY INTER-ACCOUNT TRANSFER	BY SALE OR SCRAPPING		
Setup costs, research	-	-	-	-
OTHER INTANGIBLE ASSETS	**504**	**-**	**5 835**	**-**
Land	-	-	7 280	-
Buildings on own land	-	76	11 241	-
Buildings on other land	-	-	2 239	-
Fixtures and fittings – buildings	-	-	4 949	-
Machinery and equipment	-	2	547	-
Other equipment, fixtures and fittings	-	14	1 597	-
Vehicles	-	-	372	-
Office and computer equipment, furniture	-	-	885	-
Fixed assets under construction	15	-	65	-
Advances and down payments	-	-	-	-
TOTAL TANGIBLE FIXED ASSETS	**15**	**93**	**29 175**	**-**
GRAND TOTAL	**518**	**93**	**35 010**	**-**

As a reminder, with a view to the application of CRC Regulation 2002.10, for the year ending 31 October 2005, the Company carried out an analysis of its buildings based on three components contributing to the net carrying amount of these assets as of 31 October 2005 which breaks down as follows:

- Structures: 51%
- Fluids: 24%
- Fixtures and fittings: 25%

2.2. DEPRECIATION AND AMORTISATION

€000 AT 31 OCTOBER 2020	POSITIONS AND MOVEMENTS DURING THE FINANCIAL YEAR			
	BEGINNING OF THE FINANCIAL YEAR	APPROPRIATION DURING THE FINANCIAL YEAR	DECREASE DURING THE FINANCIAL YEAR	END OF THE FINANCIAL YEAR
Setup costs, research	-	-	-	-
OTHER INTANGIBLE ASSETS	**4 471**	**329**	**-**	**4 800**
Land	-	-	-	-
Buildings on own land	3 265	353	40	3 579
Buildings on other land	2 234	5	-	2 239
Fixtures and fittings – buildings	3 512	199	-	3 711
Machinery and equipment	355	83	2	435
Other equipment, fixtures and fittings	1 338	28	14	1 352
Vehicles	313	31	-	344
Office and computer equipment, furniture	787	35	-	822
Recoverable packaging and other	-	-	-	-
TOTAL	**11 803**	**735**	**57**	**12 481**
GRAND TOTAL	**16 274**	**1 063**	**57**	**17 281**

2.3. INVESTMENTS

€000 AT 31 OCTOBER 2020	GROSS VALUE AT BEGINNING OF THE FINANCIAL YEAR	ACQUISITION, INTER-ACCOUNT TRANSFER
Other investments	733 730	3 073
Other long-term investment securities	-	-
Loans and other long-term investments	224	216
TOTAL	**733 954**	**3 289**

€000 AT 31 OCTOBER 2020	DECREASE BY INTER-ACCOUNT TRANSFER	DECREASE BY SALE OR SCRAPPING	GROSS VALUE OF ASSET AT END OF FINANCIAL YEAR	LEGAL REVALUATION OF ORIGINAL VALUE AT FINANCIAL YEAR-END
Other investments	2 920	300	733 583	-
Other long-term investment securities	-	-	-	-
Loans and other long-term investments	6	-	434	-
TOTAL	**2 925**	**300**	**734 017**	**-**

The main movements recorded under "Other investments" were as follows:

- Increases:
  - Acquisition of a 95% stake in Club Berri, Paris for €811k;
  - Creation of La Pensée Sauvage Lifestyle and capital increase (15% stake) for a total investment of €2.25m.
  - Creation of SECNN (wholly-owned) for €10k.

2.4. PROVISIONS

- Decreases:
  - Repayments of intra-group loans granted by Groupe Partouche SA during the financial year to its subsidiaries CBM Dieppe, Casino Centre Croisette and Casino de La Roche-Posay totalled €2.9m,
  - Sale of shares in Club Partouche Paris and Club Partouche Capitale for €300k.

€000 AT 31 OCTOBER 2020	BEGINNING OF THE FINANCIAL YEAR	INCREASE / ALLOCATION	DECREASE / REVERSAL	END OF THE FINANCIAL YEAR
PROVISIONS				
For litigation	-	-	-	-
For foreign exchange losses	-	-	-	-
For tax	-	-	-	-
Other contingency and loss provisions	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**
For property and equipment	-	-	-	-
Other investments	96 887	1 065	5 311	92 641
Provisions for financial investments	-	-	-	-
Provisions for trade accounts receivable	115	102	-	217
Other provisions for impairment	136 848	16 625	147	153 325
TOTAL	**233 850**	**17 792**	**5 459**	**246 184**
GRAND TOTAL	**233 850**	**17 792**	**5 459**	**246 184**
INCLUDING:				
Operating allocations and recoveries		102	-	
Financial provision charges and reversals		17 690	5 459	
Exceptional allocations and reversals		-	-	
Movements by balance sheet accounts following the TUP		-	-	

Additions to provisions on investments totalling €1m and reversals of provisions on investments totalling €5.3m are related to the implementation of impairment charges in compliance with the methods described in paragraph 1.3 "Long-term financial investments", according to the estimated inventory value of the investments, determined in relation to their value in use or their market value.

"Other provisions for impairment" relates to:

- Current account receivables, which were provisioned in respect of the Group's subsidiaries in light of the methods described in paragraph 1.3 "Long-term financial assets" (see above). At the financial year-end, these provisions amounted to €145.5m.
- The balance of other provisions at the financial year-end concerns receivables from various third parties, including in particular:
- A receivable of €6.9m for contractually acquired goods never delivered. Legal proceedings are still in progress; for reasons of prudence, this receivable was fully impaired during prior years;
- A Jatek (foreign third party) receivable provisioned in full for €0.8m during prior years.

2.5. MATURITIES OF RECEIVABLES

€000 at 31 October 2020	GROSS AMOUNT	1 YEAR MAXIMUM	MORE THAN 1 YEAR
Receivables attached to investments	6 575	2 927	3 648
Loans	39	39	-
Other financial investments	395	-	395
Other trade receivables	459	459	-
Social security and other social benefits	3	3	-
Corporate income tax	3 736	29	3 707
VAT	966	966	-
Other receivables	7	7	-
Subsidiaries and associates	262 678	262 678	-
Sundry receivables	19 051	19 051	-
Prepaid expenses	1 151	1 151	-
GRAND TOTAL	**295 061**	**287 311**	**7 750**
Loans granted during the financial year	9	-	-
Repayment of loans during the financial year	4	-	-

2.6. MATURITIES OF DEBTS

€000 AT 31 OCTOBER 2020	GROSS AMOUNT	1 YEAR MAXIMUM	MORE THAN 1 YEAR	MORE THAN 5 YEARS
Bond	35 025	25	-	35 000
Bank loans and overdrafts	84 111	8 427	60 467	15 216
Sundry borrowings and financial liabilities	178	-	-	178
Trade accounts payable	606	606	-	-
Employee accounts payable	438	438	-	-
Social security and other social benefits	774	774	-	-
State and other public authorities:				
- VAT	1 740	1 740	-	-
- Other taxes	149	149	-	-
Liabilities to fixed asset suppliers	10	10	-	-
Subsidiaries and associates	288 585	288 585	-	-
Other liabilities	443	443	-	-
Deferred income	40	40	-	-
GRAND TOTAL	**412 098**	**301 237**	**60 467**	**50 394**
Bank loans contracted during the financial year	21 750	-	-	-
Bank loan repayments during the financial year	2 749	-	-	-10

The outstanding capital under "Bonds" and "Borrowings from credit institutions" is broken down according to the maturities in force at 31 October 2020 (*see Section 2.19 of these Notes, "Other information"*). To ensure uniformity with the presentation of the Group's consolidated financial statements (classification as non-current liabilities in view of the Group's request for a second 12-month deferral), the entire state-guaranteed loan is presented as due in more than one year. As in the consolidated financial statements, the breakdown applied reflects the Group's intention on the accounting date to repay the loan over a longer period that is still to be defined, up to a maximum of six years (i.e. no later than 5 June 2026).

Loans taken out in the course of the year correspond to a state-guaranteed loan of €19.5m and a loan of €2.25m from CIC.
Only the €2.7m syndicated loan maturing on 30 January 2020 has been repaid following the 12-month deferral of capital repayments granted by the pool of banks against the backdrop of the health crisis. (see Section 2.19 Other information, as well as Note 9.3 Financial debt in Chapter 20.2.1).

2.7. Accrued income

ACCRUED INCOME RECOGNISED IN THE FOLLOWING BALANCE SHEET ACCOUNTS €000 AT 31 OCTOBER 2020	AMOUNT
Accrued interest	12
OTHER FINANCIAL INVESTMENTS	**12**
TRADE RECEIVABLES	**0**
STATE, INCOME RECEIVABLE	**1**
Social security organisations	6
Accrued income – management fees	11 145
Accrued income – other	29
OTHER RECEIVABLES	**11 180**
BANKS – ACCRUED INTEREST	**11**
TOTAL	**11 204**

2.8. ACCRUED EXPENSES INCLUDED IN THE FOLLOWING BALANCE SHEET ITEMS

€000 AT 31 OCTOBER 2020	AMOUNT
Interest accrued on bonds	25
Accrued interest on borrowings and financial liabilities	59
Employees – paid vacation and social charges	619
Tax and social security liabilities	79
Other liabilities	385
TOTAL	**1 167**

2.9. PREPAID EXPENSES

€000 AT 31 OCTOBER 2020	AMOUNT
Prepaid operating expenses	1 151
TOTAL PREPAID EXPENSES	**1 151**

2.10. DEFERRED INCOME

€000 AT 31 OCTOBER 2020	AMOUNT
Deferred income	40
TOTAL DEFERRED INCOME	**40**

2.11. STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

€000 at 31 October 2020

EQUITY ACCOUNTS	POSITION AT 31/10/2019	APPROPRIATION OF 2019 PROFIT	POSITION AFTER APPROPRIATION	FINANCIAL YEAR MOVEMENTS	POSITION AT 31/10/2020
Share capital	192 541		192 541		192 541
Share premium account, merger reserve	23 652		23 652		23 652
Contribution reserve	46 404		46 404		46 404
Revaluation reserve	-		-		-
Legal reserve	10 033		10 033		10 033
Statutory reserve	-		-		0
Other reserves	10 841		10 841		10 841
Retained earnings	155 544	(785)	154 760		154 760
Net profit (loss) for the year	(785)	785	-	(13 954)	(13 954)
NET SHAREHOLDERS' EQUITY CARRIED FORWARD	**438 230**	**-**	**438 230**	**(13 954)**	**424 276**

2.12. BREAKDOWN OF SHARE CAPITAL

CATEGORIES OF SECURITIES	YEAR-END	NUMBER OF SHARES RETIRED DURING THE FINANCIAL YEAR	NOMINAL VALUE	TOTAL
Ordinary shares	9 627 034	-	20 €	192 540 680 €

>TREASURY SHARES

At 31 October 2020, treasury shares fell into one of two categories:

- long-term shares held since the Extraordinary Shareholders' Meeting of 10 November 2003: 1,917 treasury shares;
- shares held through the liquidity provider's CM-CIC agreement: 14,836 treasury shares. The purpose of this liquidity agreement is to foster regular and liquid trading in the Company's shares.

These treasury shares are presented under marketable securities.

The market price of Groupe Partouche shares at 31 October 2020 was €16.55.

2.13. BREAKDOWN OF NET TURNOVER

€000 AT 31 OCTOBER 2020	FRANCE	REST OF WORLD	TOTAL AMOUNT
Merchandise sales	-	-	-
Group management fees	8 533	905	9 438
Rent	1 253	-	1 253
Miscellaneous	491	-	491
TOTAL	**10 277**	**905**	**11 182**

2.14. EXPENSE TRANSFERS

€000 AT 31 OCTOBER 2020	AMOUNT
Miscellaneous operating expense transfers	2 369
TOTAL OPERATING EXPENSE TRANSFERS	**2 369**

2.15. FINANCIAL INCOME FROM ASSOCIATES

€000 AT 31 OCTOBER 2020	MONTANT
Dividends distributed by subsidiaries	110
TOTAL	**110**

No dividends have been paid out by subsidiaries apart from one company that held its shareholders' meeting before the health crisis.

2.16. BREAKDOWN OF EXCEPTIONAL ITEMS

€000 AT 31 OCTOBER 2020	EXCEPTIONAL EXPENSE	EXCEPTIONAL INCOME
Sale of investment securities and corresponding income	300	272
Disposal of tangible fixed assets and corresponding income	36	160
Litigation indemnities	409	45
Premiums / discounts on treasury shares	143	98
Additional income tax assessment and income on refund/fully consolidated subsidiary	38	75
Undeclared liabilities following the end of the safeguard plan		267
Various exceptional income and expenses for the previous period	-	68
TOTAL	**927**	**985**

2.17. BREAKDOWN OF CORPORATE INCOME TAX

€000 AT 31 OCTOBER 2020	PROFIT BEFORE TAX	TAX DUE	NET PROFIT AFTER TAX
Current profit	(20 579)	6 582	(13 997)
Exceptional profit	59	(16)	42
ACCOUNTING PROFIT	**(20 520)**	**6 565**	**(13 954)**

It should be noted that Groupe Partouche SA is head of a tax consolidation group comprising 70 subsidiaries.

2.18. FINANCIAL COMMITMENTS

>OFF BALANCE SHEET COMMITMENTS RELATED TO SUBSIDIARIES

€000 AT 31 OCTOBER 2020	
COMMITMENTS GIVEN	**AMOUNT**
Sureties and deposits	-
TOTAL	**-**
COMMITMENTS RECEIVED	**AMOUNT**
Clawback commitments	40 759
TOTAL	**40 759**

>OFF BALANCE SHEET COMMITMENTS RELATED TO FINANCING

€000 AT 31 OCTOBER 2020	
COMMITMENTS GIVEN	**AMOUNT**
Guaranteed bank debt	-
TOTAL	**-**
COMMITMENTS RECEIVED	**AMOUNT**
Other commitments received	6 563
TOTAL	**6 563**

>OFF BALANCE SHEET COMMITMENTS RELATED TO BUSINESS ACTIVITY

€000 AT 31 OCTOBER 2020	
COMMITMENTS GIVEN	**AMOUNT**
Sureties and deposits*	41 505
Retirement indemnities	152
Operating lease contract	13 135
Other commitments given	5 320
TOTAL	**60 112**
COMMITMENTS RECEIVED	**AMOUNT**
Sureties and deposits	95
Operating lease contract	4 926
Other commitments received	406
TOTAL	**5 427**

** Includes a €13.6m commitment in connection with the outstanding capital due on 31 October 2020 under the lease entered into by SCI Pietra Pornic, a €5.7m commitment in respect of the principal amount outstanding on the medium-term borrowing taken out by Partouche Immobilier, joint and several guarantees to secure the loans (€17.7m) and leases (€2.7m) taken out by the subsidiaries, as well as €1.8m granted as commitments to continue to lease under various contracts entered into by the subsidiaries..*

2.19. OTHER INFORMATION

2.19.1. BANK REFINANCING

Borrowings, which were taken out at the end of the financial year ended 31 October 2019 to refinance all bank debt, consist of a bond and a syndicated loan.

1 – BOND

This consists of 350 bonds with a unit value of €100,000 each corresponding to a total amount of €35m.

The bond has a fixed annual interest rate, payable in arrears on an annual basis on 24 October of each year and for the first time on 24 October 2020.

It will be reimbursed at the end of the term on 24 October 2026 at its par value..

The bond has no guarantees and the commitments made are similar to those made under the new syndicated loan (see below), as the two loans are closely linked.

The amount of interest paid in respect of the bond over the financial year ended 31 October 2020 was €1.3m.

2 - SYNDICATED LOAN

A syndicated loan was taken out for a total amount of €80m at end October 2019. It includes a €65m refinancing loan and a €15m revolving credit facility. The initial final repayment date for both these facilities is 18 October 2025 (before amendments as a result of the health crisis).

2.1 - REFINANCING LOAN OF €65M

In view of the repayment made on 30 January 2020 and the deferral of four quarterly instalments granted by amendment no. 1 on 19 October 2020 (see Note 9.3 Financial debt of Section 20.2.1), the principal amount outstanding at 31 October 2020 was €62.3m.

The new terms and conditions of repayment are as follows:

>REPAYMENT SCHEDULE (€000):

MATURITY DATES	PRINCIPAL AMOUNT OUTSTANDING BEFORE REPAYMENT	REPAYMENT	PRINCIPAL AMOUNT OUTSTANDING AFTER REPAYMENT
30/10/2020	62 292	0	62 292
30/01/2021	62 292	0	62 292
29/04/2021	62 292	2 708	59 583
30/07/2021	59 583	2 708	56 875
30/10/2021	56 875	2 708	54 167
30/01/2022	54 167	2 708	51 458
29/04/2022	51 458	2 708	48 750
30/07/2022	48 750	2 708	46 042
30/10/2022	46 042	2 708	43 333
30/01/2023	43 333	2 708	40 625
29/04/2023	40 625	2 708	37 917
30/07/2023	37 917	2 708	35 208
30/10/2023	35 208	2 708	32 500
30/01/2024	32 500	2 708	29 792
30/04/2024	29 792	2 708	27 083
30/07/2024	27 083	2 708	24 375
30/10/2024	24 375	2 708	21 667
30/01/2025	21 667	2 708	18 958
29/04/2025	18 958	2 708	16 250

MATURITY DATES	PRINCIPAL AMOUNT OUTSTANDING BEFORE REPAYMENT	REPAYMENT	PRINCIPAL AMOUNT OUTSTANDING AFTER REPAYMENT
30/07/2025	16 250	2 708	13 542
31/10/2025	13 542	2 708	10 833
31/01/2026	10 833	2 708	8 125
30/04/2026	8 125	2 708	5 417
18/07/2026	5 417	5 417	-

2.2 - REVOLVING CREDIT FACILITY OF €15M

The €15m revolving credit facility had not been drawn at 31 October 2020.

The outstanding principal amount of the refinancing loan and the revolving credit facility will yield interest at an annual rate corresponding to (i) the 3-month Euribor (or any other term agreed upon with the agent), (ii) the applicable margin, and (iii) any applicable mandatory costs. Interest will be payable in arrears.

A non-drawdown fee in connection with the revolving credit facility was applied at a rate of 0.375%, payable quarterly in arrears.

No collateral was agreed to in the terms of this syndicated loan. Furthermore, the loan contract provides for the reporting obligations of the lenders, the semi-annual obligation to maintain the "leverage ratio" (net consolidated debt / consolidated EBITDA) below 2.50 as well as standard commitments for loan contracts of this type.

2.19.2 STATE-GUARANTEED LOAN (PGE)

A €19.5m state-guaranteed loan ("*Prêt Garanti par l'État*" or PGE) was granted by the Group's partner banks. Details about the treatment and terms of this loan are provided in Note 9.3 of Section 20.2.1.

2.19.3 CIC LOAN FOR LA PENSéE SAUVAGE

A €2.25m loan was granted by CIC in January 2020 for the purpose of Groupe Partouche's capital contribution to LA PENSéE SAUVAGE LIFESTYLE. The loan is to be repaid in 28 quarterly instalments of €84.8k including interest at a fixed rate. The first repayment was scheduled for 30 April 2020 and the last repayment for 31 January 2027.

In an amendment dated 25 September 2020, it was agreed that the first four quarterly instalments would be deferred until the end of the contract, with the last repayment made on 31 January 2028.

As no repayments were made during the financial year, the principal amount outstanding as at 31 October 2020 was €2.25 million.

2.19.4 LOANS TO SUBSIDIARIES

Loans were granted by Groupe Partouche SA to its subsidiaries Casino Cannes Centre Croisette (€5.8m on 6 October 2017), CBM Dieppe (€3m on 8 December 2017) and La Roche-Posay casino (€5.2m on 12 June 2018), in order to finance their renovation work.

The interest rate on these loans is as follows: 3-month Euribor plus 1.48%;

The repayment schedule of subsidiaries to Groupe Partouche is as follows:

(€K)	LOANS
Less than 1 year	2 914
2 to 5 years	3 648
More than 5 years	-
TOTAL	**6 562**

2.20. AVERAGE WORKFORCE

AT 31 OCTOBER 2020	STAFF
Executives	20
Other employees	20
TOTAL	**40**

2.21. REMUNERATION AWARDED TO THE EXECUTIVE AND SUPERVISORY BODIES

This remuneration (before attendance fees) totalled €2,032,344, broken down as follows:

- remuneration allocated to the members of the Supervisory Board: €710,250;
- remuneration allocated to the members of the Executive Board: €1,322,094.

The shareholders voted at the Combined Shareholders' Meeting of 1 April 2020 to set the total amount of directors' fees allocated to the Supervisory Board at €125,000. At 31 October 2020, this amount had been paid.

2.22. COMMITMENTS FOR PENSIONS AND OTHER RETIREMENT COSTS

Due to their insignificant amount, no provisions were established in respect of pensions and other retirement costs.

2.23. DEFERRED TAX

€000 AT 31 OCTOBER 2020	AMOUNT
Tax to be paid on:	
Pre-deducted expenses	-
Prepaid tax on:	
Temporarily non-deductible expenses (to be deducted in the following financial year)	4
Taxed revenue to be deducted at a later date	4
Net deferred tax	8

2.24. POST-BALANCE SHEET EVENTS

The Group's establishments were shut down for a second time in October, prompting it to do all it could to protect its establishments and limit the inevitable economic consequences of this devastating and unpredictable crisis. This included in particular requesting another state-guaranteed loan and using the support mechanisms put by place by the French government, such as the employee furlough scheme, exemption from social security charges and the Solidarity Fund.

3. LIST OF SUBSIDIARIES AND INVESTMENTS AT 31 OCTOBER 2020

>€000

NAME	REGISTERED OFFICE	CAPITAL	EQUITY*	% HELD	DIVIDENDS RECEIVED
SUBSIDIARIES (OVER 50%)					
Cie EUROPÉENNE DE CASINOS	PARIS	24 813	24 813	100,00 %	-
HÔTEL COSMOS	CONTREXÉVILLE	50	(5 011)	100,00 %	-
SOC EXPLOIT° CASINO ET HÔTELS CONTREXÉVILLE	CONTREXÉVILLE	75	75	100,00 %	-
SOCIÉTÉ DU CASINO DE ST-AMAND-LES-EAUX	ST-AMAND LES-EAUX	17 786	42 120	100,00 %	-
SOCIÉTÉ DU GRAND CASINO DE CABOURG	CABOURG	300	1 334	100,00 %	-
SOCIÉTÉ TOURISTIQUE DE LA TRINITÉ	PARIS	38	(2 124)	100,00 %	-
JEAN METZ	BERCK-SUR-MER	80	(311)	100,00 %	-
NUMA	PARIS	80	319	100,00 %	-
GRAND CASINO DE LYON	LYON	750	11 202	100,00 %	-
SOCIÉTÉ DU CASINO ET DES BAINS DE MER	DIEPPE	396	(1 404)	100,00 %	-
SOCIÉTÉ FONCIÈRE DE VITTEL ET CONTREXÉVILLE	CONTREXÉVILLE	50	202	100,00 %	100
GRAND CASINO DU HAVRE	LE HAVRE	150	(4 917)	100,00 %	-
SCI LES THERMES	AIX EN PROVENCE	150	4 056	99,99%	-
SCI DE LA RUE ROYALE	PARIS	134	219	99,99%	-
CASINO CENTRE CROISETTE	CANNES	38	(4 478)	100,00 %	-
GROUPE PARTOUCHE INTERNATIONAL	BRUXELLES	144	(31 475)	99,90%	-
SATHEL	LA TOUR DE SALVAGNY	323	28 433	99,86%	-
CASINO DES 4 SAISONS	TOUQUET	392	(300)	99,53%	-
HOLDING IMMOBILIÈRE DE LYON	LYON	300	2 299	97,25%	-
LE TOUQUET'S	CALAIS	92	1 908	90,10%	-
ÉLYSÉE PALACE EXPANSION	PARIS	40	(1 156)	79,68%	-

	GROSS VALUE OF SHARES	NET	GROSS VALUE OF LOANS AND ADVANCES	GUARANTEES	TURNOVER	NET PROFIT (LOSS)
	316 504	316 504	-	-	382	(1 538)
	50	-	5 681	-	724	(446)
	633	4 840	713	-	2 337	49
	18 371	18 371	-	-	18 397	2 932
	2 769	2 769	-	-	4 767	(3)
	4 476	-	4 438	-	-	157
	3 025	3 025	1 396	-	1 396	(212)
	3 458	319	-	-	-	(60)
	20 000	20 000	-	-	12 662	2 596
	4 611	4 611	4 321	-	5 456	(628)
	50	50	672	-	303	120
	9 450	9 450	5 801	-	8 321	(2 504)
	-	-	4 672	-	1 517	34
	534	534	-	-	153	99
	58 856	-	8 394	-	4095	(4 230)
	153	-	37 599	-	-	(108)
	93 513	93 513	-	-	16 923	1 570
	5 593	4 587	1 227	-	2 707	(1 601)
	4 207	4 207	-	-	553	256
	4 668	4 668	-	-	2 906	277
	1 308	-	4 487	-	-	(9)

NAME	REGISTERED OFFICE	CAPITAL	EQUITY*	% HELD	DIVIDENDS RECEIVED	
SUBSIDIARIES (OVER 50%)						
ÉLYSÉE PALACE HÔTEL	PARIS	40	(1 152)	79,68%	-	
SOC CHEMINS FER ET HÔTELS MONTAGNE PYRÉNÉES	PARIS	701	1 488	76,63%	-	
CASINO DE LA TREMBLADE	LA TREMBLADE	39	686	99,89%	-	
FORGES THERMAL	FORGES-LES-EAUX	15 600	25 552	60,38%	-	
TTH DIVONNE	DIVONNE -LES-BAINS	2 442	32 109	98,71%	-	
CASINO D'ANNEMASSE – SGCA	ANNEMASSE	200	13 768	100,00 %	-	
CLUB BERRI	PARIS	30	(1 278)	95,00%	-	
CASINO DE CRANS-MONTANA	CRANS-MONTANA (SUISSE)	4 674	8 742	57,00%	-	
PARTOUCHE INTERACTIVE	PARIS	370	(57 807)	100,00 %	-	
SCI PIETRA SAINT-AMAND	PARIS	152	255	99,00%	-	
PARTOUCHE IMMOBILIER	PARIS	12 000	17 614	100,00 %	-	
SCI PIETRA PORNIC	PARIS	100	1 021	100,00%	-	
PARTOUCHE SPECTACLES & ÉVÈNEMENTS	PARIS	37	(1 748)	100,00%	-	
SEGR – LE LAURENT	PARIS	842	(4 431)	100,00 %	-	
SECNN	PARIS	10	6	100,00%	-	
SCI HOTEL GARDEN PINEDE	PARIS	2	(18)	99,00%	-	
3.14 GREEN	PARIS	100	(375)	100,00%	-	
CENTRE FORMATION PROFESSIONNEL CASINOS	PARIS	8	25	100,00%	-	
CASINOS DE VICHY (société en liquidation judiciaire)	VICHY	-	-	-	-	
GRAND CASINO DE BEAULIEU (société en liquidation judiciaire)	BEAULIEU	-	-	-	-	

	GROSS VALUE OF SHARES	NET	GROSS VALUE OF LOANS AND ADVANCES	GUARANTEES	TURNOVER	NET PROFIT (LOSS)
	1 240	-	658	-	-	(5)
	602	602	-	-	-	(7)
	1 488	1 488	-	-	1 635	(139)
	11 837	11 837	-	-	18 825	(94)
	62 182	62 182	-	-	18 489	2 756
	41 098	41 098	-	-	8 642	1 525
	811	811	2 336	-	196	(433)
	5 776	5 776	-	-	7 616	687
	9 706	-	59 085	-	-	(2 649)
	151	151	38	-	46	34
	12 600	12 600	7 341	-	3 481	356
	2100	2100	1	-	899	(430)
	2 354	-	1 855	-	79	(381)
	4300	-	4 455	-	2 688	(1502)
	10	10	-	-	-	(4)
	2	2	-	-	-	(1)
	100	100	610	-	-	(12)
	702	25	70	-	237	5
	371	-	18 329	-	-	-
	152	-	8 276	-	-	-

NAME	REGISTERED OFFICE	CAPITAL	EQUITY*	% HELD	DIVIDENDS RECEIVED
INVESTMENTS (10 - 50%)					
SOCIÉTÉ DU CASINO MUNICIPAL D'AIX THERMAL	AIX-EN PROVENCE	2 160	(12 405)	38,63%	-
SOCIETAT DE L'OCI DELS PYRENEUS	ESCALDES ENGORDANY	38	NC	33,00%	-
BASTIDE II RICH TAVERN	MONTPELLIER	46	NC	25,00%	-
PALAVAS INVESTISSEMENT	PALAVAS-LES-FLOTS	8	416	10,00%	-
LA PENSEE SAUVAGE LIFESTYLE	PARIS	15 000	14 820	15,00%	-
CIE DE LOISIRS DES PORTES DE GENÈVE	SAINT-JULIEN -EN-GENEVOIS	11 783	-	18,00%	-
SUD CONCERTS	MARSEILLE	61	83	39,83%	-
OTHER SECURITIES					
CASINO DE PALAVAS	PALAVAS -LES-FLOTS	330	1 453	9,09%	-
CASINO MUNICIPAL DE ROYAT	ROYAT	240	2 015	1,91%	-
EDEN BEACH CASINO	JUAN-LES-PINS	1 056	5 269	1,44%	-
SCI TREMBLADE	LA TREMBLADE	1	334	1,00%	-
SEMTEE	ESCALDES ENGORDANY	29 403	-	0,61%	-
SOCIÉTÉ THERMALE DE PLOMBIÈRES-LES-BAINS	PLOMBIÈRES -LES-BAINS	38	NC	0,00%	-
CASINO LE LION BLANC	ST GALMIER	240	447	0,16%	-
PLEIN AIR CASINO	LA CIOTAT	200	913	0,02%	-
CASINO LE MIAMI	ANDERNOS	268	281	0,00%	-
SCI LUNA JUAN	PARIS	3 400	3 112	2,94%	-
SCI DE L'ARVE	ANNEMASSE	381	1 677	0,04%	-

** Equity: this includes share capital, reserves and retained earnings, net profit for the financial year, investment subsidies and regulated provisions.*

	GROSS VALUE OF SHARES	NET	GROSS VALUE OF LOANS AND ADVANCES	GUARANTEES	TURNOVER	NET PROFIT (LOSS)
	2 780	2 780	35 645	-	17 106	(7 449)
	13	-	51	-	NC	NC
	46	-	-	-	NC	NC
	122	122	-	-	228	204
	2 250	2 250	226	-	100	(180)
	2 224	2 224	-	-	-	-
	71	71	510	-	7 882	12
	183	183	-	-	5 564	385
	73	73	777	-	5 493	468
	155	155	12 463	-	3 637	(972)
	-	-	392	-	341	184
	181	181	-	-	-	-
	2	-	-	-	NC	NC
	-	-	-	-	4 349	(56)
	1	1	1 723	-	8 648	(1 086)
	-	-	354	-	2 396	(169)
	100	100	-	-	338	64
	-	-	-	-	969	575

4. CAPITAL GAINS ON WHICH TAX HAS BEEN DEFERRED (€000)

Contributing company: SIHB, company absorbed by Compagnie Fermière des Eaux (now Groupe Partouche)

Beneficiary company: Groupe Partouche - 141 bis rue de Saussure - 75017 Paris - France

Type of operation: Merger

Date of the operation: Extraordinary Shareholders' Meeting of 29 July 1994 which authorised the merger with retroactive effect as of 1 November 1993

>CAPITAL GAINS ON NON-DEPRECIABLE ASSETS

LAND

ITEM	TAX AND BOOK VALUE	CONTRIBUTION VALUE	CAPITAL GAINS CARRIED FORWARD FOR TAX PURPOSES
Falaise	1	-	(1)

>INVESTMENTS IN ASSOCIATES

NAME	NUMBER OF SHARES	TAX AND BOOK VALUE	CONTRIBUTION VALUE	CAPITAL GAINS CARRIED FORWARD FOR TAX PURPOSES
SAS CASINO DES 4 SAISONS 26 rue St-Jean 62520 Le Touquet	22 050	1 210	5 488	4 278
SA EDEN BEACH CASINO Boulevard Edouard Baudouin 06160 Juan-les-Pins	924	305	155	-150
SA FORGES THERMAL Avenue des Sources 76440 Forges-les-Eaux	6 210	2 310	9 072	6 762
SAS JEAN METZ Avenue du Général de Gaulle 62600 Berck-sur-Mer	992	27	3 025	2 998
SAS NUMA 141 bis rue de Saussure 75017 Paris	4 930	113	3 457	3 344
SAS CASINO ET BAINS DE MER DIEPPE Boulevard de Verdun 76200 Dieppe	4 600	991	3 825	2 834
SA SATHEL 200 avenue du Casino 69890 La Tour de Salvagny	10 008	10 965	29 104	18 139
SAS LE TOUQUET'S 59 rue Royale 62100 Calais	1 801	210	4 668	4 458
SUBTOTAL		**16 131**	**58 794**	**42 663**

>RECEIVABLES

ITEM	TAX AND BOOK VALUE	CONTRIBUTION VALUE	CAPITAL GAINS CARRIED FORWARD FOR TAX PURPOSES
JATEK	778	778	-

>CAPITAL GAINS ON DEPRECIABLE ASSETS*

BUILDINGS

ITEM	TAX AND BOOK VALUE	CONTRIBUTION VALUE	CAPITAL GAINS CARRIED FORWARD FOR TAX PURPOSES
Cave Granville	0	1	1
Subtotal	0	1	1
TOTAL	**16 910**	**59 573**	**42 663**

** Capital gains on depreciable assets have been recognised.*

5. CAPITAL GAINS ON WHICH TAX HAS BEEN DEFERRED (€000)

Contributing company: Groupe de Divonne SA - 141 bis rue de Saussure – 75017 Paris - France

Beneficiary company: Groupe Partouche - 141 bis rue de Saussure - 75017 Paris - France

Type of operation: *Transmission universelle de patrimoine*

Date of the operation: 02/11/2007

>CAPITAL GAINS ON NON-DEPRECIABLE ASSETS

NON-DEPRECIABLE ASSETS	BOOK TAX VALUE	BOOK VALUE	BALANCING AMOUNT RECEIVED	BALANCING AMOUNT TAXED	EXCHANGE OR CONTRIBUTION VALUE
Internally generated goodwill					
Other intangible assets					
Land					
Investments in associates	40 368	112 066			112 066
Other financial investments – Loan of securities	15	15			15

>CAPITAL GAINS ON DEPRECIABLE ASSETS

DEPRECIABLE ASSETS	REINTEGRATION PERIOD	AMOUNT NET OF CAPITAL GAINS REALISED	AMOUNT PREVIOUSLY REINTEGRATED	AMOUNT AS A PROPORTION OF NET PROFIT FOR THE FINANCIAL YEAR	AMOUNT REMAINING TO BE REINTEGRATED
Patents					
Other intangible rights					
Land used for business operations			NONE		
Buildings					
Machinery and equipment					
Other tangible fixed assets					

6. CAPITAL GAINS ON WHICH TAX HAS BEEN DEFERRED (€000)

Contributing company: Holding Garden Pinède SAS - 141 bis rue de Saussure – 75017 Paris - France

Beneficiary company: Groupe Partouche - 141 bis rue de Saussure - 75017 Paris - France

Type of operation: *Transmission universelle de patrimoine*

Date of the operation: 26/12/2016

>CAPITAL GAINS ON NON-DEPRECIABLE ASSETS

NON-DEPRECIABLE ASSETS	TAX VALUE	BOOK VALUE	BALANCING AMOUNT RECEIVED	BALANCING AMOUNT TAXED	EXCHANGE OR CONTRIBUTION VALUE
Internally generated goodwill					
Other intangible assets					
Land					
Investments in associates	2	2			2
Other financial investments – Loan of securities					

>CAPITAL GAINS ON DEPRECIABLE ASSETS

DEPRECIABLE ASSETS	REINTEGRATION PERIOD	AMOUNT NET OF CAPITAL GAINS REALISED	AMOUNT PREVIOUSLY REINTEGRATED	AMOUNT AS A PROPORTION OF NET PROFIT FOR THE FINANCIAL YEAR	AMOUNT REMAINING TO BE REINTEGRATED
Patents					
Other intangible rights					
Land used for business operations			NONE		
Buildings					
Machinery and equipment					
Other tangible fixed assets					

7. CAPITAL GAINS ON WHICH TAX HAS BEEN DEFERRED (€000)

Contributing company: Enderbury GR SAS - 141 bis rue de Saussure – 75017 Paris - France

Beneficiary company: Groupe Partouche - 141 bis rue de Saussure - 75017 Paris - France

Type of operation: *Transmission universelle de patrimoine*

Date of the operation: 25/10/2017

>CAPITAL GAINS ON NON-DEPRECIABLE ASSETS

NON-DEPRECIABLE ASSETS	TAX VALUE	BOOK VALUE	BALANCING AMOUNT RECEIVED	BALANCING AMOUNT TAXED	EXCHANGE OR CONTRIBUTION VALUE
Internally generated goodwill					
Other intangible assets					
Land					
Investments in associates	4 300	4 300			4 300
Other financial investments – Loan of securities					

>CAPITAL GAINS ON DEPRECIABLE ASSETS

DEPRECIABLE ASSETS	REINTEGRATION PERIOD	AMOUNT NET OF CAPITAL GAINS REALISED	AMOUNT PREVIOUSLY REINTEGRATED	AMOUNT AS A PROPORTION OF NET PROFIT FOR THE FINANCIAL YEAR	AMOUNT REMAINING TO BE REINTEGRATED
Patents					
Other intangible rights					
Land used for business operations			NONE		
Buildings					
Machinery and equipment					
Other tangible fixed assets					

8. RESULTS OF THE LAST FIVE FINANCIAL YEARS (EXPRESSED IN EUROS)

INDICATION	FINANCIAL YEAR ENDED 31/10/2016 (12 MONTHS)	FINANCIAL YEAR ENDED 31/10/2017 (12 MONTHS)	FINANCIAL YEAR ENDED 31/10/2018 (12 MONTHS)	FINANCIAL YEAR ENDED 31/10/2019 (12 MONTHS)	FINANCIAL YEAR ENDED 31/10/2020 (12 MONTHS) BEFORE APPROVAL AT SHAREHOLDERS' MEETING
I- SHARE CAPITAL AT THE END OF THE FINANCIAL YEAR					
Share capital	193 631 200	192 540 680	192 540 680	192 540 680	192 540 680
Number of existing ordinary shares	9 681 560	9 627 034	9 627 034	9 627 034	9 627 034
Number of preference shares	-	-	-	-	-
(without voting rights) outstanding	-	-	-	-	-
Maximum number of shares that may be created in the future	-	-	-	-	-
By conversion of bonds	-	-	-	-	-
By exercising share subscription options	-	-	-	-	-
II- RESULTS FOR THE FINANCIAL YEAR					
Turnover excluding tax	10 943 046	11 250 558	11 790 948	11 595 601	11 182 203
Profit before tax, employee profit-sharing, depreciation, amortisation and provisions	1 401 613	-84 830 598	2 341 255	1 659 514	-7 122 943
Corporate income tax	-11 263 808	-12 187 177	-12 075 264	-11 961 495	-6 565 455
Employee profit-sharing for the financial year	-	-	-	-	-
Depreciation, amortisation and provision charges	11 693 241	-72 809 077	8 578 042	14 405 557	13 396 845
Net profit	972 181	165 655	5 838 477	-784 548	-13 954 333
Distributed profit	-	3 001 284	-	-	-
III- EARNINGS PER SHARE					
Profit after tax and employee profit-sharing, but before depreciation, amortisation and provisions	1,31	-7,55	1,50	1,41	-0,06
Profit after tax, employee profit-sharing, depreciation, amortisation and provisions	0,10	0,02	0,61	-0,08	-1,45
Dividend per share	0,00	0,31	0,00	0,00	0,00
IV- EMPLOYEES					
Average workforce employed during the financial year	44	45	43	42	40
Payroll for the financial year	3 808 042	4 011 178	3 929 714	4 195 179	4 300 908
Employee-related benefits paid for the financial year	1 545 647	1 655 172	1 619 674	1 751 657	1 728 995

20.3 >VERIFICATION OF HISTORICAL ANNUAL FINANCIAL INFORMATION

20.3.1 >STATUTORY AUDITORS' REPORTS

STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

FINANCIAL YEAR ENDED 31 OCTOBER 2020

To the shareholders of Groupe Partouche SA,

>OPINION

In accordance with our engagement by your shareholders as Statutory Auditors, we have audited the consolidated financial statements of Groupe Partouche SA for the year ended 31 October 2020, as appended hereto.

In accordance with IFRS as adopted by the European Union, we hereby certify that the consolidated financial statements give a true and fair view of the results of the operations of the group of persons and entities included in the scope of consolidation for the financial year under review, as well as its financial position and its assets and liabilities at the financial year-end.

The opinion set out above is consistent with the content of our report to the Audit Committee.

>BASIS OF OUR OPINION

AUDIT STANDARDS

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

The responsibilities that fall to us under these standards are indicated in the section of this report titled "Statutory Auditors' responsibilities in relation to the audit of the consolidated financial statements".

INDEPENDENCE

We performed our audit, in compliance with independence rules required by the French Commercial Code and by the code of ethics adopted by the statutory audit industry, over the period from 1 November 2019 to the date on which we issued our report. In particular, we provided no services prohibited by the first paragraph of Article 5 of Regulation (EU) No. 537/2014.

>OBSERVATIONS

Without calling into question the above opinion, we draw your attention to the following points, explained in the notes to the consolidated financial statements, concerning:

- the paragraphs "Covid-19 health crisis" in Note 1 "Key events during the financial year" and Note 16 "Post-balance sheet events": the effects of the health crisis and the measures taken in this situation on the company's consolidated financial statements and the Group's operations;
- the paragraphs "First-time application of IFRS 16 Leases" in Note 1 "Key events during the financial year" and Note 2 "Accounting policies": the impact on the consolidated financial statements of IFRS 16 "Leases", applicable to Groupe Partouche SA as of 1 November 2019.

>JUSTIFICATION OF ASSESSMENTS AND KEY AUDIT MATTERS

The global crisis relating to the Covid-19 pandemic has created specific conditions for the preparation and auditing of this year's financial statements. The crisis and the exceptional measures taken within the framework of the public health emergency have multiple consequences for businesses, in particular their operations and financing, as well as creating greater uncertainty about the future. Some of these measures, such as travel restrictions and working from home, have also affected how businesses are organised internally and how audits are performed.

In light of this complex, evolving situation, and pursuant to Articles L.823-9 and R.823-7 of the French Commercial Code on the justification of our assessments, we hereby report on the key audit matters in relation to those risks of material misstatement which, in our professional judgment, were greatest for the audit of the consolidated financial statements, as well as on our responses to those risks.

These assessments were made in the context of our audit of the consolidated financial statements taken as a whole and the formation of our opinion set out above. We have no opinion to express on items in these consolidated financial statements taken individually.

IDENTIFIED KEY AUDIT MATTER: MEASUREMENT OF GOODWILL

Risks identified

In the course of its development, the Group has entered into targeted external growth transactions and recognised goodwill on a number of occasions..

At 31 October 2020, this goodwill totalled €228,099 thousand (equating to 29% of consolidated balance sheet assets at that date).

Goodwill has been allocated to groups of cash-generating units (CGUs) within those businesses into which the acquired companies were integrated, and mainly corresponds to casino operations, as indicated in Notes 6.1 and 6.2 to the consolidated financial statements.

These notes also explain that management carries out annual checks to ensure that the carrying amount of goodwill does not exceed its recoverable amount, and that there is no risk of impairment.

We consider the measurement of goodwill to constitute a key audit matter, given:

- the significance of goodwill within the consolidated financial statements;
- the method used to determine the carrying amount of goodwill, based on forecast discounted future cash flows or the fair value of the CGU, requiring the use of assumptions, estimates and assessments by management, as indicated in Notes 6.1 and 6.2 to the consolidated financial statements;
- that any unfavourable change in those assumptions, estimates and assessments is liable to alter the recoverable amount of goodwill and lead to the recognition of an impairment loss, particularly given the ongoing public health crisis.

Audit procedures followed in light of the risks identified

We obtained details of impairment tests carried out by management and reviewed the methodology used, the procedures used to carry out the tests and their compliance with accounting standards in force.

We have assured ourselves that management adopted a suitable approach in the light of the health crisis and factored the resulting risks into the tests.

We assessed the reasonableness of assumptions used to determine recoverable amounts, and in particular, future cash flows in conjunction with underlying operational data and with the assumptions made in light of the public health crisis. We also assessed the consistency of cash flow forecasts with past performance, the economic environment and the market outlook.

With the help of experts, we assessed the discount rate used, including its various components, as well as the long-term growth rate applied to future cash flows.

We obtained and reviewed sensitivity analyses carried out by management, the scope of which was extended in order to factor in the additional uncertainty as regards the effects of the health crisis over time.

Lastly, we also verified the appropriateness of information provided in the notes to the consolidated financial statements.

IDENTIFIED KEY AUDIT MATTER: VALUATION OF RIGHTS OF USE AND LEASE LIABILITIES RECOGNISED AT THE START OF THE FINANCIAL YEAR ON THE FIRST-TIME APPLICATION OF IFRS 16 "LEASES"

Risks identified

The Group has applied the new IFRS 16 standard on leases since 1 November 2019.

According to this standard, a contract is a lease contract, or contains a lease component, if it gives the right to control use of an identified asset for a certain period in exchange for payment. Assets corresponding to this definition are recognised in the lessee's consolidated balance sheet in the form of a right of use of the asset and a lease liability in respect of rents to be paid under liabilities.

The Group applied the "simplified retrospective" approach for the first-time application of the standard. According to this approach, the financial statements to 31 October 2019 have not been adjusted and the impact of the first-time application of the standard has been recognised in the consolidated balance sheet as at 1 November 2019.

The first-time application of IFRS 16 resulted in particular in the recognition as at 1 November 2019 of rights of use in the amount of €55.3m and lease liabilities of €54.3m (excluding previously adjusted contracts in accordance with IAS 17 "Leases").

All the transition options applied by the Group are described in Note 2.1.2 "First-time application of IFRS 16 – Leases" of the notes to the consolidated financial statements.

The first-time application of IFRS 16 "Leases" is one of the key points of our audit, as estimating the impact to be recognised on the date of transition implies management applying significant judgements and estimates in different areas, in particular determining the term of lease contracts, and the discount rate to be used.

Audit procedures followed in light of the risks identified

We have familiarised ourselves with the procedure, information systems and key controls implemented by the Group relating to the process for collecting information relating to lease contracts and accounting for these contracts in order to assess whether the transition approach makes it possible to identify all contracts that may include a lease component. We have checked whether the methodology used complies with the recommendations of IFRS 16 and assessed the reasonableness of the main assumptions made.

Our work also consisted of:

- performing sample tests of the design and effectiveness of general IT and operating procedures and controls in place;
- assessing the relevance of criteria and assumptions applied to determine lease terms on the basis of samples;
- corroborating, on a test basis, the information used to calculate rights of use and lease obligations with the underlying contractual documents;
- recalculating, using sampling, rights of use and lease liabilities relating to material contracts on the basis of information obtained from the IT tool used by the Group.

We have also assessed the appropriateness of the information provided in Note 2.1.2 "First-time application of IFRS 16 – Leases" of the notes to the consolidated financial statements.

>SPECIFIC CHECKS

We also performed the specific procedures in accordance with professional standards applicable in France and required by law and regulations in relation to the information about the Group provided in the Executive Board's management report.

We have no matters to report as to its fair presentation and consistency with the consolidated financial statements.

We confirm that the consolidated statement of non-financial performance provided for by Article L.225-102-1 of the French Commercial Code is included in the information about the Group given in the Management Report. In accordance with the provisions of Article L.823-10 of that code, we have checked neither the truthfulness of the information contained in that statement nor its consistency with the consolidated financial statements; that information must be the subject of a report by an independent third party.

>OTHER VERIFICATIONS OR INFORMATION REQUIRED BY APPLICABLE LAWS AND REGULATIONS

APPOINTMENT OF STATUTORY AUDITORS

We were appointed Statutory Auditors of Groupe Partouche at the Shareholders' Meetings of 24 April 2007 (MCR Walter France) and 20 April 2010 (France Audit Expertise).

At 31 October 2020, MCR Walter France was in its 14th year of uninterrupted service, while France Audit Expertise was in its 11th year.

>RESPONSIBILITIES OF MANAGEMENT AND INDIVIDUALS CHARGED WITH CORPORATE GOVERNANCE WITH REGARD TO THE CONSOLIDATED FINANCIAL STATEMENTS

It is management's responsibility to draw up consolidated financial statements that provide a true and fair view in accordance with IFRS as adopted in the European Union, and to put in place the internal control arrangements it deems necessary for the preparation of consolidated financial statements free of material misstatement, whether the latter are the result of fraud or error.

When preparing the consolidated financial statements, it falls to management to assess the company's ability to continue to operate, to set out in the financial statements, as the case may be, the necessary information on business continuity and to apply the going concern basis of accounting, unless it is planned to wind up the company or cease operations.

It is the Audit Committee's responsibility to monitor the process of preparing financial information and the effectiveness of internal control, risk management and, as the case may be, internal audit systems, as regards procedures relating to the preparation and processing of accounting and financial information.

The consolidated financial statements were approved for publication by the Executive Board.

>STATUTORY AUDITORS' RESPONSIBILITIES IN RELATION TO THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

AUDIT OBJECTIVE AND APPROACH

It is our responsibility to prepare a report on the consolidated financial statements. Our goal is to obtain reasonable assurance that the consolidated financial statements taken as a whole do not include any material misstatements. While reasonable assurance corresponds to a high level of assurance, it does not guarantee that an audit performed in accordance with professional standards will always detect every material misstatement. Misstatements may be the result of fraud or of errors. They are considered material if it can reasonably be expected that they might, taken individually or together, influence financial decisions made by users of the financial statements on the basis of those statements.

As laid down in Article L.823-10-1 of the French Commercial Code, our engagement to certify the financial statements does not consist of guaranteeing the viability or quality of management of your company.

In performing an audit in accordance with professional standards applicable in France, the Statutory Auditor exercises his or her professional judgment throughout that audit. Furthermore, the Statutory Auditor:

- identifies and assesses risks that the consolidated financial statements might include material misstatements, whether as a result of fraud or error, defines and implements audit procedures in light of those risks, and gathers what he or she considers sufficient and appropriate information on which to base his or her opinion. The risk of not detecting a material misstatement is greater when that misstatement is the result of a fraud than when it is the result of an error, since fraud may entail collusion, falsification, deliberate omissions, false declarations and the bypassing of internal control;
- familiarises him- or herself with internal control arrangements relevant to the audit so as to be able to define audit procedures appropriate to the circumstances, and not so as to express an opinion on the effectiveness of internal control;
- assesses the appropriateness of the accounting policies adopted and the reasonableness of accounting estimates made by management, as well as information set out in the consolidated financial statements pertaining thereto;

- assesses the appropriateness of management's application of the going concern basis of accounting and, based on the information gathered, assesses whether or not there is significant uncertainty regarding events or circumstances liable to call into question the company's ability to continue to operate. This assessment is supported by information gathered up to the date of his or her report, though it should be borne in mind that subsequent circumstances or events may call into question the company's ability to continue to operate. If the Statutory Auditor concludes that there is significant uncertainty, he or she alerts readers of his or her report on the information set out in the consolidated financial statements to that uncertainty or, if the information has not been provided or is not relevant, qualifies or withholds his or her certification;
- assesses the overall presentation of the consolidated financial statements and evaluates whether they present a true and fair view of underlying operations and events;
- as regards financial information concerning persons or entities included in the scope of consolidation, he or she collects what he or she considers sufficient and appropriate information to express an opinion on the financial statements. The Statutory Auditor is responsible for overseeing, supervising and performing the audit of the consolidated financial statements, as well as for the opinion expressed on the financial statements.

REPORT TO THE AUDIT COMMITTEE

We submit a report to the Audit Committee setting out, in particular, the extent of our audit work and the programme of work carried out, together with the resulting findings. Where applicable, we also notify the Audit Committee of any significant weaknesses we have identified in the internal control system as regards procedures relating to the preparation and processing of accounting and financial information.

The information set out in our report to the Audit Committee includes those risks of material misstatement that we deem to have been the most significant for the audit of the consolidated financial statements and which, as such, constitute the key audit matters which we are required to present in this report.

In accordance with Article 6 of Regulation (EU) No. 537-2014, we also provide the Audit Committee with written confirmation of our independence, within the meaning of rules applicable in France, in particular as laid down in Articles L.822-10 to L.822-14 of the French Commercial Code and in the code of ethics adopted by the statutory audit industry. Where applicable, we discuss any risks to our independence, and any safeguards put in place, with the Audit Committee.

Marseille and Paris, 17 February 2021

MCR Walter France	France Audit Expertise
Emmanuel Mathieu	José David

STATUTORY AUDITORS' REPORT ON THE PARENT COMPANY FINANCIAL STATEMENTS

Financial year ended 31 October 2020

To the shareholders of Groupe Partouche SA,

>OPINION

In accordance with our engagement by your shareholders as Statutory Auditors, we have audited the parent company financial statements of Groupe Partouche SA for the financial year ended 31 October 2020, as appended hereto.

In our opinion, the parent company financial statements give a true and fair view of the financial position and the assets and liabilities of the Company at the balance sheet date and of the results of its operations for the financial year then ended, in accordance with French accounting regulations.

The opinion set out above is consistent with the content of our report to the Audit Committee.

>BASIS OF OUR OPINION

AUDIT STANDARDS

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

The responsibilities that fall to us under these standards are indicated in the section of this report titled "Statutory Auditors' responsibilities in relation to the audit of the parent company financial statements".

INDEPENDENCE

We performed our audit, in compliance with independence rules required by the French Commercial Code and by the code of ethics adopted by the statutory audit industry, over the period from 1 November 2019 to the date on which we issued our report. In particular, we provided no services prohibited by the first paragraph of Article 5 of Regulation (EU) No. 537/2014.

>OBSERVATION

Without calling into question the opinion expressed above, we draw your attention to the following point set forth in the Note "Covid-19 health crisis" of the notes to the financial statements, concerning in particular the effects of the health crisis and the measures taken in this situation on the company's annual financial statements, its business and that of its subsidiaries.

>JUSTIFICATION OF ASSESSMENTS AND KEY AUDIT MATTERS

The global crisis relating to the Covid-19 pandemic has created specific conditions for the preparation and auditing of this year's financial statements. The crisis and the exceptional measures taken within the framework of the public health emergency have multiple consequences for businesses, in particular their operations and financing, as well as creating greater uncertainty about the future. Some of these measures, such as travel restrictions and working from home, have also affected how businesses are organised internally and how audits are performed.

In light of this complex, evolving situation, and pursuant to Articles L.823-9 and R.823-7 of the French Commercial Code on the justification of our assessments, we hereby report on the key audit matters in relation to those risks of material misstatement which, in our professional judgment, were greatest for the audit of the parent company financial statements, as well as on our responses to those risks.

These assessments were made in the context of our audit of the parent company financial statements taken as a whole, and therefore contributed to the opinion we formed, which is expressed in the first part of this report. We have no opinion to express on items in these parent company financial statements taken individually.

IDENTIFIED KEY AUDIT MATTER: MEASUREMENT OF INVESTMENT SECURITIES

Risks identified

Investment securities, recognised on the balance sheet for a net amount of €634,368 thousand at 31 October 2020, constitute the largest single item on the balance sheet. They are recognised at cost at their balance sheet entry date and depreciated on the basis of their present value, taken as the higher of value in use and market value less costs to sell.

As indicated in Note 1.3 to the parent company financial statements, "Long-term financial investments", management estimates the carrying amount of securities based on the value of the relevant entities' equity at the balance sheet date, as well as their profitability and forecast revenue.

In estimating the carrying amount of these securities, management must exercise its judgment in selecting which information to consider for each investment, which may, depending on the investment, include historical information or forecast information (notably subsidiaries' profitability outlook).

Competition and the economic environment facing certain subsidiaries, as well as the public health crisis, may result in lower revenue and a deterioration in operating profit. Against this backdrop, and given the uncertainty inherent in certain items, including in particular the likelihood of forecasts coming to pass, we considered that the correct measurement of investment securities, and of related loans and current account advances, constituted a key audit matter.

Audit procedures followed in light of the risks identified

To assess the reasonableness of estimated carrying amounts of investment securities, on the basis of the information provided to us, our work mainly consisted of checking that these estimated amounts, determined by management, are supported by an appropriate justification of the measurement method and figures used, as well as, depending on the securities in question:

- For measurements based on historical information:
  - checking that the equity values used are consistent with the financial statements of audited or analysed entities, and that any adjustments applied to those equity values are supported by conclusive documentation;
- For measurements based on forecast information:
  - obtaining forecast cash flows and operating performance for the entities concerned, prepared under the responsibility of the company's management,
  - assessing the reasonableness of assumptions used to determine future cash flows in conjunction with underlying operational data and with the assumptions used in light of the public health crisis,
  - assessing the consistency of assumptions made with past performance, the economic environment up to the date that the financial statements are approved for publication, and the market outlook,
  - checking that the value resulting from forecast cash flows has been adjusted to reflect the amount of debt carried by each entity.

As well as assessing the carrying amounts of investment securities, our work also consisted of:

- assessing the recoverability of related loans and current account advances in light of our analysis of investment securities;
- verifying that a provision for impairment of a loan, or a provision for liabilities, has been recognised in cases where the company has committed to bear the losses of a subsidiary with negative equity.

>SPECIFIC CHECKS

We have also performed the other procedures required by law and regulations in accordance with professional standards applicable in France..

INFORMATION GIVEN IN THE MANAGEMENT REPORT AND IN OTHER DOCUMENTS ADDRESSED TO SHAREHOLDERS ON THE FINANCIAL POSITION AND THE PARENT COMPANY FINANCIAL STATEMENTS

We have no matters to report as to the fair presentation and consistency with the financial statements of the information given in the Executive Board's management report and in the other documents addressed to shareholders with respect to the financial position and the parent company financial statements.

We confirm that the information on payment terms referred to in Article D.441-4 of the French Commercial Code is truthful and consistent with the parent company financial statements.

REPORT ON CORPORATE GOVERNANCE

We confirm that the Supervisory Board's report on corporate governance includes the information required by Articles L.225-37-4, L.22-10-10 and L.22-10-9 of the French Commercial Code.

We checked the disclosures made pursuant to Article L.22-10-9 of the French Commercial Code concerning the remuneration and benefits paid or allocated to the corporate officers and the commitments entered into in their favour, for consistency with the financial statements or with the data used to draw up those financial statements and, where applicable, with the information provided to your Company by the businesses that it controls which are included in the scope of consolidation. On the basis of our audit, we hereby certify the truthfulness and accuracy of this information, and the fair view provided by it.

OTHER INFORMATION

Pursuant to the law, we have verified that the management report contains the appropriate disclosures as to the shareholders' identities, ownership interests and voting rights.

>OTHER VERIFICATIONS OR INFORMATION REQUIRED BY APPLICABLE LAWS AND REGULATIONS

APPOINTMENT OF STATUTORY AUDITORS

We were appointed Statutory Auditors of Groupe Partouche at the Shareholders' Meetings of 24 April 2007 (MCR Walter France) and 20 April 2010 (France Audit Expertise).

At 31 October 2020, MCR Walter France was in its 14th year of uninterrupted service, while France Audit Expertise was in its 11th year.

>RESPONSIBILITIES OF MANAGEMENT AND INDIVIDUALS CHARGED WITH CORPORATE GOVERNANCE WITH REGARD TO THE PARENT COMPANY FINANCIAL STATEMENTS

It is management's responsibility to draw up parent company financial statements that provide a true and fair view in accordance with accounting principles generally accepted in France, and to put in place the internal control arrangements it deems necessary for the preparation of parent company financial statements free of material misstatement, whether the latter are the result of fraud or error.

When preparing the parent company financial statements, it falls to management to assess the company's ability to continue to operate, to set out in the financial statements, as the case may be, the necessary information on business continuity and to apply the going concern basis of accounting, unless it is planned to wind up the company or cease operations.

It is the Audit Committee's responsibility to monitor the process of preparing financial information and the

effectiveness of internal control, risk management and, as the case may be, internal audit systems, as regards procedures relating to the preparation and processing of accounting and financial information.

The financial statements have been approved by the Executive Board.

>STATUTORY AUDITORS' RESPONSIBILITIES IN RELATION TO THE AUDIT OF THE PARENT COMPANY FINANCIAL STATEMENTS

AUDIT OBJECTIVE AND APPROACH

It is our responsibility to prepare a report on the parent company financial statements. Our goal is to obtain reasonable assurance that the parent company financial statements taken as a whole do not include any material misstatements. While reasonable assurance corresponds to a high level of assurance, it does not guarantee that an audit performed in accordance with professional standards will always detect every material misstatement. Misstatements may be the result of fraud or of errors. They are considered material if it can reasonably be expected that they might, taken individually or together, influence financial decisions made by users of the financial statements on the basis of those statements.

As laid down in Article L.823-10-1 of the French Commercial Code, our engagement to certify the financial statements does not consist of guaranteeing the viability or quality of management of your company.

In performing an audit in accordance with professional standards applicable in France, the Statutory Auditor exercises his or her professional judgment throughout that audit. Furthermore, the Statutory Auditor:

- identifies and assesses risks that the parent company financial statements might include material misstatements, whether as a result of fraud or error, defines and implements audit procedures in light of those risks, and gathers what he or she considers sufficient and appropriate information on which to base his or her opinion. The risk of not detecting a material misstatement is greater when that misstatement is the result of a fraud than when it is the result of an error, since fraud may entail collusion, falsification, deliberate omissions, false declarations and the bypassing of internal control;
- familiarises him- or herself with internal control arrangements relevant to the audit so as to be able to define audit procedures appropriate to the circumstances, and not so as to express an opinion on the effectiveness of internal control;
- assesses the appropriateness of the accounting policies adopted and the reasonableness of accounting estimates made by management, as well as information set out in the parent company financial statements pertaining thereto;
- assesses the appropriateness of management's application of the going concern basis of accounting and, based on the information gathered, assesses whether or not there is significant uncertainty regarding events or circumstances liable to call into question the company's ability to continue to operate. This assessment is supported by information gathered up to the date of his or her report, though it should be borne in mind that subsequent circumstances or events may call into question the company's ability to continue to operate. If the Statutory Auditor concludes that there is significant uncertainty, he or she alerts readers of his or her report on the information set out in the parent company financial statements to that uncertainty or, if the information has not been provided or is not relevant, qualifies or withholds his or her certification;
- assesses the overall presentation of the parent company financial statements and evaluates whether they present a true and fair view of the underlying operations and events.

REPORT TO THE AUDIT COMMITTEE

We submit a report to the Audit Committee setting out, in particular, the extent of our audit work and the programme of work carried out, together with the resulting findings. Where applicable, we also notify the Audit Committee of any significant weaknesses we have identified in the internal control system as regards procedures relating to the preparation and processing of accounting and financial information.

The information set out in our report to the Audit Committee includes those risks of material misstatement that we deem to have been the most significant for the audit of the parent company financial statements and which, as such, constitute the key audit matters which we are required to present in this report.

In accordance with Article 6 of Regulation (EU) No. 537-2014, we also provide the Audit Committee with written confirmation of our independence, within the meaning of rules applicable in France, in particular as laid down in Articles L.822-10 to L.822-14 of the French Commercial Code and in the code of ethics adopted by the statutory audit industry. Where applicable, we discuss any risks to our independence, and any safeguards put in place, with the Audit Committee.

Marseille and Paris, 17 February 2021

MCR Walter France	France Audit Expertise
Emmanuel Mathieu	José David

20.3.2 >OTHER INFORMATION VERIFIED BY THE STATUTORY AUDITORS

No other information has been verified by the Statutory Auditors other than the information cited in their reports presented above (Section 20.3.1).

20.3.3 >FINANCIAL INFORMATION NOT CONTAINED IN THE FINANCIAL STATEMENTS

There is no other financial information not contained in the financial statements.

20.4 >DIVIDEND DISTRIBUTION POLICY

The net dividends distributed for the previous five financial years are as follows:

FINANCIAL YEAR FOR WHICH THE DIVIDEND WAS PAID YEAR ENDED 31 OCTOBER	DIVIDEND DISTRIBUTED (€000)	DIVIDEND PER SHARE (EUR)
2015	-	-
2016 (Extraordinary Shareholders' Meeting of 05/09/2017)	3 001	0,31
2017	-	-
2018	-	-
2019	-	-

Any dividend that remains unclaimed within five years of falling due is payable under applicable legal provisions to the French state.

The Safeguard Plan approved in a ruling by the Paris Commercial Court on 29 September 2014 (modified on 2 November 2016 and rectified on 8 December 2016) imposed restrictions on distribution. In the last five financial years, the Group thus paid only exceptional dividends of €3,001k, charged entirely to reserves in financial year 2017. On 4 November 2019, three years ahead of schedule, the Paris Commercial Court noted the appropriate execution of exit of the Safeguard Plan, thus freeing the Group from any constraints related to its dividend distribution policy.

In order to protect the Group's cash position as of the outbreak of the Covid-19 health crisis, the Chairman of the Management Board asked the majority shareholder to reject the resolution relating to the dividend payout included in the agenda for the meeting on 1 April 2020. Furthermore, during the financial year ending 31 October 2020, no interim dividend was paid.

20.5 >LEGAL AND ARBITRATION PROCEEDINGS

See Note 8 to the consolidated financial statements, "Other current and non-current provisions".

A very longstanding legal claim relating to operations that occurred in 1991 concerning the creation of the Hyères casino and calling into question the actions at that time of a local notary and Crédit Foncier was reactivated in 2011. The implication of the company CDTH operating the Hyères casino as an alleged indirect beneficiary at the time of these disputed wrongdoings appears unfounded and simply opportunistic. The notary concerned has already been released from all obligations and there have not been any rulings against the subsidiary to date. All of the defendants have petitioned for the initial claim to be time-barred.

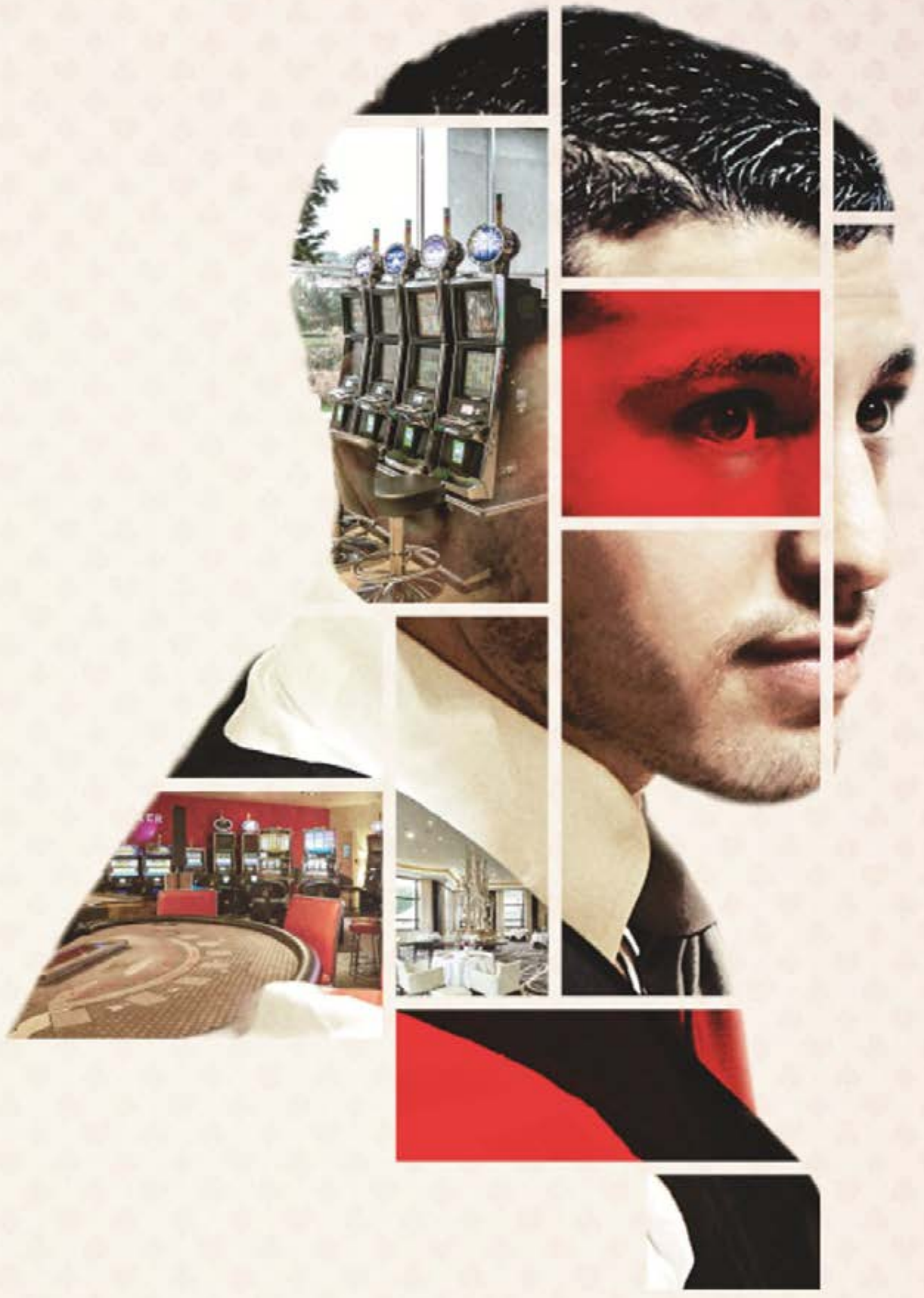
A conflict arose between the company Grand Casino de La Trinité-sur-Mer and the local council, which claimed that it could take over the assets of the casino as being essential to public service; our subsidiary contested this claim on the grounds that gaming activities are not primarily a public service and that these assets are not of an essential nature. The Conseil d'État has confirmed the ruling of the Nantes Administrative Court, which upheld the petition of the Commune in this matter. It should be understood that the properties concerned must be returned at their net carrying amount. We believe, and will bring the case before other jurisdictions having capacity in this matter, that this decision was made without sufficient justification and constitutes a serious infringement of property rights.

Active tax-related claims have been estimated on the basis of information available at the balance sheet date. Evaluations of any tax-related claims are conducted within each subsidiary, on a case-by-case basis and in detail with respect to each of the grounds presented for reassessment. Provisions are recognised for any claims for which a favourable outcome does not seem likely.

Following the refinancing of Groupe Partouche SA at end-October 2019, which enabled it to reimburse the syndicated loan it took out in September 2005, the Paris Commercial Court noted, on 4 November 2019, three years ahead of schedule, the successful execution and exit of the Safeguard Plan which had been laid down by a judgment of the Paris Commercial Court on 29 September 2014 (modified on 2 November 2016 and rectified on 8 December 2016).

>CLAIMS INVOLVING THE COMPANY OR THE GROUP

To the best of the Company's knowledge, there are no governmental, legal or arbitration proceedings, including any proceedings that might be suspended or threatened, which may have or which have had a direct or indirect material impact on the Company's or the Group's financial position or profitability during the twelve-month period under review.



21

ADDITIONAL INFORMATION

21.1 >SHARE CAPITAL

21.1.1 >SHARE CAPITAL AT 31 OCTOBER 2020

The company's share capital is one hundred and ninety-two million five hundred and forty thousand six hundred and eighty euros (€192,540,680), comprised of nine million six hundred and twenty-seven thousand and thirty four (9,627,034) fully paid shares with a nominal value of twenty (20) euros each, with their nominal value fully paid up.

21.1.2 >SECURITIES THAT DO NOT REPRESENT THE SHARE CAPITAL

There are no securities that do not represent the share capital, since all of the shares issued are the same type.

21.1.3 >ACQUISITION BY THE COMPANY OF ITS OWN SHARES

>PURCHASE TRANSACTIONS RELATING TO THE SHARES OF THE COMPANY BY THE COMPANY IN RESPECT OF FINANCIAL YEAR 2018-2019

Since the Shareholders' Meeting of 24 April 1998, Groupe Partouche SA has had an authorisation relating to the purchase of treasury shares each year in compliance with the provisions of Article L.225-209 of the French Commercial Code..

At the Annual Ordinary Shareholder's Meeting of 1 April 2020, the Executive Board was once again authorised, for a period of 18 months, to purchase shares in the Company, and the terms and limits to which these purchases are subject were specified.

It was decided that the shares thus purchased could only be:

- cancelled in full or in part, with the Executive Board having moreover been authorised to reduce the share capital
- awarded to the employees and/or corporate officers of the Company and/or existing or future related companies, under the conditions laid down in law, and in accordance with any formula permitted by law, particularly within the framework of share awards covered by Article L.225-209 Paragraph 5 of the French Commercial Code;
- held and subsequently exchanged or used as payment for future acquisitions;
- used to help ensure the liquidity and regularity of trading in the company's shares under a liquidity contract with a provider of investment services and in compliance with the code of conduct of the Autorité des Marchés Financiers, the French financial markets authority.

>NUMBER OF TREASURY SHARES HELD

Groupe Partouche held 1,917 treasury shares at 31 October 2020. These shares are to be allocated, without consideration, to Company employees or officers pursuant to Article L.225-209-5 of the French Commercial Code. They are shown in Groupe Partouche's balance sheet at a nominal value of €38,340 and in the annual financial statements at a carrying amount of €31,726.

The Executive Board also implemented a share buyback programme to help ensure the liquidity and regularity of trading in the Company's shares under a liquidity contract with CIC, an investment services provider, and held 14,836 shares for this purpose at the end of the financial year on 31 October 2020, shown in Groupe Partouche's balance sheet at a nominal value of €296,720 and in its annual financial statements at a carrying amount of €245,536.

>SHARE BUYBACK PROGRAMME

The following Groupe Partouche shares were purchased and sold under the share buyback programme (transactions carried out by CM-CIC) between 1 January 2020 and 31 December 2020:

TRANSACTION TYPE	NUMBER	AMOUNT	AVERAGE PRICE
Purchase	52 985	1 238 216	23,37 €
Sale	48 901	1 126 649	23,04 €

In respect of the liquidity provider's agreement entered into by Groupe Partouche and CIC, the liquidity account contained the following shares and cash at 31 December 2020:

- 12,299 Groupe Partouche shares;
- €146,650.65 in cash.

>EXISTING AUTHORISATION

At the Annual Ordinary Shareholders' Meeting of 1 April 2020, the Executive Board was granted renewed authorisation to repurchase the Company's own shares on the stock market under the provisions of Article L.225-209 of the French Commercial Code, in order to allocate those shares to employees or senior executives in the event of a bonus share award falling under the terms set forth in the fifth paragraph of Article L.225-209 of the French Commercial Code, remit those shares under the terms of an external growth transaction, or enhance the liquidity and regularity of share quotations.

The maximum purchase price has been set at €80 per share with an overall ceiling of €75,000,000. This authorisation, valid for a maximum of 18 months, will expire on 30 September 2021.

21.1.4 >OTHER SECURITIES GIVING ACCESS TO THE CAPITAL

None.

21.1.5 >SHARE CAPITAL SUBSCRIBED, BUT NOT PAID UP – CAPITAL INCREASE – CAPITAL DECREASE

The Executive Board benefits from the following authorisations, which may lead to the buyback of treasury shares and the issuance of securities conferring access to the share capital. These authorisations, granted to it at the Combined Ordinary and Extraordinary Shareholders' Meetings of 27 March 2019 and 1 April 2020, are summarised in the table below.

TYPE OF OPERATION AUTHORISED	DURATION AND EXPIRATION OF AUTHORISATION	MAXIMUM AMOUNT	TERMS
Buyback of own shares under Art L.225-209 of the French Commercial Code (OSM of 1 April 2020)	18 months 30 September 2021	Maximum amount of 10% of the share capital	
Capital increase • In cash (ESM of 27 March 2019)	26 months 26 May 2021	€30,000,000	With and without preferential right of subscription
Capital increase • By capitalisation of reserves, share premium or net profit (ESM of 27 March 2019)	26 months 26 May 2021	Amount of premiums, reserves and earnings available	
Capital increase • By private placement (ESM of 27 March 2019)	26 months 26 May 2021	Maximum amount of 20% of the share capital per year	Without preferential right of subscription
Capital increase • By in-kind contributions (ESM of 27 March 2019)	26 months 26 May 2021	Maximum amount of 10% of the share capital	Without preferential right of subscription
Capital decrease • By retiring shares bought back under the conditions laid down in Article L.225-209 of the French Commercial Code (ESM of 1 April 2020)	18 months 30 September 2021	Maximum amount of 10% of the share capital	

These authorisations were not used during the financial year ended 31 October 2020, nor to date.

21.1.6 >SHARE CAPITAL UNDER OPTION

None.

21.1.7 >HISTORY OF THE SHARE CAPITAL

Changes in share capital over the five preceding financial years:

FINANCIAL YEAR (FROM 1 NOVEMBER 2016 TO 31 OCTOBER 2020)	TYPE OF OPERATION	AMOUNT OF CHANGE IN SHARE CAPITAL	SUCCESSIVE AMOUNTS OF SHARE CAPITAL	CUMULATIVE NUMBER OF SHARES
2016			193 631 200 €	9 681 560
2017	Capital decrease of 19 October 2017 via cancellation of treasury shares	-1 090 520 €	192 540 680 €	9 627 034
2018			192 540 680 €	9 627 034
2019			192 540 680 €	9 627 034
2020			192 540 680 €	9 627 034

21.1.8 >MARKET IN THE COMPANY'S FINANCIAL INSTRUMENTS

Groupe Partouche shares are listed on the Euronext Paris stock exchange – Eurolist Comp. B (ISIN: FR0012612646).

Share transfers and payments of dividends are handled by CM-CIC Securities (6 rue de Provence, 75009 Paris, France).

The table below shows changes in the share price and trading volume of Groupe Partouche shares:

PERIOD	PERIOD HIGH AND LOW (IN EUROS)		NUMBER OF SHARES TRADED	CAPITAL (IN €M)
	HIGH	LOW		
2019				
January	21,2	18,6	27 792	0,55
February	20,6	18,8	18 638	0,37
March	19,4	17,9	11 248	0,21
April	25,2	18,3	37 996	0,83
May	22,0	20,0	8 099	0,17
June	26,3	20,7	34 642	0,81
July	26,3	24,8	23 594	0,60
August	25,7	23,0	27 190	0,66
September	24,1	22,7	13 570	0,32
October	26,0	22,1	18 908	0,45
November	28,0	24,9	28 372	0,76
December	28,9	26,5	19 957	0,56
2020				
January	31,0	27,5	31 317	0,90
February	34,2	27,0	100 975	3,18
March	29,5	16,0	59 361	1,27

PERIOD	PERIOD HIGH AND LOW (IN EUROS)		NUMBER OF SHARES TRADED	CAPITAL (IN €M)
	HIGH	LOW		
April	20,0	16,9	37 916	0,68
May	21,4	17,5	45 499	0,88
June	25,0	20,5	74 082	1,72
July	21,3	18,4	18 111	0,36
August	21,7	18,6	15 907	0,32
September	23,2	19,6	13 849	0,29
October	20,2	16,3	14 669	0,26
November	22,5	16,4	36 805	0,74
December	21,7	19,8	19 601	0,41

21.2 >MEMORANDUM AND ARTICLES OF ASSOCIATION

Memorandum and Articles of Association (see Section 5.1.3)

Pursuant to Article 37 of the Articles of Association, the latter may only be amended by an Extraordinary Shareholders' Meeting, notably in respect of a change to the type of the Company. However, an Extraordinary Shareholders' Meeting cannot increase the commitments of the shareholders, subject to operations resulting from the groupings of shares as provided by the law.

21.2.1 >PURPOSE

Pursuant to Article 3 of the Articles of Association, the purpose of the Company in France and all other countries is:

- the administrative, financial and accounting management of all the present or future companies operating mainly in the entertainment, hotel and gaming sectors;
- the acquisition of equity stakes of all types in such companies;
- assisting these companies in improving their growth by providing all types of services;
- all transactions in shares in French and foreign markets;
- acquisition and sale of real estate fixed assets and current assets.

EAnd in general all types of industrial and commercial operations related to:

- the creation, acquisition, rental, lease or operation of all types of business in any of the aforementioned sectors of activity;
- the acquisition, operation or sale of any process or patent related to these activities;
- the direct or indirect participation in any type of financial, real estate or personal property operations or commercial enterprise transaction related to the aforementioned purpose or any other connected purpose.

21.2.2 >PROVISIONS IN THE ARTICLES OF ASSOCIATION OR ELSEWHERE RELATING TO EXECUTIVE AND MANAGEMENT BODIES

>OPERATION OF THE SUPERVISORY BOARD

(see Section 14.3 on the internal rules of procedure)

Members of the Supervisory Board must own at least one share.

The Supervisory Board's organisational and operating methods are detailed in Section 14.3, which relates to the internal rules of procedure it adopted on 27 October 2005, last amended by decision of the Supervisory Board on 28 January 2020, as well as in Articles 21 and 22 of Groupe Partouche SA's Articles of Association, reproduced below:

ARTICLE 21 - ORGANISATION AND OPERATION OF THE SUPERVISORY BOARD

The Supervisory Board elects natural persons from among its members as Chairman and Vice-Chairman, responsible for convening Supervisory Board meetings and chairing these meetings. They are appointed for the period of their mandate on the Supervisory Board. The Board determines their remuneration, if any. The Board may appoint a secretary who need not be a shareholder.

The Board meets as often as the interests of the Company dictate. However, the Chairman must convene a meeting of the Board no more than 15 days after the request date, when at least one member of the Executive Board or at least one-third of the members of the Supervisory Board presents him with a substantiated request to do so. Meetings take place at the registered office or at any other location indicated in the meeting notice. Any member of the Board may, via letter or telegram, mandate

another advisor to represent him at a Board meeting. The effective presence of at least half of the members of the Board is required for its operations to be valid. The Board's deliberations shall be valid if at least half of its members are present or deemed present; each member present or represented has one vote and each member present only has one vote. In the event of a tie, the Chairman casts the deciding vote.

A register is kept and signed by the members of the Board who attend the meeting. The Supervisory Board's deliberations are officially established by minutes kept in a special record filed at the Company's registered office. Copies or extracts of minutes presenting the Board's deliberations are provided and certified in accordance with the law..

ARTICLE 22 - POWERS OF THE SUPERVISORY BOARD

The Supervisory Board performs a permanent control of the way in which the Company is managed by the Executive Board.

It appoints the members of the Executive Board and designates its Chairman, and, where applicable, the General Managers; it proposes their removal to the shareholders and determines their remuneration.

It convenes the Shareholders' Meeting, if convocation is not issued by the Executive Board.

It gives the Executive Board the authorisations required prior to the operations falling within the provisions of Article 19 of the Articles of Association.

It authorises agreements governed by Article 24 of the Articles of Association. At any time, it may perform verifications and controls as it sees fit, and may receive any document it deems useful to accomplish its mission. It presents its observations on the Executive Board report and the accounts for the financial year to the Annual Ordinary Shareholders' Meeting.

The Supervisory Board may decide to transfer the registered office within the same department or to an adjoining department, subject to the ratification of this decision by the next Ordinary Shareholders' Meeting.

The Supervisory Board may grant one or more of its members any special mandates for one or more pre-determined purposes and set their remuneration for this end.

>FUNCTIONING OF THE EXECUTIVE BOARD

The organisation and procedures of the Executive Board are stipulated in Articles 16 and 18 of Groupe Partouche SA's Articles of Association, reproduced below:

ARTICLE 16 - COMPOSITION OF THE EXECUTIVE BOARD

1 The Company is managed by an Executive Board under control of the Supervisory Board.

The Executive Board is formed by at least two members (seven at most) appointed by the Supervisory Board.

2 The members of the Executive Board must be individual entities who may be selected apart from the shareholders, even from among the Company's paid personnel.

Should a member of the Supervisory Board be appointed to the Executive Board, this member's first mandate shall come to an end as soon as he or she takes office on the Executive Board.

Subject to legal exceptions, no member may simultaneously belong to more than two Executive Boards, nor exercise the functions of General Manager or Chairman of the Board of Directors in more than two limited companies with their head offices in metropolitan France.

A member of the Executive Board may not accept an appointment to another company's Executive Board or as another company's sole General Manager without the prior authorisation of the Supervisory Board.

3 The appointment of any member of the Executive Board may be revoked at an Ordinary Shareholders' Meeting upon recommendation of the Supervisory Board.

If the member concerned has an employment contract with the Company, the revocation of his or her appointment as a member of the Executive Board does not lead to the termination of his or her employment contract.

4 The Supervisory Board sets the remuneration of each member of the Executive Board upon their appointment.

ARTICLE 18 - ORGANISATION AND PROCEDURES OF THE EXECUTIVE BOARD

1 The Supervisory Board appoints one of the members of the Executive Board as Chairman.

The Executive Board meets as often as the interests of the Company dictate, as convened by its Chairman or at least half of its members, at the registered office or at any other location indicated in the meeting notice.

The Chairman of the Executive Board presides over its meetings and appoints a secretary, who need not be a member of the Executive Board.

The Executive Board's deliberations are only valid if at least half of its members are in attendance.

The Executive Board's decisions are taken based on the majority of the votes of its members. Voting by proxy is prohibited.

In the event of a tie, the Chairman casts the deciding vote.

2 The deliberations of the Executive Board may be officially established by minutes kept in a special record, signed by the members of the Executive Board having attended the meeting.

The minutes mention the names of the members in attendance and those of the absent members.

Copies or extracts of these minutes are certified by the Chairman of the Executive Board or by one of its members and, in the event of liquidation, by the authorised liquidator.

3 The members of the Executive Board may divide among themselves all management tasks, subject to the authorisation of the Supervisory Board. However, this allocation of tasks may not under any circumstances absolve the Executive Board from its obligation to meet regularly and deliberate upon the most important issues faced in managing the Company, nor may it prevent its members from acting collectively to ensure the management of the Company.

ARTICLE 19 - POWERS AND OBLIGATIONS OF THE EXECUTIVE BOARD

1 The Executive Board is invested with the most extensive powers to act in all circumstances in the name of the Company in its relations with third parties, within the limits of the Company's purpose and subject to the powers that the law expressly confers upon the Supervisory Board and the Shareholders' Meeting.

In its relations with third parties, the Company is bound even by acts of the Executive Board that are not within the Company's purpose, unless it can prove that the third party knew that the act went beyond this purpose or could not have been unaware thereof given the circumstances, mere publication of the Articles not being sufficient to constitute such proof.

The disposal of property, the full or partial disposal of shareholdings and the pledging of collateral, guarantees, security and warranties are subject to authorization by the Supervisory Board. Failure to comply with this provision may not be invoked against third parties except as provided for by law.

Should the Supervisory Board refuse to authorise one of the aforementioned operations, the Executive Board may, if it deems necessary, call an Ordinary Shareholders' Meeting on an extraordinary basis, which may grant the authorisation requested and draw all the necessary conclusions from the dispute arising between the management bodies.

The Executive Board calls Shareholders' Meetings, sets the agenda for these meetings and carries out the decisions there made.

2 The Executive Board submits a management report to the Supervisory Board at least once per quarter. Within three months following the close of the financial year, it submits the annual financial statements and if necessary the consolidated financial statements to the Supervisory Board for verification and control.

3 The Company is represented by the Chairman of the Executive Board in its relations with third parties.

The Supervisory Board may allot the same representative power to one or more of the members of the Executive Board, who are then called Group Managing Directors.

All documents committing the Company with regard to third parties must be signed by either the Chairman of the Executive Board, one of the Group Managing Directors or any other person authorised to this effect.

As provided by Article 8 of the Articles of Association, the Executive Board is also entrusted with the powers necessary to increase the Company's share capital.

I - Capital increases

[…] Capital increases are decided upon or authorised at an Extraordinary Shareholders' Meeting, at which the shareholders may delegate to the Executive Board the necessary powers to carry out capital increases in one or more stages, to set their terms and conditions, to formally record the execution of these increases and to amend the Articles of Association accordingly. A capital increase must be carried out within five years of the date of the Shareholders' Meeting at which the increase was decided upon or authorised, except in the case of capital increases resulting from the conversion of bonds into shares or additional increases reserved for bondholders who will have opted for conversion, or for capital increases decided upon pursuant to the provisions of Article L.225-229-III of the French Commercial Code […]

21.2.3 >RIGHTS, PREFERENCES AND RESTRICTIONS ATTACHING TO SHARE

These are stipulated in Article 15 of the Articles of Association, which is reproduced below:

ARTICLE 15 - RIGHTS AND OBLIGATIONS ATTACHED TO SHARES

1 Each share entitles its holder to a share in the Company's profits and assets proportional to that portion of the amount of share capital it represents, as stipulated in Articles 40 and 43 hereafter.

2 Ownership of a share automatically implies acceptance of the Company's Articles of Association and of resolutions passed at Shareholders' Meetings.

The rights and obligations attached to a share pass to the acquirer thereof, whoever he or she may be.

The heirs or creditors of a shareholder may not, on any grounds whatsoever, demand that seals be affixed to the property of the Company or request the division or public sale by auction of same, or interfere in any way in the

Company's administration; to exercise their rights, they must refer to the company registers and decisions made at Shareholders' Meetings.

3 Shareholders are only liable for the debts of the Company up to the par value of the shares they hold.

21.2.4 >CHANGES TO SHAREHOLDERS' RIGHTS

By reference to Article 21.2.4 of Annex I of Commission Regulation (EC) No. 809/2004, no actions exist to modify shareholders' rights that are stricter than those provided by law.

21.2.5 >SHAREHOLDERS' MEETINGS

(See Articles 27 to 37 of the Articles of Association, Article R.225-61 et seq. of the French Commercial Code; Decree of 23 June 2010)

>COMMON RULES

MEETING NOTICE METHODS AND TIMING – ANNOUNCEMENTS TO SHAREHOLDERS

Shareholders' Meetings may be convened by the Executive Board, or failing this, by the Supervisory Board or the Statutory Auditors, as provided by Article R.225-162 of the French Commercial Code, or by a proxy designated by the President of the Commercial Court rendering a decision under a summary procedure, upon the request of one or more shareholders together holding at least one twentieth of the share capital, or by the official liquidator.

Shareholders' Meetings are held at either the head office or any other location that should be specified in the meeting notice.

Notices are published in one of the newspapers entitled to receive legal notices in the departmental region of the head office, as well as in the French *Bulletin des annonces légales obligatoires*. Shareholders who have held nominative shares for at least one month at the announcement's publication date are convened by an ordinary letter. They may ask to receive notices by registered letter if they remit the relevant postage costs to the Company.

Letters must be sent and/or publication must take place at least fifteen days before the meeting date for the first notice, and ten days before the meeting date for the second notice and any subsequent notices..

The meeting notice should include the name of the Company and if possible its logo, company type, share capital amount, head office address and registration number, as well as the meeting date, time, location, nature and agenda.

Pursuant to Article R.225-85 of the Decree of 23 June 2010, it shall also contain a clear and exact description of the terms under which particular faculties of shareholders may be exercised.

Should a meeting be adjourned due to a failure to obtain an adequate quorum, a second meeting shall be convened in the same form and manner, and notice thereof shall include the date of the first meeting.

Any meeting that has not been convened in the required form and manner may be annulled. However, recourse to such voidability is withdrawn should all shareholders have attended or been represented.

The proxy form addressed by the Company, or the person designated by it, to the shareholders shall clearly inform them that should the proxy form omit to indicate the name of the nominated representative, they will be considered to have voted in favour of resolutions submitted or approved by the Executive Board; the documents listed in Article R.225-81 of the French Commercial Code must be attached to the proxy form.

Announcements to shareholders, in advance of any meeting, may be made by any of the following means:

- sending, at their request, the agenda of the meeting, all draft resolutions, notices in respect of the members of the Executive and Supervisory Boards and the candidates to these positions, the report of the Executive Board, the observations of the Supervisory Board, and a summary of the Company's financial position and net profit for the past five years. Moreover, the following should be enclosed:
  - in advance of an Annual Shareholders' Meeting, the income statement, the balance sheet and the special report of the Statutory Auditors,
  - in advance of an Extraordinary Shareholders' Meeting, the Statutory Auditors' report, if applicable;
- making the aforementioned documents available to shareholders at the Company's head office, along with the list of companies, the company registers, and the indication of the total compensation paid to the Company's five or ten highest-earning individuals, as well as the Statutory Auditors' report and, if applicable, any merger or disposal proposals.

>VOTING BY CORRESPONDENCE

Any shareholder may vote by correspondence by completing an official form established in accordance with the law. To be considered valid, this form must be received at least three days prior to the date of the Shareholders' Meeting. Forms which do not indicate a clear vote or which express an abstention are considered nay votes. Once a shareholder has cast his/her vote by correspondence or requested an admission card, he/she can no longer choose any other method of participating in the meeting.

>ADMISSION TO MEETINGS

(Article 28 of the Articles of Association; Article L.225-106-1 of the French Commercial Code)

All shareholders may attend and vote at Shareholders' Meetings, irrespective of the number of the shares they hold. Shareholders may be represented by any person of their choosing, under the statutory and regulatory conditions laid down in Article L.225-106-1 of the French Commercial Code. The right to participate in Shareholders' Meetings is contingent upon the shares being registered in the name of the shareholder, or of the intermediary registered on the shareholder's behalf, three business days before the date of the meeting, at the location indicated in the notice of meeting, and upon the provision of a certificate issued by the authorised intermediary confirming that such shares are not available for sale or transfer from the date of such delivery until the date of the meeting.

>VOTING RIGHTS

(Article 31 of the Articles of Association)

Each shareholder present or represented by proxy at a Shareholders' Meeting has as many votes as the shares held or represented, without limitation.

Voting rights attaching to shares in the Company shall be proportional to the share of the capital those shares represent, with each share in the Company entitling its holder to one vote. Shares in the Company (including any bonus shares that might be allotted as part of an increase in the share capital by way of capitalisation of reserves, earnings or issue premiums) shall not qualify for double voting rights, in accordance with the final paragraph of Article L.225-123 of the Commercial Code.

>MULTIPLE VOTING RIGHTS

None.

>QUORUM

(See Article 34 of the Articles of Association for Ordinary Shareholders' Meetings)

I - The deliberations of an Annual Ordinary or Extraordinary Shareholders' Meeting are deemed valid when the shareholders present or represented for a first convening own one-fifth of the Company shares with voting rights.

If voting by post, for calculating the quorum, only forms received by the company at least three days before the meeting shall be taken into account.

If it is not reached, the meeting shall be reconvened in the manner and within the time limits stated in Article 25 above, and decisions shall be made regardless of the number of shares represented but may only relate to matters included in the agenda for the first meeting.

II - A majority vote of shareholders present in person or represented by proxy is required for a decision to be made at an Ordinary or Extraordinary Shareholders' Meeting.

The Extraordinary Shareholders' Meeting decides on changes to the Articles of Association, subject to a majority quorum as provided by Article 36 reproduced below. *(See Article 36 of the Articles of Association for Extraordinary Shareholders' Meetings)*

I - The decisions of the Extraordinary Shareholders' Meeting are only deemed valid if the shareholders present or represented by proxy own at least one quarter for a first convening or one fifth for the second convening of the shares with voting rights. If this quorum is not obtained, the second meeting may be adjourned to a date no more than two months after the date it was called.

The quorum for all Shareholders' Meetings is calculated after the deduction of shares with no voting rights as provided by the law or the regulations in force.

II - The resolutions voted on at all Extraordinary Shareholders' Meetings, whether on first or second convening, are deemed valid with at least two thirds of the voting rights of shareholders present or represented.

Shareholders' Meetings held on second convening may only deliberate on the agenda of the first Shareholders' Meeting.

III - At constitutive Extraordinary General Meetings, the quorum and majority requirements set out under point I above are only calculated after deducting shares issued in return for contributions in kind or held by the recipients of special benefits, who have no voting rights either for themselves or as representatives.

21.2.6 >CLAUSES DELAYING, DEFERRING OR PREVENTING A CHANGE OF CONTROL

There are no clauses that restrict a change of control.

Article 13 of the Articles of Association stipulates:

ARTICLE 13 - TRANSMISSION OF SHARES

Shares may be freely exchanged subject to legal provisions. Transmission is effected by account transfer under the terms and conditions specified by the texts in force.

21.2.7 >CROSSING OF OWNERSHIP THRESHOLDS

>CROSSING OF STATUTORY THRESHOLDS AND PENALTIES IN THE EVENT OF NON-COMPLIANCE WITH DISCLOSURE REQUIREMENTS

(Article 12 of the Articles of Association)

Pursuant to Article L.233-7 §5 of the French Commercial Code, and Article 12 of the Articles of Association, shareholders must notify the Company of the number of shares held directly or indirectly, alone or in concert, whenever their holding crosses the threshold of 2% of the share capital or a multiple of this percentage. In the event of non-compliance with this disclosure obligation, shares exceeding the non-disclosed fraction will be deprived of their voting rights at the request, recorded in the minutes of the Shareholders' Meeting, of one or more shareholders, holding at least 5% of the Company's capital, when the shares of the Company are officially listed on a stock exchange.

21.2.8 >CHANGES IN THE SHARE CAPITAL

Article 8 of the Articles of Association stipulates:

ARTICLE 8 - CHANGES IN THE SHARE CAPITAL

I.CAPITAL INCREASES

The share capital may be increased either by issuing new shares or by increasing the par value of the existing shares.

The new shares shall be paid for either in cash or through compensation with debts in liquid funds due and payable by the Company, through capitalisation of reserves, income or share issue premiums, with assets in kind or through bond conversion.

The new shares are issued either at their par value or at this value increased by an issue premium: they may be ordinary shares or preferred shares enjoying certain advantages over other shares and entitling their holders to preferential rights to income or assets or any other indirect advantage.

Capital increases are decided upon or authorised by the Extraordinary Shareholders' Meeting, which may delegate to the Executive Board the necessary powers to carry out capital increases in one or more stages, to set their terms and conditions, to formally record the performance of these increases and to amend the Articles of Association accordingly. A capital increase must be carried out within five years of the date of the Shareholders' Meeting having decided upon or authorised the increase, except in the case of capital increases resulting from the conversion of bonds into shares or additional increases reserved for bondholders who will have opted for conversion, or for capital increases decided pursuant to the provisions of Article L.225-229-III of the French Commercial Code.

When a capital increase takes place through the capitalisation of reserves, income or share issue premiums, the Shareholders' Meeting deciding upon the increase must meet the quorum and majority requirements for Ordinary Shareholders' Meetings.

In the event of an issue of new shares to be paid for in cash, the share capital of the Company prior to the proposed increase must first be fully paid up and the shareholders shall be entitled to exercise their pre-emptive right to subscribe to shares as provided by law. The entitlement of usufructuaries and bare owners to the pre-emptive subscription right is governed by the aforementioned Article.

If the new shares are paid for through compensation with debts due and payable by the Company, the latter shall be disclosed in financial statements prepared by the Executive Board, certified as valid by the Statutory Auditors and attached to the statement of subscription and payment.

The minimum subscription period is ten trading days, with the option for early termination of this period once the capital increase is subscribed by shareholders in proportion to their existing holdings.

The Shareholders' Meeting that decides upon the capital increase may elect to exclude the pre-emptive subscription right upon examining the reports of the Executive Board and the Statutory Auditors.

Capital increases shall be carried out notwithstanding the existence of fractional rights. Those shareholders not possessing the number of subscription or share rights exactly required to obtain a whole number of new shares, shall have to personally arrange for the purchase or sale of fractional rights to bring their holdings to a whole number.

In conjunction with any decision to increase the Company's share capital, the Extraordinary Shareholders' Meeting shall also need to consider a draft resolution intended to authorise a capital increase reserved for employees. Moreover, a draft resolution of this kind must be presented, once every five years for the approval of an Extraordinary Shareholders' Meeting convened for this purpose, as long as the shares held by the employees of the Company and of any affiliated company as defined under Article L.225-180 of the French Commercial Code represent less than 3% of the total share capital..

II.REDEMPTION OF SHARE CAPITAL

The share capital may, upon the decision of the Extraordinary Shareholders' Meeting, be redeemed by way of an equivalent reimbursement for each share, through transfer of income or reserves, with the exception of the legal reserve.

Dividend shares thus created may be reconverted into capital shares, either through an obligatory transfer of the portion of Company profits attributable to these shares, or through an optional payment by each of the owners of dividend shares.

III.CAPITAL DECREASE

The share capital may be reduced in one or more stages for any reason, either by reducing the par value of shares or the number of shares. If a capital decrease is not entailed by losses, bondholders and creditors may oppose the decrease.

A decision to reduce the share capital to a level below the minimum required by law, regardless of the motivation behind this decision, may only be taken if a capital increase can be effected to increase the share capital to a level above said minimum, unless the Company is to be transformed into a company of another form not requiring a capital amount greater than its share capital following the decrease.

Should this condition not be met, any interested party may apply for a court order requiring the dissolution of the Company. The dissolution of the Company shall not take effect if, on the date when the court's decision is rendered, the share capital has been brought back up to the legal minimum.

The Company is not authorised to buy back its own shares. However, the Shareholders' Meeting having decided upon a capital decrease not entailed by losses may authorise the Executive Board to buy back a specified number of shares as to cancel them. This buyback shall be proportional to the number of shares held by each shareholder and limited to shares available in the market.

Capital decreases are decided or authorised by the Extraordinary Shareholders' Meeting, which may delegate to the Executive Board the necessary powers to carry them out.

In all cases, the proposal for a reduction in the share capital is communicated to the Statutory Auditors no less than 45 days prior to the Shareholders' Meeting of shareholders convened to decide upon this proposal.

The meeting examines the report of the Statutory Auditors, who present their assessment of the justification and conditions for the capital decrease.

If the capital decrease is carried out by reducing the number of shares, shareholders are required to sell any excess shares or to buy shares to make up any shortage, so that the existing shares may be exchanged for new shares.

IV.REVERSE STOCK SPLIT

In the event of a reverse stock split, shareholders are also required to sell any excess shares or to buy shares to make up any shortage, so that the existing shares may be exchanged for new shares.

21.2.9 >PARENT COMPANY AND CONSOLIDATED FINANCIAL STATEMENTS

(Articles 39 and 40 of the Articles of Association)

ARTICLE 39 – PARENT COMPANY AND CONSOLIDATED FINANCIAL STATEMENTS

VI.PRESENTATION OF THE ACCOUNTS

At the end of each financial year, the Executive Board establishes the schedule of the assets and liabilities existing at that date.

It also draws up the income statement and the balance sheet.

The Executive Board prepares a written report on the results for the financial year, the situation of the Company and its business activity during the period under review.

These documents are made available to the Statutory Auditors at the Company's registered office at least 45 days prior to the Shareholders' Meeting convened to approve the parent company financial statements, with the exception of the report on the results for the financial year and the situation of the Company, which may be made available to the Statutory Auditors no less than 20 days prior to the meeting. Copies of these documents must be forwarded to the Statutory Auditors should they request them.

VII.PRESENTATION AND MEASUREMENT METHODS

The income statement and the balance sheet are established each year in accordance with the same presentation guidelines and measurement methods used in previous years. However, in the event of any proposed changes, the Shareholders' Meeting, upon examining the financial statements established in accordance with both the proposed and existing presentation guidelines and methods, as well as the reports of the Executive Board and the Statutory Auditors, shall render its decision upon the proposed changes.

If methods other than those required by applicable legal and regulatory provisions were used for the measurement of the Company's assets in the schedule and in the balance sheet, mention is made of this fact in the report presented by the Executive Board.

VIII.DEPRECIATION, AMORTISATION AND PROVISIONS

All necessary depreciation, amortisation and provisions are recognised even if there has not been any profit or it has been insufficient, to ensure that the balance sheet provides a fair view of the Company's financial position.

An impairment charge is recognised for any impairment in the carrying amount of assets, whether due to wear, change in techniques, or any other causes.

Provisions are recognised for all capital losses on other assets as well as probable future losses and expenses.

The Company's incorporation costs are amortised prior to any distribution of profit.

Capital increase expenses are amortised no later than the end of the fifth financial year following the one in which these expenses were incurred. These expenses may be charged to the amount of the issue premium relating to the capital increase.

IX. DEPOSITS, SURETIES AND GUARANTEES

The amounts of deposits, sureties or guarantees given are mentioned at the foot of the balance sheet.

ARTICLE 40 - APPROPRIATION AND ALLOCATION OF EARNINGS

Net earnings consist of the net profit for the financial year, less overheads and other Company expenditure, as well as the depreciation or amortisation of Company assets and all provisions for commercial and industrial contingencies.

Net earnings are appropriated and allocated as follows:

- A deduction of 5% is taken from net profit for the year after the offset of any prior year losses carried forward, for the purpose of creating the legally required "legal reserves", until these reserves equal one-tenth of the Company's share capital;
- Net earnings to be appropriated consist of the net profit for the financial year, less prior-year losses and legally required reserves, plus retained earnings carried forward;
- The Shareholders' Meeting then allocates the amounts it deems appropriate to the optional, ordinary and/or extraordinary reserves, and to retained earnings.

The resulting balance, if any, is allocated among all shareholders proportionately to their paid-up outstanding shareholdings.

The Shareholders' Meeting may decide to allocate amounts deducted from the optional reserves either in order to provide or supplement a dividend or for the purpose of allocating exceptional provisions. In this case, the resolution shall expressly indicate the reserve categories from which these deductions are to be made.

After the approval of the financial statements by the Shareholders' Meeting, any losses are recorded in a special account for offset against profit of future years until the expiry of their availability for carry forward.

The Shareholders' Meeting convened to approve the financial statements for a given year may grant to each shareholder, in respect of all or a part of the dividend set aside for distribution, an option to be paid either in cash or in shares, the price of which is previously determined as provided by law. The offer of payment in shares must be made simultaneously to all shareholders. Requests by shareholders in this regard must be made during a period determined by the Shareholders' Meeting, which may not last longer than three months from the date of this meeting.

21.3 > STATUTORY AUDITORS' FEES

	MCR				FRANCE AUDIT EXPERTISE			
	AMOUNT (€K)		%		AMOUNT (€K)		%	
At 31 October	2020	2019	2020	2019	2020	2019	2020	2019
Audit	-	-	-	-	-	-	-	-
Statutory audit, certification, audit of the individual company and consolidated financial statements	-	-	-	-	-	-	-	-
Issuer GP SA	177	180	33 %	34 %	177	180	17 %	15 %
Fully consolidated subsidiaries	363	338	67 %	63 %	875	846	83 %	82 %
SUBTOTAL	**540**	**518**	**100 %**	**97 %**	**1 052**	**1 026**	**100 %**	**97 %**
Other work (services other than certification of the financial statements, directly related checks and other work)	-	-	-	-	-	-	-	-
Issuer GP SA	-	16	-	3 %	-	26	-	2 %
Fully consolidated subsidiaries	-	-	-	-	-	-	-	-
SUBTOTAL	**-**	**16**	**-**	**3 %**	**-**	**26**	**-**	**3 %**
TOTAL	**540**	**534**	**100 %**	**100 %**	**1 052**	**1 052**	**100 %**	**100 %**

22

MATERIAL CONTRACTS

SYNDICATED LOAN

In the context of the refinancing of the entire balance of its bank debt, and in particular the syndicated loan taken out on 25 September 2005 mentioned in the Safeguard Plan that has been now closed as a result of this refinancing, Groupe Partouche SA finalised a new syndicated loan at the end of October 2019 of a total of €80m. It includes a refinancing loan in the amount of €65m and a revolving credit of €15m, both with a final repayment date initially set for 18 October 2025. Because of the Covid-19 health crisis, the final repayment date for the refinancing loan has been deferred to 18 July 2026.

No collateral was agreed to in the terms of this syndicated loan. Furthermore, the loan contract provides for the reporting obligations of the lenders, the semi-annual obligation to maintain the "leverage ratio" (net consolidated debt / consolidated EBITDA) below 2.50 as well as standard commitments for loan contracts of this type.

BOND ISSUE

In addition to the syndicated loan, Groupe Partouche SA issued, at the end of October 2019, a bond in the form of a EuroPP private placement, with a maturity of seven years (October 2026), for a par value of €35m.

The bond is unsecured and the commitments made are similar to those for the new syndicated loan, as these two borrowings are closely related.

23

THIRD-PARTY INFORMATION, STATEMENT BY EXPERTS AND DECLARATIONS OF INTEREST

Article L.225-102-7 of the Decree of 9 August 2017 on the statement of non-financial performance stipulates that data disclosed on this subject must be verified by an independent third party in accordance with the terms laid down in an Order. Accounting firm Compta Durable, an Accounting Lab brand, located at 14 Boulevard de Douaumont, 75017 Paris, France, was commissioned by Groupe Partouche to carry out these verifications.

24

DOCUMENTS ON DISPLAY

24.1 >DOCUMENTS ON DISPLAY

During the period of validity of this Universal Registration Document, the following documents (or copy of these documents) may, where applicable, be consulted:

a) the memorandum and Articles of Association of the issuer;

b) all reports, correspondence and other documents, historical financial information, valuations and declarations established by an expert at the request of the issuer, some of which are included or referred to in the Reference Document;

c) the historical financial information of the issuer or, in the case of a group, the historical financial information of the issuer and its subsidiaries for each of the two financial years preceding the publication of the Reference Document.

The documents above may be consulted at the registered office of the Company - Groupe Partouche SA, 141 bis rue de Saussure 75017 Paris, France.

24.2 >PERSON RESPONSIBLE FOR THE INFORMATION

Valérie Fort, Finance Director

Telephone: +33 (0)1 47 64 33 45

24.3 >FINANCIAL COMMUNICATION CALENDAR

Results for the financial year ended 31 October 2020	>	Wednesday, 27 January 2021, in the evening
First quarter financial information to 31 January 2021	>	Wednesday, 10 March 2021, in the evening
Turnover for the second quarter ending 30 April 2021	>	Wednesday, 9 June 2021, in the evening
Results for the first half-year ending 30 April 2021	>	Wednesday, 30 June 2021, in the evening
Third quarter financial information to 31 July 2021	>	Wednesday, 15 September 2021, in the evening
Turnover for the fourth quarter ending 31 October 2021	>	Wednesday, 15 December 2021, in the evening
Results for the financial year ended 31 October 2021	>	Wednesday, 26 January 2022, in the evening

25

INFORMATION ON SUBSIDIARIES AND EQUITY INVESTMENTS

Please refer to the table listing the Company's subsidiaries and equity investments presented in Point 3 of the notes to the parent company financial statements in Section 20.2.2 above, and to Note 17 to the Group's consolidated financial statements for the financial year ended 31 October 2020, presented in Section 20.2.1 of this document.

26

CROSS-REFERENCE TABLE

In order to facilitate the reader's access to information in the annual report, for which the original French version has been registered as a Universal Registration Document, the following cross-reference table presents the headings relating to the minimum disclosure requirements in this Universal Registration Document.

1	MANAGEMENT REPORT OF THE BOARD OF DIRECTORS	9.2
1.1	Position of the company's activity during the financial year under review and where applicable of the subsidiaries and companies that it controls	6 and 9
1.2	Results of the activity for the company, its subsidiaries and the companies controlled by activity	9 and 20.2
1.3	Significant events that occurred between the balance sheet date and the date at which the report was prepared	20.2.1 (note 16)
1.4	Difficulties encountered and outlook	9.1 and 12
1.5	Research and development activities	11
1.6	Analysis of the change in business, results and financial position	9
1.7	Key financial performance indicators	3
1.8	Key environmental and employee indicators	17
1.9	Description of the main risks and contingencies	4
1.10	Indications on the use of financial instruments and objectives and policy of the company with respect to the management of financial risks	4.3 and 10
1.11	Employee share ownership	18.3
1.12	Total remuneration and benefits in kind paid and granted to each company officer	15.1
1.13	List of mandates and functions carried out at each company by each company officer	14.1
1.14	Employee and environmental impacts	17
1.15	Information on the policy for mitigating technology-related accident risks, capacity of the company to cover its civil liability, etc.	4.2
1.16	Amount of dividends distributed in the last three financial years	20.4
1.17	Information on share repurchase programmes	21.1.3
1.18	Transactions carried out by directors in their shares	14.2.2
1.19	Calculation variables and results of the adjustment of the bases for conversion or exercise of securities conferring access to capital and share subscription or purchase options	18.2
1.20	Acquisition of investment stakes in companies having their registered office in the territory of the French Republic and representing more than 1/20, 1/10, 1/5, 1/3, 1/2 or 2/3 of the capital or voting rights of these companies and acquisition of a controlling interest in companies having their registered office in the territory of the French Republic	25

2	SUMMARY TABLE OF DELEGATIONS IN FORCE GRANTED TO THE BOARD OF DIRECTORS REGARDING CAPITAL INCREASES	21.1.5
3	MANAGEMENT REPORT OF THE BOARD OF DIRECTORS ON THE CONSOLIDATED ENTITY	9.1
3.1	Analysis of changes in business	9.1
3.2	Position of the entity comprising the consolidated companies	9.1
3.3	Outlook	12
3.4	Significant events that occurred between the balance sheet date and the date at which the report was prepared	20.2.1 (note 16)
3.5	Research and development activities	11
3.6	Description of the main risks and contingencies	4
3.7	Indications on the use of financial instruments and objectives and policy of the company with respect to the management of financial risks	4.3
4	NAME, USUAL FIRST NAME OF DIRECTORS OR SENIOR MANAGERS	14.1
5	TABLE OF RESULTS OF THE COMPANY IN THE LAST FIVE FINANCIAL YEARS	20.2.2 (ANNEX 5)
6	LIST OF INVESTMENT SECURITIES	20.2.2 (ANNEX 3)
7	INDIVIDUAL COMPANY FINANCIAL STATEMENTS	20.2.2
8	CONSOLIDATED FINANCIAL STATEMENTS	20.2.1
9	STATUTORY AUDITORS' REPORT ON THE INDIVIDUAL COMPANY FINANCIAL STATEMENTS	20.3.1
10	STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS	20.3.1
11	SPECIAL REPORT OF THE STATUTORY AUDITORS ON REGULATED AGREEMENTS	19
12	SPECIAL REPORT OF THE CHAIRMAN ON INTERNAL CONTROL PROCEDURES	16.5.1
13	ELEMENTS RELATING TO THE MANAGEMENT REPORT WITH REFERENCE TO ARTICLE L.225-100-3 OF THE FRENCH COMMERCIAL CODE	
13.1	Capital structure of the company	18.1
13.2	Restrictions in the Articles of Association relating to the exercise of voting rights and to transfers of shares or clauses in agreements brought to the attention of the company pursuant to Article L.233-11 of the French Commercial Code	18.4
13.3	Direct or indirect ownership of the share capital of the company of which it is aware, by virtue of Articles L.233-7 and L.233-12 of the French Commercial Code	18.1
13.4	List of owners of all securities comprising special control rights and description of the latter	18.1
13.5	Control mechanisms provided in any employee shareholder system	N/A
13.6	Agreements between shareholders of which the company is aware that may lead to restrictions in transferring shares	18.6
13.7	Rules applicable to the appointment and replacement of members of the Board of Directors and the Executive Board, and to the modification of the Articles of Association	21.2.2
13.8	Powers of the Board of Directors or the Executive Board with respect to the issue or purchase of shares	21.2.8
13.9	Agreements concluded by the company that are terminated in the event of a change of control of the company	N/A
13.10	Agreements providing for indemnities to be paid to the members of the Executive Board or employees	N/A
13.11	Labour, social and environmental information and statement of non-financial performance	17
13.12	Report by the independent third party on labour, environmental and social information included in the Management Report	17.13



The original French-language version of this Universal Registration Document was registered with the Autorité des Marchés Financiers (AMF) on 18 February 2021, in its capacity as relevant authority in connection with Regulation (EU) No. 2017/1129, without prior approval pursuant to Article 9 of this regulation.

The original French-language version of this Universal Registration Document may be used for the purposes of a public offering of financial securities or the admission of securities to negotiation in a regulated market if accompanied by an offer document and, where applicable, a summary and all amendments made to the Universal Registration Document. The AMF then approves this collection of documents, in accordance with Regulation (EU) No. 2017/1129.

"This document was prepared by the issuer, and its signatories may be held liable for its content."

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